

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

In re: SOUTHCROSS ENERGY PARTNERS, L.P., <i>et al.</i> , <p style="text-align: center;">Debtors.</p>	Chapter 11 Case No. 19-10702 (MFW) (Jointly Administered)
FL RICH GAS SERVICES, LP, <p style="text-align: center;">Plaintiff,</p> <p style="text-align: center;">v.</p> SOUTHCROSS HOLDINGS BORROWER, LP; SOUTHCROSS TS MIDSTREAM SERVICES, LP, <p style="text-align: center;">Defendants.</p>	 Adv. Pro. No. 19-50283 (MFW) RE: D.I. 17

ORDER APPROVING STIPULATION DISMISSING ADVERSARY PROCEEDING

Upon consideration of the *Stipulation Dismissing the Adversary Proceeding with Prejudice* (the “**Stipulation**”) between FL Rich Gas Services, L.P. (the “**Plaintiff**”) and Southcross Holdings Borrower, LP and Southcross TS Midstream Services, LP (“**Defendants**,” and together with Plaintiff, the “**Parties**”) attached hereto as Exhibit 1; and the Court having determined that good and adequate cause exists for approval of the Stipulation; and the Court having determined that no further notice of the Stipulation must be given;

IT IS HEREBY ORDERED THAT:

1. The Stipulation attached hereto as Exhibit 1 is approved.
2. The above-captioned Adversary Proceeding is dismissed in its entirety with prejudice and without attorneys’ fees, costs or expenses to either party, subject to the *Settlement*



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Agreement, as approved by that certain *Order (I) Approving the Settlement By and Among Debtors and Southcross Holdings Entities and (II) Granting Related Relief* (D.I. 503) entered on September 25, 2019, including, without limitation, Section 1(b) thereof.

3. The Parties are hereby authorized to take any and all actions reasonably necessary to effectuate the terms of the Stipulation.

4. The Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

Dated: October 2nd, 2019
Wilmington, Delaware

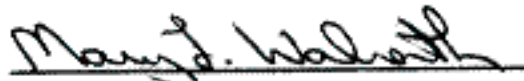

MARY F. WALRATH
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT 1

(Stipulation)

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

In re: SOUTHCROSS ENERGY PARTNERS, L.P., <i>et al.</i> , Debtors.	Chapter 11 Case No. 19-10702 (MFW) (Jointly Administered)
FL RICH GAS SERVICES, LP, Plaintiff, v. SOUTHCROSS HOLDINGS BORROWER, LP; SOUTHCROSS TS MIDSTREAM SERVICES, LP, Defendants.	Adv. Pro. No. 19-50283 (MFW)

STIPULATION DISMISSING ADVERSARY PROCEEDING WITH PREJUDICE

FL Rich Gas Services, LP (the “**Plaintiff**”), and Southcross Holdings Borrower, LP and Southcross TS Midstream Services, LP (“**Defendants**” and together with the Plaintiff the “**Parties**”), by and through their undersigned counsel, hereby stipulate and agree as follows:

WHEREAS, on or about August 9, 2019, Plaintiff filed an *Adversary Proceeding Complaint* (the “**Adversary Proceeding**” and the “**Complaint**”) against Defendants.

WHEREAS, on September 16, 2019, the Parties entered into an agreement in principle to settle the Adversary Proceeding.

WHEREAS, on September 17, 2019, the Debtors filed a motion to approve the settlement (“**Settlement Motion**”).

WHEREAS, a hearing on the Settlement Motion was held on September 25, 2019 at 3:00 P.M. (EDT).

WHEREAS, on September 25, 2019, the Court approved the Settlement Motion, thereby authorizing the Parties to enter into and perform their obligations under the *Settlement Agreement* (the “**Settlement Agreement**”).¹

WHEREAS, the Parties have completed their obligations under the Settlement Agreement.

WHEREAS, the dismissal with prejudice of the Adversary Proceeding shall only be deemed effective upon the occurrence of the last Key Settlement Component. If any Key Settlement Component is subsequently unwound, or approval of any Key Settlement Component is overturned, rescinded, or reversed on a subsequent appeal of the Approval Order, each other Key Settlement Component shall be similarly unwound, overturned, overturned, rescinded, or reversed.

THEREFORE, in consideration of the foregoing, the Parties stipulate and agree, subject to Court approval, that:

-Continued on the next page -

¹ Terms not defined herein are defined in the Settlement Agreement.

The above-captioned Adversary Proceeding is dismissed in its entirety with prejudice and without attorneys' fees, costs or expenses to either party.

Dated: October 1, 2019

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*Counsel for Southcross Holdings
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Dated: October 1, 2019

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Midstream Services, LP*