

**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 Nos.: 1665, 1703, 1704, 1714,
)	1719, 1727, 1777, 1779, 1787, 1788, 1790,
)	1794, 1795, 1801, 1802, and 1905
_____)	

**OMNIBUS ORDER
GRANTING FINAL FEE APPLICATIONS
OF PROFESSIONALS FOR ALLOWANCE AND PAYMENT
OF COMPENSATION FOR PROFESSIONAL SERVICES RENDERED
AND FOR REIMBURSEMENT OF ACTUAL AND NECESSARY EXPENSES**

Upon consideration of each final application (each, a “Final Application” and, collectively, the “Final Applications”) [Docket Nos. 1665, 1703, 1704, 1714, 1719, 1727, 1777, 1779, 1787, 1788, 1790, 1794, 1795, 1801, and 1802] of the professionals (each, an “Applicant” and, collectively, the “Applicants”) listed on **Exhibit A** attached hereto, seeking allowance of final compensation for professional services rendered and reimbursement of actual and necessary expenses incurred during the period on each of the respective Final Applications (the “Final Fee Period”), pursuant to sections 330(a) and 331 of title 11 of the United States Code (the “Bankruptcy Code”) and rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”); and the Court having reviewed and considered the Final Applications; and the Court finding that:

(a) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; (b) notice of

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.

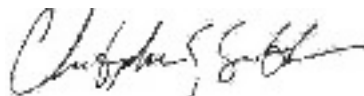


the Final Applications and opportunity for a hearing thereon was adequate under the circumstances; and (c) all persons with standing have been afforded the opportunity to be heard on the Final Applications; and upon the full record of all proceedings in these cases; and sufficient cause having been shown therefor,

IT IS HEREBY ORDERED THAT:

1. The Final Applications are **GRANTED** and **APPROVED** as set forth herein.
2. Each of the Applicants is allowed compensation for services rendered during the Final Fee Period and reimbursement for actual and necessary expenses incurred during the Final Fee Period in the amounts set forth on **Exhibit A** hereto, including any and all holdbacks.
3. The above-captioned post-effective date debtor and its affiliated post-effective date debtors are authorized to pay each of the Applicants one-hundred percent (100%) of any and all fees and one-hundred percent (100%) of any and all expenses listed on **Exhibit A** hereto that have not yet been paid in satisfaction of the allowed fees for services rendered and expenses incurred during the Final Fee Period.
4. This Order shall be deemed a separate order with respect to each of the Final Applications. Any stay of this Order pending appeal with respect to any one Applicant shall only apply to the particular Applicant that is the subject of such appeal, and shall not operate to stay the applicability and/or finality of this Order with respect to any other of the Applicants.
5. This Order shall be effective immediately upon its entry.
6. This Court shall retain jurisdiction over all matters arising from or related to the interpretation or implementation of this Order.

Dated: April 13th, 2021
Wilmington, Delaware



CHRISTOPHER S. SONTCHI
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT A

Applicant	Role in Case	Final Fee Period	Fees Requested	Expenses Requested	Fees Approved	Expenses Approved	Total Amount Approved
Kirkland & Ellis LLP and Kirkland & Ellis International LLP [Docket No. 1795]	Counsel to the Debtors	6/14/20 - 12/23/20	\$15,928,690.00	\$836,381.29	\$15,928,690.00	\$836,381.29	\$16,765,071.29
Whiteford, Taylor & Preston LLC [Docket No. 1790]	Co-Counsel to the Debtors	6/14/20 - 12/23/20	\$2,594,045.50	\$53,049.26	\$2,594,045.50	\$53,049.26	\$2,647,094.76
Alvarez & Marsal North America, LLC [Docket No. 1779]	Restructuring Advisors to the Debtors	6/14/20 - 12/23/20	\$8,960,385.00	\$4,804.96	\$8,960,385.00	\$4,804.96	\$8,965,189.96
Deloitte Tax LLP [Docket No. 1714]	Tax Services Provider to the Debtor	6/14/20 - 12/31/20	\$424,388.50	\$0.00	\$424,388.50	\$0.00	\$424,388.50
Kurtzman Carson Consultants LLC [Docket No. 1719]	Administrative Advisor to the Debtors	6/14/20 - 12/23/20	\$711,698.52	\$0.00	\$711,698.52	\$0.00	\$711,698.52
Moelis & Company LLC [Docket No. 1703]	Investment Banker to the Debtors	6/14/20 - 12/23/20	\$12,450,000.00	\$91,483.18	\$12,450,000.00	\$91,483.18	\$12,541,483.18

Petrie Partners Securities LLC [Docket No. 1704]	Investment Banker to the Debtors	6/14/20 - 12/23/20	\$4,150,000.00	\$40,077.58	\$4,150,000.00	\$40,077.58	\$4,190,077.58
PricewaterhouseCoopers LLP [Docket No. 1801]	Independent Audit Services Provider to the Debtors	6/30/20 - 12/23/20	\$863,633.80	\$0.00	\$863,633.80	\$0.00	\$863,633.80
Protiviti Inc. [Docket No. 1665]	Internal Control Servicer to the Debtors	8/3/20 - 12/23/20	\$104,724.00	\$0.00	\$104,724.00	\$0.00	\$104,724.00
Stout Risius Ross, LLC [Docket No. 1794]	Valuation Advisor to the Debtors	9/2/20 - 12/23/20	\$57,137.50	\$2,142.65	\$57,137.50	\$2,142.65	\$59,280.15
Riverson Consulting [Docket No. 1727]	Accounting Support Services to the Debtors	7/24/20 - 12/23/20	\$427,501.98	\$0.00	\$427,501.98	\$0.00	\$427,501.98
Stroock & Stroock & Lavan LLP [Docket No. 1802]	Lead Counsel to the Official Committee of Unsecured Creditors	7/1/20 - 1/20/21	\$5,002,470.00	\$37,774.93	\$5,002,470.00	\$37,774.93	\$5,040,244.93
Cole Schotz P.C. [Docket No. 1787]	Delaware Co-Counsel to the Official Committee of Unsecured Creditors	7/2/20 - 1/20/21	\$379,552.00	\$12,383.73	\$379,552.00	\$12,383.73	\$391,935.73

AlixPartners, LLP [Docket No. 1777]	Financial Advisor to the Official Committee of Unsecured Creditors	7/2/20 - 12/23/20	\$3,769,792.50	\$10,773.32	\$3,769,792.50	\$10,773.32	\$3,780,565.82
Greenhill & Co., LLC [Docket No. 1788]	Investment Banker to the Official Committee of Unsecured Creditors	7/2/20 - 1/19/21	\$3,373,361.79	\$781.14	\$3,373,361.79	\$781.14	\$3,374,142.93
TOTAL			\$59,197,381.09	\$1,089,652.04	\$59,197,381.09	\$1,089,652.04	\$60,287,033.13