

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

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 In re: : Chapter 11
 :
 CHAPARRAL ENERGY, INC., et al., : Case No. 16-11144 (LSS)
 :
 Debtors.¹ : Jointly Administered
 :
 : Re: Docket Nos. 11, 56 & 82
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**FINAL ORDER ESTABLISHING CERTAIN NOTICE AND
HEARING PROCEDURES FOR TRANSFERS OF,
OR WORTHLESSNESS DEDUCTIONS WITH RESPECT TO,
CERTAIN EQUITY INTERESTS OF CHAPARRAL ENERGY, INC.**

Upon the motion (the "**Motion**")² of the Debtors for an order establishing certain notice and hearing procedures that must be satisfied before certain shareholders may make transfers of, or worthlessness deductions with respect to, equity interests in Chaparral Energy, Inc. ("**Chaparral**"); and the Court having reviewed the Motion and the First Day Declaration; and the Court having determined that the relief requested in the Motion is in the best interests of the Debtors, the Debtors' estates, their creditors, and other parties in interest; and it appearing that proper and adequate notice of the Motion has been given and that no other or further notice is necessary; and upon the record herein; and after due deliberation thereon; and good and sufficient cause appearing therefore, it is hereby:

¹ The Debtors in these cases, along with the last four digits (or five digits, in cases in which multiple Debtors have the same last four digits) of each Debtor's federal tax identification number, are: CEI Acquisition, L.L.C. (1817); CEI Pipeline, L.L.C. (6877); Chaparral Biofuels, L.L.C. (1066); Chaparral CO2, L.L.C. (1656); Chaparral Energy, Inc. (90941); Chaparral Energy, L.L.C. (20941); Chaparral Exploration, L.L.C. (1968); Chaparral Real Estate, L.L.C. (1655); Chaparral Resources, L.L.C. (1710); Green Country Supply, Inc. (2723); and Roadrunner Drilling, L.L.C. (2399). The Debtors' address is 701 Cedar Lake Blvd., Oklahoma City, OK 73114.


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



ORDERED, ADJUDGED, AND DECREED THAT:

1. The Motion is GRANTED as set forth herein on a final basis.
2. The purchase, sale, or other transfer of, or the taking of any worthlessness deduction with respect to, Chaparral equity interests in violation of the procedures set forth in the Court's *Interim Order Establishing Certain Notice and Hearing Procedures for Transfers of, or Worthlessness Deductions with Respect to, Certain Equity Interests of Chaparral Energy, Inc.*, entered on May 11, 2016 (the "**Interim Order**") shall be null and void *ab initio* as an act in violation of the automatic stay under Bankruptcy Code sections 362 and 105(a).
3. The restrictions and procedures set forth in the Interim Order remain and shall remain in full force and effect.
4. The Debtors may waive, in writing and in their sole and absolute discretion, any and all restrictions, stays, and notification procedures contained in this Final Order, including those set forth in the Interim Order.
5. The requirements set forth in this Final Order are in addition to the requirements of Bankruptcy Rules 3001 and 3002 and all applicable securities, corporate and other laws, and do not waive compliance or excuse non-compliance therewith.
6. The terms and conditions of this Final Order shall be immediately effective and enforceable upon its entry.
7. The Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Final Order.

Dated: June 7, 2016
Wilmington, Delaware



THE HONORABLE LAURIE SELBER SILVERSTEIN
UNITED STATES BANKRUPTCY JUDGE