

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)
)	Re: Docket Nos. 1573 and 1575

**NOTICE OF FILING OF PROPOSED REDACTED VERSION OF REVISED
EXHIBIT C TO DEBTORS' MOTION FOR ENTRY OF AN ORDER
(I) APPROVING THE SETTLEMENT BY AND AMONG THE DEBTORS AND
PLATTE RIVER MIDSTREAM, LLC AND DJ SOUTH GATHERING, LLC, (II)
AUTHORIZING THE DEBTORS TO ENTER INTO NEW TRANSPORTATION
SERVICES AGREEMENTS WITH PLATTE RIVER MIDSTREAM, LLC
AND DJ SOUTH GATHERING, LLC, AND (III) GRANTING RELATED RELIEF**

PLEASE TAKE NOTICE that on January 4, 2021, the above-captioned debtors and debtors-in-possession (the "Debtors") filed the Notice of Filing of Revised Exhibit C to *Motion for Entry of an Order (I) Approving the Settlement By and Among the Debtors and Platte River Midstream, LLC and DJ South Gathering, LLC, (II) Authorizing the Debtors to Enter Into New Transportation Services Agreements with Platte River Midstream, LLC and DJ South Gathering, LLC, and (III) Granting Related Relief* [Sealed] [Docket No. 1573] (the "Revised Exhibit").

PLEASE TAKE NOTICE that on January 4, 2021, the Debtors filed the *Debtors' Motion for Entry of an Order Authorizing the Debtors to (I) File Under Seal Notice of Filing of Revised Exhibit C to Debtors' Motion for Entry of an Order (I) Approving the Settlement By and Among*

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.



the Debtors and Platte River Midstream, LLC and DJ South Gathering, LLC, (II) Authorizing the Debtors to Enter Into New Transportation Services Agreements with Platte River Midstream, LLC and DJ South Gathering, LLC, and (III) Granting Related Relief [Docket No. 1575] (the “Motion to Seal”),² seeking, *inter alia*, authority to file the Revised Exhibit under seal.

PLEASE TAKE FURTHER NOTICE that on January 4, 2021, consistent with the relief requested in the Motion to Seal, and pursuant to rule 9018-1(d)(ii) of the Local Rules of Bankruptcy Practice and Procedures of the United States Bankruptcy Court for the District of Delaware, the Debtors hereby file the proposed redacted version of the Revised Exhibit [Docket No. 1573], which is attached hereto as **Exhibit 1**.

[Remainder of Page Intentionally Left Blank]

² Capitalized terms not defined herein shall have the meaning ascribed to them in the Motion to Seal.

Dated: January 4, 2021
Wilmington, Delaware

/s/ Stephen B. Gerald

WHITEFORD, TAYLOR & PRESTON LLC³

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³ Whiteford, Taylor & Preston LLC operates as Whiteford Taylor & Preston L.L.P. in jurisdictions outside of Delaware.

Exhibit 1

EXHIBIT 1

**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)
)	
)	Re: Docket Nos. 1536, 1537, 1538, 1540,
)	1541, and 1542
)	

NOTICE OF FILING OF REVISED EXHIBIT C TO MOTION FOR ENTRY OF AN ORDER (I) APPROVING THE SETTLEMENT BY AND AMONG THE DEBTORS AND PLATTE RIVER MIDSTREAM, LLC AND DJ SOUTH GATHERING, LLC, (II) AUTHORIZING THE DEBTORS TO ENTER INTO NEW TRANSPORTATION SERVICES AGREEMENTS WITH PLATTE RIVER MIDSTREAM, LLC AND DJ SOUTH GATHERING, LLC, AND (III) GRANTING RELATED RELIEF

PLEASE TAKE NOTICE that on December 28, 2020, the above-captioned debtors and debtors in possession (the “Debtors”) filed the *Debtors’ Motion for Entry of an Order (I) Approving the Settlement By and Among the Debtors and Platte River Midstream, LLC and DJ South Gathering, LLC, (II) Authorizing the Debtors to Enter into New Transportation Services Agreements with Platte River Midstream, LLC and DJ South Gathering, LLC, and (III) Granting Related Relief* [Docket No. 1536] (the “Motion”).

PLEASE TAKE FURTHER NOTICE that Motion seeks entry of an order approving the settlement between the Debtors, on the one hand, and Platte River Midstream, LLC (“Platte River”) and DJ South Gathering, LLC (“DJ South,” and, together with Platte River, the “PRM Parties,” and, the PRM Parties together with the Debtors, collectively, the “Parties”), on the other hand, memorialized in the terms sheet attached as **Exhibit C** to the Motion (the “Term Sheet”).

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.

PLEASE TAKE FURTHER NOTICE that since the filing of the Motion, the parties have slightly revised the form of Term Sheet (the “Revised Term Sheet”) of which the Parties seek approval by the Motion. A copy of the Revised Term Sheet is attached hereto as **Exhibit 1**.

PLEASE TAKE FURTHER NOTICE that for the convenience of the Court and all parties in interest, a blackline comparison of the Revised Term Sheet marked against the Term Sheet is attached hereto as **Exhibit 2**.

Dated: January 4, 2021
Wilmington, Delaware

/s/ Stephen B. Gerald

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Exhibit 1

[Filed Under Seal]

Exhibit 2

[Filed Under Seal]