

**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: January 20, 2021 at 4:00 p.m. (ET)

**CORRECTED² THIRD MONTHLY FEE STATEMENT
OF KIRKLAND & ELLIS LLP AND KIRKLAND & ELLIS
INTERNATIONAL LLP FOR ALLOWANCE OF AN ADMINISTRATIVE
CLAIM FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES
INCURRED FROM SEPTEMBER 1, 2020 THROUGH SEPTEMBER 30, 2020**

Name of Applicant	Kirkland & Ellis LLP and Kirkland & Ellis International LLP
Authorized to Provide Professional Services to:	Extraction Oil & Gas, Inc., <i>et al.</i> Debtors and Debtors-in-Possession
Date of Retention:	Retention Order entered on August 11, 2020, Effective as of June 14, 2020
Period for which compensation and reimbursement is sought:	September 1, 2020 through September 30, 2020
Amount of Compensation sought as actual, reasonable, and necessary:	\$2,730,166.80 (80% of \$3,412,708.50) ³
Amount of Expense Reimbursement sought as actual, reasonable, and necessary:	\$211,731.91

This is a **X** monthly interim final 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.

² The *Third Monthly Fee Statement of Kirkland & Ellis LLP and Kirkland & Ellis International LLP for Allowance of an Administrative Claim for Compensation and Reimbursement of Expenses Incurred from September 1, 2020 Through September 30, 2020* [Docket No. 1557] incorrectly reduced K&E's fees by \$682,541.70. The correct amount reduced is updated to \$3,708.00 in Footnote 3. The Prior Applications chart below has also been updated to include previously filed monthly fee statements.

3 K&E voluntarily reduced its fees by \$3,708.00 in the Fee Period (as defined herein). Consequently, K&E does not seek payment of these fees and expenses in this Monthly Fee Statement (as defined herein).



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Prior Applications

		Requested		Approved	
Date Filed; Docket No.	Period Covered	Fees	Expenses	Fees	Expenses
September 25, 2020; Docket No. 709	June 14, 2020 through July 31, 2020	\$2,289,399.60 (80% of \$2,861,749.50)	\$27,442.80	N/A	N/A
November 10, 2020; Docket No. 1040	August 1, 2020 through August 31, 2020	\$1,671,850.40 (80% of \$2,089,813.00)	\$70,813.20	N/A	N/A
November 12, 2020; Docket No. 1071	June 14, 2020 through August 31, 2020	\$4,951,562.50	\$98,256.00	N/A	N/A
Total		\$4,951,562.50	\$98,256.00	N/A	N/A

Summary of Hours by Professional Billed From September 1, 2020 through September 30, 2020

Attorney Name	Position	Department	Date of Admission	Hourly Billing Rate In this Application	Hours Billed In this Application	Fees Billed In this Application
Nicholas Adzima	Associate	Restructuring	2019	\$845.00	43.20	\$36,504.00
Diana Clough Benton	Associate	Litigation - General	2019	\$610.00	18.30	\$11,163.00
Adam Louis Birnbaum	Associate	Corporate - General	2019	\$740.00	37.50	\$27,750.00
Simon Briefel	Associate	Restructuring	2018	\$845.00	33.30	\$28,138.50
Chris Burkhalter	Associate	Litigation - General	Pending	\$925.00	93.30	\$86,302.50
Eugenio J. Cardenas	Associate	Corporate - Capital Markets	2017	\$1,085.00	3.00	\$3,255.00
Lauren Cates	Associate	Executive Compensation	2015	\$740.00	0.40	\$296.00
John Christian	Associate	Litigation - General	2018	\$835.00	42.50	\$35,487.50
Stephanie Cohen	Associate	Restructuring	2018	\$845.00	15.40	\$13,013.00
Gabrielle Degelia	Associate	Litigation - General	2019	\$725.00	14.70	\$10,657.50
Ross Fiedler	Associate	Restructuring	2019	\$845.00	31.00	\$26,195.00
Christopher Fox	Associate	Corporate - Capital Markets	2015	\$1,085.00	0.50	\$542.50

Attorney Name	Position	Department	Date of Admission	Hourly Billing Rate In this Application	Hours Billed In this Application	Fees Billed In this Application
Jordan M. Hartman	Associate	Executive Compensation	2017	\$845.00	2.50	\$2,112.50
Alia Y. Heintz	Associate	Corporate - M&A/Private Equity	2016	\$1,035.00	2.10	\$2,173.50
Maggie Hoffman	Associate	Corporate - General	2018	\$845.00	5.20	\$4,394.00
Mya Johnson	Associate	Corporate - General	2017	\$845.00	5.20	\$4,394.00
Grant Jones	Associate	Litigation - General	2018	\$835.00	168.40	\$140,614.00
Sydney Jones	Associate	Labor & Employment	2014	\$1,045.00	0.50	\$522.50
Ammaar Joya	Associate	Energy Regulatory	2016	\$740.00	16.30	\$12,062.00
Daniel J. Kirksey	Associate	Corporate - General	2018	\$845.00	53.20	\$44,954.00
Kevin Liang	Associate	Restructuring	2018	\$740.00	76.10	\$56,314.00
Andrew L. Lombardo	Associate	Corporate - M&A/Private Equity	2017	\$965.00	48.50	\$46,802.50
Courtney Loyack	Associate	Taxation	2019	\$785.00	12.80	\$10,048.00
Zach R. Manning	Associate	Restructuring	2018	\$845.00	0.40	\$338.00
Diego Jorge Martinez-Krippner	Associate	Litigation - General	2017	\$835.00	104.30	\$87,090.50
Mitch McClellan	Associate	Corporate - Debt Finance	2014	\$1,135.00	30.10	\$34,163.50
Rebekah Sills McEntire	Associate	Litigation - General	2016	\$1,025.00	106.90	\$109,572.50
Christian Menefee	Associate	Litigation - General	2013	\$1,045.00	226.50	\$236,692.50
Eric Mossor	Associate	Corporate - General	2016	\$740.00	3.70	\$2,738.00
Arthur Patrick Muszynski	Associate	Corporate - General	2019	\$740.00	14.10	\$10,434.00
Aisha M. Noor	Associate	Corporate - Debt Finance	2017	\$965.00	58.20	\$56,163.00
Orla Patricia O'Callaghan	Associate	Litigation - General	2018	\$835.00	89.90	\$75,066.50
John Phelan	Associate	Corporate - General	2019	\$740.00	2.80	\$2,072.00

Attorney Name	Position	Department	Date of Admission	Hourly Billing Rate In this Application	Hours Billed In this Application	Fees Billed In this Application
Jackson Phinney	Associate	Labor & Employment	2019	\$835.00	1.60	\$1,336.00
Alexander Rayner	Associate	Litigation - General	2018 (UK)	\$835.00	72.80	\$60,788.00
Evan Swager	Associate	Restructuring	2020	\$740.00	35.00	\$25,900.00
Joe Tobias	Associate	Taxation	2015	\$1,165.00	8.40	\$9,786.00
Chimezie Udozorh	Associate	Corporate - General	2019	\$740.00	7.70	\$5,698.00
Camille Elizabeth Walker	Associate	Corporate - M&A/Private Equity	2016	\$1,035.00	44.00	\$45,540.00
Allyson Smith Weinhouse	Associate	Restructuring	2017	\$1,035.00	186.20	\$192,717.00
Dustin Lyle Womack	Associate	Litigation - General	2019	\$725.00	183.10	\$132,747.50
Bill Arnault	Partner	Litigation - General	2009	\$1,165.00	122.40	\$142,596.00
Jamie Alan Aycock	Partner	Litigation - General	2005	\$1,145.00	287.10	\$328,729.50
Douglas E. Bacon, P.C.	Partner	Corporate - M&A/Private Equity	2002	\$1,495.00	81.00	\$121,095.00
Brooksany Barrowes	Partner	Energy Regulatory	2004	\$1,345.00	42.20	\$56,759.00
Will W. Bos, P.C.	Partner	Corporate - Debt Finance	2003	\$1,545.00	38.40	\$59,328.00
Mark Dundon, P.C.	Partner	Taxation	2003	\$1,360.00	8.90	\$12,104.00
Bryan D. Flannery	Partner	Corporate - Capital Markets	2014	\$1,135.00	7.40	\$8,399.00
Susan D. Golden	Partner	Restructuring	1988	\$1,175.00	2.30	\$2,702.50
Christopher S.C. Heasley	Partner	Corporate - M&A/Private Equity	2013	\$1,165.00	8.50	\$9,902.50
Stephen Jacobson, P.C.	Partner	Executive Compensation	2007	\$1,365.00	3.20	\$4,368.00
R.D. Kohut	Partner	Labor & Employment	2004	\$1,175.00	0.50	\$587.50
Christopher Marcus, P.C.	Partner	Restructuring	2000	\$1,635.00	68.30	\$111,670.50
Mark McKane, P.C.	Partner	Litigation - General	1997	\$1,405.00	0.50	\$702.50

Attorney Name	Position	Department	Date of Admission	Hourly Billing Rate In this Application	Hours Billed In this Application	Fees Billed In this Application
Jeffrey S. Quinn	Partner	Employee Benefits	1998	\$1,375.00	2.60	\$3,575.00
Anna G. Rotman, P.C.	Partner	Litigation - General	2004	\$1,425.00	178.70	\$254,647.50
Julian J. Seiguer, P.C.	Partner	Corporate - Capital Markets	2013	\$1,495.00	44.50	\$66,527.50
Ian Sherwin	Partner	Executive Compensation	2011	\$1,135.00	1.30	\$1,475.50
Chad Michael Smith	Partner	Corporate - M&A/Private Equity	2011	\$1,215.00	1.10	\$1,336.50
David M. Thompson	Partner	Corporate - M&A/Private Equity	2013	\$1,135.00	9.80	\$11,123.00
Enoch Varner	Partner	Corporate - M&A/Private Equity	2011	\$1,195.00	118.10	\$141,129.50
Kenneth A. Young	Partner	Litigation - General	2013	\$1,045.00	257.70	\$269,296.50
Totals					3,184.10	\$3,300,593.50

Compensation By Project Category From September 1, 2020 through September 30, 2020

Matter Number	Project Category Description	Total Hours	Total Fees
25	Adversary Proceedings/Contested Matters	2,246.20	\$2,121,930.00
26	Automatic Stay Matters	3.30	\$3,179.50
27	Business Operations	4.60	\$4,529.00
28	Case Administration	70.60	\$66,819.50
30	DIP/Cash Collateral	15.90	\$17,410.50
31	Claims Administration	13.30	\$11,966.00
32	Committee Matters	30.00	\$32,659.00
33	Corporate and Governance Matters	110.20	\$138,837.50
34	Vendor and Creditor Communications	7.10	\$6,433.00
35	Disclosure Statement/Plan/Confirmation	131.00	\$118,800.00
36	Employee Matters	0.40	\$296.00
37	Executory Contracts/Unexpired Leases	26.90	\$20,329.50
38	Hearings	200.10	\$193,165.00
39	Insurance and Surety Matters	1.40	\$1,272.00
40	Retention K&E	47.80	\$27,207.50

Matter Number	Project Category Description	Total Hours	Total Fees
41	Retention Non-K&E	31.00	\$27,239.50
42	Tax Issues	16.00	\$18,342.00
44	U.S. Trustee Communications & Statutory Reporting	6.80	\$5,395.50
45	Use, Sale, and Disposition of Property	382.60	\$442,188.50
49	Schedules/SOFA	16.60	\$12,588.50
50	Rights Offering/Exit Financing	133.30	\$142,120.50
Total		3,495.10	\$3,412,708.50

Expense Summary

Expense	Vendor (if any)	Unit Cost (if applicable)	Amount
Third Party Telephone Charges	Intrado Enterprise Collaboration Inc		\$1,197.76
Standard Copies or Prints			\$1,198.20
Tabs/Indexes/Dividers			\$86.19
Color Copies or Prints			\$2,513.50
4" Binders			\$13.00
Outside Messenger Services	Mach 5 Couriers Inc, Washington Express LLC, Breakaway Courier Systems		\$392.92
Other Travel Expenses			\$323.72
Court Reporter Fee/Deposition	Veritext, US Legal Support		\$12,318.57
Other Court Costs and Fees	Courtcall LLC		\$159.75
Professional Fees	Legalpeople		\$114,428.08
Outside Computer Services	Legalpeople, Sandline Discovery LLC		\$54,012.77
Outside Copy/Binding Services	Flash Data LLC		\$3,258.62
Westlaw Research	Thomson Reuters - West Publishing Corp - Westlaw		\$15,435.55
LexisNexis Research	LexisNexis		\$3,055.63
Secretarial Overtime			\$2,929.50
Document Services Overtime			\$166.25
Computer Database Research - Soft	Pacer		\$241.90
Total			\$211,731.91

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

In re:)	
)	Chapter 11
)	
EXTRACTION OIL & GAS, INC. <i>et al.</i> , ¹)	Case No. 20-11548 (CSS)
)	
Debtors.)	(Jointly Administered)
)	
)	Obj. Deadline: January 20, 2021 at 4:00 p.m. (ET)

**CORRECTED THIRD MONTHLY FEE STATEMENT
OF KIRKLAND & ELLIS LLP AND KIRKLAND & ELLIS
INTERNATIONAL LLP FOR ALLOWANCE OF AN ADMINISTRATIVE
CLAIM FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES
INCURRED FROM SEPTEMBER 1, 2020 THROUGH SEPTEMBER 30, 2020**

Pursuant to sections 327, 330, and 331 of chapter 11 of title 11 of the United States Code, (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), the *Order Authorizing the Retention and Employment of Kirkland & Ellis LLP and Kirkland & Ellis International LLP as Attorneys for the Debtors and Debtors in Possession Effective as of June 14, 2020*, dated August 11, 2020 [Docket No. 396] (the “Retention Order”), the *Order (I) Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals and (II) Granting Related Relief*, dated July 15, 2020 [Docket No. 270] (the “Interim Compensation Order”), and the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Local Rules”), the law firm of Kirkland & Ellis LLP and Kirkland &

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.

Ellis International LLP (together, “K&E”), counsel for the above-captioned debtors and debtors in possession (collectively, the “Debtors”), hereby files this monthly fee statement (this “Monthly Fee Statement”) for: (i) compensation in the amount of \$2,730,166.80 (80% of \$3,412,708.50) for the reasonable and necessary legal services K&E rendered to the Debtors from September 1, 2020 through September 30, 2020 (the “Fee Period”); and (ii) reimbursement for the actual and necessary expenses that K&E incurred, in the amount of \$211,731.91 during the Fee Period.

Itemization of Services Rendered and Disbursements Incurred

1. In support of this Monthly Fee Statement, attached are the following exhibits:
 - **Exhibit A** is a schedule of the number of hours expended and fees incurred (on an aggregate basis) by K&E partners, associates, and paraprofessionals during the Fee Period with respect to each of the subject matter categories K&E established in accordance with its internal billing procedures. As reflected in **Exhibit A**, K&E incurred \$3,412,708.50 in fees during the Fee Period. Pursuant to this Monthly Fee Statement, K&E seeks reimbursement for 80% of such fees (\$2,730,166.80 in the aggregate).
 - **Exhibit B** is a schedule providing certain information regarding the K&E attorneys and paraprofessionals for whose work on these chapter 11 cases compensation is sought in this Monthly Fee Statement. Attorneys and paraprofessionals of K&E have expended a total of 3,495.10 hours in connection with these chapter 11 cases during the Fee Period.
 - **Exhibit C** is a schedule for the Fee Period, setting forth the total amount of reimbursement sought with respect to each category of expenses for which K&E is seeking reimbursement in this Monthly Fee Statement. All of these disbursements comprise the requested sum for K&E’s out-of-pocket expenses.
 - **Exhibit D** consists of K&E’s records of fees and expenses incurred during the Fee Period in the rendition of the professional services to the Debtors and their estates.²

Representations

² K&E has negotiated a discounted rate for Westlaw computer-assisted legal research. Computer-assisted legal research is used whenever the researcher determines that using Westlaw is more cost effective than using traditional (non-computer assisted legal research) techniques.

2. Although every effort has been made to include all fees and expenses incurred in the Fee Period, some fees and expenses might not be included in this Monthly Fee Statement due to delays caused by accounting and processing during the Fee Period. K&E reserves the right to make further application to this Court for allowance of such fees and expenses not included herein. Subsequent fee applications will be filed in accordance with the Bankruptcy Code, the Bankruptcy Rules, Bankruptcy Local Rules, and the Interim Compensation Order.

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WHEREFORE, K&E requests allowance of its fees and expenses incurred during the Fee Period in the total amount of \$2,941,898.71 consisting of (a) \$2,730,166.80, which is 80% of the fees incurred by the Debtors for reasonable and necessary professional services rendered by K&E; and (b) \$211,731.91 for actual and necessary costs and expenses, and that such fees and expenses be paid as administrative expenses of the Debtors' estates.

[Remainder of page intentionally left blank.]

Dated: January 4, 2021
Wilmington, Delaware

/s/ Richard W. Riley

WHITEFORD, TAYLOR & PRESTON LLC¹

Marc R. Abrams (DE No. 955)
Richard W. Riley (DE No. 4052)
Stephen B. Gerald (DE No. 5857)
The Renaissance Centre
405 North King Street, Suite 500
Wilmington, Delaware 19801
Telephone: (302) 353-4144
Facsimile: (302) 661-7950
Email: mabrams@wtplaw.com
rriley@wtplaw.com
sgerald@wtplaw.com

- and -

KIRKLAND & ELLIS LLP

KIRKLAND & ELLIS INTERNATIONAL LLP

Christopher Marcus, P.C. (admitted *pro hac vice*)
Allyson Smith Weinhouse (admitted *pro hac vice*)
Ciara Foster (admitted *pro hac vice*)
601 Lexington Avenue
New York, New York 10022
Telephone: (212) 446-4800
Facsimile: (212) 446-4900
Email: christopher.marcus@kirkland.com
allyson.smith@kirkland.com
ciara.foster@kirkland.com

Co-Counsel to the Debtors and Debtors in Possession

¹ Whiteford, Taylor & Preston LLC operates as Whiteford Taylor & Preston L.L.P. in jurisdictions outside of Delaware.

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

In re:)	
)	Chapter 11
EXTRACTION OIL & GAS, INC. <i>et al.</i> , ¹)	Case No. 20-11548 (CSS)
)	
Debtors.)	(Jointly Administered)
)	

CORRECTED VERIFICATION OF CHRISTOPHER MARCUS, P.C.

I, Christopher Marcus, hereby declare the following under penalty of perjury:

1. I am a partner of the law firm of Kirkland & Ellis LLP (“K&E”), located at 601 Lexington Avenue, New York, NY 10022. I am a member in good standing of the Bar of the State of New York, and I have been admitted *pro hac vice* to practice in the United States Bankruptcy Court for the District of Delaware. There are no disciplinary proceedings pending against me.

2. I have personally performed many of the legal services rendered by Kirkland & Ellis LLP as general bankruptcy counsel to the Debtors and am familiar with all other work performed on behalf of the Debtors by the lawyers and other persons in the firm.

3. The facts set forth in the foregoing Monthly Fee Statement are true and correct to the best of my knowledge, information, and belief.

4. I have reviewed Rule 2016-2 of the Local Rules of Bankruptcy Practice and Procedures of the United States Bankruptcy Court for the District of Delaware and believe that the Monthly Fee Statement for Kirkland & Ellis LLP complies with Rule 2016-2.

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.

5. Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

Respectfully submitted,

Dated: January 4, 2021

/s/ Christopher Marcus

Christopher Marcus, P.C. as President of Christopher
Marcus, P.C., as Partner of Kirkland & Ellis LLP;
and as Partner of Kirkland & Ellis International LLP

**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)
)
) **Objection Deadline: January 20, 2021 at 4:00 p.m. (ET)**
)

**NOTICE OF CORRECTED THIRD MONTHLY FEE STATEMENT OF KIRKLAND
& ELLIS LLP AND KIRKLAND & ELLIS INTERNATIONAL LLP FOR
ALLOWANCE OF AN ADMINISTRATIVE CLAIM FOR COMPENSATION
AND REIMBURSEMENT OF EXPENSES INCURRED FROM
SEPTEMBER 1, 2020 THROUGH SEPTEMBER 30, 2020**

PLEASE TAKE NOTICE that Kirkland & Ellis LLP and Kirkland & Ellis International LLP (the “Applicant”) has filed its **Corrected Third Monthly Fee Statement of Kirkland & Ellis LLP and Kirkland & Ellis International LLP for Allowance of an Administrative Claim for Compensation and Reimbursement of Expenses Incurred from September 1, 2020 Through September 30, 2020** (the “Application”), with the United States Bankruptcy Court for the District of Delaware, 824 Market Street, 3rd Floor, Wilmington, Delaware 19801 (the “Court”).

PLEASE TAKE FURTHER NOTICE that objections, if any, to the Application must be made in accordance with 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”) entered on July 15, 2020 and must be filed

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.

with the Clerk of the Court, and be served upon and received by: (i) the Debtors, Extraction Oil & Gas, Inc., 370 17th Street, Suite 5300, Denver, Colorado 80202, Attn: Eric Christ; (ii) counsel to the Debtors, Kirkland & Ellis LLP, 601 Lexington Avenue, New York, New York 10022, Attn: Christopher Marcus, P.C., Allyson Smith Weinhouse, and Ciara Foster; (iii) co-counsel to the Debtors, 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; (iv) 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; (v) 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, NY 10019, Attn: Andrew Rosenberg, Alice Belisle Eaton, Christopher Hopkins, Douglas Keeton, and Omid Rahnama; and (vi) the United States Trustee for the District of Delaware, 844 King Street, Suite 2207, Lockbox 35, Wilmington, Delaware 19801, Attn: Richard L. Schepacarter; (vii) counsel to the official committee of unsecured creditors (the "Committee"), Stroock & Stroock & Lavan LLP, 180 Maiden Lane, New York, NY 10038, Attn: Kristopher M. Hansen, Frank A. Merola, Erez E. Gilad and Jason M. Pierce, and (viii) Delaware counsel to the Committee, Cole Schotz P.C., 500 Delaware Avenue, Suite 1410, Wilmington, DE 19801, Attn: G. David Dean and Andrew J. Roth-Moore (collectively, the "Notice Parties"), so as to be received no later than **January 20, 2021 at 4:00 p.m. (ET)** (the "Objection Deadline"). Only those objections that are timely filed, served and received will be considered by the Court.

PLEASE TAKE FURTHER NOTICE that if no objections are received by the Notice Parties prior to the Objection Deadline, in accordance with the Interim Compensation Order, the Applicant may be paid certain fees and expenses pursuant to the terms of the Interim

Compensation Order without further notice or hearing. If an objection is properly filed and served and such objection is not otherwise resolved, or the Court determines that a hearing should be held in respect of the Application, a hearing will be held at a time convenient to the Court. Only those objections made in writing and timely filed, served and received in accordance with the Interim Compensation Order will be considered by the Court at the hearing.

Dated: January 4, 2021
Wilmington, Delaware

/s/ Stephen B. Gerald

WHITEFORD, TAYLOR & PRESTON LLC²

Marc R. Abrams (DE No. 955)
Richard W. Riley (DE No. 4052)
Stephen B. Gerald (DE No. 5857)
The Renaissance Centre
405 North King Street, Suite 500
Wilmington, Delaware 19801
Telephone: (302) 353-4144
Facsimile: (302) 661-7950
Email: mabrams@wtplaw.com
rriley@wtplaw.com
sgerald@wtplaw.com

- and -

KIRKLAND & ELLIS LLP
KIRKLAND & ELLIS INTERNATIONAL LLP

Christopher Marcus, P.C. (admitted *pro hac vice*)
Allyson Smith Weinhouse (admitted *pro hac vice*)
Ciara Foster (admitted *pro hac vice*)
601 Lexington Avenue
New York, New York 10022
Telephone: (212) 446-4800
Facsimile: (212) 446-4900
Email: christopher.marcus@kirkland.com
allyson.smith@kirkland.com
ciara.foster@kirkland.com

Co-Counsel to the Debtors and Debtors in Possession

² Whiteford, Taylor & Preston LLC operates as Whiteford Taylor & Preston L.L.P. in jurisdictions outside of Delaware.

EXHIBIT A

Statement of Fees and Expenses by Subject Matter

Matter Number	Matter Description	Total Billed Hours	Total Fees Requested	Total Expenses Requested	Total Compensation
25	Adversary Proceedings/Contested Matters	2,246.20	\$2,121,930.00	\$0.00	\$2,121,930.00
26	Automatic Stay Matters	3.30	\$3,179.50	\$0.00	\$3,179.50
27	Business Operations	4.60	\$4,529.00	\$0.00	\$4,529.00
28	Case Administration	70.60	\$66,819.50	\$0.00	\$66,819.50
30	DIP/Cash Collateral	15.90	\$17,410.50	\$0.00	\$17,410.50
31	Claims Administration	13.30	\$11,966.00	\$0.00	\$11,966.00
32	Committee Matters	30.00	\$32,659.00	\$0.00	\$32,659.00
33	Corporate and Governance Matters	110.20	\$138,837.50	\$0.00	\$138,837.50
34	Vendor and Creditor Communications	7.10	\$6,433.00	\$0.00	\$6,433.00
35	Disclosure Statement/Plan/Confirmation	131.00	\$118,800.00	\$0.00	\$118,800.00
36	Employee Matters	0.40	\$296.00	\$0.00	\$296.00
37	Executory Contracts/Unexpired Leases	26.90	\$20,329.50	\$0.00	\$20,329.50
38	Hearings	200.10	\$193,165.00	\$0.00	\$193,165.00
39	Insurance and Surety Matters	1.40	\$1,272.00		\$1,272.00
40	Retention K&E	47.80	\$27,207.50	\$0.00	\$27,207.50
41	Retention Non-K&E	31.00	\$27,239.50	\$0.00	\$27,239.50
42	Tax Issues	16.00	\$18,342.00	\$0.00	\$18,342.00
44	U.S. Trustee Communications & Statutory Reporting	6.80	\$5,395.50	\$0.00	\$5,395.50
45	Use, Sale, and Disposition of Property	382.60	\$442,188.50	\$0.00	\$442,188.50
47	Expenses	0.00	\$0.00	\$211,731.91	\$211,731.91
49	Schedules/SOFA	16.60	\$12,588.50	\$0.00	\$12,588.50
50	Rights Offering/Exit Financing	133.30	\$142,120.50	\$0.00	\$142,120.50
Totals:		3,495.10	\$3,412,708.50	\$211,731.91	\$3,624,440.41

EXHIBIT B

Attorneys and Paraprofessionals' Information

The K&E attorneys who rendered professional services in these cases during the Fee Period

are:

Professional Person	Position with the Applicant	Year Admitted	Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
Nicholas Adzima	Associate	2019	Restructuring	\$845.00	43.20	\$36,504.00
Diana Clough Benton	Associate	2019	Litigation - General	\$610.00	18.30	\$11,163.00
Adam Louis Birnbaum	Associate	2019	Corporate - General	\$740.00	37.50	\$27,750.00
Simon Briefel	Associate	2018	Restructuring	\$845.00	33.30	\$28,138.50
Chris Burkhalter	Associate	Pending	Litigation - General	\$925.00	93.30	\$86,302.50
Eugenio J. Cardenas	Associate	2017	Corporate - Capital Markets	\$1,085.00	3.00	\$3,255.00
Lauren Cates	Associate	2015	Executive Compensation	\$740.00	0.40	\$296.00
John Christian	Associate	2018	Litigation - General	\$835.00	42.50	\$35,487.50
Stephanie Cohen	Associate	2018	Restructuring	\$845.00	15.40	\$13,013.00
Gabrielle Degelia	Associate	2019	Litigation - General	\$725.00	14.70	\$10,657.50
Ross Fiedler	Associate	2019	Restructuring	\$845.00	31.00	\$26,195.00
Christopher Fox	Associate	2015	Corporate - Capital Markets	\$1,085.00	0.50	\$542.50
Jordan M. Hartman	Associate	2017	Executive Compensation	\$845.00	2.50	\$2,112.50
Alia Y. Heintz	Associate	2016	Corporate - M&A/Private Equity	\$1,035.00	2.10	\$2,173.50
Maggie Hoffman	Associate	2018	Corporate - General	\$845.00	5.20	\$4,394.00
Mya Johnson	Associate	2017	Corporate - General	\$845.00	5.20	\$4,394.00
Grant Jones	Associate	2018	Litigation - General	\$835.00	168.40	\$140,614.00
Sydney Jones	Associate	2014	Labor & Employment	\$1,045.00	0.50	\$522.50
Ammaar Joya	Associate	2016	Energy Regulatory	\$740.00	16.30	\$12,062.00
Daniel J. Kirksey	Associate	2018	Corporate - General	\$845.00	53.20	\$44,954.00
Kevin Liang	Associate	2018	Restructuring	\$740.00	76.10	\$56,314.00
Andrew L. Lombardo	Associate	2017	Corporate - M&A/Private Equity	\$965.00	48.50	\$46,802.50
Courtney Loyack	Associate	2019	Taxation	\$785.00	12.80	\$10,048.00
Zach R. Manning	Associate	2018	Restructuring	\$845.00	0.40	\$338.00
Diego Jorge Martinez-Krippner	Associate	2017	Litigation - General	\$835.00	104.30	\$87,090.50
Mitch McClellan	Associate	2014	Corporate - Debt Finance	\$1,135.00	30.10	\$34,163.50
Rebekah Sills McEntire	Associate	2016	Litigation - General	\$1,025.00	106.90	\$109,572.50
Christian Menefee	Associate	2013	Litigation - General	\$1,045.00	226.50	\$236,692.50
Eric Mossor	Associate	2016	Corporate - General	\$740.00	3.70	\$2,738.00
Arthur Patrick Muszynski	Associate	2019	Corporate - General	\$740.00	14.10	\$10,434.00
Aisha M. Noor	Associate	2017	Corporate - Debt Finance	\$965.00	58.20	\$56,163.00
Orla Patricia O'Callaghan	Associate	2018	Litigation - General	\$835.00	89.90	\$75,066.50
John Phelan	Associate	2019	Corporate - General	\$740.00	2.80	\$2,072.00
Jackson Phinney	Associate	2019	Labor & Employment	\$835.00	1.60	\$1,336.00
Alexander Rayner	Associate	2018 (UK)	Litigation - General	\$835.00	72.80	\$60,788.00

Professional Person	Position with the Applicant	Year Admitted	Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
Evan Swager	Associate	2020	Restructuring	\$740.00	35.00	\$25,900.00
Joe Tobias	Associate	2015	Taxation	\$1,165.00	8.40	\$9,786.00
Chimezie Udozorh	Associate	2019	Corporate - General	\$740.00	7.70	\$5,698.00
Camille Elizabeth Walker	Associate	2016	Corporate - M&A/Private Equity	\$1,035.00	44.00	\$45,540.00
Allyson Smith Weinhouse	Associate	2017	Restructuring	\$1,035.00	186.20	\$192,717.00
Dustin Lyle Womack	Associate	2019	Litigation - General	\$725.00	183.10	\$132,747.50
Bill Arnault	Partner	2009	Litigation - General	\$1,165.00	122.40	\$142,596.00
Jamie Alan Aycock	Partner	2005	Litigation - General	\$1,145.00	287.10	\$328,729.50
Douglas E. Bacon, P.C.	Partner	2002	Corporate - M&A/Private Equity	\$1,495.00	81.00	\$121,095.00
Brooksany Barrowes	Partner	2004	Energy Regulatory	\$1,345.00	42.20	\$56,759.00
Will W. Bos, P.C.	Partner	2003	Corporate - Debt Finance	\$1,545.00	38.40	\$59,328.00
Mark Dundon, P.C.	Partner	2003	Taxation	\$1,360.00	8.90	\$12,104.00
Bryan D. Flannery	Partner	2014	Corporate - Capital Markets	\$1,135.00	7.40	\$8,399.00
Susan D. Golden	Partner	1988	Restructuring	\$1,175.00	2.30	\$2,702.50
Christopher S.C. Heasley	Partner	2013	Corporate - M&A/Private Equity	\$1,165.00	8.50	\$9,902.50
Stephen Jacobson, P.C.	Partner	2007	Executive Compensation	\$1,365.00	3.20	\$4,368.00
R.D. Kohut	Partner	2004	Labor & Employment	\$1,175.00	0.50	\$587.50
Christopher Marcus, P.C.	Partner	2000	Restructuring	\$1,635.00	68.30	\$111,670.50
Mark McKane, P.C.	Partner	1997	Litigation - General	\$1,405.00	0.50	\$702.50
Jeffrey S. Quinn	Partner	1998	Employee Benefits	\$1,375.00	2.60	\$3,575.00
Anna G. Rotman, P.C.	Partner	2004	Litigation - General	\$1,425.00	178.70	\$254,647.50
Julian J. Seiguer, P.C.	Partner	2013	Corporate - Capital Markets	\$1,495.00	44.50	\$66,527.50
Ian Sherwin	Partner	2011	Executive Compensation	\$1,135.00	1.30	\$1,475.50
Chad Michael Smith	Partner	2011	Corporate - M&A/Private Equity	\$1,215.00	1.10	\$1,336.50
David M. Thompson	Partner	2013	Corporate - M&A/Private Equity	\$1,135.00	9.80	\$11,123.00
Enoch Varner	Partner	2011	Corporate - M&A/Private Equity	\$1,195.00	118.10	\$141,129.50
Kenneth A. Young	Partner	2013	Litigation - General	\$1,045.00	257.70	\$269,296.50
Totals for Attorneys					3,184.10	\$3,300,593.50

The paraprofessionals of K&E who rendered professionals services in these cases during the Fee Period are:

Paraprofessional Person	Position with the Applicant	Date of Admission	Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
Lydia Yale	Junior Paralegal	N/A	Restructuring	\$275.00	28.20	\$7,755.00
Adrienne Courts	Paralegal	N/A	Litigation - General	\$375.00	9.20	\$3,450.00
Julia R. Foster	Paralegal	N/A	Restructuring	\$340.00	0.90	\$306.00
Ashley Grant	Paralegal	N/A	Litigation - General	\$360.00	2.50	\$900.00
Angela Leonard	Paralegal	N/A	Litigation - General	\$375.00	221.50	\$83,062.50
Carrie Therese Oppenheim	Paralegal	N/A	Restructuring	\$445.00	0.70	\$311.50
Juliana Casas	Support Staff	N/A	Trial Technology	\$395.00	7.40	\$2,923.00
Joel DePalma	Support Staff	N/A	Litigation - General	\$395.00	11.50	\$4,542.50
Library Factual Research	Research Specialist	N/A	Administrative Mgt - Office	\$375.00	4.80	\$1,800.00
Eric Nyberg	Support Staff	N/A	Conflicts Analysis	\$265.00	6.50	\$1,722.50
Ariisa Scott	Support Staff	N/A	Conflicts Analysis	\$230.00	10.00	\$2,300.00
Josh Urban	Support Staff	N/A	Litigation - General	\$390.00	4.80	\$1,872.00
Jeremy Young	Support Staff	N/A	Litigation - General	\$390.00	3.00	\$1,170.00
Totals for Paraprofessionals					311.00	\$112,115.00
Grand Total					3,495.10	\$3,412,708.50

EXHIBIT C

Summary of Actual and Necessary Expenses for the Fee Period

Expense Summary

Service Description	Amount
Third Party Telephone Charges	\$1,197.76
Standard Copies or Prints	\$1,198.20
Tabs/Indexes/Dividers	\$86.19
Color Copies or Prints	\$2,513.50
4" Binders	\$13.00
Outside Messenger Services	\$392.92
Other Travel Expenses	\$323.72
Court Reporter Fee/Deposition	\$12,318.57
Other Court Costs and Fees	\$159.75
Professional Fees	\$114,428.08
Outside Computer Services	\$54,012.77
Outside Copy/Binding Services	\$3,258.62
Westlaw Research	\$15,435.55
LexisNexis Research	\$3,055.63
Secretarial Overtime	\$2,929.50
Document Services Overtime	\$166.25
Computer Database Research - Soft	\$241.90
Total:	\$211,731.91

EXHIBIT D

Detailed Description of Fees, Expenses, and Disbursements

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

609 Main Street
Houston, TX 77002

FEIN 36-1326630

December 30, 2020

Extraction Oil & Gas, Inc.
11 Greenway Plaza
Houston, TX 77046

Attn: Eric J. Christ

Invoice Number: 1250007484

Client Matter: 18803-25

In the Matter of Adversary Proceedings/Contested Matters

For legal services rendered through September 30, 2020
(see attached Description of Legal Services for detail)

\$ 2,121,930.00

Total legal services rendered

\$ 2,121,930.00

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Adversary Proceedings/Contested Matters

Invoice Number: 1250007484
 Matter Number: 18803-25

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Nicholas Adzima	4.30	845.00	3,633.50
Bill Arnault	116.60	1,165.00	135,839.00
Jamie Alan Aycock	276.70	1,145.00	316,821.50
Brooksany Barrowes	36.70	1,345.00	49,361.50
Diana Clough Benton	18.30	610.00	11,163.00
Simon Briefel	0.70	845.00	591.50
Chris Burkhalter	93.00	925.00	86,025.00
Juliana Casas	7.40	395.00	2,923.00
John Christian	36.50	835.00	30,477.50
Adrienne Courts	9.20	375.00	3,450.00
Joel DePalma	5.90	395.00	2,330.50
Gabrielle Degelia	14.70	725.00	10,657.50
Ashley Grant	2.50	360.00	900.00
Grant Jones	160.30	835.00	133,850.50
Ammaar Joya	16.30	740.00	12,062.00
Angela Leonard	209.10	375.00	78,412.50
Kevin Liang	4.10	740.00	3,034.00
Library Factual Research	4.00	375.00	1,500.00
Andrew L. Lombardo	0.40	965.00	386.00
Christopher Marcus, P.C.	26.80	1,635.00	43,818.00
Diego Jorge Martinez-Krippner	104.30	835.00	87,090.50
Rebekah Sills McEntire	94.90	1,025.00	97,272.50
Mark McKane, P.C.	0.50	1,405.00	702.50
Christian Menefee	218.00	1,045.00	227,810.00
Orla Patricia O'Callaghan	88.90	835.00	74,231.50
Alexander Rayner	72.80	835.00	60,788.00
Anna G. Rotman, P.C.	152.60	1,425.00	217,455.00
Chad Michael Smith	1.10	1,215.00	1,336.50
Evan Swager	4.00	740.00	2,960.00
Chimezie Udozorh	1.00	740.00	740.00
Josh Urban	4.80	390.00	1,872.00
Enoch Varner	1.50	1,195.00	1,792.50

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Adversary Proceedings/Contested Matters

Invoice Number: 1250007484
 Matter Number: 18803-25

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Allyson Smith Weinhouse	41.20	1,035.00	42,642.00
Dustin Lyle Womack	172.90	725.00	125,352.50
Lydia Yale	3.30	275.00	907.50
Kenneth A. Young	240.90	1,045.00	251,740.50
TOTALS	2,246.20		\$ 2,121,930.00

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Adversary Proceedings/Contested Matters

Invoice Number: 1250007484
 Matter Number: 18803-25

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/01/20	Nicholas Adzima	2.10	Prepare for and attend telephone conferences with K&E team re strategy, next steps (1.3); review, revise tracker re rejected contracts (.6); correspond with K&E team re same (.2).
09/01/20	Jamie Alan Aycock	2.60	Correspond with S. Gerald re scheduling issues (.4); correspond with K&E team re same (.5); telephone conference with K&E team re next steps (.6); correspond with R. McEntire re adversary proceeding against Broomfield (.3); correspond with K&E team, opposing counsel re discovery, scheduling (.8).
09/01/20	Brooksany Barrowes	1.20	Review midstream contract analysis and rejection matters.
09/01/20	John Christian	3.50	Draft objections and responses to Grand Mesa's discovery requests.
09/01/20	Grant Jones	4.50	Telephone conference with K. Young and D. Womack re briefing for contract rejection (.5); review and revise adversary proceeding complaint (1.5); review and revise motion for summary judgment (.3); review and revise proposed order (.2); review and revise brief in support of motion for summary judgment (2.0).
09/01/20	Angela Leonard	1.40	Revise litigation case calendar for adversary proceedings (.4); compile materials into document management systems (1.0).
09/01/20	Angela Leonard	7.00	Organize file materials into document management systems (1.3); review, analyze, index and compile briefing and legal authorities (3.4); prepare for attorney review in advance of hearing (2.3).
09/01/20	Angela Leonard	1.70	Perform due diligence, review and analyze court rules re motion to quash (.3); correspond with K&E team re same (.1); review and analyze invoices and correspond with vendor regarding re same, process same (.3); review, analyze and update draft debtors' responses and objections to Platte River Midstream, LLC, and others second set of discovery requests for attorney review (1.0).

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Adversary Proceedings/Contested Matters

Invoice Number: 1250007484
 Matter Number: 18803-25

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/01/20	Kevin Liang	1.00	Review, revise 9019 motion, notice, order and sealing motion (.9); correspond with WTP, K&E team and Company re same (.1).
09/01/20	Kevin Liang	1.30	Telephone conference with K&E team re hearing debrief and hearing prep.
09/01/20	Christopher Marcus, P.C.	1.20	Telephone conferences with A. Weinhouse, K&E team and Company re Midstream matters.
09/01/20	Diego Jorge Martinez-Krippner	2.20	Review documents re document production.
09/01/20	Diego Jorge Martinez-Krippner	2.00	Draft document review protocol for contract attorneys.
09/01/20	Diego Jorge Martinez-Krippner	3.20	Draft letter re notice of breaches of contract.
09/01/20	Rebekah Sills McEntire	1.80	Review background materials (1.0); research temporary restraining order (.8).
09/01/20	Christian Menefee	5.50	Review and analyze documents for production (2.5); correspond with K&E team re discovery (1.0); prepare for and participate in telephone conferences with K&E team re discovery and hearing update (2.0).
09/01/20	Alexander Rayner	1.50	Correspond with Sandline re Relativity access (.3); review background documents (.2); review document review protocol memorandum (.2); telephone conference with C. Menefee re matter, document review process (.5); review correspondence re same (.3).
09/01/20	Anna G. Rotman, P.C.	1.40	Telephone conference with K&E team re status conference, next steps (1.2); correspond with K&E team re FERC contracts (.2).
09/01/20	Evan Swager	1.30	Telephone conference with K&E team re litigation strategy.
09/01/20	Allyson Smith Weinhouse	4.50	Correspond with K&E team re rejection proceedings (.7); review, analyze same (2.1); telephone conference with K&E team re same (1.2); follow-up with Company re same (.5).
09/01/20	Dustin Lyle Womack	7.60	Draft complaint (1.8); revise same (.5); correspond with K. Young re same (.3); draft motion for summary judgment (.1); draft proposed order (.2); draft brief in support of motion for summary judgment (3.9); revise same (.3); telephone conference with K&E team re hearing (.5).

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Adversary Proceedings/Contested Matters

Invoice Number: 1250007484
 Matter Number: 18803-25

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/01/20	Lydia Yale	0.30	Research precedent temporary restraining order and complaint documents.
09/01/20	Kenneth A. Young	7.60	Draft and revise pleadings for adversary proceeding re rejection of executory contract (2.7); telephone conferences with counterparties in contested matters re rejection of executory contracts (1.8); analyze discovery and strategize response to discovery requests (1.7); research support for pleadings in adversary proceeding re rejection of executory contract (1.4).
09/02/20	Nicholas Adzima	2.20	Review, analyze adversary proceedings materials (1.4); review, revise tracker re same (.4); correspond with K&E team re same (.4).
09/02/20	Jamie Alan Aycock	5.20	Prepare for and participate in discovery conference with counsel for Platte River (1.6); prepare for hearing re Regal motion to compel (.6); correspond with K&E team re motion to certify classes to file class proofs of claim (.3); prepare for conference with K&E team (.8); correspond with E. Crist re document collection, search issues, interrogatory responses (.4); correspond with K&E team re document collection review (.6); review draft motion for TRO (.5); correspond with K&E team re same (.4).
09/02/20	Brooksany Barrowes	1.20	Analyze midstream contract analysis and rejection matters.
09/02/20	Chris Burkhalter	4.80	Analyze case law re application of stay.
09/02/20	John Christian	4.70	Review and analyze Company documents for responsiveness and privilege.
09/02/20	Grant Jones	6.40	Research issues for rejection briefing (.5); review and revise briefing citations (.7); review and revise briefing for rejection (2.4); review and revise complaint for rejection (1.3); review and revise proposed stipulated facts (.2); review and revise stipulated facts (.5); attend conference with K. Young and opposition counsel (.8).
09/02/20	Angela Leonard	1.30	Organize file materials into document management systems.
09/02/20	Kevin Liang	0.60	Review, revise PDC settlement motion, notice, order and redaction motion (.4); correspond with working group re same (.2).

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Adversary Proceedings/Contested Matters

Invoice Number: 1250007484
 Matter Number: 18803-25

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/02/20	Christopher Marcus, P.C.	1.20	Telephone conference with K&E team re Midstream and strategy re same.
09/02/20	Diego Jorge Martinez-Krippner	4.30	Review documents re document production.
09/02/20	Rebekah Sills McEntire	6.80	Research temporary restraining order standard (4.0); draft same (2.8).
09/02/20	Christian Menefee	9.00	Prepare for and participate in conference with REP's counsel re litigation issues (1.0); prepare for and participate in conference with Platte River counsel re same (1.5); participate in telephone conference with J. Aycock and K. Young re same (.5); review and analyze documents for production (2.0); correspond with K&E team re discovery updates (2); review and revise document review protocol (2.0).
09/02/20	Anna G. Rotman, P.C.	2.10	Review and revise proposed stipulated facts re REP processing (.6); review and correspond with K&E team re draft pleadings for midstream adversary complaint and motion for summary judgment (1.2); address meeting for Platte River (.3).
09/02/20	Allyson Smith Weinhouse	4.30	Prepare for contested hearing on September 3 (3.5); correspond with N. Adzima re rejection tracker (.3); correspond with Brownstein re case status, COCOG (.5).
09/02/20	Dustin Lyle Womack	5.40	Revise RMM covenant complaint (.4); revise RMM brief in support of covenant motion for summary judgment (.6); correspond with K. Young re REP discovery requests (.4); analyze REP discovery requests and draft topic breakdown (1.1); telephone conference with REP re discovery requests (.7); correspond with K. Young re REP telephone conference (.4); draft proposed REP stipulations (.5); revise same (.4); correspond with K. Young re proposed stipulations (.3); research surface estate (.1); correspond with K. Young re Platte discovery requests (.4); correspond with K. Young re Elevation complaint (.1).

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Adversary Proceedings/Contested Matters

Invoice Number: 1250007484
 Matter Number: 18803-25

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/02/20	Kenneth A. Young	10.70	Draft and revise pleadings for adversary proceeding re rejection of executory contract (3.2); telephone conference with Company re contested matters (1.4); telephone conferences with counterparties re discovery (2.2); draft litigation strategy (1.1); research support for pleadings in adversary proceeding re rejection of executory contract (2.8).
09/03/20	Jamie Alan Aycock	9.20	Telephonically attend and participate in motion to compel hearing (5.7); participate in telephone conference with counsel for Broomfield re ongoing issues (.7); telephone conference with J. Makholm, L. Olive and B. Barrowes re plan for expert report and documents to obtain as support for same (.8); telephone conference with B. Jackson re document discovery and interrogatory responses (.5); correspond with R. McEntire re analysis and standard for enjoining criminal prosecution (.7); correspond re document search terms and review issues (.4); correspond with opposing counsel re terms of protective order (.4).
09/03/20	Brooksany Barrowes	1.20	Analyze midstream contract analysis and rejection matters.
09/03/20	Chris Burkhalter	3.70	Research issues re TRO.
09/03/20	Ashley Grant	2.50	Compile documents for A. Rayner.
09/03/20	Grant Jones	5.90	Review and revise rejection briefing (1.3); review and revise complaint (.3); finalize briefing for filing (3.5); telephone conference with K. Young and opposition counsel (.6); review proposed stipulation of facts (.2).
09/03/20	Angela Leonard	1.40	Organize file materials into document management systems.
09/03/20	Angela Leonard	6.20	Organize file materials into document management systems (2.3); review and analyze communications re document collections, processing, review metrics, tracking decision log and outstanding questions (3.0); correspond with Sandline and K&E team re same (.9).
09/03/20	Christopher Marcus, P.C.	1.00	Analyze Midstream analysis (.7); telephone conference with K&E re same (.3).

Legal Services for the Period Ending September 30, 2020
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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/03/20	Diego Jorge Martinez-Krippner	0.30	Finalize and serve written discovery requests on opposing counsel in adversary proceeding.
09/03/20	Diego Jorge Martinez-Krippner	7.00	Review documents re document production.
09/03/20	Rebekah Sills McEntire	5.60	Draft temporary restraining order (4.4); research same (1.0); correspond with J. Aycock re same (.2).
09/03/20	Christian Menefee	9.00	Prepare for and participate in telephone conference with E. Christ, L. Jacobsen and M. Foschi re PRM discovery (3.0); prepare for and participate in telephone conference with potential expert re rejection disputes (1.0); prepare for and participate in telephone conference with A&M re rejection dispute (1.0); prepare for and participate in telephone conference with counsel for REP re discovery dispute (.7); correspond with K&E team re discovery issues (.8); draft search terms (1.5); participate in telephone conferences with K. Young re discovery disputes (1.0).
09/03/20	Alexander Rayner	6.00	Review background materials (1.2); correspond with A. Grant re preparation of matter bundle (.8); document review re GM production requests (3.7); correspond with C. Menefee re same (.3).
09/03/20	Anna G. Rotman, P.C.	1.90	Address discovery requests and strategy for midstream rejection disputes (.7); prepare for arguments re motions to reject (.5); correspond with K&E team re strategy for adversary briefing in midstream dispute (.7).
09/03/20	Chimezie Udozorh	0.50	Prepare for and participate in telephone conference with XOG and Petrie re litigation issues.
09/03/20	Allyson Smith Weinhouse	0.50	Telephone conference with Broomfield counsel re litigation issues (.3); follow-up re same (.2).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/03/20	Dustin Lyle Womack	9.90	Revise RMM covenant complaint (.3); revise RMM brief supporting summary judgment (1.3); revise elevation covenant complaint (.2); draft DJ South discovery request (.9); correspond with K. Young re DJ South discovery (.6); research covenant by covenant analysis (.7); draft rejection notwithstanding insert (1.0); research 3rd Circuit Mirant analog (.3); correspond with K. Young re elevation brief (.4); revise elevation brief (.8); correspond with K. Young re REP discovery (1.1); analyze adversary dockets re redacted filings (.1); correspond with K. Young re rejection notwithstanding argument (.6); research contractual nature of covenants (.2); telephone conference with REP counsel re discovery (.5); correspond with K. Young re REP telephone conference (.1); revise elevation pleadings per Company comments (.4); correspond with K. Young re Company revisions (.4).
09/03/20	Kenneth A. Young	11.70	Telephone conferences with counterparties in contested matters re discovery (2.9); draft and revise pleadings in adversary proceedings re rejection of midstream contracts (4.1); research support for pleadings in adversary proceedings re rejection of midstream contracts (3.1); coordinate collection and review of documents for production in contested matters (1.6).
09/04/20	Jamie Alan Aycock	8.60	Correspond with B. Jackson re document discovery and interrogatory responses (1.5); correspond with R. McEntire re analysis and standard for enjoining criminal prosecution and motion to stay or enjoin prosecution (2.3); correspond with opposing counsel re search terms and scheduling (1.0); identify documents to provide to J. Makholm for expert report (.2); revise adversary complaint against Broomfield (3.2); correspond with K&E team re same (.4).
09/04/20	Brooksany Barrowes	1.50	Analyze midstream contract analysis and rejection materials.
09/04/20	Chris Burkhalter	3.40	Review case law re lack of adequate remedy at law in criminal proceeding.

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09/04/20	Grant Jones	2.60	Finalize rejection briefing for filing (2.4); review and revise briefing (.2).
09/04/20	Angela Leonard	4.50	Organize file materials into document management systems (1.5); review and analyze communications re document review metrics, tracking decision log, outstanding questions (1.1); correspond with Sandline re same (.2); compile and prepare file materials for expert review (1.2); telephone conference with K&E team, Sandline and contract attorneys re document review (.5).
09/04/20	Kevin Liang	0.30	Compile filing version of PDC settlement and correspond with working group re same.
09/04/20	Christopher Marcus, P.C.	1.30	Analyze Midstream strategy (.8); telephone conference with A. Weinhouse and A. Rotman re Midstream updates (.5).
09/04/20	Christopher Marcus, P.C.	0.50	Analyze Committee discovery matters.
09/04/20	Diego Jorge Martinez-Krippner	3.80	Review documents re document production.
09/04/20	Diego Jorge Martinez-Krippner	0.60	Compile documents for expert witness.
09/04/20	Rebekah Sills McEntire	3.60	Revise temporary restraining order (3.1); telephone conference with K&E team re same (.5).
09/04/20	Christian Menefee	10.00	Prepare for and participate in telephone conference with A&M (2.0); prepare for and participate in telephone conference with K&E team (1.0); draft search terms re REP dispute (1.0); correspond with K&E team re same (2.0); correspond with K&E team and XOG re discovery (4.0).
09/04/20	Anna G. Rotman, P.C.	1.50	Telephone conference with K. Young re midstream strategy (.4); review and revise proposed stipulated facts for REP processing (.4); correspond with K&E team re commercial terms (.2); correspond with K&E team re Platte River's cease and desist to Trails End and strategy on responding to giving material defaults (.5).
09/04/20	Chad Michael Smith	1.10	Review and comment on proposed midstream contract breach notices and relevant contracts related thereto.

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09/04/20	Allyson Smith Weinhouse	1.20	Telephone conference with K&E team re rejection matters (.4); correspond with E. Swager, K. Liang re same (.1); telephone conference with K&E team re same (.2); research same (.5).
09/04/20	Dustin Lyle Womack	1.50	Correspond with K. Young re Midcities case (.1); correspond with K. Young re REP stipulation (.9); revise REP stipulation (.1); revise elevation brief (.1); correspond with K. Young re RMM adversary filing (.3).
09/04/20	Kenneth A. Young	8.50	Draft and revise pleadings in adversary proceedings re rejection of executory contracts (3.5); research support for pleadings in adversary proceedings re rejection of executory contracts (2.0); telephone conferences with Company re pleadings in adversary proceeding re rejection of executory contracts (1.1); analyze documents and communications re rejection of executory contracts (1.3); correspond with counterparties in contested matters re rejection of executory contracts (.6).
09/05/20	Jamie Alan Aycock	1.60	Correspond with C. Chrisman, K&E team re search terms, schedule and protective order.
09/05/20	Chris Burkhalter	8.80	Review documents re responsiveness and privilege.
09/05/20	Angela Leonard	2.00	Manage and organize file materials into document management systems (.7); review and analyze communications re correspondence review metrics, tracking decision log, outstanding questions, pre-production specs (1.0); correspond with Sandline re same (.3).
09/05/20	Diego Jorge Martinez-Krippner	1.10	Review documents re document production.
09/05/20	Rebekah Sills McEntire	4.00	Review temporary restraining order.
09/05/20	Christian Menefee	1.50	Correspond with K&E team and XOG re discovery.
09/05/20	Alexander Rayner	7.00	Review documents re GM document requests.
09/05/20	Anna G. Rotman, P.C.	1.80	Review and revise draft letters to Platte River and DJ South re notice of material breach and response to cease and desist to Trails End (1.1); review relevant contract provisions for notice of material breaches (.5); finalize letters and dispatch (.2).

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09/05/20	Allyson Smith Weinhouse	2.10	Review research re estimation issues (.6); research and analyze rejection issues, considerations (1.5).
09/05/20	Dustin Lyle Womack	0.40	Correspond with K. Young re REP deposition (.1); review covenant analysis (.1); correspond with K. Young re review (.2).
09/05/20	Kenneth A. Young	2.90	Telephone conference with counterparties in contested matters re rejection of executory contracts (.8); correspond with counterparties in contested matters re rejection of executory contracts re discovery (.7); analyze discovery requests in contested matters to coordinate collection, review and production of documents (1.4).
09/06/20	Chris Burkhalter	5.40	Review documents for responsiveness and privilege.
09/06/20	John Christian	5.50	Review and analyze Company documents for responsiveness and privilege.
09/06/20	Grant Jones	0.70	Review and redact confidential portions of brief.
09/06/20	Diego Jorge Martinez-Krippner	2.50	Review documents re document production.
09/06/20	Christian Menefee	1.00	Correspond with K&E team and XOG re discovery.
09/06/20	Alexander Rayner	3.20	Review documents re GM document requests (2.9); correspond with K&E team re same (.3).
09/06/20	Anna G. Rotman, P.C.	0.80	Correspond with K&E team re contract discovery and strategy.
09/06/20	Kenneth A. Young	1.10	Correspond with counterparties in contested matters re rejection of executory contracts re discovery (.5); analyze pleadings in contested matters re rejection of executory contracts (.6).
09/07/20	Jamie Alan Aycock	8.10	Draft motion for TRO against Broomfield (3.4); correspond with K&E team re same (.4); correspond with A. Russell and M. Thompson re discovery and FERC issues (.6); correspond with opposing counsel re discovery and schedule disputes (.7); review and revise interrogatory objections and responses to Platte River (2.4); correspond with K&E team re same (.6).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/07/20	Grant Jones	2.00	Review briefing from opposition (1.0); revise brief (1.0).
09/07/20	Angela Leonard	4.40	Revise litigation case calendar (.5); organize file materials into document management systems (3.5); compile materials from B. Jackson at A&M and prepare same for processing (.4).
09/07/20	Angela Leonard	1.00	Manage and organize file materials into document management systems.
09/07/20	Christian Menefee	5.50	Revise and serve objections, responses to discovery by Platte River and DJ South (1.5); revise and serve objections and responses to discovery by Grand Mesa (1.0); correspond with K&E team re same (1.0); prepare documents to be sent to expert (1.0); correspond with K&E team re same (1.0).
09/07/20	Alexander Rayner	1.00	Review documents re GM document request.
09/07/20	Anna G. Rotman, P.C.	0.60	Analyze materials re midstream discovery negotiations (.3); analyze materials re midstream rejection strategy (.3).
09/07/20	Evan Swager	0.40	Correspond with K&E team re litigation precedent.
09/07/20	Allyson Smith Weinhouse	0.70	Correspond with K&E team re rejection considerations.
09/07/20	Dustin Lyle Womack	6.30	Draft response to REP requests for admission (1.0); draft REP rejection notwithstanding argument (.2); correspond with K. Young re REP discovery requests (.6); correspond with K. Young re discovery requests (.5); draft discovery response, objections (1.6); research intent objection (.3); correspond with K. Young re discovery response, objections (.5); revise discovery response, objections (1.6).
09/07/20	Kenneth A. Young	5.70	Correspond with counterparties in contested matters re rejection of executory contracts (1.8); analyze discovery requests in contested matters (1.9); draft and revise objections and responses to discovery requests (2.0).

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09/08/20	Jamie Alan Aycock	11.00	Telephone conference with expert, A&M re expert report in support of motion to reject (.8); telephone conferences with K&E team re NGL commercial terms, standalone restructuring (1.4) telephone conference and correspond with K&E team re redaction (1.1); telephone conferences with opposing counsel re discovery and schedule disputes (2.3); review objections and responses by Platte River to discovery requests (2.0); correspond with K&E team re same (.6); revise motion for TRO (1.6); correspond with K&E team re same (.3); revise proposed order re class proof of claim (.9).
09/08/20	Brooksany Barrowes	1.20	Analyze materials re rejection proceedings.
09/08/20	Chris Burkhalter	1.50	Telephone conference with co-counsel re discovery (.5); review documents re responsiveness and privilege (1.0).
09/08/20	John Christian	0.70	Telephone conference with J. Aycock, B. Barrowes, B. Jackson, J. Makhom, L. Olive and K. Young re transportation services agreement.
09/08/20	Grant Jones	7.20	Research briefing issues (3.2); revise brief (4).
09/08/20	Angela Leonard	7.90	Correspond with Sandline re specifications for processing data (.3); confirm, implement same (1.9); correspond with Sandline re documents for production (1.4); correspond with K&E team re coding conflicts (.2); correspond with K&E team re data for review (.8); organize file materials into document management systems (1.2); review and analyze correspondence re document review metrics, tracking decision log, outstanding questions and correspond with Sandline re same (1.2); correspond with K&E team, Sandline re same (.4); revise litigation case calendar (.5).
09/08/20	Christopher Marcus, P.C.	1.40	Telephone conference with advisors re Midstream matters (.5); analyze correspondence re Midstream rejection matters (.9).
09/08/20	Diego Jorge Martinez-Krippner	8.00	Review documents re document production.

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09/08/20	Diego Jorge Martinez-Krippner	0.50	Review and revise written discovery responses.
09/08/20	Rebekah Sills McEntire	4.00	Telephone conference with K&E team re adversary complaint, motion (.5); draft slides re dispute (2.0); revise same (1.5).
09/08/20	Christian Menefee	8.00	Review and analyze documents for production (4.0); telephone conference with expert re rejection of transition services agreements (1.0); telephone conference with K&E team re document review (1.0); correspond with K&E and A&M teams re document review (2.0).
09/08/20	Alexander Rayner	1.70	Review documents re GM document request (.5); telephone conference with C. Menefee re same (.4); telephone conference with K&E team re redactions for document production (.4); review matter correspondence (.4).
09/08/20	Anna G. Rotman, P.C.	5.10	Correspond with K&E team re correspondence to NGL (.3); prepare for telephone conference with E. Christ re midstream rejection hearing strategy (.2); telephone conference with K&E team re NGL-XOG commercial terms (.3); telephone conferences with A. Weinhouse re RFPs from UCC and next steps (1.8); telephone conference with K. Young re strategy with RMM (.4); telephone conference with Paul Weiss re midstream (.5); review and correspond with K&E team re Broomfield adversary complaint (.5); draft motion to stay (.8); review motion to estimate procedure, strategy (.3).
09/08/20	Evan Swager	1.20	Review precedent re motion to estimate (.5); draft summary re same (.7).
09/08/20	Allyson Smith Weinhouse	1.40	Correspond with Company, advisors re midstream commercial terms (.6); telephone conference with Company, advisors re same (.8).
09/08/20	Allyson Smith Weinhouse	0.20	Correspond with DCP re stipulation.
09/08/20	Allyson Smith Weinhouse	0.60	Telephone conference with A. Rotman re UCC discovery requests.

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09/08/20	Dustin Lyle Womack	4.10	Analyze DJ South covenant discovery response (.1); draft rejection notwithstanding covenant argument re REP (1.8); research REP deposition (.4); draft objections to REP deposition request (1.4); correspond with K. Young re REP discovery (.3); revise RMM adversary complaint (.1).
09/08/20	Lydia Yale	3.00	Compile precedent documents and transcripts re contract rejections and estimations.
09/08/20	Kenneth A. Young	9.20	Coordinate discovery with counterparties in contested matters and adversary proceedings re motions to reject (1.1); draft and revise pleadings in contested matters and adversary proceedings re motions to reject (5); correspond with Company re contested matters (.7); coordinate collection, review and production of documents in contested matters and adversary proceedings re motions to reject (2.4).
09/09/20	Jamie Alan Aycock	13.20	Revise motion for TRO against Broomfield (7.7); correspond with K&E team re same (.7); telephone conference with K&E team re midstream (.9); telephone conference with M. Owens and J. Makholm re Platte River and Grand Mesa transition services agreements (2.1); correspond with opposing counsel re discovery and schedule disputes (1.8).
09/09/20	Brooksany Barrowes	0.50	Telephone conference with K&E team re outstanding discovery.
09/09/20	Chris Burkhalter	2.10	Review documents re responsiveness and privilege.
09/09/20	John Christian	1.10	Telephone conference with J. Aycock, B. Barrowes, M. Owens, E. Christ, J. Makholm and L. Olive re transition services agreements.
09/09/20	Grant Jones	4.60	Review and redact confidential content from brief in support of motion for summary judgment (.8); revise same (3.8).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/09/20	Angela Leonard	4.60	Compile exhibits (.3); review and analyze motion (.8); draft glossary re same (1.2); review and analyze communications re document review metrics, tracking decision log, outstanding questions (1.0); correspond with Sandline re same (.3); correspond with K&E team re coding conflicts (.7); correspond with K&E team re availability of data for review (.3).
09/09/20	Diego Jorge Martinez-Krippner	3.40	Review documents re document production.
09/09/20	Rebekah Sills McEntire	3.50	Revise temporary restraining order.
09/09/20	Christian Menefee	8.50	Review and analyze documents for production (3.5); draft document review protocol for REP (2.0); prepare for and participate in telephone conference with K&E team re document review (1.0); correspond with K&E and A&M teams re document review (2.0).
09/09/20	Orla Patricia O'Callaghan	1.20	Telephone conference and correspond with A. Rotman re UCC's discovery requests (.2); review same (.4); draft proposed search terms and correspond with A. Rotman re same (.4); correspond with E. Varner and B. Flannery research terms (.1); coordinate with C. Menefee and A. Leonard re UCC discovery requests (.1).
09/09/20	Alexander Rayner	3.00	Telephone conference and correspond with C. Menefee re work in progress (.4); review documents re PRM requests (2.1); review revised instructions for 1LR re same (.3); correspond with Sandline re Relativity platform and document review (.2).
09/09/20	Anna G. Rotman, P.C.	3.80	Review and finalize correspondence to NGL (.2); telephone conferences with E. Christ and K&E team re discovery for midstream hearing and witnesses (1.0); telephone conferences with K. Young re REP discovery (.3); review and revise correspondence to REP re discovery (.3); review UCC discovery requests (.3); correspond with O. O'Callaghan re same (.4); review and revise draft briefing re midstream disputes (1.3).

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09/09/20	Allyson Smith Weinhouse	2.70	Telephone conference with A. Rotman, J. Aycock, K. Young, E. Christ re preparations for hearings re midstream rejections and related considerations (2.2); telephone conference with Company, A&M re rejection negotiations (.5).
09/09/20	Allyson Smith Weinhouse	0.70	Review and analyze pleading re Broomfield (.5); correspond with K. Liang re rejection notice (.2).
09/09/20	Allyson Smith Weinhouse	0.10	Correspond with C. Marcus re midstream agreement.
09/09/20	Dustin Lyle Womack	7.10	Research Rule 30(b)(6) objections re REP deposition (.6); draft REP deposition objections (2.6); research contention depositions re REP (.1); revise REP deposition objections (1.1); correspond with K. Young re adversary proceedings (.9); draft REP deposition preparation outline (1.8).
09/09/20	Kenneth A. Young	8.50	Coordinate discovery with counterparties in contested matters and adversary proceedings re motions to reject (1.5); draft and revise pleadings in contested matters and adversary proceedings re motions to reject (4.1); correspond with Company re contested matters (1.6); coordinate collection, review and production of documents in contested matters and adversary proceedings re motions to reject (1.3).
09/10/20	Jamie Alan Aycock	10.50	Correspond with A. Rotman, K. Young and M. McKane re litigation strategy (1.2); correspond and telephone conference with E. Christ, C. Marcus, A. Rotman, A. Weinhouse, R. McEntire, Polsinelli re Broomfield strategy (1.3); correspond with K. Young and A. Rotman re midstream briefing (1.8); correspond with opposing counsel re discovery and schedule disputes (.5); review, comment on draft outline for expert report (2.1); correspond with K&E team re same (.4); correspond with K&E team re document review and production (.3); correspond with K&E team re interrogatory substantive responses (.3); draft and revise same (2.6).
09/10/20	Brooksany Barrowes	2.20	Analyze report outline, expert notice and discovery materials.

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09/10/20	Chris Burkhalter	2.00	Review documents for responsiveness and privilege.
09/10/20	John Christian	4.80	Draft responses to Platte River's first set of interrogatories (3.8); revise draft in accordance with feedback from J. Aycock (.2); prepare draft verification for interrogatory responses (.8).
09/10/20	Adrienne Courts	2.80	Revise stay motion (2.5); correspond with K&E team re same (.3).
09/10/20	Grant Jones	6.90	Revise brief (4.6); research same (2.3).
09/10/20	Angela Leonard	9.10	Correspond with Sandline re specifications for processing data received from client and opposing counsel (.5); confirm and verify data processed by Sandline (1.2); correspond with Sandline re document production (1.7); correspond with K&E team re coding conflicts (.2); correspond with K&E team re data for review (.9); organize file materials into document management systems (1.9); review and analyze communications re document review metrics, tracking decision log, outstanding questions (1.5); correspond with Sandline re same (.2); revise litigation case calendars (1.0).
09/10/20	Christopher Marcus, P.C.	1.00	Telephone conference with E. Christ and K&E team re Broomfield complaint (.5); telephone conference with K&E team re Broomfield complaint (.5).
09/10/20	Diego Jorge Martinez-Krippner	4.10	Review documents re document production.
09/10/20	Rebekah Sills McEntire	3.30	Revise draft pleadings (2.3); correspond with K&E team re same (.5); draft slides re dispute summary (.5).
09/10/20	Mark McKane, P.C.	0.50	Correspond with A. Rotman, K&E team re discovery issues, strategy.

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09/10/20	Christian Menefee	10.00	Review and analyze documents for production (2.0); prepare for and participate in telephone conference with O. O'Callaghan re document review (1.0); correspond with K&E team and Company re document review (2.0); review and analyze non-disclosure agreements re document production (1.0); telephone conferences with K&E team re document review and production (2.5); prepare and finalize document production to REP and PRM (1.5).
09/10/20	Orla Patricia O'Callaghan	0.60	Draft proposed fields for review pane (.4); correspond with Sandline re same (.2).
09/10/20	Orla Patricia O'Callaghan	7.50	Review correspondence re UCC's discovery requests (.5); telephone conference with C. Menefee and A. Leonard re document review (.4); telephone conference with A. Rotman re same (.1); telephone conference with C. Menefee re same (.1); telephone conference with Sandline and A. Leonard re same (.4); correspond with A. Weinhouse re search terms (.1); telephone conference with A. Weinhouse and B. Flannery re backstop commitment agreement negotiations (.2); correspond with K&E team and Company re relevant correspondence (1.2); review UCC's discovery requests, docket and all relevant filings (3.0); draft document review protocol (1.4); correspond with A. Rotman re same (.1).
09/10/20	Alexander Rayner	3.50	Review correspondence re litigation matters (.5); correspond with Sandline re same (.4); telephone conference with C. Menefee re REP document review (.3); correspond with C. Burkhalter re REP document review (.5); review documents re REP and PRM document requests (1.8).

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09/10/20	Anna G. Rotman, P.C.	5.10	Correspond with K&E team re UCC discovery requests (.2); telephone conference with M. McKane re discovery disputes (.5); telephone conference with K&E team re discovery disputes and path forward (.5); review board minutes for UCC document requests (.4); telephone conference with J. Aycock and K. Young re upcoming briefing and follow-up on staffing (.9); telephone conference with K&E team and E. Christ re Broomfield indictment (.4); analyze materials re cease and desist, attempts to intervene with landowners re trucking efforts (.6); analyze materials re privilege review and confidential information designations for midstream discovery (.6); review UCC document requests and responses (.3); draft letter to Court re discovery disputes (.7).
09/10/20	Allyson Smith Weinhouse	1.50	Telephone conference with K&E team re noise ordinance complaints (.5); telephone conference with Company re same (1.0).
09/10/20	Allyson Smith Weinhouse	0.80	Review, comment on settlement agreement.
09/10/20	Allyson Smith Weinhouse	0.80	Telephone conference with K&E team re UCC discovery requests (.4); correspond with K&E team re same (.4).
09/10/20	Dustin Lyle Womack	8.70	Draft deposition outline re REP deposition (1.7); revise same (.2); correspond with K. Young re REP discovery (.6); correspond with K. Young re Platte discovery letter to court (.3); revise REP request for admission objections and answers (.7); research covenant inquiry re Platte discovery letter to court (1.8); draft analysis of covenant legal nature (.4); correspond with K. Young re same (.2); revise reply in support of Platte rejection motion (2.2); research issues re same (.2); correspond with K. Young re rejection notwithstanding argument (.3); research issue re Platte discovery response (.1).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/10/20	Kenneth A. Young	10.50	Coordinate discovery with counterparties in contested matters and adversary proceedings re motions to reject (1.2); prepare for depositions in contested matters and adversary proceedings (3.1); draft and revise pleadings in contested matters and adversary proceedings re motions to reject (4.5); correspond with Company re contested matters (.7); coordinate collection, review and production of documents in contested matters and adversary proceedings re motions to reject (1.0).
09/11/20	Jamie Alan Aycock	10.60	Designate expert for Platte River and Grand Mesa disputes (.4); prepare M. Owens for deposition (2.3); telephone conference with K&E team re redaction (1.2); correspond with opposing counsel re discovery and schedule disputes (.4); correspond with opposing counsel re document review and production (.3); correspond with K&E team re interrogatory substantive responses (1.4); draft and revise same (4.1); review expert designations by Platte River and Grand Mesa (.5).
09/11/20	Brooksany Barrowes	1.20	Analyze materials re discovery matters, expert and document review.
09/11/20	Chris Burkhalter	1.90	Telephone conference with K&E team re redaction (.3); redact same (1.6).
09/11/20	John Christian	1.20	Revise draft responses to Platte River's first set of interrogatories (.9); research federal law re requirements for verification of interrogatory responses (.2); revise draft verification (.1).
09/11/20	Grant Jones	3.70	Telephone conference with K. Young re briefing plan (.5); review and analyze briefing (1.0); research privacy issues (2.2).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/11/20	Angela Leonard	10.70	Confirm and verify data processed by Sandline (1.2); correspond with Sandline and K&E team re documents for production (1.9); correspond with K&E team re coding conflicts (.2); correspond with K&E team re availability of data for review (2.1); organize file materials into document management systems (2.2); review and analyze communications re document review metrics, tracking decision log, outstanding questions (1.4); correspond with Sandline re same (.4); draft deposition notice of Grand Mesa and Platte River midstream (1.3).
09/11/20	Diego Jorge Martinez-Krippner	1.80	Review documents in preparation for document production.
09/11/20	Christian Menefee	9.00	Review and analyze documents for production (3.0); prepare for and participate in telephone conference with K&E team re redactions (1.0); redact documents (1.0); telephone conference with B. Jackson re business judgment analysis (1.0); correspond with K&E team re ROG responses and document review (3.0).
09/11/20	Orla Patricia O'Callaghan	3.90	Telephone conference with Moelis re document collection for UCC's discovery requests (.4); circulate search terms to K. DeFreitas and correspond re same (.2); review correspondence re same (.2); draft responses and objections to UCC's discovery requests (1.8); telephone conference with K. Young re privity of estate research (.2); finalize document review panel (.1); prepare for and attend telephone conference with K&E team re work in progress (.9); telephone conference with A. Leonard and R. Vago re document collection and review (.1).
09/11/20	Alexander Rayner	0.30	Review correspondence re work in progress.

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/11/20	Anna G. Rotman, P.C.	5.40	Telephone conference with Moelis re UCC discovery requests, responses and follow-up with O. O'Callaghan (.5); prepare for deposition preparation for M. Owens (.5); participate in deposition preparation for REP with M. Owens (.8); research and draft letter to Court re discovery status and disputes (3.2); review materials re discovery process for midstream contract rejection motions (.4).
09/11/20	Dustin Lyle Womack	9.60	Research real covenants (.1); analyze Platte deposition topics (.1); draft Platte deposition outline (2.1); correspond with K. Young re M. Owen deposition preparation (.4); identify M. Owen deposition preparation materials (.2); analyze elevation objection to rejection motion (.4); analyze elevation brief supporting covenant cross-motion (.7); draft response outline to elevation brief (.2); correspond with team re adversary briefing (1.0); correspond with K. Young re elevation cross-motion response (1.1); draft response to elevation cross-motion (3.3).
09/11/20	Kenneth A. Young	10.70	Correspond with Company re preparation for deposition in contested matters and adversary proceedings (1.3); prepare same (1.2); coordinate discovery with counterparties in contested matters and adversary proceedings re motions to reject (1.3); draft and revise pleadings in contested matters and adversary proceedings re motions to reject (5.8); correspond with Company re contested matters (.8); coordinate collection, review and production of documents in contested matters and adversary proceedings re motions to reject (.3).
09/12/20	Jamie Alan Aycock	5.60	Correspond with opposing counsel re discovery and scheduling disputes (2.1); correspond with K&E team re document review and production (.8); revise discovery letter (2.0); correspond with K&E team re same (.7).
09/12/20	Brooksany Barrowes	0.50	Revise pleadings re rejection motions.
09/12/20	Simon Briefel	0.70	Review documents for UCC discovery request responsiveness.
09/12/20	Chris Burkhalter	4.20	Redact documents for production.

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/12/20	John Christian	1.10	Review and analyze Company documents for responsiveness and privilege.
09/12/20	Angela Leonard	3.50	Confirm and verify data processed by Sandline (.5); correspond with Sandline re document production (.5); correspond with K&E team re coding conflicts (.2); correspond with K&E team re availability of data for review (.7); organize file materials into document management systems (.9); review and analyze correspondence re document review metrics, tracking decision log, outstanding questions (.3); correspond with Sandline re same (.4).
09/12/20	Diego Jorge Martinez-Krippner	6.40	Review documents re document production.
09/12/20	Christian Menefee	8.50	Review and analyze documents for production (3); telephone conferences with K&E team and discovery vendor re same (2.5); correspond with K&E team re same (3.0).
09/12/20	Orla Patricia O'Callaghan	7.40	Correspond with QC team re upcoming QC review (.2); correspond with K&E team re same (.3); review K&E correspondence pull (3.5); export same (.2); research privity of estate and double recoveries (2.9); summarize and correspond with K. Young re same (.3).
09/12/20	Alexander Rayner	6.00	Telephone conference with C. Burkhalter re document redactions (.4); correspond with K&E team re same (.5); redact documents (5.1).
09/12/20	Anna G. Rotman, P.C.	3.70	Review and comment on revisions to letter to Court re discovery status and disputes on midstream contract rejection (.6); review and comment on correspondence to opposing counsel re discovery (.3); analyze rule 2004 request from landowner C. Carlson (.2); prepare for deposition preparation, review business judgment analysis, follow-up with B. Jackson, review relevant contract provisions and preparation materials (2.6).
09/12/20	Allyson Smith Weinhouse	0.80	Correspond with Moelis re UCC discovery.

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/12/20	Dustin Lyle Womack	1.90	Revise A. Rotman discovery letter (.7); telephone conference with K. Young re letter revisions (.7); draft Colorado privity analysis (.2); analyze Chesapeake transcript re purely legal nature of dispute (.2); revise A. Rotman discovery chart (.1).
09/12/20	Kenneth A. Young	5.50	Coordinate discovery re contested matters and adversary proceedings re motions to reject (1.4); analyze and revise letter to Court re status in contested matters (2.3); correspond with counsel for counterparties in motions to reject re contested matters (1.8).
09/13/20	Jamie Alan Aycock	3.30	Telephone conference with K&E team re discovery (1.4); correspond with K&E team re same (.5); correspond with K&E team, opposing counsel re deposition logistics and discovery disputes (1.4).
09/13/20	Brooksany Barrowes	1.50	Revise materials re rejection motions.
09/13/20	Grant Jones	1.00	Telephone conference with A. Rotman, J. Aycock, K. Young and local counsel re next steps in hearings.
09/13/20	Angela Leonard	7.60	Revise draft debtors' notice of deposition of Grand Mesa Pipeline, LLC (.3); correspond with Sandline re specifications for processing data (.3); confirm and verify data processed by Sandline (1.0); correspond with Sandline re documents marked responsive for production (1.3); correspond with K&E team re coding conflicts (.2); correspond with K&E team re availability of data for review (.9); organize file materials into document management systems (1.6); review and analyze communications re document review metrics, tracking decision log, outstanding questions (1.3); correspond with K&E team re same (.2); update litigation case calendar (.5).
09/13/20	Christopher Marcus, P.C.	0.50	Review and analyze discovery letter.
09/13/20	Christian Menefee	5.50	Review and analyze documents for production (2.5); correspond with K&E team re document review (3.0).
09/13/20	Orla Patricia O'Callaghan	0.50	Finalize export to Sandline (.2); draft QC searches (.3).
09/13/20	Alexander Rayner	0.20	Review correspondence re document production.

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/13/20	Anna G. Rotman, P.C.	6.10	Correspond with K&E team, opposing counsel re commercial resolution with midstream counterparty (1.1); deposition preparation session with M. Owens (2.0); telephone conference with WTP team and K&E team re upcoming status conference (.7); finalize letter to court re discovery status and disputes (.5); prepare for court status conference re midstream discovery (1.8).
09/13/20	Allyson Smith Weinhouse	0.80	Telephone conference with K&E team, WTP re letters to court.
09/13/20	Dustin Lyle Womack	0.90	Telephone conference with K&E team re rejection discovery hearing.
09/13/20	Kenneth A. Young	2.40	Coordinate discovery re contested matters and adversary proceedings re motions to reject (1.0); analyze and revise letter to Court re status in contested matters (1.4).
09/14/20	Jamie Alan Aycock	11.40	Telephone conference with K&E team re REP letter (1.1); telephonically attend board meeting (.8); correspond with opposing counsel re discovery disputes (1.2); review and analyze draft expert report of J. Makholm (1.7); draft outline for deposition of Platte River corporate representative (2.9); correspond with K&E team re same (.8); review documents re same (2.5); correspond with M. Wacker re opposing experts (.4).
09/14/20	Brooksany Barrowes	1.30	Revise pleadings re rejection motions.
09/14/20	Chris Burkhalter	8.80	Redact documents for PRM and GM productions.
09/14/20	John Christian	0.60	Review and analyze declaration of J. Makholm.
09/14/20	Gabrielle Degelia	0.20	Telephone conference with O. O'Callaghan re document review.
09/14/20	Grant Jones	4.00	Revise brief (3.5); telephone conference with K. Young and D. Womack re same (.5).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/14/20	Angela Leonard	4.80	Confirm and verify data processed by Sandline (.7); correspond with Sandline re documents marked responsive for production (1.4); correspond with K&E team re coding conflicts (.2); correspond with K&E team re availability of data for review (.5); organize file materials into document management systems (1.2); review and analyze communications re document review metrics, tracking decision log, outstanding questions (.2); correspond with Sandline re same (.3); correspond with Veritext re logistics for upcoming depositions (.3).
09/14/20	Christopher Marcus, P.C.	0.50	Telephone conference with M. Owens, E. Christ and K&E team re REP discovery requests.
09/14/20	Christopher Marcus, P.C.	0.40	Telephone conference with J. Prince re REP contract.
09/14/20	Diego Jorge Martinez-Krippner	1.80	Review, compile documents re fact deposition.
09/14/20	Diego Jorge Martinez-Krippner	4.30	Redact documents for production.
09/14/20	Christian Menefee	9.00	Draft summary of document review and discovery disputes for hearing (2.0); review and analyze documents for production (3.0); correspond with K&E team re discovery disputes and document production (4.0).
09/14/20	Orla Patricia O'Callaghan	3.90	Correspond with K. Young re confidentiality order and research (.3); correspond with Sandline re production (.2); draft responses and objections to UCC's first set of requests for production (3.1); correspond with A. Rotman re same (.1); correspond with A. Rotman re confidentiality order (.2).
09/14/20	Orla Patricia O'Callaghan	5.90	Review, redact board materials for production (.9); correspond with F. Fung re same (.2); draft, revise quality control searches (.6); redact board minutes (.3); correspond with A. Rotman re same (.1); correspond with Moelis re document production (.2); correspond with K&E team re quality control review (.3); correspond with A. Leonard re same (.1); telephone conference and correspond with G. Degelia re same (.3); analyze quality control document review (2.9).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/14/20	Alexander Rayner	0.50	Review matter correspondence (.2); organize documents re same (.1); correspond with K&E team re document review, work in progress (.2).
09/14/20	Anna G. Rotman, P.C.	0.80	Review and correspond with K&E team re UCC document responses and objections (.3); correspond with UCC re confidentiality order (.2); analyze material re Platte River lawsuit (.3).
09/14/20	Anna G. Rotman, P.C.	7.80	Telephone conference with REP re scope of stay and stipulation (.2); telephone conference with K&E team re REP stay and next steps (.3); review and correspond with K. Young, E. Christ and opposing counsel re proposed REP stipulation (.3); prepare for discovery status conference (3.8); correspond with K&E team re next steps (1.3); telephonically attend and participate in board telephone conference (.7); prepare for deposition preparation re Platte River (.7); telephone conference with NBLX re legal analysis (.5).
09/14/20	Allyson Smith Weinhouse	1.20	Telephone conference with K&E team re letters to Court (.6); correspond with K&E team, A&M re status conference, follow-up (.3); correspond with same re midstream rejections (.3).
09/14/20	Dustin Lyle Womack	8.60	Analyze discovery letters to Court (.5); conference with K. Young re same (.5); telephone conference with K&E team re hearing and briefing schedule (.4); draft response to Elevation cross-motion (5.1); analyze Elevation touch and concern cases (.7); research Colorado fee mineral ownership (.4); revise draft response (.6); correspond with K. Young re Platte rejection notwithstanding argument (.4).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/14/20	Kenneth A. Young	10.10	Prepare for status conference with Court re contested matters and adversary pleadings (2.0); analyze filings in Court re adversary proceedings and contested matters re motions to reject (3.1); participate in status conference with Court re contested matters and adversary pleadings (1.2); draft and revise pleadings in contested matters re motions to reject (3.1); telephone conference with Company re contested matters (.7).
09/15/20	Jamie Alan Aycock	9.10	Correspond with opposing counsel re discovery disputes and designations of confidentiality (1.3); correspond with C. Menefee re document review and redaction (.5); review complaint filed by Platte River against trucking company (1.5); review and revise draft report of J. Makholm (2.1); correspond with K&E team re same and prepare for hearing (3.7).
09/15/20	Brooksany Barrowes	1.70	Review materials re rejection motions.
09/15/20	Chris Burkhalter	1.20	Review Elevation document requests (.5); prepare response re same (.7).
09/15/20	Chris Burkhalter	6.60	Review and redact documents for responsiveness and privilege (5.8); telephone conferences with K&E team re document production (.8).
09/15/20	John Christian	0.40	Telephone conference with A. Rayner, C. Burkhalter and D. Martinez-Krippner re action items.
09/15/20	Gabrielle Degelia	1.80	Analyze document review.
09/15/20	Grant Jones	4.80	Draft motion for summary judgment (3.0); research same (1.8).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/15/20	Angela Leonard	6.00	Revise debtors' responses and objections to Elevation midstream, LLC and GSO EM Holdings LP's first set of interrogatories and requests for production of documents to debtors for attorney review (.4); correspond with Sandline re specifications for processing data (.3); confirm and verify data processed by same (1.3); correspond with Sandline re document production (1.4); clear all coding conflicts with K&E team (.2); correspond with K&E team re availability of data for review (1.0); review and analyze communications re document review metrics, tracking decision log, outstanding questions (1.2); correspond with Sandline re same (.2).
09/15/20	Diego Jorge Martinez-Krippner	2.80	Review documents re Platte River deposition.
09/15/20	Christian Menefee	9.00	Draft document review protocol for redactions review (1.5); prepare for and attend contract reviewer training re same (1.5); review and analyze documents for production (2.5); correspond with K&E team re discovery disputes and document production (3.5).
09/15/20	Orla Patricia O'Callaghan	5.20	Telephone conference and correspond with Sandline re production (.7); correspond with T. Roberts re Moelis documents (.2); analyze quality control review (2.3); correspond with G. Degelia re same (.2); review UCC's proposed revisions to confidentiality agreement (.2); correspond with A. Rotman re same (.1); review production documents (.9); correspond with M. Singh and C. Hedman re same (.4); draft cover letter re Debtors' responses and objections to counsel for UCC (.2).
09/15/20	Alexander Rayner	2.00	Review correspondence re work in progress (.2); attend document review redaction training telephone conference for K&E team with C. Menefee and C. Burkhalter (1.5); correspond with K&E team re same (.1); telephone conference with C Burkhalter, D Martinez and J Christian re work in progress (.2).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/15/20	Anna G. Rotman, P.C.	5.70	Prepare M. Owens for Platte River deposition (4.1); correspond with K&E team re Trails End lawsuit and strategy (.4); review materials re discovery issues (.8); review materials re UCC RFPs (.4).
09/15/20	Chimezie Udozorh	0.50	Telephone conference with PW re ongoing litigation.
09/15/20	Dustin Lyle Womack	8.10	Draft response to Elevation cross-motion (3.9); research comparison of Texas, Colorado touch and concern (.6); research intent and successors, assigns language (.3); correspond with K. Young re Platte deposition and potential stay violation (.5); revise Elevation cross-motion (1.3); correspond with K. Young re Platte rejection notwithstanding argument (.8); research joint and liability issue (.6); correspond with K. Young re briefing plan (.1).
09/15/20	Kenneth A. Young	10.10	Coordinate document collection and review for production (2.1); analyze pleadings in adversary proceedings re motion to reject midstream agreements in order to prepare responses (3.5); correspond with counterparties in contested matters re contested matters (1.1); draft and revise pleadings in adversary proceedings re motions to reject midstream agreements (3.4).
09/16/20	Jamie Alan Aycock	9.30	Participate in telephone conference with B. Jackson re exercise of business judgment and responses to Elevation interrogatories (1.0); telephone conference with L. Jacobsen re R. McGillis (1.0); correspond re re-designation of documents per request of opposing counsel (2.1); draft outline for reply in support of motion to reject and related correspondence (3.2); correspond with K&E team re document production and priorities (.8); correspond with C. Menefee re addressing concerns re disclosure of confidential information (1.2).
09/16/20	Chris Burkhalter	3.00	Review, revise objections and responses to Elevation requests for production.
09/16/20	Grant Jones	3.50	Draft sections for motion for summary judgment (3.0); conferences with K. Young and D. Womack re rejection briefs (.5).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/16/20	Angela Leonard	8.80	Review, analyze and update due diligence and background research materials re experts D. Hagg, S. Kelly, M. O'Laughlin and B. Terzic for attorney review (.3); confirm and verify data processed by Sandline in database for review and analysis by K&E team (1.2); correspond with Sandline to plan and prepare documents for production (1.8); correspond with K&E team re availability of data for review (.7); manage and organize file materials into document management systems (1.8); review and analyze communications re document review metrics, tracking decision log, outstanding questions and correspond with Sandline re same (1.8); update litigation case calendar and project tracking list (1.2).
09/16/20	Kevin Liang	0.10	Correspond with Committee and Company re outstanding discovery issues.
09/16/20	Library Factual Research	0.50	Research covenants that run with the land.
09/16/20	Christopher Marcus, P.C.	2.00	Telephone conference with management and advisors re Elevation proceedings (1.0); review Elevation research (1.0).
09/16/20	Christian Menefee	8.50	Prepare for and attend conference re redactions (1.5); participate in telephone conferences with K&E team re document review (1.0); review and analyze documents for production (3.0); correspond with K&E team re discovery disputes and document production (3.0).
09/16/20	Orla Patricia O'Callaghan	7.30	Research special performance of contracts rejected through bankruptcy (2.5); summarize findings and circulate same to K. Young for review (.3); draft responses and objections to UCC's 30(b)(6) notice (2.9); review same and circulate to A. Rotman for review (.3); review standalone Moelis documents and correspond with A. Rotman re same (.3); coordinate with M. Singh to modify quality control searches and start contract attorneys' review of Moelis correspondence (.2); analyze quality control review (.8).

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09/16/20	Alexander Rayner	1.80	Correspond with K&E team re document review (.8); compile K&E work stream tracker and correspond with K&E team re same (.5); review historical matter correspondence re same (.5).
09/16/20	Anna G. Rotman, P.C.	3.90	Review, analyze numerous discovery issues re midstream rejections and MSJs (1.9); correspond re Trails End litigation strategy with K. Young (.4); review, analyze issues re UCC discovery and corporate representative deposition (.3); prepare to defend 30(b)(6) depositions re contract rejection (.6); review, analyze Platte River and Grand Mesa briefing (.4); draft letter re acreage release (.3).
09/16/20	Allyson Smith Weinhouse	0.20	Review correspondence re Elevation discovery.
09/16/20	Dustin Lyle Womack	5.20	Review Platte covenant document production (1.8); conference with K. Young re Platte covenant document production (.5); research covenant considerations (1.7); conference with K. Young re research (.9); conference with K. Young re Elevation discovery requests (.1); conference with K. Young re rejection notwithstanding argument (.2).
09/16/20	Kenneth A. Young	9.30	Draft and revise pleadings re motions to reject midstream agreements (2.7); telephone conferences with advisors re issues raised in contested matters (1.0); research adversary proceedings re motions to reject midstream agreements (3.6); coordinate document collection and review for production re same (.8); correspond with Company re contested matters (1.2).
09/17/20	Bill Arnault	3.10	Review, analyze, revise materials re rejection motion and adversary proceeding.

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09/17/20	Jamie Alan Aycock	11.90	Participate in telephone conference re Elevation interrogatory responses and relevant documents (1.1); review and analyze Grand Mesa reply in support of motion for relief from automatic stay and FERC position statement and related correspondence (3.1); draft deposition notice for Grand Mesa corporate representative (2.3); correspond re Elevation requests for production (.9); correspond with L. Olive re expert reports (.6); review Grand Mesa motion for abstention (.9); revise interrogatory responses to Elevation (.7); correspond with A. Joya re reply brief (.4); correspond with B. Arnault re depositions (.6); correspond re deposition scheduling (.4); review and comment on expert opinion (.9).
09/17/20	Brooksany Barrowes	0.50	Analyze discovery matters re pending rejection motions.
09/17/20	Chris Burkhalter	1.50	Conferences with J. Aycock and B. Jackson re responses to Elevation interrogatories.
09/17/20	John Christian	1.90	Review and analyze J. Makhholm's draft expert declaration (1.6); correspond with J. Aycock re same (.3).
09/17/20	Gabrielle Degelia	2.70	Analyze second-level privilege document review.
09/17/20	Grant Jones	7.70	Review and revise Grand Mesa briefing re comments from K. Young (2.5); conferences with K. Young and D. Womack re briefing next steps (.9); review and analyze Grand Mesa briefing (1.0); research arguments re same (2.3); draft sections for reply brief (1.0).
09/17/20	Angela Leonard	11.40	Confirm, coordinate and verify Sandline data (1.2); correspond with Sandline re document production matters (1.6); correspond with K&E team re availability of data for review (1.4); manage and organize file materials into document management database (3.9); review and analyze communications re document review metrics, tracking decision log, outstanding questions and correspond with Sandline re same (1.7); update litigation case calendar and project list (1.0); compile relevant documents re M. Owens deposition preparation (.6).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/17/20	Library Factual Research	3.50	Research potential experts.
09/17/20	Christopher Marcus, P.C.	0.80	Review Midstream analysis and strategy.
09/17/20	Diego Jorge Martinez-Krippner	1.50	Review documents re document production.
09/17/20	Rebekah Sills McEntire	1.00	Review materials re summary judgment (.5); telephone conference with J. Aycock re same (.5).
09/17/20	Christian Menefee	6.50	Review and analyze documents for production (3.0); correspond with K&E team re discovery disputes and document production (3.5).
09/17/20	Orla Patricia O'Callaghan	3.90	Correspond re with M. Singh and A. Rotman re document review (.4); review search from document production and correspond re re-production (.2); review Board materials and first-level review of remaining Moelis standalone documents re document production (1.3); correspond re status of quality control review and next steps with G. Degelia (.1); telephone conference with working group re document production matters kickoff (.6); correspond with Moelis team re export of relevant Moelis documents (.2); analyze general quality control review (1.1).
09/17/20	Alexander Rayner	5.50	Review deposition outline (.7); document review re identification of documents re PRM deposition (2.4); correspond with J. Aycock re findings re same (1.5); review matter correspondence re same (.2); correspond re matter tracker with Sandline and C. Menefee (.3); review quality control document (.4).
09/17/20	Anna G. Rotman, P.C.	4.10	Conference with WTP re contract rejection and follow-up with K&E team re same (.7); draft notice letter re acreage dedication issue and accompanying analysis of strategy and dispatch (1.6); review, analyze paper discovery re Committee (.3); review discovery issues re midstream contract rejections (.8); analyze 30(b)(6) deposition preparation (.4); correspond re document request from landowner re P&A obligations (.3).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/17/20	Dustin Lyle Womack	6.70	Research rejection, real covenants (.8); conference with K. Young re rejection notwithstanding (.4); analyze Grand Mesa response to summary judgment motion (.4); conference with K&E team re Grand Mesa response (1.1); draft reply to Grand Mesa response to summary judgment motion (2.9); conference with K. Young re same (.5); revise reply to Grand Mesa (.4); research same (.2).
09/17/20	Kenneth A. Young	9.50	Analyze pleadings filed in adversary proceedings re motions to reject midstream agreements (1.9); coordinate document review and collection for production (.6); analyze documents produced in contested matters (.7); prepare for depositions in contested matters (1.0); strategize response to motion to abstain in adversary proceeding (.8); draft and revise pleadings in adversary proceedings re motions to reject midstream agreements (3.2); research support for pleadings in adversary proceedings (1.3).
09/18/20	Bill Arnault	8.20	Review background materials, pleadings and objections (3.1); analyze same (2.1); prepare for depositions (3.0).
09/18/20	Jamie Alan Aycock	10.20	Participate in conference re Elevation agreements and related correspondence (1.8); prepare M. Owens for deposition (2.5); correspond re deposition scheduling (.8); identify and correspond with K&E team re deposition, briefing and related correspondence (1.0); correspond re document review, redaction and priorities (.4); review documents alleged to contain over-redactions and correspond re same (2.0); correspond with opposing counsel re discovery disputes (.7); correspond with K&E team re production of sources cited in expert report (1.0).
09/18/20	Chris Burkhalter	1.30	Review documents to be produced to Grand Mesa.
09/18/20	Chris Burkhalter	2.80	Draft response to Elevation interrogatories.

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/18/20	John Christian	1.80	Telephone conference with C. Menefee, C. Burkhalter, D. Martinez-Krippner and A. Rayner re document review task list (.3); review and analyze Company documents for responsiveness and privilege (1.5).
09/18/20	Grant Jones	6.40	Draft sections for reply brief (4.0); research reply brief sections (1.9); review Grand Mesa exhibits (.5).
09/18/20	Angela Leonard	4.10	Compile cited documents re potential discovery production issues (1.3); compile complete briefing and legal authorities re motion of Grand Mesa Pipeline (2.8).
09/18/20	Angela Leonard	10.70	Compile relevant documents re deposition preparation for Grand Mesa & and Platte River depositions (1.0); conference and correspond with Sandline re diligence, data processing matters (.5); confirm and verify data processed by Sandline (1.6); conference and correspond with Sandline re production matters (1.2); conference and correspond with K&E team re data, conflict matters (1.4); manage and organize file materials into document management systems (2.2); review and analyze correspondence re document review metrics (2.3); update litigation case calendar and project list (.5).
09/18/20	Kevin Liang	0.30	Correspond with K&E team and WTP re U.S. Trustee objection to sealing motion and review objection re same.
09/18/20	Christopher Marcus, P.C.	2.50	Review Midstream analysis and strategy (1.5); telephone conferences with working group re Elevation (1.0).
09/18/20	Christopher Marcus, P.C.	1.20	Analyze Committee discovery requests.
09/18/20	Diego Jorge Martinez-Krippner	1.20	Review documents re forthcoming document production.
09/18/20	Christian Menefee	6.00	Participate in telephone conferences with K&E team re document review and production (1.5); review and analyze documents for production (2.8); correspond with K&E team re discovery disputes and document production (1.7).

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09/18/20	Orla Patricia O'Callaghan	5.80	Review production set and correspond re same (2.3); review additional documents circulated by Moelis (.8); correspond with J. Aycock and K. Young re confidentiality order and next steps (.1); review re Monday's production (2.6).
09/18/20	Alexander Rayner	2.50	Review elevation document production quality control review (.9); correspond with C. Menefee re same (.4); correspond with K&E team re same (.4); conference with C. Menefee, C. Burkhalter, D. Martinez and J. Christian re upcoming work streams (.8).
09/18/20	Anna G. Rotman, P.C.	3.00	Conference re rejection business judgment with advisors and Company team (.6); conference re Committee requests discussion (.4); participate in deposition preparation for M. Owens (1.2); review, analyze briefing on FERC issues (.4); correspond with Committee re backstop and rights offering discovery, update team (.4).
09/18/20	Dustin Lyle Womack	9.30	Draft contract provision outline for M. Owen deposition (.9); conference with K. Young re same (.1); draft Grand Mesa reply (2.9); analyze Grand Mesa dedication cases (.4); conference with K. Young re dedication cases (.4); conference with K. Young re permissive abstention (.4); research permissive abstention (.1); conference with K. Young re rejection notwithstanding argument (.5); research rejection notwithstanding arguments (.2); revise rejection notwithstanding portion of reply supporting rejection motion (.9); revise Grand Mesa reply (1.9); analyze Platte River response to summary judgment motion (.3); research touch and concern matters (.3).
09/18/20	Kenneth A. Young	7.10	Draft and revise pleadings re motions to reject midstream agreements (4.2); research support for pleadings re same (2.2); telephone conference with Company re contested matters (.7).
09/19/20	Bill Arnault	5.10	Prepare for deposition of Platte River 30(b)(6) witness (3.1); analyze materials re same (2.0)

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/19/20	Jamie Alan Aycock	7.20	Review expert reports and related correspondence (2.1); prepare for depositions and review, summarize key documents (1.5); review and analyze Platte River objection to motion to reject (.8); draft portions of reply in support of motion to reject (1.9); correspond re production (.9).
09/19/20	Brooksany Barrowes	0.70	Analyze discovery matters re pending rejection motions.
09/19/20	Chris Burkhalter	0.90	Revise interrogatory responses to Elevation discovery requests.
09/19/20	Chris Burkhalter	0.50	Review documents to be produced to Elevation.
09/19/20	Gabrielle Degelia	3.20	Analyze privilege document review.
09/19/20	Grant Jones	5.90	Research reply briefing (2.1); conference with K. Young and D. Womack re briefing plan (1.3); draft reply brief sections (2.5).
09/19/20	Angela Leonard	4.40	Compile and prepare supporting Platte River expert report materials (1.3); compile legal authorities cited in complete briefing re motion of Grand Mesa Pipeline, LLC re automatic stay (3.1).
09/19/20	Diego Jorge Martinez-Krippner	1.10	Review reply brief draft in support of motion to reject in preparation for drafting.
09/19/20	Diego Jorge Martinez-Krippner	1.70	Review documents in preparation for forthcoming document production.
09/19/20	Rebekah Sills McEntire	5.00	Review background materials re motions for summary judgment.
09/19/20	Christian Menefee	5.00	Review and analyze documents for production (2.0); correspond with K&E team re discovery disputes and document production (3.0).
09/19/20	Orla Patricia O'Callaghan	1.70	Correspond with M. Singh to revise quality control batches (.4); correspond with G. Degelia re additional document review (.2); analyze quality control review (1.1).
09/19/20	Anna G. Rotman, P.C.	0.90	Conference with Committee re document request (.5); analyze responses to midstream interrogatories (.4).
09/19/20	Dustin Lyle Womack	2.60	Conference with K&E team re Platte reply (1.2); draft Platte reply (.1); conference with K. Young re Platte exhibits (.1); revise Grand Mesa reply (1.2).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/19/20	Kenneth A. Young	6.50	Analyze pleadings in adversary proceedings and contested matters re strategy (1.3); research support for pleadings in contested matters and adversary proceedings (2.1); draft and revise pleadings in contested matters and adversary proceedings (2.5); prepare for depositions in contested matters (.6).
09/20/20	Bill Arnault	9.70	Prepare for deposition of Platte River (3.3); analyze same (1.2); draft outline re same (1.3); review exhibits to objection (1.6); review documents re same (2.3).
09/20/20	Jamie Alan Aycock	5.90	Conference with A. Rotman re interrogatory responses to Elevation (.8); review expert reports and related correspondence (1.6); prepare for depositions, including reviewing and summarizing key documents (1.5); review and analyze Platte River objection to motion to reject (.7); draft portions of reply in support of motion to reject (1.3).
09/20/20	Brooksany Barrowes	0.50	Analyze discovery matters re pending rejection motions.
09/20/20	Gabrielle Degelia	6.80	Analyze privilege document review.
09/20/20	Grant Jones	2.30	Research briefing sections (1.3); draft reply brief sections (1.0).
09/20/20	Ammaar Joya	5.50	Research suspension, refusal of service under certain applicable transportation service agreements (2.8); analyze same (2.7).
09/20/20	Angela Leonard	2.00	Compile documents responsive to discovery requests (1.0); manage and organize file materials re same (1.0).
09/20/20	Christian Menefee	3.50	Review and analyze documents re production (2.0); correspond with K&E team re same (1.5).
09/20/20	Orla Patricia O'Callaghan	7.60	Analyze quality control document review (3.9); review same (3.7).
09/20/20	Alexander Rayner	0.70	Correspond with Sandline re document tagging (.4); correspond with C. Burkhalter re redactions to documents (.2); correspond with B. Arnault re PRM deposition (.1).
09/20/20	Anna G. Rotman, P.C.	2.30	Prepare for upcoming depositions (.8); deposition preparation with M. Owens re ARB deposition (1.3); prepare for additional depositions (.2).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/20/20	Dustin Lyle Womack	1.80	Revise Elevation response.
09/20/20	Kenneth A. Young	6.00	Research support for pleadings in contested matters and adversary proceedings (1.6); draft and revise pleadings re same (2.8); prepare for depositions in contested matters (1.6).
09/21/20	Bill Arnault	8.20	Prepare for deposition of Platte River 30(b)(6) deponent (2.2); outline same (2.1); review motions for summary judgment and key documents (3.9).
09/21/20	Jamie Alan Aycock	14.30	Revise objections and responses to Elevation interrogatories and requests for production (3.8); coordinate with K&E team re same (1.1); draft and revise portions of reply in support of motion to reject and coordinate with K&E team re same (4.0); prepare for deposition of Grand Mesa corporate representative (2.1); correspond with D. Benton re research re same (1.1); finalize and serve expert report (.5); correspond re proposed protective order (.9); review TRO obtained by Platte River against trucking company (.5); correspond re redaction issues (.3).
09/21/20	Brooksany Barrowes	1.50	Review expert reports (.3); review and revise draft omnibus answer to motions to reject (1.2).
09/21/20	Diana Clough Benton	3.20	Research rejection of contractual provisions and survival of claims after discharge.
09/21/20	Diana Clough Benton	1.80	Research Texas law re commercial contract cures.
09/21/20	Chris Burkhalter	4.80	Draft reply re business judgment applied to decision to reject elevation agreements.
09/21/20	Chris Burkhalter	6.90	Finalize interrogatory responses for service on Elevation.
09/21/20	John Christian	1.10	Telephone conference with C. Menefee re draft reply in support of debtors' rejection motion (.8); review and analyze draft reply in support of debtors' rejection motion (.3).
09/21/20	Adrienne Courts	2.00	Fact and cite check Plaintiff's response in opposition to defendant's cross-motion for summary judgment (.8); review case law re same (.5); review record cites (.3); correspond with K&E team re same (.4).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/21/20	Grant Jones	4.90	Research reply sections (.9); draft reply brief sections re same (4.0).
09/21/20	Angela Leonard	3.80	Confirm and verify Sandline document production matters (.3); correspond with Sandline to plan and prepare documents marked responsive for production (.6); clear coding conflicts with K&E team (.2); correspond with K&E team re availability of data for review (.9); manage and organize file materials re same (.5); review and analyze communications re document review metrics, tracking decision log, outstanding questions and correspond with Sandline re same (1.3).
09/21/20	Angela Leonard	5.40	Compile relevant business judgment documents (1.6); compile relevant documents responsive to Elevation's interrogatory requests (1.8); update draft re interrogatory matters (.5); update draft re debtors' rejection reply (.5); compile documents cited in R. McGillis deposition outline and prepare exhibits re same (1.0).
09/21/20	Andrew L. Lombardo	0.40	Correspond with WLRK, TPH, A&M, Moelis and Petrie re midstream contracts and litigation, emergence.
09/21/20	Christopher Marcus, P.C.	2.60	Analyze Elevation research (.5); telephone conference with A. Rotman, E. Christ and M. Owens re Elevation (2.1).
09/21/20	Christopher Marcus, P.C.	1.00	Telephone conference with E. Christ re Committee discovery matters (.5); attention to Committee information requests (.5).
09/21/20	Diego Jorge Martinez-Krippner	2.70	Draft portion of reply brief draft in support of motion to reject.
09/21/20	Diego Jorge Martinez-Krippner	6.00	Review documents in preparation for forthcoming 30(b)(6) deposition.
09/21/20	Rebekah Sills McEntire	2.00	Review materials re Terzic deposition (1.2); prepare outline re Terzic deposition (.8).
09/21/20	Christian Menefee	6.00	Review and analyze documents re production (2.0); correspond with K&E team re same (2.0); review and analyze GM and PRM brief re objection to debtors' motion to reject (2.0).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/21/20	Orla Patricia O'Callaghan	5.40	Finalize quality control document review (3.3); telephone conference re production with M. Singh (.1); review final production set (1.8); correspond with C. Hedman and opposing counsel re document production (.2).
09/21/20	Alexander Rayner	0.20	Review matter correspondence re adversary proceedings and correspond with M. Menefee, B. Arnault, A. Leonard re deposition preparation.
09/21/20	Anna G. Rotman, P.C.	8.60	Defend deposition of M. Owens by Platte River (5.2); telephone conference with M. Owens, E. Christ and C. Marcus re contract rejection strategy (2.3); review and comment on interrogatory responses (.3); analyze Committee backstop commitment discovery (.4); analyze Trail Ends TRO and violation of automatic stay (.4).
09/21/20	Dustin Lyle Womack	8.60	Revise Elevation response (1.9); conference with K. Young re Elevation response (.6); analyze Platte response (.2); draft Platte reply (4.0); revise Platte reply (1.8); conference with K. Young re rejection notwithstanding brief (.1).
09/21/20	Kenneth A. Young	9.90	Draft and revise reply in support of motions to reject (2.3); research support of reply in support of motions to reject (1.3); draft and revise pleadings in adversary proceedings re motion to reject midstream agreements (2.4); research same (1.2); prepare for depositions in contested matters (1.3); analyze pleadings in contested matters to prepare legal strategy (1.4).
09/22/20	Bill Arnault	11.80	Participate in telephone conference with Extraction team re case status (.9); participate in telephone conference with expert re same (1.3); prepare for deposition of PRM and DJ South (9.6).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/22/20	Jamie Alan Aycock	12.30	Participate in telephone conference re strategy re rejection of Elevation contract (1.0); review and analyze expert reports and provide comments on points to get in depositions and cross examination (2.3); conference with J. Makholm re Grand Mesa and Platte River expert reports (3.4); draft and revise portions of reply in support of motion to reject (3.8); correspond re potential arguments (1.3); correspond re discovery issues (.5).
09/22/20	Brooksany Barrowes	3.50	Review discovery materials and work with experts.
09/22/20	Chris Burkhalter	1.50	Review documents for production.
09/22/20	John Christian	2.10	Prepare section of draft reply in support of debtors' rejection motion re public interest considerations (1.5); correspond with A. Weinhouse re same (.6).
09/22/20	Adrienne Courts	4.40	Analyze, fact and cite check Plaintiff's response in opposition to cross-motion for summary judgment (2.2); review case law re same (1.6); correspond with K&E team re same (.6).
09/22/20	Grant Jones	6.10	Conference with K. Young re omnibus reply briefing (.5); review and revise reply brief citations (1.0); research reply brief sections (.8); research omnibus reply brief sections (1.3); review and revise omnibus reply brief sections re K. Young notes (2.5).
09/22/20	Ammaar Joya	5.10	Prepare draft reply re FERC's regulation matters (3.7); analyze same (1.4).
09/22/20	Angela Leonard	9.60	Telephone conference with expert J. Makholm re case (1.0); analyze legal authorities cited in automatic stay briefing (2.7); review responsive interrogatory document review in preparation for response and production (1.7); confirm and verify document review database documents (1.3); correspond with Sandline re documents marked responsive for production (1.5); correspond with K&E team re availability of data for review (1.4).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/22/20	Angela Leonard	3.30	Manage and organize file materials into document management systems (2.0); review and analyze communications re document review metrics (1.3).
09/22/20	Christopher Marcus, P.C.	1.00	Review talking points for Elevation adversary proceeding.
09/22/20	Diego Jorge Martinez-Krippner	2.10	Review opposing expert reports.
09/22/20	Diego Jorge Martinez-Krippner	3.60	Review documents re forthcoming document review.
09/22/20	Rebekah Sills McEntire	7.90	Prepare for deposition of Terzic.
09/22/20	Christian Menefee	11.50	Participate in telephone conference with J. Makholm re expert reports (1.0); review, analyze documents and draft reply in support of motion to reject (4.0); review and analyze expert report of M. O'Loughlin (4.0); correspond with K&E team re document discovery (2.5).
09/22/20	Alexander Rayner	5.50	Attend training telephone conference with Veritext re use of deposition platform (1.5); conference with A Leonard re deposition and document exhibits (1.4); draft reply to PRM/DJS objection to rejection re business judgment (1.1); review documents and correspond with B. Arnault re same (.8); analyze document review, redactions and correspond with C. Menefee and M. Vera re same (.7).
09/22/20	Anna G. Rotman, P.C.	9.40	Draft talking points for midstream rejection analysis (.6); telephone conference with K&E team re hearing strategy (.4); conference with B. Arnault and J. Aycock re upcoming deposition (.4); conference with team re Committee document request (.5); conference re midstream for deal analysis (1.0); analyze Trails Head strategy (.3); attend preparation session for Grand Mesa deposition with M. Owens (1.5); conference with Company re midstream contracts and follow-up with K&E team (1.6); review and advise extensive briefing on motions to reject and motions for summary judgment (2.6); conference with Moelis re upcoming conference with Committee re adversary proceedings (.5).

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09/22/20	Allyson Smith Weinhouse	3.30	Correspond with K&E team and strategize re adversary proceedings.
09/22/20	Dustin Lyle Womack	8.10	Revise Grand Mesa reply (1.6); conference with K. Young re briefing schedule (.2); draft Grand Mesa abstention response (1.2); conference with K. Young re abstention (.3); revise abstention response (1.1); attend K&E team conference re Elevation strategy (.4); draft Grand Mesa contract provision outline (1.1); revise Elevation response (.1); conference with K. Young re RMM schedule (.3); revise Elevation cross-motion (.4); research touch and concern (.2); conference with K. Young re Platte reply edits (.6); revise Platte reply (.6).
09/22/20	Kenneth A. Young	10.90	Draft and revise pleadings for adversary proceedings and contested matters re motion to reject (4.1); prepare for adversary proceedings and contested matters re same (2.3); research support re pleadings for adversary proceedings and contested matters (4.5).
09/23/20	Bill Arnault	12.40	Participate in deposition of PRM/DJS (3.5); prepare for same (3.1); summarize same (.4); review and revise reply brief (2.7); review deposition transcripts (2.7).
09/23/20	Jamie Alan Aycock	15.90	Draft and revise portions of reply in support of motion to reject and finalize same (8.5); prepare for deposition of Grand Mesa corporate representative (4.0); correspond re various discovery issues and scheduling of depositions (3.4).
09/23/20	Brooksany Barrowes	3.00	Draft omnibus brief re rejection matters.
09/23/20	Chris Burkhalter	2.10	Revise reply section and prepare exhibits for production.
09/23/20	John Christian	0.40	Correspond with J. Aycock and A. Weinhouse re draft reply in support of debtors' motion to reject (.2); correspond with B. Jackson re same (.2).

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09/23/20	Grant Jones	12.30	Review, revise Grand Mesa reply and abstention response (1.5); telephone conferences with K. Young re finalizing briefs for filing (.8); organize exhibits for briefing (.5); review and revise response brief for Elevation (.9); review and revise Platte reply brief (1.0); research omnibus reply sections (1.5); draft sections in omnibus reply (2.6); correspond with K. Young and D. Womack re finalizing and filing briefs (1.9); update citations in omnibus reply (.7); review and revise omnibus reply sections (.6); organize exhibits for omnibus reply (.3).
09/23/20	Ammaar Joya	3.90	Review and revise updated draft reply in support of motions to reject.
09/23/20	Angela Leonard	4.20	Revise omnibus rejection motion.
09/23/20	Angela Leonard	5.80	Draft motion and order for admission pro hac vice re C. Menefee and R. McEntire (.3); compile relevant documents for B. Terzic deposition preparation (.4); update draft re D. Robinson and B. Terzic deposition notices (.4); confirm and verify data processed by Sandline (1.2); correspond with Sandline to plan and prepare documents marked responsive for production (1.1); correspond with K&E team re availability of data for review (1.3); manage and organize file materials re same (1.1).
09/23/20	Christopher Marcus, P.C.	1.20	Telephone conference with Company re Elevation (.5); telephone conference with K&E team re rejections (.7).
09/23/20	Christopher Marcus, P.C.	0.50	Telephone conference with Akin re settlement matters.
09/23/20	Rebekah Sills McEntire	12.60	Prepare for deposition of B. Terzic.
09/23/20	Christian Menefee	11.00	Review and analyze documents re production (1.5); participate in telephone conference with A&M re M. O'Loughlin deposition (1.0); participate in telephone conferences with K&E team re depositions (1.5); correspond with K&E team re document productions and reply brief in support of motion to reject (3.0); draft outline for M. O'loughlin deposition (4.0).

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09/23/20	Orla Patricia O'Callaghan	6.70	Correspond re filing protective order with J. Aycock and A. Leonard (.2); correspond re quality control review with A. Rotman (.1); correspond with M. Singh to revise quality control batches (.3); analyze mixed family quality control review (6.1).
09/23/20	Alexander Rayner	8.00	Draft and revise draft reply to object re debtor's business judgment section (3.9); correspond with A Leonard re citations in same (1.0); review matter materials re checking calculations in draft reply to objection (.8); prepare for R. McGillis deposition and telephone conference with B. Arnault (.4); attend R. McGillis deposition (1.9).
09/23/20	Anna G. Rotman, P.C.	7.80	Deposition preparation for 30(b)(6) by Grand Mesa (1.4); telephone conference with local counsel re status conference (.3); telephone conference with midstream counsel re commercial path forward (.4); review deposition transcript to prepare for PR deposition (.4); analyze Committee backstop discovery (.2); prepare for upcoming status conference (2.8); review and revise all briefing on motions for summary judgment (2.3).
09/23/20	Allyson Smith Weinhouse	1.60	Correspond with J. Christian re reply (.2); review same (.3); telephone conference with Elevation re rejection (.3); correspond with Company, K&E team re same (.5); correspond with K&E team re filings (.3).
09/23/20	Dustin Lyle Womack	11.80	Revise response to Elevation cross-motion (.1); revise Platte reply (2.2); conference with K. Young re Platte reply (.2); conference with K. Young re filings (.2); conference with K. Young re rejection notwithstanding brief (1.4); draft rejection notwithstanding brief (4.4); revise rejection notwithstanding brief (2.1); compile Elevation pleading for local counsel (.3); compile A. Rotman briefing binder materials (.9).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/23/20	Kenneth A. Young	14.20	Draft pleadings for adversary proceedings and contested matters re motion to reject (4.3); revise same (4.0); prepare pleadings for adversary proceedings and contested matters re motion to reject to file (2.7); research support for pleadings re same (3.2).
09/24/20	Bill Arnault	12.20	Draft direct examination of Matt Owens (3.4); revise same (2.8); review expert report of S. Kelly and summarize same (3.2); correspond with A. Rotman re hearing, expert reports and testimony (1.1); review deposition transcripts (1.7).
09/24/20	Jamie Alan Aycock	15.60	Prepare for and depose Grand Mesa corporate representative (5.3); prepare for deposition of D. Haag (4.4); prepare J. Makhholm for expert deposition (4.3); correspond re discovery issues (1.6).
09/24/20	Brooksany Barrowes	1.00	Prepare expert witness and deposition outlines.
09/24/20	John Christian	2.10	Review and analyze D. Haag's expert declaration (.8); correspond with J. Aycock re same (1.3).
09/24/20	Grant Jones	8.10	Conference with K. Young and D. Womack re Elevation reply brief (.3); research reply brief sections (2.8); draft reply brief sections (3.2); review and analyze opposition's brief (1.8).
09/24/20	Angela Leonard	2.40	Draft D. Haag and M. O'Loughlin deposition notices for attorney review (.4); compile relevant documents for D. Haag deposition preparation (.5); compile and prepare discovery and production statistics re status conference (1.5).
09/24/20	Angela Leonard	9.60	Confirm and verify data processed by Sandline and upload into database for review and analysis by K&E team (1.2); correspond with Sandline to plan and prepare documents marked responsive for production (1.4); correspond with K&E team re availability of data for review (1.4); manage and organize file materials re same (4.0); review and analyze correspondence re document review metrics, tracking decision log, outstanding questions and correspond with Sandline re same (1.6).

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Adversary Proceedings/Contested Matters

Invoice Number: 1250007484
 Matter Number: 18803-25

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/24/20	Christopher Marcus, P.C.	0.80	Telephone conference with K&E team re rejection.
09/24/20	Diego Jorge Martinez-Krippner	5.50	Review documents, perform redactions and oversee document production.
09/24/20	Rebekah Sills McEntire	7.00	Prepare for and attend deposition of B. Terzic (5.0); review expert report of Makholm re preparation for deposition (2.0).
09/24/20	Christian Menefee	12.00	Review and analyze documents re production (1.0); review and analyze documents re preparation of M. O'Loughlin deposition (4.0); draft outline for deposition of M. O'Loughlin (4.0); correspond with K&E team re discovery (3.0).
09/24/20	Orla Patricia O'Callaghan	7.00	Correspond with M. Singh to refine quality control deposition batches (.3); telephone conference re next steps for confidentiality agreement with A. Leonard (.1); correspond with opposing counsel re execution of same (.2); analyze document review of mixed families (3.0); review same (3.4).
09/24/20	Anna G. Rotman, P.C.	8.90	Prepare for status conference (4.0); draft response to discovery letter from counsel for DJS/Platte River (3.3); respond to discovery requests from Platte River re A&M documents (.7); analyze REP midstream issues (.3); analyze additional midstream commercial discussions (.4); respond to document requests from landowner (.2).
09/24/20	Evan Swager	1.10	Research issue re contract rejection.
09/24/20	Allyson Smith Weinhouse	4.20	Research, correspond and conference re adversary proceedings.
09/24/20	Dustin Lyle Womack	6.80	Compile A. Rotman briefing binders (.6); conference with K. Young re rejection hearing (.1); analyze Elevation's response to motion for summary judgment (.4); K&E team conference re Elevation reply (.2); conference with K. Young re Elevation reply (1.6); draft outline of Elevation reply (.2); draft Elevation reply (2.3); research Erie effect re privity (.4); conference with K. Young re Southland case relevance (.4); research lease easements (.6).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/24/20	Kenneth A. Young	8.30	Draft pleadings filed in adversary proceedings re motions to reject (2.5); revise same (3.8); prepare for status conference re contested matters and adversary proceedings (2.0).
09/25/20	Bill Arnault	9.30	Review deposition transcripts (3.3); draft direct examination outline (4.9); review key documents re same (.8); draft and respond to correspondence from A. Rotman and J. Aycock re hearing (.3).
09/25/20	Jamie Alan Aycock	9.60	Prepare for and depose D. Haag (2.3); prepare for deposition of Ms. Kelly (1.6); participate in telephone conference with K&E team re plan and strategy for hearing on motions for summary judgment, lift stay motion and motion to reject (4.8); correspond re various discovery issues (.9).
09/25/20	Brooksany Barrowes	2.50	Participate in expert deposition and hearing matters.
09/25/20	Diana Clough Benton	2.80	Review reply to motion to reject, factual issues and docket in case.
09/25/20	Joel DePalma	2.80	Draft presentation slides (1.4); draft slide animations (1.0); review slides (.4).
09/25/20	Grant Jones	9.00	Draft brief reply sections (2.8); research privity of estate (3.0); correspond with K&E team re demonstrative presentation (.5); draft instructions for animations for demonstrative deck to J. DePalma (.4); conference with A. Rotman, J. Aycock and K. Young re plan for hearings (.9); conference with K. Young and D. Womack re briefing and hearing preparation (.9); conference with K. Young re preparing demonstratives (.5).
09/25/20	Angela Leonard	1.50	Draft S. Kelly deposition notice (.2); compile relevant documents re S. Kelly deposition preparation (.5); manage and organize file materials re depositions (.8).
09/25/20	Christopher Marcus, P.C.	1.90	Telephone conference with K&E team re rejection strategy and review research re same (1.0); telephone conference with management re Midstream (.4); telephone conference with K&E team re rejection (.5).
09/25/20	Diego Jorge Martinez-Krippner	7.00	Review documents, perform redactions and coordinate document production.

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 Extraction Oil & Gas, Inc.
 Adversary Proceedings/Contested Matters

Invoice Number: 1250007484
 Matter Number: 18803-25

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/25/20	Rebekah Sills McEntire	5.00	Attend deposition of Makhholm (3.3); attend telephone conferences re same (1.7).
09/25/20	Christian Menefee	8.00	Prepare for and participate in M. O'Loughlin deposition (6.0); attend status conference (1.0); participate in telephone conference with K&E team re hearing (1.0).
09/25/20	Orla Patricia O'Callaghan	3.80	Review production set and documents with conflicting coding (3.4); correspond with M. Singh and C. Hedman to produce documents (.4).
09/25/20	Anna G. Rotman, P.C.	3.20	Conference with K&E team re next steps (.8); prepare for and participate in preparation session with M. Owens for Grand Mesa deposition (2.4).
09/25/20	Dustin Lyle Womack	9.30	Draft Elevation reply (5.7); research business judgment standard re rejection (.1); analyze Elevation MSJ evidence (.1); research release of covenant law (.1); research easements (.4); K&E team conference re hearing (.4); research mineral estates (.6); revise Elevation reply (1.4); conference with K. Young re hearing presentation (.5).
09/25/20	Kenneth A. Young	4.00	Analyze pleadings filed in adversary proceedings re motions to reject.
09/26/20	Jamie Alan Aycock	8.70	Prepare for deposition of Ms. Kelly (6.2); correspond re discovery issues and plans for hearing (2.5).
09/26/20	Brooksany Barrowes	4.50	Research and review re Kelly deposition.
09/26/20	Chris Burkhalter	2.00	Review documents for production.
09/26/20	Juliana Casas	3.40	Prepare presentation re covenant to pay rent.
09/26/20	Grant Jones	9.00	Draft Elevation reply brief sections (3.5); correspond with J. Casas re animations for demonstrative deck (.6); correspond with K. Young and D. Womack re demonstratives (.2); correspond with J. DePalma re slide presentation design (.5); telephone conference with J. DePalma re demonstratives (.5); draft presentation content for hearing (3.7).
09/26/20	Ammaar Joya	1.80	Research FERC precedent.
09/26/20	Angela Leonard	2.60	Manage and organize file materials.
09/26/20	Diego Jorge Martinez-Krippner	2.30	Review documents in preparation for document production.

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Adversary Proceedings/Contested Matters

Invoice Number: 1250007484
 Matter Number: 18803-25

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/26/20	Christian Menefee	2.50	Review and analyze O'Loughlin deposition transcript for O'Loughlin cross-examination (2.0); correspond with K&E team re hearing (.5).
09/26/20	Alexander Rayner	1.50	Review materials re B. Jackson document production (.7); draft correspondence for C. Menefee re issues in document review (.3); correspond with Sandline and K&E team re return of document batch and instructions for reviewers (.5).
09/26/20	Anna G. Rotman, P.C.	6.70	Defend M. Owen's 30(b)(6) deposition by Grand Mesa and debrief (3.8); telephone conference with Whiteford team re upcoming hearing (.6); prepare for upcoming motion for summary judgment arguments on contract rejection (2.3).
09/26/20	Allyson Smith Weinhouse	2.30	Review and analyze briefing, pleadings re midstream rejections (2.0); correspond with K. Young re same (.3).
09/26/20	Dustin Lyle Womack	1.10	Revise Elevation reply.
09/26/20	Kenneth A. Young	5.60	Draft and revise reply in support of motion for summary judgment in adversary proceeding (3.3); prepare for hearing on motion for summary judgment in adversary proceedings (1.4); telephone conference with counsel for counterparty in contested matters (.9).
09/27/20	Bill Arnault	6.20	Draft direct examination of M. Owens (4.3); review and revise exhibit list re same (1.9).
09/27/20	Jamie Alan Aycock	11.50	Prepare for and depose Ms. Kelly (7.4); prepare exhibit and witness lists re same (1.4); correspond with K&E team re hearing planning (2.7).
09/27/20	Brooksany Barrowes	0.50	Analyze expert preparation for hearing.
09/27/20	Joel DePalma	2.40	Correspond with K&E team and prepare document review (1.1); draft and revise presentation re same (1.3).
09/27/20	Grant Jones	9.10	Revise Elevation reply brief (.8); correspond with J. DePalma and J. Casas re presentation materials (.9); draft content re same (3.4); create call outs from exhibits re same (4.0).

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 Extraction Oil & Gas, Inc.
 Adversary Proceedings/Contested Matters

Invoice Number: 1250007484
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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/27/20	Angela Leonard	9.00	Compile relevant documents for exhibit list (2.3); analyze same (2.8); draft witness and exhibit list re same (1.9); review and analyze B. Jackson documents and verify productions to Elevation re same (.5); manage and organize file materials re same (1.5).
09/27/20	Rebekah Sills McEntire	5.00	Prepare for and draft cross-examination outline for lift stay hearing (3.2); analyze same (1.8).
09/27/20	Christian Menefee	3.50	Review and analyze O'Loughlin deposition transcript for O'Loughlin cross-examination (3.0); correspond with K&E team re hearing (.5).
09/27/20	Anna G. Rotman, P.C.	12.30	Participate in deposition preparation with M. Owens (2.3); telephone conference with K. Young re oral argument on motions for summary judgment (1.4); prepare for motion for summary judgment hearing (3.8); review cases, briefing and presentation re same (4.8).
09/27/20	Anna G. Rotman, P.C.	1.00	Prepare for hearing with exhibit, witness lists and strategy.
09/27/20	Dustin Lyle Womack	2.20	Draft hearing presentation (1.8); research Lonestar case (.1); revise Elevation reply (.3).
09/27/20	Kenneth A. Young	3.70	Prepare for hearing on motions for summary judgment in adversary proceedings re rejection motions (2.1); draft and revise reply re same (1.6).
09/28/20	Bill Arnault	11.10	Participate in deposition preparation session with M. Owens (3.3); participate in telephone conference with K&E team re hearings (.9); review and revise M. Owens direct examination outline (3.9); review key Elevation, Grand Mesa and Platte River documents re same (3.0).
09/28/20	Jamie Alan Aycock	14.60	Prepare direct examinations, cross examinations for lift stay motion (4.0); prepare opening statement re same (3.1); analyze same (2.6); correspond with K&E team re exhibits (3.7); review same (1.2).
09/28/20	Brooksany Barrowes	2.00	Review expert report and deposition materials in preparation for hearing.
09/28/20	Diana Clough Benton	2.80	Prepare presentation on opening statement for oral argument in opposition of motion to lift automatic stay by Grand Mesa.

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Adversary Proceedings/Contested Matters

Invoice Number: 1250007484
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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/28/20	Diana Clough Benton	1.30	Prepare closing statement presentation.
09/28/20	Chris Burkhalter	9.20	Review D. Haag transcript, expert report and ARB filings (3.9); prepare cross-examination questions (3.0); analyze same (2.3).
09/28/20	Juliana Casas	4.00	Revise adversary proceeding presentations.
09/28/20	John Christian	2.60	Prepare direct outline for J. Makhholm re transition services agreement rejection (1.8); telephone conference with A. Rotman, J. Aycock, K&E team re case strategy and next steps (.8).
09/28/20	Grant Jones	11.30	Correspond with J. Urban re updates to presentation (.6); review and revise reply brief (.5); telephone conference with A. Rotman, J. Aycock and K. Young re hearing preparation (.5); telephone conference with K. Young and D. Womack re slide presentation changes (1.5); telephone conference with K. Young and D. Womack re updates re same (1.0); prepare slides re demonstrative presentation (4.0); create new call outs to exhibits re same (3.2).
09/28/20	Angela Leonard	9.50	Compile corrected versions and prepare final exhibits for branding in preparation for hearing (3.2); manage and organize file materials re same (2.0); confirm and verify data processed by Sandline (1.3); correspond with Sandline to plan and prepare documents marked responsive for production (1.0); correspond with K&E team re availability of data for review (.9); review and analyze communications re document review metrics, tracking decision log, outstanding questions and correspond with Sandline re same (1.1).
09/28/20	Kevin Liang	0.10	Correspond with J. Pierzchala and Company re PDC settlement.
09/28/20	Kevin Liang	0.40	Telephone conference with working group re Elevation issues.
09/28/20	Diego Jorge Martinez-Krippner	1.50	Review direct examination outlines for witnesses for hearing.
09/28/20	Diego Jorge Martinez-Krippner	4.00	Review documents in preparation for document production.
09/28/20	Rebekah Sills McEntire	7.80	Prepare for hearing re lift stay motion.

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 Extraction Oil & Gas, Inc.
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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/28/20	Christian Menefee	14.00	Review and analyze Kelly deposition transcript for Kelly cross-examination (4.0); correspond with K&E team re document production (3.0); draft O'Loughlin cross-examination outline (4.0); participate in telephone conference re hearing (1.5); correspond with K&E team re hearing (1.5).
09/28/20	Orla Patricia O'Callaghan	0.70	Correspond re next steps for protective order with K&E team (.1); correspond with counsel for Elevation re sign off on revised protective order (.1); correspond with M. Singh to create metadata privilege log (.5).
09/28/20	Alexander Rayner	5.00	Review matter correspondence (.6); attend telephone conference with C. Menefee, D. Martinez, Sandline and others re daily work streams (.3); review M. Owen draft deposition direct outline (2.1); review documents in rejection of Elevation contracts and compile list of key documents re same (1.3); correspond with K&E team and Sandline re Elevation rejection document compilation (.3); telephone conference with K&E team re hearing status discussions and preparations (.4).
09/28/20	Anna G. Rotman, P.C.	13.10	Attend witness preparation sessions with M. Owens (1.5); attend preparation session with K&E team for hearing (.5); conference with Kimmeridge re hearing (.5); prepare for hearings on adversary proceedings motion for summary judgment (3.8); analyze same (4.0); additional witness preparation session with M. Owens (2.8).
09/28/20	Josh Urban	2.60	Revise slides in presentation for G. Jones (1.0); draft new slide presentation re objection to relief from stay (1.6).
09/28/20	Allyson Smith Weinhouse	0.50	Telephone conference with Company, Moelis re Elevation matter.
09/28/20	Allyson Smith Weinhouse	0.70	Correspond with WTP, K&E team re upcoming rejection hearings, strategy.

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Adversary Proceedings/Contested Matters

Invoice Number: 1250007484
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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/28/20	Dustin Lyle Womack	9.90	Draft hearing presentation (2.3); conference with K. Young re Elevation reply revisions (.2); revise Elevation reply (.7); K&E team conference re hearing strategy (.6); analyze Elevation cross-reply (.6); conference with K. Young re same (.6); attend conference with K&E team re hearing presentation (2.3); revise presentation (.9); draft Grand Mesa proposed fact findings and legal conclusions (1.2); conference with K. Young re touch and concern portion of presentation (.2); analyze Elevation oral argument notes (.3).
09/28/20	Kenneth A. Young	13.00	Prepare for hearing on motions for summary judgment (2.9); draft and revise presentation for hearing on motions for summary judgment (2.1); coordinate discovery re contested matters re motion to reject (1.4); draft and revise reply in support of motion for summary judgment in adversary proceeding (3.8); prepare reply in support of motion for summary judgment for filing (1.7); analyze pleadings filed in adversary proceedings re motion to reject (1.1).
09/29/20	Bill Arnault	12.90	Participate in deposition of M. Owens (4.3); prepare for same (3.9); draft summary of same (1.1); draft and revise direct examination of M. Owens (3.6).
09/29/20	Jamie Alan Aycock	14.40	Prepare direct examinations for lift stay hearing (3.1); prepare cross examinations and opening statement re same (3.9); analyze same (2.3); participate in telephone conference with K&E team re plan for testimony (2.5); correspond re exhibits (2.6).
09/29/20	Brooksany Barrowes	1.30	Correspond with K&E team in preparation for upcoming hearing.
09/29/20	Diana Clough Benton	2.70	Revise presentation for opening and closing arguments for opposition to Grand Mesa's motion to lift automatic stay (1.6); correspond with J. Urban and J. Aycock re presentations (.6); review recent decisions by Federal Energy Regulatory Commission (.5).
09/29/20	Chris Burkhalter	1.10	Review and analyze documents for production.

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 Extraction Oil & Gas, Inc.
 Adversary Proceedings/Contested Matters

Invoice Number: 1250007484
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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/29/20	John Christian	0.90	Telephone conference with J. Aycock, B. Barrowes, R. McEntire, L. Oliva and J. Makhol re omnibus hearing.
09/29/20	Joel DePalma	0.70	Revise Extraction proceeding presentation (.7).
09/29/20	Grant Jones	8.90	Create slides for demonstrative presentation (3.5); revise slide presentation based on comments from A. Rotman (1.3); create new cut outs to exhibits for slides (1.9); correspond with J. DePalma re updates to slide design (.3); create table of contracts slide (.5); correspond with J. Young re slide deck updates (.9); correspond with A. Rotman and K. Young re slide deck updates (.5).
09/29/20	Angela Leonard	12.20	Prepare hearing exhibits for submission to local counsel and opposing counsel in advance of hearing (3.3); review, analyze and identify corresponding produced versions of relevant documents (2.0); draft amended exhibit, witness list and prepare documents for submission to local counsel and opposing counsel (1.5); plan and prepare logistics re delivery of witness binders (.5); prepare witness binders re B. Terzic, R. McGillis, S. Kelly and D. Haag (3.6); review materials re same (1.3).
09/29/20	Christopher Marcus, P.C.	1.00	Review sealing motion reply.
09/29/20	Christopher Marcus, P.C.	1.30	Analyze correspondence with PW re status (.3); analyze correspondence re Midstream hearing (1.0).
09/29/20	Diego Jorge Martinez-Krippner	4.00	Review and analyze documents in preparation for document production.
09/29/20	Rebekah Sills McEntire	9.00	Draft cross outline (3.3); prepare for lift stay hearing (4.0); review correspondence re same (1.7).
09/29/20	Christian Menefee	11.00	Draft Kelly cross outline (5.1); correspond with K&E team re document production (2.8); correspond with K&E team re hearing (3.1).
09/29/20	Orla Patricia O'Callaghan	1.10	Review draft privilege log (.8); revise same (.3).

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Adversary Proceedings/Contested Matters

Invoice Number: 1250007484
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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/29/20	Alexander Rayner	4.50	Review PRM produced documents and Ben Jackson documents re documents to be cited in M. Owens deposition (2.1); review M. Owens deposition re same (.8); draft note for B. Arnault re documents to be cited in M. Owens deposition and suggested amends to deposition outline (.7); document review and draft detail notes for C. Menefee and K&E team re errors identified in document review (.9).
09/29/20	Anna G. Rotman, P.C.	13.80	Prepare for oral arguments re midstream contracts and motion for summary judgment (4.0); review, analyze presentation re same (4.0); analyze materials re same (5.8).
09/29/20	Josh Urban	2.20	Create presentation re closing statement in opposition to motion for relief from stay.
09/29/20	Allyson Smith Weinhouse	2.20	Review, analyze midstream rejection briefings, pleadings and related issues.
09/29/20	Dustin Lyle Womack	8.80	Draft Alta Mesa/Badlands one-pager (.2); revise Elevation argument (1.3); conference with K. Young re Elevation argument (.3); conference with K. Young re K&E presentation (.7); revise K&E presentation (1.9); conference with K. Young re presentation (.4); draft presentation re same (3.2); attend K&E team conference re presentations (.2); analyze Platte, DJ and Grand Mesa contracts re reservations (.1); draft Grand Mesa proposed findings (.1); conference with K. Young re hearing (.4).
09/29/20	Kenneth A. Young	15.60	Prepare for hearing on motions for summary judgment in adversary proceedings (4.2); prepare for hearing on motions to reject (4.3); draft and revise presentation for hearing on motions for summary judgment and motion to reject (4.5); telephone conferences with A. Rotman re hearing on motions for summary judgment (1.5); telephone conferences with WTP re hearing on motions for summary judgment (1.1).
09/30/20	Bill Arnault	6.40	Prepare M. Owens for direct examination (1.9); draft slides for closing (2.2); participate in telephone conference with A. Rotman re adversary proceedings status (.2); revise direct examination of M. Owens (2.1).

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Adversary Proceedings/Contested Matters

Invoice Number: 1250007484
 Matter Number: 18803-25

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/30/20	Jamie Alan Aycock	5.30	Revise opening and closing statements for stay motion, analyze related case law and conference re same (1.5); draft outline for opening and closing statements for rejection motion and related correspondence (3.8).
09/30/20	Diana Clough Benton	0.20	Review and revise closing argument presentation for opposition to motion for relief from stay.
09/30/20	Diana Clough Benton	3.50	Prepare content representations for opening and closing arguments for rejection motion.
09/30/20	Chris Burkhalter	1.00	Draft presentation for opening and closing re business judgment to reject Elevation contracts.
09/30/20	Grant Jones	1.50	Revise presentation materials (.5); remove notes from presentation to send to court (.3); correspond with local counsel re demonstratives (.2); review draft proposed facts and conclusions of law (.5).
09/30/20	Angela Leonard	1.70	Manage and organize file materials into document management systems.
09/30/20	Angela Leonard	2.00	Draft motion and order for admission pro hac vice re B. Arnault (.2); draft debtors' objection to motion of Richmark lift stay objection (.4); correspond with Sandline to plan and prepare documents marked responsive for production (.6); correspond with K&E team re availability of data for review (.8).
09/30/20	Orla Patricia O'Callaghan	1.80	Revise protective order (.1); conference re same with K&E team (.1); correspond with counsel for Elevation re same (.1); review and revise metadata privilege log, convert same to PDF (1.5).
09/30/20	Alexander Rayner	1.70	Review draft M. Owens deposition direct outline (.8); document quality control review re B. Jackson documents (.4); correspond with K&E team re issues in quality control review (.5).
09/30/20	Enoch Varner	1.50	Telephone conference with K&E team, advisors re rejection matters.

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Adversary Proceedings/Contested Matters

Invoice Number: 1250007484
 Matter Number: 18803-25

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/30/20	Allyson Smith Weinhouse	1.30	Telephone conference with Company, A&M re contract renegotiation updates (.5); correspond with K. Liang re Archrock stipulation (.2); correspond with A&M, Company re same (.3); correspond with T. Tyree, K&E team re follow-up from hearing (.3).
09/30/20	Dustin Lyle Womack	0.60	Conference with K. Young re rejection matters (.2); draft rejection correspondence (.4).
09/30/20	Kenneth A. Young	2.10	Draft and revise findings of fact and conclusions of law re motions of same.
Total		2,246.20	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

609 Main Street
Houston, TX 77002

FEIN 36-1326630

December 30, 2020

Extraction Oil & Gas, Inc.
11 Greenway Plaza
Houston, TX 77046

Attn: Eric J. Christ

Invoice Number: 1250007485

Client Matter: 18803-26

In the Matter of Automatic Stay Matters

For legal services rendered through September 30, 2020
(see attached Description of Legal Services for detail)

\$ 3,179.50

Total legal services rendered

\$ 3,179.50

Legal Services for the Period Ending September 30, 2020
Extraction Oil & Gas, Inc.
Automatic Stay Matters

Invoice Number: 1250007485
Matter Number: 18803-26

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Kevin Liang	0.80	740.00	592.00
Allyson Smith Weinhouse	2.50	1,035.00	2,587.50
TOTALS	3.30		\$ 3,179.50

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Automatic Stay Matters

Invoice Number: 1250007485
 Matter Number: 18803-26

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/01/20	Kevin Liang	0.20	Review and correspond with A. Weinhouse, K&E team and J. Pierzchala re automatic stay issues.
09/15/20	Kevin Liang	0.60	Research automatic stay issues.
09/15/20	Allyson Smith Weinhouse	2.50	Research re automatic stay, third parties issues (1.5); correspond with A. Rotman, K. Young re same (.3); telephone conference with Company re same (.7).
Total		3.30	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

609 Main Street
Houston, TX 77002

FEIN 36-1326630

December 30, 2020

Extraction Oil & Gas, Inc.
11 Greenway Plaza
Houston, TX 77046

Attn: Eric J. Christ

Invoice Number: 1250007486
Client Matter: 18803-27

In the Matter of Business Operations

For legal services rendered through September 30, 2020
(see attached Description of Legal Services for detail)

\$ 4,529.00

Total legal services rendered

\$ 4,529.00

Legal Services for the Period Ending September 30, 2020
Extraction Oil & Gas, Inc.
Business Operations

Invoice Number: 1250007486
Matter Number: 18803-27

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Nicholas Adzima	2.80	845.00	2,366.00
Christopher Marcus, P.C.	0.50	1,635.00	817.50
Allyson Smith Weinhouse	1.30	1,035.00	1,345.50
TOTALS	4.60		\$ 4,529.00

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Business Operations

Invoice Number: 1250007486
 Matter Number: 18803-27

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/01/20	Allyson Smith Weinhouse	0.70	Telephone conference with Company re escheatment matters.
09/02/20	Allyson Smith Weinhouse	0.20	Correspond with E. Swager re JOA notice and comment on same.
09/15/20	Christopher Marcus, P.C.	0.50	Telephone conference with management re loan assignments.
09/29/20	Allyson Smith Weinhouse	0.40	Review update re setback regulations.
09/30/20	Nicholas Adzima	2.80	Research re escheatment considerations (1.9); draft letter re same (.9).
Total		4.60	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

609 Main Street
Houston, TX 77002

FEIN 36-1326630

December 30, 2020

Extraction Oil & Gas, Inc.
11 Greenway Plaza
Houston, TX 77046

Attn: Eric J. Christ

Invoice Number: 1250007487
Client Matter: 18803-28

In the Matter of Case Administration

For legal services rendered through September 30, 2020
(see attached Description of Legal Services for detail)

\$ 66,819.50

Total legal services rendered

\$ 66,819.50

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Case Administration

Invoice Number: 1250007487
 Matter Number: 18803-28

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Nicholas Adzima	6.20	845.00	5,239.00
Jamie Alan Aycock	0.90	1,145.00	1,030.50
Adam Louis Birnbaum	1.00	740.00	740.00
Will W. Bos, P.C.	0.90	1,545.00	1,390.50
Simon Briefel	2.10	845.00	1,774.50
Chris Burkhalter	0.30	925.00	277.50
Eugenio J. Cardenas	2.00	1,085.00	2,170.00
Stephanie Cohen	1.70	845.00	1,436.50
Mark Dundon, P.C.	1.50	1,360.00	2,040.00
Ross Fiedler	4.40	845.00	3,718.00
Christopher S.C. Heasley	1.50	1,165.00	1,747.50
Grant Jones	0.80	835.00	668.00
Daniel J. Kirksey	1.60	845.00	1,352.00
Kevin Liang	10.40	740.00	7,696.00
Andrew L. Lombardo	2.70	965.00	2,605.50
Courtney Loyack	4.60	785.00	3,611.00
Christopher Marcus, P.C.	6.90	1,635.00	11,281.50
Mitch McClellan	0.90	1,135.00	1,021.50
Arthur Patrick Muszynski	2.40	740.00	1,776.00
Anna G. Rotman, P.C.	0.30	1,425.00	427.50
Evan Swager	4.80	740.00	3,552.00
Joe Tobias	0.50	1,165.00	582.50
Chimezie Udozorh	1.40	740.00	1,036.00
Enoch Varner	2.30	1,195.00	2,748.50
Allyson Smith Weinhouse	6.00	1,035.00	6,210.00
Lydia Yale	2.50	275.00	687.50
TOTALS	70.60		\$ 66,819.50

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Case Administration

Invoice Number: 1250007487
 Matter Number: 18803-28

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/01/20	Kevin Liang	0.60	Review, revise work in progress and critical dates chart and correspond with A. Weinhouse, K&E team re same.
09/01/20	Courtney Loyack	0.50	Telephone conference with K&E team re work in progress.
09/01/20	Allyson Smith Weinhouse	0.40	Review, comment on draft agenda (.2); correspond with K. Liang re upcoming dates/deadlines (.2).
09/02/20	Simon Briefel	0.20	Telephone conference with K&E team re case status, next steps.
09/02/20	Eugenio J. Cardenas	1.00	Correspond with K&E team re work in progress.
09/02/20	Daniel J. Kirksey	0.30	Prepare for and participate in telephone conference with K&E team re status and strategy moving forward.
09/02/20	Kevin Liang	0.60	Review, revise work in progress and critical dates chart (.2); prepare for and attend work in progress with K&E team (.2); correspond with L. Yale re scheduling and precedent research (.2).
09/02/20	Andrew L. Lombardo	0.40	Telephone conference with K&E team re work in progress.
09/02/20	Evan Swager	0.20	Telephone conference with K&E team re work in progress.
09/02/20	Chimezie Udozorh	0.20	Prepare for and participate in telephone conference re work in progress.
09/02/20	Lydia Yale	0.40	Update calendar with hearing details.
09/02/20	Lydia Yale	0.20	Create calendar invites for August 3, 2020 hearing (.1); correspond with CourtCall to setup listen-only appearance to same (.1).
09/03/20	Nicholas Adzima	0.50	Prepare for and attend telephone conference with working group re next steps, strategy.
09/03/20	Simon Briefel	0.40	Telephone conference with Company, advisors re case status, next steps.
09/03/20	Eugenio J. Cardenas	1.00	Telephone conference with K&E team, advisors re work in progress.
09/03/20	Stephanie Cohen	0.50	Telephone conference with Company, advisors re case status, next steps.

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Case Administration

Invoice Number: 1250007487
 Matter Number: 18803-28

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/03/20	Ross Fiedler	0.40	Telephone conference with Company advisors and Company re status update.
09/03/20	Christopher S.C. Heasley	0.50	Telephone conference with K&E team re work in progress.
09/03/20	Kevin Liang	1.00	Review, revise work in progress and key dates chart (.5); telephone conference with advisors and Company re status (.5).
09/03/20	Christopher Marcus, P.C.	0.50	Telephone conference with Company, advisors re case status, next steps.
09/03/20	Anna G. Rotman, P.C.	0.30	Participate in telephone conference with K&E team.
09/03/20	Evan Swager	0.50	Telephone conference with K&E team, advisors re work in progress.
09/03/20	Chimezie Udozorh	0.20	Update working group list.
09/03/20	Enoch Varner	0.50	Prepare for and participate in telephone conference with A. Weinhouse, K&E team, advisors, Company re work in progress.
09/03/20	Allyson Smith Weinhouse	0.70	Prepare for and participate in telephone conference with K&E team, advisors re work in progress.
09/07/20	Kevin Liang	0.10	Revise work in progress and key dates chart and correspond with WTP re same.
09/08/20	Nicholas Adzima	1.70	Prepare for and participate in telephone conference with A. Weinhouse, K&E team, advisors, Company re work in progress (1.0); prepare for and attend telephone conferences with K&E team re strategy, next steps (.7).
09/08/20	Jamie Alan Aycock	0.90	Telephone conference with K&E team re work in progress.
09/08/20	Stephanie Cohen	0.50	Telephone conference with Company, advisors re case status, next steps.
09/08/20	Mark Dundon, P.C.	0.50	Telephone conference with Company, advisors re case status, next steps.
09/08/20	Ross Fiedler	0.50	Telephone conference with Company and Company advisors re status update.
09/08/20	Daniel J. Kirksey	0.50	Telephone conference with Company and Company advisors re status update.

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Case Administration

Invoice Number: 1250007487
 Matter Number: 18803-28

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/08/20	Kevin Liang	1.30	Revise work in progress tracker and correspond with WTP re same (.1); telephone conference with K&E and Committee re status (.2); telephone conference with PW re status (.5); telephone conference with advisors and Company re status (.5).
09/08/20	Courtney Loyack	0.70	Prepare for and attend telephone conference with K&E team re status update.
09/08/20	Christopher Marcus, P.C.	0.50	Telephone conference with advisors and Company re status (.3); telephone conference with A. Weinhouse re same (.2).
09/08/20	Evan Swager	0.40	Telephone conference with K&E team, advisors re work in progress.
09/08/20	Evan Swager	0.50	Telephone conference with K&E team, Paul Weiss re case status.
09/08/20	Allyson Smith Weinhouse	0.30	Draft agenda for all hands' telephone conference (.1); correspond with N. Adzima re same (.2).
09/09/20	Lydia Yale	0.40	Update list of attorneys on court calendar hearing invitations.
09/10/20	Nicholas Adzima	0.60	Prepare for and participate in telephone conference with A. Weinhouse, K&E team, advisors, Company re strategy, next steps.
09/10/20	Will W. Bos, P.C.	0.90	Telephone conference with K&E team, advisors re work in progress.
09/10/20	Ross Fiedler	0.50	Telephone conference with Company and Company advisors re case status.
09/10/20	Christopher S.C. Heasley	0.50	Telephone conference with K&E team re work in progress.
09/10/20	Kevin Liang	1.50	Revise key dates chart and work in progress (.2); telephone conference with Company and advisors re all hands call (1.3).
09/10/20	Courtney Loyack	1.50	Telephone conference with K&E team, advisors re work in progress.
09/10/20	Christopher Marcus, P.C.	0.70	Telephone conference with advisors and Company re status.
09/10/20	Mitch McClellan	0.90	Prepare for and participate in telephone conference with XOG and advisors re case status, strategy.
09/10/20	Evan Swager	1.40	Telephone conference with K&E team, advisors re open issues.

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Case Administration

Invoice Number: 1250007487
 Matter Number: 18803-28

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/10/20	Allyson Smith Weinhouse	1.30	Telephone conference with K&E team, advisors re status.
09/10/20	Lydia Yale	0.30	Update calendar information and distribute to K&E team.
09/14/20	Kevin Liang	0.10	Review, revise work in progress tracker and correspond with K&E team re same.
09/14/20	Christopher Marcus, P.C.	0.50	Telephone conference with management re case timing.
09/15/20	Nicholas Adzima	0.70	Prepare for and participate in telephone conference with A. Weinhouse, K&E team, advisors, Company re strategy, next steps.
09/15/20	Ross Fiedler	0.50	Telephone conference with K&E team, Paul Weiss re case status, open issues.
09/15/20	Kevin Liang	0.50	Telephone conference with PW and K&E team re status.
09/15/20	Andrew L. Lombardo	0.40	Telephone conference with Paul Weiss re status, next steps.
09/15/20	Christopher Marcus, P.C.	0.30	Telephone conference with A. Rosenberg re case status.
09/15/20	Evan Swager	0.50	Telephone conference with K&E, Paul Weiss teams re ongoing workstreams.
09/16/20	Christopher Marcus, P.C.	0.50	Telephone conference with advisors re strategy.
09/17/20	Nicholas Adzima	1.10	Prepare for and participate in telephone conference with A. Weinhouse, K&E team, advisors, Company re strategy, next steps.
09/17/20	Simon Briefel	0.70	Telephone conference with advisors, management re case status, next steps (.4); telephone conference with K&E team re same (.3).
09/17/20	Stephanie Cohen	0.70	Telephone conference with advisors, management re case status, next steps (.4); telephone conference with A. Weinhouse, K&E team re work in progress (.3).
09/17/20	Mark Dundon, P.C.	0.50	Telephone conference with advisors, management re case status, next steps.
09/17/20	Ross Fiedler	1.00	Telephone conference with A. Weinhouse, K&E team re work in progress (.5); telephone conference with Company and Company advisors re status update, next steps (.5).

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Case Administration

Invoice Number: 1250007487
 Matter Number: 18803-28

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/17/20	Kevin Liang	0.80	Telephone conference with K&E team re status (.3); telephone conference with advisors and Company re status (.4); review, revise work in progress and key dates chart and correspond with K&E team re same (.1).
09/17/20	Courtney Loyack	0.50	Telephone conference with K&E team, advisors re work in progress.
09/17/20	Christopher Marcus, P.C.	1.00	Telephone conference with Company and Company advisors re status update, next steps.
09/17/20	Arthur Patrick Muszynski	0.70	Telephone conferences with K&E team re work in progress.
09/17/20	Evan Swager	0.70	Telephone conference with K&E team re work in progress (.3); telephone conference with K&E team, advisors, Company re status of deal negotiations (.4).
09/17/20	Allyson Smith Weinhouse	0.30	Telephone conference with K&E team re work in progress.
09/18/20	Kevin Liang	0.30	Review, revise work in progress and key dates chart (.2); correspond with WTP re same (.1).
09/21/20	Kevin Liang	0.50	Review and correspond with working group re listserv issues.
09/21/20	Andrew L. Lombardo	0.30	Telephone conference with K&E team re work in progress.
09/21/20	Chimezie Udozorh	1.00	Review and revise working group materials.
09/22/20	Nicholas Adzima	0.80	Attend conference with working group re strategy, next steps.
09/22/20	Adam Louis Birnbaum	1.00	Review, analyze key dates and deadlines chart (.3); telephone conference with K&E team, Company and advisor teams re same (.7).
09/22/20	Simon Briefel	0.60	Telephone conference with management, advisors re case status, next steps.
09/22/20	Ross Fiedler	0.50	Telephone conference with Company and Company advisors re case update, next steps.
09/22/20	Daniel J. Kirksey	0.80	Prepare for and participate in all-hands telephone conference re deal, case status.
09/22/20	Kevin Liang	0.80	Review, revise key dates and work in progress (.1); telephone conference with K&E team, Company and advisors re status (.7).
09/22/20	Courtney Loyack	0.70	Telephone conference with K&E team, advisors, company re work in progress.

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Case Administration

Invoice Number: 1250007487
 Matter Number: 18803-28

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/22/20	Christopher Marcus, P.C.	0.70	Prepare for and participate in telephone conference with K&E team, advisors, re deal, case status.
09/22/20	Arthur Patrick Muszynski	1.00	Telephone conference with K&E team (.7); review and analyze timeline and work in progress materials re same (.3).
09/22/20	Enoch Varner	1.40	Telephone conference with advisors re timeline (.6); telephone conference with K&E team, advisors, Company re strategy, next steps (.8).
09/23/20	Lydia Yale	0.60	Correspond with local counsel re filing pro hac vices.
09/24/20	Nicholas Adzima	0.80	Attend conferences with working group re strategy, next steps.
09/24/20	Christopher S.C. Heasley	0.50	Telephone conferences re case status update.
09/24/20	Kevin Liang	0.70	Review, revise work in progress and key dates charts and correspond with K&E team re same (.2); telephone conference with K&E team and advisors re all hands call (.5).
09/24/20	Courtney Loyack	0.70	Telephone conference with K&E team, advisors re work in progress.
09/24/20	Christopher Marcus, P.C.	0.50	Telephone conference with K&E team and advisors re all hands call.
09/24/20	Evan Swager	0.40	Telephone conference with K&E team, advisors re work in progress.
09/24/20	Joe Tobias	0.30	Telephone conference with K&E team re work in progress.
09/24/20	Allyson Smith Weinhouse	0.70	Telephone conference with K&E team, advisors, Company re work in progress.
09/25/20	Chris Burkhalter	0.30	Conference with working group re next steps.
09/25/20	Grant Jones	0.80	Attend status conference re rejection motions.
09/25/20	Christopher Marcus, P.C.	1.00	Telephone conference with A. Weinstein re status conference (.5); telephone conference with A. Rotman re status conference (.5).
09/25/20	Enoch Varner	0.40	Telephone conference with K&E team re case status.
09/28/20	Kevin Liang	0.60	Review, revise work in progress and key dates chart (.4); correspond with K&E team and WTP re same (.2).
09/28/20	Arthur Patrick Muszynski	0.70	Attend telephone conference with K&E team, advisors and Company re status (.4); draft and review correspondence re same (.3).

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Case Administration

Invoice Number: 1250007487
 Matter Number: 18803-28

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/28/20	Allyson Smith Weinhouse	0.60	Correspond with WTP re agenda, CNOs (.3); revise same (.3).
09/29/20	Simon Briefel	0.20	Telephone conference with Company, advisors re case status.
09/29/20	Mark Dundon, P.C.	0.50	Telephone conference with Company, advisors re case status.
09/29/20	Ross Fiedler	0.50	Telephone conference with K&E team, Paul Weiss re case status, next steps.
09/29/20	Ross Fiedler	0.50	Telephone conference with K&E team, Company and Company advisors re case status, next steps.
09/29/20	Kevin Liang	0.70	Telephone conference with K&E team and PW re status (.5); telephone conference with K&E team, advisors, and Company re all hands call (.2).
09/29/20	Andrew L. Lombardo	1.60	Telephone conference with K&E team re work in process (.5); telephone conference with Paul Weiss team re case updates and upcoming filings (.4); telephone conference with full advisors re same (.7).
09/29/20	Christopher Marcus, P.C.	0.70	Telephone conference with Company, advisors re case status.
09/29/20	Evan Swager	0.20	Telephone conference with K&E team, Company, advisors re work in progress.
09/29/20	Joe Tobias	0.20	Telephone conference with Company, advisors, and K&E team re updates.
09/29/20	Allyson Smith Weinhouse	1.00	Draft, circulate agenda for telephone conference with Company, advisors, K&E team (.2); lead, participate in same (.8).
09/30/20	Kevin Liang	0.30	Review, revise work in progress and key dates chart.
09/30/20	Allyson Smith Weinhouse	0.70	Correspond with WTP re agendas for upcoming hearings (.3); comment on same (.4).
09/30/20	Lydia Yale	0.60	Correspond with Court Call, C. Oppenheim and N. Dickerson re CourtCall invoices for June 16, 2020 hearing.
Total		70.60	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

609 Main Street
Houston, TX 77002

FEIN 36-1326630

December 30, 2020

Extraction Oil & Gas, Inc.
11 Greenway Plaza
Houston, TX 77046

Attn: Eric J. Christ

Invoice Number: 1250007488

Client Matter: 18803-30

In the Matter of DIP/Cash Collateral

For legal services rendered through September 30, 2020
(see attached Description of Legal Services for detail)

\$ 17,410.50

Total legal services rendered

\$ 17,410.50

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 DIP/Cash Collateral

Invoice Number: 1250007488
 Matter Number: 18803-30

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Nicholas Adzima	0.60	845.00	507.00
Adam Louis Birnbaum	5.60	740.00	4,144.00
Will W. Bos, P.C.	0.60	1,545.00	927.00
Simon Briefel	0.40	845.00	338.00
Ross Fiedler	0.50	845.00	422.50
Christopher Marcus, P.C.	4.20	1,635.00	6,867.00
Mitch McClellan	1.70	1,135.00	1,929.50
Aisha M. Noor	1.50	965.00	1,447.50
Allyson Smith Weinhouse	0.80	1,035.00	828.00
TOTALS	15.90		\$ 17,410.50

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 DIP/Cash Collateral

Invoice Number: 1250007488
 Matter Number: 18803-30

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/09/20	Adam Louis Birnbaum	0.50	Review, analyze real estate property spreadsheets and correspondence re DIP schedules and property.
09/09/20	Allyson Smith Weinhouse	0.30	Correspond with K. Liang, SSL re real property mortgages.
09/11/20	Adam Louis Birnbaum	0.50	Review and analyze DIP schedules to pre-petition RBL schedules re lender status.
09/14/20	Adam Louis Birnbaum	3.30	Draft and revise notice of objection to assignment re DIP loans and analyze DIP facility re consent rights (1.3); draft and revise notice of objection re pre-petition RBL (1.0); review and analyze assignment and assumption agreement re RBL and DIP commitments (1.0).
09/14/20	Mitch McClellan	0.90	Review and respond to correspondence re potential assignments (.6); analyze and revise documentation re same (.3).
09/15/20	Will W. Bos, P.C.	0.60	Correspond with K&E team re RBL assignment to Angelo Gordon.
09/15/20	Mitch McClellan	0.80	Prepare for and participate in telephone conferences with Company re potential loan assignment.
09/17/20	Adam Louis Birnbaum	1.30	Review, revise and analyze assignment and assumption agreements under DIP and RBL facilities.
09/17/20	Christopher Marcus, P.C.	1.50	Telephone conference with Bracewell re Milestones (.5); telephone conference with Committee re Milestones (.7); telephone conference with A. Rosenberg re Milestones (.3).
09/17/20	Aisha M. Noor	1.10	Telephone conference re timeline and potential extension (.7); telephone conference with K&E team re same (.4).
09/21/20	Christopher Marcus, P.C.	1.70	Telephone conference with Moelis re Milestones (.5); telephone conference with advisors re Milestones (.7); telephone conference with Bracewell re Milestones and review correspondence re same (.5).
09/22/20	Nicholas Adzima	0.60	Telephone conferences with Company re milestone extension.

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 DIP/Cash Collateral

Invoice Number: 1250007488
 Matter Number: 18803-30

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/22/20	Simon Briefel	0.40	Telephone conference with Company re milestone extension.
09/22/20	Ross Fiedler	0.50	Telephone conference with Company and Company's advisors re case milestones.
09/22/20	Christopher Marcus, P.C.	0.50	Telephone conference with Company and Advisors re Milestones.
09/29/20	Christopher Marcus, P.C.	0.50	Telephone conference with Committee re Milestones.
09/29/20	Allyson Smith Weinhouse	0.50	Correspond with DIP lender counsel re milestone extensions (.1); telephone conference with Bracewell re same (.2); follow-up with interested parties re same (.2).
09/30/20	Aisha M. Noor	0.40	Review Company consent to milestone extensions.
Total		15.90	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

609 Main Street
Houston, TX 77002

FEIN 36-1326630

December 30, 2020

Extraction Oil & Gas, Inc.
11 Greenway Plaza
Houston, TX 77046

Attn: Eric J. Christ

Invoice Number: 1250007489

Client Matter: 18803-31

In the Matter of Claims Administration

For legal services rendered through September 30, 2020
(see attached Description of Legal Services for detail)

\$ 11,966.00

Total legal services rendered

\$ 11,966.00

Legal Services for the Period Ending September 30, 2020
Extraction Oil & Gas, Inc.
Claims Administration

Invoice Number: 1250007489
Matter Number: 18803-31

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Kevin Liang	6.10	740.00	4,514.00
Allyson Smith Weinhouse	7.20	1,035.00	7,452.00
TOTALS	13.30		\$ 11,966.00

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Claims Administration

Invoice Number: 1250007489
 Matter Number: 18803-31

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/01/20	Kevin Liang	2.10	Review, analyze claims issues (.1); review, analyze class POC issues and prepare for hearing (2.0).
09/01/20	Allyson Smith Weinhouse	0.30	Correspond with A&M re claims reconciliation.
09/02/20	Kevin Liang	2.70	Draft talking points for objections to class POC for hearing (2.0); correspond with A. Weinhouse re same (.7).
09/03/20	Allyson Smith Weinhouse	1.00	Telephone conference with JW re rejected lease claims (.3); correspond with JW re same (.1); research re same (.6).
09/08/20	Allyson Smith Weinhouse	0.70	Correspond re class proofs of claim (.3); draft stipulation re security deposit (.4).
09/10/20	Allyson Smith Weinhouse	0.60	Finalize stipulation re security deposit (.4); correspond with E. Christ re same (.1); coordinate filing re same (.1).
09/16/20	Kevin Liang	0.10	Correspond with A&M and WTP re claims telephone conference.
09/16/20	Allyson Smith Weinhouse	0.30	Review claims registrar re class POCs (.1); correspond with opposing counsel re same (.1); correspond with A&M re claims reconciliation (.1).
09/17/20	Allyson Smith Weinhouse	0.30	Telephone conference with METI re claim.
09/18/20	Kevin Liang	0.50	Telephone conference with A&M and WTP re claims process.
09/18/20	Allyson Smith Weinhouse	0.90	Telephone conference with METI re claim (.5); telephone conference with A&M re claims (.4).
09/21/20	Allyson Smith Weinhouse	1.20	Analyze claims reconciliation matters (.8); correspond with A&M, Company re same (.4).
09/22/20	Kevin Liang	0.60	Telephone conference with K&E team, A&M and Company re claims.
09/22/20	Allyson Smith Weinhouse	1.70	Telephone conference with A&M re claims reconciliation (1.0); correspond re class proofs of claim (.7).
09/23/20	Kevin Liang	0.10	Review, analyze claims issues.

Legal Services for the Period Ending September 30, 2020
Extraction Oil & Gas, Inc.
Claims Administration

Invoice Number: 1250007489
Matter Number: 18803-31

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/23/20	Allyson Smith Weinhouse	0.20	Correspond re class POC order.
Total		13.30	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

609 Main Street
Houston, TX 77002

FEIN 36-1326630

December 30, 2020

Extraction Oil & Gas, Inc.
11 Greenway Plaza
Houston, TX 77046

Attn: Eric J. Christ

Invoice Number: 1250007490
Client Matter: 18803-32

In the Matter of Committee Matters

For legal services rendered through September 30, 2020
(see attached Description of Legal Services for detail)

\$ 32,659.00

Total legal services rendered

\$ 32,659.00

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Committee Matters

Invoice Number: 1250007490
 Matter Number: 18803-32

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Nicholas Adzima	3.90	845.00	3,295.50
Simon Briefel	1.50	845.00	1,267.50
Ross Fiedler	2.50	845.00	2,112.50
Kevin Liang	4.20	740.00	3,108.00
Andrew L. Lombardo	1.50	965.00	1,447.50
Christopher Marcus, P.C.	6.60	1,635.00	10,791.00
Mitch McClellan	0.30	1,135.00	340.50
Enoch Varner	2.90	1,195.00	3,465.50
Allyson Smith Weinhouse	6.60	1,035.00	6,831.00
TOTALS	30.00		\$ 32,659.00

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Committee Matters

Invoice Number: 1250007490
 Matter Number: 18803-32

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/01/20	Nicholas Adzima	1.00	Conferences with K&E team, Company, A&M, Stroock, Alix re considerations.
09/01/20	Andrew L. Lombardo	1.50	Correspond with E. Christ re Stroock changes to UCC advisor non-disclosure agreement (.7); telephone conference with Stroock re same (.8).
09/01/20	Christopher Marcus, P.C.	0.50	Telephone conference with E. Gilad re status.
09/01/20	Allyson Smith Weinhouse	0.40	Telephone conference with SSL re status, case updates.
09/02/20	Christopher Marcus, P.C.	0.40	Telephone conference with Committee re M&A process.
09/03/20	Christopher Marcus, P.C.	0.80	Telephone conference with Committee re M&A process, updates.
09/08/20	Nicholas Adzima	0.50	Prepare for and attend touch base telephone conference with UCC.
09/08/20	Ross Fiedler	0.50	Telephone conference with K&E team and Committee re status update, open issues.
09/08/20	Enoch Varner	2.00	Telephone conferences with Stroock re merger process, case status (1.2); review correspondences re same (.8).
09/08/20	Allyson Smith Weinhouse	0.50	Telephone conference with UCC team re updates, status.
09/09/20	Kevin Liang	0.60	Correspond with Committee and working group re diligence and review, analyze same.
09/09/20	Mitch McClellan	0.30	Review and respond to UCC questions re mortgages.
09/10/20	Kevin Liang	0.50	Correspond with Committee and working group re Committee diligence.
09/11/20	Kevin Liang	0.80	Correspond and telephone conferences with Committee and working group re Committee diligence requests.
09/15/20	Nicholas Adzima	1.00	Prepare for and attend telephone conferences with K&E team and Stroock re strategy, next steps.
09/15/20	Simon Briefel	0.70	Telephone conference with Committee and K&E team re backstop, marketing process, next steps.
09/15/20	Ross Fiedler	0.50	Telephone conference with Stroock and K&E team re case status, open issues.

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Committee Matters

Invoice Number: 1250007490
 Matter Number: 18803-32

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/15/20	Kevin Liang	0.60	Telephone conference with Committee and K&E team re status.
09/15/20	Christopher Marcus, P.C.	1.50	Prepare for telephone conferences with Committee and K&E team re status.
09/15/20	Allyson Smith Weinhouse	1.70	Telephone conference with UCC re status, updates (.7); follow-up telephone conference with UCC re same (.8); correspond with K&E team re same (.2).
09/16/20	Christopher Marcus, P.C.	1.00	Telephone conference with Committee re process and telephone conference with K&E team, Petrie and Moelis re same.
09/19/20	Allyson Smith Weinhouse	0.50	Telephone conference with Company, advisors re UCC requests.
09/21/20	Kevin Liang	1.10	Prepare for and participate in telephone conference and correspond with Committee, Company and K&E team.
09/21/20	Christopher Marcus, P.C.	0.50	Telephone conference with Committee re status.
09/22/20	Nicholas Adzima	0.80	Prepare for and attend telephone conferences with Committee, K&E team re next steps.
09/22/20	Simon Briefel	0.50	Telephone conference with K&E and Stroock teams re disclosure statement hearing, objections, next steps.
09/22/20	Ross Fiedler	0.50	Telephone conference with Committee and K&E team re status update, outstanding issues.
09/22/20	Kevin Liang	0.40	Telephone conference with K&E team and Committee re status.
09/22/20	Christopher Marcus, P.C.	1.90	Telephone conference with Stroock re status (.5); telephone conference with Company re UCC discovery (1.0); telephone conference with Committee re information sharing (.4).
09/22/20	Enoch Varner	0.90	Telephone conference with counsel to unsecured creditors re deal process.
09/23/20	Allyson Smith Weinhouse	0.70	Telephone conference with UCC re backstop.
09/28/20	Allyson Smith Weinhouse	1.60	Correspond with UCC counsel and K&E team re Committee timeline issues, exclusivity (.7); telephone conference re same (.9).
09/29/20	Nicholas Adzima	0.60	Conferences with K&E team, SSL re status (.4); correspond with Stroock re same (.2).
09/29/20	Simon Briefel	0.30	Telephone conference with K&E team, Stroock re case status.

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Committee Matters

Invoice Number: 1250007490
 Matter Number: 18803-32

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/29/20	Ross Fiedler	1.00	Telephone conference with Committee and K&E re case update (.5); telephone conference with Committee re case milestones (.5).
09/29/20	Kevin Liang	0.20	Telephone conference with K&E team and Committee re status.
09/29/20	Allyson Smith Weinhouse	0.70	Telephone conference with UCC re exclusivity extension (.5); follow-up with C. Marcus re same (.2).
09/30/20	Allyson Smith Weinhouse	0.50	Correspond with E. Gilad and C. Marcus re timeline issues, exclusivity.
Total		30.00	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

609 Main Street
Houston, TX 77002

FEIN 36-1326630

December 30, 2020

Extraction Oil & Gas, Inc.
11 Greenway Plaza
Houston, TX 77046

Attn: Eric J. Christ

Invoice Number: 1250007491
Client Matter: 18803-33

In the Matter of Corporate and Governance Matters

For legal services rendered through September 30, 2020
(see attached Description of Legal Services for detail)

\$ 138,837.50

Total legal services rendered

\$ 138,837.50

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Corporate and Governance Matters

Invoice Number: 1250007491
 Matter Number: 18803-33

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Douglas E. Bacon, P.C.	9.00	1,495.00	13,455.00
Will W. Bos, P.C.	0.40	1,545.00	618.00
Simon Briefel	1.00	845.00	845.00
Eugenio J. Cardenas	1.00	1,085.00	1,085.00
Bryan D. Flannery	3.70	1,135.00	4,199.50
Christopher Fox	0.50	1,085.00	542.50
Maggie Hoffman	1.10	845.00	929.50
Library Factual Research	0.80	375.00	300.00
Andrew L. Lombardo	17.60	965.00	16,984.00
Christopher Marcus, P.C.	5.20	1,635.00	8,502.00
Arthur Patrick Muszynski	8.50	740.00	6,290.00
Julian J. Seiguer, P.C.	40.70	1,495.00	60,846.50
Enoch Varner	17.60	1,195.00	21,032.00
Allyson Smith Weinhouse	3.10	1,035.00	3,208.50
TOTALS	110.20		\$ 138,837.50

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Corporate and Governance Matters

Invoice Number: 1250007491
 Matter Number: 18803-33

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/01/20	Maggie Hoffman	0.60	Telephone conference with K&E team re securities matters.
09/01/20	Julian J. Seiguer, P.C.	2.30	Review and analyze corporate and securities matters.
09/02/20	Andrew L. Lombardo	3.20	Prepare execution versions of UCC advisor-M&A counterparty non-disclosure agreements (1.0); correspond with UCC counsel re same (.2); review, analyze non-disclosure agreement (.8); analyze issues and correspond with M. Foschi re same (1.0); telephone conference with E. Varner re same (.2).
09/02/20	Enoch Varner	1.60	Analyze non-disclosure agreement matters re Kimmeridge and creditors' committee advisors (.8); telephone conferences with K&E team re work in progress (.8).
09/03/20	Julian J. Seiguer, P.C.	1.30	Review and analyze corporate and securities matters.
09/05/20	Julian J. Seiguer, P.C.	0.50	Review and analyze corporate and securities matters.
09/07/20	Julian J. Seiguer, P.C.	1.00	Review and analyze corporate and securities matters.
09/07/20	Enoch Varner	1.60	Analyze correspondence re non-disclosure agreement matters (.7); review revise joinder agreement (.9).
09/08/20	Eugenio J. Cardenas	1.00	Telephone conference with K&E team, advisors re work in progress.
09/08/20	Christopher Marcus, P.C.	0.90	Analyze correspondences re non-disclosure agreements.
09/08/20	Arthur Patrick Muszynski	0.80	Telephone conference with K&E team re non-disclosure agreements (.5); draft and review correspondence re same (.3).
09/08/20	Julian J. Seiguer, P.C.	2.00	Review and analyze corporate and securities matters.
09/09/20	Julian J. Seiguer, P.C.	1.30	Review and analyze corporate and securities matters.
09/10/20	Simon Briefel	1.00	Attend board conference with management, board, advisors re status, next steps.

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Corporate and Governance Matters

Invoice Number: 1250007491
 Matter Number: 18803-33

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/10/20	Andrew L. Lombardo	1.10	Correspond with K&E team, parties in interest re UCC advisor-M&A counterparty non-disclosure agreements.
09/10/20	Arthur Patrick Muszynski	1.50	Telephone conference with K&E team re non-disclosure agreements (1.1); draft and review correspondence re same (.4).
09/10/20	Julian J. Seiguer, P.C.	1.80	Review and analyze corporate and securities matters.
09/11/20	Julian J. Seiguer, P.C.	1.30	Review and analyze corporate and securities matters.
09/12/20	Julian J. Seiguer, P.C.	1.50	Review and analyze corporate and securities matters.
09/12/20	Allyson Smith Weinhouse	0.30	Correspond with K&E team re board materials.
09/13/20	Will W. Bos, P.C.	0.40	Review BOD discussion materials.
09/13/20	Julian J. Seiguer, P.C.	1.00	Review and analyze corporate and securities matters.
09/13/20	Enoch Varner	2.00	Prepare revisions to board materials in consultation (1.4); prepare new slide for board materials (.6).
09/14/20	Douglas E. Bacon, P.C.	4.50	Prepare for and attend pre-call and telephone conference with Board.
09/14/20	Christopher Marcus, P.C.	2.60	Attend pre-board telephone conference with advisors (.6); telephonically attend board call (2.0).
09/14/20	Enoch Varner	2.70	Prepare for and attend pre-board telephone conference and telephone conference with Board.
09/14/20	Allyson Smith Weinhouse	2.80	Participate in board telephone conference (2.0); participate in pre-telephone conference re same (.8).
09/15/20	Douglas E. Bacon, P.C.	3.80	Review documents, merger agreement (3.4); telephone conferences with K&E team re same (.4).
09/15/20	Christopher Marcus, P.C.	1.00	Telephone conference with K&E team re fiduciary outline and review same.
09/15/20	Julian J. Seiguer, P.C.	2.30	Review and analyze corporate and securities matters.
09/16/20	Bryan D. Flannery	1.70	Draft business term summary (.7); research re 1145 exemption (.4); attend telephone conference with K&E team re same (.6).

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Corporate and Governance Matters

Invoice Number: 1250007491
 Matter Number: 18803-33

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/16/20	Christopher Marcus, P.C.	0.70	Telephone conference with management re fiduciary matters.
09/16/20	Julian J. Seiguer, P.C.	2.00	Review and analyze corporate and securities matters.
09/17/20	Douglas E. Bacon, P.C.	0.40	Review non-disclosure agreement.
09/17/20	Arthur Patrick Muszynski	1.40	Research and review precedent proxy statement disclosures in merger and Chapter 11 context (.8); draft and review correspondence re same (.6).
09/17/20	Julian J. Seiguer, P.C.	2.80	Review and analyze corporate and securities matters.
09/18/20	Douglas E. Bacon, P.C.	0.30	Correspond with K&E team re non-disclosure matter.
09/18/20	Library Factual Research	0.80	Research re SEC filing precedent.
09/18/20	Arthur Patrick Muszynski	2.60	Analyze, research and review chapter 11 merger precedent and proxy statement disclosures (2.0); draft and review correspondence re same (.6).
09/18/20	Julian J. Seiguer, P.C.	2.80	Review and analyze corporate and securities matters.
09/18/20	Enoch Varner	0.40	Review correspondence re non-disclosure agreement for financing parties.
09/19/20	Andrew L. Lombardo	2.40	Review existing non-disclosure agreements (1.5); correspond with Moelis, E. Varner re same (.9).
09/19/20	Julian J. Seiguer, P.C.	0.80	Review and analyze corporate and securities matters.
09/19/20	Enoch Varner	0.60	Analyze bondholder non-disclosure agreement matters.
09/20/20	Andrew L. Lombardo	1.10	Correspond with counterparty's counsel re amendment to non-disclosure agreement.
09/20/20	Julian J. Seiguer, P.C.	1.00	Review and analyze corporate and securities matters.
09/20/20	Enoch Varner	1.60	Analyze bondholder non-disclosure agreement matters.
09/21/20	Bryan D. Flannery	0.50	Draft wall crossing script.
09/21/20	Andrew L. Lombardo	1.10	Correspond with counterparty re non-disclosure agreements (.7); telephone conference with E. Varner and A. Weinhouse re same (.4).

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Corporate and Governance Matters

Invoice Number: 1250007491
 Matter Number: 18803-33

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/21/20	Julian J. Seiguer, P.C.	1.50	Review and analyze corporate and securities matters.
09/21/20	Enoch Varner	0.70	Analyze bondholder non-disclosure agreement matters and correspondence re same.
09/22/20	Bryan D. Flannery	0.50	Draft management presentation disclaimer.
09/22/20	Andrew L. Lombardo	1.90	Correspond with Moelis and Petrie teams re non-disclosure agreements and wall-cross scripts (.4); telephone conference with UCC counsel re same (.4); telephone conference with ad hoc counsel re same (.5); telephone conference with K&E team re same (.6).
09/22/20	Andrew L. Lombardo	3.90	Coordinate telephone conference with Longhorn advisor group (.5); telephone conference with advisors re midstream contracts, litigation (.6); telephone conference with E. Christ re diligence request lists (.6); telephone conference with E. Varner and D. Bacon re same (.5); review and revisediligence request list (1.7).
09/22/20	Arthur Patrick Muszynski	0.80	Analyze and review Company presentation disclaimers for use in materials circulated to non-disclosure agreement parties.
09/22/20	Julian J. Seiguer, P.C.	1.80	Review and analyze corporate and securities matters.
09/23/20	Julian J. Seiguer, P.C.	1.30	Review and analyze corporate and securities matters.
09/24/20	Arthur Patrick Muszynski	1.00	Telephone conference with K&E team re non-disclosure agreements (.5); draft and review correspondence re same (.3); review materials re same (.2).
09/24/20	Julian J. Seiguer, P.C.	1.30	Review and analyze corporate and securities matters.
09/24/20	Enoch Varner	1.20	Analyze bondholder correspondence re non-disclosure agreement matters.
09/25/20	Andrew L. Lombardo	1.00	Correspond with parties re financing party non-disclosure agreements.
09/25/20	Julian J. Seiguer, P.C.	1.80	Review and analyze corporate and securities matters.
09/25/20	Enoch Varner	1.40	Review, analyze correspondence re bondholder non-disclosure agreement matters.
09/27/20	Julian J. Seiguer, P.C.	0.50	Review and analyze corporate and securities matters.

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Corporate and Governance Matters

Invoice Number: 1250007491
 Matter Number: 18803-33

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/28/20	Christopher Fox	0.50	Telephone conference with K&E team re Elevation discussion, strategy.
09/28/20	Maggie Hoffman	0.50	Telephone conference with K&E team re corporate matters.
09/28/20	Julian J. Seiguer, P.C.	1.80	Review and analyze corporate and securities matters.
09/29/20	Bryan D. Flannery	1.00	Draft wall cross materials (.5); correspond with K&E team re same (.5).
09/29/20	Andrew L. Lombardo	1.90	Revise amendment to non-disclosure agreements (1.1); telephone conference with Moelis, Petrie, Company re same (.8).
09/29/20	Arthur Patrick Muszynski	0.40	Telephone conference with K&E team re non-disclosure agreements (.2); draft and review correspondence re same (.2).
09/29/20	Julian J. Seiguer, P.C.	1.50	Review and analyze corporate and securities matters.
09/29/20	Enoch Varner	0.30	Analyze correspondence re non-disclosure agreements.
09/30/20	Julian J. Seiguer, P.C.	3.50	Review and analyze corporate and securities matters.
09/30/20	Enoch Varner	3.50	Analyze correspondence, documents re non-disclosure agreement matters.
Total		110.20	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

609 Main Street
Houston, TX 77002

FEIN 36-1326630

December 30, 2020

Extraction Oil & Gas, Inc.
11 Greenway Plaza
Houston, TX 77046

Attn: Eric J. Christ

Invoice Number: 1250007492
Client Matter: 18803-34

In the Matter of Vendor and Creditor Communications

For legal services rendered through September 30, 2020
(see attached Description of Legal Services for detail)

\$ 6,433.00

Total legal services rendered

\$ 6,433.00

Legal Services for the Period Ending September 30, 2020
Extraction Oil & Gas, Inc.
Vendor and Creditor Communications

Invoice Number: 1250007492
Matter Number: 18803-34

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Nicholas Adzima	2.80	845.00	2,366.00
Kevin Liang	0.30	740.00	222.00
Evan Swager	1.00	740.00	740.00
Allyson Smith Weinhouse	3.00	1,035.00	3,105.00
TOTALS	7.10		\$ 6,433.00

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Vendor and Creditor Communications

Invoice Number: 1250007492
 Matter Number: 18803-34

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/01/20	Evan Swager	1.00	Review and revise letter to royalty partners.
09/01/20	Allyson Smith Weinhouse	0.20	Correspond with A&M re vendor outreach.
09/09/20	Nicholas Adzima	0.80	Review, analyze vendor agreements (.6); correspond with K&E team, Company re same (.2).
09/09/20	Allyson Smith Weinhouse	0.50	Telephone conference with local counsel re royalty issues.
09/09/20	Allyson Smith Weinhouse	0.20	Correspond with Company re royalty amounts.
09/15/20	Kevin Liang	0.10	Review, analyze vendor issue.
09/16/20	Nicholas Adzima	1.40	Review, revise vendor agreements (.7); research re same (.4); correspond with working group re same (.3).
09/16/20	Kevin Liang	0.20	Correspond with A&M, creditor re vendor issue.
09/18/20	Allyson Smith Weinhouse	1.00	Evaluate vendor issues.
09/21/20	Allyson Smith Weinhouse	1.10	Analyze issues and correspond with K&E team re vendor matters.
09/29/20	Nicholas Adzima	0.60	Correspond with A&M re JIB analysis (.3); research re same (.3).
Total		7.10	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

609 Main Street
Houston, TX 77002

FEIN 36-1326630

December 30, 2020

Extraction Oil & Gas, Inc.
11 Greenway Plaza
Houston, TX 77046

Attn: Eric J. Christ

Invoice Number: 1250007493
Client Matter: 18803-35

In the Matter of Disclosure Statement/Plan/Confirmation

For legal services rendered through September 30, 2020
(see attached Description of Legal Services for detail)

\$ 118,800.00

Total legal services rendered

\$ 118,800.00

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Disclosure Statement/Plan/Confirmation

Invoice Number: 1250007493
 Matter Number: 18803-35

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Nicholas Adzima	11.20	845.00	9,464.00
Simon Briefel	7.10	845.00	5,999.50
Ross Fiedler	14.30	845.00	12,083.50
Julia R. Foster	0.90	340.00	306.00
Stephen Jacobson, P.C.	0.50	1,365.00	682.50
Kevin Liang	5.70	740.00	4,218.00
Zach R. Manning	0.40	845.00	338.00
Christopher Marcus, P.C.	0.80	1,635.00	1,308.00
Evan Swager	14.60	740.00	10,804.00
Joe Tobias	2.60	1,165.00	3,029.00
Enoch Varner	5.10	1,195.00	6,094.50
Camille Elizabeth Walker	0.50	1,035.00	517.50
Allyson Smith Weinhouse	59.80	1,035.00	61,893.00
Lydia Yale	7.50	275.00	2,062.50
TOTALS	131.00		\$ 118,800.00

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Disclosure Statement/Plan/Confirmation

Invoice Number: 1250007493
 Matter Number: 18803-35

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/01/20	Simon Briefel	5.50	Research issues re classification of claims, claim impairments (3.5); draft summary analysis re same (2.0).
09/01/20	Ross Fiedler	3.30	Revise plan (.4); research re plan issues (1.6); draft summary re same (1.3).
09/01/20	Zach R. Manning	0.40	Review, analyze materials re plan-related issues (.1); telephone conference with R. Fiedler re same (.3).
09/02/20	Ross Fiedler	0.60	Review, revise plan (.5); correspond with K&E team re same (.1).
09/02/20	Christopher Marcus, P.C.	0.30	Telephone conference with Moelis re valuation.
09/02/20	Evan Swager	2.80	Review, revise disclosure statement.
09/02/20	Allyson Smith Weinhouse	2.20	Correspond with S. Briefel and K&E team re plan, disclosure statement (.8); review comments re same (.5); review, analyze precedent re same (.6); correspond with S. Briefel re tax treatment (.3).
09/02/20	Lydia Yale	1.50	Research re precedent exclusivity motions (.2); draft same (1.3).
09/03/20	Evan Swager	0.40	Review, revise disclosure statement (.2); correspond with A. Weinhouse and K&E team re same (.2).
09/03/20	Allyson Smith Weinhouse	0.20	Correspond with C. Marcus, WSFS re plan.
09/04/20	Kevin Liang	4.20	Draft plan exclusivity motion (2.9); review, analyze materials, precedent re same (1.3).
09/04/20	Allyson Smith Weinhouse	3.20	Review and revise plan, disclosure statement.
09/05/20	Kevin Liang	0.40	Review, revise plan exclusivity motion (.3); correspond with A. Weinhouse and K&E team re same (.1).
09/05/20	Allyson Smith Weinhouse	2.00	Analyze plan, disclosure statement issues.
09/07/20	Kevin Liang	0.60	Revise plan exclusivity extension motion (.5); correspond with A. Weinhouse and K&E team re same (.1).
09/07/20	Allyson Smith Weinhouse	0.90	Review and revise plan exclusivity motion.
09/08/20	Nicholas Adzima	1.10	Telephone conferences with working group re plan considerations (.8); review materials re same (.3).

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Disclosure Statement/Plan/Confirmation

Invoice Number: 1250007493
 Matter Number: 18803-35

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/08/20	Simon Briefel	0.40	Telephone conference with working group re plan considerations.
09/08/20	Kevin Liang	0.30	Revise plan exclusivity motion (.2); correspond with working group re same (.1).
09/08/20	Joe Tobias	0.50	Telephone conference with Company, advisors, and K&E team re updates and plan.
09/08/20	Allyson Smith Weinhouse	2.90	Telephone conference with C. Marcus re plan, next steps (.3); telephone conference with Company-side advisors re same (.7); telephone conference with PW re same (.6); telephone conference with Bracewell re same (.4); review and revise plan (.9).
09/10/20	Nicholas Adzima	1.00	Review, analyze confirmation considerations (.7); correspond with A. Weinhouse and K&E team re same (.3).
09/10/20	Kevin Liang	0.20	Correspond with working group re plan exclusivity motion.
09/10/20	Joe Tobias	0.60	Telephone conference with Company, advisors, and K&E Team re updates and plan.
09/11/20	Nicholas Adzima	0.80	Review, analyze considerations re plan (.6); correspond with E. Swager and K&E team re same (.2).
09/11/20	Evan Swager	1.60	Review, analyze confirmation brief precedent (1.1); correspond with N. Adzima and K&E team re same (.5).
09/11/20	Allyson Smith Weinhouse	2.20	Research, analyze plan issues.
09/11/20	Lydia Yale	3.00	Research re precedent confirmation briefs (.3); draft same (2.2); research re precedent voting reports (.5).
09/13/20	Nicholas Adzima	2.10	Review, revise disclosure statement, materials (1.7); correspond with A. Weinhouse and K&E team re same (.4).
09/14/20	Nicholas Adzima	2.20	Review, revise disclosure statement (1.3); analyze precedent re same (.6); review, revise issues list re same (.3).
09/14/20	Simon Briefel	0.30	Correspond with R. Fiedler re plan.
09/14/20	Ross Fiedler	3.70	Review, revise plan (1.0); research re plan, disclosure statement issues (1.6); draft responses re same (.5); correspond with SEC re plan issues (.2); review precedent confirmation orders (.4).

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Disclosure Statement/Plan/Confirmation

Invoice Number: 1250007493
 Matter Number: 18803-35

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/14/20	Evan Swager	2.80	Revise confirmation brief (1.9); review precedent re same (.9).
09/14/20	Allyson Smith Weinhouse	0.50	Telephone conference with PW re deal, status.
09/14/20	Lydia Yale	2.80	Draft confirmation order.
09/15/20	Ross Fiedler	2.60	Research re plan, disclosure statement issues (1.0); draft responses re same (1.0); correspond with A. Weinhouse and K&E team re same (.3); correspond with same re plan, disclosure statement (.3).
09/15/20	Julia R. Foster	0.90	Research precedent re disclosure statement reply (.3); draft same (.6).
09/15/20	Evan Swager	1.90	Review, revise ballots.
09/15/20	Allyson Smith Weinhouse	3.60	Review and analyze disclosure statement, order, related exhibits (2.0); telephone conference with Paul Weiss re status, next steps (.5); correspond with R. Fiedler re issues lists and review same (1.1).
09/16/20	Simon Briefel	0.30	Draft re tracker for objections to disclosure statement.
09/16/20	Ross Fiedler	0.60	Correspond with A. Weinhouse and K&E team re plan and disclosure statement.
09/16/20	Stephen Jacobson, P.C.	0.50	Review, analyze plan and disclosure statement matters (.3); correspond with parties re same (.2).
09/16/20	Enoch Varner	5.10	Review key terms of plan, disclosure statement and Stroock issue list (3.7); prepare comments re same (1.4).
09/16/20	Allyson Smith Weinhouse	2.40	Correspond with R. Fiedler and K&E team re plan issues list (.3); review and revise plan, disclosure statement (2.1).
09/17/20	Nicholas Adzima	1.60	Review, revise plan, disclosure statement (.8); review, revise outstanding items re same (.3); correspond with working group re same (.5).
09/17/20	Ross Fiedler	1.40	Correspond with N. Adzima and K&E team re plan, disclosure statement issues list (.5); revise same (.4); review, revise plan (.5).
09/17/20	Evan Swager	2.80	Review, revise confirmation brief (.7); review, revise plan (2.1).
09/17/20	Joe Tobias	0.40	Telephone conference with Company, advisors, and K&E Team re updates, plan.

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Disclosure Statement/Plan/Confirmation

Invoice Number: 1250007493
 Matter Number: 18803-35

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/17/20	Allyson Smith Weinhouse	9.60	Telephone conference with advisor group re disclosure statement exhibits (.6); telephone conference with Company, advisors re timeline (.5); correspond with PW, UCC re same (.4); prepare for and participate in telephone conference with all hands (1.0); analyze issues, correspond with parties re plan issues (2.7); analyze issues re disclosure statement (3.8); correspond with parties re disclosure statement (.6).
09/18/20	Nicholas Adzima	2.40	Telephone conferences with working group re plan, disclosure statement (1.5); review, revise same (.4); correspond with creditors counsel re same (.5).
09/18/20	Ross Fiedler	0.80	Telephone conferences with K&E team, WTP re plan, disclosure statement (.5); telephone conference with Moelis, K&E team re same (.3).
09/18/20	Evan Swager	0.40	Telephone conference with K&E team, WTP re plan, disclosure statement.
09/18/20	Allyson Smith Weinhouse	7.60	Telephone conference with UCC re status update (.7); telephone conference with PW re same (.6); telephone conference with UCC re same (1.0); telephone conference with advisor group re disclosure statement, plan, timing (.7); telephone conference with Company, advisors re same (.6); correspond with PW, UCC, DIP lenders re same (2.9); analyze issues re same (1.1).
09/18/20	Lydia Yale	0.20	Research re precedent confirmation orders.
09/20/20	Allyson Smith Weinhouse	3.00	Research re plan, business judgment issues.
09/21/20	Ross Fiedler	0.50	Telephone conference with Bracewell and K&E team re case milestones.
09/21/20	Allyson Smith Weinhouse	3.60	Telephone conferences with working groups re timeline, plan, disclosure statement, overall strategy.
09/22/20	Joe Tobias	1.10	Telephone conference with opposing counsel re plan (.4); telephone conference with Company and K&E team re same (.7).
09/22/20	Allyson Smith Weinhouse	4.10	Telephone conferences with working groups re timeline, plan, disclosure statement, overall strategy, UCC issues.

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Disclosure Statement/Plan/Confirmation

Invoice Number: 1250007493
 Matter Number: 18803-35

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/23/20	Evan Swager	1.90	Review, revise plan (1.0); review, revise disclosure statement (.9).
09/23/20	Allyson Smith Weinhouse	3.40	Review, analyze PW comments to plan, disclosure statement (.3); correspond with K&E team re same (.1); review U.S. Trustee objection to disclosure statement (.5); correspond with K&E team re same (.2); correspond with C. Marcus, T. Woods re timeline (.2); work on revising timeline (1.0); conference with PW re timeline, plan (.4); correspond with K&E team, Company re same (.7).
09/24/20	Christopher Marcus, P.C.	0.50	Review Committee correspondence re disclosure statement and exclusivity.
09/24/20	Allyson Smith Weinhouse	4.00	Correspond with R. Fiedler K&E team re strategy, plan issues (.5), telephone conference with same re same (.4); research re same (3.1).
09/25/20	Simon Briefel	0.30	Telephone conference with tax authority re post-emergence payment plan.
09/25/20	Ross Fiedler	0.50	Telephone conference with Chubb's counsel re disclosure statement issues.
09/25/20	Allyson Smith Weinhouse	3.70	Correspond with K&E team re strategy, transaction (.5); telephone conferences with K&E team re same (3.2).
09/28/20	Camille Elizabeth Walker	0.50	Analyze issues re treatment of debt (.2); telephone conference with K&E team re same (.3).
09/29/20	Simon Briefel	0.30	Revise disclosure statement objection tracker.
09/29/20	Allyson Smith Weinhouse	0.70	Correspond with advisor group re extended timeline.
09/30/20	Ross Fiedler	0.30	Review, analyze Chubb disclosure statement issues.
Total		131.00	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

609 Main Street
Houston, TX 77002

FEIN 36-1326630

December 30, 2020

Extraction Oil & Gas, Inc.
11 Greenway Plaza
Houston, TX 77046

Attn: Eric J. Christ

Invoice Number: 1250007494

Client Matter: 18803-36

In the Matter of Employee Matters

For legal services rendered through September 30, 2020
(see attached Description of Legal Services for detail)

\$ 296.00

Total legal services rendered

\$ 296.00

Legal Services for the Period Ending September 30, 2020
Extraction Oil & Gas, Inc.
Employee Matters

Invoice Number: 1250007494
Matter Number: 18803-36

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Lauren Cates	0.40	740.00	296.00
TOTALS	0.40		\$ 296.00

Legal Services for the Period Ending September 30, 2020
Extraction Oil & Gas, Inc.
Employee Matters

Invoice Number: 1250007494
Matter Number: 18803-36

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/22/20	Lauren Cates	0.40	Telephone conference with opposing counsel re executive compensation matters.
Total		0.40	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

609 Main Street
Houston, TX 77002

FEIN 36-1326630

December 30, 2020

Extraction Oil & Gas, Inc.
11 Greenway Plaza
Houston, TX 77046

Attn: Eric J. Christ

Invoice Number: 1250007495
Client Matter: 18803-37

In the Matter of Executory Contracts/Unexpired Leases

For legal services rendered through September 30, 2020
(see attached Description of Legal Services for detail)

\$ 20,329.50

Total legal services rendered

\$ 20,329.50

Legal Services for the Period Ending September 30, 2020
Extraction Oil & Gas, Inc.
Executory Contracts/Unexpired Leases

Invoice Number: 1250007495
Matter Number: 18803-37

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Adam Louis Birnbaum	1.00	740.00	740.00
Simon Briefel	5.90	845.00	4,985.50
Kevin Liang	13.60	740.00	10,064.00
Allyson Smith Weinhouse	2.00	1,035.00	2,070.00
Dustin Lyle Womack	2.80	725.00	2,030.00
Lydia Yale	1.60	275.00	440.00
TOTALS	26.90		\$ 20,329.50

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Executory Contracts/Unexpired Leases

Invoice Number: 1250007495
 Matter Number: 18803-37

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/02/20	Allyson Smith Weinhouse	0.50	Telephone conference with K&E team re weekly contracts.
09/02/20	Lydia Yale	0.70	Research re precedent 365(d)(4) extension motions (.1); draft same (.6).
09/04/20	Kevin Liang	3.30	Research rejection issue and correspond with K&E team re same (1.2); draft 365(d)(4) extension motion (1.3); review, research precedent, materials re same (.8).
09/05/20	Simon Briefel	1.90	Analyze issues re executory contracts, covenants running with the land (.4); draft, revise analysis re same (1.5).
09/05/20	Kevin Liang	0.30	Review, revise 365(d)(4) extension motion (.2); correspond with K&E team re same (.1).
09/07/20	Kevin Liang	0.40	Revise 365(d)(4) extension motion (.3); correspond with K&E team re same (.1).
09/07/20	Allyson Smith Weinhouse	0.40	Review, comment on 365(d)(4) extension motion.
09/08/20	Kevin Liang	0.30	Revise 365(d)(4) motion (.2); correspond with K&E team re same (.1).
09/08/20	Dustin Lyle Womack	1.70	Analyze contracts re covenants running with the land (1.3); telephone conference with K. Young re same (.4).
09/08/20	Lydia Yale	0.90	Correspond with K&E team re certificate of counsel (.1); draft same (.8).
09/09/20	Simon Briefel	0.90	Revise analysis re executory contracts, covenants running with the land (.4); telephone conference with K&E team re same (.5).
09/09/20	Kevin Liang	1.60	Draft notice of rejection (1.0); correspond with working group re rejection of compression contracts (.6).
09/09/20	Dustin Lyle Womack	0.50	Telephone conference with S. Briefel re executory contract, covenant running with the land analysis (.4); telephone conference with K. Young re same (.1).
09/10/20	Kevin Liang	0.90	Compile filing version of 365(d)(4) extension motion (.2); correspond with A&M re contract rejection issues (.2); correspond and telephone conferences with working group re 365(d)(4) issues (.5).

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Executory Contracts/Unexpired Leases

Invoice Number: 1250007495
 Matter Number: 18803-37

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/11/20	Kevin Liang	0.40	Telephone conferences with K&E team re 365(d)(4) issues (.3); correspond with same re same (.1).
09/14/20	Kevin Liang	0.50	Review, analyze contract rejection issues (.3); correspond with A&M, K&E team and counterparty re same (.2).
09/15/20	Adam Louis Birnbaum	1.00	Review and revise notices of objection re assignment.
09/15/20	Simon Briefel	3.10	Analyze issues re executory contracts, covenants running with the land (1.1); research re same (.9); correspond with K&E team, Company re same (.2); review, revise summary analysis re same (.9).
09/15/20	Kevin Liang	0.10	Review, analyze rejection issues and correspond with K&E team, A&M re same.
09/15/20	Dustin Lyle Womack	0.60	Telephone conference with K. Young re executory contract, covenant analysis (.4); revise analysis (.2).
09/18/20	Kevin Liang	0.40	Correspond with working group re contract rejections and draft notice re same.
09/18/20	Allyson Smith Weinhouse	0.60	Correspond with K&E team re contract rejections.
09/21/20	Kevin Liang	0.70	Telephone conference with counterparty re rejection (.4); correspond with A&M, counterparty re same (.2); review, analyze rejection issues (.1).
09/22/20	Kevin Liang	0.20	Correspond with J-W and A&M re rejection.
09/23/20	Allyson Smith Weinhouse	0.50	Telephone conference with A&M, Company re contract updates.
09/24/20	Kevin Liang	3.20	Research rejection issues and correspond with K&E team re same (2.6); review re same (.4); correspond with A&M and J-W re J-W contracts re same (.2).
09/30/20	Kevin Liang	1.30	Correspond with Company and analyze counterparty rejection issues (.7); telephone conference with counterparty re rejection issues (.4); correspond with same re same (.2).
Total		26.90	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

609 Main Street
Houston, TX 77002

FEIN 36-1326630

December 30, 2020

Extraction Oil & Gas, Inc.
11 Greenway Plaza
Houston, TX 77046

Attn: Eric J. Christ

Invoice Number: 1250007496

Client Matter: 18803-38

In the Matter of Hearings

For legal services rendered through September 30, 2020
(see attached Description of Legal Services for detail)

\$ 193,165.00

Total legal services rendered

\$ 193,165.00

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Hearings

Invoice Number: 1250007496
 Matter Number: 18803-38

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Nicholas Adzima	5.60	845.00	4,732.00
Bill Arnault	5.80	1,165.00	6,757.00
Jamie Alan Aycock	9.50	1,145.00	10,877.50
Brooksany Barrowes	5.50	1,345.00	7,397.50
Simon Briefel	2.80	845.00	2,366.00
John Christian	6.00	835.00	5,010.00
Stephanie Cohen	3.90	845.00	3,295.50
Joel DePalma	5.60	395.00	2,212.00
Ross Fiedler	3.00	845.00	2,535.00
Maggie Hoffman	4.10	845.00	3,464.50
Grant Jones	7.30	835.00	6,095.50
Daniel J. Kirksey	0.90	845.00	760.50
Angela Leonard	12.40	375.00	4,650.00
Kevin Liang	9.30	740.00	6,882.00
Andrew L. Lombardo	2.10	965.00	2,026.50
Christopher Marcus, P.C.	9.60	1,635.00	15,696.00
Rebekah Sills McEntire	12.00	1,025.00	12,300.00
Christian Menefee	8.50	1,045.00	8,882.50
Arthur Patrick Muszynski	2.20	740.00	1,628.00
Aisha M. Noor	5.10	965.00	4,921.50
Anna G. Rotman, P.C.	24.50	1,425.00	34,912.50
Evan Swager	6.60	740.00	4,884.00
Chimezie Udozorh	3.00	740.00	2,220.00
Allyson Smith Weinhouse	12.80	1,035.00	13,248.00
Dustin Lyle Womack	7.40	725.00	5,365.00
Lydia Yale	4.80	275.00	1,320.00
Jeremy Young	3.00	390.00	1,170.00
Kenneth A. Young	16.80	1,045.00	17,556.00
TOTALS	200.10		\$ 193,165.00

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Hearings

Invoice Number: 1250007496
 Matter Number: 18803-38

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/01/20	Nicholas Adzima	1.60	Prepare for and telephonically attend status conference.
09/01/20	Jamie Alan Aycock	1.50	Prepare for and participate in status conference hearing.
09/01/20	Simon Briefel	0.80	Telephonically attend status conference.
09/01/20	Ross Fiedler	1.00	Telephonically attend status conference re scheduling matters.
09/01/20	Angela Leonard	0.20	Correspond with CourtCall re hearing setup and attendance.
09/01/20	Kevin Liang	0.80	Telephonically attend status conference.
09/01/20	Andrew L. Lombardo	0.90	Attend telephone conference re status.
09/01/20	Christopher Marcus, P.C.	0.80	Telephonically attend status conference.
09/01/20	Christopher Marcus, P.C.	0.50	Telephone conference with management re status conference.
09/01/20	Aisha M. Noor	0.90	Telephone conference with K&E team re status hearing.
09/01/20	Evan Swager	0.50	Telephonically attend status conference.
09/01/20	Allyson Smith Weinhouse	1.50	Prepare for status conference (.5); participate in same (1.0).
09/01/20	Kenneth A. Young	1.50	Telephone conference re status (1.0); prepare for same (.5).
09/03/20	Nicholas Adzima	1.00	Prepare for and telephonically attend omnibus hearing.
09/03/20	Stephanie Cohen	0.80	Telephonically attend omnibus hearings re class proof of claims, royalty matters.
09/03/20	Daniel J. Kirksey	0.90	Prepare for and participate in telephone conference with K&E team re omnibus hearing.
09/03/20	Kevin Liang	0.90	Telephonically attend omnibus hearing.
09/03/20	Christopher Marcus, P.C.	1.00	Telephonically attend omnibus hearing.
09/03/20	Aisha M. Noor	0.50	Telephone conference with K&E team re omnibus hearing.
09/03/20	Evan Swager	0.90	Telephonically attend omnibus hearing.
09/03/20	Chimezie Udozorh	1.00	Prepare for and participate in omnibus hearing.
09/03/20	Allyson Smith Weinhouse	1.00	Participate in omnibus hearing.

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Hearings

Invoice Number: 1250007496
 Matter Number: 18803-38

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/12/20	Lydia Yale	0.40	Coordinate appearance re September 14, 2020 hearing.
09/14/20	Nicholas Adzima	1.00	Prepare for and telephonically attend status conference.
09/14/20	Jamie Alan Aycock	1.20	Prepare for and participate in status conference re discovery.
09/14/20	Simon Briefel	1.10	Telephonically attend status conference.
09/14/20	Stephanie Cohen	1.10	Telephonically attend status conference.
09/14/20	Grant Jones	1.00	Telephonically attend status hearing for motions to reject.
09/14/20	Angela Leonard	1.00	Telephonically attend status conference hearing.
09/14/20	Kevin Liang	1.10	Telephonically attend status conference.
09/14/20	Andrew L. Lombardo	0.80	Telephonically attend status conference hearing.
09/14/20	Christian Menefee	1.00	Telephonically attend hearing re discovery disputes.
09/14/20	Aisha M. Noor	1.20	Attend status conference hearing.
09/14/20	Anna G. Rotman, P.C.	1.20	Telephonically attend and participate in discovery status conference.
09/14/20	Evan Swager	1.20	Telephonically attend status conference.
09/14/20	Allyson Smith Weinhouse	1.40	Prepare for and participate in status conference.
09/14/20	Lydia Yale	1.20	Prepare appearances into September 14, 2020 hearing (.9); open listen-only conference line into hearing and confirm commencement (.3).
09/24/20	Angela Leonard	0.10	Correspond with CourtCall re scheduling Company attendance for status conference.
09/24/20	Anna G. Rotman, P.C.	2.30	Prepare for September 30, 2020 hearing.
09/25/20	Bill Arnault	0.80	Participate in hearing.
09/25/20	John Christian	0.20	Telephone conference with C. Menefee, A. Rayner, C. Burkhalter and D. Martinez-Krippner re case strategy and next steps.
09/25/20	Ross Fiedler	0.50	Telephonically attend status conference.
09/25/20	Kevin Liang	0.80	Telephonically attend status conference.
09/25/20	Andrew L. Lombardo	0.40	Telephonically attend status hearing.

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Hearings

Invoice Number: 1250007496
 Matter Number: 18803-38

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/25/20	Anna G. Rotman, P.C.	7.70	Prepare for and participate in status conference to move forward with midstream rejection motions (2.3); prepare for upcoming hearing re motion for summary judgment and motions to reject (5.4).
09/25/20	Allyson Smith Weinhouse	2.00	Prepare for and participate in status conference.
09/25/20	Lydia Yale	0.90	Prepare calendar invitations with dial-details into September 25, 2020 hearing (.6); set up conference line and confirm commencement of same (.3).
09/25/20	Kenneth A. Young	6.40	Prepare for status conference re contested matters and adversary proceedings (5.3); participate in status conference re contested matters and adversary proceedings (1.1).
09/26/20	Joel DePalma	5.60	Prepare presentation re hearings (3.3); revise same (1.1); conferences re same (.9); review consistency and accuracy re same (.3).
09/29/20	Allyson Smith Weinhouse	0.30	Correspond with advisor group re September 30, 2020 hearing.
09/29/20	Lydia Yale	1.20	Prepare calendar invites for 2020 hearings on September 30, October 1 and October 2.
09/29/20	Jeremy Young	3.00	Revise presentation for hearing.
09/30/20	Nicholas Adzima	2.00	Telephonically attend hearing re adversary proceeding.
09/30/20	Bill Arnault	5.00	Prepare for and participate in motion for summary judgment hearing.
09/30/20	Jamie Alan Aycock	6.80	Prepare for and participate in motion for summary judgment hearing.
09/30/20	Brooksany Barrowes	5.50	Prepare for summary judgment hearings (2.1); participate in hearing (partial) (1.1); review related transcripts and prepare presentation materials re same (2.3).
09/30/20	Simon Briefel	0.90	Telephonically attend adversary proceeding hearing.
09/30/20	John Christian	5.80	Telephonically attend omnibus hearing on summary judgment and automatic stay motions.
09/30/20	Stephanie Cohen	2.00	Telephonically attend hearing re adversary proceeding.
09/30/20	Ross Fiedler	1.50	Telephonically attend hearing re adversary proceeding.

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Hearings

Invoice Number: 1250007496
 Matter Number: 18803-38

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/30/20	Maggie Hoffman	4.10	Attend court hearing (4.0); correspond with K&E team re same (.1).
09/30/20	Grant Jones	6.30	Attend hearing re covenants running with the land (5.8); correspond with K. Young and D. Womack re hearing (.2); telephone conference with K. Young re next steps for hearings (.3).
09/30/20	Angela Leonard	11.10	Attend adversary proceeding hearing and assist K&E team (5.8); prepare witness binders re J. Makhholm, M. Owens, D. Robinson and M. O'Loughlin (4.5); plan and prepare logistics re delivery of witness binders (.5); update litigation case calendar (.3).
09/30/20	Kevin Liang	5.70	Telephonically attend hearing re adversary proceeding.
09/30/20	Christopher Marcus, P.C.	6.60	Telephonically attend hearing re adversary proceeding.
09/30/20	Christopher Marcus, P.C.	0.70	Telephone conference with K&E team re midstream hearing.
09/30/20	Rebekah Sills McEntire	12.00	Prepare for hearing re lift stay motion (6.0); attend lift stay hearing (6.0).
09/30/20	Christian Menefee	7.50	Attend omnibus hearing (6.0); draft presentations re hearing oral argument and correspond with K&E team re same (1.5).
09/30/20	Arthur Patrick Muszynski	2.20	Attend and prepare notes re midstream hearing (1.8); draft and review correspondence re same (0.4).
09/30/20	Aisha M. Noor	2.50	Attend hearing.
09/30/20	Anna G. Rotman, P.C.	13.30	Prepare for oral argument on motions to reject midstream contracts and motions for summary judgment in related adversary proceedings (3.4); argue motions to reject midstream contracts and motions for summary judgment (6.6); draft takeaway correspondence from oral argument (.3); telephone conference with M. Owens re next steps following oral argument (.4); conference re M. Owens' hearing testimony with B. Arnault (.3); review and revise draft direct witness outline (2.3).
09/30/20	Evan Swager	4.00	Telephonically attend hearing re adversary proceeding.

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Hearings

Invoice Number: 1250007496
 Matter Number: 18803-38

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/30/20	Chimezie Udozorh	2.00	Prepare for and attend adversarial proceeding.
09/30/20	Allyson Smith Weinhouse	6.60	Telephonically attend hearing re adversary proceeding.
09/30/20	Dustin Lyle Womack	7.40	Prepare K&E team for covenant hearing (.4); draft Grand Mesa proposed findings (1.0); attend covenant hearing (5.8); conference with K&E team re hearing (.2).
09/30/20	Lydia Yale	1.10	Correspond with CourtCall re appearances into September 30, October 1, and October 2, 2020 hearings (.3); open listen-only line into September 30, 2020 hearing and confirm commencement of same (.4); prepare calendar invites for October 1, 2020 hearing (.4).
09/30/20	Kenneth A. Young	8.90	Prepare for hearing on motions for summary judgment in adversary proceedings (3.4); participate in hearing on motions for summary judgment and motions to reject (5.5).
Total		200.10	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

609 Main Street
Houston, TX 77002

FEIN 36-1326630

December 30, 2020

Extraction Oil & Gas, Inc.
11 Greenway Plaza
Houston, TX 77046

Attn: Eric J. Christ

Invoice Number: 1250007497

Client Matter: 18803-39

In the Matter of Insurance and Surety Matters

For legal services rendered through September 30, 2020
(see attached Description of Legal Services for detail)

\$ 1,272.00

Total legal services rendered

\$ 1,272.00

Legal Services for the Period Ending September 30, 2020
Extraction Oil & Gas, Inc.
Insurance and Surety Matters

Invoice Number: 1250007497
Matter Number: 18803-39

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Kevin Liang	0.60	740.00	444.00
Allyson Smith Weinhouse	0.80	1,035.00	828.00
TOTALS	1.40		\$ 1,272.00

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Insurance and Surety Matters

Invoice Number: 1250007497
 Matter Number: 18803-39

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/11/20	Kevin Liang	0.50	Telephone conference with Zurich re surety bond issues (.2); correspond with K&E team re same (.3).
09/11/20	Allyson Smith Weinhouse	0.80	Telephone conference with Zurich re surety issues (.3); follow-up with A&M, K&E team, XOG re same (.5).
09/14/20	Kevin Liang	0.10	Correspond with K&E team, Company and Zurich re surety bond issues.
Total		1.40	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

609 Main Street
Houston, TX 77002

FEIN 36-1326630

December 30, 2020

Extraction Oil & Gas, Inc.
11 Greenway Plaza
Houston, TX 77046

Attn: Eric J. Christ

Invoice Number: 1250007498
Client Matter: 18803-40

In the Matter of Retention K&E

For legal services rendered through September 30, 2020
(see attached Description of Legal Services for detail)

\$ 27,207.50

Total legal services rendered

\$ 27,207.50

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Retention K&E

Invoice Number: 1250007498
 Matter Number: 18803-40

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Nicholas Adzima	0.80	845.00	676.00
Simon Briefel	4.10	845.00	3,464.50
Stephanie Cohen	3.50	845.00	2,957.50
Ross Fiedler	6.30	845.00	5,323.50
Kevin Liang	6.40	740.00	4,736.00
Eric Nyberg	6.50	265.00	1,722.50
Carrie Therese Oppenheim	0.70	445.00	311.50
Arissa Scott	10.00	230.00	2,300.00
Evan Swager	0.30	740.00	222.00
Allyson Smith Weinhouse	3.90	1,035.00	4,036.50
Lydia Yale	5.30	275.00	1,457.50
TOTALS	47.80		\$ 27,207.50

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Retention K&E

Invoice Number: 1250007498
 Matter Number: 18803-40

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/02/20	Stephanie Cohen	0.40	Correspond with KCC, K&E team, professionals re conflicts matters (.2); conference with WTP re same (.2).
09/07/20	Eric Nyberg	4.00	Analyze update for supplemental disclosure of creditors/entities.
09/08/20	Ariisa Scott	9.00	Analyze update for supplemental disclosure of creditors/entities submitted as re confidential M&A parties, bankruptcy judges, committee members (4.0); analyze update for supplemental disclosure of creditors/entities submitted as governmental /regulatory agencies, insurance, vendors, U.S. Trustee office, and vendors (5.0).
09/09/20	Nicholas Adzima	0.80	Review, revise monthly fee statements.
09/09/20	Stephanie Cohen	0.40	Review conflicts matters re supplemental declaration.
09/09/20	Eric Nyberg	2.50	Organize and prepare parties for conflicts searching for creditors/entities, namely uploading parties (1.0); analyze update for disclosure of creditors/entities (1.5).
09/09/20	Ariisa Scott	1.00	Analyze disclosure of creditors/entities submitted as Core 2002.
09/10/20	Allyson Smith Weinhouse	1.30	Review, comment on invoices.
09/11/20	Stephanie Cohen	0.40	Review conflict materials.
09/14/20	Stephanie Cohen	1.30	Revise K&E supplemental declaration and review conflicts matters re same.
09/15/20	Stephanie Cohen	0.20	Correspond with C. Marcus, A. Weinhouse, K&E team re supplemental declaration.
09/15/20	Allyson Smith Weinhouse	1.00	Review, comment on supplemental declaration (.4); correspond with K&E team re same (.6).
09/16/20	Allyson Smith Weinhouse	0.40	Correspond with K&E team re retention matters.
09/17/20	Stephanie Cohen	0.80	Revise, prepare supplemental declaration for filing.
09/23/20	Allyson Smith Weinhouse	0.70	Review invoices (.5); correspond with C. Marcus re same (.2).
09/24/20	Kevin Liang	0.20	Correspond with K&E team re K&E monthly fee statement and review same.

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Retention K&E

Invoice Number: 1250007498
 Matter Number: 18803-40

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/24/20	Carrie Therese Oppenheim	0.70	Correspond with L. Yale re K&E fee statement (.3); revise same (.4).
09/24/20	Lydia Yale	4.30	Prepare first monthly fee statement for filing.
09/25/20	Kevin Liang	1.00	Review, revise fee application and correspond with K&E team re same.
09/25/20	Kevin Liang	1.60	Review, revise invoices per confidentiality and U.S. Trustee guidelines.
09/25/20	Lydia Yale	1.00	Review and revise first fee statement.
09/26/20	Ross Fiedler	1.30	Correspond with K&E team re invoice review (.3); review, revise invoices per confidentiality and U.S. Trustee guidelines (1.0).
09/26/20	Kevin Liang	1.70	Review, revise invoices per confidentiality and U.S. Trustee guidelines.
09/27/20	Ross Fiedler	1.00	Review, revise invoices re confidentiality and U.S. Trustee guidelines.
09/27/20	Kevin Liang	1.20	Review, revise invoices per confidentiality and U.S. Trustee guidelines.
09/28/20	Kevin Liang	0.70	Review, revise invoices per confidentiality and U.S. Trustee guidelines and correspond with K&E team re same.
09/28/20	Evan Swager	0.30	Review, revise invoices re U.S. Trustee reporting guidelines.
09/29/20	Simon Briefel	1.60	Review and revise K&E August invoice re compliance with local rules, U.S. Trustee guidelines.
09/29/20	Ross Fiedler	4.00	Review, revise invoices per U.S. Trustee guidelines and confidentiality issues.
09/29/20	Allyson Smith Weinhouse	0.30	Correspond with A&M, K&E team re go-forward fee estimates.
09/30/20	Simon Briefel	2.50	Review and revise K&E August invoice re compliance with local rules, U.S. Trustee guidelines.
09/30/20	Allyson Smith Weinhouse	0.20	Correspond with R. Fiedler, K. Liang re billing memorandum.
Total		47.80	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

609 Main Street
Houston, TX 77002

FEIN 36-1326630

December 30, 2020

Extraction Oil & Gas, Inc.
11 Greenway Plaza
Houston, TX 77046

Attn: Eric J. Christ

Invoice Number: 1250007499
Client Matter: 18803-41

In the Matter of Retention Non-K&E

For legal services rendered through September 30, 2020
(see attached Description of Legal Services for detail)

\$ 27,239.50

Total legal services rendered

\$ 27,239.50

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Retention Non-K&E

Invoice Number: 1250007499
 Matter Number: 18803-41

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Nicholas Adzima	2.10	845.00	1,774.50
Simon Briefel	7.70	845.00	6,506.50
Stephanie Cohen	6.10	845.00	5,154.50
Susan D. Golden	2.30	1,175.00	2,702.50
Kevin Liang	4.70	740.00	3,478.00
Allyson Smith Weinhouse	7.10	1,035.00	7,348.50
Lydia Yale	1.00	275.00	275.00
TOTALS	31.00		\$ 27,239.50

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Retention Non-K&E

Invoice Number: 1250007499
 Matter Number: 18803-41

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/01/20	Simon Briefel	1.60	Correspond with K&E team, Deloitte re Deloitte ordinary course professional retention (.7); analyze issues re same (.6); correspond with K&E team re same (.3).
09/01/20	Kevin Liang	0.10	Review, analyze Deloitte fee application and correspond with K&E team and Deloitte re same.
09/01/20	Allyson Smith Weinhouse	0.60	Correspond with A&M re ordinary course professional outreach (.2); correspond with WTP re ordinary course professional retention (.4).
09/02/20	Nicholas Adzima	1.00	Review, revise professional fee applications (.7); correspond with working group re same (.3).
09/02/20	Simon Briefel	0.90	Analyze issues re PwC retention (.5); correspond with K&E team re same (.4).
09/02/20	Kevin Liang	0.30	Correspond with Deloitte and WTP re Deloitte fee application (.2); correspond with Protiviti re supplemental declaration (.1).
09/03/20	Kevin Liang	0.40	Correspond with Protiviti and K&E team re U.S. Trustee comments and review same.
09/04/20	Nicholas Adzima	0.50	Correspond with working group re fee application considerations.
09/04/20	Kevin Liang	0.50	Correspond with Protiviti and WTP re Protiviti retention application re U.S. Trustee issues and review same.
09/07/20	Simon Briefel	1.40	Analyze U.S. Trustee comments re PwC retention application (.2); revise proposed order and provide answers re same (.8); correspond with A. Weinhouse, PwC re same (.4).
09/07/20	Kevin Liang	0.20	Correspond with WTP and Protiviti re Protiviti retention application.
09/08/20	Simon Briefel	0.40	Correspond with PwC re PwC retention application.
09/08/20	Kevin Liang	0.40	Correspond with Protiviti and U.S. Trustee re Protiviti retention issues and review same.
09/08/20	Allyson Smith Weinhouse	0.80	Correspond with K&E team, WTP re Deloitte retention.

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Retention Non-K&E

Invoice Number: 1250007499
 Matter Number: 18803-41

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/09/20	Kevin Liang	0.20	Correspond with U.S. Trustee and Protiviti re Protiviti retention application issues.
09/09/20	Allyson Smith Weinhouse	3.10	Correspond with U.S. Trustee, WTP, K&E team, applicable professional re U.S. Trustee comments re orders, outstanding issues.
09/10/20	Simon Briefel	0.40	Analyze PwC's answers to U.S. Trustee comments re PwC application (.3); correspond with A. Weinhouse, U.S. Trustee re same (.1).
09/10/20	Kevin Liang	0.70	Correspond with U.S. Trustee, K&E team and Protiviti re supplemental declaration (.2); draft same and review precedent re same (.5).
09/10/20	Lydia Yale	1.00	Research re precedent Stout retention applications (.4); draft same (.6).
09/11/20	Simon Briefel	0.30	Correspond with U.S. Trustee, PwC re PwC order.
09/11/20	Stephanie Cohen	1.10	Review and draft Stout retention application.
09/11/20	Kevin Liang	0.20	Correspond with working group re Protiviti supplemental declaration and compile filing version.
09/11/20	Allyson Smith Weinhouse	1.00	Correspond with S. Briefel re PwC application (.4); telephone conference with Stout re retention (.4); correspond with S. Cohen re same (.2).
09/11/20	Allyson Smith Weinhouse	0.50	Telephone conference with U.S. Trustee re retention orders.
09/14/20	Stephanie Cohen	3.30	Review precedent and revise Stout retention application.
09/14/20	Kevin Liang	0.50	Correspond with U.S. Trustee, Protiviti, WTP, K&E team re Protiviti retention application and review issues re same (.4); compile filing version of order (.1).
09/15/20	Simon Briefel	0.20	Correspond with A. Weinhouse, PwC team re U.S. Trustee correspondence and issues re PwC order.
09/15/20	Stephanie Cohen	0.30	Prepare and coordinate Riveron retention order with WTP team.
09/15/20	Kevin Liang	0.10	Correspond with K&E team and Protiviti re Protiviti retention order.
09/15/20	Allyson Smith Weinhouse	0.50	Comment on Stout application.
09/16/20	Stephanie Cohen	0.40	Revise Riveron retention application.

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Retention Non-K&E

Invoice Number: 1250007499
 Matter Number: 18803-41

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/17/20	Simon Briefel	1.50	Analyze issues re PwC retention application (.3); correspond with K&E, PwC teams re same (.3); review, revise responses to U.S. Trustee issues list re same (.9).
09/17/20	Stephanie Cohen	0.60	Revise Riveron retention application order (.5); correspond with Riveron re same (.1).
09/18/20	Simon Briefel	0.50	Telephone conference with PwC team re PwC retention application (.2); correspond with U.S. Trustee, PwC re same (.3).
09/21/20	Kevin Liang	0.20	Correspond with K&E team and Riveron re Riveron retention application.
09/22/20	Kevin Liang	0.50	Correspond with U.S. Trustee re Riveron retention application (.1); review, revise Stout retention application and correspond with Stout re schedules (.4).
09/23/20	Simon Briefel	0.50	Telephone conference and correspond with PwC re PwC retention order.
09/23/20	Kevin Liang	0.20	Correspond with U.S. Trustee and Riveron re Riveron retention application.
09/23/20	Allyson Smith Weinhouse	0.20	Correspond with K. Liang re Riveron application.
09/24/20	Susan D. Golden	1.00	Telephone conference with B. Giordano and L. Eisele re U.S. Trustee comments re Riveron retention application.
09/24/20	Kevin Liang	0.20	Correspond with K&E team re Riveron retention.
09/24/20	Allyson Smith Weinhouse	0.20	Correspond with S. Golden re U.S. Trustee comments to Riveron application.
09/25/20	Susan D. Golden	1.30	Telephone conference with T. Fox, R. Schepacarter, B. Giordano and L. Eisele re Riveron retention disclosures and U.S. Trustee comments to Riveron retention application.
09/29/20	Nicholas Adzima	0.60	Research re interim compensation materials (.3); correspond with professionals re same (.3).
09/29/20	Stephanie Cohen	0.40	Correspond with Stout re retention matters (.2); review materials re same (.2).
09/29/20	Allyson Smith Weinhouse	0.20	Correspond with J. Weiss re Moelis and Petrie fee statements.
Total		31.00	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

609 Main Street
Houston, TX 77002

FEIN 36-1326630

December 30, 2020

Extraction Oil & Gas, Inc.
11 Greenway Plaza
Houston, TX 77046

Attn: Eric J. Christ

Invoice Number: 1250007500

Client Matter: 18803-42

In the Matter of Tax Issues

For legal services rendered through September 30, 2020
(see attached Description of Legal Services for detail)

\$ 18,342.00

Total legal services rendered

\$ 18,342.00

Legal Services for the Period Ending September 30, 2020
Extraction Oil & Gas, Inc.
Tax Issues

Invoice Number: 1250007500
Matter Number: 18803-42

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Mark Dundon, P.C.	7.40	1,360.00	10,064.00
Courtney Loyack	4.00	785.00	3,140.00
Joe Tobias	2.90	1,165.00	3,378.50
Allyson Smith Weinhouse	1.70	1,035.00	1,759.50
TOTALS	16.00		\$ 18,342.00

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Tax Issues

Invoice Number: 1250007500
 Matter Number: 18803-42

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/01/20	Mark Dundon, P.C.	0.50	Telephone conference with Deloitte re weekly tax status modeling and update.
09/01/20	Joe Tobias	0.40	Telephone conference with Deloitte re weekly tax status modeling and update.
09/02/20	Mark Dundon, P.C.	0.30	Correspond with Deloitte re Deloitte tax model.
09/02/20	Allyson Smith Weinhouse	0.20	Comment on payment plan agreement.
09/03/20	Mark Dundon, P.C.	0.50	Telephone conference with Deloitte and Paul Weiss re section 382 tax model.
09/03/20	Courtney Loyack	0.60	Telephone conference with K&E team re L5 and L6 model.
09/03/20	Joe Tobias	0.60	Telephone conference with Deloitte and Paul Weiss re section 382 tax model.
09/08/20	Mark Dundon, P.C.	0.20	Telephone conference with Deloitte re weekly tax status modeling and update.
09/08/20	Mark Dundon, P.C.	0.30	Telephone conference with K&E re sharing tax model.
09/08/20	Courtney Loyack	0.30	Telephone conference with K&E team re tax.
09/08/20	Courtney Loyack	0.30	Telephone conference with K&E team re tax model analysis call.
09/08/20	Joe Tobias	0.20	Telephone conference with Deloitte re weekly tax status modeling and update.
09/08/20	Joe Tobias	0.20	Telephone conference with Moelis re tax issues.
09/11/20	Mark Dundon, P.C.	1.00	Prepare tax items for issues list re High Point markup of merger agreement.
09/15/20	Mark Dundon, P.C.	0.40	Telephone conference with Deloitte re weekly tax status modeling and update.
09/15/20	Joe Tobias	0.40	Telephone conference with Deloitte re weekly tax status modeling and update.
09/18/20	Mark Dundon, P.C.	0.50	Review tax provisions of merger agreement.
09/22/20	Mark Dundon, P.C.	1.70	Telephone conference with Deloitte re weekly tax status modeling and update (.5); telephone conference with Wachtell re tax issues of combination transaction structure (.5); telephone conference with Paul Weiss re same (.4); correspond and telephone conferences with Wachtell and Paul Weiss re status updates (.3).

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Tax Issues

Invoice Number: 1250007500
 Matter Number: 18803-42

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/22/20	Courtney Loyack	1.90	Telephone conferences with K&E team, opposing counsel re tax matters.
09/22/20	Joe Tobias	0.80	Telephone conference with Deloitte re weekly tax status modeling and update (.5); telephone conference with creditors' counsel re tax issues (.3).
09/23/20	Allyson Smith Weinhouse	0.30	Correspond with Company re tax refund.
09/25/20	Allyson Smith Weinhouse	1.20	Telephone conference with county tax counsel re tax payments (.5); follow-up and research re same (.7).
09/28/20	Mark Dundon, P.C.	1.50	Telephone conference with K&E team re debt structure and tax issues (.5); telephone conference with K&E team and Company re debt structure and tax issues (1.0).
09/28/20	Courtney Loyack	0.40	Telephone conference with K&E team re tax matters.
09/29/20	Mark Dundon, P.C.	0.50	Telephone conference with Deloitte re weekly tax status modeling and update.
09/29/20	Courtney Loyack	0.50	Telephone conference with K&E team re tax matters.
09/29/20	Joe Tobias	0.30	Telephone conference with Deloitte re weekly tax status modeling and update.
Total		16.00	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

609 Main Street
Houston, TX 77002

FEIN 36-1326630

December 30, 2020

Extraction Oil & Gas, Inc.
11 Greenway Plaza
Houston, TX 77046

Attn: Eric J. Christ

Invoice Number: 1250007501

Client Matter: 18803-44

In the Matter of US Trustee Communications and Statutory Reporting

For legal services rendered through September 30, 2020
(see attached Description of Legal Services for detail)

\$ 5,395.50

Total legal services rendered

\$ 5,395.50

Legal Services for the Period Ending September 30, 2020
Extraction Oil & Gas, Inc.
US Trustee Communications and Statutory Reporting

Invoice Number: 1250007501
Matter Number: 18803-44

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Nicholas Adzima	2.90	845.00	2,450.50
Evan Swager	3.70	740.00	2,738.00
Allyson Smith Weinhouse	0.20	1,035.00	207.00
TOTALS	6.80		\$ 5,395.50

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 US Trustee Communications and Statutory Reporting

Invoice Number: 1250007501
 Matter Number: 18803-44

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/29/20	Nicholas Adzima	2.10	Telephone Conferences with A&M, XOG re monthly operating report (.8); review, analyze materials re same (.3); conferences with K&E team re strategy, next steps (1.0).
09/29/20	Evan Swager	3.70	Review, revise invoices re U.S. Trustee reporting guidelines.
09/30/20	Nicholas Adzima	0.80	Correspond with Company and WTP re monthly operating report (.5); review re same (.3).
09/30/20	Allyson Smith Weinhouse	0.20	Review correspondence re August monthly operating report.
Total		6.80	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

609 Main Street
Houston, TX 77002

FEIN 36-1326630

December 30, 2020

Extraction Oil & Gas, Inc.
11 Greenway Plaza
Houston, TX 77046

Attn: Eric J. Christ

Invoice Number: 1250007502

Client Matter: 18803-45

In the Matter of Use, Sale, and Disposition of Property

For legal services rendered through September 30, 2020
(see attached Description of Legal Services for detail)

\$ 442,188.50

Total legal services rendered

\$ 442,188.50

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Use, Sale, and Disposition of Property

Invoice Number: 1250007502
 Matter Number: 18803-45

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Douglas E. Bacon, P.C.	72.00	1,495.00	107,640.00
Adam Louis Birnbaum	2.10	740.00	1,554.00
Will W. Bos, P.C.	12.30	1,545.00	19,003.50
Bryan D. Flannery	3.70	1,135.00	4,199.50
Jordan M. Hartman	2.50	845.00	2,112.50
Christopher S.C. Heasley	7.00	1,165.00	8,155.00
Alia Y. Heintz	2.10	1,035.00	2,173.50
Stephen Jacobson, P.C.	2.70	1,365.00	3,685.50
Mya Johnson	5.20	845.00	4,394.00
Sydney Jones	0.50	1,045.00	522.50
Daniel J. Kirksey	50.70	845.00	42,841.50
R.D. Kohut	0.50	1,175.00	587.50
Andrew L. Lombardo	23.20	965.00	22,388.00
Courtney Loyack	1.70	785.00	1,334.50
Christopher Marcus, P.C.	6.40	1,635.00	10,464.00
Mitch McClellan	4.30	1,135.00	4,880.50
Eric Mossor	3.70	740.00	2,738.00
Aisha M. Noor	12.30	965.00	11,869.50
John Phelan	2.80	740.00	2,072.00
Jackson Phinney	1.60	835.00	1,336.00
Jeffrey S. Quinn	2.60	1,375.00	3,575.00
Julian J. Seiguer, P.C.	3.80	1,495.00	5,681.00
Ian Sherwin	1.30	1,135.00	1,475.50
David M. Thompson	9.80	1,135.00	11,123.00
Joe Tobias	2.40	1,165.00	2,796.00
Chimezie Udozorh	2.30	740.00	1,702.00
Enoch Varner	86.10	1,195.00	102,889.50
Camille Elizabeth Walker	43.50	1,035.00	45,022.50
Allyson Smith Weinhouse	13.50	1,035.00	13,972.50
TOTALS	382.60		\$ 442,188.50

Legal Services for the Period Ending September 30, 2020
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Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/01/20	Douglas E. Bacon, P.C.	4.30	Review, analyze bid proposals (2.9); analyze diligence re same (1.1); telephone conferences with K&E team, counterparties re same (.3).
09/01/20	Christopher Marcus, P.C.	0.80	Telephone conference with D. Bacon and J. Seiguer re M&A (.3); analyze correspondence re M&A matters (.5).
09/01/20	Enoch Varner	2.50	Telephone conferences with D. Thompson, K&E team, Stroock team re bidder, merger process.
09/01/20	Allyson Smith Weinhouse	0.60	Telephone conference with debtor advisors re M&A process, status (.5); correspond with C. Marcus re same (.1).
09/02/20	Douglas E. Bacon, P.C.	3.50	Analyze, review of diligence and bid proposals (2.7); telephone conference re same (.8).
09/02/20	Christopher Marcus, P.C.	0.40	Telephone conference with K&E team re M&A process.
09/03/20	Douglas E. Bacon, P.C.	3.80	Analyze, review diligence and bid proposals (2.9); telephone conference re same (.9).
09/04/20	Douglas E. Bacon, P.C.	2.40	Analyze, review diligence and bid proposals (2.1); telephone conference re same (.3).
09/07/20	Douglas E. Bacon, P.C.	5.20	Review documents re bid matters (3.9); analyze same (1.3).
09/07/20	Enoch Varner	0.40	Analyze correspondence re illustrative timeline from merger counterparty.
09/08/20	Douglas E. Bacon, P.C.	5.00	Review documents re bid matters (3.8); analyze same (1.2).
09/08/20	Adam Louis Birnbaum	0.60	Telephone conference with K&E team, Company and advisor teams re merger and financing status.
09/08/20	Mitch McClellan	0.50	Prepare for and participate in telephone conference with Company re merger and financing status.
09/08/20	Aisha M. Noor	1.00	Telephone conference with Paul Weiss team re merger and financing status (.5); telephone conference with K&E team re same (.5).
09/08/20	David M. Thompson	0.70	Conference with E. Varner and C. Walker re potential merger.

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/08/20	Enoch Varner	1.50	Prepare for and attend telephone conferences with K&E team, working group re merger process status.
09/08/20	Camille Elizabeth Walker	0.70	Telephone conference with E. Varner and D. Thompson re status of case (.4); review correspondence with K&E team re issues list updates (.3).
09/09/20	Douglas E. Bacon, P.C.	4.70	Review bid materials (4.0); correspond with K&E team re same (.7).
09/09/20	Enoch Varner	0.50	Analyze correspondence re transaction process and timing.
09/10/20	Douglas E. Bacon, P.C.	5.40	Review documents re bidding matters (4.0); telephone conferences with Company, counterparties re same (1.4).
09/10/20	Adam Louis Birnbaum	1.50	Review and revise M&A comparison chart (.5); review and revise merger agreement (1.0).
09/10/20	Jordan M. Hartman	2.00	Review, analyze merger agreement (1.5); review summary tables (.5).
09/10/20	Stephen Jacobson, P.C.	0.30	Review, analyze merger agreement (.2); correspond with A. Weinhouse and K&E team re same (.1).
09/10/20	Daniel J. Kirksey	5.00	Review and analyze draft merger agreement (2.0); prepare and revise short and long form comparison analyses of same (2.0); correspond with K&E team re same (.6); review and analyze responses re same (.4).
09/10/20	Mitch McClellan	1.10	Analyze and revise merger agreement.
09/10/20	Jackson Phinney	1.20	Review and comment on merger agreement (1.1); correspond with S. Jones re same (.1).
09/10/20	Jeffrey S. Quinn	0.50	Review proposed agreement and compare to precedent.
09/10/20	Ian Sherwin	0.50	Review transaction agreement and summary chart.
09/10/20	David M. Thompson	4.80	Review revised merger agreement (3.6); prepare summary issues list and correspond with K&E team re same (1.2).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/10/20	Enoch Varner	8.50	Review merger agreement markup from M&A party (1.5); analyze correspondence re same (1.5); telephone conferences re status of case and merger process (.7); review draft summary of markup and prepare comments to same (4.0); attend telephone conference with J. Hughes re merger (.4); analyze correspondence re merger process (.4).
09/10/20	Camille Elizabeth Walker	6.40	Review and revise merger agreement (.4); draft issues list re merger agreement and review, revise same (3.0); analyze same (3.0).
09/11/20	Douglas E. Bacon, P.C.	4.70	Review documents re bid matters (3.3); analyze re same (1.4).
09/11/20	Jordan M. Hartman	0.50	Telephone conference with K&E team re merger agreement (.2); revise same (.3).
09/11/20	Stephen Jacobson, P.C.	1.60	Review merger agreement markup (.8); comment on same (.5); telephone conference with K&E team re same (.3).
09/11/20	Sydney Jones	0.50	Review and revise bid markup and chart.
09/11/20	Daniel J. Kirksey	5.30	Review and analyze correspondence from K&E team re draft merger agreement and analysis re same (.4); review and analyze draft merger agreement (1.9); prepare and revise comparison analyses of same (2.1); correspond with K&E team re same (.2); review and analyze responses re same (.2); prepare for and participate in telephone conference with K&E team re same (.5).
09/11/20	R.D. Kohut	0.50	Review revised bid and comparison chart.
09/11/20	Courtney Loyack	1.10	Review and revise merger agreement.
09/11/20	Jackson Phinney	0.40	Correspond with K&E team re merger agreement (.2); revise same (.2).
09/11/20	Jeffrey S. Quinn	1.00	Review, comment on revised merger agreement.
09/11/20	Ian Sherwin	0.50	Correspond with K&E team re transaction agreement.
09/11/20	David M. Thompson	4.30	Analyze merger agreement and revise issues list (3.8); telephone conference with K&E team re same (.5).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/11/20	Enoch Varner	7.70	Review revised merger agreement summary and prepare comments to same (4.8); telephone conference with Moelis, advisors re merger (.7); telephone conference with K&E team re status and work in progress (.8); review correspondence re merger agreement (.9); telephone conference with J. Hughes re status update (.5).
09/11/20	Camille Elizabeth Walker	7.20	Review and revise merger agreement issues list (3.5); analyze same (3.0); conference re same (.7).
09/11/20	Allyson Smith Weinhouse	3.30	Telephone conference with K&E, Company, Petrie, Moelis teams re merger counterparty (1.0); telephone conference with merger counterparty (2.3).
09/11/20	Allyson Smith Weinhouse	0.50	Correspond with K&E team re merger agreement.
09/12/20	Daniel J. Kirksey	6.60	Prepare for and participate in telephone conference with E. Varner re merger agreement (.2); review and analyze merger agreement issues list (1.0); review and analyze draft merger agreement (2.5); prepare and revise merger agreement (2.9).
09/12/20	Enoch Varner	9.30	Review merger agreement markup and prepare slides for inclusion in board materials (3.8); analyze same (4.0); correspond with K&E team re same (1.5).
09/12/20	Camille Elizabeth Walker	2.40	Review and revise merger agreement (2.0); telephone conference with D. Kirksey re same (.4).
09/13/20	Will W. Bos, P.C.	1.90	Telephone conference with advisors re merger transaction (.8); review purchase and sale agreement (1.1).
09/13/20	Bryan D. Flannery	0.50	Review merger agreement summary.
09/13/20	Daniel J. Kirksey	1.60	Prepare and revise merger agreement (1.0); review and analyze board presentation and correspond with K&E team re same (.6).
09/13/20	Mitch McClellan	0.30	Review and respond to correspondence re potential merger and financing implications.
09/13/20	Enoch Varner	2.20	Review, analyze correspondence re merger agreement (.8); review revised merger agreement (1.4).

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09/14/20	Will W. Bos, P.C.	1.80	Review proposed merger agreement (1.2); correspond with K&E team re same (.2); review proposed assignments of RBL interests (.4).
09/14/20	Bryan D. Flannery	1.80	Review and revise merger agreement.
09/14/20	Daniel J. Kirksey	1.00	Review and analyze K&E team revisions to merger agreement (.2); analyze correspondence from K&E team re same (.1); correspond with K&E team re same (.1); prepare for and participate in telephone conference with E. Varner and D. Thompson re board meeting and strategy (.4); review and analyze correspondence from PW team re merger agreement issues list (.2).
09/14/20	Mitch McClellan	0.60	Review and correspond re merger agreement.
09/14/20	Julian J. Seiguer, P.C.	3.80	Review and analyze corporate and securities matters.
09/14/20	Enoch Varner	1.80	Telephone conference with K&E team re merger status and work in process (.7); analyze correspondence from K&E team re merger agreement (.8); analyze correspondence with Paul Weiss re merger agreement (.3).
09/14/20	Camille Elizabeth Walker	3.40	Review and revise merger agreement (3.0); prepare for and participate in board telephone conference (partial) (.4).
09/15/20	Will W. Bos, P.C.	0.40	Correspond with K&E team re sales process and structure.
09/15/20	Bryan D. Flannery	1.00	Review, revise merger agreement (.7); correspond with K&E team re same (.3).
09/15/20	Daniel J. Kirksey	4.30	Prepare for and participate in telephone conference with K&E team and PW team re merger agreement status and process (1.0); prepare for and participate in telephone conference with K&E team re same (.3); review and analyze PW merger agreement issues list (.9); prepare and revise merger agreement and send analysis to K&E team re same (2.1).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/15/20	Andrew L. Lombardo	1.80	Telephone conference with UCC counsel re discovery request (.5); correspond with counterparty re non-disclosure agreement (.4); telephone conferences with E. Varner and M. Silverman re HPR diligence process and timing updates (.7); correspond with K&E team re diligence tasks (.2).
09/15/20	Mitch McClellan	0.40	Analyze and review target's financing documents.
09/15/20	Enoch Varner	6.50	Telephone conferences with C. Marcus, A. Weinhouse, Stroock, Paul Weis and advisors to unsecured creditors' committee re case and merger process (3.8); analyze matters re same (.8); analyze correspondence re diligence matters re same (.7); telephone conference with J. Hughes re merger update (.3); analyze bondholder non-disclosure agreement matters (.6); telephone conference with A. Lombardo re diligence matters (.3).
09/15/20	Camille Elizabeth Walker	5.40	Prepare for and participate in conference re merger agreement with Paul Weiss (1.3); prepare for and participate in conference with K&E team re merger agreement (.6); review and revise merger agreement (2.7); review due diligence request list precedent and conference re same (.8).
09/15/20	Allyson Smith Weinhouse	0.40	Telephone conference with T. Tyree re merger considerations (.2); correspond with D. Bacon, C. Marcus re same (.2).
09/16/20	Douglas E. Bacon, P.C.	6.20	Review merger agreement and documents (3.2); comment on same (2.2); telephone conferences with working group, K&E team re business terms (.8).
09/16/20	Daniel J. Kirksey	1.10	Prepare and revise merger agreement (.8); correspond with XOG and K&E team re same (.3).
09/16/20	Andrew L. Lombardo	1.80	Prepare diligence request list.
09/16/20	Aisha M. Noor	2.80	Analyze loan facility documentation re potential merger.

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/16/20	Enoch Varner	5.50	Telephone conference with D. Bacon re work in process (.4); analyze correspondence re key terms draft and financing (3.6); attend telephone conferences with K&E team, advisors re same, review merger agreement and prepare comments to same (1.5).
09/16/20	Camille Elizabeth Walker	5.50	Review and revise merger agreement (3.8); research precedent re equity adjustment mechanic (1.7).
09/16/20	Allyson Smith Weinhouse	1.30	Correspond with K&E team, Company re merger considerations (.2); telephone conference re same (1.1).
09/17/20	Douglas E. Bacon, P.C.	4.80	Review merger agreement, prepare comments (3.2); telephone conferences with K&E team re merger agreement, timeline with advisors, and merger counterparty's advisors (1.6).
09/17/20	Will W. Bos, P.C.	4.50	Review revised term sheet and prepare markup of same (3.0); telephone conferences with K&E team re financing (1.0); review assignment documents (.5).
09/17/20	Bryan D. Flannery	0.40	Attend telephone conference re transaction timeline.
09/17/20	Christopher S.C. Heasley	3.50	Review and analyze merger agreement (3.0); telephone conference with K&E team re same (.5).
09/17/20	Alia Y. Heintz	2.10	Review and comment on draft merger agreement.
09/17/20	Daniel J. Kirksey	9.80	Prepare for and participate in telephone conference with E. Christ and K&E team re merger agreement (1.3); review and analyze merger agreement (2.8); review and analyze correspondence from K&E team re same (.9); correspond with K&E team re same (.9) prepare and revise merger agreement (3.4); prepare for and participate in K&E team telephone conference re same (.5).
09/17/20	Andrew L. Lombardo	2.10	Telephone conference with K&E team re case, M&A process updates (.5); correspond with K&E team re counterparty diligence process (1.6).
09/17/20	Courtney Loyack	0.60	Review and revise merger agreement.
09/17/20	Christopher Marcus, P.C.	1.00	Telephone conference with advisors re M&A update.

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/17/20	Enoch Varner	10.60	Review merger agreement documents and prepare comments to same (4.0); analyze same (3.0); review correspondence and telephone conference with Company re same (2.1); telephone conference, review correspondence with counterparties re same (.9); analyze bondholder non-disclosure agreement matters (.6).
09/17/20	Camille Elizabeth Walker	6.00	Prepare for and participate in telephone conference with E. Christ re merger agreement (2.2); review and revise merger agreement (1.1); telephone conference with K&E team (.8); review and revise summary chart (1.9).
09/17/20	Allyson Smith Weinhouse	2.00	Telephone conference with UCC re M&A update (.6); follow-up with parties re same (.9); telephone conference with K&E team re discovery requests (.5).
09/18/20	Christopher S.C. Heasley	2.00	Review and analyze merger agreement (1.5); correspond with K&E team re same (.5).
09/18/20	Daniel J. Kirksey	4.90	Review and analyze correspondence from consultation and consent parties re revised merger agreement (.3); correspond with same re revised merger agreement (.4); correspond with K&E and XOG teams re merger agreement and disclosure schedules (.2); prepare for and participate in telephone conference with J. Tobias re revised draft (.1); review and analyze merger agreement (1.5); prepare and revise merger agreement schedules (2.4).
09/18/20	Andrew L. Lombardo	4.80	Coordinate with Petrie and TPH re K&E team access to HPR data room (.5); review data room files (1.0); telephone conference with E. Varner re diligence request list and data room review timing (.3); prepare mutual diligence request list (.6); telephone conference with C. Walker, E. Varner, D. Bacon re same (.4); review, revise Company capital raise counterparty non-disclosure agreement form (2.0).
09/18/20	Christopher Marcus, P.C.	1.20	Analyze M&A term sheet (.8); telephone conference with Petrie re same (.4).
09/18/20	Joe Tobias	2.40	Review, analyze merger agreement.

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/18/20	Enoch Varner	7.40	Review correspondence re key transaction terms (.4); review correspondence with bondholder group counsel (.3); telephone conferences with same, unsecured creditor committee counsel and lender counsel (.7); correspond with same re merger agreement (.5); review correspondence re unsolicited letter from third party (.9); review and revise due diligence request list (1.4); review correspondence re merger diligence (.3); correspond and telephone conference with Company re merger agreement (.8); telephone conference with K&E team re merger agreement (.6); review comments to merger agreement from consultation parties (1.5).
09/18/20	Camille Elizabeth Walker	2.30	Review and revise disclosure schedules (1.4); review and revise due diligence request list (.9).
09/18/20	Allyson Smith Weinhouse	0.70	Telephone conference with K&E team re UCC discovery requests.
09/19/20	Daniel J. Kirksey	3.10	Review and analyze correspondence from Bracewell, K&E and PW teams re merger agreement (1.2); correspond with same re merger agreement (.4); prepare and revise merger agreement (1.5).
09/19/20	Enoch Varner	0.90	Analyze correspondence re merger agreement from consultation parties.
09/20/20	Daniel J. Kirksey	4.20	Review and analyze correspondence from K&E team re merger agreement (1.0); correspond with K&E team re same (.2); prepare and revise merger agreement (2.5); correspond with opposing counsel and K&E teams re same (.5).
09/20/20	Enoch Varner	3.90	Analyze merger agreement documents and prepare comments re same.
09/20/20	Camille Elizabeth Walker	1.70	Review and revise merger agreement.
09/21/20	Douglas E. Bacon, P.C.	2.60	Analyze merger transaction documents.
09/21/20	Daniel J. Kirksey	1.60	Prepare and revise merger agreement disclosure schedules (.4); correspond with K&E team and Company re same (1.0); correspond with consultation parties re merger agreement (.2).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/21/20	Andrew L. Lombardo	1.70	Review Petrie, Moelis financing telephone conference script (.5); correspond with Petri, Moelis re same (.4); review and revise diligence request list (.4); telephone conference with Company re same (.4).
09/21/20	Enoch Varner	1.00	Analyze correspondence with advisors to unsecured creditors re merger agreement.
09/21/20	Enoch Varner	2.80	Review due diligence request list and prepare comments to same (1.5); analyze correspondence re telephone conference opposing counsel re midstream matters (1.3).
09/21/20	Camille Elizabeth Walker	1.20	Review and revise disclosure schedule skeleton.
09/21/20	Allyson Smith Weinhouse	2.60	Correspond with K&E team re M&A process.
09/22/20	Douglas E. Bacon, P.C.	3.70	Review, analyze transaction matters.
09/22/20	Christopher S.C. Heasley	1.00	Review merger agreement (.5); analyze same (.5).
09/22/20	Stephen Jacobson, P.C.	0.80	Review, analyze merger agreement (.3); telephone conference with counterparty re same (.5).
09/22/20	Christopher Marcus, P.C.	0.50	Telephone conference with J. Hues re M&A matters.
09/22/20	Jeffrey S. Quinn	0.80	Review, analyze revised agreement (.2); telephone conference with opposing counsel re open issues (.6).
09/22/20	Ian Sherwin	0.30	Correspond with K&E team re transaction agreement.
09/22/20	Enoch Varner	3.00	Telephone conference with advisors to merger counterparty (.7); correspond with K&E team re same (.6); correspond with counsel to merger counterparty re timeline (1.0); review correspondence re diligence request list (.7).
09/22/20	Camille Elizabeth Walker	0.60	Prepare for and attend telephone conference with K&E team.
09/23/20	Douglas E. Bacon, P.C.	3.40	Review, analyze transaction matters.
09/23/20	Christopher Marcus, P.C.	1.00	Telephone conference with merger counterparty re M&A (.7); telephone conference with B. Latif re M&A (.3).
09/23/20	Jeffrey S. Quinn	0.20	Review and analyze revised agreement.
09/23/20	Enoch Varner	2.50	Analyze materials and correspondences with merger counsel, K&E team re case timeline.

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/24/20	Douglas E. Bacon, P.C.	2.70	Analyze materials re confidential merger counterparty.
09/24/20	Andrew L. Lombardo	1.00	Telephone conference with full advisor group re ongoing M&A negotiations and upcoming filings.
09/24/20	Christopher Marcus, P.C.	0.70	Telephone conferences with Company, merger counsel re M&A.
09/24/20	Enoch Varner	1.30	Telephone conferences with K&E team re strategy, next steps (.8); telephone conferences re merger matters with confidential party (.5).
09/25/20	Douglas E. Bacon, P.C.	2.60	Review materials re confidential M&A party.
09/25/20	Christopher S.C. Heasley	0.50	Review, analyze merger agreement.
09/25/20	Christopher Marcus, P.C.	0.80	Telephone conference with K&E team re M&A matters.
09/27/20	Jeffrey S. Quinn	0.10	Review, analyze side by side analysis.
09/28/20	Douglas E. Bacon, P.C.	3.00	Analyze transaction matters.
09/28/20	Will W. Bos, P.C.	1.20	Review merger target financing documents.
09/28/20	Daniel J. Kirksey	2.20	Prepare for and participate in telephone conference with K&E team re financing issues with merger (.7); prepare for and participate in telephone conference with XOG and K&E teams re same (1.5).
09/28/20	Andrew L. Lombardo	3.20	Review HPR diligence requests (2.0); telephone conference with E. Varner and A&M team re diligence process (.4); review data room and prepare revised legal diligence request list (.8).
09/28/20	Aisha M. Noor	4.90	Analyze merger financing considerations and prepare flow chart re same (2.8); telephone conference with K&E team re merger financing considerations (.5); telephone conference with Company re same (1.6).
09/28/20	John Phelan	1.00	Review material documents (.5); prepare diligence request list (.5).
09/28/20	Enoch Varner	2.80	Telephone conference with K&E team re financing alternatives (.6); review, analyze materials re same, diligence (1.2); conferences with working group re strategy, next steps (1.0).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/28/20	Allyson Smith Weinhouse	2.10	Correspond with K&E team re merger transaction, Company inquiries (.7); telephone conference with K&E team re same (.6); telephone conference with Company re same (.8).
09/29/20	Douglas E. Bacon, P.C.	2.00	Analyze matters re transaction.
09/29/20	Will W. Bos, P.C.	1.40	Correspond with K&E team, Company re potential merger and related issues.
09/29/20	Mya Johnson	5.20	Review documents in virtual data room and update internal diligence request list (3.7); update A&M diligence list re same (1.5).
09/29/20	Andrew L. Lombardo	2.60	Telephone conference with UCC counsel re case and transaction updates (.6); review, revise diligence request list (1.5); review, revise A&M global diligence tracker (.5).
09/29/20	Mitch McClellan	0.90	Prepare for and participate in telephone conference with Company re merger financing alternatives (.5); prepare for and participate in telephone conference with K&E team re merger financing alternatives (.4).
09/29/20	Eric Mossor	3.70	Review diligence items on data room re diligence request list (2.6); draft summary of findings re same (1.1).
09/29/20	Aisha M. Noor	0.40	Telephone conference re merger financing considerations.
09/29/20	John Phelan	1.80	Review material documents (1.0); prepare diligence request list (.8).
09/29/20	Chimezie Udozorh	2.30	Revise DDRL re satisfied diligence requests.
09/29/20	Enoch Varner	3.50	Attend telephones conference with counsel to unsecured creditors committee counsel to bondholders re merger, deal status (2.1) Attend all-hands telephone conference (1.0); analyze correspondence re merger financing (.4).
09/29/20	Camille Elizabeth Walker	0.70	Prepare for and attend telephone conference with K&E team re M&A status.
09/30/20	Douglas E. Bacon, P.C.	2.00	Analyze matters re merger transaction.
09/30/20	Will W. Bos, P.C.	1.10	Telephone conference re merger financing.

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Use, Sale, and Disposition of Property

Invoice Number: 1250007502
 Matter Number: 18803-45

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/30/20	Andrew L. Lombardo	4.20	Review draft of K&E diligence request list (.7); revise A&M global diligence tracker re same (.9); draft MSD financing non-disclosure agreement, coordinate execution non-disclosure agreement amendment (2.1); telephone conference with Moelis team re same (.5).
09/30/20	Mitch McClellan	0.50	Prepare for and participate in telephone conference with Bracewell re financing scenarios for merger.
09/30/20	Aisha M. Noor	3.20	Telephone conference with Bracewell team re merger financing (.4); review negative covenants and events of default in credit facility (2.8).
Total		382.60	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

609 Main Street
Houston, TX 77002

FEIN 36-1326630

December 30, 2020

Extraction Oil & Gas, Inc.
11 Greenway Plaza
Houston, TX 77046

Attn: Eric J. Christ

Invoice Number: 1250007503

Client Matter: 18803-47

In the Matter of Expenses

For expenses incurred through September 30, 2020
(see attached Description of Expenses for detail)

\$ 211,731.91

Total expenses incurred

\$ 211,731.91

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Expenses

Invoice Number: 1250007503
 Matter Number: 18803-47

Description of Expenses

<u>Description</u>	<u>Amount</u>
Third Party Telephone Charges	1,197.76
Standard Copies or Prints	1,198.20
Tabs/Indexes/Dividers	86.19
Color Copies or Prints	2,513.50
4" Binders	13.00
Outside Messenger Services	392.92
Other Travel Expenses	323.72
Court Reporter Fee/Deposition	12,318.57
Other Court Costs and Fees	159.75
Professional Fees	114,428.08
Outside Computer Services	54,012.77
Outside Copy/Binding Services	3,258.62
Westlaw Research	15,435.55
LexisNexis Research	3,055.63
Secretarial Overtime	2,929.50
Document Services Overtime	166.25
Computer Database Research - Soft	241.90
Total	\$ 211,731.91

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Expenses

Invoice Number: 1250007503
 Matter Number: 18803-47

Description of Expenses

Third Party Telephone Charges

<u>Date</u>	<u>Description</u>	<u>Amount</u>
05/31/20	Intrado Enterprise Collaboration Inc - 1744717726	1.60
08/31/20	Intrado Enterprise Collaboration Inc - Teleconference	98.96
08/31/20	Intrado Enterprise Collaboration Inc - Teleconference	4.84
08/31/20	Intrado Enterprise Collaboration Inc - Teleconference	1.19
09/03/20	Allyson Smith Weinhouse - Allyson Smith Weinhouse, Teleconference, CourtCall hearing line. 09/03/2020	27.75
09/03/20	Allyson Smith Weinhouse - Allyson Smith Weinhouse, Teleconference, CourtCall hearing line. 09/03/2020	27.75
09/03/20	Jamie Alan Aycock - Jamie Alan Aycock, Teleconference, Attend Court hearing via telephone using CourtCall on September 3, 2020 09/03/2020	27.75
09/07/20	Jamie Alan Aycock - Jamie Alan Aycock, Internet, In flight Wi-Fi in order to address issues re case. 09/07/2020	12.00
09/15/20	Lydia Yale - Lydia Yale, Teleconference, CourtCall for hearing on Monday, September 14th, 2020 at 1:00pm ET (Kevin Liang attending) 09/15/2020	38.25
09/30/20	Intrado Enterprise Collaboration Inc - Conference calls for Mitch McClellan	3.16
09/30/20	Intrado Enterprise Collaboration Inc - Conference calls for Mitch McClellan	0.73
09/30/20	Intrado Enterprise Collaboration Inc - Teleconference	3.77
09/30/20	Intrado Enterprise Collaboration Inc - Teleconference	3.21
09/30/20	Intrado Enterprise Collaboration Inc - Teleconference	0.70
09/30/20	Intrado Enterprise Collaboration Inc - Teleconference	4.47
09/30/20	Intrado Enterprise Collaboration Inc - Teleconference	8.71
09/30/20	Intrado Enterprise Collaboration Inc - Telephone Conferences	2.29
09/30/20	Intrado Enterprise Collaboration Inc - Conference call	5.58
09/30/20	Intrado Enterprise Collaboration Inc - Conference call	6.90
09/30/20	Intrado Enterprise Collaboration Inc - Conference call	34.94
09/30/20	Intrado Enterprise Collaboration Inc - Conference call	3.30
09/30/20	Intrado Enterprise Collaboration Inc - Invoice for Teleconference	1.62
09/30/20	Intrado Enterprise Collaboration Inc - Invoice for Teleconference	1.08
09/30/20	Intrado Enterprise Collaboration Inc - Invoice for Teleconference	2.60

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Expenses

Invoice Number: 1250007503
 Matter Number: 18803-47

09/30/20	Intrado Enterprise Collaboration Inc - Invoice for Teleconference	0.11
09/30/20	Intrado Enterprise Collaboration Inc - Invoice for Teleconference	0.23
09/30/20	Intrado Enterprise Collaboration Inc - Conference call	6.29
09/30/20	Intrado Enterprise Collaboration Inc - Conference call	2.21
09/30/20	Intrado Enterprise Collaboration Inc - Conference call	1.18
09/30/20	Intrado Enterprise Collaboration Inc - Teleconference	2.73
09/30/20	Intrado Enterprise Collaboration Inc - Teleconference	0.78
09/30/20	Intrado Enterprise Collaboration Inc - Conference call	0.96
09/30/20	Intrado Enterprise Collaboration Inc - Conference call	14.36
09/30/20	Intrado Enterprise Collaboration Inc - Conference call	8.11
09/30/20	Intrado Enterprise Collaboration Inc - Conference call	1.10
09/30/20	Intrado Enterprise Collaboration Inc - Conference call	2.60
09/30/20	Intrado Enterprise Collaboration Inc - Conference call	2.31
09/30/20	Intrado Enterprise Collaboration Inc - Conference call	2.34
09/30/20	Intrado Enterprise Collaboration Inc - Teleconferences	154.41
09/30/20	Intrado Enterprise Collaboration Inc - Conference call	4.11
09/30/20	Intrado Enterprise Collaboration Inc - Intercall invoice for attorney Daniel Kirksey	6.75
09/30/20	Intrado Enterprise Collaboration Inc - Intercall invoice for attorney Daniel Kirksey	0.80
09/30/20	Intrado Enterprise Collaboration Inc - Intercall invoice for attorney Daniel Kirksey	0.01
09/30/20	Intrado Enterprise Collaboration Inc - Intercall invoice for attorney Daniel Kirksey	2.16
09/30/20	Intrado Enterprise Collaboration Inc - Telephone conference calls	0.50
09/30/20	Intrado Enterprise Collaboration Inc - Telephone conference calls	4.79
09/30/20	Intrado Enterprise Collaboration Inc - Teleconference	3.12
09/30/20	Intrado Enterprise Collaboration Inc - Telephone conference calls	6.38
09/30/20	Intrado Enterprise Collaboration Inc - Telephone conference calls	1.60
09/30/20	Intrado Enterprise Collaboration Inc - Telephone conference calls	1.07
09/30/20	Intrado Enterprise Collaboration Inc - Telephone conference calls	4.78
09/30/20	Intrado Enterprise Collaboration Inc - Telephone conference calls	1.22
09/30/20	Intrado Enterprise Collaboration Inc - Teleconference	65.87
09/30/20	Intrado Enterprise Collaboration Inc - Telephone Conferences	11.08
09/30/20	Intrado Enterprise Collaboration Inc - Invoice for Teleconference	3.64
09/30/20	Intrado Enterprise Collaboration Inc - Telephone Conferences	1.13
09/30/20	Intrado Enterprise Collaboration Inc - Invoice for Teleconference	1.27
09/30/20	Intrado Enterprise Collaboration Inc - teleconference	1.23

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Expenses

Invoice Number: 1250007503
 Matter Number: 18803-47

09/30/20	Intrado Enterprise Collaboration Inc - teleconference	8.52
09/30/20	Intrado Enterprise Collaboration Inc - Invoice for Teleconference	0.21
09/30/20	Intrado Enterprise Collaboration Inc - Invoice for Teleconference	0.71
09/30/20	Intrado Enterprise Collaboration Inc - Invoice for Teleconference	1.13
09/30/20	Intrado Enterprise Collaboration Inc - Invoice for Teleconference	1.23
09/30/20	Intrado Enterprise Collaboration Inc - Invoice for Teleconference	0.47
09/30/20	Intrado Enterprise Collaboration Inc - Invoice for Teleconference	4.45
09/30/20	Intrado Enterprise Collaboration Inc - Invoice for Teleconference	1.23
09/30/20	Intrado Enterprise Collaboration Inc - Invoice for Teleconference	2.76
09/30/20	Intrado Enterprise Collaboration Inc - Invoice for Teleconference	0.61
09/30/20	Intrado Enterprise Collaboration Inc - Invoice for Teleconference	3.30
09/30/20	Intrado Enterprise Collaboration Inc - Invoice for Teleconference	0.26
09/30/20	Intrado Enterprise Collaboration Inc - Invoice for Teleconference	4.36
09/30/20	Intrado Enterprise Collaboration Inc - Invoice for Teleconference	1.25
09/30/20	Intrado Enterprise Collaboration Inc - Invoice for Teleconference	0.06
09/30/20	Intrado Enterprise Collaboration Inc - Invoice for Teleconference	0.58
09/30/20	Intrado Enterprise Collaboration Inc - Invoice for Teleconference	8.32
09/30/20	Intrado Enterprise Collaboration Inc - Invoice for Teleconference	1.04
09/30/20	Intrado Enterprise Collaboration Inc - Invoice for Teleconference	9.73
09/30/20	Intrado Enterprise Collaboration Inc - Invoice for Teleconference	0.47
09/30/20	Intrado Enterprise Collaboration Inc - Intercall invoice for William Bos.	1.89
09/30/20	Intrado Enterprise Collaboration Inc - Conference call on 9-11-2020.	1.75
09/30/20	Intrado Enterprise Collaboration Inc - Conference Calls for Julian Seiguer	7.07
09/30/20	Intrado Enterprise Collaboration Inc - Teleconference	10.10
09/30/20	Intrado Enterprise Collaboration Inc - Conference call on 9-01-2020.	0.03
09/30/20	Intrado Enterprise Collaboration Inc - Conference call on 9-14-2020.	0.86
09/30/20	Intrado Enterprise Collaboration Inc - Conference calls: 9/15/2020 @ \$2.96 9/15/2020 @ \$18.84 9/28/2020 @ \$4.73	26.53
09/30/20	Intrado Enterprise Collaboration Inc - Conference call on 9-01-2020.	1.92
09/30/20	Intrado Enterprise Collaboration Inc - Invoice for Teleconference	2.61
09/30/20	Intrado Enterprise Collaboration Inc - Invoice for Teleconference	3.53
09/30/20	Intrado Enterprise Collaboration Inc - Invoice for Teleconference	8.50
09/30/20	Intrado Enterprise Collaboration Inc - Invoice for Teleconference	1.36

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Expenses

Invoice Number: 1250007503
 Matter Number: 18803-47

09/30/20	Intrado Enterprise Collaboration Inc - Invoice for Teleconference	0.23
09/30/20	Intrado Enterprise Collaboration Inc - Invoice for Teleconference	3.83
09/30/20	Intrado Enterprise Collaboration Inc - Invoice for Teleconference	1.46
09/30/20	Intrado Enterprise Collaboration Inc - Invoice for Teleconference	0.06
09/30/20	Intrado Enterprise Collaboration Inc - Invoice for Teleconference	1.12
09/30/20	Intrado Enterprise Collaboration Inc - Invoice for Teleconference	5.85
09/30/20	Intrado Enterprise Collaboration Inc - Telephone conference calls	2.56
09/30/20	Intrado Enterprise Collaboration Inc - Telephone conference calls	0.39
09/30/20	Intrado Enterprise Collaboration Inc - Telephone conference calls	7.43
09/30/20	Intrado Enterprise Collaboration Inc - Telephone conference calls	6.28
09/30/20	Intrado Enterprise Collaboration Inc - Telephone conference calls	0.68
09/30/20	Lydia Yale - Lydia Yale, Teleconference, CourtCall for hearing on Tuesday, June 16th, 2020 at 1:00pm ET (Anna Rotman attending) 09/30/2020	33.00
09/30/20	Intrado Enterprise Collaboration Inc - Teleconference	251.87
09/30/20	Intrado Enterprise Collaboration Inc - Telephone conference calls	4.67
09/30/20	Intrado Enterprise Collaboration Inc - Telephone conference calls	8.61
09/30/20	Intrado Enterprise Collaboration Inc - Telephone conference calls	7.95
09/30/20	Intrado Solutions Limited - Intrado Conference Call Charges - Alexander Rayner - September 2020	1.29
09/30/20	Intrado Enterprise Collaboration Inc - Teleconferences	2.10
09/30/20	Intrado Enterprise Collaboration Inc - Teleconferences	0.59
09/30/20	Intrado Enterprise Collaboration Inc - Telephone conference calling expense.	32.09
09/30/20	Intrado Enterprise Collaboration Inc - 1744768275	52.58
09/30/20	Intrado Enterprise Collaboration Inc - Conference call	4.30
09/30/20	Intrado Enterprise Collaboration Inc - Telephone conference calls	3.71
09/30/20	Intrado Enterprise Collaboration Inc - Telephone conference calls	3.89
	Total	1,197.76

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Expenses

Invoice Number: 1250007503
 Matter Number: 18803-47

Standard Copies or Prints

<u>Date</u>	<u>Description</u>	<u>Amount</u>
09/01/20	Standard Copies or Prints	101.40
09/01/20	Standard Copies or Prints	101.40
09/11/20	Standard Copies or Prints	6.20
09/11/20	Standard Copies or Prints	6.20
09/16/20	Standard Copies or Prints	32.20
09/17/20	Standard Copies or Prints	6.30
09/17/20	Standard Copies or Prints	8.40
09/18/20	Standard Copies or Prints	11.60
09/18/20	Standard Copies or Prints	5.30
09/18/20	Standard Copies or Prints	5.00
09/21/20	Standard Copies or Prints	1.90
09/21/20	Standard Copies or Prints	3.80
09/22/20	Standard Copies or Prints	183.50
09/23/20	Standard Copies or Prints	2.30
09/25/20	Standard Copies or Prints	633.00
09/29/20	Standard Copies or Prints	22.60
09/30/20	Standard Copies or Prints	12.10
09/30/20	Standard Copies or Prints	27.30
09/30/20	Standard Copies or Prints	27.70
	Total	1,198.20

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Expenses

Invoice Number: 1250007503
 Matter Number: 18803-47

Tabs/Indexes/Dividers

<u>Date</u>	<u>Description</u>	<u>Amount</u>
09/01/20	Tabs/Indexes/Dividers	10.92
09/01/20	Tabs/Indexes/Dividers	10.27
09/16/20	Tabs/Indexes/Dividers	3.25
09/18/20	Tabs/Indexes/Dividers	0.52
09/21/20	Tabs/Indexes/Dividers	0.91
09/22/20	Tabs/Indexes/Dividers	19.24
09/25/20	Tabs/Indexes/Dividers	35.88
09/29/20	Tabs/Indexes/Dividers	3.64
09/30/20	Tabs/Indexes/Dividers	1.56
	Total	86.19

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Expenses

Invoice Number: 1250007503
 Matter Number: 18803-47

Color Copies or Prints

<u>Date</u>	<u>Description</u>	<u>Amount</u>
09/11/20	Color Copies or Prints	239.80
09/11/20	Color Copies or Prints	239.80
09/16/20	Color Copies or Prints	180.95
09/17/20	Color Copies or Prints	171.60
09/17/20	Color Copies or Prints	298.10
09/18/20	Color Copies or Prints	182.05
09/18/20	Color Copies or Prints	82.50
09/23/20	Color Copies or Prints	6.05
09/29/20	Color Copies or Prints	333.30
09/30/20	Color Copies or Prints	144.10
09/30/20	Color Copies or Prints	491.70
09/30/20	Color Copies or Prints	143.55
	Total	2,513.50

Legal Services for the Period Ending September 30, 2020
Extraction Oil & Gas, Inc.
Expenses

Invoice Number: 1250007503
Matter Number: 18803-47

4" Binders

<u>Date</u>	<u>Description</u>	<u>Amount</u>
09/25/20	4" Binders	13.00
	Total	13.00

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Expenses

Invoice Number: 1250007503
 Matter Number: 18803-47

Outside Messenger Services

<u>Date</u>	<u>Description</u>	<u>Amount</u>
09/25/20	MACH 5 COURIERS INC - Mary DeVaney to Doug Bacon on 9/11/20	27.80
09/25/20	MACH 5 COURIERS INC - Mike Cross to Anna Rotman on 9/25/20	49.25
09/25/20	MACH 5 COURIERS INC - KeAndre Simon to Doug Bacon on 9/18/20	82.00
09/30/20	Washington Express LLC - Messenger service	66.38
09/30/20	Washington Express LLC - Messenger service	116.99
09/30/20	BREAKAWAY COURIER SYSTEMS - Messenger services for 9/30 courier to Jeff D. Makhholm, Ph.D	50.50
	Total	392.92

Legal Services for the Period Ending September 30, 2020
Extraction Oil & Gas, Inc.
Expenses

Invoice Number: 1250007503
Matter Number: 18803-47

Other Travel Expenses

<u>Date</u>	<u>Description</u>	<u>Amount</u>
09/18/20	Manny Rodriguez - Manny Rodriguez, Mileage, New York 809.65 miles Delivery of Documents 09/18/2020	310.82
09/19/20	Manny Rodriguez - Manny Rodriguez, Toll, Delivery of Documents 09/19/2020	12.90
	Total	323.72

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Expenses

Invoice Number: 1250007503
 Matter Number: 18803-47

Court Reporter Fee/Deposition

<u>Date</u>	<u>Description</u>	<u>Amount</u>
09/25/20	VERITEXT - Deposition transcript of Don Robinson	2,255.80
09/28/20	VERITEXT - Deposition transcript of Suede Kelly.	4,040.25
09/28/20	VERITEXT - Deposition transcript of David J. Haag	2,470.30
09/29/20	US LEGAL SUPPORT - Deposition transcript of Matt Owens	901.92
09/29/20	VERITEXT - Deposition transcript of Rogan McGillis	2,650.30
	Total	12,318.57

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Expenses

Invoice Number: 1250007503
 Matter Number: 18803-47

Other Court Costs and Fees

<u>Date</u>	<u>Description</u>	<u>Amount</u>
09/03/20	COURTCALL LLC - Courtcall for hearing on Tuesday, September 1st, 2020 at 11:00AM ET	33.00
09/08/20	COURTCALL LLC - CourtCall for hearing on Thursday, September 3rd, 2020 at 11:00AM ET	27.75
09/08/20	COURTCALL LLC - CourtCall for hearing on Thursday, September 3rd, 2020 at 11:00AM ET	33.00
09/15/20	COURTCALL LLC - CourtCall for hearing on Monday, September 14th, 2020 at 1:00pm ET	33.00
09/29/20	COURTCALL LLC - CourtCall for hearing on Friday, September 25th, 2020 at 1:00pm ET	33.00
	Total	159.75

Legal Services for the Period Ending September 30, 2020
Extraction Oil & Gas, Inc.
Expenses

Invoice Number: 1250007503
Matter Number: 18803-47

Professional Fees

<u>Date</u>	<u>Description</u>	<u>Amount</u>
09/20/20	LEGALPEOPLE - Document review for discovery productions.	54,966.69
09/27/20	LEGALPEOPLE - Document review for discovery productions.	59,461.39
	Total	114,428.08

Legal Services for the Period Ending September 30, 2020
Extraction Oil & Gas, Inc.
Expenses

Invoice Number: 1250007503
Matter Number: 18803-47

Outside Computer Services

<u>Date</u>	<u>Description</u>	<u>Amount</u>
09/06/20	LEGALPEOPLE - Document review.	16,037.81
09/13/20	LEGALPEOPLE - Document review.	25,642.26
09/19/20	SANDLINE DISCOVERY LLC - Process and export documents; run multiple search term reports and batches, etc.	12,332.70
	Total	54,012.77

Legal Services for the Period Ending September 30, 2020
Extraction Oil & Gas, Inc.
Expenses

Invoice Number: 1250007503
Matter Number: 18803-47

Outside Copy/Binding Services

<u>Date</u>	<u>Description</u>	<u>Amount</u>
09/23/20	FLASH DATA LLC - Printing and binding	482.91
09/23/20	FLASH DATA LLC - Printing and binding.	2,216.27
09/23/20	FLASH DATA LLC - Printing and binding.	559.44
	Total	3,258.62

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Expenses

Invoice Number: 1250007503
 Matter Number: 18803-47

Westlaw Research

<u>Date</u>	<u>Description</u>	<u>Amount</u>
08/12/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Burkhalter, Christopher Steven on 8/12/2020	193.99
08/12/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Liang, Kevin on 8/12/2020	131.24
09/01/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Leonard, Angela on 9/1/2020	24.96
09/01/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Briefel, Simon on 9/1/2020	404.62
09/02/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Menefee, Christian on 9/2/2020	94.31
09/02/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Burkhalter, Christopher Steven on 9/2/2020	262.97
09/03/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Womack, Dustin on 9/3/2020	163.54
09/03/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Burkhalter, Christopher Steven on 9/3/2020	131.49
09/03/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Aycok, Jamie on 9/3/2020	96.15
09/03/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Sills, Rebekah on 9/3/2020	120.45
09/04/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Swager, Evan on 9/4/2020	57.55
09/04/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Sills, Rebekah on 9/4/2020	64.10
09/04/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Liang, Kevin on 9/4/2020	115.11
09/04/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Burkhalter, Christopher Steven on 9/4/2020	439.77
09/05/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Sills, Rebekah on 9/5/2020	91.16
09/05/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Briefel, Simon on 9/5/2020	19.18
09/07/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Womack, Dustin on 9/7/2020	18.78

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Expenses

Invoice Number: 1250007503
 Matter Number: 18803-47

09/08/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Sills, Rebekah on 9/8/2020	18.78
09/09/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Jones, James Grant on 9/9/2020	37.57
09/09/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Womack, Dustin on 9/9/2020	37.57
09/10/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Courts, Adrienne on 9/10/2020	5.65
09/10/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Menefee, Christian on 9/10/2020	217.13
09/10/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Jones, James Grant on 9/10/2020	75.13
09/10/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Womack, Dustin on 9/10/2020	300.54
09/11/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Womack, Dustin on 9/11/2020	53.59
09/11/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by O'Callaghan, Orla Patricia on 9/11/2020	18.78
09/12/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Womack, Dustin on 9/12/2020	37.57
09/13/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by O'Callaghan, Orla Patricia on 9/13/2020	72.38
09/13/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Smith, Allyson on 9/13/2020	19.18
09/14/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Young, Kenneth on 9/14/2020	323.26
09/14/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Menefee, Christian on 9/14/2020	169.05
09/15/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Liang, Kevin on 9/15/2020	186.21
09/15/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by O'Callaghan, Orla Patricia on 9/15/2020	18.78
09/15/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Young, Kenneth on 9/15/2020	999.61
09/15/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Jones, James Grant on 9/15/2020	245.76

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Expenses

Invoice Number: 1250007503
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09/15/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Womack, Dustin on 9/15/2020	185.08
09/15/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Wacker, Mary Ann on 9/15/2020	541.97
09/16/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Young, Kenneth on 9/16/2020	605.28
09/16/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Womack, Dustin on 9/16/2020	227.11
09/16/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by O'Callaghan, Orla Patricia on 9/16/2020	37.57
09/16/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Wacker, Mary Ann on 9/16/2020	235.39
09/17/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Jones, James Grant on 9/17/2020	262.71
09/17/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Young, Kenneth on 9/17/2020	16.02
09/17/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Womack, Dustin on 9/17/2020	112.70
09/18/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Young, Kenneth on 9/18/2020	208.85
09/18/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Womack, Dustin on 9/18/2020	535.92
09/18/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Jones, James Grant on 9/18/2020	325.89
09/19/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Womack, Dustin on 9/19/2020	16.02
09/19/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Young, Kenneth on 9/19/2020	50.83
09/20/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Joya, Ammaar on 9/20/2020	149.42
09/20/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Young, Kenneth on 9/20/2020	32.05
09/21/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Womack, Dustin on 9/21/2020	222.65
09/21/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Young, Kenneth on 9/21/2020	47.16

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
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Invoice Number: 1250007503
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09/21/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Courts, Adrienne on 9/21/2020	203.34
09/21/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Benton, Diana on 9/21/2020	262.97
09/21/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Aycock, Jamie on 9/21/2020	18.78
09/22/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Womack, Dustin on 9/22/2020	48.07
09/22/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Joya, Ammaar on 9/22/2020	112.07
09/22/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Menefee, Christian on 9/22/2020	159.86
09/22/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Jones, James Grant on 9/22/2020	403.78
09/22/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Liang, Kevin on 9/22/2020	150.66
09/22/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Leonard, Angela on 9/22/2020	93.92
09/23/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Liang, Kevin on 9/23/2020	57.55
09/23/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Menefee, Christian on 9/23/2020	37.57
09/23/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Jones, James Grant on 9/23/2020	69.62
09/23/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Joya, Ammaar on 9/23/2020	74.71
09/24/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Womack, Dustin on 9/24/2020	158.02
09/24/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Swager, Evan on 9/24/2020	385.30
09/24/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Dickerson, Nikki on 9/24/2020	1,014.98
09/24/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Liang, Kevin on 9/24/2020	598.88
09/24/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Jones, James Grant on 9/24/2020	550.25

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Expenses

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09/25/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Benton, Diana on 9/25/2020	93.92
09/25/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Liang, Kevin on 9/25/2020	262.95
09/25/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Jones, James Grant on 9/25/2020	80.13
09/25/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Aycock, Jamie on 9/25/2020	16.02
09/25/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Young, Kenneth on 9/25/2020	72.38
09/25/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Womack, Dustin on 9/25/2020	611.06
09/26/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Joya, Ammaar on 9/26/2020	37.36
09/26/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Aycock, Jamie on 9/26/2020	37.57
09/26/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Jones, James Grant on 9/26/2020	50.83
09/27/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Jones, James Grant on 9/27/2020	34.81
09/28/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Womack, Dustin on 9/28/2020	66.86
09/29/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Benton, Diana on 9/29/2020	93.92
09/30/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Benton, Diana on 9/30/2020	18.78
09/30/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Womack, Dustin on 9/30/2020	75.14
09/30/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Young, Kenneth on 9/30/2020	56.35
09/30/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Aycock, Jamie on 9/30/2020	53.59
09/30/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Menefee, Christian on 9/30/2020	295.02
	Total	15,435.55

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
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Invoice Number: 1250007503
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LexisNexis Research

<u>Date</u>	<u>Description</u>	<u>Amount</u>
09/01/20	LEXISNEXIS - LexisNexis Research on 9/1/2020 by Ross Fiedler	264.08
09/08/20	LEXISNEXIS - LexisNexis Research on 9/8/2020 by Dustin Womack	28.81
09/14/20	LEXISNEXIS - LexisNexis Research on 9/14/2020 by Ross Fiedler	212.38
09/15/20	LEXISNEXIS - LexisNexis Research on 9/15/2020 by Mary Ann Wacker	1,147.94
09/16/20	LEXISNEXIS - LexisNexis Research on 9/16/2020 by Mary Ann Wacker	112.09
09/17/20	LEXISNEXIS - LexisNexis Research on 9/17/2020 by Mary Ann Wacker	28.81
09/18/20	LEXISNEXIS - LexisNexis Research on 9/18/2020 by Dustin Womack	217.66
09/21/20	LEXISNEXIS - LexisNexis Research on 9/21/2020 by Angela Leonard	326.48
09/22/20	LEXISNEXIS - LexisNexis Research on 9/22/2020 by Angela Leonard	108.82
09/25/20	LEXISNEXIS - LexisNexis Research on 9/25/2020 by Grant Jones	108.95
09/25/20	LEXISNEXIS - LexisNexis Research on 9/25/2020 by Mary Ann Wacker	137.63
09/26/20	LEXISNEXIS - LexisNexis Research on 9/26/2020 by Grant Jones	224.35
09/30/20	LEXISNEXIS - LexisNexis Research on 9/30/2020 by Dustin Womack	137.63
	Total	3,055.63

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Expenses

Invoice Number: 1250007503
 Matter Number: 18803-47

Secretarial Overtime

<u>Date</u>	<u>Description</u>	<u>Amount</u>
09/01/20	Secretarial Overtime, Doc. Prep. - Cross Referencing	315.00
09/15/20	Secretarial Overtime, Trial Support	31.50
09/21/20	Secretarial Overtime, Trial Support	519.75
09/22/20	Secretarial Overtime, Deposition Preparation	157.50
09/23/20	Secretarial Overtime, Doc. Prep.- Proofread	472.50
09/24/20	Secretarial Overtime, Trial Support	173.25
09/28/20	Secretarial Overtime, Trial Preparation	441.00
09/29/20	Secretarial Overtime, Trial Preparation	441.00
09/30/20	Secretarial Overtime, Trial Preparation	378.00
	Total	2,929.50

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Expenses

Invoice Number: 1250007503
 Matter Number: 18803-47

Document Services Overtime

<u>Date</u>	<u>Description</u>	<u>Amount</u>
09/08/20	Convert from PDF to Word - : Brief/Pleading(s)	35.83
09/10/20	Convert from PDF to Word - : Brief/Pleading(s)	58.76
09/15/20	Convert from PDF to Word - : Document(s)	42.28
09/22/20	Convert from PDF to Word - : Brief/Pleading(s)	23.65
09/27/20	Format and revise : Report(s)	5.73
	Total	166.25

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Expenses

Invoice Number: 1250007503
 Matter Number: 18803-47

Computer Database Research - Soft

<u>Date</u>	<u>Description</u>	<u>Amount</u>
09/01/20	PACER Usage for 09/2020	0.50
09/01/20	PACER Usage for 09/2020	8.70
09/01/20	PACER Usage for 09/2020	109.20
09/01/20	PACER Usage for 09/2020	9.20
09/01/20	PACER Usage for 09/2020	75.90
09/01/20	PACER Usage for 09/2020	7.50
09/01/20	PACER Usage for 09/2020	18.20
09/01/20	PACER Usage for 09/2020	12.70
	Total	241.90

TOTAL EXPENSES **\$ 211,731.91**

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

609 Main Street
Houston, TX 77002

FEIN 36-1326630

December 30, 2020

Extraction Oil & Gas, Inc.
11 Greenway Plaza
Houston, TX 77046

Attn: Eric J. Christ

Invoice Number: 1250007504
Client Matter: 18803-49

In the Matter of Schedules/SOFA

For legal services rendered through September 30, 2020
(see attached Description of Legal Services for detail)

\$ 12,588.50

Total legal services rendered

\$ 12,588.50

Legal Services for the Period Ending September 30, 2020
Extraction Oil & Gas, Inc.
Schedules/SOFA

Invoice Number: 1250007504
Matter Number: 18803-49

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Kevin Liang	9.90	740.00	7,326.00
Allyson Smith Weinhouse	4.50	1,035.00	4,657.50
Lydia Yale	2.20	275.00	605.00
TOTALS	16.60		\$ 12,588.50

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Schedules/SOFA

Invoice Number: 1250007504
 Matter Number: 18803-49

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/21/20	Kevin Liang	0.40	Review and analyze issues re U.S. Trustee objection to motion to seal (.2); correspond with K&E team and WTP re same (.2).
09/22/20	Kevin Liang	2.90	Draft reply to U.S. Trustee objection to motion to seal (2.6); correspond with K&E team re precedent re same (.3).
09/22/20	Lydia Yale	2.20	Research replies to objections re schedules (1.2); draft same (1.0).
09/23/20	Kevin Liang	1.50	Review and revise reply re U.S. Trustee objection to motion to seal.
09/23/20	Allyson Smith Weinhouse	0.80	Correspond with K&E team re SoFAs under seal (.2); review and comment on reply re sealing motion (.4); telephone conference with Company re SoFAs (.2).
09/24/20	Kevin Liang	0.20	Correspond with K&E team and WTP re reply to U.S. Trustee objection.
09/25/20	Kevin Liang	1.70	Review and revise reply to U.S. Trustee objection re motion to seal (1.4); correspond with K&E team re same (.3).
09/28/20	Kevin Liang	1.60	Correspond with K&E team and Company re reply to U.S. Trustee objection to motion to seal (.3); review, revise same (1.1); correspond with Stroock, PW and Bracewell re same (.2).
09/28/20	Allyson Smith Weinhouse	2.50	Correspond with K. Liang re sealing reply (.5); review same (.9); research re same (1.1).
09/29/20	Allyson Smith Weinhouse	1.20	Correspond with K. Liang re sealing reply (.3); comment on same (.4); coordinate filing of same (.2); correspond with PW, Bracewell, UCC re same (.3).
09/30/20	Kevin Liang	1.60	Draft hearing talking points re sealing motion (1.4); correspond with A. Weinhouse re same (.2).
Total		16.60	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

609 Main Street
Houston, TX 77002

FEIN 36-1326630

December 30, 2020

Extraction Oil & Gas, Inc.
11 Greenway Plaza
Houston, TX 77046

Attn: Eric J. Christ

Invoice Number: 1250007505

Client Matter: 18803-50

In the Matter of Rights Offering/Exit Financing

For legal services rendered through September 30, 2020
(see attached Description of Legal Services for detail)

\$ 142,120.50

Total legal services rendered

\$ 142,120.50

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Rights Offering/Exit Financing

Invoice Number: 1250007505
 Matter Number: 18803-50

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Adam Louis Birnbaum	27.80	740.00	20,572.00
Will W. Bos, P.C.	24.20	1,545.00	37,389.00
Stephanie Cohen	0.20	845.00	169.00
Andrew L. Lombardo	1.00	965.00	965.00
Courtney Loyack	2.50	785.00	1,962.50
Christopher Marcus, P.C.	1.30	1,635.00	2,125.50
Mitch McClellan	22.90	1,135.00	25,991.50
Arthur Patrick Muszynski	1.00	740.00	740.00
Aisha M. Noor	39.30	965.00	37,924.50
Orla Patricia O'Callaghan	1.00	835.00	835.00
Anna G. Rotman, P.C.	1.30	1,425.00	1,852.50
Enoch Varner	2.60	1,195.00	3,107.00
Allyson Smith Weinhouse	8.20	1,035.00	8,487.00
TOTALS	133.30		\$ 142,120.50

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Rights Offering/Exit Financing

Invoice Number: 1250007505
 Matter Number: 18803-50

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/03/20	Adam Louis Birnbaum	1.00	Review, analyze key dates and deadlines and prepare for telephone conference with K&E team re rights offering (.2); telephone conference with K&E team, Company and advisor teams re status, deal (.8).
09/04/20	Anna G. Rotman, P.C.	0.30	Telephone conference with K&E team re UCC backstop issues.
09/09/20	Adam Louis Birnbaum	0.80	Review and revise exit term sheet comparison chart.
09/10/20	Adam Louis Birnbaum	2.00	Review and revise fee tracker (.7); telephone conference with K&E team, Company and advisor teams re financing, rights offering, midstream and bids (1.3).
09/10/20	Mitch McClellan	0.80	Analyze and revise exit fee and commitment letters.
09/10/20	Aisha M. Noor	2.00	Analyze and review initial draft of commitment letter (1.5); telephone conference with K&E team re same (.5).
09/11/20	Adam Louis Birnbaum	0.70	Review and analyze DIP schedules to pre-petition RBL schedules re lender status.
09/11/20	Andrew L. Lombardo	1.00	Gather relevant documents re UCC discovery request re backstop commitment agreement negotiations.
09/11/20	Mitch McClellan	0.80	Analyze and revise exit commitment and fee letters.
09/11/20	Aisha M. Noor	7.10	Review, comment on commitment letter (1.7); review, comment on agent fee letter (1.5); review, comment on lender fee letter (1.4); analyze issues re same (2.5).
09/12/20	Arthur Patrick Muszynski	0.60	Correspond with K&E team re rights offering procedures (.4); draft and review correspondence re same (.2).
09/13/20	Stephanie Cohen	0.20	Review correspondence re backstop motion.
09/13/20	Christopher Marcus, P.C.	0.80	Telephone conference with Petrie, Moelis re exit financing.
09/13/20	Enoch Varner	0.30	Attend telephone conference with advisors re financing options.
09/13/20	Allyson Smith Weinhouse	1.00	Telephone conference with advisor group re exit financing.

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Rights Offering/Exit Financing

Invoice Number: 1250007505
 Matter Number: 18803-50

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/14/20	Adam Louis Birnbaum	1.00	Review and analyze exit facility commitment letter, agent letter and fee letter.
09/14/20	Aisha M. Noor	3.00	Review, comment on commitment letter, fee letters (2.4); correspond with Moelis team re same (.2); further revise comments to commitment letter (.4).
09/15/20	Adam Louis Birnbaum	2.50	Review and analyze draft RBL facility re consent rights and change of control (1.0); review, revise and analyze commitment letter (1.0); review and analyze disclosure statement re exit facility (.5).
09/15/20	Will W. Bos, P.C.	1.80	Correspond with K&E team re financing terms and documentation.
09/15/20	Arthur Patrick Muszynski	0.40	Analyze and review rights offering procedures (.2); draft and review correspondence re same (.2).
09/15/20	Aisha M. Noor	2.50	Telephone conference with Moelis team re strategy (.5); revise commitment letter re Moelis comments (.5); review recent merger counterparty's 8-Ks (1.5).
09/16/20	Adam Louis Birnbaum	5.50	Review and analyze credit agreement re change in control and prepayment provisions (1.0); draft and revise key credit agreement comparison chart re credit agreement (4.5).
09/16/20	Will W. Bos, P.C.	1.40	Revise exit facility term sheet.
09/16/20	Mitch McClellan	1.20	Analyze and revise exit term sheet.
09/16/20	Aisha M. Noor	1.50	Review revised draft exit term sheet.
09/16/20	Allyson Smith Weinhouse	3.70	Correspond with working group re financing (1.4); telephone conferences with working group re same (1.0); analyze correspondence re same (1.3).
09/17/20	Adam Louis Birnbaum	1.20	Review and analyze exit facility term sheet (.7); telephone conference with K&E team, extraction and advisor teams (.5).
09/17/20	Mitch McClellan	6.00	Analyze and revise exit term sheet.
09/17/20	Aisha M. Noor	5.30	Revise exit term sheet (3.8); telephone conference with Moelis team re proposed comments to same (.7); revise same (.8).
09/18/20	Adam Louis Birnbaum	3.00	Review, revise and analyze exit facility term sheet and commitment letter (1.5); telephone conference with K&E team, Company and Moelis teams re same (1.0); review and revise fee letter (.5).

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Rights Offering/Exit Financing

Invoice Number: 1250007505
 Matter Number: 18803-50

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/18/20	Will W. Bos, P.C.	3.60	Telephone conferences with K&E team re financing (2.2); revise exit term sheet (1.4).
09/18/20	Courtney Loyack	2.50	Review and revise credit agreement.
09/18/20	Mitch McClellan	2.30	Prepare for and participate in telephone conference with Company re term sheet (1.2); analyze and revise same (1.1).
09/18/20	Aisha M. Noor	2.70	Comment on commitment letter and fee letter (.3); correspond with opposing counsel re same (.4); prepare for and attend telephone conference with Company and financial advisors re exit term sheet (1.8); review exit term sheet comments and circulate to Company and bondholders' counsel (.2).
09/21/20	Will W. Bos, P.C.	2.90	Telephone conference with advisor (1.1); negotiate exit financing (1.8).
09/21/20	Mitch McClellan	0.50	Prepare for and participate in telephone conference with financial advisors and Company re financing scenarios.
09/21/20	Aisha M. Noor	1.30	Prepare for and attend telephone conference with financial advisors and Company re financing.
09/21/20	Allyson Smith Weinhouse	2.10	Correspond re rights offering, exit financing (.6); review and analyze documents re same (1.5).
09/22/20	Adam Louis Birnbaum	0.50	Analyze and correspond re exit term sheet (.2); review and analyze exit facility term sheet (.3).
09/22/20	Will W. Bos, P.C.	1.00	Analyze precedent re proposed financing terms.
09/22/20	Mitch McClellan	1.00	Analyze and revise exit RBL term sheet (.6); prepare for and participate in telephone conference with Company and advisors (.4).
09/22/20	Aisha M. Noor	1.10	Telephone conference with K&E team (.8); review previous board materials (.3).
09/23/20	Adam Louis Birnbaum	1.50	Review and analyze exit facility term sheet re noteholders' comments (1.0); telephone conference with K&E team, Company and Moelis teams re same (.5).
09/23/20	Will W. Bos, P.C.	0.80	Telephone conference with Company, Moelis re exit term sheet.

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Rights Offering/Exit Financing

Invoice Number: 1250007505
 Matter Number: 18803-50

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/23/20	Mitch McClellan	1.10	Prepare for and participate in telephone conference with Company, Moelis re exit term sheet (.5); review and respond to correspondence re same (.6).
09/23/20	Aisha M. Noor	0.60	Telephone conference with Company, Moelis and K&E team re exit term sheet.
09/23/20	Orla Patricia O'Callaghan	1.00	Attend telephone conference with Stroock and Moelis re backstop commitment agreement issues.
09/23/20	Anna G. Rotman, P.C.	1.00	Telephone conference with Committee re backstop and rights offering.
09/23/20	Allyson Smith Weinhouse	0.50	Telephone conference with Moelis and Company re exit term sheet.
09/24/20	Adam Louis Birnbaum	1.20	Review and analyze liquidity slide, key dates and deadlines in preparation of telephone conference with K&E team (.3); telephone conference with K&E team, Company and advisor teams (.5); review and analyze exit RBL term sheet issues grid (.4).
09/24/20	Will W. Bos, P.C.	1.40	Telephone conference with K&E team (.8); correspond re open items on finance terms (.6).
09/24/20	Mitch McClellan	1.20	Analyze and revise summary grid re RBL exit financing (.8); correspond with K&E team re same (.4).
09/24/20	Aisha M. Noor	3.00	Revise exit term sheet and circulate to Company and advisors (.7); prepare issues list grid re same (1.8); telephone conference with K&E team re same (.5).
09/25/20	Will W. Bos, P.C.	2.60	Telephone conferences re exit financing (1.2); correspond with Company re financing status and process (.6); revise exit financing term sheet (.8).
09/25/20	Christopher Marcus, P.C.	0.50	Analyze correspondence re exit financing.
09/25/20	Aisha M. Noor	4.50	Telephone conference with Company re status (.6); review and revise exit term sheet comparison grid (3.9).
09/26/20	Adam Louis Birnbaum	5.30	Draft and revise exit RBL facility comparison chart and issues grid re key terms (3.5); review and analyze precedent exit facilities re same (1.8).

Legal Services for the Period Ending September 30, 2020
 Extraction Oil & Gas, Inc.
 Rights Offering/Exit Financing

Invoice Number: 1250007505
 Matter Number: 18803-50

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/26/20	Will W. Bos, P.C.	1.40	Prepare grid company terms of precedent exit facilities (.8); correspond with Company re financing terms (.6).
09/26/20	Mitch McClellan	0.50	Analyze and revise exit RBL summary chart.
09/27/20	Adam Louis Birnbaum	1.10	Review, revise and analyze exit facility issues grid and analyze RBL precedent re same.
09/27/20	Will W. Bos, P.C.	2.70	Telephone conference with Company re financing options (1.1); review, comment on revised term sheet (.8); correspond with Company re next steps and open issues (.8).
09/27/20	Mitch McClellan	3.60	Analyze and revise exit term sheet (1.9); prepare for and participate in telephone conference with Company re same (1.7).
09/27/20	Aisha M. Noor	1.80	Revise and circulate comparison grid and answer Company questions re same (.5); telephone conference with Company re exit term sheet comments and anti-cash hoarding (1.0); review and revise draft of exit term sheet (.3).
09/27/20	Enoch Varner	0.80	Analyze correspondence re debt financing.
09/27/20	Allyson Smith Weinhouse	0.80	Telephone conference with Company re exit financing.
09/28/20	Will W. Bos, P.C.	3.60	Telephone conference with advisors and Company re financing and potential exit transactions (2.8); correspond with Company re document terms (.8).
09/28/20	Mitch McClellan	3.50	Prepare for and participate in telephone conference with Company and K&E team re exit financing alternatives (3.2); analyze and revise exit term sheet (.3).
09/28/20	Aisha M. Noor	0.90	Coordinate with bondholders' counsel re exit term sheet comments (.3); telephone conference with Company and financial advisors re alternative financing providers strategy and script (.6).
09/29/20	Adam Louis Birnbaum	0.50	Review and analyze key dates and deadlines (.2); telephone conference with K&E team, Company and advisor teams re same (.3).
09/29/20	Will W. Bos, P.C.	1.00	Revise exit term sheet.
09/29/20	Mitch McClellan	0.40	Analyze and revise exit term sheet.

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/29/20	Aisha M. Noor	2.00	Research companies with twin silo RBL facilities (1.2); telephone conference with PW team (.6); telephone conference with K&E team (.2).
09/29/20	Allyson Smith Weinhouse	0.10	Correspond with K&E team re exit term sheet.
09/30/20	Enoch Varner	1.50	Telephone conference with lenders' counsel re status of financing matters.
Total		133.30	