

Fill in this information to identify the case

United States Bankruptcy Court for the

Southern District of Texas (State)

Case number (If known): Chapter 11

Check if this is an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

04/16

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, Instructions for Bankruptcy Forms for Non-Individuals, is available.

1. Debtor's name Halcón Resources Corporation

2. All other names debtor used in the last 8 years RAM Energy Resources, Inc.

Include any assumed names, trade names, and doing business as names

3. Debtor's federal Employer Identification Number (EIN) 20-0700684

4. Debtor's address Principal place of business Mailing address, if different from principal place of business

1000 Louisiana Street Number Street

Suite 1500

Houston Texas 77002 City State ZIP Code

Harris County

Number Street

P.O. Box

City State ZIP Code

Location of principal assets, if different from principal place of business

Number Street

City State ZIP Code

5. Debtor's website (URL) www.halconresources.com

6. Type of debtor [X] Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP)) [] Partnership (excluding LLP) [] Other. Specify:



7. Describe debtor's business

A. Check one:

- Health Care Business (as defined in 11 U.S.C. § 101(27A))
- Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- Railroad (as defined in 11 U.S.C. § 101(44))
- Stockbroker (as defined in 11 U.S.C. § 101(53A))
- Commodity Broker (as defined in 11 U.S.C. § 101(6))
- Clearing Bank (as defined in 11 U.S.C. § 781(3))
- None of the above

B. Check all that apply:

- Tax- entity (as described in 26 U.S.C. § 501)
- Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
- Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

2111 (Oil and Gas Extraction)

8. Under which chapter of the Bankruptcy Code is the debtor filing?

Check one:

- Chapter 7
- Chapter 9

Chapter 11. Check all that apply:

- Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,566,050 (amount subject to adjustment on 4/01/19 and every 3 years after that).
- The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- A plan is being filed with this petition.
- Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

No

Yes

District Delaware When 07/27/2016 Case number 16-11724

MM/ DD/ YYYY

District _____ When _____ Case number _____

MM / DD/ YYYY

If more than 2 cases, attach a separate list.

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

No

Yes

Debtor See Schedule 1 Relationship See Schedule 1

District See Schedule 1 When See Schedule 1

Case number, if known _____ MM / DD/ YYYY

List all cases. If more than 1, attach a separate list.

11. Why is the case filed in this district?

Check all that apply:

- Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

- No
- Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

- It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard? _____

- It needs to be physically secured or protected from the weather.
- It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

- Other _____

Where is the property?

Number Street

City State ZIP Code

Is the property insured?

- No
- Yes. Insurance agency

Contact Name _____

Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

- Funds will be available for distribution to unsecured creditors.
- After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

14. Estimated number of creditors (on a consolidated basis)

- 1-49
- 50-99
- 100-199
- 200-999
- 1,000-5,000
- 5,001-10,000
- 10,001-25,000
- 25,001-50,000
- 50,001-100,000
- More than 100,000

15. Estimated assets (on a consolidated basis)

- \$0-\$50,000
- \$50,001-\$100,000
- \$100,001-\$500,000
- \$500,001-\$1 million
- \$1,000,001-\$10 million
- \$10,000,001-\$50 million
- \$50,000,001-\$100 million
- \$100,000,001-\$500 million
- \$500,000,001-\$1 billion
- \$1,000,000,001-\$10 billion
- \$10,000,000,001-\$50 billion
- More than \$50 billion

16. Estimated liabilities (on a consolidated basis)

- \$0-\$50,000
- \$50,001-\$100,000
- \$100,001-\$500,000
- \$500,001-\$1 million
- \$1,000,001-\$10 million
- \$10,000,001-\$50 million
- \$50,000,001-\$100 million
- \$100,000,001-\$500 million
- \$500,000,001-\$1 billion
- \$1,000,000,001-\$10 billion
- \$10,000,000,001-\$50 billion
- More than \$50 billion

Request for Relief, Declaration, and Signatures

WARNING – Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

- The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.
- I have been authorized to file this petition on behalf of the debtor.
- I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 08/07/2019
MM/ DD /YYYY

✕ /s/ Albert S. Conly Albert S. Conly
Signature of authorized representative of debtor Printed name

Chief Restructuring Officer
Title

18. Signature of attorney

✕ /s/ Alfredo R. Pérez Date 08/07/2019
Signature of attorney for debtor MM / DD / YYYY

Alfredo R. Pérez Gary T. Holtzer
Printed Name

Weil, Gotshal & Manges LLP Weil, Gotshal & Manges LLP
Firm Name

700 Louisiana Street, Suite 1700 767 Fifth Avenue
Address

Houston, Texas 77002 New York, New York 10153
City/State/Zip

(713) 546-5000 (212) 310-8000
Contact Phone

alfredo.perez@weil.com gary.holtzer@weil.com
Email Address

15776275 Texas
Bar Number State

Schedule 1**Pending Bankruptcy Cases Filed by the Debtor and Affiliates of the Debtor**

On the date hereof, each of the affiliated entities listed below (collectively, the “**Debtors**”) filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code in the United States Bankruptcy Court for the Southern District of Texas. The Debtors have filed a motion requesting that the chapter 11 cases of these entities be consolidated for procedural purposes only and jointly administered pursuant to Rule 1015(b) of the Federal Rules of Bankruptcy Procedure.

COMPANY
Halcón Resources Corporation
Halcón Resources Operating, Inc.
Halcón Holdings, Inc.
Halcón Energy Properties, Inc.
Halcón Permian, LLC
Halcón Field Services, LLC
Halcón Operating Co., Inc.

Official Form 201A (12/15)

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:	§	
	§	Chapter 11
HALCÓN RESOURCES CORPORATION	§	
	§	Case No. 19-_____ (___)
	§	
Debtor.	§	
	§	

**Attachment to Voluntary Petition for Non-Individuals Filing for
Bankruptcy under Chapter 11**

1. If any of the debtor’s securities are registered under Section 12 of the Securities Exchange Act of 1934, the SEC file number is 001-35467.

2. The following financial data is the latest available information and refers to the debtor’s condition on March 31, 2019.

a. Total assets	\$1,798,838,000		
b. Total debts (including debts listed in 2.c., below)	\$945,175,000		
c. Debt securities held by more than 500 holders			Approximate number of holders:
secured <input type="checkbox"/> unsecured <input checked="" type="checkbox"/> subordinated <input type="checkbox"/>	\$625 million in <u>6.75% Senior Notes</u>		<u>600</u>
d. Number of shares of preferred stock	N/A		
e. Number of shares common stock	1,000,000,000 shares of \$0.0001 par value authorized; 164,320,437 outstanding		

Comments, if any: _____

3. Brief description of debtor’s business: Halcón Resources Corporation, along with its debtor affiliates, is an independent energy company focused on the acquisition, production, exploration and development of onshore liquids-rich oil and natural gas assets in the United States. During 2017, the Debtors acquired certain property in the Delaware Basin and divested their assets located in the Williston Basin in North Dakota and in the El Halón area of East Texas. As a result, the Debtors’ properties and drilling activities are currently focused in the Delaware Basin.

4. List the names of any person who directly or indirectly owns, controls, or holds, with power to vote, 5% or more of the voting securities of debtor: Ares Management, LLC, Wilks Brothers, State Street Corporation, Oaktree Funds, BlackRock, Inc., Fir Tree Capital Management LP, Dimensional Fund Advisors, and Gen IV Investments.


**CERTIFICATE OF CORPORATE SECRETARY
OF
HALCÓN RESOURCES CORPORATION**

August 6, 2019

I, Leah R. Kasparek, being the duly elected and authorized Corporate Secretary of the entity referenced above, (the “**Company**”), hereby deliver this Certificate of Corporate Secretary on behalf of the Company and do hereby certify, in my capacity as a duly elected and authorized officer of the Company, that I have access to the corporate records of the Company; and

I further certify that attached hereto as Exhibit A is a true, correct, and complete copy of the resolutions duly adopted and approved by the Board of Directors of the Company on August 6, 2019, and that such resolutions (i) have not been amended, rescinded, or modified since their adoption and remain in full force and effect as of the date hereof, and (ii) were adopted in accordance with the provisions of applicable law, the Company’s certificate of incorporation and the Company’s bylaws.

IN WITNESS WHEREOF, the undersigned has executed this certificate as of the 6th day of August 2019.



Leah R. Kasparek
Corporate Secretary

Exhibit A

**RESOLUTIONS OF THE BOARD OF
DIRECTORS OF HALCÓN RESOURCES CORPORATION**

**RESOLUTIONS OF THE
BOARD OF DIRECTORS OF
HALCÓN RESOURCES CORPORATION**

August 6, 2019

WHEREAS, the Board of Directors (the “**Board**”) of Halcón Resources Corporation (the “**Company**”) has reviewed and had the opportunity to ask questions about the materials presented by the management and the legal and financial advisors of the Company regarding the liabilities and liquidity of the Company, the strategic alternatives available to it, and the impact of the foregoing on the Company’s businesses;

WHEREAS, the Board of the Company has had the opportunity to consult with the management and the legal and financial advisors of the Company to fully consider each of the strategic alternatives available to the Company; and

WHEREAS, the Board of the Company believes that taking the actions set forth below is in the best interests of the Company and, therefore, desires to approve the following resolutions.

I. Commencement of Chapter 11 Case

NOW, THEREFORE, BE IT RESOLVED, that the Board of the Company has determined, after due consultation with the management and the legal and financial advisors of the Company, that it is desirable and in the best interests of the Company, its creditors, and other parties in interest that a petition be filed by the Company seeking relief under the provisions of chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”); and be it further

RESOLVED, that any manager, member, officer, or director of the Company (each, an “**Authorized Person**”), in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed to execute and file in the name and on behalf of the Company, and under its corporate seal or otherwise, all plans, petitions, schedules, statements, motions, lists, applications, pleadings, orders, and other documents in the United States Bankruptcy Court for the Southern District of Texas (the “**Bankruptcy Court**”), and, in connection therewith, to employ and retain all assistance by legal counsel, accountants, financial advisors, investment bankers, and other professionals, and to take and perform any and all further acts and deeds which such Authorized Person, who may act without the joinder of any other Authorized Person, deems necessary, proper, or desirable in connection with the Company’s chapter 11 case (the “**Chapter 11 Case**”), including negotiating, executing, delivering, and performing any and all documents, agreements, certificates, and instruments in connection with the transactions and professional retentions set forth in this resolution, with a view to the successful prosecution of such Chapter 11 Case; and be it further

II. Retention of Advisors

RESOLVED, that the law firm of Weil, Gotshal & Manges LLP, located at 767 Fifth Avenue, New York, New York 10153, is hereby retained as attorneys for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

RESOLVED, that FTI Consulting, Inc., located at 1301 McKinney Street, Houston, Texas 77010, is hereby employed and retained to designate a Chief Restructuring Officer and other personnel for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

RESOLVED, that Perella Weinberg Partners, located at 767 Fifth Avenue, New York, New York 10153, is hereby retained as investment banker for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

RESOLVED, that Kurtzman Carson Consultants LLC, located at 1290 Avenue of the Americas, New York, NY 10104, is hereby retained as claims, noticing and solicitation agent for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

III. Debtor-in-Possession Financing

RESOLVED, that in connection with the Chapter 11 Case, it is in the best interest of the Company to engage in, and the Company will obtain benefits from, the lending transactions under a junior secured debtor-in-possession credit facility in an aggregate principal amount of \$35,000,000 (the “**DIP Financing**”) to be evidenced by that certain Junior Secured Debtor-in-Possession Credit Agreement (together with the exhibits and schedules attached thereto, the “**DIP Credit Agreement**”) to be entered into among the Company, as borrower, Wilmington Trust, N.A., as administrative agent (in such capacity, the “**DIP Agent**”), and the lenders from time to time party thereto (the “**DIP Lenders**”), subject to approval by the Bankruptcy Court, which is necessary and appropriate to the conduct, promotion, and attainment of the business of the Company; and be it further

RESOLVED, that the form, terms, and provisions of each of (i) the DIP Credit Agreement, including the use of proceeds to provide liquidity for the Company throughout the Chapter 11 Case, substantially in the form presented to the Board, and (ii) any and all of the other agreements, including, without limitation, any guarantee and security agreement, certificates, documents and instruments authorized, executed, delivered, reaffirmed, verified and/or filed in connection with the DIP Financing (together with the DIP Credit Agreement, collectively, the “**DIP Financing Documents**”), and the Company’s performance of its respective obligations thereunder, including the borrowings, any guarantees and the granting of security interests contemplated thereunder, are hereby, in all respects confirmed, ratified and approved; and be it further

RESOLVED, that any Authorized Person of the Company is hereby authorized, empowered, and directed, in the name and on behalf of the Company, to cause the Company to negotiate and approve the terms, provisions of and performance of, and to prepare, execute and deliver the DIP Financing Documents to which it is a party, in the name and on behalf of the Company under its common seal or otherwise, and such other documents, agreements, instruments and certificates as may be required by the DIP Agent or required by the DIP Financing Documents; and be it further

RESOLVED, that the Company is authorized to guarantee, as applicable, any obligations of any party to the DIP Financing Documents and undertake any and all related transactions contemplated under the DIP Financing Documents including the granting of security thereunder; and be it further

RESOLVED, that any Authorized Person of the Company is hereby authorized to grant security interests in, and liens on, any and all property of the Company as collateral pursuant to the DIP Financing Documents to secure all of the obligations and liabilities of the Company thereunder and the other parties to the DIP Financing Documents to the DIP Lenders and the DIP Agent, and to authorize, execute, verify, file and/or deliver to the DIP Agent, on behalf of the Company, all agreements, documents and instruments required by the DIP Agent and/or the DIP Lenders in connection with the foregoing; and be it further

RESOLVED, that any Authorized Person of the Company is hereby authorized, empowered, and directed, in the name and on behalf of the Company, to take all such further actions, including to pay all fees and expenses, in accordance with the terms of the DIP Financing Documents, which shall, in such Authorized Person's sole judgment, be necessary, proper, or advisable to perform the Company's obligations under or in connection with the DIP Financing Documents and the transactions contemplated therein and to carry out fully the intent of the foregoing resolutions; and be it further

RESOLVED, that any Authorized Person is hereby authorized, empowered, and directed, in the name and on behalf of the Company, to execute and deliver any amendments, supplements, modifications, renewals, replacements, consolidations, substitutions and extensions of the DIP Credit Agreement and/or any of the DIP Financing Documents, which shall, in such Authorized Person's sole judgment, be necessary, desirable, proper or advisable; and be it further

IV. General Authorization and Ratification

RESOLVED, that each Authorized Person be, and each, acting alone, hereby is, authorized, empowered and directed, for and on behalf of the Company to do and perform all such acts and things and enter into, execute, acknowledge, deliver, and file all such certificates, agreements, acknowledgments, instruments, contracts, statements, and other documents and to take such further actions as such Authorized Person may deem necessary or appropriate to effect the intent and accomplish the purposes of the foregoing resolutions, with the taking of any such action by such Authorized Person being conclusive evidence that the same did meet such standards as set forth above; and be it further

RESOLVED, that any and all actions taken by an Authorized Person prior to the date of adoption of the foregoing resolutions, which would have been authorized by the foregoing resolutions but for the fact that such actions were taken prior to such date, be, and each hereby is, ratified, approved, confirmed, and adopted as a duly authorized act of the Company in all respects and for all purposes.

Fill in this information to identify the case:

Debtor name Halcón Resources Corporation

United States Bankruptcy Court for the: Southern District of Texas
(State)

Case number (if known): _____

Check if this is an amended filing

Official Form 204

Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 30 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an *insider*, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 30 largest unsecured claims.

	Name of creditor and complete mailing address including zip code	Name, telephone number, and email address of creditor contact	Nature of claim (for example, trade debt, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim		
					If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1	US Bank N.A. 5555 San Felipe, Suite 1150 Houston, TX 77056	Attn: Eric Le Phone: 704-335-4589 Email: eric.le@usbank.com	Unsecured Debt				\$644,458,280.63
2	Zurich North America (Fidelity & Deposit) Commercial Surety 300 S. Riverside Plz, Ste 2100 Chicago, IL 60606	Attn: Nick Enders CPCU, AFSB, ARM Phone: 312-496-9510 Email: nicholas.enders@zurichna.com	Litigation				\$5,282,091.07
3	Streamline Innovations, Inc. 21252 Gathering Oak Ste 101 San Antonio, TX 78260	Attn: David Sisk Phone: 888-787-6569 Email: Contact@Streamlineinnovations.Com ; Dave.Sisk@Streamlinechemical.Com	Trade Debt				\$5,200,000.00
4	Louisiana Machinery Co. LLC 3799 W Airline Hwy Reserve, LA 70084	Attn: Jason Maurin Phone: 985-536-1121 Fax: 985-536-4549 Email: jason.maurin@louisianacat.com	Trade Debt				\$4,674,285.00
5	WaterBridge Texas Operating LLC 840 Gessner Road, Ste 100 Houston, TX 77024	Attn: Harrison Bolling, General Counsel Phone: 713-454-7022 Email: Harrison.bolling@h20bridge.com	Trade Debt				\$3,997,827.65
6	Precision Drilling Company, LP 10350 Richmond Ave Suite 700 Houston, TX 77042	Attn: Kevin A. Neveu, President and CEO Phone: 713-435-6100 Fax: 713-435-6170 Email: info@precisiondrilling.com	Trade Debt				\$1,847,625.31
7	Seville Industries LLC 16915 W LA Hwy 335 Abbeville, LA 70510	Attn: Wade Dupuis Phone: 337-643-1122 Email: wade@sevilleind.com	Trade Debt				\$1,764,745.60

Debtor Halcón Resources Corporation
Name

Case number (if known)

	Name of creditor and complete mailing address including zip code	Name, telephone number, and email address of creditor contact	Nature of claim (for example, trade debt, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
8	Sealy Land Company Ltd 2014 Commonwealth St Houston, TX 77006	Attn: William E. Pinckard Phone: 713-824-3229 Email: bill@stanton-pinckard.com	Royalty				\$1,640,000.00
9	Pecos County (Texas) 200 S. Nelson Fort Stockton, TX 79735	Attn: Santa S. Acosta Phone: 432-336-3386 Fax: 432-336-3382 Email: santa.acosta@co.pecos.tx.us	Unsecured Tax				\$1,500,000.00
10	Crestwood Permian Basin LLC 811 Main Street Suite 3400 Houston, TX 77002	Attn: Robert G Phillips, President/CEO Phone: 832-519-2200 Fax: 832-519-2250 Email: mark.mitchell@crestwoodlp.com; russell.kovin@crestwoodlp.com	Trade Debt				\$1,407,803.26
11	WellBenders Directional Services, LLC 13901 Hwy 105 W Conroe, TX 77304	Attn: Anthony Batiste Phone: 936-539-9602 Fax: 936-588-0271 Email: anthony@wellbenders.com	Trade Debt				\$1,104,725.40
12	Epic Energy Services LLC 6397 Hwy 77 Odem, TX 78370	Attn: Rebecca Bosworth Phone: 361-222-1226 Email: rbosworth@epicenergyservices.us	Trade Debt				\$709,351.40
13	Alpha Technologies Services 3767 Alpha Way Bellingham, WA 98226	Attn: Drew Zogby, President Phone: 800-322-5742 Fax: 360- 671-4936 Email: alpha@alpha.com	Trade Debt				\$695,412.59
14	Drilling Info Inc 2901 Via Fortuna No 200 Austin, TX 78746	Attn: Jeff Hughes, CEO and President Phone: 888-290-7697 Email: info@drillinginfo.com; jhughes@drillinginfo.com	Trade Debt				\$633,335.31
15	Ward County (Texas) 400 S. Allen Suite 102 P.O. Box 290 Monahans, TX 79756	Attn: Vicki Heflin Phone: 432-943-2546 Fax: 432-943-2745 Email: vicki.heflin@co.ward.tx.us	Unsecured Tax				\$600,000.00
16	Halker Consulting LLC 7936 E Arapahoe Ct Suite 3200 Centennial, CO 80112	Attn: Matthew Halker, President Phone: 303-515-2700 Email: info@halker.com	Trade Debt				\$556,049.98
17	Open Range Field Services, LLC 1503 S. Barnes Street Pampa, TX 79065	Attn: Shane Gaskell Phone: 806-665-0770 Fax: 806-669-2990 Email: shane.gaskell@openrangefs.com	Trade Debt				\$484,311.25

Debtor Halcón Resources Corporation
Name

Case number (if known)

	Name of creditor and complete mailing address including zip code	Name, telephone number, and email address of creditor contact	Nature of claim (for example, trade debt, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
18	Reeves County (Texas) 100 E 4th Street Room 104 P.O. Box 700 Pecos, TX 79772	Attn: Tax Assessor Collector, Rosemary Chabarria Phone: 432-445-5467 Fax: 432-445-5096 Email: rosemary.chabarria@co.reeves.tx.us	Unsecured Tax			\$475,000.00	
19	NRG Business Solutions LLC 804 Carnegie Center Princeton, NJ 08540	Attn: Director or Officer Phone: 609-524-4500 Fax: 609-524-4501	Trade Debt			\$436,907.52	
20	Stellar Drilling Fluids, LLC 3403 Marquart St. Houston, TX 77027	Attn: Mike Davis, President Phone: 832-726-0006 Fax: 979-864-3670	Trade Debt			\$432,640.52	
21	Jacam Chemicals 2013, LLC 205 S. Broadway Sterling, KS 67579	Attn: Gene Zaid, CEO Phone: 620-278-3355 Fax: 620-278-2112 Email: solutions@jacam.com	Trade Debt			\$374,645.51	
22	War Horse Resources, LLC 1008 Melvin Lane Minco, OK 73059	Attn: Danny Ford Phone: 405-239-0923 Email: dford@warhorseresources.com	Trade Debt			\$348,486.67	
23	Rolfson Oil, LLC 124 E Fulton Street Suite 602 Grand Rapids, MI 49503	Attn: Andrew Shaffer, President Phone: 701-204-6663 Fax: 866-772-2067 Email: ashaffer@rolfsonoil.com	Trade Debt			\$336,933.41	
24	National Oilwell DHT, LP 7909 Parkwood Circle Drive Houston, TX 77036	Attn: Clay C. Williams, President Phone: 713-375-3700 Fax: 713-375-3994 Email: clay.williams@nov.com	Trade Debt			\$327,789.17	
25	Apergy ESP Systems, LLC 2445 Technology Forest Blvd Building 4, 12th Floor The Woodlands, TX 77381	Attn: Julia Wright, General Counsel Phone: 281-403-5772 Fax: 281-403-5746 Email: julia.wright@apergy.com	Trade Debt			\$320,468.57	
26	Halliburton Energy Services Inc 3000 N. Sam Houston Pkwy E. Houston, TX 77032	Attn: Jeffre Spaulding, Deputy General Counsel Phone: 281-871-4000 Fax: 281-871-6890 Email: jeff.spaulding@halliburton.com	Trade Debt			\$302,489.10	
27	Royal Oilfield Services LLC 2204 S Bickley Avenue Ste 104A #218 Pecos, TX 79772	Attn: Director or Officer Phone: 432-445-1468 Fax: 432-445-7550	Trade Debt			\$280,974.00	

Debtor Halcón Resources Corporation
Name

Case number (if known)

	Name of creditor and complete mailing address including zip code	Name, telephone number, and email address of creditor contact	Nature of claim (for example, trade debt, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim		
					If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
28	DNOW L.P. 7909 Parkwood Circle Drive Houston, TX 77036	Attn: Director or Officer Phone: 713-375-3700 Fax: 713-375-3994	Trade Debt				\$250,330.89
29	BWS Construction, LLC 1310 East Milam Street Mexia, TX 76667	Attn: David Bates Phone: 254-562-5404 Email: bws_services@yahoo.com	Trade Debt				\$232,445.00
30	A & B Valve & Piping Sys., LLC 7425 Pinemont Drive Ste. 500 Houston, TX 77040	Attn: Mike Monteiro Phone: 713-320-7827 Email: mmonteiro@abvalve.com	Trade Debt				\$231,344.75

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:	§	
	§	Chapter 11
	§	
HALCÓN RESOURCES CORPORATION,	§	
	§	Case No. 19-_____ (___)
	§	
Debtor.	§	
	§	

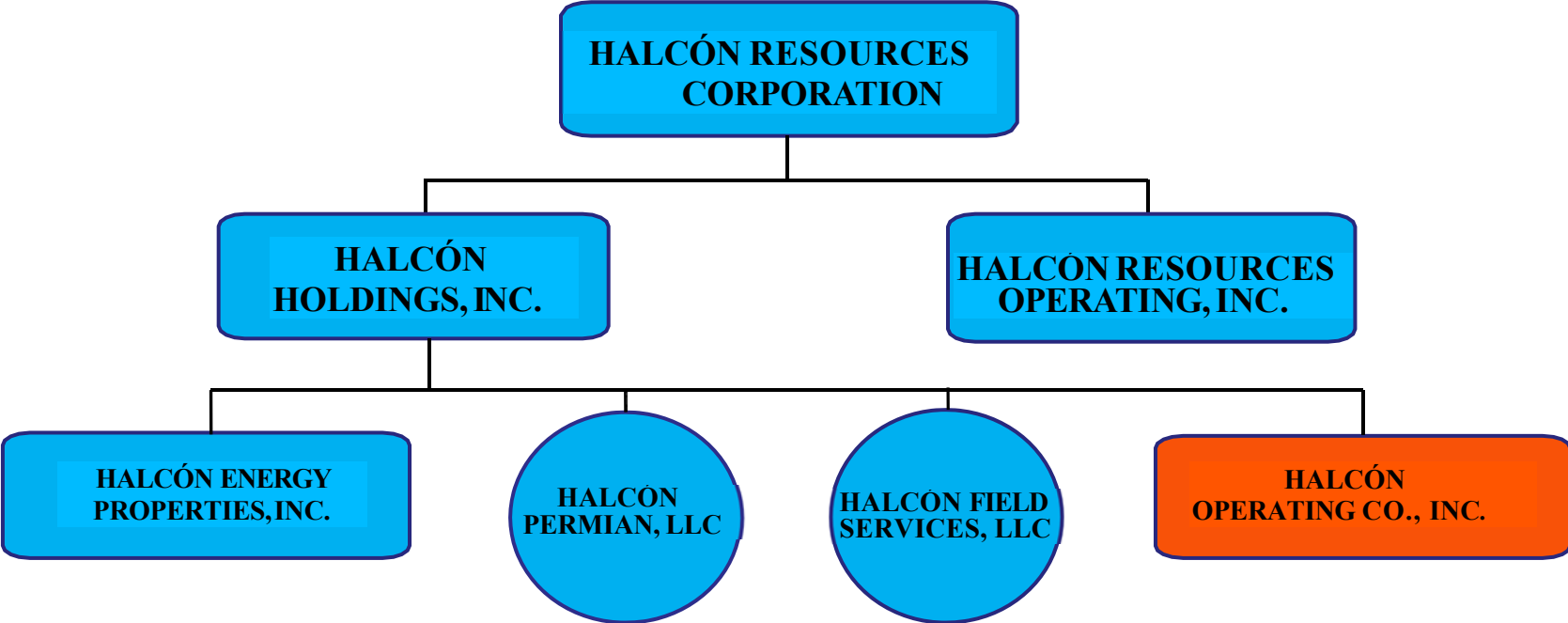
**CONSOLIDATED CORPORATE OWNERSHIP STATEMENT PURSUANT
TO FEDERAL RULES OF BANKRUPTCY PROCEDURE 1007 AND 7007.1**

Pursuant to Federal Rules of Bankruptcy Procedure 1007(a)(1) and 7007.1, attached hereto as **Exhibit A** is an organizational chart reflecting all of the ownership interests in Halcón Resources Corporation (“**Parent**”) and its affiliated debtors, as proposed debtors and debtors in possession (collectively, the “**Debtors**”). The Debtors respectfully represent as follows:

1. Ares Management LLC owns 12.96% of the common stock in Parent. To the best of the Debtors’ knowledge and belief, no other person or entity directly owns 10% or more of common stock in Parent.
2. Parent directly owns 100% of the equity interests in Halcón Holdings, Inc. and Halcón Resources Operating, Inc.
3. Halcón Holdings, Inc. directly owns 100% of the equity interests or membership interests, as applicable, in Halcón Energy Properties, Inc., Halcón Permian, LLC, Halcón Field Services, LLC, and Halcón Operating Co., Inc.

Exhibit A

Organizational Chart



Domestic Jurisdiction:
■ Delaware
■ Texas

Fill in this information to identify the case:

Debtor name: Halcón Resources Corporation
 United States Bankruptcy Court for the Southern District of Texas
 (State)
 Case number (If known): _____

Official Form 202**Declaration Under Penalty of Perjury for Non-Individual Debtors**

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING – Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- Schedule A/B: Assets—Real and Personal Property (Official Form 206A/B)
- Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)
- Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)
- Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)
- Schedule H: Codebtors (Official Form 206H)
- Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)
- Amended Schedule _____
- Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders (Official Form 204)
- Other document that requires a declaration Consolidated Corporate Ownership Statement and List of Equity Security Holders

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 08/07/2019
 MM / DD /YYYY

/s/ Albert S. Conly
 Signature of individual signing on behalf of debtor

Albert S. Conly
 Printed name

Chief Restructuring Officer
 Position or relationship to debtor