

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

EXTRACTION OIL & GAS, INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 20-11548 (CSS)

(Jointly Administered)

Obj. Deadline: November 23, 2020 at 4:00 p.m.

Hearing Date: December 3, 2020 at 2:00 p.m.

**SUMMARY OF FIRST INTERIM FEE APPLICATION OF STROOCK & STROOCK &
LAVAN LLP, LEAD COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED
CREDITORS, FOR ALLOWANCE OF COMPENSATION AND REIMBURSEMENT
OF EXPENSES FOR THE PERIOD FROM JULY 1, 2020 THROUGH AUGUST 31, 2020**

Name of Applicant:	Stroock & Stroock & Lavan LLP
Authorized to provide professional services to:	The Official Committee of Unsecured Creditors
Date of retention:	August 11, 2020 <i>nunc pro tunc</i> to July 1, 2020
Period for which compensation and reimbursement is sought:	July 1, 2020 through August 31, 2020
Amount of compensation sought as actual, reasonable and necessary:	\$1,499,252.50
Amount of expense reimbursement sought as actual, reasonable and necessary:	\$2,591.62
This is a:	First Interim Application

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Extraction Oil & Gas, Inc. (3923); 7N, LLC (4912); 8 North, LLC (0904); Axis Exploration, LLC (8170); Extraction Finance Corp. (7117); Mountaintop Minerals, LLC (7256); Northwest Corridor Holdings, LLC (9353); Table Mountain Resources, LLC (5070); XOG Services, LLC (6915); and XTR Midstream, LLC (5624). The location of the Debtors' principal place of business is 370 17th Street, Suite 5300, Denver, Colorado 80202.



SUMMARY OF FEES AND EXPENSES REQUESTED

Monthly Application		Requested Fees and Expenses		Fees and Expenses Paid or To Be Paid		Outstanding Holdback
Monthly Fee Period, Application DI No., and Date Filed	CNO DI No. and Date Filed	Total Fees Requested	Total Expenses Requested	Amount of Fees Paid or To Be Paid (80%)	Amount of Expenses Paid or To Be Paid (100%)	Amount of Fee Holdback Sought (20%)
7/1/2020 – 7/31/2020 DI 578; 9/2/2020	DI 687; 9/24/2020	\$752,490.50	\$60.59	\$601,992.40	\$60.59	\$150,498.10
8/1/2020 – 8/31/2020 DI 858; 10/20/2020	Objection Deadline is 11/10/2020	\$746,762.00	\$2,531.03	\$597,409.60	\$2,531.03	\$149,352.40
TOTALS		\$1,499,252.50	\$2,591.62	\$1,199,402.00	\$2,591.62	\$299,850.50

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**FIRST INTERIM FEE APPLICATION OF STROOCK & STROOCK & LAVAN LLP,
LEAD COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS,
FOR ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF EXPENSES
FOR THE PERIOD FROM JULY 1, 2020 THROUGH AUGUST 31, 2020**

Stroock & Stroock & Lavan LLP (the “Applicant” or “Stroock”), lead counsel to the Official Committee of Unsecured Creditors (the “Committee”), appointed in the chapter 11 cases (the “Chapter 11 Cases”) of the above-captioned debtors and debtors in possession (collectively, the “Debtors”), hereby applies, pursuant to (i) sections 330 and 331 of title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (the “Bankruptcy Code”), (ii) Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), (iii) Rule 2016-2 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”), and (iv) the *Order (I) Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals and (II) Granting Related Relief* [Docket No. 270] (the “Interim Compensation Order”),² for interim approval and

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Extraction Oil & Gas, Inc. (3923); 7N, LLC (4912); 8 North, LLC (0904); Axis Exploration, LLC (8170); Extraction Finance Corp. (7117); Mountaintop Minerals, LLC (7256); Northwest Corridor Holdings, LLC (9353); Table Mountain Resources, LLC (5070); XOG Services, LLC (6915); and XTR Midstream, LLC (5624). The location of the Debtors’ principal place of business is 370 17th Street, Suite 5300, Denver, Colorado 80202.

² Capitalized terms not defined herein shall have the meanings ascribed to them in the Interim Compensation Order.

allowance of compensation for services rendered and reimbursement of expenses for the period from July 1, 2020 through August 31, 2020 (the “Interim Application Period”), and respectfully represents as follows:

JURISDICTION AND VENUE

1. The Court has jurisdiction to consider the Application pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper in this District pursuant to 28 U.S.C. §§ 1408 and 1409.

2. The statutory predicates for the relief sought herein are sections 330 and 331 of the Bankruptcy Code. Such relief also is warranted under Bankruptcy Rule 2016 and Local Rule 2016-2.

I. BACKGROUND

A. The Chapter 11 Cases

3. On June 14, 2020, the Debtors each filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code (the “Chapter 11 Cases”).

4. On June 30, 2020, the United States Trustee for the District of Delaware filed the Notice of Appointment of Committee of Unsecured Creditors [Docket No. 155]. The Committee consists of: (i) Raisa Energy, LLC; (ii) Platte River Midstream, LLC, *et al.*; (iii) Wilmington Savings Fund Society, FSB; (iv) REP Processing LLC; and (v) Rocky Mountain Midstream, LLC.

B. The Retention of Stroock

5. On July 24, 2020, the Committee applied [Docket No. 314] to the Court for an order authorizing it to retain and employ Stroock as lead counsel, *nunc pro tunc* to July 1, 2020. On August 11, 2020, the Court entered an order [Docket No. 403] authorizing such retention.

C. The Interim Compensation Order

6. The Interim Compensation Order sets forth the procedures for interim compensation and reimbursement of expenses in these Chapter 11 Cases. Specifically, the Interim Compensation Order provides that a Professional may file on or after the twenty-first (21st) day of each month following the month for which compensation is sought, and serve a monthly application for interim allowance of compensation for services rendered and reimbursement of expenses incurred, together with the applicable time entries and itemized expenses (the “Monthly Fee Statement”) on the Application Recipients. Provided that there are no objections to the Monthly Fee Statement filed within twenty-one (21) days after the service of a Monthly Fee Statement, the Professional may file a certificate of no objection with the Court, after which the Debtors are authorized and directed to pay such Professional eighty percent (80%) of the fees and one-hundred percent (100%) of the expenses requested in such Monthly Fee Statement. If an objection is filed to the Monthly Fee Statement, then the Debtors are authorized to pay 80% of the fees and 100% of the expenses not subject to an objection.

RELIEF REQUESTED

7. By this Interim Fee Application, Applicant respectfully requests the Court enter an order (a) approving the Interim Fee Application; (b) awarding Stroock compensation for the Interim Application Period in the amount of \$1,499,252.50 and reimbursement for actual and necessary expenses in the amount of \$2,591.62; (c) authorizing the payment of such sums to Stroock pursuant to the Interim Compensation Order; and (d) granting such other and further relief as the Court may deem just and proper. Stroock incorporates herein by reference each of

its monthly fee applications filed during the Interim Application Period together with the corresponding certifications of no objections.³

**THE INTERIM FEE APPLICATION
AND COMPLIANCE WITH GUIDELINES**

8. This Interim Fee Application was prepared in accordance with (a) Local Rule 2016-2, (b) the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases, adopted on June 11, 2013 (the “UST Guidelines”), and (c) the Interim Compensation Order (collectively with Local Rule 2016-2 and the UST Guidelines, the “Guidelines”).

9. Annexed hereto are various schedules required by the Guidelines, as applicable.

10. Applicant provides the following responses to the questions set forth under ¶ C.5 of Appendix B of the UST Guidelines:

Question: Did you agree to any variations from, or alternatives to, your standard or customary billing rates, fees or terms for services pertaining to this engagement that were provided during the application period? If so, please explain.

Response: No.

Question: If the fees sought in this fee application as compared to the fees budgeted for the time period covered by this fee application are higher by 10% or more, did you discuss the reasons for the variation with the client?

Response: No.

Question: Have any of the professionals included in this fee application varied their hourly rates based on the geographic location of the bankruptcy case.

Response: No

Question: Does the fee application include time or fees related to reviewing or revising time records or preparing, reviewing, or revising invoices? If so, please quantify by hours and fees.

³ See Docket Nos. 578 (first monthly application), 858 (second monthly application), and 687 (CNO).

Response: No.

Question: Does this fee application include time or fees for reviewing time records to redact any privileged or other confidential information? If so, please quantify by hours and fees.

Response: No.

Question: Does this fee application include rate increases since retention?

Response: No.

REASONABLE AND NECESSARY SERVICES

11. The services for which Applicant seeks compensation were, at the time rendered, necessary for, beneficial to, and in the best interests of, the Committee and the Debtors' estates. The services rendered were consistently performed in a timely manner commensurate with the complexity, importance and nature of the issues involved. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, it is respectfully submitted that the amount requested by Applicant is fair and reasonable given (a) the complexity of these cases, (b) the time expended, (c) the nature and extent of the services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under this title.

NOTICE

12. Pursuant to the Interim Compensation Order, this Interim Fee Application has been served upon the Notice Parties and all parties that have requested notice in the Chapter 11 Cases pursuant to Bankruptcy Rule 2002.

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WHEREFORE, Stroock respectfully requests the Court enter an order (a) approving the Interim Fee Application; (b) awarding Stroock compensation for the Interim Application Period in the amount of \$1,499,252.50 and reimbursement for actual and necessary expenses in the amount of \$2,591.62; (c) authorizing the payment of such sums to Stroock pursuant to the Interim Compensation Order; and (d) granting such other and further relief as the Court may deem just and proper.

Dated: November 2, 2020
New York, New York

Respectfully submitted,

STROOCK & STROOCK & LAVAN LLP

/s/ Erez E. Gilad

Kristopher M. Hansen (admitted *Pro Hac Vice*)

Frank A. Merola (admitted *Pro Hac Vice*)

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*Lead Counsel to the Official
Committee of Unsecured Creditors*

CUSTOMARY AND COMPARABLE COMPENSATION DISCLOSURES

Category of Timekeeper	Blended Hourly Rate	
	Non-Bankruptcy Blended Hourly Rate for New York Timekeepers	Blended Hourly Rate for This Interim Fee Application
Partner	\$ 1,065	\$ 1,449
Of Counsel	979	N/A
Associate/ Special Counsel	670	753
Paralegal	341	437
All Timekeepers Aggregated	722	964

As reflected in the chart above, the blended hourly rate for all Stroock timekeepers located in the New York office (including both professionals and paraprofessionals) who billed to non-bankruptcy matters (collectively, the “Non-Bankruptcy Matters”)¹ during the period beginning on July 1, 2020 through and including August 31, 2020 (the “Comparable Period”) was, in the aggregate, approximately \$722 per hour (the “Non-Bankruptcy Blended Hourly Rate”).²

The blended hourly rate for all Stroock timekeepers (including both professionals and paraprofessionals) who billed to the Chapter 11 Cases during the Interim Application Period was approximately \$964 per hour (the “Blended Hourly Rate for This Interim Fee Application”).³

¹ Stroock has a vibrant practice representing hedge funds, private equity funds, banks, and other financial institutions in complex out-of-court restructuring transactions and distressed M&A transactions. It is the nature of this practice that the professionals and paraprofessionals who work primarily within Stroock’s Financial Restructuring Group work on engagements in bankruptcy proceedings and outside of bankruptcy. Accordingly, “Non-Bankruptcy Matters” consist of matters for which Stroock’s New York timekeepers represented a client in a matter other than an in-court bankruptcy proceeding, and the Non-Bankruptcy Matters include time billed by Stroock’s New York timekeepers who work primarily within Stroock’s Financial Restructuring Group.

² Stroock calculated the blended rate for Non-Bankruptcy Matters by dividing the total dollar amount billed by Stroock’s New York timekeepers to the Non-Bankruptcy Matters during the Comparable Period by the total number of hours billed by Stroock’s New York timekeepers to the Non-Bankruptcy Matters during the Comparable Period.

³ Stroock calculated the blended rate for timekeepers who billed to the Chapter 11 Cases by dividing the total dollar amount billed by such timekeepers during the Interim Application Period by the total number of hours billed by such timekeepers during the Interim Application Period.

SUMMARY OF TIMEKEEPERS INCLUDED IN INTERIM FEE APPLICATION
JULY 1, 2020 THROUGH AUGUST 31, 2020

Name of Professional	Position	Department	Bar Admission Date	Hours	Rate	Amount
Cota, Alexandro	Partner	Financial Restructuring	2005	33.6	\$ 1,150	\$ 38,640.00
Gilad, Erez E.	Partner	Financial Restructuring	2000	236.5	1,475	348,837.50
Hansen, Kristopher M.	Partner	Financial Restructuring	1995	24.9	1,650	41,085.00
Jewett, Michelle M.	Partner	Tax	2004	6.4	1,395	8,928.00
Merola, Frank A.	Partner	Financial Restructuring	1988	139.0	1,475	205,025.00
Miller, Allison P.	Partner	Financial Restructuring	2003	55.8	1,350	75,330.00
Pasquale, Kenneth	Partner	Financial Restructuring	1990	40.7	1,475	60,032.50
Uffner, Jeffrey D.	Partner	Tax	1976	0.4	1,525	610.00
Healy, Francis C.	Special Counsel	Financial Restructuring	2003	14.4	995	14,328.00
Sasson, Gabriel	Special Counsel	Financial Restructuring	2009	85.7	1,095	93,841.50
Grabis, Maria C.	Associate	Financial Restructuring	2015	23.1	940	21,714.00
Levine, Robert A.	Associate	Financial Restructuring	2013	2.7	940	2,538.00
Loonam, Elizabeth A.	Associate	Financial Restructuring	2009	18.6	975	18,135.00
Pierce, Jason M.	Associate	Financial Restructuring	2012	218.2	995	217,109.00
Sadler, Tess M.	Associate	Financial Restructuring	2018	157.3	595	93,593.50
Senie, Brian J.	Associate	Tax	2014	5.5	895	4,922.50
Diaz, Caroline M.	Law School Graduate	Financial Restructuring	Awaiting Admission	151.1	550	83,105.00
Steiber, David J.	Law School Graduate	Financial Restructuring	Awaiting Admission	197.0	550	108,350.00
Totals for Attorneys				1410.9		\$1,436,124.50

Name of Paraprofessional	Position	Department	Years of Experience	Hours	Rate	Amount
Kaufman, Eric M.	Assistant Director of Research	Knowledge and Resources	23	0.5	370	185.00
Laskowski, Mathew D.	Paralegal	Financial Restructuring	22	2.4	450	1,080.00
Magzamen, Michael	Paralegal Supervisor	Financial Restructuring	18	108.1	450	48,645.00
Mohamed, David	Paralegal	Financial Restructuring	32	20.5	370	7,585.00
Yip-Daniels, May K	Paralegal Supervisor	Financial Restructuring	2	13.1	430	5,633.00
Total for Paraprofessionals				144.6		\$63,128.00

Total				1555.5		\$1,499,252.50
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Average Attorney Rate:	\$1018
Average Paraprofessional Rate:	\$437

**STAFFING PLAN FOR STROOCK & STROOCK & LAVAN LLP
FOR THE PERIOD JULY 1, 2020 THROUGH AUGUST 31, 2020**

Category of Time Keeper	Estimated Number of Timekeepers Expected to Work on the Matter During the Budget Period	Average Hourly Rate
Partners	8	\$ 1,449
Of Counsel, Special Counsel & Senior Associates (7+ years of experience)	5	1,019
Associates (4-6 years of experience)	2	931
Junior Associates (1-3 years of experience)	3	564
Paraprofessionals	5	437

**CONSOLIDATED PROPOSED BUDGET FOR STROOCK & STROOCK &
LAVAN LLP FOR THE PERIOD JULY 1, 2020 THROUGH AUGUST 31, 2020**

All Figures Are Estimates

Project Category	Estimated Hours	Estimated Fees
Case Administration	250	\$ 175,000
Meetings & Communications with Debtors	100	100,000
Asset Disposition & Sales	150	200,000
Relief from Stay / Adequate Protection Matters	30	20,000
Court Hearings	50	50,000
Creditor Committee Meetings and Matters	200	200,000
Case Analysis/ Pleading Analysis and Responses	300	250,000
Stroock Retention	100	50,000
Stroock Fee Applications	10	1,000
Other Professional Retention	125	110,000
Other Professional Fee Applications	10	1,000
Lien Review	75	75,000
Leases & Contracts	50	50,000
Cash Collateral/ DIP/ Financing	125	125,000
Litigation & Adversary Proceedings	55	55,000
Business Operations	35	35,000
Employee Benefits / Pensions	10	1,000
Tax Issues	20	20,000
Corporate Governance Matters	10	1,000
Valuation / Asset Analysis & Recovery	10	1,000
Schedules/ SoFAs/ UST Reports	10	1,000
Claims Administration & Objections	10	1,000
Plan & Disclosure Statement	200	200,000
Total	1,935	\$1,722,000

SUMMARY OF COMPENSATION REQUESTED BY PROJECT CATEGORY
JULY 1, 2020 THROUGH AUGUST 31, 2020

Matter Code	Project Category	Hours	Amount
0001	Case Administration	161.8	\$ 106,798.50
0002	Meetings & Communications with Debtors	87.6	91,714.00
0003	Asset Disposition & Sales	128.7	163,444.00
0004	Relief from Stay / Adequate Protection	20.6	18,231.50
0005	Court Hearings	19.6	20,690.00
0006	Creditor Committee Meetings and Matters	188.7	197,378.00
0007	Case Analysis/ Pleading Analysis and Responses	258.1	231,463.00
0008	Stroock Retention	73.9	45,254.50
0009	Stroock Fee Applications	5.1	4,129.00
0010	Other Professional Retention	123.4	102,993.00
0011	Other Professional Fee Applications	0.5	545.50
0012	Lien Review	51.3	46,969.50
0013	Leases and Contracts	40.4	41,668.50
0014	Cash Collateral/DIP/Financing	105.8	127,175.00
0015	Litigation & Adversary Proceedings	43.6	53,136.50
0016	Business Operations	31.0	32,800.50
0017	Employee Benefits / Pensions	0.2	295.00
0018	Tax Issues	13.3	15,791.50
0019	Corporate Governance Matters	1.5	2,050.00
0021	Schedules/SoFAs/UST Reports	1.4	1,657.00
0022	Claims Administration & Objections	2.8	4,135.00
0023	Plan & Disclosure Statement	196.2	190,933.00
	Total	1555.5	\$1,499,252.50

SUMMARY OF EXPENSE REIMBURSEMENT BY CATEGORY
JULY 1, 2020 THROUGH AUGUST 31, 2020

Expense Category	Amount
Outside Messenger Service	\$ 236.23
Long Distance Telephone	72.55
Westlaw	2,217.60
Courtlink	65.24
Total	\$ 2,591.62

SUMMARY OF INTERIM FEE APPLICATION	
Name of Applicant	Stroock & Stroock & Lavan LLP
Name of Client	Official Committee of Unsecured Creditors of Extraction Oil & Gas, Inc., <i>et al.</i>
Fee period covered by Interim Fee Application	July 1, 2020 through August 31, 2020
Total compensation sought during Fee Period	\$1,499,252.50
Total expenses sought during Fee Period	\$2,591.62
Petition Date	June 14, 2020
Retention Date	August 11, 2020 <i>nunc pro tunc</i> to July 1, 2020
Date of order approving employment	August 11, 2020
Total compensation approved by interim order to date	\$0.00
Total expenses approved by interim order to date	\$0.00
Total allowed compensation paid to date	\$601,992.40
Total allowed expenses paid to date	\$60.59
Blended rate in Interim Fee Application for all Attorneys	\$1018
Blended rate in Interim Fee Application for all Timekeepers	\$964
Compensation sought in this Interim Fee Application already paid pursuant to a monthly compensation order but not yet allowed	\$601,992.40
Expenses sought in this Interim Fee Application already paid pursuant to a monthly compensation order but not yet allowed	\$60.59
Number of professionals included in this Interim Fee Application	23
If applicable, number of professionals in this Interim Fee Application not included in staffing plan	0
If applicable, difference between fees budgeted and compensation sought for this Fee Period	Budget: \$1,722,000.00 Difference: \$222,747.00
Number of professionals billing fewer than 15 hours to the case during this Fee Period:	7
Are any rates higher than those approved or disclosed at retention? If yes, calculate and disclose the total compensation sought in this Interim Fee Application using the rates originally disclosed in the retention application:	No

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

EXTRACTION OIL & GAS, INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 20-11548 (CSS)

(Jointly Administered)

Obj. Deadline: November 23, 2020 at 4:00 p.m.

Hearing Date: December 3, 2020 at 2:00 p.m.

NOTICE OF FIRST INTERIM FEE APPLICATION

PLEASE TAKE NOTICE that, on November 2, 2020, the Official Committee of Unsecured Creditors (the “Committee”) filed the First Interim Fee Application of Stroock & Stroock & Lavan LLP, as lead counsel to the Official Committee of Unsecured Creditors, for Allowance of Compensation and Reimbursement of Expenses for the Period from July 1, 2020 through August 31, 2020 (the “Interim Fee Application”), which seeks approval of an interim fee application for professional services rendered in the amount of \$1,499,252.50, together with reimbursement of expenses in the amount of \$2,591.62, was filed with the Bankruptcy Court.

PLEASE TAKE FURTHER NOTICE that objections, if any, to the Application are required to be filed with the Clerk of the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 3rd Floor, Wilmington, Delaware 19801, and served on the following, so as to be **received no later than 4:00 p.m. on November 23, 2020**: (i) Debtors, Extraction Oil & Gas, Inc., 370 17th Street, Suite 5300, Denver, Colorado 80202, Attn: Eric Christ; (ii) counsel to Debtors, Kirkland & Ellis LLP, 601 Lexington Avenue, New York, New York 10022, Attn: Christopher Marcus, P.C., Allyson Smith Weinhouse, and Ciara Foster and Whiteford, Taylor & Preston LLC, The Renaissance Centre, 405 North King Street, Suite 500, Wilmington, Delaware 19801, Attn: Marc R. Abrams, Richard W. Riley, and Stephen B. Gerald; (iii) counsel to the debtor-in-possession financing lenders, Bracewell LLP, 711 Louisiana Street, Suite 2300, Houston, Texas 77002, Attn: Dewey J. Gonsoulin Jr., William A. (Trey) Wood III, and Heather Brown; (iv) counsel to the ad hoc group of lenders under the Debtors’ prepetition senior notes, Paul, Weiss, Rifkind, Wharton & Garrison LLP, 1285 Avenue of the Americas, New York, New York 10019, Attn: Andrew Rosenberg, Alice Belisle Eaton, Christopher Hopkins, Douglas Keeton, and Omid Rahn timer; (v) United States Trustee for the District of Delaware, 844 King Street, Suite 2207, Lockbox 35, Wilmington, Delaware 19801, Attn: Richard L. Schepacarter; and (vii) counsel to Official Committee of Unsecured Creditors, Stroock & Stroock & Lavan LLP, 180 Maiden Lane, New York, New York 10038, Attn:

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Extraction Oil & Gas, Inc. (3923); 7N, LLC (4912); 8 North, LLC (0904); Axis Exploration, LLC (8170); Extraction Finance Corp. (7117); Mountaintop Minerals, LLC (7256); Northwest Corridor Holdings, LLC (9353); Table Mountain Resources, LLC (5070); XOG Services, LLC (6915); and XTR Midstream, LLC (5624). The location of the Debtors’ principal place of business is 370 17th Street, Suite 5300, Denver, Colorado 80202.

Kristopher M. Hansen, Frank A. Merola, Erez E. Gilad, and Jason M. Pierce and Cole Schotz P.C., 500 Delaware Avenue, Suite 1410, Wilmington, Delaware 19801, Attn: G. David Dean and Andrew J. Roth-Moore (collectively, the “Application Recipients”).

A HEARING ON THE INTERIM FEE APPLICATION WILL BE HELD, ONLY IF AN OBJECTION IS TIMELY FILED, OR THE COURT DIRECTS OTHERWISE, AT A DATE AND TIME TO BE SCHEDULED BEFORE THE HONORABLE CHRISTOPHER S. SONTCHI, U.S. BANKRUPTCY JUDGE, U.S. BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE, 824 NORTH MARKET STREET, 5TH FLOOR, COURTROOM NO. 6, WILMINGTON, DELAWARE 19801.

IF YOU FAIL TO RESPOND IN ACCORDANCE WITH THIS NOTICE, THE BANKRUPTCY COURT MAY GRANT THE RELIEF REQUESTED BY THE INTERIM FEE APPLICATION WITHOUT FURTHER NOTICE OR HEARING.

Dated: November 2, 2020
Wilmington, Delaware

COLE SCHOTZ P.C.

/s/ Andrew J. Roth-Moore

G. David Dean (No. 6403)
Andrew J. Roth-Moore (No. 5988)
500 Delaware Avenue, Suite 1410
Wilmington, DE 19801
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- and -

STROOCK & STROOCK & LAVAN LLP

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