



ENTERED
04/05/2018

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

IN RE: §
COBALT INTERNATIONAL ENERGY, § **CASE NO: 17-36709**
INC., et al §
§
§ **CHAPTER 11**
§

STAY OF CONFIRMATION ORDER

The stays of the confirmation order otherwise in effect pursuant to Fed. R. Bankr. P. 3020(e) and 6004(b), and notwithstanding anything in the confirmation order to the contrary, are modified and reduced as follows:

1. The Debtor may proceed with the scheduled April 6, 2018 sales of Heidelberg and Shenandoah in anticipation of the effective date. Those two April 6, 2018 sales are, by this Order, authorized. With respect to Anadarko, Cobalt, Navitas, W&T Offshore, Inc., and COPC (as defined in the Confirmation Order, and, collectively the “April 6 Sale Parties”), all provisions of the Confirmation Order, including but not limited to paragraphs 31-32, 72-78, 81-88, 123-137, 141-146, 153-155, 164-171, and 182-187 shall apply to the April 6 Sale Parties and are deemed effective on a final basis upon entry of the Confirmation Order notwithstanding any appeal, stay, vacatur, reversal, or failure of the Effective Date to occur. For the avoidance of doubt, the stays contained in Bankruptcy Rules 3020(e), 6004(h), 7062 are hereby waived as to the sale of Heidelberg and Shenandoah (the “April 6 Sales”). In addition, the oral findings made on record by the Court on April 5, 2018 are explicitly incorporated herein.

2. In addition, with regards to the April 6 Sales to Navitas and W&T Offshore, Inc., the sales are authorized to close immediately free and clear of all liens and encumbrances in accordance with and with full protection of 11 U.S.C. § 363 and all Contracts and Executory Leases that are listed in the most recent Plan Supplement to be assumed and assigned are deemed so in accordance with the Confirmation Order.

3. For the avoidance of doubt, Article IX.D of the Plan and paragraph 173 of the Confirmation Order shall not apply in any way to the April 6 Sales and April 6 Sale Parties.

4. The Debtor is, by this Order, authorized to take all steps preparatory to an effective date.

5. Unless an order staying the effective date pending appeal has been issued, the stays of the confirmation order will terminate on the earlier of the following:

a. no party-in-interest has filed a motion for stay pending appeal by April 6, 2018 at 11:59 a.m.



b. the United States District Court for the Southern District of Texas has denied a motion for stay pending appeal.

c. a statement waiving the stays of the effective date is filed by

i. the Ad Hoc Committee of Unsecured Noteholders; and

ii. Whitton Petroleum.

d. April 13, 2018 at 11:59 a.m.

SIGNED **April 5, 2018.**



Marvin Isgur
UNITED STATES BANKRUPTCY JUDGE