

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

In re:

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

Reorganized Debtors.

)
) Chapter 11
)
) Case No. 20-11548 (CSS)
)
) (Jointly Administered)
)
) Hearing Date: April 15, 2021 at 10:00 a.m. (ET)
) Response Deadline: March 30, 2021 at 4:00 p.m. (ET)

**REORGANIZED DEBTORS' NINTH OMNIBUS
(SUBSTANTIVE) OBJECTION TO CERTAIN NO LIABILITY
CLAIMS PURSUANT TO SECTION 502(b) OF THE BANKRUPTCY CODE,
BANKRUPTCY RULES 3003 AND 3007, AND BANKRUPTCY LOCAL RULE 3007-1**

**PARTIES RECEIVING THIS OBJECTION SHOULD REVIEW
EXHIBIT 1 TO THE PROPOSED ORDER TO DETERMINE
IF THEIR CLAIM IS SUBJECT TO THIS OBJECTION.**

***IF YOUR CLAIM IS SUBJECT TO THIS OBJECTION,
YOUR SUBSTANTIVE RIGHTS MAY BE AFFECTED.***

The above-captioned reorganized debtors (collectively, the “Reorganized Debtors”), respectfully submit this ninth omnibus (substantive) objection to certain no liability claims (the “Objection”). In support of this Objection, the Reorganized Debtors rely upon the declaration of Thomas Behnke attached hereto as **Exhibit B** (the “Behnke Declaration”). In further support of this Objection, the Reorganized Debtors respectfully represent as follows:

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.



201154821031600000000004

Jurisdiction and Venue

1. The United States Bankruptcy Court for the District of Delaware (the “Court”) has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, dated February 29, 2012 (the “Amended Standing Order”). The Reorganized Debtors confirm their consent, pursuant to rule 7008 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) and rule 9013-1(f) of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Local Rules”), to the entry of a final order by the Court in connection with this Objection to the extent that it is later determined that the Court, absent consent of the parties, cannot enter final orders or judgments in connection herewith consistent with Article III of the United States Constitution.

2. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

3. The bases for the relief requested herein are sections 105(a) and 502(b) of title 11 of the United States Code, 11 U.S.C. §§ 101–1532 (the “Bankruptcy Code”), Bankruptcy Rules 3003 and 3007, and Bankruptcy Local Rule 3007-1.

4. On June 14, 2020 (the “Petition Date”), each of the above-captioned debtors (the “Debtors”) filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code. A detailed description surrounding the facts and circumstances of these chapter 11 cases is set forth in the *Declaration of Matthew R. Owens, Co-Founder, President and Chief Executive Officer of the Debtors, in Support of Chapter 11 Petitions and First Day Motions* [Docket No. 18] (the “First Day Declaration”), incorporated by reference herein.

5. The Debtors operated their businesses and managed their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. These chapter 11 cases have been consolidated for procedural purposes only and are jointly administered pursuant to

Bankruptcy Rule 1015(b) [Docket No. 79]. On June 30, 2020, the United States Trustee for the District of Delaware (the “U.S. Trustee”) appointed an official committee of unsecured creditors pursuant to section 1102 of the Bankruptcy Code (the “Committee”) [Docket No. 155].

6. On December 23, 2020, the Court entered the *Findings of Fact, Conclusions of Law, and Order Confirming the Sixth Amended Joint Plan of Reorganization of Extraction Oil & Gas, Inc. and Its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code* [Docket No. 1509] (the “Confirmation Order”), confirming the Debtors’ *Sixth Amended Joint Plan of Reorganization of Extraction Oil & Gas, Inc. and Its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code* [Docket No. 1505] (the “Plan”).

7. On January 20, 2021, the Debtors substantially consummated the Plan and emerged from chapter 11 in accordance with the terms of the Plan and the Confirmation Order. On January 21, 2021, the Reorganized Debtors filed their *Notice of (A) Entry of Findings of Fact, Conclusions of Law, and Order Confirming the Sixth Joint Plan of Reorganization of Extraction Oil & Gas, Inc. and its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code, and (B) Occurrence of Effective Date* [Docket No. 1652].

The Debtors’ Schedules

8. In the ordinary course of business, the Reorganized Debtors maintain books and records (the “Books and Records”) that reflect, among other things, the nature and amount of the liabilities owed to their creditors as of the Petition Date. As part of these chapter 11 cases, on July 31, 2020, each of the Debtors filed their respective Schedules of Assets and Liabilities and Statements of Financial Affairs reflecting the obligations owed to their creditors as of the Petition Date. [Docket Nos. 340, 350, 351, 352, 353, 354, 355, 356, 357, 358, and 359]. The Reorganized Debtors, together with their advisors, have been engaging in a systematic review of the proofs of claim filed in these chapter 11 cases, working diligently to review, compare, and reconcile the

proofs of claim against the Reorganized Debtors' Books and Records. This reconciliation process includes identifying particular categories of claims that may be disallowed and expunged, reduced and allowed, or reclassified.

Bar Date and Proofs of Claim

9. On June 16, 2020, the Court entered an order [Docket No. 81] appointing Kurtzman Carson Consultants LLC ("KCC") as claims and noticing agent in these chapter 11 cases. Among other things, KCC is authorized to (a) receive, maintain, and record and otherwise administer the proofs of claim filed in these chapter 11 cases, and (b) maintain official claims registers for the Debtors.

10. On July 20, 2020, the Court entered an order [Docket No. 298] (the "Bar Date Order") providing that, except as otherwise provided therein, (a) all persons or entities (including, without limitation, individuals, partnerships, corporations, joint ventures, and trusts) that assert a claim, as defined in section 101(5) of the Bankruptcy Code, against the Debtors, including, without limitation, secured claims, and priority claims, which arose on or prior to the Petition Date, including requests for allowance and payment of claims under section 503(b)(9) of the Bankruptcy Code, shall file a proof of any such claim so that it is actually received on or before 5:00 p.m. (prevailing Eastern Time) on August 14, 2020 (the "General Bar Date"), and (b) all governmental units, as defined in section 101(27) of the Bankruptcy Code, shall file a proof of any such claim so that it is actually received on or before 5:00 p.m. (prevailing Eastern Time) on January 17, 2021 (the "Government Bar Date").

11. The Bar Date Order also provides that if the Debtors amend or supplement the Schedules subsequent to the date of service of the Bar Date Notice (as defined in the Bar Date Order), then the Debtors shall give notice of any such amendment or supplement to the holders of claims affected thereby, and such holders shall have until the later of (a) the General Bar Date or

(b) 5:00 p.m. (prevailing Eastern time) on the date that is twenty-one (21) days from the date on which such notice is given, to file proofs of claim in respect of their claims (the “Amended Schedules Bar Date”).

12. Additionally, pursuant to the Bar Date Order, except as otherwise provided by another order of the Court, any person or entity that holds a claim that arises from the rejection of an executory contract or unexpired lease (each, a “Rejection Damages Claim”) must file a proof of claim based on such rejection on or before the later of (a) the General Bar Date or the Governmental Bar Date, as applicable, or (b) 5:00 p.m. (prevailing Eastern time) on the date that is thirty (30) days following the entry of the order approving the rejection of the executory contract or unexpired lease pursuant to which the entity asserting the Rejection Damages Claim is a party (the “Rejection Bar Date,” and together with the General Bar Date, the Government Bar Date, and the Amended Schedules Bar Date, the “Bar Dates”).

13. Notice of the Bar Dates was provided by mail and publication in accordance with the procedures outlined in the Bar Date Order.

Objection

14. The Reorganized Debtors submit this Objection, pursuant to section 502(b) of the Bankruptcy Code, Bankruptcy Rules 3003 and 3007, and Bankruptcy Local Rule 3007-1, requesting entry of an order, substantially in the form attached hereto as **Exhibit A** (the “Proposed Order”) modifying each of the claims identified on Exhibit 1 to the Proposed Order (collectively, the “Disputed Claims”), as set forth in further detail below and in the exhibit attached to the Proposed Order.

15. When asserting a proof of claim against a bankrupt estate, a claimant must allege facts that, if true, would support a finding that the debtor is legally liable to the claimant. *In re Allegheny Int’l, Inc.*, 954 F.2d 167, 173 (3d Cir. 1992); *Matter of Int’l Match Corp.*, 69 F.2d 73,

76 (2d Cir. 1934) (finding that a proof of claim should at least allege facts from which legal liability can be seen to exist). Where the claimant alleges sufficient facts to support its claim, its claim is afforded *prima facie* validity. *Allegheny Int'l Inc.*, 954 F.2d at 173. A party wishing to dispute such a claim must produce evidence in sufficient force to negate the claim's *prima facie* validity. *Id.* In practice, the objecting party must produce evidence that would refute at least one of the allegations essential to the claim's legal sufficiency. *Id.* Once the objecting party produces such evidence, the burden shifts back to the claimant to prove the validity of his or her claim by a preponderance of the evidence. *Id.* The burden of persuasion is always on the claimant. *Id.* For the reasons set forth below, there is ample evidence to rebut the *prima facie* validity of each Claim.

I. NO LIABILITY CLAIMS

16. The Reorganized Debtors object to the claims listed on Exhibit 1 to the Proposed Order (collectively, the “No Liability Claims”) as claims for which the Reorganized Debtors are not liable. Following a review of each No Liability Claim, the supporting materials attached thereto, and the Reorganized Debtors' Books and Records, the Reorganized Debtors have determined that they are not liable for the No Liability Claims for the reasons set forth under the column labeled “Reason for Disallowance” on Exhibit 1 to the Proposed Order. Thus, the Reorganized Debtors believe that each No Liability Claim should be disallowed in its entirety.

17. The No Liability Claims listed on Exhibit 1 to the Proposed Order consist of claims asserted by royalty owners or contract counterparties pursuant to oil, natural gas, or mineral agreements with the Reorganized Debtor.² In connection with those assets, the Reorganized Debtors were obligated to remit to the lessors and potentially other parties their share of revenue

² Although some of the filed proofs of claim reflected in Exhibit 1 do not explicitly state that such claims are for royalties, the Reorganized Debtors have obtained support to confirm that such claims are indeed royalty claims.

from producing wells (the “Royalties”) pursuant to the terms of the applicable lease or other operative documents. However, for the reasons described herein and on Exhibit 1 to the Proposed Order, the amount asserted in each of the No Liability Claims is not a valid liability of the Reorganized Debtors and the claimants asserting these claims are not entitled to payment from the Reorganized Debtors on account of their royalty interests.

18. The failure to disallow the No Liability Claims would result in the applicable claimants receiving an unwarranted recovery against the Reorganized Debtors’ estate to the detriment of other creditors in these chapter 11 cases. Accordingly, the Reorganized Debtors request entry of the Proposed Order disallowing each No Liability Claim identified on Exhibit 1 to the Proposed Order.

Separate Contested Matters

19. To the extent that a response is filed regarding any claim listed in this Objection and the Reorganized Debtors are unable to resolve the response, the objection by the Reorganized Debtors to each such No Liability Claims asserted herein shall constitute a separate contested matter as contemplated by Bankruptcy Rule 9014. Any order entered by the Court regarding an objection asserted in the Objection shall be deemed a separate order with respect to each No Liability Claim.

Reservation of Rights

20. The Reorganized Debtors expressly reserve the right to amend, modify, or supplement this Objection, and to file additional objections to any claims filed in these chapter 11 cases including, without limitation, the Disputed Claims. Should one or more of the grounds for this Objection be dismissed or overruled, the Reorganized Debtors reserve the right to object to any Disputed Claim on any other ground.

21. Nothing contained in this Objection or any actions taken by the Reorganized Debtors pursuant to any order granting the relief requested by this Objection is intended or should be construed as: (a) an admission as to the validity, priority, or amount of any particular claim against a Reorganized Debtor entity; (b) a waiver of the Reorganized Debtors' right to dispute any particular claim on any grounds; (c) a promise or requirement to pay any particular claim; (d) an implication or admission that any particular claim is of a type specified or defined in this Objection or any order granting the relief requested by this Objection; (e) a request or authorization to assume any agreement, contract, or lease pursuant to section 365 of the Bankruptcy Code; (f) a waiver or limitation of the Reorganized Debtors' rights under the Bankruptcy Code or any other applicable law; or (g) a concession by the Reorganized Debtors or any other party-in-interest that any liens (contractual, common law, statutory, or otherwise) addressed pursuant to this Objection are valid and the Reorganized Debtors and all other parties-in-interest expressly reserve their rights to contest the extent, validity, or perfection, or to seek avoidance of all such liens. If the Court grants the relief sought herein, any payment made pursuant to the Court's order is not intended and should not be construed as an admission as to the validity, priority, or amount of any particular claim or a waiver of the Reorganized Debtors' or any other party-in-interest's rights to subsequently dispute such claim.

Notice

22. Notice of the hearing on the relief requested in this Objection will be provided by the Reorganized Debtors in accordance and compliance with Bankruptcy Rules 4001 and 9014, as well as the Bankruptcy Local Rules, and is sufficient under the circumstances. Without limiting the foregoing, due notice will be afforded, whether by facsimile, electronic mail, overnight courier or hand delivery, to parties in-interest, including: (a) the U.S. Trustee for the District of Delaware; (b) the administrative agent under the Reorganized Debtors' prepetition senior credit facility or, in

lieu thereof, counsel thereto; (c) the lenders under the Reorganized Debtors' prepetition senior credit facility or, in lieu thereof, counsel thereto; (d) the indenture trustee for the Reorganized Debtors' prepetition senior notes or, in lieu thereof, counsel thereto; (e) the holders of the Reorganized Debtors' prepetition senior notes or, in lieu thereof, counsel thereto; (f) the ad hoc group of holders of the Reorganized Debtors' preferred equity or, in lieu thereof, counsel thereto; (g) the United States Attorney's Office for the District of Delaware; (h) the Internal Revenue Service; (i) the United States Securities and Exchange Commission; (j) the state attorneys general for states in which the Reorganized Debtors conduct business; (k) the holders of the Disputed Claims; and (l) any party that has requested notice pursuant to Bankruptcy Rule 2002. The Reorganized Debtors submit that, in light of the nature of the relief requested, no other or further notice need be given.

Statement of Compliance with Bankruptcy Local Rule 3007-1

23. To the best of the Reorganized Debtors' knowledge and belief, this Objection and the related Exhibits annexed to the Proposed Order comply with Bankruptcy Local Rule 3007-1. To the extent that this Objection does not comply in all respects with the requirements of Bankruptcy Local Rule 3007-1, the Reorganized Debtors believe such deviations are not material and respectfully request that any such requirement be waived.

[Remainder of Page Intentionally Left Blank]

WHEREFORE, the Reorganized Debtors respectfully request that the Court enter the Order, substantially in the form attached hereto as **Exhibit A**, granting the relief requested in this Objection and granting such other and further relief as is appropriate under the circumstances.

Dated: March 16, 2021
Wilmington, Delaware

/s/ Stephen B. Gerald

WHITEFORD, TAYLOR & PRESTON LLC³

Marc R. Abrams (DE No. 955)

Richard W. Riley (DE No. 4052)

Stephen B. Gerald (DE No. 5857)

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Co-Counsel to the Reorganized Debtors

³ 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:

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

Reorganized Debtors.

Chapter 11

Case No. 20-11548 (CSS)

(Jointly Administered)

Hearing Date: April 15, 2021 at 10:00 a.m. (ET)

Response Deadline: March 30, 2021 at 4:00 p.m. (ET)

**NOTICE OF REORGANIZED DEBTORS' NINTH OMNIBUS
(SUBSTANTIVE) OBJECTION TO CERTAIN NO LIABILITY
CLAIMS PURSUANT TO SECTION 502(b) OF THE BANKRUPTCY CODE,
BANKRUPTCY RULES 3003 AND 3007, AND BANKRUPTCY LOCAL RULE 3007-1**

**PARTIES RECEIVING THIS OBJECTION SHOULD LOCATE
THEIR NAMES AND THEIR DISPUTED CLAIMS
IDENTIFIED ON EXHIBIT 1 TO THE PROPOSED ORDER**

***IF YOUR CLAIM IS SUBJECT TO THIS OBJECTION,
YOUR SUBSTANTIVE RIGHTS MAY BE AFFECTED.***

PLEASE TAKE NOTICE that, on March 16, 2021, the above-captioned reorganized debtors (collectively, the “Reorganized Debtors”) have filed the attached *Ninth Omnibus (Substantive) Objection to Certain No Liability Claims Pursuant to Section 502(b) of the Bankruptcy Code, Bankruptcy Rules 3003 and 3007, and Bankruptcy Local Rule 3007-1* (the “Objection”)² with the United States Bankruptcy Court for the District of Delaware (the “Court”).

PLEASE TAKE FURTHER NOTICE that each claimant that has filed a claim that is affected by the Objection is receiving a copy of the Objection. Affected claimants should read the Objection and Exhibit 1 to the proposed order attached thereto, which detail the claims subject to the Objection and the grounds for such Objection.

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.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Objection.

PLEASE TAKE FURTHER NOTICE that any party wishing to oppose the relief requested in the Objection must file a response (each, a “Response”) to the Objection with the Clerk of the Bankruptcy Court for the District of Delaware, 824 Market Street, 3rd Floor, Wilmington, Delaware 19801, and serve a copy of the response on Counsel to the Reorganized Debtors, Kirkland & Ellis LLP, 601 Lexington Avenue, New York, New York 10022, Attention: Christopher Marcus, P.C. (christopher.marcus@kirkland.com), Allyson Smith Weinhouse (allyson.smith@kirkland.com), and Whiteford Taylor Preston LLC, The Renaissance Centre, Suite 500, 405 North King Street, Wilmington, Delaware 19802, Attention: Marc R. Abrams (mabrams@wtplaw.com), Richard W. Riley (rriley@wtplaw.com), and Stephen B. Gerald (sgerald@wtplaw.com) so as to be received on or before **March 30, 2021 at 4:00 P.M. (ET)**. **Only those Responses timely filed with the Court and received by the Notice Parties identified above will be considered by the Court.**

PLEASE TAKE FURTHER NOTICE that any Response to the Objection that is filed with the Court must include:

1. a caption setting forth the name of the Court, the above-referenced case number and the title of the Objection to which the Response is directed;
2. the name of the respondent and a description of the basis for the amount and classification asserted in the Disputed Claim, if applicable;
3. a concise statement setting forth the reasons why the particular Disputed Claim should not be disallowed or otherwise modified for the reasons set forth in the Objection, including, but not limited to, the specific factual and legal bases upon which the respondent will rely in opposing the Objection at any hearing thereon;
4. all documentation or other evidence of the particular Disputed Claim or asserted amount and classification thereof, to the extent not already included with the proof of claim previously filed, upon which the respondent will rely in opposing the Objection at any hearing thereon; and
5. the name, address, telephone number, and email address of the person(s) (who may be the respondent or a legal representative thereof) (i) possessing ultimate authority to reconcile, settle or otherwise resolve the Disputed Claim on behalf of the respondent and (ii) to whom the Reorganized Debtors should serve any reply to the Response.

PLEASE TAKE FURTHER NOTICE THAT, IF YOU FAIL TO RESPOND IN ACCORDANCE WITH THIS NOTICE, THE COURT MAY GRANT THE RELIEF REQUESTED BY THE OBJECTION WITHOUT FURTHER NOTICE OR HEARING.

PLEASE TAKE FURTHER NOTICE THAT, IF A RESPONSE IS FILED, A HEARING (THE “HEARING”) ON THE OBJECTION WILL BE HELD ON APRIL 15, 2021 AT 10:00 A.M. (ET) BEFORE THE HONORABLE CHRISTOPHER S. SONTCHI, UNITED STATES BANKRUPTCY JUDGE, UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE, 824 NORTH MARKET STREET, 5TH FLOOR, COURTROOM NO. 6, WILMINGTON, DELAWARE 19801.

PLEASE TAKE FURTHER NOTICE THAT IF YOU FILE A RESPONSE TO THE OBJECTION, YOU SHOULD BE PREPARED TO ARGUE THAT RESPONSE AT THE HEARING. YOU NEED NOT APPEAR AT THE HEARING IF YOU DO NOT OBJECT TO THE RELIEF REQUESTED.

PLEASE TAKE FURTHER NOTICE THAT THE HEARING MAY BE CONTINUED FROM TIME TO TIME UPON WRITTEN NOTICE TO YOU OR AS DECLARED ORALLY AT THE HEARING.

Dated: March 16, 2021
Wilmington, Delaware

/s/ Stephen B. Gerald

WHITEFORD, TAYLOR & PRESTON LLC³

Marc R. Abrams (DE No. 955)

Richard W. Riley (DE No. 4052)

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Co-Counsel to the Reorganized Debtors

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Exhibit A

Proposed Order

**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)
)	
)	Re: Docket No. __

**ORDER SUSTAINING REORGANIZED DEBTORS'
NINTH OMNIBUS (SUBSTANTIVE) OBJECTION TO CERTAIN NO LIABILITY
CLAIMS PURSUANT TO SECTION 502(b) OF THE BANKRUPTCY CODE,
BANKRUPTCY RULES 3003 AND 3007, AND BANKRUPTCY LOCAL RULE 3007-1**

Upon the objection (the “Objection”)² of the above-captioned reorganized debtors (the “Reorganized Debtors”) for entry of this Order pursuant to section 502(b) of the Bankruptcy Code, Bankruptcy Rules 3003 and 3007, and Bankruptcy Local Rule 3007-1, disallowing the Disputed Claims; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the Amended Standing Order; and that this Court may enter a final order consistent with Article III of the United States Constitution; and this Court having found that venue of this proceeding and the Objection in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that the relief requested in the Objection is in the best interests of the Reorganized Debtors, their creditors, and other parties in interest; and this Court having found that the Reorganized Debtors’ notice of the Objection and opportunity for a hearing on the Objection

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.

² All capitalized terms used but otherwise not defined herein shall have the meanings set forth in the Objection.

were appropriate and no other notice need be provided; and this Court having reviewed the Objection and having heard the statements in support of the relief requested therein at a hearing before this Court (the “Hearing”); and upon the First Day Declaration; and upon the declaration of Thomas Behnke; and this Court having determined that the legal and factual bases set forth in the Objection and at the Hearing establish just cause for the relief granted herein; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor, it is HEREBY ORDERED THAT:

6. The Objection is SUSTAINED as set forth herein.

7. The No Liability Claims identified on the attached **Exhibit 1** are hereby disallowed in their entirety.

8. The Reorganized Debtors’ objection to each Disputed Claim addressed in the Objection constitutes a separate contested matter as contemplated by Bankruptcy Rule 9014. This Order shall be deemed a separate order with respect to each claim. Any stay of this Order pending appeal by any of the claimants subject to this Order shall only apply to the contested matter that involves such claimant and shall not act to stay the applicability or finality of this Order with respect to the other contested matters covered hereby.

9. Nothing in the Objection or this Order constitutes a waiver of the Reorganized Debtors’ rights to object to any claims not previously disallowed or to assert any claims, counterclaims, rights of offset or recoupment, or any other claims against the claimants listed on **Exhibit 1** hereto, all of which rights are expressly preserved. Additionally, to the extent the Objection was denied with respect to any of the Disputed Claims, the Reorganized Debtors’ rights to object to such Disputed Claims on any grounds other than those set forth in the Objection are preserved.

10. The Reorganized Debtors and KCC are authorized to take any and all actions that are necessary or appropriate to give effect to this Order.

11. Nothing in the Objection or this Order shall be construed as an allowance of any Claim.

12. To the extent that the Objection does not comply in all respects with the requirements of Bankruptcy Local Rule 3007-1, the requirements of Bankruptcy Local Rule 3007-1 are waived.

13. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

Exhibit 1

No Liability Claims

Extraction Oil & Gas, Inc. 20-11548
Ninth Omnibus Objection
Exhibit 1 - No Liability Royalty Claims

	NAME	DATE FILED	DEBTOR	CLAIM #	CLAIM AMOUNT	REASON FOR DISALLOWANCE
1	4306 14TH ST DR LLC PO BOX 336926 GREELEY, CO 80633	8/14/2020	Extraction Oil & Gas, Inc.	1597	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
2	728 27TH AVE LLC PO BOX 336926 GREELEY, CO 80633	8/14/2020	Extraction Oil & Gas, Inc.	1584	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
3	ABIGAIL NICKERSON 338 N 45TH AVE CT GREELEY, CO 80631	8/14/2020	Extraction Oil & Gas, Inc.	1672	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
4	ADAM S MONTANO JAMIE F MONTANO 3688 WITTAKER CIRCLE JOHNSTOWN, CO 80534	8/14/2020	Extraction Oil & Gas, Inc.	1389	\$ 260.00	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
5	ADAMS 12 FIVE STAR SCHOOLS ATTN PHILIP SPARE 1500 E 128TH AVE THORNTON, CO 80241-2601	8/14/2020	Extraction Oil & Gas, Inc.	1407	\$ 8,248.80	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
6	ALAN R HERMAN 1321 E 24TH STREET GREELEY, CO 80631	8/14/2020	Extraction Oil & Gas, Inc.	1660	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
7	ALBERT ORTEGA PO BOX 414 GREELEY, CO 80632	8/14/2020	Extraction Oil & Gas, Inc.	1598	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
8	ALICIA S COLICH 91 MONTARA DRIVE ALISO VIEJO, CA 92656	8/14/2020	Extraction Oil & Gas, Inc.	1371	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
9	ARNITA WATSON & MERLE E WATSON PO BOX 308 BEAVER, WA 98305	8/14/2020	Extraction Oil & Gas, Inc.	1688	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
10	AURINTHIA A. EVANS 1901 15TH AVENUE GREELEY, CO 80631	8/14/2020	Extraction Oil & Gas, Inc.	1698	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
11	AUSTIN HOXIE ROBYN HOXIE 1117 EAST PITKIN STREET FORT COLLINS, CO 80524-3907	8/14/2020	Extraction Oil & Gas, Inc.	1683	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.

* - Indicates claim contains unliquidated and/or undetermined amounts

Extraction Oil & Gas, Inc. 20-11548
Ninth Omnibus Objection
Exhibit 1 - No Liability Royalty Claims

	NAME	DATE FILED	DEBTOR	CLAIM #	CLAIM AMOUNT	REASON FOR DISALLOWANCE
12	BARBARA WHITMORE CARMEN SPOND 462 WINTERTHUR CIRCLE HIGHLANDS RANCH, CO 80129	8/13/2020	Extraction Oil & Gas, Inc.	1236	\$ 95,040.40	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
13	BETTY JANE BECHTHOLDT JOHN LUBITZ, PARTNER OF LEWIS BRISBOIS BISGAARD AND SMITH LLP 1700 LINCOLN STREET SUITE 4000 DENVER, CO 80203	8/14/2020	Extraction Oil & Gas, Inc.	1326	\$ 3,113.43	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
14	BOBBY ARELLANO PATTY J ARELLANO JT 2460 EAST 16TH STREET GREELEY, CO 80631	8/17/2020	8 North, LLC	1635	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
15	BRANDON WILLIAM JANSSON TIMOTHY L JANSSON 1615 6TH ST GREELEY, CO 80631	8/15/2020	Extraction Oil & Gas, Inc.	1717	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
16	BRITT R NEWBY 6215 RIDGEWOOD COLUMBIA, MO 65203	8/13/2020	Extraction Oil & Gas, Inc.	1235	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
17	BROADLANDS FILING NO. 6 AND 7 HOMEOWNERS ASSOCIATION, INC C/O VISTA MANAGEMENT 8700 TURNPIKE DR, SUITE 230 WESTMINSTER, CO 80031	8/14/2020	Extraction Oil & Gas, Inc.	1373	\$ 500.00	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
18	BRUCE BRODERIUS KAY SANDMIER BRODERIUS 5601 W 18TH ST, NO 57 GREELEY, CO 80634	8/14/2020	Extraction Oil & Gas, Inc.	1552	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
19	BRYAN M GUEST 4018 W 16TH STREET LN GREELEY, CO 80634	8/17/2020	Extraction Oil & Gas, Inc.	1685	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
20	CARL ROBERT ARMOUR AND KELLY ELIZABETH ARMOUR JT 4820 CRANE CT FREDERICK, CO 80504	8/14/2020	Extraction Oil & Gas, Inc.	1591	\$ 375.00	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.

* - Indicates claim contains unliquidated and/or undetermined amounts

Extraction Oil & Gas, Inc. 20-11548
Ninth Omnibus Objection
Exhibit 1 - No Liability Royalty Claims

	NAME	DATE FILED	DEBTOR	CLAIM #	CLAIM AMOUNT	REASON FOR DISALLOWANCE
21	CARMEN 462 WINTERTHUR CIRCLE HIGHLANDS RANCH, CO 80129	8/13/2020	Extraction Oil & Gas, Inc.	1278	\$ 95,040.40	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
22	CHARLENE KIM RANDELL 4750 W 25TH ST, UNIT 33 GREELEY, CO 80634-3737	8/14/2020	Extraction Oil & Gas, Inc.	1475	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
23	CHARLES D CARLSON 312 EAST COUNTY ROAD 8 BERTHOUD, CO 80513	8/14/2020	Extraction Oil & Gas, Inc.	1411	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
24	CHRIS DION THOMAS KIM ALEISSA THOMAS JT 603 HEMLOCK DR WINDSOR, CO 80550	8/13/2020	Extraction Oil & Gas, Inc.	1244	\$ 1,230.73	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
25	CLARENCE DAVID HERGERT JOHN LUBITZ, PARTNER OF LEWIS BRISBOIS BISGAARD AND SMITH LLP 1700 LINCOLN STREET, SUITE 4000 DENVER, CO 80203	8/14/2020	Extraction Oil & Gas, Inc.	1350	\$ 8,337.36	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
26	CLARO PACHECO FERNANDEZ 308 13TH AVENUE GREELEY, CO 80631	8/14/2020	Extraction Oil & Gas, Inc.	1651	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
27	CODY ROSS MEANS 730 E LIMBERLOST DRIVE, #117 TUSCON, AZ 85719	9/1/2020	Extraction Oil & Gas, Inc.	2357	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
28	COLLEEN BUMBY 486 FELKNER RD GRANTS PASS, OR 97527	9/3/2020	Extraction Oil & Gas, Inc.	2382	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
29	COLLEEN D THOMPSON-KIST 1826 23RD AVE CT GREELEY, CO 80634	10/23/2020	Extraction Oil & Gas, Inc.	2528	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
30	CONDOMINIUMS AT THE BOULDERS ASSOCIATION INC C/O VISTA MANAGEMENT ASSOCIATES INC 8700 TURNPIKE DRIVE #230 WESTMINSTER, CO 80031	8/14/2020	Extraction Oil & Gas, Inc.	1481	\$ 33,146.71	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.

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Exhibit 1 - No Liability Royalty Claims

	NAME	DATE FILED	DEBTOR	CLAIM #	CLAIM AMOUNT	REASON FOR DISALLOWANCE
31	CONRAD R. MEITL JANICE L. MEITL 2125 22ND STREET ROAD GREELEY, CO 80631	8/23/2020	XOG Services, LLC	2201	\$ 0.00	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
32	CONSTANCE L. KEVORKIAN 4488 W. PIONEER DR. GREELEY, CO 80634	8/17/2020	Extraction Oil & Gas, Inc.	1772	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
33	CORNELL K SWANSON 23138 NE 128TH PLACE REDMOND, WA 98053	8/14/2020	Extraction Oil & Gas, Inc.	1569	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
34	CORY RAYMOND BUSCH AND CARLY ANN BUSCH 1926 MEADOW VALE ROAD LONGMONT, CO 80504	8/19/2020	Extraction Oil & Gas, Inc.	2096	\$ 540.00	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
35	CRAIG ALLEN CARRIER KELLEY D EATON 3605 MAGNOLIA ST EVANS, CO 80620	8/21/2020	Extraction Oil & Gas, Inc.	2208	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
36	CRAIG ALLEN SLEETH AND JUDY ANN SLEETH 1894 LOS CABOS DRIVE WINDSOR, CO 80550	9/30/2020	Extraction Oil & Gas, Inc.	2491	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
37	CROW CREEK PROPERTIES LLC 32010 COUNTY ROAD 63 GILL, CO 80623	9/18/2020	Extraction Oil & Gas, Inc.	2456	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
38	CRYSTAL CATHEDRAL MINISTRIES ROBERT W. BROCKMAN, JR. DALEY AND HEFT, LLP 462 STEVENS AVE., SUITE201 SOLANA BEACH, CA 92075	8/14/2020	8 North, LLC	1629	\$ 2,500.00	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
39	CYNTHIA A E ZEREN 4457 SOUTH MEADOW DR BOULDER, CO 80301-3947	8/12/2020	Extraction Oil & Gas, Inc.	955	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
40	CYNTHIA L CARLSON 312 EAST COUNTY ROAD 8 BERTHOUD, CO 80513	8/14/2020	Extraction Oil & Gas, Inc.	1392	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.

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Exhibit 1 - No Liability Royalty Claims

	NAME	DATE FILED	DEBTOR	CLAIM #	CLAIM AMOUNT	REASON FOR DISALLOWANCE
41	DALE B SHERROD 2412 ELMHURST PLACE LONGMONT, CO 80503	8/14/2020	Extraction Oil & Gas, Inc.	1693	\$ 6,000.00*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
42	DAN ELKINS AND TAMMY ELKINS 1088 GLENVIEW DR BERTHOUD, CO 80513	8/12/2020	Extraction Oil & Gas, Inc.	1138	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
43	DANIEL BARRERA 10847 DEEPWATER BAY SAN ANTONIO, TX 78251	8/18/2020	Extraction Oil & Gas, Inc.	1812	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
44	DANIEL N LOBATO MARY BETH LOBATO JT 1170 HEMLOCK DR WINDSOR, CO 80550	8/14/2020	Extraction Oil & Gas, Inc.	1652	\$ 1,000.00	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
45	DARICK A SCHNEIDER PO BOX 338080 GREELEY, CO 80633	8/14/2020	Extraction Oil & Gas, Inc.	1618	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
46	DAVID D KEISS AND LAURA D KEISS 3022 SUNSET DRIVE EVANS, CO 80620	8/13/2020	Extraction Oil & Gas, Inc.	1313	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
47	DEAN ROWE 9080 COUNTY RD. 80 FORT COLLINS, CO 80524	8/14/2020	Extraction Oil & Gas, Inc.	1458	\$ 726.91	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
48	DEHRING MANAGEMENT INC C/O ROGER E DEHRING 268 WAYCLIFFE DRIVE NORTH WAYZATA, MN 55391	8/14/2020	Extraction Oil & Gas, Inc.	1580	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
49	DENISE NICHOLSON 8007 S MADISON WAY CENTENNIAL, CO 80122	8/14/2020	Extraction Oil & Gas, Inc.	1400	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
50	DENNIS L & ROBERTA J KINDRED 317 N 42 AVENUE GREELEY, CO 80634	8/14/2020	Extraction Oil & Gas, Inc.	1637	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
51	DIANA L ROMICK AND RUEBEN D ROMICK 732 HARP CT GREELEY, CO 80634	8/13/2020	Extraction Oil & Gas, Inc.	1274	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.

* - Indicates claim contains unliquidated and/or undetermined amounts

Extraction Oil & Gas, Inc. 20-11548
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Exhibit 1 - No Liability Royalty Claims

	NAME	DATE FILED	DEBTOR	CLAIM #	CLAIM AMOUNT	REASON FOR DISALLOWANCE
52	DIANE W MILLER 3542 WAGON TRAIL ROAD GREELEY, CO 80634	8/15/2020	Extraction Oil & Gas, Inc.	1725	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
53	DONALD DALLAS NIX MARY JANE NIX 603 CHESTNUT ST WINDSOR, CO 80550	8/14/2020	Extraction Oil & Gas, Inc.	1659	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
54	DOROTHY J ECKAS 5491 WEST 25TH STREET GREELEY, CO 80634	8/14/2020	Extraction Oil & Gas, Inc.	1428	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
55	EILEEN M. GARDENHIRE 4727 SHIRLEY LANE MURYSVILLE, PA 15668	8/14/2020	Extraction Oil & Gas, Inc.	1581	\$ 355.03	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
56	ELLEN LOUISE BRADLEY 13373 N PLAZA DEL RIO BLVD, APT.6650 PEORIA, AZ 85381-4873	8/14/2020	Extraction Oil & Gas, Inc.	1564	\$ 240.51	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
57	ERIC SHUMAR 1203 ADVANCE RD WEATHERFORD, TX 76088	8/16/2020	Extraction Finance Corp.	1700	\$ 450.00	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
58	ESTATE OF JOHN C HARMS ALISON H CEJKA PR 2531 DUNWOODY WAY HIGHLANDS RANCH, CO 80126	8/14/2020	8 North, LLC	1642	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
59	FAIR WIND CONDOMINIUMS HOMEOWNERS ASSOCIATION 23 INVERNESS WAY EAST SUITE 200 ENGLEWOOD, CO 80112	8/14/2020	Extraction Oil & Gas, Inc.	1668	\$ 23,060.00	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
60	FLORENCE HELZER 2205 37TH STREET #34 EVANS, CO 80620	8/14/2020	Extraction Oil & Gas, Inc.	1430	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
61	FLORENCE M GUIDO 240 BUSHNELL AVE, APT703 SAN ANTONIO, TX 78212	8/14/2020	Extraction Oil & Gas, Inc.	1613	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.

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Exhibit 1 - No Liability Royalty Claims

	NAME	DATE FILED	DEBTOR	CLAIM #	CLAIM AMOUNT	REASON FOR DISALLOWANCE
62	GABRIEL M RIEMER TONI E RIEMER 1303 42ND AVENUE GREELEY, CO 80634	8/14/2020	Extraction Oil & Gas, Inc.	1503	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
63	GINGER CANNON 2905 E HWY 56 PO BOX 1410 BERTHOUD, CO 80513	8/14/2020	Extraction Oil & Gas, Inc.	1558	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
64	GREELEY CAR WASHES LLC 3106 W EISENHOWER BOULEVARD LOVELAND, CO 80537	8/14/2020	Extraction Oil & Gas, Inc.	1595	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
65	GREGG NEWBY 16202 COUNTY RD 15 PLATTEVILLE, CO 80651	8/14/2020	Extraction Oil & Gas, Inc.	1318	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
66	HARRY MIDDLEMAS 505 WALNUT AVE GRAND JUNCTION, CO 81501-7437	8/13/2020	Extraction Oil & Gas, Inc.	1230	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
67	HERBERT G ECKAS 5491 WEST 25TH STREET GREELEY, CO 80634	8/14/2020	Extraction Oil & Gas, Inc.	1547	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
68	HERGERT LIMITED PARTNERSHIP NO.3 JOHN LUBITZ, PARTNER OF LEWIS BRISBOIS BISGAARD AND SMITH LLP 1700 LINCOLN STREET SUITE 4000 DENVER, CO 80203	8/14/2020	Extraction Oil & Gas, Inc.	1362	\$ 1,289.85	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
69	ISIDRA HARO AND JOSE MANUEL HARO P.O. BOX 235 GILL, CO 80624	8/13/2020	Extraction Oil & Gas, Inc.	1311	\$ 5,160.76	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
70	JAE A NICKERSON ABIGAIL D NICKERSON 338 N 45 AVE CT GREELEY, CO 80634	8/14/2020	Extraction Oil & Gas, Inc.	1571	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
71	JAMES E & MICHELE I VETTING 2143 45TH AVE GREELEY, CO 80634	8/13/2020	Extraction Oil & Gas, Inc.	1301	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.

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	NAME	DATE FILED	DEBTOR	CLAIM #	CLAIM AMOUNT	REASON FOR DISALLOWANCE
72	JAMES E VETTING 2143 45TH AVE GREELEY, CO 80634	8/13/2020	Extraction Oil & Gas, Inc.	1304	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
73	JANINE COX 578 DEER MEADOW DRIVE LOVELAND, CO 80537	8/17/2020	Extraction Finance Corp.	1627	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
74	JEANNENE M PAGE 1931 14TH STREET GREELEY, CO 80631	8/14/2020	Extraction Oil & Gas, Inc.	1707	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
75	JENNIFER E HUME PO BOX 19227 BOULDER, CO 80308	8/14/2020	Extraction Oil & Gas, Inc.	1526	\$ 500.00	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
76	JESSICA S LUNDSTROM AND BENJAMIN B LUNDSTROM 1836 24TH AVENUE PLACE GREELEY, CO 80634	8/13/2020	Extraction Oil & Gas, Inc.	1237	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
77	JOAQUIN CHAVEZ GONZALEZ ROSALINDA CHAVEZ 1731 26 AVE CT GREELEY, CO 80634	8/13/2020	Extraction Oil & Gas, Inc.	1284	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
78	JOEL FRANKLIN HINZE MARY B HINZE 2802 W 22ND ST RD GREELEY, CO 80634	8/14/2020	Extraction Oil & Gas, Inc.	1633	\$ 8,000.00	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
79	JOHN D BLISS 5725 ST VRAIN ROAD LONGMONT, CO 80503	8/14/2020	Extraction Oil & Gas, Inc.	1710	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
80	JOHN D ROOT CARRIE V ROOT 229 ORILLA DEL LAGO FORT COLLINS, CO 80524	8/14/2020	Extraction Oil & Gas, Inc.	1445	\$ 8,507.74	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
81	JOHN JOSEPH REALE 2821 S 2700 EAST SALT LAKE CITY, UT 84109	8/13/2020	Extraction Oil & Gas, Inc.	1227	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
82	JOHN PHILLIP RUCKER 211 E MALLARD DR, UNIT 110 BOISE, ID 83706-6603	8/14/2020	Extraction Oil & Gas, Inc.	1694	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.

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NAME	DATE FILED	DEBTOR	CLAIM #	CLAIM AMOUNT	REASON FOR DISALLOWANCE
83 JON D. HERGERT JOHN LUBITZ, PARTNER OF LEWIS BRISBOIS BISGAARD AND SMITH 1731 POMEROY ROAD ARROYO GRANDE, CA 93420	8/14/2020	Extraction Oil & Gas, Inc.	1357	\$ 623.42	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
84 JRPW CONSTRUCTION COMPANY 4 ALLES DR GREELEY, CO 80631	8/13/2020	Extraction Oil & Gas, Inc.	1223	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
85 KENNETH C SAWYER III MARY PRESLEY SAWYER JT 245 DAHLIA ST DENVER, CO 80220	8/14/2020	Extraction Oil & Gas, Inc.	1567	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
86 KENNETH J WEIGEL 730 EAST 3RD ST EATON, CO 80615	8/13/2020	Extraction Oil & Gas, Inc.	1292	\$ 1,085.42*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
87 KIMBERLY KENNEDY-TYLER 463 PECAN CREEK RD DENTON, TX 76207	8/13/2020	Extraction Oil & Gas, Inc.	1255	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
88 LARRY E ROSS BETTE J ROSS JT P.O. BOX 877 ROUNDUP, MT 59072	8/15/2020	Extraction Oil & Gas, Inc.	1715	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
89 LAURA D KEISS AND AMBER JACKSON 3022 SUNSET DR EVANS, CO 80620	8/13/2020	Extraction Oil & Gas, Inc.	1309	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
90 LINDA A CARLSON DYNASTY TRUST 1013 UNION AVENUE NORTH PLATTE, NE 69101	8/14/2020	Extraction Oil & Gas, Inc.	1654	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
91 LINDA SCHIEBEL 1223 W 62ND ST S NEWTON, IA 50208	8/15/2020	Extraction Oil & Gas, Inc.	1724	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
92 LUCIE A BLANCHARD 311 BROOKHAVEN DRIVE YOUNGSVILLE, LA 70592	8/14/2020	Extraction Oil & Gas, Inc.	1566	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.

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NAME	DATE FILED	DEBTOR	CLAIM #	CLAIM AMOUNT	REASON FOR DISALLOWANCE
93 MARCUS PACHNER LVG TR DTD8/31/17 MARCUS PACHNER 4700 EAST 6TH AVENUE PARKWAY DENVER, CO 80220-5031	8/14/2020	Extraction Oil & Gas, Inc.	1288	\$ 25,000.00*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
94 MARDI LEE STEEN RANDLE AKA MARDI STEEN RANDLE AKA MARDI L RANDLE PO BOX 336302 GREELEY, CO 80633	8/14/2020	Extraction Oil & Gas, Inc.	1716	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
95 MARGARET GEYER 3718 MARINER LANE FORT COLLINS, CO 80525	8/14/2020	8 North, LLC	1395	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
96 MARGARET R GREEN 1660 46TH AVENUE CT GREELEY, CO 80634-3284	8/14/2020	Extraction Oil & Gas, Inc.	1396	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
97 MARILYN FRANCES WHITE 1916 DILMONT AVE GREELEY, CO 80631	8/14/2020	Extraction Oil & Gas, Inc.	1666	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
98 MARY ELLEN DOUKAKIS REV TRUST DTD 10.6.2008 MARY E & RICHARD M DOUKAKIS JR CO-TTEES 10213 SOUTH FAIRGATE WAY HIGHLANDS RANCH, CO 80126	8/14/2020	Extraction Oil & Gas, Inc.	1647	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
99 MARY K CLARKE-JONES TTEE MARY K CLARKE-JONES TR UA DTD 1/21/05 1516 71ST AVENUE GREELEY, CO 80634	8/14/2020	Extraction Oil & Gas, Inc.	1390	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
100 MATTHEW T. HERGERT JOHN LUBITZ, PARTNER OF LEWIS BRISBOIS BISGAARD AND SMITH LLP 1700 LINCOLN STREET, SUITE 4000 DENVER, CO 80203	8/14/2020	Extraction Oil & Gas, Inc.	1346	\$ 623.42	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
101 MICHELE I VETTING 2143 45TH AVE GREELEY, CO 80634	8/13/2020	Extraction Oil & Gas, Inc.	1303	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
102 MJ WATER WORKS LLC 2143 45TH AVENUE GREELEY, CO 80634	8/13/2020	Extraction Oil & Gas, Inc.	1300	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.

Extraction Oil & Gas, Inc. 20-11548
Ninth Omnibus Objection
Exhibit 1 - No Liability Royalty Claims

	NAME	DATE FILED	DEBTOR	CLAIM #	CLAIM AMOUNT	REASON FOR DISALLOWANCE
103	NANCY REALE VOAKE 2610 BOLEYN DR COLORADO SPRINGS, CO 80920	8/14/2020	Extraction Finance Corp.	1369	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
104	NATHANIEL G WICKHAM SUSAN E WICKHAM 1910 14TH AVENUE GREELEY, CO 80631-5354	8/14/2020	Extraction Oil & Gas, Inc.	1334	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
105	NEAL J NEWBY 6217 GREEN MEADOW DR CHEYENNE, WY 82001	8/13/2020	Extraction Oil & Gas, Inc.	1256	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
106	OMNI ENERGIES 1434 BASELINE RD BOULDER, CO 80302	8/14/2020	Extraction Oil & Gas, Inc.	1704	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
107	PATRICK L MCNEAR 34499 WCR 31 GREELEY, CO 80631	8/14/2020	Extraction Oil & Gas, Inc.	1516	\$ 400,000.00*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
108	PAULETTE L HAGGAN 3822 W 11TH ST UNIT 37 GREELEY, CO 80634	8/14/2020	Extraction Oil & Gas, Inc.	1680	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
109	PERRY THORNTON LLC ROBERT PERRY 6500 S. QUEBEC, SUITE 300 ENGLEWOOD, CO 80111	8/14/2020	Extraction Oil & Gas, Inc.	1387	\$ 4,443.83	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
110	PRAIRIE VIEW PROPERTIES LLC 326 COTTONWOOD AVE EATON, CO 80615	8/14/2020	Extraction Oil & Gas, Inc.	1626	\$ 6,000.00	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
111	R&R ENTERPRISES LLC PO BOX 336926 GREELEY, CO 80633	8/14/2020	Extraction Oil & Gas, Inc.	1593	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
112	REED MOHRMAN 1212 10TH AVE GREELEY, CO 80631-3816	8/14/2020	Extraction Oil & Gas, Inc.	1541	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
113	RICKEY LEE WIGGETT 463 E 18TH STREET GREELEY, CO 80631	8/14/2020	Extraction Oil & Gas, Inc.	1327	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.

Extraction Oil & Gas, Inc. 20-11548
Ninth Omnibus Objection
Exhibit 1 - No Liability Royalty Claims

NAME	DATE FILED	DEBTOR	CLAIM #	CLAIM AMOUNT	REASON FOR DISALLOWANCE
114 ROBERT DEAN KITTLE 5848 WATERFRONT DRIVE FORT COLLINS, CO 80524	8/15/2020	Extraction Oil & Gas, Inc.	1721	\$ 45,000.00	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
115 ROBERT E SMITH TRUST 111 5TH RD NE FAIRFIELD, MT 59436	8/15/2020	Extraction Oil & Gas, Inc.	1722	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
116 ROBERT JAMES MITCHELL AND JESSICA ALICE MITCHELL JOINT TENANTS 89 FLAT IRON LN SEVERANCE, CO 80550-2646	8/14/2020	Extraction Oil & Gas, Inc.	1656	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
117 ROBERT MICHAEL DAVIS AND ELIZABETH DAVIS JTS 22327 COUNTY ROAD 3 BERTHOUD, CO 80513-9110	8/14/2020	Extraction Oil & Gas, Inc.	1695	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
118 RODNEY L COBLE AND DONNA L COBLE 910 41 AVENUE GREELEY, CO 80634	8/14/2020	Extraction Oil & Gas, Inc.	1402	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
119 ROGER G. TARRAS AND LYNNE J. TARRAS PO BOX 25201 SILVERTHORNE, CO 80497-5201	8/14/2020	Extraction Oil & Gas, Inc.	1322	\$ 1,094.80	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
120 RONALD ORTEGA 308 13TH AVENUE GREELEY, CO 80631	8/14/2020	Extraction Oil & Gas, Inc.	1538	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
121 RUBY DEE GUTIERREZ-CARRIER 1075 DELTA DRIVE, UNIT C LAFAYETTE, CO 80026	8/13/2020	Extraction Oil & Gas, Inc.	1310	\$ 2,474.30	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
122 RUTH ORTEGA PACHECO 308 13TH AVE GREELEY, CO 80631	8/14/2020	Extraction Oil & Gas, Inc.	1534	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
123 SASCO ENTERPRISES, LLC 326 COTTONWOOD AVE EATON, CO 80615	8/14/2020	Extraction Oil & Gas, Inc.	1708	\$ 70,000.00	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
124 SHARON EILEEN BRANDT 1311 WHISPERING PINES DRIVE HOUSTON, TX 77055	8/17/2020	Extraction Oil & Gas, Inc.	1676	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.

Extraction Oil & Gas, Inc. 20-11548
Ninth Omnibus Objection
Exhibit 1 - No Liability Royalty Claims

	NAME	DATE FILED	DEBTOR	CLAIM #	CLAIM AMOUNT	REASON FOR DISALLOWANCE
125	SHERROD FAMILY LLC 2412 ELMHURST PLACE LONGMONT, CO 80503	8/14/2020	Extraction Oil & Gas, Inc.	1728	\$ 15,000.00*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
126	SHERRON A BRUNNER 505 TRAILWOOD CIRCLE WINDSOR, CO 80550	8/4/2020	Extraction Oil & Gas, Inc.	1305	\$ 2,741.74	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
127	ST. PAULS CONGREGATION CHURCH OF GREELY JOHN LUBITZ, PARTNER OF LEWIS BRISBOIS BISGAARD AND SMITH LLP 1700 LINCOLN STREET, SUITE 4000 DENVER, CO 80203	8/14/2020	Extraction Oil & Gas, Inc.	1367	\$ 1,521.52	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
128	STACIE LOUCKS LIVING TRUST DTD 8/31/17 STACIE LOUCKS 4700 EAST 6TH AVENUE PARKWAY DENVER, CO 80220-5031	8/14/2020	Extraction Oil & Gas, Inc.	1431	\$ 50,000.00*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
129	STEPHANIE BARRON 515 E CARAMILLO ST COLORADO SPRINGS, CO 80907	8/14/2020	Extraction Oil & Gas, Inc.	1380	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
130	SUSAN PETERSON 2404 BROOKWOOD DRIVE FORT COLLINS, CO 80525	8/13/2020	Extraction Oil & Gas, Inc.	1252	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
131	SUSAN ANN WIGGETT SUSAN ANN 463 E 18TH ST GREELEY, CO 80631-6024	8/14/2020	Extraction Oil & Gas, Inc.	1331	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
132	SUSAN DAIGLE 3405 W 16TH ST, UNIT 88 GREELEY, CO 80634	8/14/2020	Extraction Oil & Gas, Inc.	1394	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
133	SUSAN G KRUMMREI 1660 46TH AVE CT GREELEY, CO 80634	8/14/2020	Extraction Oil & Gas, Inc.	1383	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
134	T VICTOR NELSON AND BARBARA L NELSON LOVING TRUST 14110 W 70TH DRIVE ARVADA, CO 80004	8/14/2020	Extraction Oil & Gas, Inc.	1640	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.

* - Indicates claim contains unliquidated and/or undetermined amounts

Extraction Oil & Gas, Inc. 20-11548
Ninth Omnibus Objection
Exhibit 1 - No Liability Royalty Claims

	NAME	DATE FILED	DEBTOR	CLAIM #	CLAIM AMOUNT	REASON FOR DISALLOWANCE
135	TED E WHITMORE 4646 S DILLON COURT UNIT A AURORA, CO 80015	8/13/2020	Extraction Oil & Gas, Inc.	1263	\$ 95,040.40	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
136	THE BROADLANDS VENTANA ENCLAVE SUBASSOCIATION, INC. C/O VISTA MANAGEMENT 8700 TURNPIKE DR., SUITE 230 WESTMINSTER, CO 80031	8/14/2020	Extraction Oil & Gas, Inc.	1388	\$ 4,500.00	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
137	THE JOHNSON/BROOKS LIVING TRUST U/A FEB 27 2015 SCOTT CHRISTOPHER JOHNSON LESLEY CLARK BROOKS 1874 26TH AVE GREELEY, CO 80634	8/14/2020	Extraction Oil & Gas, Inc.	1689	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
138	THE VILLAGE AT THE BROADLANDS HOMEOWNERS ASSOCIATION C/O VISTA MANAGEMENT ASSOCIATES 8700 TURNPIKE DRIVE, #230 WESTMINSTER, CO 80031	8/14/2020	Extraction Oil & Gas, Inc.	1385	\$ 19,000.00	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
139	THF PRAIRIE CENTER DEVELOPMENT LLC ATTN DAVID P. PRIMACK, ESQ. MCELROY, DEUTSCH, MULVANEY & CARPENTER, LLP 300 DELAWARE AVENUE, STE.770 WILMINGTON, DE 19801	8/14/2020	Extraction Oil & Gas, Inc.	1418	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
140	TINA VALENTIE 317 21ST AVENUE PLACE GREELEY, CO 80631	8/14/2020	Extraction Oil & Gas, Inc.	1619	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
141	VERONICA R ELKINS 1765 29TH AVENUE COURT GREELEY, CO 80634	8/15/2020	Extraction Oil & Gas, Inc.	1706	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
142	VIVIAN L WEST 95131 VANCE KNOLLS CHAPEL HILL, NC 27517	8/14/2020	Extraction Oil & Gas, Inc.	1376	\$ 0.00	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
143	W DAVID WHEAT KATHRYN S WHEAT 311 NORTH SHORE CIRCLE WINDSOR, CO 80550	8/14/2020	Extraction Oil & Gas, Inc.	1509	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.

Extraction Oil & Gas, Inc. 20-11548
Ninth Omnibus Objection
Exhibit 1 - No Liability Royalty Claims

	NAME	DATE FILED	DEBTOR	CLAIM #	CLAIM AMOUNT	REASON FOR DISALLOWANCE
144	WASH ME CAR WASHES LLC - EVANS 3106 W EISENHOWER BLVD LOVELAND, CO 80537	8/14/2020	Extraction Oil & Gas, Inc.	1473	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
145	WESTLAKE OFFICE PLAZA, LLC DEAN M DINNER 9800 N 50TH ST. PARADISE VALLEY, AZ 85253	8/14/2020	Extraction Oil & Gas, Inc.	1464	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
146	WILDGRASS TOWNHOUSE SUBASSOCIATION NANCY KLENK C/O MSI LLC 11002 BENSTON ST WESTMINSTER, CO 80020	8/12/2020	Extraction Oil & Gas, Inc.	1269	\$ 32,109.11	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
147	WILLIAM C KLINE AND DEBORAH M KLINE 8575 BLACKWOOD DRIVE WINDSOR, CO 80550	8/17/2020	Extraction Oil & Gas, Inc.	1692	\$ 100.00	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
148	WILLIAM P GRANT 3122 GREENSBOROUGH DRIVE HIGHLANDS RANCH, CO 80129	8/15/2020	Extraction Oil & Gas, Inc.	1726	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
149	WILLIAM R AND KATHY A DILKA 1938 DILMONT AVE GREELEY, CO 80631	8/14/2020	Extraction Oil & Gas, Inc.	1673	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
150	WILSON ROYALTIES LLC 1250 NE LOOP 410, # 235 SAN ANTONIO, TX 78209	8/13/2020	Extraction Oil & Gas, Inc.	1315	Undetermined*	The Debtors have no liability on their books and records for royalty or any other claim. All prepetition claims have been paid in full.
TOTAL					\$ 1,079,981.59*	

Exhibit B

Declaration of Thomas Behnke

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

In re:

EXTRACTION OIL & GAS, INC. *et al.*,¹

Reorganized Debtors.

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Chapter 11

Case No. 20-11548 (CSS)

(Jointly Administered)

**DECLARATION OF THOMAS BEHNKE
IN SUPPORT OF REORGANIZED DEBTORS' NINTH OMNIBUS
(SUBSTANTIVE) OBJECTION TO CERTAIN NO LIABILITY
CLAIMS PURSUANT TO SECTION 502(b) OF THE BANKRUPTCY CODE,
BANKRUPTCY RULES 3003 AND 3007, AND BANKRUPTCY LOCAL RULE 3007-1**

I, Thomas Behnke, pursuant to 28 U.S.C. § 1746, declare:

1. I am a Managing Director at Alvarez & Marsal North America, LLC ("A&M"), restructuring advisors to the above-captioned reorganized debtors (the "Reorganized Debtors"). I, along with my colleagues at A&M, have been engaged by the Reorganized Debtors to provide various restructuring and financial services.

2. As part of my current position, I am responsible for certain claims management and reconciliation matters. I am generally familiar with the Reorganized Debtors' day-to-day operations, financing arrangements, business affairs, and books and records that reflect, among other things, the Reorganized Debtors' liabilities and the amount thereof owed to their creditors as of the Petition Date.

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.

3. I have read the *Reorganized Debtors' Ninth Omnibus (Substantive) Objection to Certain No Liability Claims Pursuant to Section 502(b) of the Bankruptcy Code, Bankruptcy Rules 3003 and 3007, and Bankruptcy Local Rule 3007-1* (the "Objection"),² and am directly, or by and through other personnel or representatives of the Reorganized Debtors, familiar with the information contained therein, including the Proposed Order and the exhibits attached thereto.

4. To the best of my knowledge, information, and belief, insofar as I have been able to ascertain after reasonable inquiry, considerable resources and time have been expended in reviewing and reconciling the proofs of claim filed pending against the Reorganized Debtors in these chapter 11 cases. The claims were carefully reviewed and analyzed in good faith utilizing due diligence by the appropriate personnel. These efforts resulted in the identification of the Disputed Claims.

5. I am authorized to submit this declaration (the "Declaration") in support of the Objection. All matters set forth in this Declaration are based on: (a) my personal knowledge; (b) my review of relevant documents or the review by the Reorganized Debtors or my A&M team members of such documents; (c) my view, based on my experience and knowledge of the Reorganized Debtors and the Reorganized Debtors' operations, books and records, and personnel; (d) information supplied to me by the Reorganized Debtors and by others at the Reorganized Debtors' request; or (e) as to matters involving United States bankruptcy law or rules or other applicable laws, my reliance on the advice of counsel or other advisors to the Reorganized Debtors. If called upon to testify, I could and would testify competently to the facts set forth herein.

6. The information contained on Exhibit 1 to the Proposed Order is true and correct to the best of my knowledge.

² All capitalized terms used but otherwise not defined herein shall have the meanings set forth in the Objection.

7. In evaluating the Disputed Claims, the Reorganized Debtors and/or their advisors have thoroughly reviewed the Reorganized Debtors' books and records and the relevant proofs of claim, as well as the supporting documentation provided by each claimant, if any, and have determined that the Reorganized Debtors have no record of any liability on account of the No Liability Claims identified in Exhibit 1 to the Proposed Order. Accordingly, to prevent the applicable claimants from receiving an unwarranted recovery, I believe that disallowance of the No Liability Claims in their entirety is appropriate.

8. The No Liability Claims listed on Exhibit 1 to the Proposed Order consist of claims asserted by royalty owners or contract counterparties pursuant to oil, natural gas, or mineral agreements with the Reorganized Debtor.³ In connection with those assets, the Reorganized Debtors were obligated to remit to the lessors and potentially other parties their share of revenue from producing wells (the "Royalties") pursuant to the terms of the applicable lease or other operative documents. However, for the reasons described herein and on Exhibit 1 to the Proposed Order, the amount asserted in each of the No Liability Claims is not a valid liability of the Reorganized Debtors and the claimants asserting these claims are not entitled to payment from the Reorganized Debtors on account of their royalty interests.

³ Although some of the filed proofs of claim reflected in Exhibit 1 do not explicitly state that such claims are for royalties, the Reorganized Debtors have obtained support to confirm that such claims are indeed royalty claims.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct to the best of my knowledge and belief.

Executed on March 16, 2021

/s/ Thomas Behnke

Thomas Behnke

Managing Director

Alvarez and Marsal North America, LLC