

**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)
Reorganized Debtors.	)	(Jointly Administered)
)	
	)	Obj. Deadline: March 26, 2021 at 4:00 p.m. (ET)

**SIXTH 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 DECEMBER 1, 2020 THROUGH DECEMBER 31, 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:	December 1, 2020 through December 31, 2020
Amount of Compensation sought as actual, reasonable, and necessary:	\$2,413,691.20 (80% of \$3,017,114.00) ²
Amount of Expense Reimbursement sought as actual, reasonable, and necessary:	\$127,053.42

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 K&E voluntarily reduced its fees by \$6,769.50 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).

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
January 4, 2021; Docket No. 1568	September 1, 2020 through September 30, 2020	\$2,730,166.80 (80% of \$3,412,708.50)	\$211,731.91	N/A	N/A
January 26, 2021; Docket No. 1666	October 1, 2020 through October 31, 2020	\$1,696,647.20 (80% of \$2,120,809.00)	\$267,759.09	N/A	N/A
February 23, 2021; Docket No. 1755	November 1, 2020 through November 30, 2020	\$941,196.80 (80% of \$2,426,496.00)	\$131,580.87	N/A	N/A
Total		\$12,911,576.00	\$709,327.87	N/A	N/A

Summary of Hours by Professional Billed From December 1, 2020 through December 31, 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	216.70	\$183,111.50
Ben A. Barnes	Associate	Litigation - General	2012	\$1,025.00	98.40	\$100,860.00
Isaac Bate	Associate	Corporate - M&A/Private Equity	2018	\$845.00	84.20	\$71,149.00
Nicholas Benham	Associate	Litigation - General	Pending	\$610.00	90.10	\$54,961.00
Adam Louis Birnbaum	Associate	Corporate - General	2019	\$740.00	53.00	\$39,220.00
Cade C. Boland	Associate	Litigation - General	2021	\$610.00	3.00	\$1,830.00
Simon Briefel	Associate	Restructuring	2018	\$845.00	53.40	\$45,123.00

Attorney Name	Position	Department	Date of Admission	Hourly Billing Rate In this Application	Hours Billed In this Application	Fees Billed In this Application
Justin W. Clune	Associate	Corporate - M&A/Private Equity	2016	\$1,035.00	101.00	\$104,535.00
Stephanie Cohen	Associate	Restructuring	2018	\$845.00	50.00	\$42,250.00
Juliana Dowling	Associate	Litigation - General	Pending	\$610.00	4.30	\$2,623.00
Ross Fiedler	Associate	Restructuring	2019	\$845.00	161.50	\$136,467.50
Jon D. Fish	Associate	Litigation - General	2021	\$610.00	2.70	\$1,647.00
Christopher Fox	Associate	Corporate - Capital Markets	2015	\$1,085.00	34.60	\$37,541.00
Matt Gibson	Associate	Corporate - General	2019	\$740.00	62.10	\$45,954.00
Zac Henderson	Associate	Litigation - General	2018	\$725.00	1.40	\$1,015.00
Grant Jones	Associate	Litigation - General	2018	\$835.00	232.60	\$194,221.00
Ammaar Joya	Associate	Energy Regulatory	2016	\$740.00	4.40	\$3,256.00
Shan A. Khan	Associate	Corporate - Debt Finance	2015	\$1,085.00	60.30	\$65,425.50
Steven R. Lackey	Associate	Corporate - Capital Markets	2017	\$965.00	9.00	\$8,685.00
Andrew C. Lawrence	Associate	Litigation - Appellate	2015	\$1,025.00	55.90	\$57,297.50
Kevin Liang	Associate	Restructuring	2018	\$740.00	7.50	\$5,550.00
Andrew L. Lombardo	Associate	Corporate - M&A/Private Equity	2017	\$965.00	18.80	\$18,142.00
James Long	Associate	Corporate - M&A/Private Equity	2017	\$965.00	5.80	\$5,597.00
Courtney Loyack	Associate	Taxation	2019	\$785.00	8.70	\$6,829.50
Rebecca J. Marston	Associate	Restructuring	2021	\$610.00	25.20	\$15,372.00
Caleb Martin	Associate	Corporate - General	2020	\$610.00	5.00	\$3,050.00
Rebekah Sills McEntire	Associate	Litigation - General	2016	\$1,025.00	94.00	\$96,350.00
Melissa Mertz	Associate	Restructuring	Pending	\$610.00	66.40	\$40,504.00

Attorney Name	Position	Department	Date of Admission	Hourly Billing Rate In this Application	Hours Billed In this Application	Fees Billed In this Application
Kathleen Murray	Associate	Litigation - General	2021	\$610.00	4.70	\$2,867.00
Arthur Patrick Muszynski	Associate	Corporate - General	2019	\$740.00	35.50	\$26,270.00
Aisha M. Noor	Associate	Corporate - Debt Finance	2017	\$965.00	11.30	\$10,904.50
Orla Patricia O'Callaghan	Associate	Litigation - General	2018	\$835.00	22.40	\$18,704.00
Alastair Papworth	Associate	Corporate - M&A/Private Equity	2016	\$1,035.00	0.80	\$828.00
Ashley Pincock	Associate	Corporate - General	2020	\$610.00	83.10	\$50,691.00
Michael P. Quinn	Associate	Litigation - General	Pending	\$610.00	8.30	\$5,063.00
Stephen M. Rees	Associate	Litigation - General	2020	\$725.00	1.40	\$1,015.00
Alexandra Schrader	Associate	Litigation - General	2021	\$610.00	2.80	\$1,708.00
Allyson B. Smith	Associate	Restructuring	2017	\$1,035.00	227.40	\$235,359.00
Evan Swager	Associate	Restructuring	2020	\$740.00	105.60	\$78,144.00
Joe Tobias	Associate	Taxation	2015	\$1,165.00	9.30	\$10,834.50
Sean M. Valentine	Associate	Corporate - General	2020	\$610.00	15.30	\$9,333.00
Laura Elizabeth Wolk	Associate	Litigation - Appellate	2018	\$990.00	0.40	\$396.00
Dustin Lyle Womack	Associate	Litigation - General	2019	\$725.00	85.30	\$61,842.50
Edward Zhang	Associate	Litigation - General	Pending	\$610.00	3.00	\$1,830.00
Jamie Alan Aycock	Partner	Litigation - General	2005	\$1,145.00	67.90	\$77,745.50
Brooksany Barrowes	Partner	Energy Regulatory	2004	\$1,345.00	8.10	\$10,894.50
Will W. Bos, P.C.	Partner	Corporate - Debt Finance	2003	\$1,545.00	23.90	\$36,925.50
Mark Dundon, P.C.	Partner	Taxation	2003	\$1,360.00	4.90	\$6,664.00
Bryan D. Flannery	Partner	Corporate - Capital Markets	2014	\$1,135.00	13.20	\$14,982.00
Jonathan G.C. Fombonne	Partner	Litigation - General	2014	\$1,045.00	8.20	\$8,569.00

Attorney Name	Position	Department	Date of Admission	Hourly Billing Rate In this Application	Hours Billed In this Application	Fees Billed In this Application
Christopher S.C. Heasley	Partner	Corporate - M&A/Private Equity	2013	\$1,165.00	0.50	\$582.50
George W. Hicks Jr.	Partner	Litigation - Appellate	2006	\$1,295.00	22.00	\$28,490.00
Carla A.R. Hine	Partner	Litigation - Antitrust/Competition	2005	\$1,165.00	1.80	\$2,097.00
Stephen Jacobson, P.C.	Partner	Executive Compensation	2007	\$1,365.00	8.20	\$11,193.00
Stephanie Jeane	Partner	Executive Compensation	2013	\$1,135.00	20.90	\$23,721.50
Christopher Marcus, P.C.	Partner	Restructuring	2000	\$1,635.00	95.40	\$155,979.00
Shaun J. Mathew, P.C.	Partner	Corporate - M&A/Private Equity	2008	\$1,215.00	1.00	\$1,215.00
Mitch McClellan	Partner	Corporate - Debt Finance	2014	\$1,135.00	17.50	\$19,862.50
Nick Niles	Partner	Litigation - General	2011	\$1,115.00	0.50	\$557.50
Scott D. Price, P.C.	Partner	Executive Compensation	1998	\$1,635.00	3.90	\$6,376.50
Harker Rhodes	Partner	Litigation - Appellate	2014	\$1,095.00	0.10	\$109.50
Anna G. Rotman, P.C.	Partner	Litigation - General	2004	\$1,425.00	189.70	\$270,322.50
Julian J. Seiguer, P.C.	Partner	Corporate - Capital Markets	2013	\$1,495.00	21.80	\$32,591.00
Chad Michael Smith	Partner	Corporate - M&A/Private Equity	2011	\$1,215.00	89.60	\$108,864.00
Enoch Varner	Partner	Corporate - M&A/Private Equity	2011	\$1,195.00	13.90	\$16,610.50
Kenneth A. Young	Partner	Litigation - General	2013	\$1,045.00	188.50	\$196,982.50
Totals				\$969.48	3,028.10	\$2,935,691.00

Compensation By Project Category From December 1, 2020 through December 31, 2020

Matter Number	Project Category Description	Total Hours	Total Fees
25	Adversary Proceedings/Contested Matters	1,375.50	\$1,263,305.00
26	Automatic Stay Matters	18.20	\$12,913.00
27	Business Operations	0.50	\$392.50
28	Case Administration	46.30	\$34,535.00
31	Claims Administration	16.60	\$12,212.50
32	Committee Matters	11.30	\$14,460.00
33	Corporate and Governance Matters	112.50	\$112,708.50
34	Vendor and Creditor Communications	9.00	\$7,384.50
35	Disclosure Statement/Plan/Confirmation	761.10	\$689,444.50
36	Employee Matters	37.90	\$49,057.50
37	Executory Contracts/Unexpired Leases	365.70	\$352,602.50
38	Hearings	154.70	\$147,257.00
39	Insurance and Surety Matters	1.60	\$1,272.50
40	Retention K&E	13.20	\$8,754.00
41	Retention Non-K&E	0.60	\$507.00
42	Tax Issues	4.30	\$5,617.00
50	Rights Offering/Exit Financing	327.00	\$304,691.00
Total		3,256.00	\$3,017,114.00

Expense Summary

Expense	Vendor (if any)	Unit Cost (if applicable)	Amount
Third Party Telephone Charges			\$366.00
Standard Copies or Prints			\$96.50
Color Copies or Prints			\$141.90
Outside Messenger Services	Mach 5 Couriers Inc		\$156.75
Court Reporter Fee/Deposition	Planet Depos, Veritext, TSG Reporting Inc		\$21,821.05
Filing Fees			\$3,999.98
Professional Fees	Legalpeople, Sandline Discovery LLC		\$91,234.60
Outside Printing Services	Mainstay Legal		\$1,090.38
Outside Copy/Binding Services	Flash Data LLC		\$1,087.78
Outside Retrieval Service	Capitol Services Inc		\$217.64
Computer Database Research	Restructuring Concepts LLC		\$955.00
Westlaw Research	Thomson Reuters - West Publishing Corp - Westlaw		\$3,988.40
LexisNexis Research	Relx Inc DBA LexisNexis		\$606.38
Secretarial Overtime			\$803.25

Expense	Vendor (if any)	Unit Cost (if applicable)	Amount
Overnight Delivery - Hard	Federal Express		\$11.21
Computer Database Research - Soft	Pacer		\$476.60
Total			\$127,053.42

**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)
)	
Reorganized Debtors.	)	(Jointly Administered)
)	
	)	Obj. Deadline: March 26, 2021 at 4:00 p.m. (ET)

**SIXTH 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 DECEMBER 1, 2020 THROUGH DECEMBER 31, 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 \$2,413,691.20 (80% of \$3,017,114.00) for the reasonable and necessary legal services K&E rendered to the Debtors from December 1, 2020 through December 31, 2020 (the “Fee Period”); and (ii) reimbursement for the actual and necessary expenses that K&E incurred, in the amount of \$127,053.42 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 \$3,017,114.00 in fees during the Fee Period. Pursuant to this Monthly Fee Statement, K&E seeks reimbursement for 80% of such fees (\$2,413,691.20 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 3,256.00 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 \$2,540,744.62 consisting of (a) \$2,413,691.20, which is 80% of the fees incurred by the Debtors for reasonable and necessary professional services rendered by K&E; and (b) \$127,053.42 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: March 5, 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*)
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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)
)	
Reorganized Debtors.	)	(Jointly Administered)
)	

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: March 5, 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:

)
) Chapter 11
)

EXTRACTION OIL & GAS, INC. *et al.*,¹

) Case No. 20-11548 (CSS)
)

Reorganized Debtors.

) (Jointly Administered)
)

) **Objection Deadline: March 26, 2021 at 4:00 p.m. (ET)**
)

**NOTICE OF SIXTH 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 DECEMBER 1, 2020 THROUGH DECEMBER 31, 2020**

PLEASE TAKE NOTICE that Kirkland & Ellis LLP and Kirkland & Ellis International LLP (the “Applicant”) has filed its **Sixth 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 December 1, 2020 Through December 31, 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 Reorganized Debtors in these chapter 11 cases, along with the last four digits of each Reorganized 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 Reorganized 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 Reorganized Debtors, Extraction Oil & Gas, Inc., 370 17th Street, Suite 5300, Denver, Colorado 80202, Attn: Eric Christ; (ii) counsel to the Reorganized 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 Reorganized 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 **March 26, 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: March 5, 2021
Wilmington, Delaware

/s/ Richard W. Riley

WHITEFORD, TAYLOR & PRESTON LLC²

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- and -

KIRKLAND & ELLIS LLP
KIRKLAND & ELLIS INTERNATIONAL LLP

Christopher Marcus, P.C. (admitted *pro hac vice*)
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Co-Counsel to the Reorganized Debtors

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	1,375.50	\$1,263,305.00	\$0.00	\$1,263,305.00
26	Automatic Stay Matters	18.20	\$12,913.00	\$0.00	\$12,913.00
27	Business Operations	0.50	\$392.50	\$0.00	\$392.50
28	Case Administration	46.30	\$34,535.00	\$0.00	\$34,535.00
31	Claims Administration	16.60	\$12,212.50	\$0.00	\$12,212.50
32	Committee Matters	11.30	\$14,460.00	\$0.00	\$14,460.00
33	Corporate and Governance Matters	112.50	\$112,708.50	\$0.00	\$112,708.50
34	Vendor and Creditor Communications	9.00	\$7,384.50	\$0.00	\$7,384.50
35	Disclosure Statement/Plan/Confirmation	761.10	\$689,444.50	\$0.00	\$689,444.50
36	Employee Matters	37.90	\$49,057.50	\$0.00	\$49,057.50
37	Executory Contracts/Unexpired Leases	365.70	\$352,602.50	\$0.00	\$352,602.50
38	Hearings	154.70	\$147,257.00	\$0.00	\$147,257.00
39	Insurance and Surety Matters	1.60	\$1,272.50		\$1,272.50
40	Retention K&E	13.20	\$8,754.00	\$0.00	\$8,754.00
41	Retention Non-K&E	0.60	\$507.00	\$0.00	\$507.00
42	Tax Issues	4.30	\$5,617.00	\$0.00	\$5,617.00
47	Expenses	0.00	\$0.00	\$127,053.42	\$127,053.42
50	Rights Offering/Exit Financing	327.00	\$304,691.00	\$0.00	\$304,691.00
Totals:		3,256.00	3,017,114.00	\$127,053.42	\$3,144,167.42

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	216.70	\$183,111.50
Ben A. Barnes	Associate	2012	Litigation - General	\$1,025.00	98.40	\$100,860.00
Isaac Bate	Associate	2018	Corporate - M&A/Private Equity	\$845.00	84.20	\$71,149.00
Nicholas Benham	Associate	Pending	Litigation - General	\$610.00	90.10	\$54,961.00
Adam Louis Birnbaum	Associate	2019	Corporate - General	\$740.00	53.00	\$39,220.00
Cade C. Boland	Associate	2021	Litigation - General	\$610.00	3.00	\$1,830.00
Simon Briefel	Associate	2018	Restructuring	\$845.00	53.40	\$45,123.00
Justin W. Clune	Associate	2016	Corporate - M&A/Private Equity	\$1,035.00	101.00	\$104,535.00
Stephanie Cohen	Associate	2018	Restructuring	\$845.00	50.00	\$42,250.00
Juliana Dowling	Associate	Pending	Litigation - General	\$610.00	4.30	\$2,623.00
Ross Fiedler	Associate	2019	Restructuring	\$845.00	161.50	\$136,467.50
Jon D. Fish	Associate	2021	Litigation - General	\$610.00	2.70	\$1,647.00
Christopher Fox	Associate	2015	Corporate - Capital Markets	\$1,085.00	34.60	\$37,541.00
Matt Gibson	Associate	2019	Corporate - General	\$740.00	62.10	\$45,954.00
Zac Henderson	Associate	2018	Litigation - General	\$725.00	1.40	\$1,015.00
Grant Jones	Associate	2018	Litigation - General	\$835.00	232.60	\$194,221.00
Ammaar Joya	Associate	2016	Energy Regulatory	\$740.00	4.40	\$3,256.00
Shan A. Khan	Associate	2015	Corporate - Debt Finance	\$1,085.00	60.30	\$65,425.50
Steven R. Lackey	Associate	2017	Corporate - Capital Markets	\$965.00	9.00	\$8,685.00
Andrew C. Lawrence	Associate	2015	Litigation - Appellate	\$1,025.00	55.90	\$57,297.50
Kevin Liang	Associate	2018	Restructuring	\$740.00	7.50	\$5,550.00
Andrew L. Lombardo	Associate	2017	Corporate - M&A/Private Equity	\$965.00	18.80	\$18,142.00
James Long	Associate	2017	Corporate - M&A/Private Equity	\$965.00	5.80	\$5,597.00
Courtney Loyack	Associate	2019	Taxation	\$785.00	8.70	\$6,829.50
Rebecca J. Marston	Associate	2021	Restructuring	\$610.00	25.20	\$15,372.00
Caleb Martin	Associate	2020	Corporate - General	\$610.00	5.00	\$3,050.00
Rebekah Sills McEntire	Associate	2016	Litigation - General	\$1,025.00	94.00	\$96,350.00
Melissa Mertz	Associate	Pending	Restructuring	\$610.00	66.40	\$40,504.00
Kathleen Murray	Associate	2021	Litigation - General	\$610.00	4.70	\$2,867.00
Arthur Patrick Muszynski	Associate	2019	Corporate - General	\$740.00	35.50	\$26,270.00
Aisha M. Noor	Associate	2017	Corporate - Debt Finance	\$965.00	11.30	\$10,904.50
Orla Patricia O'Callaghan	Associate	2018	Litigation - General	\$835.00	22.40	\$18,704.00
Alastair Papworth	Associate	2016	Corporate - M&A/Private Equity	\$1,035.00	0.80	\$828.00
Ashley Pincock	Associate	2020	Corporate - General	\$610.00	83.10	\$50,691.00
Michael P. Quinn	Associate	Pending	Litigation - General	\$610.00	8.30	\$5,063.00
Stephen M. Rees	Associate	2020	Litigation - General	\$725.00	1.40	\$1,015.00

Professional Person	Position with the Applicant	Year Admitted	Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
Alexandra Schrader	Associate	2021	Litigation - General	\$610.00	2.80	\$1,708.00
Allyson B. Smith	Associate	2017	Restructuring	\$1,035.00	227.40	\$235,359.00
Evan Swager	Associate	2020	Restructuring	\$740.00	105.60	\$78,144.00
Joe Tobias	Associate	2015	Taxation	\$1,165.00	9.30	\$10,834.50
Sean M. Valentine	Associate	2020	Corporate - General	\$610.00	15.30	\$9,333.00
Laura Elizabeth Wolk	Associate	2018	Litigation - Appellate	\$990.00	0.40	\$396.00
Dustin Lyle Womack	Associate	2019	Litigation - General	\$725.00	85.30	\$61,842.50
Edward Zhang	Associate	Pending	Litigation - General	\$610.00	3.00	\$1,830.00
Jamie Alan Aycock	Partner	2005	Litigation - General	\$1,145.00	67.90	\$77,745.50
Brooksany Barrowes	Partner	2004	Energy Regulatory	\$1,345.00	8.10	\$10,894.50
Will W. Bos, P.C.	Partner	2003	Corporate - Debt Finance	\$1,545.00	23.90	\$36,925.50
Mark Dundon, P.C.	Partner	2003	Taxation	\$1,360.00	4.90	\$6,664.00
Bryan D. Flannery	Partner	2014	Corporate - Capital Markets	\$1,135.00	13.20	\$14,982.00
Jonathan G.C. Fombonne	Partner	2014	Litigation - General	\$1,045.00	8.20	\$8,569.00
Christopher S.C. Heasley	Partner	2013	Corporate - M&A/Private Equity	\$1,165.00	0.50	\$582.50
George W. Hicks Jr.	Partner	2006	Litigation - Appellate	\$1,295.00	22.00	\$28,490.00
Carla A.R. Hine	Partner	2005	Litigation - Antitrust/Competition	\$1,165.00	1.80	\$2,097.00
Stephen Jacobson, P.C.	Partner	2007	Executive Compensation	\$1,365.00	8.20	\$11,193.00
Stephanie Jeane	Partner	2013	Executive Compensation	\$1,135.00	20.90	\$23,721.50
Christopher Marcus, P.C.	Partner	2000	Restructuring	\$1,635.00	95.40	\$155,979.00
Shaun J. Mathew, P.C.	Partner	2008	Corporate - M&A/Private Equity	\$1,215.00	1.00	\$1,215.00
Mitch McClellan	Partner	2014	Corporate - Debt Finance	\$1,135.00	17.50	\$19,862.50
Nick Niles	Partner	2011	Litigation - General	\$1,115.00	0.50	\$557.50
Scott D. Price, P.C.	Partner	1998	Executive Compensation	\$1,635.00	3.90	\$6,376.50
Harker Rhodes	Partner	2014	Litigation - Appellate	\$1,095.00	0.10	\$109.50
Anna G. Rotman, P.C.	Partner	2004	Litigation - General	\$1,425.00	189.70	\$270,322.50
Julian J. Seiguer, P.C.	Partner	2013	Corporate - Capital Markets	\$1,495.00	21.80	\$32,591.00
Chad Michael Smith	Partner	2011	Corporate - M&A/Private Equity	\$1,215.00	89.60	\$108,864.00
Enoch Varner	Partner	2011	Corporate - M&A/Private Equity	\$1,195.00	13.90	\$16,610.50
Kenneth A. Young	Partner	2013	Litigation - General	\$1,045.00	188.50	\$196,982.50
Totals for Attorneys					3,028.10	\$2,935,691.00

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
Kiran Mehta	Junior Paralegal	N/A	Litigation - Appellate	\$260.00	1.00	\$260.00
Lydia Yale	Junior Paralegal	N/A	Restructuring	\$275.00	29.20	\$8,030.00
Harry W. Hild	Paralegal	N/A	Litigation - Appellate	\$320.00	6.80	\$2,176.00
Sherie Hollinger	Paralegal	N/A	Corporate - M&A/Private Equity	\$375.00	0.40	\$150.00
Angela Leonard	Paralegal	N/A	Litigation - General	\$375.00	167.70	\$62,887.50
Henry Rosas	Paralegal	N/A	Corporate - Debt Finance	\$445.00	0.50	\$222.50
Gary M. Vogt	Paralegal	N/A	Litigation - General	\$445.00	1.50	\$667.50
Morgan Willis	Paralegal	N/A	Restructuring	\$340.00	6.30	\$2,142.00
Roman Bielski	Senior Firmwide Trial Technology Specialist	N/A	Litigation - General	\$390.00	5.00	\$1,950.00
Michael Y. Chan	Conflicts Analyst	N/A	Conflicts Analysis	\$265.00	2.50	\$662.50
Eric Nyberg	Conflicts Analyst	N/A	Conflicts Analysis	\$265.00	3.50	\$927.50
Adrianna Ryba	Clearance Assistant	N/A	M&A Clearance	\$385.00	3.50	\$1,347.50
Totals for Paraprofessionals					227.90	\$81,423.00
Grand Total					3,256.00	\$3,017,114.00

EXHIBIT C

Summary of Actual and Necessary Expenses for the Fee Period

Expense Summary

Service Description	Amount
Third Party Telephone Charges	\$366.00
Standard Copies or Prints	\$96.50
Color Copies or Prints	\$141.90
Outside Messenger Services	\$156.75
Court Reporter Fee/Deposition	\$21,821.05
Filing Fees	\$3,999.98
Professional Fees	\$91,234.60
Outside Printing Services	\$1,090.38
Outside Copy/Binding Services	\$1,087.78
Outside Retrieval Service	\$217.64
Computer Database Research	\$955.00
Westlaw Research	\$3,988.40
LexisNexis Research	\$606.38
Secretarial Overtime	\$803.25
Overnight Delivery - Hard	\$11.21
Computer Database Research - Soft	\$476.60
Total:	\$127,053.42

EXHIBIT D

Detailed Description of Fees, Expenses, and Disbursements

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

609 Main Street
Houston, TX 77002

FEIN 36-1326630

March 4, 2021

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

Attn: Eric J. Christ

Invoice Number: 1250008078

Client Matter: 18803-25

In the Matter of Adversary Proceedings/Contested Matters

For legal services rendered through December 23, 2020
(see attached Description of Legal Services for detail)

\$ 1,263,305.00

Total legal services rendered

\$ 1,263,305.00

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Adversary Proceedings/Contested Matters

Invoice Number: 1250008078
 Matter Number: 18803-25

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Nicholas Adzima	7.10	845.00	5,999.50
Jamie Alan Aycock	55.20	1,145.00	63,204.00
Ben A. Barnes	90.90	1,025.00	93,172.50
Brooksany Barrowes	3.00	1,345.00	4,035.00
Nicholas Benham	86.80	610.00	52,948.00
Cade C. Boland	3.00	610.00	1,830.00
Stephanie Cohen	30.30	845.00	25,603.50
Juliana Dowling	4.30	610.00	2,623.00
Ross Fiedler	84.00	845.00	70,980.00
Jon D. Fish	2.70	610.00	1,647.00
Jonathan G.C. Fombonne	8.20	1,045.00	8,569.00
Zac Henderson	1.40	725.00	1,015.00
George W. Hicks Jr., P.C.	22.00	1,295.00	28,490.00
Grant Jones	205.70	835.00	171,759.50
Andrew C. Lawrence	50.40	1,025.00	51,660.00
Angela Leonard	158.50	375.00	59,437.50
Christopher Marcus, P.C.	27.60	1,635.00	45,126.00
Rebekah Sills McEntire	83.00	1,025.00	85,075.00
Kathleen Murray	4.70	610.00	2,867.00
Orla Patricia O'Callaghan	14.40	835.00	12,024.00
Michael P. Quinn	8.30	610.00	5,063.00
Stephen M. Rees	1.40	725.00	1,015.00
Harker Rhodes	0.10	1,095.00	109.50
Anna G. Rotman, P.C.	151.40	1,425.00	215,745.00
Alexandra Schrader	2.80	610.00	1,708.00
Allyson B. Smith	25.60	1,035.00	26,496.00
Evan Swager	2.10	740.00	1,554.00
Joe Tobias	2.10	1,165.00	2,446.50
Gary M. Vogt	1.50	445.00	667.50
Laura Elizabeth Wolk	0.20	990.00	198.00
Dustin Lyle Womack	72.80	725.00	52,780.00
Lydia Yale	3.40	275.00	935.00

Legal Services for the Period Ending December 23, 2020
Extraction Oil & Gas, Inc.
Adversary Proceedings/Contested Matters

Invoice Number: 1250008078
Matter Number: 18803-25

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Kenneth A. Young	157.60	1,045.00	164,692.00
Edward Zhang	3.00	610.00	1,830.00
TOTALS	1,375.50		\$ 1,263,305.00

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Adversary Proceedings/Contested Matters

Invoice Number: 1250008078
 Matter Number: 18803-25

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/01/20	Nicholas Adzima	1.60	Draft summary re midstream negotiations (1.1); correspond with K&E team, A&M, Company re same (.5).
12/01/20	Nicholas Adzima	0.90	Telephone conferences with working group re midstream parties negotiations.
12/01/20	Ben A. Barnes	5.60	Review and analyze Company documents to prepare for production (2.1); correspond with eDiscovery vendor re production (.4); review and analyze documents produced by Grand Mesa, REP and Platte River (2.3); correspond with Company re discovery matters (.8).
12/01/20	Cade C. Boland	0.90	Review document re quality control on privilege.
12/01/20	Stephanie Cohen	3.90	Telephone conference with Company re motion to compel (.4); review case law, pleadings and correspondence with Company and prepare summary talking points re same (3.5).
12/01/20	Ross Fiedler	0.50	Telephone conference with Company, K&E team re midstream contract negotiations.
12/01/20	Jon D. Fish	1.50	Quality control document review.
12/01/20	Zac Henderson	1.40	Review opposing counsel's assertion of privilege over draft opinion letters (1.1); draft opinion correspondence to R. Shankar (.3).
12/01/20	Grant Jones	9.40	Correspond with K&E team and A&M re discovery requests (2.8); draft 30(b)(6) deposition notices for estimation counterparties (3.5); telephone conference with A&M, R. McEntire and K. Young re draft expert report (.2); telephone conference with Company, K&E team re discovery and next steps (1.0); review documents for responsiveness and significance (1.9).
12/01/20	Angela Leonard	2.10	Update litigation calendar (.6); manage and organize file materials into document management systems (1.5).
12/01/20	Christopher Marcus, P.C.	1.20	Telephone conference with management team re NGL disputes (.5); review NGL correspondence and telephone conference with K&E team re same (.7).

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Adversary Proceedings/Contested Matters

Invoice Number: 1250008078
 Matter Number: 18803-25

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/01/20	Rebekah Sills McEntire	3.00	Review draft expert report (2.0); telephone conference with K&E team re same (1.0).
12/01/20	Orla Patricia O'Callaghan	0.10	Correspond with A. Leonard re production to midstream counterparty.
12/01/20	Michael P. Quinn	2.00	Review, analyze document batches for responsiveness and privilege issues.
12/01/20	Anna G. Rotman, P.C.	2.80	Analyze midstream counterparty release (.3); telephone conference with R. McEntire re expert report on estimation (.3); review, analyze expert report on estimation (.9); conference re midstream settlement with management (.3); analyze protective order issues (.2); correspond with working group re discovery issues (.8).
12/01/20	Alexandra Schrader	2.60	Responsiveness and privilege quality check re discovery documents.
12/01/20	Allyson B. Smith	4.50	Telephone conferences and correspond with K&E team, Company re midstream renegotiations and settlements (2.2); telephone conference with K&E team, A&M re expert reports (1.0); correspond with S. Cohen re reply to motion to compel abandonment (.3); review, analyze same (1.0).
12/01/20	Dustin Lyle Womack	6.40	Conference with K. Young re Platte River adversary proceeding (.3); draft RMM real covenant reply (2.8); revise RMM reply (2.1); research RMM Pagel case (.2); conference with K. Young re RMM reply (.5); research Colorado mineral estate leases (.1); draft Leazer motion to dismiss brief (.4).
12/01/20	Kenneth A. Young	8.50	Coordinate discovery in contested matters (.8); prepare and coordinate expert reports re contested matters (1.5); draft and revise pleadings in contested matters (3.1); draft and revise pleadings in appeal of contested matters (2.7); correspond with counsel for opposing party in adversary proceeding (.4).
12/01/20	Edward Zhang	1.50	Review and analyze documents on Relativity for quality control.
12/02/20	Nicholas Adzima	0.50	Review, revise midstream negotiation tracker.

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Adversary Proceedings/Contested Matters

Invoice Number: 1250008078
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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/02/20	Ben A. Barnes	5.80	Review and analyze Company documents to prepare for production (3.1); telephone conference with Company, K&E team re confirmation and estimation hearing preparation (1.0); draft and revise 30(b)(6) deposition notice of objecting parties (1.7).
12/02/20	Nicholas Benham	3.40	Review and proof documents for inclusion in Relativity (.3); telephone conference with K&E team re next steps (.6); review and analyze filings per request from A. Rotman (1.7); draft and revise research summary re same (.6); correspond with A. Leonard re same and document access (.2).
12/02/20	Stephanie Cohen	0.90	Telephone conference with Company, A. Weinhouse re motion to compel (.4); revise talking points re same (.5).
12/02/20	Jon D. Fish	1.20	Quality control document review re claims estimation discovery requests.
12/02/20	George W. Hicks Jr., P.C.	0.30	Correspond with A. Lawrence re briefing in bankruptcy court for contract rejection appeals.
12/02/20	Grant Jones	8.60	Telephone conference with M. Owens and K. Young re interrogatories and discovery (.4); telephone conference with A. Rotman and Company, K&E team re discovery, document productions and next steps (.6); telephone conference with A&M, R. McEntire and K. Young re draft expert report (.7); draft 30(b)(6) notices (.6); finalize discovery responses and organize serving to adverse parties (.3); review documents from adverse parties for relevance and importance (4); draft summary of key documents (1.3); correspond with A&M re estimation expert report (.2); revise deposition notices incorporating feedback from O. O'Callaghan (.5).
12/02/20	Andrew C. Lawrence	3.00	Review and analyze record designations in 20-1521 and 20-1532 adversary proceedings (.4); correspond with G. Hicks, J. Aycock and K. Young re same (.1); coordinate collection of all briefing and decisions relevant to appeals (2.5).

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Adversary Proceedings/Contested Matters

Invoice Number: 1250008078
 Matter Number: 18803-25

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/02/20	Angela Leonard	11.20	Telephone conference with K&E team re confirmation and estimation discovery status and planning for upcoming deadlines (.6); update litigation calendar (.5); review, analyze and compile file materials and related documents re motion for summary judgment briefing, motion to lift stay briefing and contract rejection briefing for attorney review (6.9); manage and organize file materials into document management systems (3.2).
12/02/20	Christopher Marcus, P.C.	2.00	Telephone conference with A&M re Midstream and review chart re same (1.2); review discovery correspondence (.8).
12/02/20	Rebekah Sills McEntire	3.10	Revise draft expert report (2.1); telephone conference with K&E team, A&M re same (1.0).
12/02/20	Kathleen Murray	2.10	Review and analyze batches of production for quality control review.
12/02/20	Orla Patricia O'Callaghan	4.20	Find, pull and circulate all discrete documents from A&M and Company to M. Vieira to upload to Relativity re discovery requests (.4); telephone conference with K&E team (.6); correspond with B. Barnes re outstanding items next steps (.3); review and revise G. Jones' draft 30(b)(6) topics re confirmation (1.6); review same and circulate to B. Barnes and A. Weinhouse for review (.2); review and code discrete documents from A&M and Company in Relativity (1.1).
12/02/20	Michael P. Quinn	2.00	Review quality control document batches for responsiveness and privilege issues re discovery requests.
12/02/20	Anna G. Rotman, P.C.	5.70	Analyze issues re confirmation discovery (.5); telephone conference with K&E team re confirmation discovery (.6); review supplemental discovery responses (.4); extensive work on expert report for claims estimation (3.8); review objectors' responses to supplemental discovery (.4).

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Adversary Proceedings/Contested Matters

Invoice Number: 1250008078
 Matter Number: 18803-25

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/02/20	Allyson B. Smith	3.80	Telephone conference with S. Cohen, K. Warner re motion to compel abandonment (.8); review arguments re same (.5); telephone conference with K&E team, A&M re expert reports (.5); conferences and correspond with K&E team re midstream litigation, estimation (2.0).
12/02/20	Dustin Lyle Womack	6.50	Analyze Platte River motion re proposed redactions (1.3); conference with K. Young re Platte redactions (.1); conference with K. Young re Leazer schedule (.1); draft Leazer motion to dismiss brief (1.2); research inadequate pleading standard re Leazer (.2); draft Platte emergency stay sur-reply (1.8); revise Platte sur-reply (.3); telephone conference with K&E team re confirmation discovery (.6); conference with K. Young re appellate real covenant arguments (.3); draft appellate covenant notes (.1); review and analyze Grand Mesa appellate designations (.2); conference with K. Young re Grand Mesa designations (.2); revise presentation re Platte River motion to enforce court request (.1).
12/02/20	Kenneth A. Young	7.00	Coordinate discovery for contested matters (2.2); telephone conferences with Company re contested matters and adversary proceeding (1.0); coordinate preparation of expert materials for contested matters (1.5); correspond with opposing counsel re adversary proceedings (.8); draft pleadings in appeal of orders in contested matters (.9); revise written discovery responses in contested matters (.6).
12/03/20	Jamie Alan Aycock	1.50	Correspond with working group re whether certain confirmation testimony must be offered by experts or could be offered by fact witnesses (.7); confirmation discovery K&E team conference with A. Rotman and others (.4); correspond re collecting and producing documents relied on by experts (.2); review and revise identification of fact witnesses (.2).

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Adversary Proceedings/Contested Matters

Invoice Number: 1250008078
 Matter Number: 18803-25

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/03/20	Ben A. Barnes	6.80	Review and analyze Company documents to prepare for production (2.1); review Company production for quality control issues (1.7); review and analyze documents produced by other parties re confirmation and estimation hearings (2.6); correspond with opposing counsel re production of documents (.4).
12/03/20	Cade C. Boland	1.00	Review document re production import review.
12/03/20	Stephanie Cohen	3.90	Draft motion to compel sur-reply outline and correspond with A. Weinhouse, Company re same.
12/03/20	Ross Fiedler	0.80	Telephone conference with K&E team, A&M and Company re midstream contract negotiations.
12/03/20	Grant Jones	8.00	Telephone conference with A&M, A. Rotman, K. Young and R. McEntire re draft estimation report (2.0); create tracker of expert source documents (.5); correspond with J. Aycock and A. Leonard re expert sources collection and production (.2); review, analyze documents for expert source production (1.5); correspond with A. Leonard re organizing document review for estimation expert source documents (.4); review and revise deposition notices incorporating feedback from K. Young (1.0); review and revise expert report (.5); review, analyze documents for responsiveness and importance (1.9).
12/03/20	Angela Leonard	1.20	Review, analyze and update draft debtors' identification of witnesses for the estimation and confirmation hearings for attorney review in advance of filing.

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/03/20	Angela Leonard	12.40	Review, analyze and update index re debtors' motion to estimate rejection claims briefing, confirmation and estimation discovery for attorney review (1.5); review, analyze and update draft index re opposing counsel's production documents re key estimation for attorney review (1.3); manage and organize file materials into document management systems (5.0); correspond with Sandline to plan and prepare for expert document productions (.5); review, analyze and compile supporting documentation and prepare same for disclosure with expert reports (1.0); correspond with Sandline re processing data received from opposing counsel re estimation and confirmation (.4); plan, prepare for and assist K&E team with preparation and submission of expert reports to opposing counsel (2.7).
12/03/20	Christopher Marcus, P.C.	1.40	Review correspondence re Midstream settlements and telephone conference with K&E team re same (1.0); telephone conference with A. Roman and A. Weinhouse re status (.4).
12/03/20	Rebekah Sills McEntire	4.20	Revise expert report (3.0); telephone conference with K&E team and A&M re same (1.2).
12/03/20	Kathleen Murray	2.30	Review and analyze imported production for responsiveness.
12/03/20	Michael P. Quinn	2.20	Review production import documents re discovery requests.
12/03/20	Anna G. Rotman, P.C.	7.00	Conference with A&M re estimation expert report (1.9); follow-up revisions to expert report (.6); attend court hearing on abandonment motion (.2); extensive work to finalize fact witness list (1.7); conference with Moelis re upcoming confirmation discovery deadlines (.4); review, revise expert report (2.2).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/03/20	Allyson B. Smith	4.50	Telephone conference with K&E team, Company re midstream agreements (.9); telephone conference with K&E team, A&M re expert reports (1.1); telephone conference with Moelis re midstream negotiations (.5); review, analyze correspondence and term sheets re same (2.0).
12/03/20	Gary M. Vogt	0.50	Research, review confirmation witness and exhibit list matters (.4); correspond with A. Leonard re same (.1).
12/03/20	Dustin Lyle Womack	9.10	Compile appellate materials for A. Leonard (.6); complete Grand Mesa counter rejection appeal designations (.5); complete Platte River counter rejection appeal designations (1.1); research RMM privity cases (.2); conference with K. Young re RMM real covenant reply (1.0); revise RMM reply (2.6); analyze motion to enforce hearing transcript (.6); analyze motion to enforce ruling (.3); conference with K. Young re motion to enforce ruling (.3); draft motion to enforce order (.3); revise sur-reply re Platte River motion for stay (.5); draft appellate rejection brief (1.1).
12/03/20	Kenneth A. Young	9.30	Coordinate discovery for contested matters (.7); telephone conferences with Company re contested matters and adversary proceeding (1.1); coordinate preparation of expert materials for contested matters (.6); correspond with opposing counsel re adversary proceedings (.6); draft pleadings in appeal of orders in contested matters (3.9); revise written discovery responses in contested matters (.8); attend hearing re contested matters (.3); analyze order granting motion to enforce automatic stay (.4); correspond with Company re contested matters (.9).
12/04/20	Jamie Alan Aycock	1.80	Correspond with working group re list of retained causes of action (1.0); finalize expert reports on valuation, liquidation and correspond with working group re additional revisions (.8).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/04/20	Ben A. Barnes	4.10	Finalize document production (.8); telephone conference with Company, K&E team re confidentiality designations (.7); review and analyze estimation brief and supporting exhibits to prepare for hearing (2.2); identify key documents among productions (.4).
12/04/20	Nicholas Benham	2.70	Research case law and federal rules per request from R. McEntire (1.2); draft and circulate research summary re same (1.0); draft follow-up analysis per request from K. Young (.2); draft follow-up analysis per request from R. McEntire (.3).
12/04/20	Cade C. Boland	0.90	Review document re production import review.
12/04/20	Stephanie Cohen	4.80	Telephone conference with Company, A. Weinhouse re sur-reply to motion to compel (.6); prepare re same (.4); telephone conference with counterparty re hearing re motion to compel (.1); analyze materials and draft sur-reply (3.7).
12/04/20	Grant Jones	11.80	Review and revise 30(b)(6) notices incorporating changes from A. Rotman (.2); correspond with document review team re remaining batches and answering questions re review (.7); draft 30(b)(6) notice for UCC (.2); draft fact witness deposition notices (.5); correspond with A. Leonard re document review and expert source production (1.9); correspond with B. Barnes and O. O'Callaghan re confidentiality designations (.2); finalize deposition notices and organize filing (.3); review and analyze documents for confidentiality and responsiveness (1.6); review and revise expert report (2.6); correspond with local counsel re service of discovery (.3); correspond with R. McEntire re finalizing expert reports (1.5); telephone conference with A&M, A. Rotman, K. Young and R. McEntire re draft expert report (.5); telephone conference with Company re document review and confidentiality (1.3).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/04/20	Angela Leonard	8.00	Correspond with Sandline re specifications for processing data received from opposing counsel (.5); confirm and verify data processed by Sandline and loaded in database for review and analysis by K&E team (1.0); correspond with Sandline to plan and prepare for expert document productions (.9); review, analyze and compile supporting documentation and prepare same for disclosure with expert reports (2.0); manage and organize file materials into document management systems (1.2); update litigation case calendar (.6); plan, prepare for and assist K&E team with preparation and submission of expert reports to opposing counsel (1.8).
12/04/20	Christopher Marcus, P.C.	1.40	Correspond with K&E team re Midstream negotiations (.9); review correspondence re NGL and ARB negotiations (.5).
12/04/20	Rebekah Sills McEntire	5.20	Finalize expert report (3.0); telephone conference with A&M and K&E team re same (1.5); finalize document production re same (.7).
12/04/20	Kathleen Murray	0.30	Review and analyze imported production for responsiveness.
12/04/20	Orla Patricia O'Callaghan	0.70	Telephone conference with B. Barnes and G. Jones re identifying key documents (.2); telephone conference with B. Barnes, R. McEntire and G. Jones re confidentiality issues (.3); telephone conference with A. Rotman, B. Barnes, R. McEntire and G. Jones re same (.2).
12/04/20	Stephen M. Rees	1.30	Review documents for responsiveness and confidentiality.
12/04/20	Anna G. Rotman, P.C.	6.40	Telephone conference with K&E team and A&M re estimation expert report (.8); negotiate discovery stays with potentially settling parties (.4); review, analyze and finalize deposition notices (.4); review, analyze all incoming deposition notices (.3); finalize expert report on estimation, including related document issues and dispatch (3.2); organize next steps on fact witness depositions based on notices (1.3).
12/04/20	Alexandra Schrader	0.20	Review, analyze documents for estimation and confirmation hearings.

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/04/20	Allyson B. Smith	3.80	Telephone conference with K&E team, Company re Elevation agreements (1.0); telephone conference with K&E team, A&M re expert reports (1.2); telephone conference with S. Cohen, K. Warner re motion to compel sur-reply (.8); follow up re same (.3); telephone conference with Carlson's counsel re same (.3); correspond with Company re same (.2).
12/04/20	Laura Elizabeth Wolk	0.20	Review and provide comments on draft motion to file sur-reply for K. Young.
12/04/20	Dustin Lyle Womack	5.00	Revise Platte motion to enforce order (.1); conference with K. Young re Leazer stipulation (.3); draft Leazer stipulation (.1); research Westerman case re Leazer (.5); research breach of covenant re real covenant appeals (1.3); revise RMM adversary reply (1.7); conference with K. Young re RMM reply (.1); analyze Grand Mesa reply in support of stay (.2); conference with K. Young re Platte River stay sur-reply (.4); revise Platte River stay sur-reply (.3).
12/04/20	Kenneth A. Young	9.60	Revise deposition notices for depositions in contested matters (.9); draft and revise pleadings in adversary proceedings (1.9); coordinate discovery in contested matters (.6); draft pleadings in appeal of orders in contested matters (1.8); correspond with opposing counsel re contested matters (1.0); correspond with Company re contested matters (.6); draft order granting motion to enforce automatic stay (2.2); correspond with opposing counsel (.6).
12/04/20	Edward Zhang	1.50	Review and analyze documents re discovery requests.
12/05/20	Jamie Alan Aycock	1.00	Conference with opposing counsel re confirmation witness depositions (.5); correspond re same (.2); correspond re deposition scheduling and assignments with A. Rotman and K. Young (.3).
12/05/20	George W. Hicks Jr., P.C.	0.30	Correspond with A. Rotman and K&E team re opposing parties' positions in contract rejection appeals.

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/05/20	Grant Jones	6.50	Review, analyze key documents for deposition exhibits (4.0); review, analyze production for correspondence and responsiveness to requests (2.5).
12/05/20	Angela Leonard	4.90	Manage, index and organize file materials into document management systems.
12/05/20	Anna G. Rotman, P.C.	3.40	Telephone conference re 30(b)(6) topics with advisory and management team and follow up with K&E team (1.2); conference with objecting parties re fact witness depositions and expert depositions (.6); prepare for fact witness depositions and conference re 30(b)(6) topics (1.6).
12/05/20	Allyson B. Smith	1.60	Telephone conference with A. Rotman, B. Jackson, B. Latif re 30(b)(6) topics (1.3); telephone conference with A. Rotman re upcoming depositions (.3).
12/05/20	Dustin Lyle Womack	0.10	Revise Platte River sur-reply.
12/05/20	Kenneth A. Young	1.00	Telephone conference with opposing counsel re contested matters.
12/06/20	Nicholas Adzima	1.30	Correspond with K&E team re depositions (.7); review, analyze materials re same (.6).
12/06/20	Jamie Alan Aycock	1.50	Conference with opposing counsel re confirmation witness depositions (.6); correspond with K&E team re same (.3); correspond with G. Hicks and others re consolidation of appeals re rejection (.6).
12/06/20	Ben A. Barnes	0.70	Review and analyze notice of deposition of Grand Mesa (.2); prepare for Grand Mesa deposition (.5).
12/06/20	Nicholas Benham	2.10	Review and analyze party production, responses and objections (1.9); telephone conference with G. Jones re same (.2).
12/06/20	Stephanie Cohen	3.10	Draft, revise sur-reply to motion to compel abandonment.
12/06/20	George W. Hicks Jr., P.C.	1.50	Review and analyze opposing parties' positions in contract rejection appeals (.5); correspond with A. Rotman and K&E team re same (.5); draft strategy for submission to court re same (.5).

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12/06/20	Grant Jones	8.20	Review documents for R. McGillis deposition (4.0); draft outline for R. McGillis deposition (4.0); correspond with N. Benham, A. Rotman and R. Fiedler re depositions (.2).
12/06/20	Angela Leonard	6.00	Manage, index and organize file materials into document management systems.
12/06/20	Anna G. Rotman, P.C.	3.40	Fact and expert witness deposition preparation (1.0); correspond with opposing counsel re fact, expert and 30(b)(6) depositions (.8); conference with Elevation re litigation schedule and follow up with K&E team (.2); follow up re conference with Grand Mesa and Platte River (.6); finalize staffing and deposition strategy for fact and expert witness depositions (.8).
12/06/20	Allyson B. Smith	0.80	Conference re estimation litigation.
12/06/20	Kenneth A. Young	0.80	Correspond with opposing counsel re contested matters.
12/07/20	Ben A. Barnes	4.20	Review and analyze requests for production of documents to Grand Mesa (2.1); telephone conference with R McEntire re Grand Mesa deposition (.5); draft and revise outline for deposition of Grand Mesa (1.2); review and analyze liquidation expert report (.4).
12/07/20	Nicholas Benham	4.20	Review, analyze and summarize discovery productions (3.3); correspond with G. Jones re same (.2); telephone conference with K&E team re upcoming deposition (.3); organize upcoming K&E team conference (.1); coordinate with T. Calenzo re same (.1); review and analyze relevant deposition materials and resources from K&E team (.2).
12/07/20	Stephanie Cohen	3.90	Conference and correspond with Company re sur-reply (.4); correspond with K&E team, Movant's counsel re same (.2); review leases re same (.7); revise same (2.6).
12/07/20	Ross Fiedler	1.80	Telephone conferences with G. Jones, N. Adzima re Platte River and Grand Mesa depositions (1.0); analyze issues re same (.5); correspond with Moelis and K&E team re same (.3).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/07/20	Ross Fiedler	7.00	Correspond with A. Weinhouse re REP and RMM settlements (.4); correspond with UCC re midstream settlements (.2); correspond with J. Clune, Company re Elevation settlement (.3); review, revise release re same (.3); telephone conference with DCP counsel re settlement issues (.3); correspond with K&E team, A&M and Company re same (.5); review, revise settlement (.9); telephone conference with Paul Weiss, HL, A&M, Moelis and Company re midstream settlements (.5); draft omnibus motion re midstream settlements (2.5); draft declaration re same (.7); correspond with B. Jackson re same (.4).
12/07/20	George W. Hicks Jr., P.C.	3.60	Correspond with opposing counsel re submission to court re appeals (.7); revise letter to court (.7); correspond with local counsel re letter (.3); review and analyze decision denying Platte River motion to stay (.6); review and analyze Grand Mesa motion to consolidate (.5); strategize response to same (.8).
12/07/20	Grant Jones	11.30	Draft deposition outline for R. McGillis (4.0); review documents for R. McGillis deposition (4.0); correspond with N. Benham and A. Rotman re Platte River production (.5); telephone conference with R. Fiedler and N. Adzima re depositions (.3); draft question modules on calculation process (2.5).
12/07/20	Andrew C. Lawrence	1.50	Draft letters to magistrate judge re consolidation of and briefing in all appeals.
12/07/20	Andrew C. Lawrence	7.50	Review and analyze bankruptcy court briefing and decisions re covenant appeals (5.0); prepare record counter-designations for rejection appeals (2.5).

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12/07/20	Angela Leonard	8.10	Review, compile and update discovery materials re estimation and confirmation for attorney review (1.2); manage, index and organize file materials into document management systems (4.6); review, compile and update estimation materials re estimation briefing for attorney review (.4); review, analyze and compile expert reports for attorney review (.3); plan and prepare for fact witness depositions, communicate with opposing counsel and organize logistics re same (.6); update deposition notices re D. Robinson, Grand Mesa Pipeline 30(b)(6), R. McGillis, Platte River and DJS 30(b)(6) (1.0).
12/07/20	Christopher Marcus, P.C.	1.20	Review Midstream settlement documents.
12/07/20	Rebekah Sills McEntire	3.00	Telephone conference with K&E team re Grand Mesa deposition (.5); review documents re same (2.0); draft deposition outline (.5).
12/07/20	Orla Patricia O'Callaghan	2.10	Correspond with A. Rotman re deposition preparation (.1); review and analyze expert reports (1.8); discuss other parties' productions and deadline for other parties' expert reports with G. Jones (.2).
12/07/20	Anna G. Rotman, P.C.	5.70	Review, analyze confirmation related discovery (.6); short chambers conference with court and follow up with A. Weinhouse (.2); correspond re settlement structuring with A. Weinhouse (.3); analyze fact witness deposition preparation on McGillis, Henderson and preparation for Owens (1.8); review materials re appellate strategy (.4); extensive preparation for depositions on estimation (2.4).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/07/20	Dustin Lyle Womack	7.40	Conference with K. Young re Platte River and Grand Mesa appellate record designations re rejection (.8); revise appellate record designations (.3); revise motion to accept sealed record materials re Platte River appeal (.2); draft rejection appellate brief (1.7); conference with K. Young re M. Owens confirmation deposition (.4); draft M. Owens deposition topic outline (1.9); revise deposition outline (1.1); conference with K. Young re Platte River sur-reply (.4); analyze Company materials re Leazer (.1); conference with K. Young re Leazer adversary (.1); revise Leazer motion to dismiss (.4).
12/07/20	Lydia Yale	1.80	Draft 9019 motion, declaration re same, motion to seal re same and motion to shorten re same.
12/07/20	Kenneth A. Young	8.20	Prepare for depositions in contested matters (3.1); analyze and revise draft pleadings in adversary proceedings (2.1); correspond with Company re contested matters (1.6); correspond with opposing counsel re contested matters (.7); analyze discovery in preparation for depositions in contested matters (.7).
12/08/20	Nicholas Adzima	1.10	Correspond with K&E team re depositions (.4); review, analyze materials re same (.7).
12/08/20	Jamie Alan Aycock	2.10	Attend confirmation discovery K&E team conference with A. Rotman and others (.5); review, conference re corporate representative topics for depositions (1.6).
12/08/20	Ben A. Barnes	8.10	Draft and revise outline for deposition of Grand Mesa witness (3.6); telephone conference with K&E team re confirmation and estimation hearing preparation (.5); review and analyze Company documents to prepare for estimation hearing (1.0); telephone conference with K&E team re confirmation issues involving Grand Mesa (.5); correspond with J. Grady re deposition preparation (.5); review and analyze liquidation analysis by J. Grady (2.0).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/08/20	Nicholas Benham	5.40	Correspond with G. Jones re deposition preparation (.3); review and analyze expert report and documents served re same (2.5); correspond with A. Leonard and vendors re document access and deposition setup (.5); participate in Veritext demonstration (.3); adversary K&E team telephone conference (.6); telephone conference with K&E team re upcoming depositions (.4); review and analyze deposition notices and expert reports re same (.5); prepare notes re same and send to G. Jones (.3).
12/08/20	Cade C. Boland	0.20	Identify and provide records in preparation of M. Owens deposition to D. Womack.
12/08/20	Stephanie Cohen	2.50	Conference with Company re sur-reply (.2); correspond with K&E team re same (.2); revise sur-reply, declaration (2.1).
12/08/20	Juliana Dowling	0.90	Correspond with L. Womack re document review findings (.5); pull relevant documents from Relativity (.4).
12/08/20	Ross Fiedler	5.60	Correspond with Company and K&E team re Elevation documents (.3); correspond with REP's counsel, K&E team re settlement (.2); correspond with B. Jackson, A. Zagoren re midstream settlements (.7); telephone conference with B. Jackson re same (.3); review, revise DCP settlement (.3); correspond with A&M and K&E team re same (.5); telephone conference with Company, Moelis, A&M and K&E team re midstream settlement discussions (.6); telephone conference with Greenberg Traurig, K&E team re Grand Mesa settlement (.8); review, revise omnibus motion re RMM and REP settlements (1.9).
12/08/20	George W. Hicks Jr., P.C.	0.30	Correspond with co-counsel and opposing counsel re mediation statements.

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12/08/20	Grant Jones	15.10	Review supplementary production from Platte River (3.5); draft outline for R. Morgner deposition (4.0); attend demonstration from vendor for remote deposition (.5); telephone conference with Company, K&E team re depositions and next steps (.7); attend B. Jackson deposition preparation session (.5); draft question modules re present value (1.5); review documents for R. Morgner deposition (1.9); telephone conference with K. Young re R. Morgner deposition (.5); revise deposition outline based on feedback from K. Young and A. Rotman (2.0).
12/08/20	Andrew C. Lawrence	9.10	Draft response and cross motion re consolidation of all appeals (4.0); revise record designation documents for Platte River contract rejection appeal (4.0); review same (1.1).
12/08/20	Angela Leonard	4.30	Manage, index and organize file materials into document management systems (1.1); correspond with Sandline re processing data received from opposing counsel (.6); confirm and verify data processed by Sandline and loaded in database for review and analysis by K&E team (.7); update litigation case calendar (.4); plan, prepare for and assist K&E team with preparation of fact witness depositions (1.5).
12/08/20	Christopher Marcus, P.C.	2.50	Review Midstream settlement agreements (1.2); telephone conference with K&E team re NGL and Midstream settlements (.8); telephone conference with K&E team re settlement structure (.5).
12/08/20	Stephen M. Rees	0.10	Correspond with D. Womack re Owen's deposition.

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12/08/20	Anna G. Rotman, P.C.	8.70	Telephone conference with K&E team re discovery (.8); telephone conference with K&E team re settlement structuring (.4); telephone conference with Company management team re settlement structuring and follow-up (1.1); prepare for preparation session with B. Jackson (.4); preparation session with B. Jackson (1.5); telephone conference with midstream counterparty counsel re discovery for confirmation and follow up with K&E team (.5); review deposition outline for R. McGillis (.8); attention to discovery and deposition related issues to prepare for confirmation and estimation hearing (1.8); attention to omnibus 9019 motion (.4); attention to preparation for hearing on motion to compel by reviewing pleadings (1.0).
12/08/20	Allyson B. Smith	3.70	Correspond with B. Jackson, C. Smith re NGL discussions (.2); review correspondence re same (.2); review correspondence re Elevation documentation (.2); review, comment on motion to compel sur-reply (1.1); telephone conference with A. Rotman, C. Marcus re NGL settlement (.3); correspond with E. Swager re Concord rejection matters (.3); telephone conference with K&E team, GT team re NGL term sheet (.5); correspond with K. Young, WTP re CIG rejection (.5); telephone conference with DCP counsel re amendment, motion (.3); follow up with Company re same (.1).
12/08/20	Dustin Lyle Womack	8.30	Pull production documents for M. Owens deposition preparation (3.7); conference with K. Young re M. Owens deposition preparation (.9); conference with K. Young re adversary settlements (.1); K&E team telephone conference (.5); draft rejection appeal brief (2.4); identify proposed redactions to RMM reply (.2); identify proposed redactions to RMM response (.3); conference with K. Young re Grand Mesa productions (.2).

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12/08/20	Kenneth A. Young	10.00	Prepare for depositions in contested matters (4.0); prepare witnesses for depositions in contested matters (2.0); correspond with opposing counsel re litigation and adversary proceedings (.5); analyze pleadings in adversary proceedings (2.0); draft and revise pleadings in contested matters (1.5).
12/09/20	Ben A. Barnes	1.50	Draft and revise outline for deposition of Grand Mesa witness (.5); review discovery file for midstream counterparty-related materials (.5); telephone conference with Company, K&E team re same (.5).
12/09/20	Nicholas Benham	2.00	Access and orient self with Veritext and Egnyte platforms re upcoming deposition (.2); review and analyze expert materials and production re upcoming deposition (.3); telephone conference with G. Jones re deposition schedule and upcoming deposition preparation (.4); draft deposition preparation materials (1.1).
12/09/20	Stephanie Cohen	2.50	Revise, revise and prepare sur-reply for filing (1.0); telephone conference with Movant counsel re evidentiary hearing (.2); telephone conference with A. Rotman, A. Weinhouse re same and follow up re same (.8); correspond with A. Rotman, C. Heasley, Company re same (.5).
12/09/20	Ross Fiedler	5.70	Draft NGL settlement term sheet (1.5); draft ARB settlement term sheet (2.0); correspond with B. Jackson re same (.2); review, revise same (.5); review proofs of claim for ARB and NGL (.3); correspond with Company and K&E team re settlement motions (.5); telephone conference with Company, K&E team and A&M re NGL and ARB term sheets (.7).
12/09/20	George W. Hicks Jr., P.C.	2.50	Revise response and cross-motion re consolidation of contract rejection appeals.
12/09/20	Grant Jones	6.80	Prepare materials for R. Morgner deposition (2.5); telephone conference with N. Benham re deposition preparation outline for B. Jackson (.5); correspond with A. Leonard re depositions (.4); review key documents for M. Owens deposition (3.0); telephone conference with K. Young re M. Owens deposition (.4).

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 Matter Number: 18803-25

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/09/20	Andrew C. Lawrence	1.50	Revise motion re consolidation of appeals (1.0); correspond with G. Hicks re same (.5).
12/09/20	Angela Leonard	4.40	Manage, index and organize file materials into document management systems (1.6); update litigation case calendar (.4); plan, prepare for and assist K&E team with preparation of fact witness depositions (2.4).
12/09/20	Christopher Marcus, P.C.	2.30	Telephone conference with K&E team re discovery (.8); review midstream settlement documents and telephone conference with K&E team re same (1.5).
12/09/20	Rebekah Sills McEntire	4.10	Review documents re Grand Mesa 30(b)(6) deposition preparation (2.0); draft deposition outline re same (2.1).
12/09/20	Anna G. Rotman, P.C.	5.60	Witness preparation session with B. Jackson (1.5); witness preparation sessions with M. Owens (1.2); telephone conference with Moelis re business plan (.5); telephone conferences and correspond with parties re confirmation and estimation discovery, including scope and timing (2.1); attend chambers conference (.3).
12/09/20	Evan Swager	2.10	Review, revise declaration in support of 9019 motion.
12/09/20	Dustin Lyle Womack	9.30	Identify M. Owens deposition preparation documents (2.9); set up M. Owens preparation session (.2); conference with K. Young re M. Owens deposition (.4); prepare M. Owens for deposition (1.6); conference with K&E team re M. Owens deposition preparation session (.3); analyze RMM and REP proposed settlement (.3); conference with K. Young re RMM settlement (.1); redact RMM materials (.3); draft objections to Grand Mesa deposition notice (2.4); revise objections to Grand Mesa deposition notice (.2); draft reply to Platte counterclaim motion for summary judgment (.4); conference with K. Young re real covenant adversary proceedings (.2).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/09/20	Kenneth A. Young	9.80	Prepare for depositions in contested matters (3.0); prepare witnesses for depositions in contested matters (3.0); correspond with opposing counsel re litigation and adversary proceedings (1.0); analyze pleadings in adversary proceedings (1.0); draft and revise pleadings in contested matters (1.8).
12/10/20	Jamie Alan Aycock	1.50	Confirmation discovery K&E team conference with A. Rotman and others (.8); prepare for witness preparation of K. Voelte and correspond re same (.7).
12/10/20	Ben A. Barnes	8.10	Review production for communications and summarize contents of communications (2.0); telephone conference with Company, K&E team re confirmation and estimation hearing preparation (.5); prepare for and telephone conference with J. Grady and S Bullock re liquidation expert testimony (3.0); review and analyze materials provided by J. Grady in support of expert report (2.0); correspond with J. Grady re testimony (.6).
12/10/20	Nicholas Benham	8.80	Participate in discovery and confirmation K&E team telephone conference (.4); correspond with J. Aycock re upcoming deposition preparation (.1); correspond with G. Jones re deposition preparation materials (.1); research document production, filings and relevant materials re discovery materials (2.3); draft discovery preparation materials (4.0); revise same per request from R. McEntire (.9); compile relevant deposition topics per request from A. Rotman (.6); review and proofread re same with D. Benton (.3); prepare same and correspond with advisors and K&E team (.1).
12/10/20	Stephanie Cohen	3.80	Draft and revise talking points re motion to compel abandonment (1.3); correspond with Company, K&E team and WTP re same (.3); coordinate, prepare and attend witness preparation re same (2.2).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/10/20	Juliana Dowling	3.40	Correspond with B. Barnes re discovery batches (.5); review batches and summarize findings (1.9); correspond with M. Quinn and L. Valentor re discovery batch findings (.5); correspond with B. Barnes re final summary (.5).
12/10/20	Ross Fiedler	5.50	Review NGL and ARB settlement term sheets (.4); correspond with A&M re midstream settlements (.6); review, revise omnibus motion re RMM and REP settlements (.8); prepare redacted version for REP counsel (.3); correspond with Whiteford, K&E team re same (.5); draft RMM settlement term sheet (2.0); revise same (.5); correspond with B. Jackson re same (.2); telephone conference with DCP's counsel re DCP settlement (.2).
12/10/20	Grant Jones	6.40	Telephone conference with Company, K&E team re depositions and next steps (.4); attend Jackson deposition preparation (1.2); review mock cross outline for B. Jackson (.3); revise 30(b)(6) notice responses and objections (.5); revise deposition outline adding questions for cost savings (4.0).
12/10/20	Andrew C. Lawrence	2.50	Review, revise response to motion re consolidation and cross-motion re same (2.0); coordinate filing of record designations for contract rejection appeal (.5).
12/10/20	Angela Leonard	5.60	Manage, index and organize file materials into document management systems (2.6); update litigation case calendar (.5); plan, prepare for and assist K&E team with preparation of fact witness depositions (2.0); K&E team conference re preparation for estimation, confirmation hearing and outstanding projects (.5).
12/10/20	Christopher Marcus, P.C.	0.50	Review discovery correspondence.
12/10/20	Rebekah Sills McEntire	9.50	Draft outline re Grand Mesa 30(b)(6) deposition (6.0); correspond with K&E team re same (.5); attend deposition preparation session for B. Jackson (2.5); telephone conference with K&E team re same (.5).
12/10/20	Orla Patricia O'Callaghan	0.40	Telephone conference with K&E team.
12/10/20	Michael P. Quinn	2.10	Review documents for production to noteholder.

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/10/20	Anna G. Rotman, P.C.	11.20	Telephone conference with K&E team re confirmation and estimation proceedings (.7); attention to settlement discussions (.3); attention to M. Owens deposition preparation (1.3); attend B. Jackson deposition preparation (.5); witness preparation for Carlson motion to compel hearing (1.7); prepare for Carlson motion to compel hearing, including reviewing pleadings, exhibits, declarations, preparing direct and cross examination outlines for witnesses (6.2); telephone conference with Moelis re G&A follow-up (.5).
12/10/20	Allyson B. Smith	0.20	Correspond with DCP re amendment (.1); correspond with WTP re motion to compel (.1).
12/10/20	Gary M. Vogt	1.00	Research, compile requested discovery precedent (.7); correspond with A. Leonard re same (.3).
12/10/20	Dustin Lyle Womack	6.00	Draft reply in support of Platte counterclaim motion for summary judgment (1.8); revise Platte counterclaim reply (.7); prepare M. Owens for deposition (2.1); conference with K. Young re M. Owens deposition (.4); revise objections to Grand Mesa deposition notice (1.0).
12/10/20	Kenneth A. Young	9.40	Prepare for depositions in contested matters (3.0); prepare witnesses for depositions in contested matters (3.0); correspond with opposing counsel re litigation and adversary proceedings (1.0); analyze pleadings in adversary proceedings (1.0); draft and revise pleadings in contested matters (1.4).
12/11/20	Nicholas Adzima	0.60	Conference with B. Barnes re deposition preparation (.4); review, analyze materials re same (.2).
12/11/20	Jamie Alan Aycock	4.70	Prepare for and attend witness preparation of K. Voelte and correspond re same.
12/11/20	Ben A. Barnes	3.70	Telephone conference with J. Grady re deposition testimony (1.0); review Company production to prepare for deposition of J. Grady (1.7); review expert report of M. O'Hara (1.0).

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12/11/20	Brooksany Barrowes	1.50	Review and address questions re opposition to plan confirmation.
12/11/20	Nicholas Benham	3.40	Review, analyze expert report and correspondence for deposition preparation conference (1.1); attend deposition preparation conference with J. Aycock (1.1); correspond with J. Aycock re same (.1); review, analyze documents and expert production per request from R. McEntire (.9); telephone conference with B. Barnes re deposition preparation project (.2).
12/11/20	Stephanie Cohen	1.00	Attend evidentiary hearing preparation sessions with A. Rotman, A. Weinhouse and Company.
12/11/20	Ross Fiedler	2.90	Draft summary re midstream settlements (.4); review, revise omnibus motion re RMM and REP settlements (.5); revise RMM settlement term sheet (.4); prepare redacted 9019 motion re RMM settlement (.3); correspond with RMM counsel, A. Weinhouse and Company re same (.5); correspond with I. Bate, K&E team re midstream settlements (.3); correspond with Paul Weiss re same (.2); correspond with K&E team and Company re Elevation issues (.3).
12/11/20	George W. Hicks Jr., P.C.	2.00	Review, revise response and cross-motion re consolidation (1.5); correspond with A. Lawrence and co-counsel re same (.5).
12/11/20	Grant Jones	7.90	Draft outline questions for R. McGillis deposition (2.5); review and organize exhibits for R. McGillis deposition (4.0); research re deposition and local rules (.9); review M. Owens deposition transcript (.5).
12/11/20	Andrew C. Lawrence	1.50	Coordinate filing of response to appeal consolidation motion and cross-motion.
12/11/20	Angela Leonard	4.20	Manage, index and organize file materials into document management systems (1.6); update litigation case calendar (.4); plan, prepare for and assist K&E team with preparation of fact witness depositions (2.2).
12/11/20	Christopher Marcus, P.C.	2.40	Review Midstream settlements and correspond re same (1.4); review discovery correspondence re expert reports (1.0).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/11/20	Rebekah Sills McEntire	8.70	Attend deposition of Grand Mesa 30(b)(6) witness (5.0); draft summary re same (.5); telephone conference with K&E team re same (.5); deposition preparation re B. Jackson (2.7).
12/11/20	Anna G. Rotman, P.C.	9.20	Attend B. Jackson deposition preparation (.6); witness hearing preparation for Carlson hearing (1.0); prepare for Carlson hearing on motion to compel (2.3); attend Carlson hearing on motion to compel, including presenting our witness and crossing Carlson (2.2); debrief on Chambers conference with A. Weinhouse (.2); attention to discovery related issues re fact and expert witness depositions (.8); conference with A. Weinhouse re settlement discussions (.3); attention to correspondence re settlement discussions (.2); debrief on fact witness depositions (.3); attention to trial themes and preparation (1.3).
12/11/20	Allyson B. Smith	2.30	Witness preparation re hearing re motion to compel.
12/11/20	Dustin Lyle Womack	0.30	Conference with K. Young re Leazer schedule (.2); pull order re motion to enforce (.1).
12/11/20	Kenneth A. Young	11.10	Attend deposition of witness in contested matter (4.0); correspond with opposing counsel re litigation and adversary proceedings (.5); analyze pleadings in adversary proceedings (3.0); draft and revise pleadings in contested matters (3.0); analyze expert reports in contested matters (.6).
12/12/20	Jamie Alan Aycock	2.10	Review expert report of O'Hara (1.5); correspond and conference with K. Voelte re same (.6).
12/12/20	Ben A. Barnes	2.40	Review documents produced by Company (1.0); prepare for and telephone conference with counsel for bondholder re relevant discovery file (1.0); review documents involving J. Grady to prepare for deposition (.4).

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12/12/20	Nicholas Benham	5.80	Review and analyze production for relevant documents (2.0); follow-up searches per request from B. Barnes (2.5); collect documents and circulate same to B. Barnes (.9); correspond with B. Barnes re same (.3); correspond with J. Aycock re deposition preparation (.1).
12/12/20	Ross Fiedler	2.70	Correspond with Akin re Elevation documents (.1); telephone conference with Paul Weiss, A. Weinhouse re midstream transaction term sheet (.5); review, revise same (.8); review, revise RMM settlement term sheet (.3); review, revise declaration in support of omnibus motion approving midstream settlements (1.0).
12/12/20	Grant Jones	9.00	Prepare to take deposition of R. McGillis from ARB (4.0); take deposition of R. McGillis (4.5); draft summary of deposition for A. Rotman and K. Young (.5).
12/12/20	Angela Leonard	3.90	Manage, index and organize file materials into document management systems (2.4); plan, prepare for and assist K&E team with preparation of expert witness depositions (1.5).
12/12/20	Rebekah Sills McEntire	2.10	Witness preparation re B. Jackson.
12/12/20	Orla Patricia O'Callaghan	0.70	Review expert reports served by other parties (.6); correspond with A. Rotman re deposition coverage (.1).
12/12/20	Anna G. Rotman, P.C.	6.10	Witness preparation with B. Jackson and follow-up preparation for mock cross (2.3); review expert reports on estimation and correspond with A. Zagoren (3.1); attention to correspondence and strategy for expert depositions (.7).
12/12/20	Kenneth A. Young	2.00	Prepare witnesses for deposition in contested matters (1.0); prepare for deposition in contested matters (.5); analyze expert reports in contested matters (.5).
12/13/20	Nicholas Adzima	1.10	Correspond with B. Barnes, A. Weinhouse re deposition preparation (.4); review, analyze answers re same (.7).

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12/13/20	Jamie Alan Aycock	3.40	Review expert report of O'Hara (1.0); correspond and conference with K. Voelte re same (.5); prepare for and attend witness preparation of K. Voelte (1.9).
12/13/20	Ben A. Barnes	6.40	Prepare for deposition of J. Grady (4.0); review documents re same (2.4).
12/13/20	Nicholas Benham	3.80	Attend deposition preparation session with J. Aycock (1.2); review and analyze expert materials and production re same (.6); review document re upcoming deposition (.7); attend deposition session with B. Barnes (1.1); follow-up telephone conference with B. Barnes re same (.2).
12/13/20	Ross Fiedler	4.40	Review, revise omnibus motion and declaration re RMM and REP settlements (1.5); revise RMM term sheet (.7); correspond with K&E team re Elevation documents (.3); review, revise NGL term sheet (.5); correspond with B. Jackson, Company and K&E team re midstream settlements (1.0); correspond with K&E team, Moelis and A&M re midstream transaction term sheet (.2); review ARB term sheet (.2).
12/13/20	Grant Jones	15.40	Attend deposition preparation session for B. Jackson (.5); review and analyze ARB expert report from W. Gore (4.0); review notes from A. Zagoren re ARB expert report (1.9); review and analyze B. Jackson expert report (2.5); research W. Gore's previous expert testimony (2.5); draft outline for W. Gore expert deposition (4.0).
12/13/20	Andrew C. Lawrence	1.00	Review and analyze certification motion (.5); check compliance with bankruptcy rules for same (.2); correspond with G. Hicks re same (.3).
12/13/20	Angela Leonard	6.60	Manage, index and organize file materials into document management systems (3.6); plan, prepare for and assist K&E team with preparation of expert witness depositions (1.6); correspond with Sandline re processing data received from opposing counsel (.6); confirm and verify data processed by Sandline and loaded in database for review and analysis by K&E team (.8).

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12/13/20	Rebekah Sills McEntire	4.20	Draft outline for witness preparation (2.0); witness preparation for B. Jackson (2.2).
12/13/20	Anna G. Rotman, P.C.	5.30	Attend B. Jackson deposition preparation (2.7); prepare for estimation expert depositions (1.3); attention to confirmation trial strategy (1.0); coordinate logistics for this week's depositions and related coverage (.3).
12/13/20	Kenneth A. Young	2.10	Prepare witnesses for deposition in contested matters (.6); prepare for deposition in contested matters (1.0); analyze expert reports in contested matters (.5).
12/14/20	Jamie Alan Aycock	4.00	Prepare for and defend deposition of K. Voelte.
12/14/20	Ben A. Barnes	2.50	Prepare for and defend deposition of J. Grady (1.0); review transcript of deposition of J. Grady (1.0); review plan objections (.5).
12/14/20	Nicholas Benham	0.90	Review and analyze expert materials re upcoming deposition (.4); coordinate upcoming conference and correspond with J. Aycock re same (.2); review and analyze deposition transcripts re upcoming preparation (.3).
12/14/20	Ross Fiedler	6.20	Telephone conference with ARB's counsel re settlement term sheet (1.0); telephone conference with Company and K&E team re same (1.0); revise midstream transaction term sheet (.5); correspond with A. Weinhouse, Company and Paul Weiss re midstream settlements (1.5); draft proposed redacted settlement motion (.3); correspond with midstream counsels re midstream settlements (.7); review, revise DCP and REP settlement motions (1.2).
12/14/20	Grant Jones	16.60	Telephone conference with A. Zagoren re ARB expert report (.6); draft volume module for expert deposition (4.0); draft contract module for expert deposition (4.0); draft sources considered module for expert deposition (3.0); review and organize documents for deposition exhibits (4.0); telephone conference with K. Young re expert deposition (1.0).

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12/14/20	Angela Leonard	4.60	Update litigation case calendar (.4); review, compile, organize and distribute correspondence, pleadings, related file materials and save to document management systems (3.4); plan and prepare for expert depositions, facilitate scheduling and logistics re same (.8).
12/14/20	Christopher Marcus, P.C.	3.00	Review deposition transcripts (1.9); review expert reports (1.1).
12/14/20	Rebekah Sills McEntire	6.00	Attend deposition of B. Jackson.
12/14/20	Orla Patricia O'Callaghan	0.10	Telephone conference re K. Young re expert deposition.
12/14/20	Anna G. Rotman, P.C.	11.50	Defend expert deposition of B. Jackson (9.7); debrief from deposition with B. Jackson (.2); summarize B. Jackson deposition for objectors' expert depositions (1.1); attention to other expert depositions (.5).
12/14/20	Kenneth A. Young	10.50	Prepare for deposition of contested matters (4.0); review documents re same (2.0); analyze expert reports in contested matters (4.0); telephone conference with opposing counsel re litigation in adversary proceedings (.5).
12/15/20	Jamie Alan Aycock	4.40	Conference with B. Latif, A. Weinhouse and others re M. O'Hara expert report and points for deposition (2.0); review objection to confirmation by City of Broomfield and correspond re same (2.0); identify examples of direct testimony for valuation and liquidation experts (.4).
12/15/20	Ben A. Barnes	7.20	Correspond with counsel from Grand Mesa re discovery issues (.3); review discovery file to ensure Company's compliance with written discovery request (2.5); review deposition testimony of M. Owens (1.3); prepare for direct examination of J. Grady (1.9); correspond with B. Jackson and A. Zagoren re expert report (.4); review objections filed by ARB and Grand Mesa (.8).

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12/15/20	Nicholas Benham	5.80	Telephone conference re upcoming expert deposition (1.0); review and analyze expert materials and analysis re same (.4); review and analyze production for relevant materials per request from K. Young (.4); correspond with K. Young re follow-up for same (.4); review and analyze production for relevant materials per request from B. Barnes (1.8); correspond with B. Barnes re same (.4); review and analyze deposition materials and production per request from R. McEntire (.5); review and analyze expert report and precedent re drafting project (.5); draft trial materials (.4).
12/15/20	Ross Fiedler	5.60	Correspond with A&M, Company and K&E team re midstream settlements (2.5); correspond with K&E team, RMM and Company re RMM settlement (.8); telephone conference with RMM's counsel re same (.2); revise settlement documents re same (1.0); draft status update (.2); correspond with N. Adzima re same (.1); telephone conference with Company and K&E team re midstream settlements (.8).
12/15/20	Grant Jones	10.50	Prepare for W. Gore's expert deposition (4.0); W. Gore's expert deposition (5.0); draft summary of W. Gore's deposition for A. Rotman and K. Young (1.2); correspond with A. Rotman re pre-trial and trial tasks (.3).
12/15/20	Angela Leonard	10.80	Update litigation case calendar (.4); review, analyze and compile preliminary exhibits for estimation, confirmation hearings and prepare same for branding and finalizing (3.9); review, compile, organize and distribute correspondence, pleadings, related file materials and save to document management systems (5.6); plan and prepare for expert depositions and facilitate scheduling and logistics re same (.9).
12/15/20	Christopher Marcus, P.C.	3.80	Review O'Hara expert report and telephone conference with K&E team and Moelis re same (2.8); review discovery correspondence and telephone conference with K&E team re same (1.0).

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12/15/20	Rebekah Sills McEntire	2.00	Attend deposition of Platte River estimation expert.
12/15/20	Anna G. Rotman, P.C.	9.70	Telephone conference with Moelis and K&E team re O'Hara report (.8); attention to document production questions from Grand Mesa (.4); attention to O'Hara report and discuss with J. Aycock (.8); debrief with K&E team on B. Jackson deposition and next steps (.3); attention to GUC rights offering and related deposition of B. Latif (.6); attention to objection to assumption and assignment (.3); review deposition strategy for expert depositions (.5); debrief with K. Young on expert deposition and correspond with S. Gerald (.7); review deposition transcript of S. Baxter (.8); attention to trial exhibit list (.4); extensive work on trial task list, strategy and correspond with K&E team (3.3); attention to Platte River's estimation report and proof of claims (.8).
12/15/20	Lydia Yale	1.60	Draft 9019 motions and related pleadings.
12/15/20	Kenneth A. Young	12.20	Preparation for deposition related to contested matter (4.2); attend deposition re contested matter (4.0); prepare for hearing on contested matters (4.0).
12/16/20	Jamie Alan Aycock	6.70	Telephone conference with A. Rotman and opposing counsel re estimation hearing (1.0); correspond with A. Rotman re same (1.0); prepare for deposition of M. O'Hara and draft deposition outline (2.2); review and analyze amended M. O'Hara expert report (2.0); correspond with K&E team re opposition to proposed direct appeal of rejection decisions (.5).
12/16/20	Ben A. Barnes	8.30	Prepare for and telephone conference with Company, K&E team re confirmation and estimation trial issues (.8); draft and revise exhibit list for confirmation and estimation hearing (2.7); review parties' objections to estimation and confirmation (1.4); draft and revise outline for direct examination of J. Grady (1.4); review depositions of J. Grady, K. Voelte and S. Baxter (1.3); draft and revise correspondence to Grand Mesa counsel re discovery issues (.7).

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12/16/20	Nicholas Benham	9.90	Draft trial materials (.2); review and analyze precedent and expert materials re same (.2); K&E team telephone conference (.7); correspond with B. Barnes and O. O'Callaghan re trial preparation (.2); collect and circulate exhibit lists per request from B. Barnes (2.4); review and analyze witness lists for trial preparation (.4); correspond with A. Leonard re same (.1); review and circulate exhibit versions of deposition documents and correspond with A. Leonard re same (.5); draft trial exhibit list (3.2); correspond with A. Leonard re same (.1); follow up with B. Barnes re same (.1); quality control of documents on exhibit list (1.8).
12/16/20	Ross Fiedler	9.90	Correspond with K&E team, Paul Weiss re NGL transaction term sheet (.5); review same (.4); telephone conference with K&E team and Stroock re midstream settlements (.5); draft NGL settlement motion, declaration and related documents (3.0); revise same (.5); correspond with RMM counsel re settlement (.3); telephone conference with RMM counsel re same (.2); correspond with A&M, K&E team and Company re midstream settlements and Elevation documents (2.0); prepare filing versions of RMM settlement documents (.5); telephone conference with Paul Weiss re plan issues (.3); telephone conference with Greenberg Traurig re NGL settlement (.4); telephone conferences with Company and K&E team re ARB settlement and midstream transaction term sheet (1.3).
12/16/20	Jonathan G.C. Fombonne	3.50	Review pleadings (1.5); draft motion to dismiss (2.0).
12/16/20	George W. Hicks Jr., P.C.	3.00	Review and analyze motion for certification (2.0); correspond with A. Rotman and K&E team re same (1.0).

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12/16/20	Grant Jones	9.60	Telephone conference with K&E team re pre-trial and trial tasks (.8); telephone conference with opposing counsel re trial exhibits and issues (.5); organize documents for trial exhibits (1.0); review and analyze ARB's response to motion to estimate (3.5); draft outline for motion to estimate reply (1.5); draft reply in support of motion to estimate (1.0); research re reply brief (1.3).
12/16/20	Angela Leonard	9.80	Conference with K&E team re trial preparation and outstanding projects (.7); update litigation case calendar (.5); review, analyze, compile preliminary exhibits for estimation and confirmation hearings (4.0); prepare same for branding and finalizing (1.8); review, compile, organize and distribute correspondence, pleadings, related file materials and save to document management systems (1.5); compile expert reports and deposition transcripts (.6); prepare for expert depositions and facilitate scheduling and logistics re same (.7).
12/16/20	Christopher Marcus, P.C.	1.50	Telephone conference with management re NGL settlement (.5); review research re same (.5); telephone conference with K&E team re settlement update (.5).
12/16/20	Orla Patricia O'Callaghan	1.00	Telephone conference with K&E team re trial preparation (.6); telephone conference with B. Barnes and N. Benham re exhibit list for same (.1); correspond with A. Rotman re B. Latif deposition and exhibits (.2); revise exhibit list (.1).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/16/20	Anna G. Rotman, P.C.	9.90	Telephone conference with T. Tyree and M. Owens re NGL claims vote (.6); telephone conference with K&E team re trial preparation (.7); telephone conference with C. Marcus re trial strategy (.5); telephone conference with A. Weinhouse re UCC (.3); telephone conference with UCC re settlement update (.5); telephone conference with opposing counsel re hearing (.5); telephone conference with M. Owens re settlement and litigation strategy (.3); telephone conference with K. Young re exhibits and litigation strategy (.5); review objections to estimation briefing (1.2); review transcripts from estimation expert depositions (1.3); analyze litigation strategy for estimation (2.1); analyze exhibits for confirmation and estimation trial (.4); analyze, revise opening presentation (.6); correspond with parties re settlement (.4).
12/16/20	Joe Tobias	0.30	Telephone conference with K&E team re midstream negotiations.
12/16/20	Kenneth A. Young	9.80	Prepare for hearing on contested matters (3.8); prepare witnesses for contested matters (3.0); analyze objection to motion to estimate to prepare reply to same (3.0).
12/17/20	Jamie Alan Aycock	6.90	Review draft declarations in support of confirmation (1.6); correspond with K&E team re same (1.0); review draft witness list and correspond with A. Rotman re same (.6); prepare for and take deposition of M. O'Hara (2.5); telephone conference with B. Latif and others re entity-by-entity analysis (1.2).
12/17/20	Ben A. Barnes	3.80	Draft, revise witness and exhibit list (1.1); review discovery file for relevant documents to be included in confirmation and estimation exhibit list (1.1); review estimation brief (1.0); draft and revise outline for direct examination of J. Grady (.6).

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Adversary Proceedings/Contested Matters

Invoice Number: 1250008078
 Matter Number: 18803-25

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/17/20	Nicholas Benham	11.20	Review documents on exhibit list (.6); correspond with A. Leonard re same (.1); correspond with B. Barnes re same (.1); telephone conference with B. Barnes re exhibit list process (.2); research case law and treatises for brief draft (4.0); correspond with K. Young re same (.3); correspond with Westlaw reference attorney re same (.4); review and analyze secondary source and related materials for brief research (1.5); draft brief (4.0).
12/17/20	Ross Fiedler	4.50	Telephone conferences with K&E team and Company re NGL settlement (2.5); review, revise same (.5); correspond with A. Weinhouse, GT re same (.2); review, revise NGL settlement motion and related documents (1.0); correspond with Company, DCP counsel re settlement (.3).
12/17/20	Jonathan G.C. Fombonne	2.50	Draft motion to dismiss.
12/17/20	Grant Jones	10.30	Telephone conference with K. Young, R. McEntire and N. Benham re drafting motion to estimate reply brief (.7); telephone conference with A. Rotman, B. Jackson, A. Zagoren, K. Young and R. McEntire re trial preparation (1.0); revise exhibit list for confidentiality designations (.6); draft motion to estimate reply brief (4.0); research re reply brief sections (4.0).
12/17/20	Angela Leonard	14.50	Draft, revise brief in support of motion to dismiss (.6); draft, revise witness and exhibit list re estimation and confirmation hearings (1.8); review, analyze, compile exhibits for estimation and confirmation hearings (4.0); prepare same for branding and finalizing (4.0); draft response to objection to assumption of executory contracts (1.9); update litigation case calendar (.5); review, compile, organize and distribute correspondence, pleadings re file materials and save to document management systems (1.7).
12/17/20	Christopher Marcus, P.C.	1.10	Telephone conferences with K&E team re midstream settlement.

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Adversary Proceedings/Contested Matters

Invoice Number: 1250008078
 Matter Number: 18803-25

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/17/20	Rebekah Sills McEntire	10.30	Review witness and exhibit list (.5); telephone conference with A. Rotman re same (.5); research reply estimation motion (5.0); telephone conference with K&E team and A&M re trial preparation (1.0); draft reply estimation motion (3.3).
12/17/20	Orla Patricia O'Callaghan	0.60	Attend B. Latif deposition preparation (partial) (.5); correspond with N. Benham re B. Latif exhibits (.1).
12/17/20	Anna G. Rotman, P.C.	9.00	Attend witness preparation sessions with B. Latif (1.3); telephone conferences with management and K&E team re settlement (1.3); telephone conference with R. McEntire re exhibit list (.3); comment on exhibit list (.3); telephone conference with K&E team re chambers conference (.3); telephone conference with Company re settlement (.2); telephone conference with A&M and K&E team re reply brief on motion to estimate (1.0); review, comment on DCP motion to reject (.2); analyze expert reports to prepare for trial (.8); prepare outline for opening presentation (.6); prepare for trial (2.7).
12/17/20	Joe Tobias	1.80	Telephone conference with opposing counsel re midstream settlements (.3); review supply agreement (1.5).
12/17/20	Kenneth A. Young	9.40	Prepare for hearing on contested matters (2.9); prepare witnesses for contested matters (2.0); analyze objections to motion to estimate (1.2); draft and revise reply in support of same (2.1); research support for reply in support of motion to estimate (1.2).
12/18/20	Jamie Alan Aycock	1.00	Telephone conference with K&E team re trial preparation (.5); correspond with K&E team re same (.5).
12/18/20	Nicholas Benham	9.00	Research secondary sources and case law re brief draft (2.9); correspond with K. Young re same (.4) draft language for brief (2.3); conform and update exhibits for brief draft (.5); create exhibit list for brief draft (.3); proofread brief draft (.6); draft proposed redactions to brief (1.1); correspond with K. Young re same (.2); K&E team telephone conference (.7).

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Adversary Proceedings/Contested Matters

Invoice Number: 1250008078
 Matter Number: 18803-25

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/18/20	Ross Fiedler	5.20	Correspond with I. Bate, K&E team and Company re midstream settlements (1.0); correspond with GT re NGL settlement and related documents (.4); telephone conference with Bracewell and K&E team re midstream settlements (.5); telephone conferences with K&E team, Company re NGL settlement and supply agreement (1.3); telephone conference with Company, K&E team, A&M, Greenberg Traurig and NGL re settlement (1.0); review, revise NGL settlement documents (.8); prepare same for filing (.2).
12/18/20	Jonathan G.C. Fombonne	2.20	Finalize and file motion to dismiss.
12/18/20	Grant Jones	0.70	Telephone conference with K&E team re trial next steps.
12/18/20	Andrew C. Lawrence	4.50	Review and analyze motion re certification for direct appeal (2.1); review and analyze responses re consolidation of appeals (1.0); draft responses to same (1.4).
12/18/20	Angela Leonard	9.30	Review, analyze and revise reply in support of the motion to estimate rejection claims (.5); prepare same and exhibits for filing (.5); review, analyze, prepare cross-reference and overlap index re Platte River, Grand Mesa witness and exhibit lists (2.5); review, analyze, compile confirmation and estimation deposition transcripts (.6); draft and revise objections to Platte River and Grand Mesa witness and exhibit lists (1.7); review, analyze, compile briefing re motion to Estimate and related materials (1.3); prepare witness binders re B. Jackson and B. Latif and arrange for hand delivery re same (2.2).
12/18/20	Angela Leonard	2.30	Telephone conference with K&E team re trial preparation and outstanding projects (.7); telephone conference with B. McClafferty and C. Lano re exchange of trial exhibits and witness notebooks (.3); review, analyze, compile pleadings, correspondence and related file materials re 9019 briefing (1.3).
12/18/20	Rebekah Sills McEntire	8.30	Draft reply estimation motion (3.5); review, revise same (3.7); telephone conference with K&E team re same (1.1).
12/18/20	Orla Patricia O'Callaghan	0.10	Correspond with A. Rotman re trial preparation.

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Adversary Proceedings/Contested Matters

Invoice Number: 1250008078
 Matter Number: 18803-25

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/18/20	Kenneth A. Young	13.60	Draft and revise reply in support of motion to estimate (4.0); research support for same (3.8); prepare motion to dismiss complaint in adversary proceeding for filing (1.8); prepare for hearing on contested matters (2.5); assist in preparing exhibit lists for hearing on contested matters (1.5).
12/19/20	Jamie Alan Aycock	1.00	Correspond with K&E team re witness lists (.6); correspond with K. Voelte re preparation for cross examination (.4).
12/19/20	Ben A. Barnes	4.80	Research admissibility of negotiations (1.3); draft and revise response to Grand Mesa motion in limine (2.6); prepare exhibits for confirmation and estimation hearing (.9).
12/19/20	Nicholas Benham	3.80	Update witness and exhibit list (.3); review and analyze docket entries re same (.2); review and analyze counterparty exhibit list entries (2.3); cross-reference exhibit lists for different counterparties (.9); organize and circulate hearing preparation materials (.1).
12/19/20	Ross Fiedler	7.10	Review NGL settlement motion and related documents (1.5); revise same (.5); correspond with Company, Paul Weiss, NGL and Greenberg re same and midstream transaction term sheet (2.0); prepare execution version of midstream transaction term sheet (.2); telephone conference with Company, K&E team re revised NGL term sheet and supply agreement (.7); telephone conference with Greenberg Traurig re same (.5); telephone conference with same re settlement motion (.3); prepare redacted versions of NGL documents (.4); correspond with K&E team and Whiteford re NGL settlement documents (.5); prepare same for filing (.5).
12/19/20	Grant Jones	9.80	Draft notes re expert direct examination (1.0); draft objections to witness and exhibit lists (3.0); review and analyze PRM exhibits (3.5); correspond with N. Adzima, A. Rotman re estimation briefing documents (.1); telephone conference with K. Young re objections to witness and exhibit lists (.9); correspond with K. Young, R. McEntire, A. Leonard, N. Benham re objections (.8); revise objections re notes from A. Rotman and J. Aycock (.5).

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Adversary Proceedings/Contested Matters

Invoice Number: 1250008078
 Matter Number: 18803-25

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/19/20	Angela Leonard	6.00	Draft and revise memorandum in opposition to Grand Mesa Pipeline's motion in limine (1.4); review, analyze, compile supplemental confirmation exhibits (1.0); prepare same for service to Grand Mesa and Platte River (.5); review, analyze, compile confirmation exhibits (1.6); draft, revise objections to Grand Mesa Pipeline and Platte River witness and exhibit Lists (.9); prepare same for filing (.6).
12/19/20	Rebekah Sills McEntire	4.80	Draft opening statement (1.0); draft objections to Grand Mesa exhibit list (3.0); telephone conference with K. Young re same (.8).
12/19/20	Orla Patricia O'Callaghan	3.80	Analyze Grand Mesa's motion in limine and related documents (.9); telephone conference with B. Barnes re same (.1); research re Rule 408 (1.9); summarize findings re same (.9).
12/19/20	Harker Rhodes	0.10	Review consolidation briefing.
12/19/20	Anna G. Rotman, P.C.	11.90	Prepare for estimation trial, review all briefing, prepare opening presentation, direct examination outline of B. Jackson and prepare potential topics for cross of witnesses (8.9); telephone conferences and correspond with Court, counsel for ARB re negotiation of NGL settlement (3.0).
12/19/20	Dustin Lyle Womack	4.80	Telephone conference with K. Young re NGL confirmation hearing preparation (1.0); analyze Baxter expert report (.2); analyze Baxter deposition (1.1); draft Baxter cross-examination (.9); telephone conference with K. Young re Baxter deposition (.4); telephone conference with K. Young re Platte River plan objection (.2); analyze Platte River objection (.3); research disparate treatment issues (.6); telephone conference with K. Young re Grand Mesa settlement (.1).
12/19/20	Kenneth A. Young	13.30	Prepare for hearing on contested matters (4.0); correspond with K&E team re same (1.2); prepare witnesses for hearing on contested matters (3.8); analyze issues re same (1.0); assist in preparing objections to witness and exhibit lists in contested matters (3.3).

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Adversary Proceedings/Contested Matters

Invoice Number: 1250008078
 Matter Number: 18803-25

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/20/20	Jamie Alan Aycock	6.10	Telephone conference with K&E team re strategy for confirmation hearing (.9); follow-up telephone conference with B. Latif, K&E team re disparate treatment issues (.6); prepare K. Voelte for cross-examination (1.0); correspond with K. Voelte, K&E team re same (.3); correspond re unfair discrimination issues (.5); correspond re Rule 408 issues (.6); draft cross-examination of M. O'Hara (2.0); correspond with A. Rotman re same (.2).
12/20/20	Ben A. Barnes	3.90	Telephone conference with K&E team re confirmation and estimation hearing strategy (.8); telephone conference with J. Grady re confirmation hearing testimony (1.4); prepare for examination of J. Grady (1.7).
12/20/20	Nicholas Benham	3.10	Telephone conference with K&E team re confirmation and estimation hearing strategy (.6); hearing testimony preparation telephone conference (.4); telephone conference with B. Barnes re hearing projects (.3); draft shell re same (.5); review expert materials for hearing preparation (.5); hearing preparation with J. Aycock (.5); telephone conference with K. Young re research question (.2); draft response re same (.1).
12/20/20	Ross Fiedler	2.00	Draft and revise talking points re midstream settlements (1.0); draft presentation re midstream settlements (.5); telephone conference with Company, K&E team re ARB settlement (.5).
12/20/20	Grant Jones	15.10	Correspond with K. Young re exhibit list (.4); review deposition transcript (.8); organize documents for supplemental exhibit list (.2); draft cross-examination outline (4.0); organize screenshots and transcript locations for R. McGillis cross-examination outline (4.0); telephone conference with K. Young re cross-examination (1.2); revise cross-examination outline (3.5); telephone conference with A. Rotman, M. Owens, E. Christ, K. Young re 9019 hearing declarations (1.0).

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Adversary Proceedings/Contested Matters

Invoice Number: 1250008078
 Matter Number: 18803-25

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/20/20	Angela Leonard	7.30	Review, analyze and compile supplemental confirmation exhibits (1.0); prepare same for service to Platte River and local counsel (.7); review, analyze and prepare hearing exhibits and electronic witness binders re R. McGillis, M. O'Hara and W. Gore (2.0); review, analyze and prepare hearing exhibits and electronic witness binders re A. Robertson, K. Voelte, B. Jackson, M. Owens and J. Grady (2.2); draft and revise first amended witness and exhibit list (.6); prepare same for filing (.8).
12/20/20	Rebekah Sills McEntire	4.50	Research late disclosure of expert (1.5); telephone conference with K&E team re same (1.0); draft opening statement (2.0).
12/20/20	Anna G. Rotman, P.C.	13.00	Telephone conference with K&E team re next steps on confirmation and estimation strategy (.6); prepare witnesses for testimony (2.2); prepare for trial, prepare witness outlines, opening presentation and analyze evidentiary issues (10.2).
12/21/20	Jamie Alan Aycock	3.20	Telephone conferences with M. Owens, K&E team re M. Owens testimony preparation (1.0); correspond and telephone conferences with K&E team re same (1.0); draft outline for potential cross-examination of M. O'Hara (1.2).
12/21/20	Ben A. Barnes	3.00	Telephone conference with J. Grady re examination (.8); review and analyze witness file of J. Grady (1.6); telephone conference with K&E team re case strategy (.6).
12/21/20	Nicholas Benham	1.50	Telephone conference with K&E team re hearing preparation (.6); telephone conference with K&E team re hearing follow-up (.9).
12/21/20	George W. Hicks Jr., P.C.	0.50	Correspond with FERC re motion to intervene (.2); strategize re same (.3).
12/21/20	Grant Jones	5.00	Telephone conference with K. Young re cross-examination outline and hearing preparation (.4); revise cross-examination outline (2.9); telephone conference with A. Rotman re cross-examination (.3); revise cross-examination outline re comments from A. Rotman (1.4).

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Adversary Proceedings/Contested Matters

Invoice Number: 1250008078
 Matter Number: 18803-25

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/21/20	Andrew C. Lawrence	10.70	Draft response to motion for certification of direct appeal (3.6); draft two responses re consolidation of appeals (4.0); analyze issues re same (1.6); correspond with K&E team re same (1.5).
12/21/20	Angela Leonard	5.40	Review, analyze and prepare witness materials received from Platte River re B. Jackson, B. Latif and M. Owens (1.5); review, compile, organize and distribute correspondence, pleadings, related file materials and save to document management systems (3.9).
12/21/20	Orla Patricia O'Callaghan	0.60	Telephone conference with K&E team re hearing on 9019 motions.
12/21/20	Anna G. Rotman, P.C.	0.60	Correspond with parties re negotiation of ARB settlement.
12/21/20	Dustin Lyle Womack	6.80	Research disclosure of expert rebuttal witnesses (1.1); draft analysis re expert disclosure research (.3); telephone conference with K. Young re 9019 hearing (.2); telephone conference with K&E team re 9019 hearing (.5); analyze filed Leazer motion to dismiss (.4); redact Platte River estimation objection (.4); analyze B. Latif deposition re disparate treatment (.7); telephone conference with K&E team re confirmation strategy (.9); telephone conference with K. Young re B. Latif direct examination (.8); draft, revise B. Latif direct examination (1.2); telephone conference with B. Latif re same (.2); telephone conference with K. Young re Platte River motion to enforce appeal (.1).
12/22/20	Jamie Alan Aycock	2.30	Review and analyze modified M. O'Hara expert report (.3); revise draft cross-examination (.7); telephone conferences with K&E team re confirmation strategy (.5); correspond with K&E team re same (.3); correspond with G. Hicks, A. Weinhouse re dismissal of appeals by Grand Mesa and Platte River (.5).
12/22/20	Brooksany Barrowes	1.50	Correspond with K&E team re settlement on midstream contracts and plan confirmation issues (.3); analyze issues re same (1.2).

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Adversary Proceedings/Contested Matters

Invoice Number: 1250008078
 Matter Number: 18803-25

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/22/20	George W. Hicks Jr., P.C.	8.00	Review, revise opposition to FERC motion to intervene (1.9); review, revise reply in support of motion for consolidation (3.0); review, revise reply in support of cross-motion for consolidation (.5); review, revise opposition to motion for direct appeal (1.6); correspond with A. Lawrence re same (1.0).
12/22/20	Grant Jones	3.70	Review and practice cross-examination in preparation for hearing (2.5); telephone conference with K. Young re confirmation hearing (.5); organize documents for exhibits at hearing (.7).
12/22/20	Andrew C. Lawrence	2.50	Revise response to motion for certification of direct appeal (1.2); revise two responses re consolidation of appeals (1.0); correspond with G. Hicks re same (.3).
12/22/20	Andrew C. Lawrence	3.00	Draft response in opposition to FERC's motion to intervene in Grand Mesa appeals (2.6); telephone conference with R. Riley re appeal developments (.4).
12/22/20	Angela Leonard	3.80	Review, compile, organize and distribute correspondence, pleadings, related file materials and save to document management systems.
12/22/20	Christopher Marcus, P.C.	3.30	Review correspondence re ARB settlement (2.0); review ARB settlement (1.3).
12/22/20	Anna G. Rotman, P.C.	5.30	Prepare for confirmation hearing, settlement, potential witnesses and objections.
12/22/20	Dustin Lyle Womack	2.80	Telephone conference with K. Young re Platte River settlement (.3); analyze reply in support of motion for summary judgment on Platte River counterclaims (.3); research equitable mootness issues (1.4); analyze Platte River term sheet (.2); analyze FERC motions to intervene (.3); telephone conference with K. Young re FERC motions to intervene (.1); telephone conference with K. Young re Leazer adversary proceeding (.2).

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Adversary Proceedings/Contested Matters

Invoice Number: 1250008078
 Matter Number: 18803-25

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/23/20	Ross Fiedler	6.60	Draft settlement motion, declaration and related documents re ARB settlement (3.0); correspond with Company, A&M re ARB settlement (.8); review, revise DCP settlement and related documents (1.0); correspond with K&E team, Company and Arnold and Porter re same (1.0); prepare execution version of DCP settlement agreement and amendment (.5); prepare filing versions of DCP settlement motion and related documents (.3).
12/23/20	Andrew C. Lawrence	2.10	Revise response in opposition to FERC motion to intervene (1.7); correspond with G. Hicks re same (.4).
12/23/20	Angela Leonard	1.80	Review, compile, organize and distribute correspondence, pleadings, related file materials and save to document management systems.
12/23/20	Allyson B. Smith	0.40	Correspond with R. Fiedler re Platte River settlement.
Total		1,375.50	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

609 Main Street
Houston, TX 77002

FEIN 36-1326630

March 4, 2021

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

Attn: Eric J. Christ

Invoice Number: 1250008079

Client Matter: 18803-26

In the Matter of Automatic Stay Matters

For legal services rendered through December 23, 2020
(see attached Description of Legal Services for detail)

\$ 12,913.00

Total legal services rendered

\$ 12,913.00

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Automatic Stay Matters

Invoice Number: 1250008079
 Matter Number: 18803-26

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Simon Briefel	0.20	845.00	169.00
Stephanie Cohen	0.90	845.00	760.50
Harry W. Hild	6.80	320.00	2,176.00
Andrew C. Lawrence	5.50	1,025.00	5,637.50
Christopher Marcus, P.C.	1.00	1,635.00	1,635.00
Kiran Mehta	1.00	260.00	260.00
Laura Elizabeth Wolk	0.20	990.00	198.00
Dustin Lyle Womack	2.00	725.00	1,450.00
Kenneth A. Young	0.60	1,045.00	627.00
TOTALS	18.20		\$ 12,913.00

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Automatic Stay Matters

Invoice Number: 1250008079
 Matter Number: 18803-26

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/01/20	Dustin Lyle Womack	1.80	Revise response to Grand Mesa request for stay (1.1); conference with K. Young re Grand Mesa response (.7).
12/03/20	Simon Briefel	0.20	Analyze court opinion re motion to enforce stay.
12/04/20	Andrew C. Lawrence	5.50	Review and analyze briefing and decisions relevant to lift-stay appeal.
12/07/20	Christopher Marcus, P.C.	1.00	Review stay pending appeal denial.
12/07/20	Laura Elizabeth Wolk	0.20	Review court order denying stay.
12/07/20	Dustin Lyle Womack	0.20	Analyze Platte River appellate stay order.
12/07/20	Kenneth A. Young	0.60	Analyze court order re motion to stay appeal.
12/08/20	Harry W. Hild	2.00	Create and reformat pleadings shell (1.8); analyze same (.2).
12/10/20	Harry W. Hild	3.50	Cite check response to motion to enforce automatic stay and correspond with K&E team re same.
12/11/20	Harry W. Hild	0.30	Prepare exhibits for filing.
12/18/20	Stephanie Cohen	0.90	Draft talking points re objection to lift stay motion.
12/18/20	Harry W. Hild	1.00	Prepare and send shell.
12/22/20	Kiran Mehta	1.00	Research pro hac vice process, docket matters in D. Delaware (.7); correspond with A. Lawrence and A. Leonard re same (.3).
Total		18.20	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

609 Main Street
Houston, TX 77002

FEIN 36-1326630

March 4, 2021

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

Attn: Eric J. Christ

Invoice Number: 1250008080

Client Matter: 18803-27

In the Matter of Business Operations

For legal services rendered through December 23, 2020
(see attached Description of Legal Services for detail)

\$ 392.50

Total legal services rendered

\$ 392.50

Legal Services for the Period Ending December 23, 2020
Extraction Oil & Gas, Inc.
Business Operations

Invoice Number: 1250008080
Matter Number: 18803-27

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Courtney Loyack	0.50	785.00	392.50
TOTALS	0.50		\$ 392.50

Legal Services for the Period Ending December 23, 2020
Extraction Oil & Gas, Inc.
Business Operations

Invoice Number: 1250008080
Matter Number: 18803-27

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/09/20	Courtney Loyack	0.50	Prepare for and participate in telephone conference re rig sensitivity.
Total		0.50	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

609 Main Street
Houston, TX 77002

FEIN 36-1326630

March 4, 2021

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

Attn: Eric J. Christ

Invoice Number: 1250008081

Client Matter: 18803-28

In the Matter of Case Administration

For legal services rendered through December 23, 2020
(see attached Description of Legal Services for detail)

\$ 34,535.00

Total legal services rendered

\$ 34,535.00

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Case Administration

Invoice Number: 1250008081
 Matter Number: 18803-28

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Nicholas Adzima	7.10	845.00	5,999.50
Adam Louis Birnbaum	0.70	740.00	518.00
Simon Briefel	1.60	845.00	1,352.00
Stephanie Cohen	1.90	845.00	1,605.50
Shan A. Khan	0.80	1,085.00	868.00
Kevin Liang	1.40	740.00	1,036.00
Courtney Loyack	2.20	785.00	1,727.00
Christopher Marcus, P.C.	2.80	1,635.00	4,578.00
Rebecca J. Marston	2.10	610.00	1,281.00
Melissa Mertz	6.00	610.00	3,660.00
Arthur Patrick Muszynski	1.40	740.00	1,036.00
Aisha M. Noor	0.80	965.00	772.00
Ashley Pincock	1.30	610.00	793.00
Anna G. Rotman, P.C.	0.40	1,425.00	570.00
Allyson B. Smith	1.30	1,035.00	1,345.50
Chad Michael Smith, P.C.	0.50	1,215.00	607.50
Evan Swager	1.00	740.00	740.00
Joe Tobias	2.40	1,165.00	2,796.00
Sean M. Valentine	1.00	610.00	610.00
Lydia Yale	9.60	275.00	2,640.00
TOTALS	46.30		\$ 34,535.00

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Case Administration

Invoice Number: 1250008081
 Matter Number: 18803-28

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/01/20	Nicholas Adzima	1.50	Conferences with working group re strategy, next steps.
12/01/20	Simon Briefel	0.10	Revise work in progress tracker.
12/01/20	Stephanie Cohen	0.20	Review and revise materials re work in progress.
12/01/20	Kevin Liang	0.40	Telephone conference with K&E team and Paul Weiss re status (.3); telephone conference with K&E team and committee re status (.1).
12/01/20	Christopher Marcus, P.C.	0.50	Telephone conference with K&E team re updates.
12/01/20	Rebecca J. Marston	0.60	Update work in progress tracker (.1); telephone conferences with K&E team, Paul Weiss re work in progress (.5).
12/01/20	Melissa Mertz	0.90	Revise work in progress chart.
12/01/20	Allyson B. Smith	0.40	Telephone conference with K&E team re updates.
12/01/20	Chad Michael Smith, P.C.	0.50	Telephone conference with K&E team, advisors, and Company re deal status, updates.
12/01/20	Lydia Yale	0.60	Prepare docket report and distribute same.
12/02/20	Kevin Liang	0.10	Correspond with K&E team re work in progress and key dates revisions.
12/02/20	Christopher Marcus, P.C.	0.50	Telephone conference with Company re case status.
12/02/20	Melissa Mertz	1.00	Revise work in progress chart (.9); correspond with N. Adzima re same (.1).
12/02/20	Lydia Yale	0.40	Prepare docket report and distribute same.
12/02/20	Lydia Yale	0.20	Prepare calendar invites for December 3, 2020 hearing.
12/03/20	Nicholas Adzima	1.00	Conferences with working group re strategy, next steps.
12/03/20	Simon Briefel	0.70	Telephone conference with K&E team re status and next steps (.3); telephone conference with Company, Moelis re same (.4).
12/03/20	Stephanie Cohen	0.60	Telephone conference with K&E team re work in progress (.3); status conference with management, K&E team and advisors (.3).

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Case Administration

Invoice Number: 1250008081
 Matter Number: 18803-28

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/03/20	Kevin Liang	0.50	Telephone conference with K&E team re work in progress (.2); telephone conference with K&E team, advisors and Company re status (.3).
12/03/20	Courtney Loyack	0.30	Telephone conference with K&E team re updates.
12/03/20	Christopher Marcus, P.C.	0.80	Telephone conference with Moelis re strategy (.3); telephone conference with working group re case status updates (.5).
12/03/20	Rebecca J. Marston	1.30	Telephone conferences with K&E team, Company re cure finalization and work in progress.
12/03/20	Melissa Mertz	1.00	Revise work in progress chart (.3); telephone conference with A. Weinhouse and K&E team re work in progress (.3); revise key dates and deadlines chart (.1); telephone conference with A. Weinhouse, K&E team, advisors and Company re updates and work in progress (.3).
12/03/20	Aisha M. Noor	0.30	Telephone conference with K&E team, advisors re status.
12/03/20	Ashley Pincock	0.50	Telephone conference with advisors re status.
12/03/20	Anna G. Rotman, P.C.	0.40	Participate in all-hand's telephone conference.
12/03/20	Allyson B. Smith	0.90	Prepare for and telephone conference with K&E team (.5); K&E team status conference (.4).
12/03/20	Joe Tobias	0.30	Telephone conference with K&E team re updates.
12/03/20	Lydia Yale	0.30	Prepare docket report and distribute same.
12/03/20	Lydia Yale	0.30	Telephone conference with K&E team re work in progress.
12/04/20	Lydia Yale	0.20	Prepare docket report and distribute same.
12/04/20	Lydia Yale	0.20	Prepare docket report and distribute same.
12/05/20	Evan Swager	0.30	Review, revise work in progress tracker.
12/08/20	Stephanie Cohen	0.10	Review, revise work in progress materials.
12/08/20	Shan A. Khan	0.80	Telephone conference with Company, K&E team, advisors re status.
12/08/20	Melissa Mertz	0.20	Revise work in progress chart.
12/08/20	Lydia Yale	0.30	Prepare docket report and distribute same.
12/08/20	Lydia Yale	0.10	Prepare calendar invite for December 11, 2020 hearing.

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Case Administration

Invoice Number: 1250008081
 Matter Number: 18803-28

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/09/20	Nicholas Adzima	0.50	Conferences with working group re strategy, next steps.
12/09/20	Simon Briefel	0.30	Telephone conference with K&E team re case status, next steps.
12/09/20	Stephanie Cohen	0.40	Telephone conference with K&E team re work in progress (.2); correspond with WTP, M. Mertz re pleadings matters and review correspondence re case updates (.2).
12/09/20	Kevin Liang	0.20	Telephone conference with K&E team re status.
12/09/20	Melissa Mertz	1.00	Revise work in progress chart (.4); telephone conference with A. Weinhouse and K&E team re same (.3); revise critical dates calendar (.3).
12/09/20	Ashley Pincock	0.30	Telephone conference with A. Weinhouse and K&E team re deal status.
12/09/20	Evan Swager	0.30	Telephone conference with K&E team re work in progress.
12/09/20	Sean M. Valentine	0.20	Telephone conference with K&E team re work in progress.
12/09/20	Lydia Yale	0.30	Telephone conference with K&E team re work in progress.
12/09/20	Lydia Yale	0.20	Prepare docket report and distribute same.
12/10/20	Nicholas Adzima	1.00	Telephone conferences with working group re strategy, next steps.
12/10/20	Adam Louis Birnbaum	0.70	Review and analyze emergence checklist in preparation of conference (.2); conference with K&E team, Company and advisors (.5).
12/10/20	Simon Briefel	0.50	Telephone conference with K&E team, Company re status and next steps.
12/10/20	Courtney Loyack	0.60	Telephone conference with K&E team re updates.
12/10/20	Christopher Marcus, P.C.	0.50	Telephone conference with working group re updates.
12/10/20	Melissa Mertz	0.70	Revise critical dates and deadlines chart (.2); telephone conference with A. Weinhouse, K&E team, advisors and Company re updates, work in progress (.5).
12/10/20	Arthur Patrick Muszynski	0.40	Telephone conference with working group re updates.
12/10/20	Aisha M. Noor	0.50	Conference with K&E team, Company and advisors.

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Case Administration

Invoice Number: 1250008081
 Matter Number: 18803-28

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/10/20	Ashley Pincock	0.50	Telephone conference with A. Weinhouse, Company and advisors re status.
12/10/20	Evan Swager	0.40	Telephone conference with Company, advisors, K&E team re next steps and work in progress.
12/10/20	Joe Tobias	0.50	Telephone conference with K&E team re updates.
12/10/20	Sean M. Valentine	0.40	Telephone conference with K&E team re updates.
12/10/20	Lydia Yale	0.20	Prepare docket report and distribute same.
12/10/20	Lydia Yale	0.40	Correspond with CourtCall re setting up appearances for December 11, 2020 hearing.
12/10/20	Lydia Yale	0.30	Prepare calendar invites for December 11, 2020 hearing.
12/11/20	Lydia Yale	0.40	Prepare docket report and distribute same.
12/14/20	Lydia Yale	0.30	Prepare docket report and distribute same.
12/15/20	Nicholas Adzima	2.10	Telephone conferences with K&E team re strategy, next steps (1.4); draft summary and correspond with K&E team re same (.7).
12/15/20	Courtney Loyack	0.30	Telephone conference with K&E team re updates.
12/15/20	Melissa Mertz	0.30	Review and revise work in progress chart (.2); correspond with K. Liang and K&E team re same (.1).
12/15/20	Arthur Patrick Muszynski	0.70	Telephone conference with working group re updates (.2); correspond with K&E team re same (.5).
12/15/20	Joe Tobias	1.40	Telephone conference with local counsel re updates.
12/15/20	Lydia Yale	0.50	Prepare docket report and distribute same.
12/16/20	Stephanie Cohen	0.20	Telephone conference with K&E team re work in progress.
12/16/20	Courtney Loyack	0.70	Telephone conference with K&E team re updates.
12/16/20	Rebecca J. Marston	0.20	Telephone conference with K&E team re work in progress.
12/16/20	Melissa Mertz	0.60	Revise work in progress chart (.4); telephone conference with A. Weinhouse and K&E team re same (.2).
12/16/20	Sean M. Valentine	0.20	Telephone conference with K&E team re work in progress.

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Case Administration

Invoice Number: 1250008081
 Matter Number: 18803-28

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/16/20	Lydia Yale	0.20	Telephone conference with K&E team re work in progress.
12/16/20	Lydia Yale	0.30	Prepare docket report and distribute same.
12/17/20	Nicholas Adzima	1.00	Telephone conferences with K&E team, Company, working group re updates, strategy and next steps.
12/17/20	Stephanie Cohen	0.40	Telephone conference with K&E team, Company, advisors re case status (.2); review, revise K&E rate notice (.2).
12/17/20	Kevin Liang	0.20	Telephone conference with K&E team re updates.
12/17/20	Courtney Loyack	0.30	Telephone conference with K&E team re updates.
12/17/20	Christopher Marcus, P.C.	0.50	Telephone conference with working group re updates.
12/17/20	Melissa Mertz	0.30	Telephone conference with A. Weinhouse and K&E team, advisors and Company re deal updates, work in progress.
12/17/20	Arthur Patrick Muszynski	0.30	Telephone conference with working group re updates.
12/17/20	Joe Tobias	0.20	Telephone conference with K&E team re updates.
12/17/20	Sean M. Valentine	0.20	Telephone conference with working group re updates.
12/17/20	Lydia Yale	0.30	Prepare docket report and distribute same.
12/18/20	Lydia Yale	0.50	Prepare docket report and distribute same.
12/18/20	Lydia Yale	0.40	Correspond with CourtCall re appearances into December 21, 2020 hearing.
12/19/20	Lydia Yale	0.90	Prepare calendar invites for appearances into December 19, 2020 hearing.
12/21/20	Lydia Yale	0.80	Prepare docket report and distribute same.
12/22/20	Lydia Yale	0.40	Prepare docket report and distribute same.
12/23/20	Lydia Yale	0.60	Prepare docket report and distribute same.
Total		46.30	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

609 Main Street
Houston, TX 77002

FEIN 36-1326630

March 4, 2021

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

Attn: Eric J. Christ

Invoice Number: 1250008082

Client Matter: 18803-31

In the Matter of Claims Administration

For legal services rendered through December 23, 2020
(see attached Description of Legal Services for detail)

\$ 12,212.50

Total legal services rendered

\$ 12,212.50

Legal Services for the Period Ending December 23, 2020
Extraction Oil & Gas, Inc.
Claims Administration

Invoice Number: 1250008082
Matter Number: 18803-31

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Nicholas Adzima	8.10	845.00	6,844.50
Kevin Liang	1.20	740.00	888.00
Rebecca J. Marston	3.10	610.00	1,891.00
Melissa Mertz	3.60	610.00	2,196.00
Allyson B. Smith	0.30	1,035.00	310.50
Lydia Yale	0.30	275.00	82.50
TOTALS	16.60		\$ 12,212.50

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Claims Administration

Invoice Number: 1250008082
 Matter Number: 18803-31

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/01/20	Nicholas Adzima	1.00	Correspond with working group, counterparties re claims matters.
12/01/20	Kevin Liang	0.30	Review claims issues and correspond with K&E team re same.
12/02/20	Nicholas Adzima	1.10	Conferences with working group re claims status (.6); correspond with working group re same (.5).
12/03/20	Nicholas Adzima	2.10	Conferences with K&E team, A&M re claims status and treatment (.8); research re same (.5); correspond with working group re same (.8).
12/06/20	Kevin Liang	0.10	Correspond with K&E team re claims objection and conflicts matters.
12/08/20	Nicholas Adzima	1.10	Conferences with A&M re claims considerations (.5); review, analyze materials re same (.3); correspond with counterparty counsel re same (.3).
12/08/20	Kevin Liang	0.40	Telephone conference with K&E team and WTP re claims objection.
12/08/20	Rebecca J. Marston	0.80	Correspond with WTP re claims (.3); telephone conference with K&E team and WTP re same (.5).
12/08/20	Melissa Mertz	1.10	Telephone conference with A. Weinhouse, K. Liang, R. Marston and WTP re claims administration (.5); correspond with WTP re claims conflicts matters (.6).
12/08/20	Allyson B. Smith	0.30	Telephone conference with WTP re omnibus claims objection procedures.
12/09/20	Lydia Yale	0.30	Compile proofs of claim.
12/10/20	Nicholas Adzima	2.20	Correspond with counterparties re claims issues (.9); correspond with A&M re same (.6); review, analyze materials re same (.7).
12/10/20	Rebecca J. Marston	0.30	Correspond with M. Mertz re claims tracker.
12/14/20	Rebecca J. Marston	0.50	Review, revise first omnibus objection.
12/21/20	Nicholas Adzima	0.60	Conferences with working group re claims process.
12/22/20	Kevin Liang	0.40	Review, comment on omnibus claims objections and correspond with K&E team re same.

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Claims Administration

Invoice Number: 1250008082
 Matter Number: 18803-31

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/22/20	Rebecca J. Marston	1.50	Review and revise first omnibus claims objection.
12/22/20	Melissa Mertz	0.90	Revise omnibus claims objections.
12/23/20	Melissa Mertz	1.10	Revise omnibus claims objections (1.0); correspond with A. Weinhouse re same (.1).
12/23/20	Melissa Mertz	0.50	Research re proofs of claim (.4); correspond with R. Fiedler re same (.1).
Total		16.60	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

609 Main Street
Houston, TX 77002

FEIN 36-1326630

March 4, 2021

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

Attn: Eric J. Christ

Invoice Number: 1250008083

Client Matter: 18803-32

In the Matter of Committee Matters

For legal services rendered through December 23, 2020
(see attached Description of Legal Services for detail)

\$ 14,460.00

Total legal services rendered

\$ 14,460.00

Legal Services for the Period Ending December 23, 2020
Extraction Oil & Gas, Inc.
Committee Matters

Invoice Number: 1250008083
Matter Number: 18803-32

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Nicholas Adzima	2.00	845.00	1,690.00
Simon Briefel	0.30	845.00	253.50
Ross Fiedler	0.50	845.00	422.50
Christopher Fox	0.50	1,085.00	542.50
Christopher Marcus, P.C.	5.60	1,635.00	9,156.00
Melissa Mertz	0.30	610.00	183.00
Allyson B. Smith	1.80	1,035.00	1,863.00
Joe Tobias	0.30	1,165.00	349.50
TOTALS	11.30		\$ 14,460.00

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Committee Matters

Invoice Number: 1250008083
 Matter Number: 18803-32

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/01/20	Simon Briefel	0.30	Telephone conference with Stroock re deal status, next steps.
12/01/20	Ross Fiedler	0.50	Telephone conference with Stroock, K&E team re deal status and outstanding issue.
12/01/20	Melissa Mertz	0.30	Telephone conference with A. Weinhouse, K&E team, UCC counsel re updates.
12/01/20	Allyson B. Smith	0.60	Telephone conference with Stroock re status updates.
12/02/20	Nicholas Adzima	0.80	Correspond with working group re UCC requests.
12/02/20	Christopher Marcus, P.C.	0.50	Telephone conference with UCC re status.
12/03/20	Christopher Marcus, P.C.	0.50	Telephone conference with UCC re settlement.
12/03/20	Allyson B. Smith	0.60	Correspond with UCC re midstream counterparty, chambers conference and plan issues.
12/04/20	Christopher Marcus, P.C.	0.50	Review UCC settlement term sheet.
12/08/20	Allyson B. Smith	0.30	Telephone conference with E. Gilad re plan proposals.
12/09/20	Christopher Marcus, P.C.	0.50	Telephone conference with UCC re settlement.
12/10/20	Christopher Marcus, P.C.	1.40	Telephone conferences with UCC, K&E team re settlement proposal.
12/10/20	Allyson B. Smith	0.30	Telephone conference with Paul Weiss, UCC re UCC settlement proposal.
12/14/20	Christopher Marcus, P.C.	1.20	Telephone conferences with K&E team, UCC re midstream matters.
12/16/20	Nicholas Adzima	1.20	Prepare for and conferences with UCC, K&E team re plan and GUC rights offering.
12/16/20	Christopher Fox	0.50	Telephone conference with Stroock re rights offering.
12/16/20	Christopher Marcus, P.C.	0.50	Telephone conference with Stroock re midstream settlement status.
12/16/20	Joe Tobias	0.30	Telephone conference with UCC counsel re midstream negotiations.

Legal Services for the Period Ending December 23, 2020
Extraction Oil & Gas, Inc.
Committee Matters

Invoice Number: 1250008083
Matter Number: 18803-32

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/17/20	Christopher Marcus, P.C.	0.50	Telephone conferences with UCC re settlement.
Total		11.30	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

609 Main Street
Houston, TX 77002

FEIN 36-1326630

March 4, 2021

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

Attn: Eric J. Christ

Invoice Number: 1250008084

Client Matter: 18803-33

In the Matter of Corporate and Governance Matters

For legal services rendered through December 23, 2020
(see attached Description of Legal Services for detail)

\$ 112,708.50

Total legal services rendered

\$ 112,708.50

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Corporate and Governance Matters

Invoice Number: 1250008084
 Matter Number: 18803-33

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Adam Louis Birnbaum	0.80	740.00	592.00
Mark Dundon, P.C.	0.70	1,360.00	952.00
Bryan D. Flannery	0.80	1,135.00	908.00
Christopher Fox	3.10	1,085.00	3,363.50
Christopher S.C. Heasley	0.50	1,165.00	582.50
Carla A.R. Hine	1.80	1,165.00	2,097.00
Sherie Hollinger	0.40	375.00	150.00
Stephen Jacobson, P.C.	0.50	1,365.00	682.50
Stephanie Jeane	0.20	1,135.00	227.00
Steven R. Lackey	7.30	965.00	7,044.50
Andrew L. Lombardo	13.50	965.00	13,027.50
James Long	5.80	965.00	5,597.00
Courtney Loyack	3.40	785.00	2,669.00
Christopher Marcus, P.C.	2.20	1,635.00	3,597.00
Shaun J. Mathew, P.C.	1.00	1,215.00	1,215.00
Mitch McClellan	5.20	1,135.00	5,902.00
Arthur Patrick Muszynski	23.10	740.00	17,094.00
Nick Niles	0.50	1,115.00	557.50
Aisha M. Noor	0.20	965.00	193.00
Adrianna Ryba	3.50	385.00	1,347.50
Julian J. Seiguer, P.C.	18.20	1,495.00	27,209.00
Joe Tobias	0.30	1,165.00	349.50
Sean M. Valentine	8.60	610.00	5,246.00
Enoch Varner	9.90	1,195.00	11,830.50
Lydia Yale	1.00	275.00	275.00
TOTALS	112.50		\$ 112,708.50

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Corporate and Governance Matters

Invoice Number: 1250008084
 Matter Number: 18803-33

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/01/20	Andrew L. Lombardo	0.80	Follow up with counsel to ad hoc group and DIP lender re emergence governance documents (.4); correspond re same with ad hoc counsel and K&E team (.4).
12/01/20	Courtney Loyack	3.40	Review and revise warrant agreement.
12/01/20	Arthur Patrick Muszynski	1.90	Review and revise registration rights agreement (1.3); correspond with K&E team re same (.6).
12/01/20	Julian J. Seiguer, P.C.	1.00	Analyze corporate and securities matters.
12/01/20	Joe Tobias	0.30	Review warrant agreement.
12/02/20	Julian J. Seiguer, P.C.	1.50	Analyze corporate and securities matters.
12/03/20	Carla A.R. Hine	0.50	Prepare HSR notification.
12/03/20	Mitch McClellan	2.00	Analyze and revise exit credit agreement.
12/03/20	Adrianna Ryba	1.50	Revise Hart-Scott-Rodino form (.3); correspond with working group re Hart-Scott-Rodino filing (.5); sanitize, OCR, and label exhibits (.5); prepare materials re same (.2).
12/03/20	Julian J. Seiguer, P.C.	1.30	Analyze corporate and securities matters.
12/03/20	Lydia Yale	1.00	Compile senior indenture notes and pre-petition RBL loan agreement.
12/04/20	Carla A.R. Hine	1.00	Prepare and submit HSR notification.
12/04/20	Andrew L. Lombardo	6.00	Review, revise Paul Weiss drafts of emergence bylaws and certificate of incorporation (4.6); correspond with E. Christ, E. Varner, A. Weinhouse and J. Long re same (1.2); coordinate filing with Paul Weiss (.2).
12/04/20	James Long	2.50	Review bylaws and certificate of incorporation prepared by creditor's counsel (2.0); correspond with A. Lombardo and E. Varner re same (.5).
12/04/20	Christopher Marcus, P.C.	1.00	Telephone conference with Company and advisors re listing.
12/04/20	Arthur Patrick Muszynski	1.00	Draft, revise and review warrant agreement (.6); telephone conference with S. Valentine re same and closing checklist (.4).

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Corporate and Governance Matters

Invoice Number: 1250008084
 Matter Number: 18803-33

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/04/20	Adrianna Ryba	1.00	Revise and file Hart-Scott-Rodino form (.2); correspond with working group re Hart-Scott-Rodino filing (.1); organize materials re same (.2); sanitize, OCR, and label exhibits (.3); prepare zip (.2).
12/04/20	Julian J. Seiguer, P.C.	1.80	Analyze corporate and securities matters.
12/07/20	Mark Dundon, P.C.	0.70	Review warrant agreement.
12/07/20	Christopher Fox	0.30	Follow up with Company re OTCQX diligence (.1); review Nasdaq listing materials (.2).
12/07/20	Christopher Marcus, P.C.	0.80	Telephone conference with UCC re settlements.
12/07/20	Arthur Patrick Muszynski	1.20	Telephone conference with C. Fox and S. Valentine re stock listing (.3); research and review requirements re same (.5); correspond with K&E team re same (.4).
12/07/20	Adrianna Ryba	0.50	Update Hart-Scott-Rodino Relativity database and prepare re same.
12/07/20	Julian J. Seiguer, P.C.	1.30	Analyze corporate and securities matters.
12/08/20	Christopher Fox	1.00	Research round lot holder exclusions under NYSE and Nasdaq listing standards.
12/08/20	Christopher Marcus, P.C.	0.40	Telephone conference with UCC re settlement.
12/08/20	Mitch McClellan	3.20	Prepare for and telephone conference with Company re exit credit agreement (.8); prepare for and telephone conference with Bracewell and Company re exit credit agreement (1.1); analyze and review exit credit agreement (1.3).
12/08/20	Julian J. Seiguer, P.C.	1.80	Analyze corporate and securities matters.
12/08/20	Sean M. Valentine	0.20	Telephone conference with C. Fox and A. Muszynski re NASDAQ listing next steps.
12/09/20	Christopher S.C. Heasley	0.50	Correspond with K&E team re corporate and governance matters.
12/09/20	Nick Niles	0.50	Review and comment on FCPA policies and procedures.
12/09/20	Julian J. Seiguer, P.C.	1.00	Analyze corporate and securities matters.
12/10/20	Julian J. Seiguer, P.C.	0.50	Analyze corporate and securities matters.
12/11/20	Julian J. Seiguer, P.C.	0.80	Analyze corporate and securities matters.

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Corporate and Governance Matters

Invoice Number: 1250008084
 Matter Number: 18803-33

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/13/20	Arthur Patrick Muszynski	1.10	Correspond with K&E team re general unsecured rights offering procedures (.5); analyze and review procedures re same (.6).
12/14/20	Bryan D. Flannery	0.60	Correspond with K&E team re emergence matters (.3); review settlement term sheet (.3).
12/14/20	Andrew L. Lombardo	2.60	Review Elevation settlement term sheet (.3); prepare unanimous written consent of Company board re Elevation agreements (2.0); correspond with E. Varner and A. Weinhouse re same (.3).
12/14/20	Arthur Patrick Muszynski	2.20	Analyze and review general unsecured claim rights offering and equity rights offering procedures (1.2); correspond with K&E team re same (1.0).
12/14/20	Julian J. Seiguer, P.C.	0.80	Analyze corporate and securities matters.
12/14/20	Enoch Varner	3.80	Review, analyze comments to charter and bylaws and prepare comments to same.
12/15/20	Christopher Fox	1.00	Revise Nasdaq listing application.
12/15/20	Arthur Patrick Muszynski	0.40	Correspond with R. Ahlstrom re year-end filings.
12/15/20	Julian J. Seiguer, P.C.	1.00	Analyze corporate and securities matters.
12/16/20	Arthur Patrick Muszynski	1.70	Telephone conference with K&E team re emergence timeline (.3); draft and review checklist re equity and governance matters (.7); correspond with K&E team re same (.7).
12/16/20	Julian J. Seiguer, P.C.	1.30	Analyze corporate and securities matters.
12/17/20	Christopher Fox	0.30	Telephone conference with Nasdaq re listing timeline.
12/17/20	James Long	1.20	Review and revise indemnification agreement (.5); research indemnification agreement precedent (.5); correspond with E. Varner re same (.2).
12/17/20	Arthur Patrick Muszynski	2.10	Telephone conference with Nasdaq re listing process (.3); draft, review and revise confirmation 8-K (1.3); correspond with K&E team re same (.5).
12/17/20	Julian J. Seiguer, P.C.	1.50	Analyze corporate and securities matters.
12/17/20	Enoch Varner	2.80	Review revised indemnification agreement and prepare comments to same.
12/17/20	Enoch Varner	1.80	Prepare comments to updated indemnification agreement.

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Corporate and Governance Matters

Invoice Number: 1250008084
 Matter Number: 18803-33

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/18/20	James Long	2.10	Review and revise indemnification agreement (2.0); correspond with E. Varner and E. Christ re same (.1).
12/18/20	Arthur Patrick Muszynski	2.40	Draft, review and revise form 8-K re confirmation order (1.6); telephone conference with American Stock Transfer & Trust Company re listing (.4); correspond with K&E team re same (.4).
12/18/20	Sean M. Valentine	4.90	Telephone conference with ATC re cancellation of existing shares and issuance of new shares (.2); draft and revise confirmation 8-K (3.0); revise same (1.7).
12/18/20	Enoch Varner	1.50	Review, analyze updated charter and bylaws (1.0); correspond with K&E team re same (.5).
12/20/20	Shaun J. Mathew, P.C.	1.00	Review and revise bylaws.
12/20/20	Julian J. Seiguer, P.C.	1.30	Analyze corporate and securities matters.
12/21/20	Bryan D. Flannery	0.20	Telephone conference with K&E team re cutback mechanics.
12/21/20	Carla A.R. Hine	0.30	Circulate notice of early termination of HSR waiting period.
12/21/20	Steven R. Lackey	2.10	Review NASDAQ listing application and summarize open items remaining on NASDAQ listing application.
12/21/20	Arthur Patrick Muszynski	1.40	Draft, revise and review Nasdaq listing application materials (.8); correspond with K&E team re same (.6).
12/21/20	Adrianna Ryba	0.50	Correspond with working group re early termination (.2); update Hart-Scott-Rodino Relativity database (.2); organize materials re same (.1).
12/21/20	Julian J. Seiguer, P.C.	1.30	Analyze corporate and securities matters.
12/21/20	Sean M. Valentine	1.50	Research precedent for Nasdaq listing board resolutions (1.0); research precedent for form 8-A (.5).
12/22/20	Steven R. Lackey	1.30	Coordinate re CUSIP application (.4); review CUSIP application (.5); conference with CUSIP Global Services Representative re CUSIP application (.4).
12/22/20	Andrew L. Lombardo	4.10	Review, revise emergence corporate governance and charter documents (4.0); correspond with E. Varner (.1).

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Corporate and Governance Matters

Invoice Number: 1250008084
 Matter Number: 18803-33

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/22/20	Arthur Patrick Muszynski	3.80	Telephone conference with R. Ahlstrom re form 10-K requirements (.7); draft, revise and prepare Nasdaq listing application materials (1.5); draft form 8-K re confirmation (1.2); correspond with K&E team re same (.4).
12/22/20	Sean M. Valentine	2.00	Draft and revise SEC for 8-A (1.2); telephone conference with S. Lackey and CUSIP Global Services (.2); prepare CUSIP application for listing of new shares (.6).
12/23/20	Adam Louis Birnbaum	0.80	Telephone conference with A. Muszynski re 8-K on plan re exit financing (.4); review and analyze draft 8-K re confirmation of plan (.4).
12/23/20	Christopher Fox	0.50	Review and provide comments to form 8-K re confirmation.
12/23/20	Sherie Hollinger	0.40	Obtain long-form Delaware Good Standing for Extraction Oil & Gas, Inc. (.2); correspond with K&E team re same (.2).
12/23/20	Stephen Jacobson, P.C.	0.50	Review and analyze 8-K disclosure matters.
12/23/20	Stephanie Jeane	0.20	Review Form 8-K re confirmation.
12/23/20	Steven R. Lackey	3.90	Review Company responses to open questions re NASDAQ application (.8); revise and submit NASDAQ application (1.8); review form 10-Qs and other public filings to confirm pertinent disclosure for NASDAQ application (1.3).
12/23/20	Arthur Patrick Muszynski	3.90	Draft, review and revise Nasdaq listing application materials (.8); draft and review confirmation 8-K (2.5); correspond with K&E team re same (.6).
12/23/20	Aisha M. Noor	0.20	Review and comment on draft 8-K re plan confirmation.
Total		112.50	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

609 Main Street
Houston, TX 77002

FEIN 36-1326630

March 4, 2021

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

Attn: Eric J. Christ

Invoice Number: 1250008085

Client Matter: 18803-34

In the Matter of Vendor and Creditor Communications

For legal services rendered through December 23, 2020
(see attached Description of Legal Services for detail)

\$ 7,384.50

Total legal services rendered

\$ 7,384.50

Legal Services for the Period Ending December 23, 2020
Extraction Oil & Gas, Inc.
Vendor and Creditor Communications

Invoice Number: 1250008085
Matter Number: 18803-34

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Nicholas Adzima	6.90	845.00	5,830.50
Evan Swager	2.10	740.00	1,554.00
TOTALS	9.00		\$ 7,384.50

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Vendor and Creditor Communications

Invoice Number: 1250008085
 Matter Number: 18803-34

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/01/20	Evan Swager	0.40	Correspond with KCC, A. Weinhouse and K&E team re creditor inquiry.
12/02/20	Evan Swager	0.40	Correspond with A. Weinhouse, KCC and creditor re inquiry.
12/03/20	Evan Swager	0.60	Correspond with N. Adzima, A. Weinhouse and KCC creditors re inquiries.
12/07/20	Evan Swager	0.30	Correspond with A. Weinhouse, KCC and creditors re inquiries.
12/10/20	Nicholas Adzima	2.10	Review, revise settlement agreements with vendors (1.8); correspond with working group re same (.3).
12/11/20	Nicholas Adzima	1.80	Telephone conferences with vendor counsel re supplemental agreement (.6); review, revise supplemental agreement (.9); correspond with K&E team, Company re same (.3).
12/21/20	Evan Swager	0.40	Correspond with creditors, N. Adzima re inquiries.
12/23/20	Nicholas Adzima	3.00	Correspond with K&E team re vendor and creditor inquiries (.5); research re same (2.5).
Total		9.00	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

609 Main Street
Houston, TX 77002

FEIN 36-1326630

March 4, 2021

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

Attn: Eric J. Christ

Invoice Number: 1250008086
Client Matter: 18803-35

In the Matter of Disclosure Statement/Plan/Confirmation

For legal services rendered through December 23, 2020
(see attached Description of Legal Services for detail)

\$ 689,444.50

Total legal services rendered

\$ 689,444.50

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Disclosure Statement/Plan/Confirmation

Invoice Number: 1250008086
 Matter Number: 18803-35

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Nicholas Adzima	168.10	845.00	142,044.50
Jamie Alan Aycock	8.20	1,145.00	9,389.00
Brooksany Barrowes	3.80	1,345.00	5,111.00
Simon Briefel	46.20	845.00	39,039.00
Stephanie Cohen	10.20	845.00	8,619.00
Ross Fiedler	58.70	845.00	49,601.50
Grant Jones	21.50	835.00	17,952.50
Ammaar Joya	3.50	740.00	2,590.00
Angela Leonard	5.80	375.00	2,175.00
Kevin Liang	0.20	740.00	148.00
Courtney Loyack	0.20	785.00	157.00
Christopher Marcus, P.C.	34.30	1,635.00	56,080.50
Rebecca J. Marston	16.50	610.00	10,065.00
Rebekah Sills McEntire	4.00	1,025.00	4,100.00
Melissa Mertz	41.90	610.00	25,559.00
Orla Patricia O'Callaghan	1.90	835.00	1,586.50
Anna G. Rotman, P.C.	17.50	1,425.00	24,937.50
Allyson B. Smith	178.00	1,035.00	184,230.00
Evan Swager	88.80	740.00	65,712.00
Joe Tobias	1.50	1,165.00	1,747.50
Morgan Willis	6.30	340.00	2,142.00
Dustin Lyle Womack	8.10	725.00	5,872.50
Lydia Yale	9.00	275.00	2,475.00
Kenneth A. Young	26.90	1,045.00	28,110.50
TOTALS	761.10		\$ 689,444.50

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Disclosure Statement/Plan/Confirmation

Invoice Number: 1250008086
 Matter Number: 18803-35

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/01/20	Jamie Alan Aycock	1.80	Participate in update telephone conferences re midstream issues and confirmation issues (1.2); review liquidation analysis and correspond with J. Grady re same (.6).
12/01/20	Ross Fiedler	1.00	Telephone conference with Paul Weiss, K&E team re case update and next steps (.5); telephone conference with Company, Company advisors re case strategy and next steps (.5).
12/01/20	Courtney Loyack	0.20	Telephone conference with Paul Weiss, K&E team re case update and next steps.
12/01/20	Christopher Marcus, P.C.	0.30	Telephone conference with Paul Weiss re case status.
12/01/20	Rebecca J. Marston	2.70	Correspond with E. Swager re Moelis declaration (.2); correspond with M. Mertz re confirmation brief (.3); review and revise Moelis declaration (.9); correspond with N. Adzima re same (.1); review and revise confirmation brief (1.2).
12/01/20	Melissa Mertz	3.40	Revise confirmation brief (1.9); draft declaration in support of confirmation (1.3); correspond with E. Swager re same (.2).
12/01/20	Melissa Mertz	0.30	Telephone conference with A. Weinhouse, K&E team, Paul Weiss re updates.
12/01/20	Anna G. Rotman, P.C.	0.30	Conferences with bondholders' counsel re global settlement.
12/01/20	Allyson B. Smith	3.60	Telephone conference with Paul Weiss re status updates (.6); review, address plan and confirmation matters (3.0).
12/01/20	Evan Swager	7.40	Review, revise Moelis declaration in support of confirmation (1.5); review, revise A&M declaration in support of confirmation (2.4); review, revise Company declaration in support of confirmation (3.2); correspond with M. Mertz, R. Marston re same (.3).
12/01/20	Dustin Lyle Womack	0.10	Review and analyze Platte River confirmation offer.
12/02/20	Nicholas Adzima	1.50	Draft plan supplement materials (.9); correspond with working group re same (.6).
12/02/20	Christopher Marcus, P.C.	0.30	Review correspondence re releases.

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Disclosure Statement/Plan/Confirmation

Invoice Number: 1250008086
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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/02/20	Christopher Marcus, P.C.	1.00	Telephone conference with Moelis re business plan (.5); telephone conference with Company re business plan (.5).
12/02/20	Rebecca J. Marston	0.10	Review and revise emergence checklist.
12/02/20	Melissa Mertz	4.50	Draft and revise declaration in support of confirmation (4); telephone conference and correspond with E. Swager re same (.5).
12/02/20	Allyson B. Smith	4.40	Telephone conference with K&E team, Moelis, Company re business plan (.8); telephone conference with Paul Weiss, Stroock, K&E team re plan issues and next steps (.7); review, address plan and confirmation issues (1.9); telephone conference with K&E team and Company re emergence considerations (1.0).
12/02/20	Evan Swager	5.60	Review, revise Moelis declaration in support of confirmation (1.3); review, revise A&M declaration in support of confirmation (1.4); review, revise Company declaration in support of confirmation (2.9).
12/03/20	Nicholas Adzima	3.10	Review, revise plan supplement (1.6); correspond with working group re same (.6); telephone conference conferences with working group re same (.9).
12/03/20	Jamie Alan Aycock	1.40	Conference with K. Voelte re valuation analysis (.3); review liquidation analysis and related correspondence and correspond with J. Grady re same (.8); correspond with J. Grady re valuation report (.3).
12/03/20	Simon Briefel	0.30	Review, revise emergence checklist.
12/03/20	Ross Fiedler	1.00	Telephone conference with A. Weinhouse, K&E team re case strategy and next steps (.5); telephone conference with Company and Company advisors re same (.5).
12/03/20	Christopher Marcus, P.C.	0.40	Telephone conference with Paul Weiss re status.
12/03/20	Rebecca J. Marston	1.10	Review and revise Moelis declaration.
12/03/20	Melissa Mertz	4.50	Revise declaration in support of plan confirmation (3.2); correspond with E. Swager re same (.3); telephone conference with A. Weinhouse, K&E team and advisors re cure finalization (.5); research Delaware Bankruptcy Court local rules re same (.5).

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Disclosure Statement/Plan/Confirmation

Invoice Number: 1250008086
 Matter Number: 18803-35

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/03/20	Orla Patricia O'Callaghan	0.40	Attend Zoom with Moelis re confirmation schedule.
12/03/20	Allyson B. Smith	1.20	Correspond with K&E team, Paul Weiss re plan supplement filing (.4); review, comment on same (.8).
12/03/20	Evan Swager	2.00	Review, revise declarations in support of confirmation (1.8); correspond with R. Marston re same (.2).
12/04/20	Nicholas Adzima	5.10	Review, revise plan supplement (2.1); prepare for filing (1.1); telephone conferences with working group re same (.6); correspond with working group re same (1.3).
12/04/20	Simon Briefel	0.40	Analyze confirmation objection.
12/04/20	Rebecca J. Marston	1.30	Review and revise Moelis declaration.
12/04/20	Allyson B. Smith	4.50	Comment on, finalize and coordinate filing of plan supplement (3.6); correspond with working group re same (.4); telephone conference with Paul Weiss, Stroock, K&E team re plan settlement and next steps (.5).
12/05/20	Nicholas Adzima	1.10	Telephone conferences with KCC re plan supplement (.4); correspond with working group re same (.3); revise materials re same (.4).
12/05/20	Evan Swager	3.50	Review, revise declarations in support of confirmation.
12/06/20	Nicholas Adzima	2.70	Telephone conferences with working group re status update re settlement negotiations (1.1); review, analyze materials re same (.6); review, revise confirmation brief re same (1.0).
12/06/20	Ross Fiedler	3.00	Correspond with K&E team re Elevation commercial documents (.2); review, revise same (.4); review, revise confirmation order (1.9); review REP settlement motion (.5).
12/06/20	Evan Swager	1.90	Review, revise declarations in support of confirmation.
12/07/20	Nicholas Adzima	4.80	Review, revise confirmation pleadings (1.9); correspond with working group re cure objections (1.4); correspond with working group re plan supplement (.9); telephone conference with working group re settlement structure (.6).

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Disclosure Statement/Plan/Confirmation

Invoice Number: 1250008086
 Matter Number: 18803-35

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/07/20	Simon Briefel	0.50	Telephone conference with Paul Weiss, K&E team re global settlement (.3); follow up re same (.2).
12/07/20	Christopher Marcus, P.C.	0.60	Telephone conference re settlement structure with Paul Weiss.
12/07/20	Rebecca J. Marston	2.80	Correspond with WTP re objections (.9); review, revise Moelis declaration (1.9).
12/07/20	Melissa Mertz	1.00	Draft declaration in support of plan confirmation.
12/07/20	Allyson B. Smith	9.30	Review, revise, comment on confirmation documents (3.2); multiple telephone conferences with working group re same (4.3); correspond with K&E team re strategy (1.3); review objections to plan (.5).
12/08/20	Nicholas Adzima	3.30	Review, revise confirmation materials (1.1); correspond with working group re cure considerations (.9); telephone conferences with working group re confirmation considerations (1.0); review, revise declarations re same (.3).
12/08/20	Simon Briefel	2.70	Telephone conference with parties re settlement (.4); correspond with K&E team re same (.5); correspond with claimants re plan objections (.4); analyze same (.6); draft confirmation objection tracker (.8).
12/08/20	Ross Fiedler	0.30	Correspond with Whiteford, K&E team re confirmation order issues.
12/08/20	Christopher Marcus, P.C.	0.60	Telephone conference with Paul Weiss re settlements.
12/08/20	Melissa Mertz	0.40	Draft declaration in support of confirmation.
12/08/20	Allyson B. Smith	1.40	Correspond with C. Hopkins re settlement terms (.1); telephone conference with working group re bondholder proposal (1.0); telephone conference with C. Marcus re same (.1); telephone conference with Paul Weiss re same (.2).

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Disclosure Statement/Plan/Confirmation

Invoice Number: 1250008086
 Matter Number: 18803-35

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/09/20	Nicholas Adzima	4.90	Review, revise confirmation materials (1.1); review, revise materials re cure objection issues (1.0); correspond with A&M re same (1.1); telephone conferences with working group re same (.8); draft responses re disputed cure considerations (.6); correspond with working group re confirmation considerations (.3).
12/09/20	Simon Briefel	2.80	Review confirmation objections (.7); telephone conference with claimant re same (.2); draft, revise confirmation objection chart (1.3); correspond with K&E team re confirmation objection (.6).
12/09/20	Ross Fiedler	2.50	Telephone conference with A. Weinhouse, K&E team re case strategy and next steps (.5); review, revise confirmation order language re Incline (.4); correspond with A. Weinhouse, K&E team re confirmation order issues (.2); revise confirmation order (.4); telephone conference with Chubb re same (.3); correspond with Chubb re same (.1); telephone conference with Moelis, Company, K&E team and A&M re business plan issues (.6).
12/09/20	Christopher Marcus, P.C.	0.90	Review correspondence re settlement timeline and telephone conference with Paul Weiss re same.
12/09/20	Christopher Marcus, P.C.	0.80	Telephone conference with management and Moelis re business plan.
12/09/20	Rebecca J. Marston	1.80	Review correspondence re confirmation issues (.1); telephone conference with K&E team re work in process (.3); review and revise claims tracker (1.1); correspond with M. Mertz re same (.2); correspond with N. Adzima re Moelis declaration (.1).
12/09/20	Melissa Mertz	5.50	Draft and revise declaration in support of plan confirmation (3.9); correspond with E. Swager re same (.4); revise form proof of claim (.7); telephone conference with A. Weinhouse, K&E team and Company re confirmation issue (.5).

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Disclosure Statement/Plan/Confirmation

Invoice Number: 1250008086
 Matter Number: 18803-35

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/09/20	Allyson B. Smith	10.30	Review, revise, comment on confirmation documents (3.2); multiple telephone conferences with working group re same (4.3); correspond with K&E team re strategy (1.3); review objections to plan (1.5).
12/09/20	Evan Swager	2.10	Review, revise declarations in support of confirmation.
12/10/20	Nicholas Adzima	3.40	Correspond with working group re plan objections (1.5); review, revise cure objection considerations (.9); telephone conferences with A&M, K&E team re same (.6); review, analyze materials re same (.4).
12/10/20	Brooksany Barrowes	0.50	Address questions about arguments opposing plan confirmation.
12/10/20	Simon Briefel	1.50	Review, revise confirmation objection chart (1.0); correspond with K&E team re confirmation objection (.5).
12/10/20	Ross Fiedler	1.40	Telephone conference with Company, Company advisors re case strategy and next steps (.5); correspond with N. Adzima re surety confirmation issue (.2); review, revise confirmation order (.7).
12/10/20	Rebecca J. Marston	0.80	Review and revise confirmation order (.3); telephone conference with K&E team, Moelis, A&M and Company re work in process (.5).
12/10/20	Melissa Mertz	0.50	Revise cure objection tracker.
12/10/20	Allyson B. Smith	0.30	Review Paul Weiss settlement proposal.
12/10/20	Evan Swager	6.70	Review, revise Company declaration in support of confirmation (3.0); review, revise Moelis declaration in support of confirmation (.8); review, revise A&M declaration in support of confirmation (2.6); research re confirmation language order (.3).
12/11/20	Nicholas Adzima	5.20	Review, revise confirmation materials (2.3); telephone conferences with objecting parties re open issues (1.4); telephone conferences with K&E team, A&M re plan and cure objections (1.1); review, analyze tracker re same (.4).

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Disclosure Statement/Plan/Confirmation

Invoice Number: 1250008086
 Matter Number: 18803-35

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/11/20	Simon Briefel	2.00	Correspond with K&E team re confirmation objections and confirmation objection tracker (.6); revise confirmation objection tracker (1.0); analyze issues re same (.4).
12/11/20	Ross Fiedler	0.90	Correspond with E. Swager re Chubb confirmation language (.2); review, revise same (.4); revise confirmation order (.3).
12/11/20	Christopher Marcus, P.C.	1.30	Telephone conferences with UCC, Paul Weiss re settlement.
12/11/20	Melissa Mertz	0.30	Revise cure objection tracker.
12/11/20	Allyson B. Smith	7.00	Review confirmation order (2.1); review confirmation brief (2.8); review confirmation objection chart (2.1).
12/11/20	Evan Swager	3.80	Research re confirmation order language (1.7); review, revise same (2.1).
12/12/20	Nicholas Adzima	2.80	Review, revise confirmation brief (1.7); review, revise cure and plan objection trackers (.9); correspond with K&E team re same (.2).
12/12/20	Simon Briefel	1.90	Draft, revise confirmation objection chart (1.7); correspond with K&E team re same (.2).
12/12/20	Ammaar Joya	1.40	Review FERC objection (.6); draft response re same (.8).
12/13/20	Nicholas Adzima	3.10	Review, revise confirmation brief and declarations (2.5); correspond with K&E team re same (.6).
12/13/20	Simon Briefel	1.30	Research confirmation objections (.7); correspond with claimant re same (.6).
12/13/20	Evan Swager	2.70	Review, revise confirmation brief (2.4); correspond with N. Adzima re same (.3).
12/14/20	Nicholas Adzima	10.60	Review, revise confirmation brief (4.0); research re same (2.1); telephone conferences with K&E team re same (1.5); review, revise tracker (.9); review, revise declarations re same (2.1).
12/14/20	Simon Briefel	5.20	Telephone conference with K&E team re confirmation (.3); analyze confirmation issues (1.6); correspond with K&E team re same (.7); draft, revise confirmation objection chart (2.6).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/14/20	Ross Fiedler	0.80	Correspond with Chubb, Paul Weiss re confirmation order (.3); telephone conference with A. Weinhouse, K&E team re case strategy (.5).
12/14/20	Kevin Liang	0.20	Draft, review plan exclusivity motion.
12/14/20	Rebecca J. Marston	1.30	Correspond with E. Swager, M. Mertz re cure objections (.7); correspond with E. Swager re U.S. Trustee objection (.1); review, revise reply to U.S. Trustee objection (.5).
12/14/20	Melissa Mertz	9.40	Review, revise omnibus claims objection (1.0); research precedent re plan confirmation objections (4.0); revise confirmation brief (3.9); correspond with E. Swager re same (.5).
12/14/20	Allyson B. Smith	14.10	Review, revise, comment on confirmation documents (6.6); multiple telephone conferences with working group re same (4.7); correspond with K&E team re strategy (1.7); review objections to plan (1.1).
12/14/20	Evan Swager	10.40	Review, revise brief (4.0); review, revise objection responses re same (3.5); research re same (1.7); revise objection tracker (.4); correspond with N. Adzima, K&E team, Moelis re same (.3); telephone conference with S. Briefel, N. Adzima, R. Fiedler re same (.5).
12/14/20	Lydia Yale	0.70	Draft plan exclusivity extension motion.
12/15/20	Nicholas Adzima	17.60	Draft, review and revise brief (4.0); research re same (3.6); review, analyze objections to confirmation (3.9); draft motions to shorten and exceed page limits (1.6); telephone conferences with working group, objecting parties re same (1.5); review, revise confirmation order and plan re same (1.3); telephone conferences with working group re same (.9); correspond with KCC re voting declaration and voting report (.8).
12/15/20	Brooksany Barrowes	0.50	Address questions about reply arguments for confirmation brief.

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/15/20	Simon Briefel	8.30	Analyze issues re confirmation objection (2.5); correspond with K&E team re same (1.4); review, revise confirmation objection response (2.0); telephone conference with K&E team, Paul Weiss re confirmation and plan (.5); draft reply to confirmation objection (1.9).
12/15/20	Stephanie Cohen	1.20	Review precedent confirmation presentations (.4); draft same (.8).
12/15/20	Ross Fiedler	4.70	Telephone conference with K&E team and Paul Weiss re revised plan (.5); revise DCP settlement documents (.3); correspond with DCP counsel re same (.2); correspond with Chubb's counsel, K&E team, Paul Weiss and Bracewell re confirmation order (.6); revise confirmation order (.8); correspond with A. Weinhouse, Whiteford, K&E team, Paul Weiss and Bracewell re same (1.5); telephone conference with C. Marcus, K&E team re case strategy, and next steps (.4); review, revise NGL term sheet (.4).
12/15/20	Rebecca J. Marston	1.60	Review and revise confirmation brief (1.4); correspond with A. Weinhouse-Smith re Moelis declaration (.2).
12/15/20	Melissa Mertz	0.20	Correspond with R. Marston re plan precedent.
12/15/20	Allyson B. Smith	12.00	Review, revise, comment on confirmation documents (4.2); multiple telephone conferences with working group re same (4.3); correspond with K&E team re strategy (2.3); review objections to plan (1.2).
12/15/20	Evan Swager	10.90	Review, revise confirmation brief (3.8); review, revise objection responses re same (2.9); research, analyze issues re same (2.1); review, revise declarations in support of confirmation (1.7); correspond with N. Adzima, K&E team re same (.4).
12/15/20	Lydia Yale	0.70	Research re precedent confirmation presentations.
12/15/20	Lydia Yale	1.00	Research precedent confirmed plans.
12/15/20	Lydia Yale	1.00	Research re precedent confirmation transcripts and talking points.
12/15/20	Lydia Yale	2.20	Review citations in confirmation brief.

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/16/20	Nicholas Adzima	13.10	Review, revise brief (2.5); telephone conferences with K&E team re same (1.1); telephone conferences with objecting parties (1.5); correspond with K&E team re same (.4); review, revise declarations in support of confirmation (1.7); prepare materials for vote to reject plan (1.0); draft first amended plan supplement (1.5); review, analyze and revise assumption and rejection schedules (2.7); telephone conferences with K&E team, A&M re same (.7).
12/16/20	Jamie Alan Aycock	1.20	Review draft response to FERC objection to confirmation (.7); correspond with E. Swager re same (.5).
12/16/20	Brooksany Barrowes	1.50	Review and revise draft confirmation brief arguments responding to opposition.
12/16/20	Simon Briefel	5.60	Telephone conference with K&E team re confirmation and plan (.5); telephone conference with K&E team, Stroock re settlement (.5); draft, revise confirmation objection chart (1.4); draft, revise reply to objection (1.5); correspond with K&E team re confirmation issues (1.7).
12/16/20	Ross Fiedler	0.80	Telephone conference with M. Dundon, K&E team re plan and disclosure statement issues (.5); revise plan and confirmation order (.3).
12/16/20	Ammaar Joya	0.80	Review and comment on draft confirmation brief.
12/16/20	Christopher Marcus, P.C.	2.10	Review confirmation pleadings (1.5); telephone conferences with K&E team re confirmation strategy (.6).
12/16/20	Rebekah Sills McEntire	4.00	Prepare for witness preparation session (3.0); telephone conference with K&E team re same (1.0).
12/16/20	Melissa Mertz	1.20	Draft plan confirmation talking points.
12/16/20	Allyson B. Smith	18.00	Review, revise, comment on confirmation documents (8.2); multiple telephone conferences with working group re same (5.3); correspond with K&E team re strategy (4.3); review objections to plan (.2).
12/16/20	Evan Swager	9.40	Review, revise confirmation brief (3.5); review, revise objection responses re same (4.0); research same (1.1); correspond with N. Adzima, M. Mertz, K&E team re same (.8).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/16/20	Joe Tobias	1.50	Review plan supplement.
12/16/20	Morgan Willis	6.30	Cite check confirmation brief.
12/16/20	Lydia Yale	2.80	Compile, organize documents cited from confirmation brief.
12/17/20	Nicholas Adzima	14.70	Review, revise brief re voting considerations (3.5); research re same (2.3); telephone conferences with working group re plan, confirmation considerations (2.4); correspond with KCC re voting declaration (.6); telephone conferences with Moelis re plan recoveries, rights offering considerations (1.0); research, analyze same (1.2); correspond with Moelis re same (.9); review, revise declarations in support of confirmation (2.0); correspond with working group re same (.8).
12/17/20	Brooksany Barrowes	1.30	Review plan confirmation opposition (1.0); analyze issues re draft reply brief (.3).
12/17/20	Simon Briefel	3.80	Telephone conference with Company advisors re liquidation analysis (.8); analyze confirmation issues (.7); correspond with K&E team re same (.5); review, revise confirmation objection chart (.8); research, draft reply to confirmation objection (1.0).
12/17/20	Stephanie Cohen	1.20	Review precedent confirmation presentations (.3); revise confirmation presentation (.9).
12/17/20	Ross Fiedler	3.90	Telephone conference with K&E team, A&M and Moelis re valuation matters (.7); review, revise confirmation order (.8); correspond with Company, K&E team and interest parties re same (.3); review, revise plan (.3); correspond with K&E team, Stroock, Bracewell and Paul Weiss re same (.3); telephone conference with Company, Company advisors re case strategy and next steps (.5); review backstop commitment addendum (.5); review disclosure statement supplement precedent (.5).
12/17/20	Ammaar Joya	1.30	Review and comment on draft confirmation brief.

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 Extraction Oil & Gas, Inc.
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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/17/20	Christopher Marcus, P.C.	6.50	Review confirmation brief (2.1); telephone conference with K&E team re settlement term sheet (.5); telephone conferences with Moelis, A&M, K&E team re 1129 factors (1.1); review plan and confirmation order revisions (1.5); telephone conference with A. Weinhouse re confirmation (.3); review confirmation objections (1.0).
12/17/20	Rebecca J. Marston	0.60	Telephone conference with K&E team, A&M, Moelis, Paul Weiss and Company re work in process and confirmation hearing (.3); review and revise confirmation brief (.3).
12/17/20	Melissa Mertz	3.10	Research claims treatment and classification (2.9); correspond with E. Swager re same (.2).
12/17/20	Anna G. Rotman, P.C.	3.10	Review, comment on declarations in support of confirmation (.8); correspond with K&E team re confirmation strategy and settlement (1.3); review and weigh in on confirmation declarations (1.0).
12/17/20	Allyson B. Smith	17.40	Review, revise, comment on confirmation documents (7.9); telephone conferences with working group re same (5.0); correspond with K&E team re strategy (4.3); review objections to plan (.2).
12/17/20	Evan Swager	12.20	Review, revise confirmation brief (4.0); review, revise objection responses re same (3.9); research, analyze issues re same (2.4); review declarations re confirmation (.6); telephone conferences with N. Adzima re confirmation (1.3).
12/18/20	Nicholas Adzima	17.40	Draft, review and revise confirmation brief (3.0); revise declarations in support of confirmation (4.0); analyze issues re same (3.7); conferences with working group re same (2.3); review, revise plan re same (2.2); correspond with K&E team re same (1.0); review, revise confirmation order (.5); correspond with K&E team re same (.7).
12/18/20	Simon Briefel	4.70	Review, revise confirmation objection chart (1.8); analyze issues re confirmation (.4); correspond with K&E team re same (1.0); research, draft confirmation reply (1.5).
12/18/20	Stephanie Cohen	3.10	Revise confirmation presentation.

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/18/20	Ross Fiedler	5.20	Review precedent disclosure statement supplements (.4); correspond with K&E team re same (.2); correspond with Bracewell re confirmation order (.3); revise same (.5); revise plan (1.0); correspond with A. Weinhouse re same (.2); correspond with Paul Weiss, Bracewell re same (.2); prepare filing versions of plan and confirmation order (.5); draft disclosure statement supplement (1.9).
12/18/20	Grant Jones	12.70	Draft reply brief section for ARB confirmation objection (4.0); draft introduction section re same (3.0); telephone conference with N. Benham re reply brief revisions (.5); revise same (3.7); organize reply brief exhibits (1.5).
12/18/20	Angela Leonard	4.40	Review, analyze, and compile supplemental confirmation exhibits (1.0); prepare same for service to Grand Mesa and Platte River (.6); review, analyze, and compile confirmation exhibits (1.0); plan and prepare for confirmation hearing (1.0); correspond with K&E team, local counsel re logistics and witness preparation re same (.8).
12/18/20	Christopher Marcus, P.C.	7.20	Review confirmation brief (2.0); revise confirmation order and plan (1.3); telephone conferences with K&E team, Moelis and management re strategy (1.8); review confirmation objections (2.1).
12/18/20	Rebecca J. Marston	2.30	Correspond with E. Swager re confirmation brief (.3); review and revise same (2.0).
12/18/20	Melissa Mertz	1.30	Draft plan confirmation talking points.
12/18/20	Allyson B. Smith	19.20	Review, revise, comment on confirmation documents (8.2); multiple telephone conferences with working group re same and objections to same (7.3); correspond with K&E team re strategy (3.3); review objections to plan (.4).
12/18/20	Evan Swager	8.10	Review, revise confirmation brief (3.5); review, revise objection responses re same (4.0); correspond with N. Adzima, K&E team re same (.6).
12/18/20	Lydia Yale	0.40	Research re precedent confirmation hearing transcripts.

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/19/20	Nicholas Adzima	10.70	Review, revise confirmation order language (2.1); review, revise plan (.6); research re same (1.2); review, revise confirmation talking points (3.3); draft, review and revise amended KCC voting declaration (1.3); correspond with objecting parties re confirmation considerations (.8); draft second amended plan supplement (.9); revise same (.5).
12/19/20	Jamie Alan Aycock	1.10	Review Platte River confirmation objection (.7); correspond with K&E team re unfair discrimination claim (.4).
12/19/20	Stephanie Cohen	1.10	Revise confirmation presentation.
12/19/20	Ross Fiedler	2.00	Draft disclosure statement supplement.
12/19/20	Christopher Marcus, P.C.	1.50	Analyze confirmation preparation and review objections.
12/19/20	Melissa Mertz	6.30	Draft plan confirmation talking points (3.8); revise same (2.3); correspond with N. Adzima and E. Swager re same (.2).
12/19/20	Allyson B. Smith	15.80	Review, revise plan (4.0); review, revise confirmation order (2.2); review, revise plan supplement (2.0); telephone conferences with working group re same (4.2); correspond with working group re same (3.4).
12/20/20	Nicholas Adzima	13.30	Review, revise plan (3.1); review, revise confirmation order (2.3); review, revise plan supplement (2.1); telephone conferences with working group re same (2.3); correspond with working group re same (3.5).
12/20/20	Simon Briefel	1.00	Correspond with K&E team re confirmation issues (.4); analyze issues re same (.6).
12/20/20	Stephanie Cohen	2.70	Revise confirmation presentation.

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/20/20	Ross Fiedler	10.50	Correspond with Bracewell and midstream parties re disclosure issues (.6); correspond with A. Noor re same (.3); telephone conference with K&E team and Moelis re confirmation strategy (.5); telephone conference with A. Weinhouse and N. Adzima re confirmation hearing (.5); review, revise confirmation order (1.5); correspond with A. Weinhouse, K&E team re plan and confirmation order (2.0); review, revise confirmation hearing presentation (.6); revise plan (.5); correspond with Stroock, Bracewell and Paul Weiss re plan and confirmation order (1.5); revise disclosure statement supplement (.5); prepare filing versions of plan and CO (.5); prepare for confirmation hearing (1.5).
12/20/20	Grant Jones	0.60	Telephone conference with K&E team, Company re confirmation hearing strategy.
12/20/20	Christopher Marcus, P.C.	0.50	Telephone conference with K&E team re confirmation strategy.
12/20/20	Orla Patricia O'Callaghan	0.60	Telephone conference with K&E team re confirmation strategy.
12/20/20	Anna G. Rotman, P.C.	1.70	Correspond with various teams re confirmation trial (1.2); telephone conference with management team re confirmation strategy (.5).
12/20/20	Allyson B. Smith	11.00	Prepare for confirmation, including extensive witness preparations, multiple phone calls with working group and objecting parties, and revisions to confirmation documents re same.
12/20/20	Evan Swager	2.10	Review, revise confirmation presentation.
12/20/20	Dustin Lyle Womack	3.10	Telephone conference with K. Young re confirmation hearing preparation (.7); analyze M. Owens deposition re confirmation hearing (.9); draft disparate treatment analysis (.2); analyze M. Owens declarations re confirmation (.3); attend telephone conference with K&E team re M. Owens confirmation preparation (1.0).
12/20/20	Lydia Yale	0.20	Research re precedent confirmation hearing transcripts.

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/20/20	Kenneth A. Young	10.10	Prepare for confirmation hearing (3.6); prepare witnesses for confirmation hearing (4.0); prepare litigation strategy re confirmation (2.5).
12/21/20	Nicholas Adzima	17.30	Review, revise plan (3.5); prepare for confirmation hearing (3.5); analyze issues re confirmation (3.0); review objections to confirmation (1.5); telephone conferences with working group re same (3.3); correspond with working group re same (2.5).
12/21/20	Jamie Alan Aycock	2.70	Correspond with K&E team re chambers conference (.4); telephone conference with KCC re voting issues (.4); prepare J. Miller for potential testimony (.6); participate in telephone conferences with K&E team re confirmation strategy (.7); review, analyze research re section 1129(a)(4)(.6).
12/21/20	Simon Briefel	3.80	Telephone conference with K&E team, Company re confirmation hearing (1.0); analyze issues re confirmation issues, objections re same (1.0); correspond with K&E team re same (1.0); telephone conference with KCC re GUC rights offering (.8).
12/21/20	Stephanie Cohen	0.90	Revise confirmation presentation.

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 Extraction Oil & Gas, Inc.
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Invoice Number: 1250008086
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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/21/20	Ross Fiedler	13.00	Correspond with Company, K&E team and Whiteford re midstream settlements (1.0); review, revise DCP settlement documents (1.0); correspond with A. Weinhouse, N. Adzima, K&E team and Company re revised plan, confirmation order and related matters (3.0); telephone conference with K&E team re confirmation strategy (.5); prepare for hearing (1.0); telephone conference with K&E team and Paul Weiss re confirmation issues (.5); revise plan (1.0); correspond with parties re same, confirmation order (1.0); review confirmation research issues (.5); telephone conference with A&M and K&E team re GUC claims (.5); telephone conference with M. Owens, K&E team re confirmation preparation (1.5); telephone conference with Paul Weiss, Stroock and K&E team re plan issues (.5); telephone conference with Bracewell and Akin re midstream settlement (.5); prepare plan for filing (.5).
12/21/20	Grant Jones	6.70	Telephone conference with K&E team re confirmation objections and next steps (.5); telephone conference with K&E team re hearing debrief and next steps (1.0); research re section 1123(a)(4) issues (3.7); draft summary of research re same (1.5).
12/21/20	Angela Leonard	1.40	Review, analyze, and compile confirmation exhibits (.9); telephone conference with K&E team re confirmation hearing and strategy (.5).
12/21/20	Christopher Marcus, P.C.	6.70	Analyze confirmation preparation (4.0); review correspondence re ARM settlement and telephone conferences with K&E team and management re same (2.2); telephone conference with K&E team re objections (.5).
12/21/20	Orla Patricia O'Callaghan	0.90	Telephone conference with K&E team re confirmation hearing.
12/21/20	Anna G. Rotman, P.C.	12.40	Telephone conferences with K&E team, ARB, bondholders counsel following chambers conference (1.5); prepare for confirmation trial, including attention to witness outlines for cross and direct, exhibits, presentation of hearing and the substantive of our responses to each objection (10.9).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/21/20	Allyson B. Smith	15.40	Preparation for confirmation hearing.
12/21/20	Dustin Lyle Womack	3.30	Research issues re section 1123 (1.6); draft analysis re same (1.2); analyze plan re same (.2); telephone conference with K. Young re same (.3).
12/21/20	Kenneth A. Young	11.60	Preparation for confirmation hearing (4.0); prepare witnesses for confirmation hearing (4.0); analyze issues re same (3.6).
12/22/20	Nicholas Adzima	12.40	Review, revise plan (3.0); review, revise confirmation order (2.8); telephone conferences with counterparties re confirmation materials (1.2); analyze, revise modifications re same (1.1); correspond with K&E team re same (2.5); telephone conferences with working group re same (1.8).
12/22/20	Simon Briefel	0.40	Correspond with K&E team re confirmation issues and objections.
12/22/20	Ross Fiedler	7.00	Telephone conference with Paul Weiss re buyback claims, plan issues (.3); telephone conference with Company, A&M and K&E team re ARB settlement discussions (.5); correspond with K&E team re GUC issues (.3); review, revise ARB term sheet (.6); correspond with K&E team, Company re same (1.5); telephone conferences with Company, K&E team re same (.5); review, revise plan (.5); correspond with Stroock, Paul Weiss, K&E team and interest parties re revised plan and confirmation order (1.5); review disclosure statement supplement (.3); correspond with Arnold Porter re DCP settlement and related documents (.5); telephone conference with Company, Company advisors re case status and next steps (.5).
12/22/20	Grant Jones	1.50	Prepare for confirmation hearing.
12/22/20	Christopher Marcus, P.C.	1.60	Review correspondence re confirmation hearing (1.3); telephone conference with K&E team re effective date (.3).

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
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Invoice Number: 1250008086
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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/22/20	Allyson B. Smith	10.00	Prepare for confirmation hearing (2.7); telephone conferences with working group re Platte River settlement (2.5); revise settlement re same (1.9); finalize plan, supplement to disclosure statement and confirmation order for filing (2.9).
12/22/20	Kenneth A. Young	5.20	Prepare for confirmation hearing.
12/23/20	Ross Fiedler	0.70	Revise plan, confirmation order and disclosure statement supplement (.5); correspond with Stroock, Paul Weiss and Bracewell re same (.2).
12/23/20	Christopher Marcus, P.C.	2.00	Review correspondence with management, K&E team and Moelis re confirmation follow-up.
12/23/20	Rebecca J. Marston	0.10	Correspond with K. Liang, E. Swager re post confirmation next steps.
12/23/20	Allyson B. Smith	3.10	Correspond with K&E team, WTP re proposed order (.8); revise same (2.3).
12/23/20	Dustin Lyle Womack	1.60	Draft, revise memorandum re Platte River objection.
Total		761.10	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

609 Main Street
Houston, TX 77002

FEIN 36-1326630

March 4, 2021

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

Attn: Eric J. Christ

Invoice Number: 1250008087
Client Matter: 18803-36

In the Matter of Employee Matters

For legal services rendered through December 23, 2020
(see attached Description of Legal Services for detail)

\$ 49,057.50

Total legal services rendered

\$ 49,057.50

Legal Services for the Period Ending December 23, 2020
Extraction Oil & Gas, Inc.
Employee Matters

Invoice Number: 1250008087
Matter Number: 18803-36

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Stephen Jacobson, P.C.	7.70	1,365.00	10,510.50
Stephanie Jeane	20.70	1,135.00	23,494.50
Christopher Marcus, P.C.	4.80	1,635.00	7,848.00
Scott D. Price, P.C.	3.90	1,635.00	6,376.50
Allyson B. Smith	0.80	1,035.00	828.00
TOTALS	37.90		\$ 49,057.50

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Employee Matters

Invoice Number: 1250008087
 Matter Number: 18803-36

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/02/20	Christopher Marcus, P.C.	0.30	Review MIP update.
12/03/20	Stephen Jacobson, P.C.	0.50	Review MIP term sheet.
12/04/20	Stephanie Jeane	1.30	Review MIP term sheet.
12/04/20	Christopher Marcus, P.C.	1.10	Review MIP correspondence and term sheet (.7); telephone conference with K&E team re same (.4).
12/04/20	Scott D. Price, P.C.	0.50	Correspond with working group re MIP term sheet.
12/08/20	Stephen Jacobson, P.C.	1.00	Telephone conference with working group re MIP term sheet.
12/08/20	Stephanie Jeane	1.50	Telephone conference with T. Tyree, E. Christ, T. Brock, M. Foschi, M. Owens, S. Price and S. Jacobson re MIP term sheet (1.0); review existing severance arrangements (.2); draft summary of the same (.3).
12/08/20	Christopher Marcus, P.C.	0.50	Telephone conference with K&E team re MIP term sheet.
12/08/20	Scott D. Price, P.C.	0.80	Review and discuss term sheet.
12/08/20	Allyson B. Smith	0.80	Telephone conference with K&E team, Company re MIP.
12/09/20	Stephanie Jeane	2.30	Review existing employment arrangements (.4); draft summary of same (1.0); revise management incentive plan term sheet (.9).
12/09/20	Christopher Marcus, P.C.	1.30	Review compensation presentation (.8); telephone conference with K&E team re MIP (.5).
12/09/20	Scott D. Price, P.C.	0.80	Telephone conference with working group re management arrangements.
12/10/20	Christopher Marcus, P.C.	0.40	Telephone conference with K&E team re MIP.
12/11/20	Stephanie Jeane	1.00	Revise summary of existing arrangements (.6); review Meridian compensation deck re proposed compensation structure (.4).
12/13/20	Stephen Jacobson, P.C.	0.30	Review revised draft of MIP term sheet.
12/13/20	Stephanie Jeane	0.40	Revise management compensation term sheet.
12/14/20	Stephen Jacobson, P.C.	1.50	Telephone conference with working group re MIP and severance matters (.5); review and comment on term sheets (1.0).

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Employee Matters

Invoice Number: 1250008087
 Matter Number: 18803-36

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/14/20	Stephanie Jeane	5.40	Telephone conference with T. Tyree, E. Christ, T. Brock, M. Owens, M. Foschi, S. Jacobson, S. Price and C. Marcus re management compensation term sheet (1.0); revise MIP term sheet (1.6); draft compensation term sheets for each executive (2.8).
12/14/20	Christopher Marcus, P.C.	0.50	Telephone conference with Company re MIP term sheet.
12/14/20	Scott D. Price, P.C.	1.00	Telephone conference with working group re MIP.
12/15/20	Stephen Jacobson, P.C.	0.80	Review and comment on term sheets.
12/15/20	Stephanie Jeane	2.50	Revise management compensation term sheet (.6); draft individual compensation term sheet for each executive (1.9).
12/15/20	Christopher Marcus, P.C.	0.70	Telephone conference with management re MIP.
12/15/20	Scott D. Price, P.C.	0.30	Review MIP term sheet.
12/18/20	Stephen Jacobson, P.C.	1.00	Review and analyze compensation matters.
12/18/20	Stephanie Jeane	1.80	Revise management compensation term sheet (1.2); revise individual compensation term sheet for T. Tyree (.6).
12/18/20	Scott D. Price, P.C.	0.50	Review management term sheet.
12/19/20	Stephen Jacobson, P.C.	1.80	Review and analyze compensation matters (1.0); conferences and correspond re same (.8).
12/19/20	Stephanie Jeane	4.30	Telephone conference with T. Tyree and S. Jacobson re management compensation term sheet (1.0); revise management compensation term sheet (1.6); revise individual compensation term sheet for each executive (1.7).
12/20/20	Stephen Jacobson, P.C.	0.80	Review and comment on compensation matters.
12/20/20	Stephanie Jeane	0.20	Revise summary of changes to management compensation term sheet.
Total		37.90	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

609 Main Street
Houston, TX 77002

FEIN 36-1326630

March 4, 2021

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

Attn: Eric J. Christ

Invoice Number: 1250008088

Client Matter: 18803-37

In the Matter of Executory Contracts/Unexpired Leases

For legal services rendered through December 23, 2020
(see attached Description of Legal Services for detail)

\$ 352,602.50

Total legal services rendered

\$ 352,602.50

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Executory Contracts/Unexpired Leases

Invoice Number: 1250008088
 Matter Number: 18803-37

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Nicholas Adzima	1.20	845.00	1,014.00
Brooksany Barrowes	1.30	1,345.00	1,748.50
Isaac Bate	84.20	845.00	71,149.00
Justin W. Clune	101.00	1,035.00	104,535.00
Ross Fiedler	8.10	845.00	6,844.50
Matt Gibson	62.10	740.00	45,954.00
Ammaar Joya	0.90	740.00	666.00
Kevin Liang	0.30	740.00	222.00
Christopher Marcus, P.C.	0.50	1,635.00	817.50
Caleb Martin	5.00	610.00	3,050.00
Melissa Mertz	2.90	610.00	1,769.00
Alastair Papworth	0.80	1,035.00	828.00
Allyson B. Smith	0.40	1,035.00	414.00
Chad Michael Smith, P.C.	89.10	1,215.00	108,256.50
Evan Swager	6.80	740.00	5,032.00
Lydia Yale	1.10	275.00	302.50
TOTALS	365.70		\$ 352,602.50

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Executory Contracts/Unexpired Leases

Invoice Number: 1250008088
 Matter Number: 18803-37

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/01/20	Justin W. Clune	3.80	Review correspondence (.3); correspond with K&E team re updates to agreements (.3); draft updates to release agreement and water agreement with midstream counterparty (3.2).
12/01/20	Ross Fiedler	3.20	Review, revise midstream release agreement (.5); correspond with K&E team, Company re same (.2); draft 9019 motion and declaration in support re DCP settlement and assumption (2.3); telephone conference with B. Jackson re same (.2).
12/01/20	Matt Gibson	1.50	Review and revise amended and restated crude, and water gathering agreements.
12/01/20	Christopher Marcus, P.C.	0.50	Telephone conference re Midstream updates.
12/01/20	Chad Michael Smith, P.C.	0.50	Revise Extraction crude, gas and water gathering contracts.
12/02/20	Nicholas Adzima	1.20	Correspond with K&E team re executory contracts (.8); review, analyze materials re same (.4).
12/02/20	Justin W. Clune	6.20	Prepare for and participate in telephone conference with K&E team re updates to A&R crude agreement (.8); draft updates to A&R crude agreement (3.5); draft updates to settlement side letter (1.9).
12/02/20	Ross Fiedler	2.80	Correspond with A. Weinhouse re midstream settlement (.2); revise 9019 motion and declaration in support thereof re DCP settlement (.5); correspond with A&M, K&E team re same (.3); review precedent side letters (.5); draft side letter re midstream agreement (.8); revise same (.2); correspond with K&E team, Company re same (.3).
12/02/20	Matt Gibson	2.00	Review and revise amended and restated crude gathering and stabilization agreement (1.4); attend telephone conference with K&E team re same (.6).
12/02/20	Alastair Papworth	0.80	Review and revise assignment.
12/02/20	Chad Michael Smith, P.C.	1.50	Review and revise midstream COGA with additional comments from Extraction (.8); review and revise release agreement (.5); correspond with Company re credit protection in crude purchase contract (.2).

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Executory Contracts/Unexpired Leases

Invoice Number: 1250008088
 Matter Number: 18803-37

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/02/20	Evan Swager	0.70	Review, revise lease amendment.
12/03/20	Justin W. Clune	2.70	Prepare for and participate in telephone conference with K&E team re A&R crude agreement (2.1); review and respond to correspondence re midstream agreements (.6).
12/03/20	Ross Fiedler	0.50	Telephone conference with K&E team and A&M teams re cure issues.
12/03/20	Matt Gibson	4.00	Review and draft material issues list re midstream agreements (3.3); telephone conference with K&E team re Crude gathering and stabilization agreement (.7).
12/03/20	Chad Michael Smith, P.C.	1.50	Telephone conference with Company re midstream agreements (.4); revise same (1.1).
12/03/20	Evan Swager	0.40	Correspond with Company, A. Weinhouse re rejected leases.
12/04/20	Isaac Bate	1.80	Prepare for and attend telephone conference with Company, working group re NGL contract options.
12/04/20	Justin W. Clune	5.90	Prepare for and participate in telephone conference with K&E team re A&R crude agreement (1.1); draft updates to A&R crude agreement (4.8).
12/04/20	Ross Fiedler	0.50	Telephone conference with DCP re DCP amendment (.4); correspond with A. Weinhouse re same (.1).
12/04/20	Ross Fiedler	0.80	Telephone conference with Company, A&M, and K&E team re gathering agreements.
12/04/20	Matt Gibson	4.70	Review and revise Crude gathering and stabilization agreement (3.9); attend conference re same (.8).
12/04/20	Chad Michael Smith, P.C.	4.30	Telephone conference with Extraction team re midstream agreements (1.5); telephone conference re COGA (1.0); revise COGA (.8); review term sheet re midstream proposals and precedent re bankruptcy protections (1.0).
12/04/20	Evan Swager	0.30	Correspond with Company re contract rejection.
12/05/20	Justin W. Clune	2.40	Drafted issues list for East Greeley A&R GGPPA.
12/05/20	Chad Michael Smith, P.C.	1.00	Review revised draft of COGA (.5); review proposed gathering agreement (.5).

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Executory Contracts/Unexpired Leases

Invoice Number: 1250008088
 Matter Number: 18803-37

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/06/20	Justin W. Clune	3.70	Prepare for and participate in telephone conference re midstream-XOG A&R crude agreement (2.1); review and respond to correspondence re Release Agreement and Assignment of Membership Interests (1.6).
12/06/20	Matt Gibson	3.80	Review and revise RMM East Greeley Gas Gathering, processing and purchase agreement.
12/06/20	Chad Michael Smith, P.C.	3.00	Telephone conference with K&E team re COGA (1.5); review and revise RMM gathering agreement (1.0); review and revise COGA (.5).
12/07/20	Justin W. Clune	6.20	Draft updates to A&R crude agreement and A&R GGPPA with RMM (5.0); prepare for and participate in telephone conference with K&E team, Company re A&R GGPPA with RMM (1.2).
12/07/20	Matt Gibson	9.20	Review and revise RMM East Greeley gas gathering, processing and purchase agreement (4.4); review and revise crude, gas and water gathering agreements (3.6); attend telephone conference re same (1.2).
12/07/20	Caleb Martin	5.00	Draft water gathering agreement.
12/07/20	Chad Michael Smith, P.C.	1.70	Telephone conference re RMM East Greeley gathering agreement (.6); review crude gathering agreement (.5); review and comment on NGL term sheet proposal (.6).
12/07/20	Evan Swager	0.90	Telephone conference with Company, A. Weinhouse re rejected lease (.4); revise partial notice of rejection (.4); correspond with A. Weinhouse, WTP re same (.1).
12/08/20	Isaac Bate	1.40	Prepare for and attend telephone conference with GT re term sheet (1.0); draft summary of GT Proposal (.4).
12/08/20	Justin W. Clune	3.10	Draft updates to A&R crude agreement (2.6); review and respond to correspondence re commercial agreements (.5).
12/08/20	Matt Gibson	5.50	Review and revise gas and water gathering agreements.

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Executory Contracts/Unexpired Leases

Invoice Number: 1250008088
 Matter Number: 18803-37

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/08/20	Chad Michael Smith, P.C.	3.30	Telephone conference with Company, working group re NGL COPA (1.0); prepare term sheet re same (1.0); attend to outstanding issues with various midstream renegotiations (1.3).
12/08/20	Evan Swager	1.80	Correspond with lease counterparties re objection, inquiries (.4); correspond with A. Weinhouse, K&E team re same (.5); review and revise stipulation (.9).
12/09/20	Isaac Bate	4.80	Prepare for and attend conference with Company team (.7); draft ARB term sheet (2.1); draft NGL term sheet (2.0).
12/09/20	Justin W. Clune	4.50	Draft updates to A&R East Greeley GGPPA (3.8); review and respond to correspondence re RMM agreements (.7).
12/09/20	Matt Gibson	3.20	Review and revise RMM East Greeley gas gathering, processing and purchase agreement, and RMM Broomfield-Commerce City gas gathering, processing and purchase agreement.
12/09/20	Chad Michael Smith, P.C.	6.80	Review and revise East Greeley gas gathering and processing agreement (1.5); telephone conference re NGL and ARB Term Sheets (1.5); revise NGL and ARB term sheets (1.5); review revised agreements (1.0); telephone conference with Greenberg re NGL agreements (.5); correspond with Company re outstanding issues with midstream contracts (.8).
12/09/20	Evan Swager	1.20	Correspond with creditors, A. Weinhouse, A&M team, K&E team re inquiries (.8); revise stipulation re executory contracts (.4).
12/10/20	Isaac Bate	1.70	Revise settlement term sheets.
12/10/20	Justin W. Clune	4.40	Review and respond to correspondence re RMM commercial agreements (.9); draft updates to A&R Broomfield/Hawkeye GGPPA (3.5).
12/10/20	Matt Gibson	5.00	Review and revise RMM East Greeley gas gathering, processing and purchase agreement, and RMM Broomfield-Commerce City gas gathering, processing and purchase agreement.

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Executory Contracts/Unexpired Leases

Invoice Number: 1250008088
 Matter Number: 18803-37

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/10/20	Chad Michael Smith, P.C.	3.50	Review and revise RMM gas gathering agreement (1.0); review and revise RMM term sheet (1.5); telephone conference re midstream documents (1.0).
12/10/20	Allyson B. Smith	0.40	Telephone conference with N. Adzima re GIP contract, cure amounts.
12/11/20	Isaac Bate	6.30	Revise NGL settlement term sheet (3.0); revise ARB settlement term sheet (2.3); draft dedication language for crude purchase agreement (1.0).
12/11/20	Justin W. Clune	5.20	Draft updates to A&R crude agreement and RMM Commercial documents (3.2); revise re same (2.0).
12/11/20	Matt Gibson	4.60	Review and RMM East Greeley gas gathering, processing and purchase agreement, and RMM Broomfield-Commerce City gas gathering, processing and purchase agreement (2.6); revise re same (2.0).
12/11/20	Chad Michael Smith, P.C.	5.60	Review and revise RMM COPA amendment (1.5); review and revise ARB term sheet (1.0); review and provide analysis on revised elevation agreements (1.0); prepare NGL dedication provisions (1.0); review questions from Company re outstanding midstream negotiations (1.1).
12/12/20	Isaac Bate	1.40	Revise ARB settlement term sheet (.8); revise dedication language for crude purchase agreement (.6).
12/12/20	Justin W. Clune	3.30	Draft updates to RMM gathering agreements for C. Smith.
12/12/20	Matt Gibson	1.50	Review and revise RMM Broomfield-Commerce City gas gathering, processing and purchase agreement, and RMM amendment to crude oil purchase agreement.
12/12/20	Chad Michael Smith, P.C.	2.50	Review and revise ARB, NGL and RMM term sheets (1.7); review and revise Elevation agreements (.8).
12/13/20	Isaac Bate	4.20	Revise settlement term sheets.
12/13/20	Justin W. Clune	11.80	Draft updates to midstream agreements (10.9); prepare for and participate in telephone conference with K&E team re elevation agreements (.9).

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Executory Contracts/Unexpired Leases

Invoice Number: 1250008088
 Matter Number: 18803-37

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/13/20	Matt Gibson	5.90	Review and revise crude, gas and water gathering agreements.
12/13/20	Chad Michael Smith, P.C.	7.50	Telephone conference with K&E team re gathering agreements (.6); revise same and other midstream agreements (1.4); draft NGL crude purchase agreement term sheet and revise with comments from Company (2.5); draft term sheet for ARB Transportation Agreements and revise with comments from Company (1.5); review and revise RMM gathering agreement Term Sheets (1.5).
12/14/20	Isaac Bate	12.80	Prepare for term sheet conferences with K&E team, counterparties (.7); telephone conference with K&E team re ARB term sheet (.6); telephone conference with K&E team, Company team re ARB term sheet (1.6); revise ARB term sheet (2.8); correspond with DIP Lender questions re deal structure (.6); draft new DJ South TSA (3.2); draft new PRM TSA (3.3).
12/14/20	Justin W. Clune	13.40	Draft updates to midstream agreements (4.1); analyze, revise midstream agreements (9.3).
12/14/20	Ross Fiedler	0.30	Correspond with A&M team re Chubb agreements.
12/14/20	Matt Gibson	8.20	Review and revise crude, gas and water gathering agreements (5.4); draft signature packets and related documents re same (2.8).
12/14/20	Chad Michael Smith, P.C.	6.90	Review and revise ARB term sheet (1.0); telephone conference with XOG team re same (1.4); telephone conference with ARB re same (.5); prepare NGL term sheet (1.0); prepare ARB Transportation Services Agreement (2.0); telephone conference re NGL agreements (1.0).
12/14/20	Evan Swager	1.50	Research re rejection issue (1.2); draft summary re same (.3).
12/14/20	Lydia Yale	1.10	Research re notices of rejection of contracts.
12/15/20	Isaac Bate	6.20	Revise RMM term sheet (1.3); revise ARB term sheet (1.1); revise NGL term sheet (2.3); telephone conference with Company, working group team re ARB and NGL Term Sheets (1.5).
12/15/20	Justin W. Clune	12.80	Analyze, revise midstream agreements (8.0); analyze, revise RMM term sheet (4.8).

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Executory Contracts/Unexpired Leases

Invoice Number: 1250008088
 Matter Number: 18803-37

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/15/20	Matt Gibson	1.20	Correspond with Company, counterparties re signing matters of crude, gas and water gathering agreements.
12/15/20	Chad Michael Smith, P.C.	7.50	Review and revise RMM Broomfield gas gathering and processing agreement (2.4); finalize RMM term sheet for signing (1.6); telephone conferences with Greenberg and Company re NGL term sheet (2.5); review and revise NGL term sheet (1.0).
12/16/20	Isaac Bate	14.10	Revise supply agreement (4.8); revise parent guaranty (3.1); revise settlement term sheet (3.3); revise 9019 motion and declaration (1.1); telephone conferences with Company and NGL teams re settlement term sheet (1.8).
12/16/20	Justin W. Clune	7.30	Draft updates to RMM Broomfield gathering agreement per term sheet (4.2); prepare for and participate in telephone conferences with K&E team re settlement term sheet and RMM Agreements (3.1).
12/16/20	Matt Gibson	0.80	Coordinate signature pages re crude, gas and water gathering agreements.
12/16/20	Chad Michael Smith, P.C.	8.40	Draft proposed ARB transportation services agreements (2.6); draft revised NGL term sheet (1.8); telephone conference with NGL counsel re same (.9); multiple telephone conferences with K&E team re issues with NGL term sheet and conferences with ARB (2.1); review NGL proposed draft of Crude supply agreement (1.0).
12/17/20	Brooksany Barrowes	1.30	Analyze questions re settlement options and strategy for midstream contracts.
12/17/20	Isaac Bate	9.10	Prepare for and attend telephone conferences with K&E team re agreements (2.4); revise NGL settlement term sheet (1.6); revise supply agreement (3.4); revise Assignment and Assumption Agreement (1.7).
12/17/20	Ammaar Joya	0.90	Review DJ South and Platte River tariffs re draft TSAs.
12/17/20	Kevin Liang	0.30	Correspond with K&E team re 365(d)(4) issues and review re same.
12/17/20	Melissa Mertz	2.90	Research extension re 365(d)(4) deadline (2.1); correspond with A. Weinhouse and K. Liang re same (.8).

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Executory Contracts/Unexpired Leases

Invoice Number: 1250008088
 Matter Number: 18803-37

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/17/20	Chad Michael Smith, P.C.	6.80	Review and revise NGL crude purchase agreement (2.4); telephone conference with Company re NGL term sheet and open issues (1.0); telephone conference with Company re revised NGL Purchase Agreement (1.4); review and revise term sheet (1.0); telephone conference with Greenberg re outstanding issues (1.0).
12/18/20	Isaac Bate	11.50	Revise NGL settlement term sheet (4.5); telephone conference with NGL and working group re same (1.0); revise supply agreement (4.6); telephone conference with NGL and working group re same (1.4).
12/18/20	Justin W. Clune	1.60	Analyze revised memoranda for midstream agreements.
12/18/20	Matt Gibson	1.00	Coordinate signature pages re crude, gas and water gathering agreements and related memorandums and ratifications.
12/18/20	Chad Michael Smith, P.C.	7.40	Telephone conference with K&E team, Company re NGL term sheet (.4); telephone conference with K&E team re same (1.0); review and revise supply agreement (2.1); review and revise term sheet (1.0); review and revise parent guaranty (1.0); review and revise Term Assignment and Assumption Agreement (1.9).
12/19/20	Isaac Bate	5.50	Coordinate with K&E team re execution of supply agreement, NGL term sheet and midstream term sheet.
12/19/20	Chad Michael Smith, P.C.	3.70	Telephone conferences with Company re NGL term sheet (1.3); telephone conferences with Greenberg re same (.5); review and finalize NGL supply agreement and term sheet (1.9).
12/20/20	Justin W. Clune	2.20	Revise RMM agreements (1.4); review and respond to correspondence re RMM agreements (.8).
12/21/20	Isaac Bate	1.30	Telephone conference with Company re ARB.
12/21/20	Justin W. Clune	0.50	Review and respond to correspondence re updated signature pages.

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Executory Contracts/Unexpired Leases

Invoice Number: 1250008088
 Matter Number: 18803-37

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/21/20	Chad Michael Smith, P.C.	4.40	Prepare revised draft of East Greeley RMM gathering agreement (1.0); prepare revised draft of RMM gathering agreement (1.9); telephone conference re ARB negotiations (1.5).
12/22/20	Isaac Bate	2.10	Finalize and execute ARB term sheet (1.5); review assignment and assumption agreement (.6).
12/22/20	Chad Michael Smith, P.C.	1.30	Telephone conference with K&E team re ARB term sheet (.4); review and revise same (.9).
Total		365.70	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

609 Main Street
Houston, TX 77002

FEIN 36-1326630

March 4, 2021

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

Attn: Eric J. Christ

Invoice Number: 1250008089

Client Matter: 18803-38

In the Matter of Hearings

For legal services rendered through December 23, 2020
(see attached Description of Legal Services for detail)

\$ 147,257.00

Total legal services rendered

\$ 147,257.00

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Hearings

Invoice Number: 1250008089
 Matter Number: 18803-38

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Nicholas Adzima	11.90	845.00	10,055.50
Jamie Alan Aycock	4.50	1,145.00	5,152.50
Ben A. Barnes	7.50	1,025.00	7,687.50
Nicholas Benham	3.30	610.00	2,013.00
Roman Bielski	5.00	390.00	1,950.00
Adam Louis Birnbaum	3.90	740.00	2,886.00
Will W. Bos, P.C.	1.50	1,545.00	2,317.50
Simon Briefel	5.10	845.00	4,309.50
Stephanie Cohen	5.20	845.00	4,394.00
Ross Fiedler	8.60	845.00	7,267.00
Bryan D. Flannery	0.80	1,135.00	908.00
Christopher Fox	2.00	1,085.00	2,170.00
Grant Jones	5.40	835.00	4,509.00
Angela Leonard	3.40	375.00	1,275.00
Kevin Liang	3.10	740.00	2,294.00
Christopher Marcus, P.C.	8.20	1,635.00	13,407.00
Rebecca J. Marston	3.50	610.00	2,135.00
Rebekah Sills McEntire	7.00	1,025.00	7,175.00
Melissa Mertz	5.70	610.00	3,477.00
Arthur Patrick Muszynski	3.10	740.00	2,294.00
Orla Patricia O'Callaghan	6.10	835.00	5,093.50
Ashley Pincock	0.50	610.00	305.00
Anna G. Rotman, P.C.	20.10	1,425.00	28,642.50
Allyson B. Smith	15.20	1,035.00	15,732.00
Evan Swager	4.80	740.00	3,552.00
Dustin Lyle Womack	2.40	725.00	1,740.00
Lydia Yale	3.50	275.00	962.50
Kenneth A. Young	3.40	1,045.00	3,553.00
TOTALS	154.70		\$ 147,257.00

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Hearings

Invoice Number: 1250008089
 Matter Number: 18803-38

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/01/20	Jamie Alan Aycock	1.00	Participate in chambers conference re claims estimation.
12/01/20	Anna G. Rotman, P.C.	0.40	Participate in Chambers conference.
12/01/20	Allyson B. Smith	0.40	Participate in chambers conference.
12/03/20	Nicholas Adzima	0.60	Prepare for and attend chambers conference (.4); correspond with working group re same (.2).
12/03/20	Adam Louis Birnbaum	0.20	Participate in omnibus hearing.
12/03/20	Will W. Bos, P.C.	1.00	Telephonically attend omnibus hearing.
12/03/20	Will W. Bos, P.C.	0.50	Telephone conference with advisors re status.
12/03/20	Simon Briefel	0.20	Telephonically attend omnibus hearing.
12/03/20	Stephanie Cohen	0.10	Telephonically attend omnibus hearing.
12/03/20	Ross Fiedler	0.50	Telephonically attend omnibus hearing.
12/03/20	Rebecca J. Marston	0.20	Telephonically attend omnibus hearing.
12/03/20	Melissa Mertz	0.20	Telephonically attend omnibus hearing.
12/03/20	Orla Patricia O'Callaghan	0.20	Attend hearing.
12/03/20	Anna G. Rotman, P.C.	0.50	Telephone conferences with K&E team to prepare for chambers conference (.3); participate in chambers conference (.2).
12/03/20	Allyson B. Smith	3.50	Prepare for hearing re motion to compel abandonment (3.1); attend hearing re same (.2); attend chambers conference (.2).
12/03/20	Lydia Yale	0.30	Open listen-only conference line into December 3, 2020 hearing and confirm commencement of same.
12/07/20	Christopher Marcus, P.C.	0.50	Telephone conferences with A. Weinhouse re Chambers conference.
12/09/20	Ross Fiedler	0.50	Attend chambers conference.
12/09/20	Christopher Marcus, P.C.	0.50	Chambers conference re settlements.
12/11/20	Nicholas Adzima	2.00	Prepare for and attend hearing re motion to compel abandonment.
12/11/20	Adam Louis Birnbaum	1.40	Participate in hearing re motion to compel abandonment.
12/11/20	Simon Briefel	2.10	Telephonically attend hearing re motion to compel abandonment.
12/11/20	Stephanie Cohen	2.20	Telephonically attend hearing re motion to compel abandonment.

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Hearings

Invoice Number: 1250008089
 Matter Number: 18803-38

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/11/20	Ross Fiedler	2.30	Telephonically attend hearing re motion to compel abandonment (2.0); telephonically attend chambers conference (.3).
12/11/20	Grant Jones	1.00	Attend compel motion hearing.
12/11/20	Christopher Marcus, P.C.	2.30	Attend hearing re motion to compel abandonment.
12/11/20	Melissa Mertz	2.20	Telephonically attend hearing re motion to compel abandonment.
12/11/20	Orla Patricia O'Callaghan	2.20	Attend hearing re motion to compel.
12/11/20	Allyson B. Smith	2.80	Prepare for and attend hearing re motion to compel abandonment (2.3); status conference re confirmation (.5).
12/11/20	Evan Swager	1.80	Telephonically attend hearing re motion to compel abandonment.
12/14/20	Nicholas Adzima	0.40	Telephonically attend chambers conference re negotiations.
12/14/20	Jamie Alan Aycock	0.50	Participate in chambers conference.
12/14/20	Ross Fiedler	0.50	Telephonically attend chambers conference.
12/14/20	Christopher Marcus, P.C.	0.50	Chambers conference.
12/16/20	Ross Fiedler	0.50	Telephonically attend chambers conference.
12/16/20	Christopher Marcus, P.C.	0.50	Chambers conference.
12/17/20	Nicholas Adzima	0.40	Telephonically attend chambers conference re negotiations, confirmation status.
12/17/20	Ross Fiedler	0.50	Telephonically attend chambers conference.
12/17/20	Christopher Marcus, P.C.	0.50	Chambers conference and telephone conference with A. Weinhouse re same.
12/17/20	Anna G. Rotman, P.C.	0.20	Attend chambers conference.
12/18/20	Ross Fiedler	0.30	Telephonically attend chambers conference.
12/18/20	Christopher Marcus, P.C.	0.50	Chambers conference.
12/18/20	Anna G. Rotman, P.C.	0.60	Prepare for and participate in chambers conference.
12/18/20	Anna G. Rotman, P.C.	14.30	Prepare for and participate in chambers conference.
12/20/20	Nicholas Adzima	1.90	Prepare for confirmation hearing.
12/21/20	Nicholas Adzima	2.00	Prepare for and attend hearing re 9019 orders, status conference (1.0); prepare for confirmation (1.0).
12/21/20	Jamie Alan Aycock	1.50	Prepare for and participate in confirmation hearing.

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Hearings

Invoice Number: 1250008089
 Matter Number: 18803-38

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/21/20	Ben A. Barnes	1.90	Prepare for and participate in chambers conference (1.1); prepare for and participate in hearing on 9019 motions (.8).
12/21/20	Nicholas Benham	0.80	Attend confirmation hearing proceedings.
12/21/20	Adam Louis Birnbaum	0.80	Participate in hearing re midstream settlements and motion to seal.
12/21/20	Simon Briefel	0.80	Telephonically attend settlement hearing.
12/21/20	Stephanie Cohen	0.80	Telephonically attend settlement hearing.
12/21/20	Ross Fiedler	1.30	Telephonically attend chambers conference (.3); participate in hearing re midstream settlements (1.0).
12/21/20	Bryan D. Flannery	0.80	Telephone conference with K&E team re hearing updates.
12/21/20	Christopher Fox	1.00	Telephonically attend settlement hearing.
12/21/20	Grant Jones	1.50	Attend hearing re 9019 motions.
12/21/20	Grant Jones	0.40	Attend court's chambers conference.
12/21/20	Angela Leonard	0.90	Attend confirmation and estimation hearing.
12/21/20	Kevin Liang	0.80	Telephonically attend settlement hearing.
12/21/20	Christopher Marcus, P.C.	0.50	Chambers conference.
12/21/20	Rebecca J. Marston	0.90	Telephonically attend settlement hearing.
12/21/20	Rebekah Sills McEntire	4.80	Telephonically attend confirmation hearing.
12/21/20	Melissa Mertz	0.80	Telephonically attend settlement hearing.
12/21/20	Arthur Patrick Muszynski	1.60	Attend confirmation hearing.
12/21/20	Orla Patricia O'Callaghan	1.20	Attend chambers conference (.4); attend hearing re 9019 motions (.8).
12/21/20	Ashley Pincock	0.50	Telephonically attend confirmation hearing.
12/21/20	Anna G. Rotman, P.C.	1.60	Participate in chambers conference (.4); participate in 9019 hearing (1.2).
12/21/20	Allyson B. Smith	2.50	Participate in status conference (1.2); participate in 9019 hearing (1.3).
12/21/20	Evan Swager	0.90	Telephonically attend settlement hearing.
12/21/20	Dustin Lyle Womack	0.80	Attend chambers conference re confirmation (.3); attend 9019 hearing (.5).

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Hearings

Invoice Number: 1250008089
 Matter Number: 18803-38

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/21/20	Lydia Yale	1.70	Correspond with CourtCall re setting up appearance for December 21, 2020 hearing (.2); revise information in calendar invitations (.3); forward calendar invitations re conference line (.1); correspond with C. Lano re hearing adjustments (.5); open listen-only conference line into December 21, 2020 hearing and confirm commencement of same (.3); prepare calendar invites for December 22, 2020 hearing (.3).
12/21/20	Kenneth A. Young	0.90	Participate in chambers conference re confirmation (.4); attend hearing on 9019 motions (.5).
12/22/20	Nicholas Adzima	4.60	Prepare for confirmation hearing (1.6); attend confirmation hearing (3.0).
12/22/20	Jamie Alan Aycock	1.50	Prepare for and participate in confirmation hearing.
12/22/20	Ben A. Barnes	5.60	Prepare for and participate in confirmation hearing.
12/22/20	Nicholas Benham	2.50	Attend confirmation hearing and take closing notes re same.
12/22/20	Roman Bielski	5.00	Participate in confirmation hearing re presentation of documents and graphics and technology setup.
12/22/20	Adam Louis Birnbaum	1.50	Participate in confirmation hearing.
12/22/20	Simon Briefel	2.00	Telephonically attend confirmation hearing.
12/22/20	Stephanie Cohen	2.10	Telephonically attend confirmation hearing.
12/22/20	Ross Fiedler	2.20	Telephonically attend confirmation hearing.
12/22/20	Christopher Fox	1.00	Telephonically attend confirmation hearing.
12/22/20	Grant Jones	2.50	Telephonically attend confirmation hearing.
12/22/20	Angela Leonard	2.50	Attend confirmation and estimation hearing.
12/22/20	Kevin Liang	2.30	Telephonically attend confirmation hearing.
12/22/20	Christopher Marcus, P.C.	2.40	Telephonically attend confirmation hearing.
12/22/20	Rebecca J. Marston	2.40	Telephonically attend confirmation hearing.
12/22/20	Rebekah Sills McEntire	2.20	Telephonically attend confirmation hearing.
12/22/20	Melissa Mertz	2.50	Telephonically attend confirmation hearing.
12/22/20	Arthur Patrick Muszynski	1.50	Attend confirmation hearing.
12/22/20	Orla Patricia O'Callaghan	2.50	Attend confirmation hearing.
12/22/20	Anna G. Rotman, P.C.	2.50	Participate in confirmation hearing.
12/22/20	Allyson B. Smith	6.00	Participate in confirmation hearing.

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Hearings

Invoice Number: 1250008089
 Matter Number: 18803-38

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/22/20	Evan Swager	2.10	Telephonically attend confirmation hearing.
12/22/20	Dustin Lyle Womack	1.60	Attend confirmation hearing.
12/22/20	Lydia Yale	1.50	Open listen-only conference line into December 22, 2020 hearing and confirm commencement of same (1.0); adjust calendar invitations re same (.3); correspond with C. Lano and A. Leonard re same (.2).
12/22/20	Kenneth A. Young	2.50	Participate in confirmation hearing.
Total		154.70	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

609 Main Street
Houston, TX 77002

FEIN 36-1326630

March 4, 2021

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

Attn: Eric J. Christ

Invoice Number: 1250008090

Client Matter: 18803-39

In the Matter of Insurance and Surety Matters

For legal services rendered through December 23, 2020
(see attached Description of Legal Services for detail)

\$ 1,272.50

Total legal services rendered

\$ 1,272.50

Legal Services for the Period Ending December 23, 2020
Extraction Oil & Gas, Inc.
Insurance and Surety Matters

Invoice Number: 1250008090
Matter Number: 18803-39

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Kevin Liang	1.30	740.00	962.00
Allyson B. Smith	0.30	1,035.00	310.50
TOTALS	1.60		\$ 1,272.50

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Insurance and Surety Matters

Invoice Number: 1250008090
 Matter Number: 18803-39

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/06/20	Kevin Liang	0.30	Review, analyze surety issues (.2); correspond with A. Weinhouse re same (.1).
12/09/20	Kevin Liang	0.10	Review, analyze surety issues.
12/10/20	Kevin Liang	0.20	Review, analyze surety issues.
12/10/20	Allyson B. Smith	0.30	Correspond with Zurich re GIA, confirmation order language.
12/11/20	Kevin Liang	0.20	Review, analyze surety issues and correspond with Zurich, K&E team, and Company re same.
12/14/20	Kevin Liang	0.20	Review, analyze surety issues.
12/18/20	Kevin Liang	0.20	Correspond with Company and Zurich's counsel re postpetition GIA.
12/21/20	Kevin Liang	0.10	Correspond with Zurich's counsel re post-petition GIA issues.
Total		1.60	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

609 Main Street
Houston, TX 77002

FEIN 36-1326630

March 4, 2021

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

Attn: Eric J. Christ

Invoice Number: 1250008091
Client Matter: 18803-40

In the Matter of Retention K&E

For legal services rendered through December 23, 2020
(see attached Description of Legal Services for detail)

\$ 8,754.00

Total legal services rendered

\$ 8,754.00

Legal Services for the Period Ending December 23, 2020
Extraction Oil & Gas, Inc.
Retention K&E

Invoice Number: 1250008091
Matter Number: 18803-40

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Michael Y. Chan	2.50	265.00	662.50
Stephanie Cohen	1.50	845.00	1,267.50
Christopher Marcus, P.C.	1.40	1,635.00	2,289.00
Melissa Mertz	6.00	610.00	3,660.00
Allyson B. Smith	0.50	1,035.00	517.50
Lydia Yale	1.30	275.00	357.50
TOTALS	13.20		\$ 8,754.00

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Retention K&E

Invoice Number: 1250008091
 Matter Number: 18803-40

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/01/20	Stephanie Cohen	0.50	Review conflicts matters and correspond with K&E team, A&M, KCC re same.
12/02/20	Christopher Marcus, P.C.	1.00	Review supplemental retention declaration and correspond re same.
12/04/20	Stephanie Cohen	0.20	Review, prepare, analyze materials re supplemental conflicts.
12/07/20	Christopher Marcus, P.C.	0.40	Review correspondence re retention.
12/08/20	Allyson B. Smith	0.30	Correspond with WTP re fee examiner (.1); review motion for waiver of same (.2).
12/09/20	Stephanie Cohen	0.80	Correspond with K&E team, retained professionals, K&E team re parties in interest, supplemental declarations, and conflicts matters.
12/09/20	Melissa Mertz	0.10	Correspond with S. Cohen re third supplemental declaration in support of K&E retention.
12/10/20	Allyson B. Smith	0.20	Correspond with WTP re fee examiner.
12/15/20	Melissa Mertz	3.40	Draft and revise supplemental declaration in support of K&E retention (3.2); correspond with S. Cohen re same (.2).
12/16/20	Melissa Mertz	0.60	Draft and revise third supplemental declaration in support of K&E retention.
12/16/20	Lydia Yale	0.90	Draft billing rate change notice.
12/17/20	Melissa Mertz	1.90	Draft and revise the third supplemental declaration in support of K&E retention/updated billing disclosure (1.5); correspond with S. Cohen re same (.3); correspond with WTP team re filing the same (.1).
12/17/20	Lydia Yale	0.40	Prepare supplemental declaration for filing.
12/23/20	Michael Y. Chan	2.50	Prepare analysis update for supplemental disclosure of creditors and entities.
Total		13.20	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

609 Main Street
Houston, TX 77002

FEIN 36-1326630

March 4, 2021

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

Attn: Eric J. Christ

Invoice Number: 1250008092

Client Matter: 18803-41

In the Matter of Retention Non-K&E

For legal services rendered through December 23, 2020
(see attached Description of Legal Services for detail)

\$ 507.00

Total legal services rendered

\$ 507.00

Legal Services for the Period Ending December 23, 2020
Extraction Oil & Gas, Inc.
Retention Non-K&E

Invoice Number: 1250008092
Matter Number: 18803-41

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Nicholas Adzima	0.60	845.00	507.00
TOTALS	0.60		\$ 507.00

Legal Services for the Period Ending December 23, 2020
Extraction Oil & Gas, Inc.
Retention Non-K&E

Invoice Number: 1250008092
Matter Number: 18803-41

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/01/20	Nicholas Adzima	0.60	Correspond with A&M, WTP re non-K&E retention considerations.
Total		0.60	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

609 Main Street
Houston, TX 77002

FEIN 36-1326630

March 4, 2021

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

Attn: Eric J. Christ

Invoice Number: 1250008093

Client Matter: 18803-42

In the Matter of Tax Issues

For legal services rendered through December 23, 2020
(see attached Description of Legal Services for detail)

\$ 5,617.00

Total legal services rendered

\$ 5,617.00

Legal Services for the Period Ending December 23, 2020
Extraction Oil & Gas, Inc.
Tax Issues

Invoice Number: 1250008093
Matter Number: 18803-42

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Mark Dundon, P.C.	3.70	1,360.00	5,032.00
Courtney Loyack	0.30	785.00	235.50
Joe Tobias	0.30	1,165.00	349.50
TOTALS	4.30		\$ 5,617.00

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Tax Issues

Invoice Number: 1250008093
 Matter Number: 18803-42

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/01/20	Mark Dundon, P.C.	0.30	Telephone conference with working group re tax updates.
12/01/20	Joe Tobias	0.20	Weekly update conference with Deloitte.
12/08/20	Mark Dundon, P.C.	0.30	Telephone conference with working group re tax updates.
12/13/20	Mark Dundon, P.C.	0.70	Review interest assignment agreement.
12/15/20	Mark Dundon, P.C.	0.70	Telephone conference with working group re tax update (.2); analyze litigation agent structure (.5).
12/15/20	Courtney Loyack	0.30	Telephone conference with K&E team re case status.
12/15/20	Joe Tobias	0.10	Telephone conference with Deloitte re updates.
12/16/20	Mark Dundon, P.C.	1.00	Analyze tax treatment of midstream claim settlement (.3); telephone conference with K&E team re tax treatment of midstream claim settlement (.3); telephone conference with Paul Weiss re tax treatment of midstream claim settlement (.4).
12/18/20	Mark Dundon, P.C.	0.50	Review tax provisions of Supply Agreement.
12/22/20	Mark Dundon, P.C.	0.20	Correspond with working group re weekly tax update.
Total		4.30	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

609 Main Street
Houston, TX 77002

FEIN 36-1326630

March 4, 2021

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

Attn: Eric J. Christ

Invoice Number: 1250008094

Client Matter: 18803-47

In the Matter of Expenses

For expenses incurred through December 23, 2020
(see attached Description of Expenses for detail)

\$ 127,053.42

Total expenses incurred

\$ 127,053.42

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Expenses

Invoice Number: 1250008094
 Matter Number: 18803-47

Description of Expenses

<u>Description</u>	<u>Amount</u>
Third Party Telephone Charges	366.00
Standard Copies or Prints	96.50
Color Copies or Prints	141.90
Outside Messenger Services	156.75
Court Reporter Fee/Deposition	21,821.05
Filing Fees	3,999.98
Professional Fees	91,234.60
Outside Printing Services	1,090.38
Outside Copy/Binding Services	1,087.78
Outside Retrieval Service	217.64
Computer Database Research	955.00
Westlaw Research	3,988.40
LexisNexis Research	606.38
Secretarial Overtime	803.25
Overnight Delivery - Hard	11.21
Computer Database Research - Soft	476.60
Total	\$ 127,053.42

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Expenses

Invoice Number: 1250008094
 Matter Number: 18803-47

Description of Expenses

Third Party Telephone Charges

<u>Date</u>	<u>Description</u>	<u>Amount</u>
12/04/20	Ellie Rauch - Ellie Rauch, Teleconference, Telephonic hearing 12/04/2020	117.00
12/07/20	Ellie Rauch - Ellie Rauch, Teleconference, Telephonic hearing 12/07/2020	22.50
12/07/20	Ellie Rauch - Ellie Rauch, Teleconference, Telephonic hearing 12/07/2020	22.50
12/14/20	Ellie Rauch - Ellie Rauch, Teleconference, Telephonic court hearing 12/14/2020	59.25
12/14/20	Ellie Rauch - Ellie Rauch, Teleconference, Telephonic court hearing 12/14/2020	59.25
12/23/20	Ellie Rauch - Ellie Rauch, Teleconference, Telephonic court hearing 12/23/2020	85.50
	Total	366.00

Legal Services for the Period Ending December 23, 2020
Extraction Oil & Gas, Inc.
Expenses

Invoice Number: 1250008094
Matter Number: 18803-47

Standard Copies or Prints

<u>Date</u>	<u>Description</u>	<u>Amount</u>
12/03/20	Standard Copies or Prints	34.00
12/04/20	Standard Copies or Prints	58.30
12/08/20	Standard Copies or Prints	1.90
12/12/20	Standard Copies or Prints	0.10
12/15/20	Standard Copies or Prints	2.20
	Total	96.50

Legal Services for the Period Ending December 23, 2020
Extraction Oil & Gas, Inc.
Expenses

Invoice Number: 1250008094
Matter Number: 18803-47

Color Copies or Prints

<u>Date</u>	<u>Description</u>	<u>Amount</u>
12/03/20	Color Copies or Prints	72.60
12/04/20	Color Copies or Prints	59.95
12/17/20	Color Copies or Prints	9.35
	Total	141.90

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Expenses

Invoice Number: 1250008094
 Matter Number: 18803-47

Outside Messenger Services

<u>Date</u>	<u>Description</u>	<u>Amount</u>
12/23/20	MACH 5 COURIERS INC - KeAndre Simon to Anna Rotman on 12/18/20 (2 entries)	63.75
12/23/20	MACH 5 COURIERS INC - KeAndre Simon to Anna Rotman on 12/16/20	34.25
12/23/20	MACH 5 COURIERS INC - Micheal Cross to Anna Rotman on 12/17/20	24.50
12/23/20	MACH 5 COURIERS INC - KeAndre Simon to Anna Rotman on 12/10/20	34.25
	Total	156.75

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Expenses

Invoice Number: 1250008094
 Matter Number: 18803-47

Court Reporter Fee/Deposition

<u>Date</u>	<u>Description</u>	<u>Amount</u>
12/07/20	PLANET DEPOS - Deposition transcript of Matthew Owens - November 16, 2020	2,925.40
12/15/20	VERITEXT - Rogan McGillis deposition transcript - December 12, 2020	3,238.50
12/15/20	TSG REPORTING INC - Deposition transcript of Matthew Owens - December 11, 2020	2,546.20
12/16/20	VERITEXT - Deposition transcript of Wayman T. Gore, Jr. - December 15, 2020	3,868.55
12/17/20	TSG REPORTING INC - Deposition transcript of Kevin Voelte (Telephonic) - December 12, 2020	951.80
12/17/20	TSG REPORTING INC - Deposition transcript of Benjamin Robert Jackson 30(b)(6) - December 14, 2020	2,621.50
12/17/20	VERITEXT - Deposition transcript pf Scott Baxter - December 15, 2020	3,377.20
12/22/20	TSG REPORTING INC - Deposition Transcript of Michael O'Hara (Telephonic) - December 17, 2020	590.00
12/22/20	TSG REPORTING INC - Deposition Transcript of Michael O'Hara (Telephonic) - December 17, 2020	1,398.30
12/22/20	TSG REPORTING INC - Deposition Transcript of James Grady (Telephonic) - December 14, 2020	303.60
	Total	21,821.05

Legal Services for the Period Ending December 23, 2020
Extraction Oil & Gas, Inc.
Expenses

Invoice Number: 1250008094
Matter Number: 18803-47

Filing Fees

<u>Date</u>	<u>Description</u>	<u>Amount</u>
12/01/20	Allyson Smith Weinhouse - Allyson Smith Weinhouse, Filing Fees, Publication fees - Miller Advertising Agency, Inc. Allyson paid a portion of the total amount due. 12/01/2020	3,999.98
	Total	3,999.98

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Expenses

Invoice Number: 1250008094
 Matter Number: 18803-47

Professional Fees

<u>Date</u>	<u>Description</u>	<u>Amount</u>
12/06/20	LEGALPEOPLE - Document review for production	35,221.20
12/17/20	SANDLINE DISCOVERY LLC - Document review for production.	7,022.10
12/17/20	SANDLINE DISCOVERY LLC - Document review for production	48,991.30
	Total	91,234.60

Legal Services for the Period Ending December 23, 2020
Extraction Oil & Gas, Inc.
Expenses

Invoice Number: 1250008094
Matter Number: 18803-47

Outside Printing Services

<u>Date</u>	<u>Description</u>	<u>Amount</u>
12/18/20	MAINSTAY LEGAL - third party printing	1,090.38
	Total	1,090.38

Legal Services for the Period Ending December 23, 2020
Extraction Oil & Gas, Inc.
Expenses

Invoice Number: 1250008094
Matter Number: 18803-47

Outside Copy/Binding Services

<u>Date</u>	<u>Description</u>	<u>Amount</u>
12/21/20	FLASH DATA LLC - Blowbacks with assembly	1,087.78
	Total	1,087.78

Legal Services for the Period Ending December 23, 2020
Extraction Oil & Gas, Inc.
Expenses

Invoice Number: 1250008094
Matter Number: 18803-47

Outside Retrieval Service

<u>Date</u>	<u>Description</u>	<u>Amount</u>
12/23/20	CAPITOL SERVICES INC - see invoice	217.64
	Total	217.64

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Expenses

Invoice Number: 1250008094
 Matter Number: 18803-47

Computer Database Research

<u>Date</u>	<u>Description</u>	<u>Amount</u>
12/04/20	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage on 11/10/2020	5.00
12/04/20	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage on 11/17/2020	20.00
12/04/20	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage on 11/24/2020	20.00
12/04/20	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage on 11/17/2020	148.00
12/04/20	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage on 11/19/2020	40.00
12/04/20	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage on 11/19/2020	23.00
12/04/20	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage on 11/2/2020	76.00
12/04/20	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage on 11/23/2020	49.00
12/04/20	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage on 11/4/2020	154.00
12/04/20	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage on 11/11/2020	69.00
12/04/20	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage on 11/3/2020	100.00
12/04/20	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage on 11/16/2020	49.00
12/04/20	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage on 11/4/2020	20.00
12/04/20	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage on 11/20/2020	162.00
12/04/20	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage on 11/2/2020	20.00
	Total	955.00

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Expenses

Invoice Number: 1250008094
 Matter Number: 18803-47

Westlaw Research

<u>Date</u>	<u>Description</u>	<u>Amount</u>
12/01/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Cohen, Stephanie Beth on 12/1/2020	19.54
12/01/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Womack, Dustin on 12/1/2020	38.22
12/02/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Womack, Dustin on 12/2/2020	19.11
12/03/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Cohen, Stephanie Beth on 12/3/2020	33.34
12/03/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Mertz, Melissa Ann on 12/3/2020	19.52
12/03/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Smith, Allyson on 12/3/2020	19.52
12/04/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Sills, Rebekah on 12/4/2020	38.22
12/04/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Benham, Nicholas John on 12/4/2020	147.28
12/04/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Mertz, Melissa Ann on 12/4/2020	136.63
12/04/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Womack, Dustin on 12/4/2020	57.33
12/06/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Womack, Dustin on 12/6/2020	1.07
12/07/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Mertz, Melissa Ann on 12/7/2020	39.04
12/07/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Lawrence, Andrew on 12/7/2020	215.95
12/08/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Cohen, Stephanie Beth on 12/8/2020	19.54
12/10/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Benham, Nicholas John on 12/10/2020	35.42

Legal Services for the Period Ending December 23, 2020
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12/10/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Rhodes, Harker on 12/10/2020	92.23
12/10/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Womack, Dustin on 12/10/2020	128.16
12/13/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Jones, James Grant on 12/13/2020	275.17
12/14/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Swager, Evan on 12/14/2020	136.63
12/14/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Mertz, Melissa Ann on 12/14/2020	19.52
12/14/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Rhodes, Harker on 12/14/2020	19.00
12/15/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Shackleton, Mary on 12/15/2020	294.83
12/15/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Jones, James Grant on 12/15/2020	76.85
12/16/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Wacker, Mary Ann on 12/16/2020	19.11
12/16/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Fombonne, Jonathan on 12/16/2020	38.22
12/16/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Lawrence, Andrew on 12/16/2020	114.42
12/17/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Benham, Nicholas John on 12/17/2020	324.89
12/17/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Jones, James Grant on 12/17/2020	288.94
12/18/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Benham, Nicholas John on 12/18/2020	152.89
12/18/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Sills, Rebekah on 12/18/2020	16.30
12/18/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Lawrence, Andrew on 12/18/2020	95.02

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
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12/18/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Jones, James Grant on 12/18/2020	169.59
12/19/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Womack, Dustin on 12/19/2020	57.33
12/19/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Lawrence, Andrew on 12/19/2020	384.19
12/19/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Barnes, Ben Alexander on 12/19/2020	163.58
12/20/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Sills, Rebekah on 12/20/2020	57.33
12/20/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Womack, Dustin on 12/20/2020	1.07
12/21/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Jones, James Grant on 12/21/2020	35.42
12/21/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Lawrence, Andrew on 12/21/2020	57.01
12/21/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Womack, Dustin on 12/21/2020	19.11
12/22/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Womack, Dustin on 12/22/2020	19.11
12/23/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Womack, Dustin on 12/23/2020	57.33
12/23/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Jones, James Grant on 12/23/2020	35.42
	Total	3,988.40

Legal Services for the Period Ending December 23, 2020
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 Expenses

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LexisNexis Research

<u>Date</u>	<u>Description</u>	<u>Amount</u>
12/10/20	RELX Inc DBA LexisNexis - LexisNexis Research on 12/10/2020 by Dustin Womack	69.02
12/13/20	RELX Inc DBA LexisNexis - LexisNexis Research on 12/13/2020 by Andrew Lawrence	201.40
12/18/20	RELX Inc DBA LexisNexis - LexisNexis Research on 12/18/2020 by Andrew Lawrence	167.98
12/19/20	RELX Inc DBA LexisNexis - LexisNexis Research on 12/19/2020 by Andrew Lawrence	67.27
12/23/20	RELX Inc DBA LexisNexis - LexisNexis Research on 12/23/2020 by Andrew Lawrence	100.71
	Total	606.38

Legal Services for the Period Ending December 23, 2020
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Invoice Number: 1250008094
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Secretarial Overtime

<u>Date</u>	<u>Description</u>	<u>Amount</u>
12/02/20	Secretarial Overtime, Trial Preparation	204.75
12/03/20	Secretarial Overtime, Trial Preparation	519.75
12/04/20	Secretarial Overtime, Trial Preparation	78.75
	Total	803.25

Legal Services for the Period Ending December 23, 2020
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Overnight Delivery - Hard

<u>Date</u>	<u>Description</u>	<u>Amount</u>
12/21/20	FEDERAL EXPRESS - Federal Express - Matt Gibson to Michael Wozniak on 12/16/2020	11.21
	Total	11.21

Legal Services for the Period Ending December 23, 2020
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Computer Database Research - Soft

<u>Date</u>	<u>Description</u>	<u>Amount</u>
12/01/20	PACER Usage for 12/2020	4.00
12/01/20	PACER Usage for 12/2020	22.50
12/01/20	PACER Usage for 12/2020	0.20
12/01/20	PACER Usage for 12/2020	43.90
12/01/20	PACER Usage for 12/2020	388.30
12/01/20	PACER Usage for 12/2020	3.40
12/01/20	PACER Usage for 12/2020	14.30
	Total	476.60

TOTAL EXPENSES **\$ 127,053.42**

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

609 Main Street
Houston, TX 77002

FEIN 36-1326630

March 4, 2021

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

Attn: Eric J. Christ

Invoice Number: 1250008095

Client Matter: 18803-50

In the Matter of Rights Offering/Exit Financing

For legal services rendered through December 23, 2020
(see attached Description of Legal Services for detail)

\$ 304,691.00

Total legal services rendered

\$ 304,691.00

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Rights Offering/Exit Financing

Invoice Number: 1250008095
 Matter Number: 18803-50

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Nicholas Adzima	3.70	845.00	3,126.50
Adam Louis Birnbaum	47.60	740.00	35,224.00
Will W. Bos, P.C.	22.40	1,545.00	34,608.00
Mark Dundon, P.C.	0.50	1,360.00	680.00
Ross Fiedler	1.60	845.00	1,352.00
Bryan D. Flannery	11.60	1,135.00	13,166.00
Christopher Fox	29.00	1,085.00	31,465.00
Shan A. Khan	59.50	1,085.00	64,557.50
Steven R. Lackey	1.70	965.00	1,640.50
Andrew L. Lombardo	5.30	965.00	5,114.50
Courtney Loyack	2.10	785.00	1,648.50
Christopher Marcus, P.C.	7.00	1,635.00	11,445.00
Mitch McClellan	12.30	1,135.00	13,960.50
Arthur Patrick Muszynski	7.90	740.00	5,846.00
Aisha M. Noor	10.30	965.00	9,939.50
Eric Nyberg	3.50	265.00	927.50
Ashley Pincock	81.30	610.00	49,593.00
Henry Rosas	0.50	445.00	222.50
Anna G. Rotman, P.C.	0.30	1,425.00	427.50
Julian J. Seiguer, P.C.	3.60	1,495.00	5,382.00
Allyson B. Smith	3.20	1,035.00	3,312.00
Joe Tobias	2.40	1,165.00	2,796.00
Sean M. Valentine	5.70	610.00	3,477.00
Enoch Varner	4.00	1,195.00	4,780.00
TOTALS	327.00		\$ 304,691.00

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Rights Offering/Exit Financing

Invoice Number: 1250008095
 Matter Number: 18803-50

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/01/20	Adam Louis Birnbaum	5.10	Review and revise schedules to Exit RBL credit agreement (1.2); draft and revise exhibits to pledge and security agreement (2.8); review and analyze Wyoming Form of Mortgage (.5); review and analyze Colorado Deed of Trust (.6).
12/01/20	Bryan D. Flannery	1.50	Review general unsecured creditor rights offering procedures.
12/01/20	Christopher Fox	1.50	Telephone with B. Flannery re rights offering procedures (.4); review draft registration rights agreement from creditor counsel (.5); revise rights offering procedures and exercise form (.6).
12/01/20	Shan A. Khan	1.50	Analyze matter correspondence and ancillary documents re exit financing.
12/01/20	Christopher Marcus, P.C.	0.40	Review exit facility correspondence.
12/01/20	Mitch McClellan	1.60	Analyze and revise collateral documents re exit financing.
12/01/20	Aisha M. Noor	4.10	Review initial draft of pledge, security agreement, guaranty and prepare comments (3.3); review initial draft of schedules to pledge and security agreement (.4); coordinate with Paul Weiss re exit credit agreement (.3); circulate comments to exit credit agreement to Bracewell (.1).
12/01/20	Ashley Pincock	1.30	Review ancillary documents (.8); review exhibits to credit agreement (.5).
12/01/20	Allyson B. Smith	0.50	Telephone conference with Bracewell re exit facility.
12/02/20	Adam Louis Birnbaum	1.60	Review, revise and analyze pledge and security agreement (.6); review and analyze guaranty agreement (.2); review and revise exit RBL closing checklist (.8).
12/02/20	Bryan D. Flannery	1.50	Review and revise registration rights agreement.
12/02/20	Christopher Fox	0.60	Analyze and correspond with backstop parties re rights offering participation.
12/02/20	Shan A. Khan	0.50	Analyze matter correspondence and ancillary documents re exit financing.

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Rights Offering/Exit Financing

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/02/20	Andrew L. Lombardo	1.10	Review Moelis and HL proposed rights offering and backstop fee sample calculations (.9); correspond with C. Fox re same (.2).
12/02/20	Aisha M. Noor	1.80	Correspond with Paul Weiss re exit credit agreement (.3); comment on emergence checklist (.2); revise draft of pledge and security agreement (1.3).
12/02/20	Ashley Pincock	3.80	Update internal exit credit agreement checklist (2.5); review ancillary documents re same (1.3).
12/03/20	Adam Louis Birnbaum	5.30	Review and revise schedules to exit RBL credit agreement (1.2); conference with A. Muszynski re same (.4); review and revise K&E legal opinion re same (1.8); review and revise Solvency Certificate (.6); review, analyze key dates, deadlines chart and emergence checklist in preparation of K&E team telephone conference re same (.3); telephone conference with K&E team, Company and advisor teams re emergence (.4); telephone conference with K&E team re exit RBL and plan filing (.6).
12/03/20	Christopher Fox	1.00	Telephone conference re GUC rights offering and distribution with KCC team (.3); telephone conference with A. Weinhouse re GUC valuation and distribution (.2); revise emergence timeline re timing updates (.5).
12/03/20	Shan A. Khan	3.70	Analyze correspondence re emergence (.6); review revised draft of credit agreement from Bracewell (2.7); prepare issues list (.4).
12/03/20	Courtney Loyack	0.10	Review and revise credit agreement.
12/03/20	Arthur Patrick Muszynski	2.80	Draft, revise and review registration rights agreement (1.3); telephone conferences with K&E team re rights offering distribution and updates (.9); correspond with K&E team re same (.6).
12/03/20	Aisha M. Noor	1.30	Telephone conference with K&E team re exit credit agreement strategy (.6); transition new members onto team (.3); revise and circulate comments to Bracewell re guaranty, pledge and security agreement (.4).

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Rights Offering/Exit Financing

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/03/20	Ashley Pincock	7.20	Telephone conference with K&E team re exit credit agreement (.5); draft and revise ancillary documents (4.4); update and circulate internal K&E checklist (1.0); telephone conference with K&E team re exit financing (.5); review Exit credit agreement (.8).
12/03/20	Allyson B. Smith	0.50	Telephone conference with K&E team re plan supplement filing and exit facility.
12/03/20	Joe Tobias	0.50	Review credit agreement.
12/03/20	Sean M. Valentine	0.30	Telephone conference with KCC re GUC rights offering.
12/03/20	Sean M. Valentine	0.20	Correspond with K&E team re GUC rights and registration rights offerings.
12/04/20	Adam Louis Birnbaum	3.60	Review and revise exit RBL closing checklist (.5); review and revise exit RBL credit agreement (.9); review and analyze exit RBL in preparation of telephone conference with K&E team (.4); conference with K&E team, Company and advisors re same (.5); review and revise WY Mortgage and CO Deed of Trust (1.3).
12/04/20	Will W. Bos, P.C.	0.50	Telephone conference with K&E team re issues list.
12/04/20	Christopher Fox	2.00	Draft and finalize form of GUC rights offering procedures for filing with plan supplement.
12/04/20	Shan A. Khan	5.50	Telephone conferences re exit financing with Company and K&E team (2.4); review correspondence re same (1.0); prepare revised draft of credit agreement (2.1).
12/04/20	Courtney Loyack	1.50	Review and revise credit agreement.
12/04/20	Mitch McClellan	1.70	Analyze and revise credit agreement (1.2); prepare for and conference with Company re exit credit agreement (.5).
12/04/20	Arthur Patrick Muszynski	1.20	Draft and revise registration rights agreement (.4); correspond with K&E team re same (.8).
12/04/20	Ashley Pincock	5.00	Review and update internal K&E checklist re exit financing (.5); telephone conference with Company and K&E team re same (1.0); review and circulate mortgage documents (.5); review exit credit agreement (3.0).

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 Extraction Oil & Gas, Inc.
 Rights Offering/Exit Financing

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/04/20	Allyson B. Smith	0.30	Telephone conference with Bracewell re exit facility.
12/04/20	Joe Tobias	0.80	Review credit agreement.
12/04/20	Sean M. Valentine	1.90	Review and revise registration rights agreement.
12/04/20	Sean M. Valentine	0.30	Telephone conference with A. Muszynski re GUC rights and registration rights offerings.
12/04/20	Sean M. Valentine	0.30	Review and analyze correspondence re registration rights and GUC rights offerings.
12/05/20	Shan A. Khan	0.70	Review and analyze post-closing matter correspondence re releases.
12/05/20	Ashley Pincock	1.10	Review exit credit agreement.
12/06/20	Adam Louis Birnbaum	0.70	Review and analyze Exit RBL issues list in preparation for telephone conference with K&E team and Bracewell (.4); telephone conference with K&E team and Bracewell re exit RBL (.3).
12/06/20	Shan A. Khan	7.50	Prepare comparison grid re open credit agreement points (2.3); telephone conference with Company re credit agreement (.4); telephone conference with Bracewell re credit agreement (.3); review new draft of credit agreement from Bracewell (2.1); revise draft of credit agreement (2.4).
12/06/20	Courtney Loyack	0.30	Review and revise credit agreement.
12/06/20	Mitch McClellan	5.90	Prepare for and telephone conference with Company re exit credit agreement (.5); prepare for and telephone conference with Bracewell re exit credit agreement (.5); analyze and revise exit credit agreement (4.9).
12/06/20	Ashley Pincock	1.00	Telephone conference with K&E team and Bracewell counsel re exit credit agreement (.5); review exit credit agreement precedent (.5).
12/07/20	Adam Louis Birnbaum	0.70	Review and revise schedules to exit RBL.
12/07/20	Will W. Bos, P.C.	4.80	Correspond re open issues (2.2); review and revise credit agreement (2.6).
12/07/20	Mark Dundon, P.C.	0.50	Revise tax provisions of credit agreement.
12/07/20	Shan A. Khan	3.50	Telephone conference with Company and K&E team re exit facility (2.4); analyze matter correspondence re same (1.1).

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Rights Offering/Exit Financing

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/07/20	Andrew L. Lombardo	1.50	Review backstop commitment agreement in light of questions raised by Paul Weiss and backstop parties (.7); conference re same with E. Varner, C. Fox and A. Weinhouse (.8).
12/07/20	Courtney Loyack	0.20	Review and revise credit agreement.
12/07/20	Christopher Marcus, P.C.	0.50	Telephone conference with Bracewell re exit.
12/07/20	Ashley Pincock	4.00	Review and revise K&E team checklist (1.0); review, revise and circulate schedules and exhibits (3.0).
12/07/20	Joe Tobias	0.90	Review exit facility credit agreement.
12/07/20	Sean M. Valentine	0.10	Review and analyze correspondence re potential listing of new securities.
12/07/20	Enoch Varner	0.50	Review backstop agreement (.3); correspond with K&E team re same (.2).
12/08/20	Adam Louis Birnbaum	1.20	Review and analyze exit RBL and outstanding issues list in preparation for telephone conference re same (.3); telephone conference with K&E team, Bracewell, Company and Wells Fargo re exit RBL (.9).
12/08/20	Will W. Bos, P.C.	3.60	Correspond with K&E team re open issues re exit RBL (1.1); review and revise drafts re same (2.5).
12/08/20	Christopher Fox	1.00	Analyze questions from creditor counsel re backstop transfers (.5); review share range report from KCC and send to financial advisors (.3); review and revise emergence checklist (.2).
12/08/20	Shan A. Khan	3.50	Telephone conference with K&E team re exit credit agreement (.5); telephone conference with Paul Weiss re same (.5); review and analyze matter correspondence (.3); review and provide comments on credit agreement exhibits (2.2).
12/08/20	Christopher Marcus, P.C.	0.50	Telephone conference with W. Bos, M. McClellan and A. Weinhouse re exit.
12/08/20	Aisha M. Noor	1.00	Telephone conference with Paul Weiss re exit credit agreement (.3); telephone conference with Company and Wells Fargo re same (.7).
12/08/20	Ashley Pincock	1.00	Review and coordinate delivery of mortgages (.5); review schedules and exhibits (.5).

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 Rights Offering/Exit Financing

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/08/20	Ashley Pincock	2.80	Prepare for and telephone conference with Company and advisors re exit facility (1.0); review exhibits and schedules (1.3); review mortgages (.5).
12/08/20	Allyson B. Smith	1.90	Correspond with K&E team re exit facility (.2); telephone conference with K&E team re same (.5); telephone conference with Bracewell re exit (.2); telephone conference with K&E team, Company, Wells Fargo, Bracewell re same (1.0).
12/08/20	Joe Tobias	0.20	Telephone conference with Deloitte re exit matters.
12/09/20	Adam Louis Birnbaum	0.70	Review and analyze work in process overview and conference with K&E team re same.
12/09/20	Christopher Fox	1.00	Telephone conference with Moelis re round lot holder analysis (.2); telephone conference re 2 rig sensitivity (.5); review correspondence from backstop parties re transferability of subscription rights (.3).
12/09/20	Shan A. Khan	4.00	Review and provide comments on draft mortgages (3.3); analyze correspondence re same (.7).
12/09/20	Ashley Pincock	2.60	Review exhibits and schedules to exit credit agreement (.8); update internal K&E checklist re same (.5); review exit credit agreement (1.3).
12/10/20	Will W. Bos, P.C.	2.30	Finalize exit facility.
12/10/20	Shan A. Khan	7.50	Review draft credit agreement (2.1); revise same (3.1); telephone conferences and correspond with K&E team, advisors re same (2.3).
12/10/20	Andrew L. Lombardo	0.40	Review backstop commitment transfer notices provided by Paul Weiss (.3); coordinate signature of same with E. Christ (.1).
12/10/20	Christopher Marcus, P.C.	0.40	Telephone conference with K&E team re exit.
12/10/20	Mitch McClellan	0.40	Analyze and revise exit credit agreement.
12/10/20	Arthur Patrick Muszynski	0.80	Correspond with K&E team re rights offering procedures.
12/10/20	Ashley Pincock	4.10	Review exit facility agreements (3.0); update internal K&E checklist (.8); prepare signature page packet (.3).

Legal Services for the Period Ending December 23, 2020
 Extraction Oil & Gas, Inc.
 Rights Offering/Exit Financing

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/11/20	Christopher Fox	0.20	Telephone conference with X. Pang re transferability of subscription rights.
12/11/20	Shan A. Khan	0.30	Review correspondence re exit agreement.
12/11/20	Andrew L. Lombardo	0.80	Review BlackRock and Prudential assignments under backstop commitment agreement (.5); coordinate with E. Christ re countersignatures bother same (.3).
12/11/20	Ashley Pincock	4.30	Review exit credit agreement (3.0); review and update internal K&E checklist (1.3).
12/12/20	Ashley Pincock	2.00	Review exit credit agreement.
12/13/20	Andrew L. Lombardo	0.90	Conference and correspond with Moelis re backstop party assignment documents.
12/14/20	Adam Louis Birnbaum	1.80	Review and revise K&E legal opinion re exit RBL credit agreement (1.5); review and revise exit RBL closing checklist (.3).
12/14/20	Christopher Fox	0.80	Telephone conference with B. Flannery re emergence checklist (.4); review and provide comments re midstream settlement term sheet (.4).
12/14/20	Shan A. Khan	0.50	Review correspondence re exit agreement.
12/14/20	Andrew L. Lombardo	0.60	Correspond re revised pro forma organizational documents with K&E team and E. Varner (.4); coordinate review by S. Mathew re same (.2).
12/14/20	Ashley Pincock	1.40	Review exit credit agreement (1.0); update internal K&E checklist re same (.4).
12/15/20	Adam Louis Birnbaum	4.10	Review and revise schedules to exit RBL (.7); review and revise exhibits to pledge and security agreement (.4); telephone with K&E team re deliverables (.4); analyze Colorado Deed of Trust and Wyoming Mortgage and correspond re same (.6); review and revise Omnibus Secretary's Certificate (.4); review and revise Omnibus Consent (.6); review and revise Officer's Certificate (.5); review and revise Solvency Certificate (.5).
12/15/20	Will W. Bos, P.C.	3.80	Negotiate exit facility with working group.
12/15/20	Shan A. Khan	2.50	Review and revise ancillary deliverables re exit agreement (2.0); telephone conference with K&E team, advisors re exit credit agreement (.5).
12/15/20	Christopher Marcus, P.C.	0.60	Telephone conference with K&E team re rights offering.

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/15/20	Mitch McClellan	0.40	Analyze, revise officer certificates and resolutions for exit financing.
12/15/20	Arthur Patrick Muszynski	1.40	Analyze and review general unsecured claim rights offering procedures (.8); correspond with Stroock re same (.6).
12/15/20	Aisha M. Noor	0.70	Telephone conference with K&E team re strategy for exit credit agreement deliverables (.5); review correspondence re mortgage matters (.2).
12/15/20	Ashley Pincock	7.00	Telephone conference with K&E team re deal status (.5); update and circulate internal K&E checklist (2.0); review, revise schedules and exhibits to exit credit documents (1.4); correspond with Company re deliverables (.5); draft loan notice (.8); prepare ancillary documents re same (1.8).
12/16/20	Adam Louis Birnbaum	2.40	Review and revise Solvency Certificate (.4); prepare Support Certificate in connection with K&E legal opinion (1.1); telephone conference with K&E team re outstanding items (.2); review and revise exit facility closing checklist (.3); revise exhibits to Deed of Trust and Mortgages and correspond re same (.4).
12/16/20	Ross Fiedler	0.60	Telephone conference with K&E team, Paul Weiss and Stroock re rights offering issues.
12/16/20	Bryan D. Flannery	0.60	Telephone conference with K&E team re rights offering procedures.
12/16/20	Christopher Fox	0.90	Telephone conference with K&E team re emergence work streams (.3); review rights offering updates from KCC (.2); telephone conference with B. Flannery re rights offering (.2); review emergence checklist and provide updates re same (.2).
12/16/20	Shan A. Khan	4.50	Review correspondence re credit agreement (1.1); review and provide comments on parent guaranty (3.4).
12/16/20	Steven R. Lackey	1.00	Conference with K&E team re bankruptcy emergence (.6); conference with transfer agent re bankruptcy emergence (.4).
12/16/20	Christopher Marcus, P.C.	1.20	Telephone conference with K&E team re rights offering procedure (.6); telephone conference with K&E team re ARB backstop (.6).

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12/16/20	Mitch McClellan	1.30	Analyze and revise potential credit support documents.
12/16/20	Ashley Pincock	4.40	Update internal checklist re credit agreement (1.0); review and update ancillary documents (2.4); telephone conference with A. Weinhouse and K&E team re deal status (.2); coordinate ICA diligence (.8).
12/16/20	Anna G. Rotman, P.C.	0.30	Telephone conference re ARB backstop term sheet.
12/16/20	Sean M. Valentine	0.50	Telephone conference with C. Fox, A. Muszynski and S. Lackey re Nasdaq listing and review correspondence re same.
12/17/20	Adam Louis Birnbaum	1.20	Review correspondence re ICA insert and worksheet re support certificate and review same (.4); review, analyze form of mortgage, deed of trust and review correspondence re exhibits thereto (.5); telephone conference with K&E team, Company and advisors re emergence (.3).
12/17/20	Bryan D. Flannery	1.10	Review and revise rights offering procedures (.4); review indenture guarantor provisions (.7).
12/17/20	Christopher Fox	1.70	Review and revise rights offering procedures re markup from Stroock.
12/17/20	Shan A. Khan	3.00	Telephone conferences and correspond re credit agreement, exit matters.
12/17/20	Ashley Pincock	5.00	Coordinate ICA diligence (.5); telephone conference with A. Weinhouse, Company and advisors re emergence (.3); review and update ancillary documents (1.7); review and update internal K&E checklist (1.0); coordinate completion of deliverables (1.5).
12/17/20	Henry Rosas	0.50	Correspond with A. Pincock and A. Noor re status of transaction (.1); review lien searches previously ordered (.3); correspond with J. Welch of corporation service company re bring down lien searches needed (.1).
12/17/20	Sean M. Valentine	0.70	Telephone conference with A. Musczynski, C. Fox, S. Lackey and W. Slattery from Nasdaq re listing matters (.3); draft and revise confirmation form 8-K (.4).
12/18/20	Adam Louis Birnbaum	1.60	Draft and revise K&E legal opinion re exit RBL.

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12/18/20	Christopher Fox	2.00	Telephone conference with AST re emergence mechanics and timeline (.3); review, revise rights offering procedures and exercise form with comments from B. Flannery (1.5); correspond with Paul Weiss re rights offering documents (.2).
12/18/20	Steven R. Lackey	0.20	Conference with transfer agent representative re exit transactions.
12/18/20	Ashley Pincock	4.00	Review ancillary credit agreement documents.
12/18/20	Enoch Varner	1.80	Review proposed backstop addendum and backstop agreement.
12/19/20	Christopher Fox	0.30	Revise rights offering procedures and exercise form re comments from Paul Weiss.
12/19/20	Ashley Pincock	1.00	Review exit facility documents.
12/19/20	Enoch Varner	1.70	Telephone conference with A. Weinhouse re backstop addendum (.7); correspond with K&E team and counsel for bondholders re backstop addendum (1.0).
12/20/20	Bryan D. Flannery	1.70	Telephone conference with K&E team and Moelis re rights offering procedures (.6); telephone conference with Stroock re same (.5); correspond with Paul Weiss re same (.1); review and revise rights offering procedures (.5).
12/20/20	Christopher Fox	5.00	Telephone conference re GUC rights offering procedures with Moelis (.5); telephone conference with GUC rights offering procedures with Stroock (.5); revise rights offering procedures and exercise form re conferences with Stroock and Moelis (2.9); telephone conferences with B. Flannery re rights offering procedures (1.1).
12/20/20	Christopher Marcus, P.C.	2.30	Telephone conferences with management, advisers, UCC, K&E team re ARB settlement and GUC rights offering procedures.
12/21/20	Adam Louis Birnbaum	4.90	Draft and revise Borrowing Base Certificate and exhibits (1.5); draft and revise notice of borrowing (.9); review, analyze and revise exit RBL credit agreement re LIBOR, SOFR and interest rate provisions (1.3); review and analyze exhibits to Mortgages and Deeds of Trust (1.2).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
12/21/20	Ross Fiedler	0.50	Telephone conference with K&E team, A&M and KCC re GUC rights offering.
12/21/20	Bryan D. Flannery	2.90	Telephone conference with K&E team re general unsecured claims rights offering participation (.3); telephone conference with KCC re emergence matters (.3); telephone conference with K&E team re rights offering procedures (.8); review and revise same (1.5).
12/21/20	Christopher Fox	5.50	Telephone conference with B. Flannery re rights offering procedures and exercise form (.5); telephone conference with K&E team re confirmation debrief and GUC rights offering (.5); telephone conference with financial advisors re GUC rights offering and valuation (.5); revise GUC rights offering documents re comments from conferences and K&E team (3.2); correspond re revised rights offering documents with Stroock (.3); conference with KCC re emergence mechanics (.5).
12/21/20	Shan A. Khan	5.50	Review and provide comments on revised draft of credit agreement (4.1); analyze same (.8); review matter correspondence re same (.6).
12/21/20	Steven R. Lackey	0.50	Correspond with K&E team and KCC team re emergence logistics.
12/21/20	Christopher Marcus, P.C.	1.10	Telephone conference with K&E team re rights offering mechanics (.6); telephone conference with Moelis re rights offering (.5).
12/21/20	Mitch McClellan	0.30	Analyze and revise exit credit agreement.
12/21/20	Arthur Patrick Muszynski	1.70	Telephone conference with KCC re general unsecured claims rights offering and emergence.
12/21/20	Aisha M. Noor	1.40	Review and comment on pledge and security agreement (1.2); circulate same to Bracewell (.2).
12/21/20	Ashley Pincock	5.50	Review and update ancillary documents re exit agreement (4.5); review and revise exit credit agreement (1.0).
12/21/20	Sean M. Valentine	0.30	Telephone conference with C. Fox, A. Muszynski, B. Flannery, S. Lackey and KCC team.
12/22/20	Nicholas Adzima	1.70	Review, revise rights offering materials.

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12/22/20	Adam Louis Birnbaum	6.40	Review and analyze exhibits to Colorado Deed of Trust and Wyoming Form of Mortgage (2.2); review and revise Wells Fargo deposit account control agreement (1.9); review and revise Solvency Certificate (.2); review and revise Responsible Officer's Certificate (.3); review and analyze lien search result chart (1.5); review and revise exit RBL closing checklist (.3).
12/22/20	Will W. Bos, P.C.	4.60	Correspond with K&E team re credit facility (2.4); review exit facility documentation (2.2).
12/22/20	Ross Fiedler	0.50	Telephone conference with KCC, K&E team, Moelis and Company re rights offering.
12/22/20	Bryan D. Flannery	2.30	Review and revise rights offering procedures (2.0); telephone conference with Stroock re same (.3).
12/22/20	Christopher Fox	4.00	Telephone conference with B. Flannery re rights GUC offering procedures (.3); revise rights offering procedures with comments from B. Flannery (.5); coordinate with Moelis re open items list for GUC rights offering exercise form (.2); telephone conference with Stroock re rights offering exercise form and procedures (.5); revise rights offering procedures re exercise form re telephone conference with Stroock (1.7); review and provide comments to backstop notice form (.3); telephone conferences with K&E team re timing of rights offering and filing of GUC claims schedule (.5).
12/22/20	Shan A. Khan	2.30	Finalize credit agreement (2.1); review correspondence re same (.2).
12/22/20	Mitch McClellan	0.70	Analyze and review exit credit agreement.
12/22/20	Ashley Pincock	8.00	Review and update K&E internal checklist in accordance with Bracewell's closing checklist (2.5); review lien search results (1.0); review and coordinate delivery of ancillary documents (4.5).
12/22/20	Julian J. Seiguer, P.C.	1.80	Analyze transaction, exit matters.
12/23/20	Nicholas Adzima	2.00	Review, revise GUC rights offering materials (1.5); telephone conferences with working group re same (.5).

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12/23/20	Adam Louis Birnbaum	6.30	Review and revise ancillary deliverables re exit facility and analyze correspondence re same (4.3); review and revise Form of Mortgage and Form of Deed of Trust (.7); review and analyze exhibits to Deeds of Trust and Mortgages and draft issues list re same (1.3).
12/23/20	Will W. Bos, P.C.	2.80	Correspond re exit facility (1.2); review revised documentation (1.6).
12/23/20	Christopher Fox	1.50	Finalize backstop notices for equity rights offering and GUC exercise forms.
12/23/20	Shan A. Khan	3.00	Finalize credit agreement (2.4); finalize ancillary deliverables and matter correspondence (.6).
12/23/20	Eric Nyberg	3.50	Prepare analysis update for supplemental disclosure of creditors and entities.
12/23/20	Ashley Pincock	4.80	Update internal checklist re emergence (.8); update and circulate ancillary documents re same (4.0).
12/23/20	Julian J. Seiguer, P.C.	1.80	Analyze transaction, exit matters.
12/23/20	Sean M. Valentine	1.10	Telephone conference with CUSIP global services (.2); compile and submit CUSIP application and review correspondence re same (.9).
Total		327.00	