

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

In re: § Chapter 11  
LEGACY RESERVES INC., et al.,<sup>1</sup> § Case No. 19-33395 (MI)  
Debtors. § (Jointly Administered)  
§

**NOTICE OF AGENDA FOR HEARING ON FIRST DAY MOTIONS SCHEDULED  
FOR JUNE 20, 2019, AT 2:30 P.M. (PREVAILING CENTRAL TIME),  
BEFORE THE HONORABLE MARVIN ISGUR AT THE UNITED STATES  
BANKRUPTCY COURT FOR THE SOUTHERN DISTRICT OF TEXAS,  
AT COURTROOM 404, 515 RUSK STREET, HOUSTON, TEXAS 77002**

Legacy Reserves Inc. (“Legacy”) and its affiliated debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “Debtors”) file this agenda for matters set for hearing on June 20, 2019 at 2:30 p.m. (prevailing Central Time).

**Voluntary Petitions and First Day Matters**

**1. Voluntary Petitions**

- A. Pinnacle Gas Treating LLC
- B. Legacy Reserves Inc.
- C. Legacy Reserves GP, LLC
- D. Legacy Reserves LP
- E. Legacy Reserves Finance Corporation
- F. Legacy Reserves Services LLC
- G. Legacy Reserves Operating LP
- H. Legacy Reserves Operating GP LLC
- I. Legacy Reserves Energy Services LLC
- J. Dew Gathering LLC
- K. Legacy Reserves Marketing LLC

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, as applicable, are: Legacy Reserves Inc. (9553); Legacy Reserves GP, LLC (1065); Legacy Reserves LP (1069); Legacy Reserves Finance Corporation (1181); Legacy Reserves Services LLC (2710); Legacy Reserves Operating LP (7259); Legacy Reserves Energy Services LLC (1233); Legacy Reserves Operating GP LLC (7209); Dew Gathering LLC (4482); Pinnacle Gas Treating LLC (3711); Legacy Reserves Marketing LLC (7593). The location of the Debtors’ service address is: 303 W. Wall St., Suite 1800, Midland, TX 79701.



2. **First Day Declaration.** Declaration of James Daniel Westcott in Support of the Debtors' Chapter 11 Petitions and First Day Pleadings [**Dkt. No. 2**].

**Status:** This declaration will be relied upon as evidentiary support for the first day matters listed below.

3. **Joint Administration Motion.** Emergency Motion of Debtors Pursuant to Bankruptcy Rule 1015(b) and Local Rule 1015-1 for Order Directing Joint Administration of Chapter 11 Cases [**Dkt. No. 3**].

**Status:** Granted at **Dkt. No. 23**.

4. **Notice of Designation as Complex Chapter 11 Bankruptcy Case** [**Dkt. No. 4**].

**Status:** Granted at **Dkt. No. 24**.

5. **Request for Emergency Consideration of "First Day" Matters** [**Dkt. No. 5**].

**Status:** This matter is going forward.

6. **Consolidated Creditor List Motion.** Emergency Motion for Entry of an Order (I) Authorizing the Debtors to File a Consolidated List of the 30 Largest Unsecured Creditors; (II) Waiving Requirement to File Equity Lists and Modifying Equity Holder Notice Requirements; (III) Authorizing the Debtors to Redact Certain Personal Identification Information of Employees and Directors; and (IV) Approving the Form and Manner of Notifying Creditors of the Commencement of These Chapter 11 Cases and Other Information [**Dkt. No. 6**].

**Status:** This matter is going forward.

7. **Tax Motion.** Emergency Motion of Debtors Pursuant to 11 U.S.C. §§ 105(a), 363(b), 507(a), and 571(d) and Fed. R. Bankr. P. 6003 and 6004 for Entry of Interim and Final Orders (I) Authorizing, but not Directing, Debtors to Pay Certain Prepetition Taxes and Fees; (II) Authorizing Financial Institutions to Honor and Process Related Checks and Transfers; and (III) Granting Related Relief [**Dkt. No. 7**].

**Status:** This matter is going forward.

8. **Insurance and Surety Bonds Motion.** Emergency Motion of Debtors Pursuant to 11 U.S.C. §§ 105(a), 362(d), 363(b), and 503(b), and Fed. R. Bankr. P. 4001, 6003, and 6004 for Interim and Final Authority to (I) Continue Insurance Policies and Surety Bond Program, (II) Pay All Obligations with Respect Thereto, (III) Authorizing Financial Institutions to Honor and Process Related Checks and Transfers, and (IV) Granting Related Relief [**Dkt. No. 8**].

**Status:** This matter is going forward.

9. **Equity Trading Motion.** Emergency Motion for Entry of Interim and Final Orders (I) Establishing Notice and Objection Procedures for Transfers of Common Stock, (II) Directing that Certain Common Stock Transactions are Null and Void *Ab Initio*, and (III) Granting Related Relief [**Dkt. No. 9**].

**Status:** This matter is going forward.

10. **Motion to Extend.** Emergency Motion Pursuant to 11 U.S.C. § 521 and Fed. R. Bankr. P. 1007(c) for Order Extending the Time to File (I) Schedules of Assets and Liabilities, (II) Schedules of Current Income and Expenditures, (III) Schedules of Executory Contracts and Unexpired Leases, and (IV) Statements of Financial Affairs [**Dkt. No. 10**].

**Status:** This matter is going forward.

11. **Utilities Motion.** Emergency Motion of Debtors Pursuant to 11 U.S.C. §§ 366 and 105(a) for Entry of Interim and Final Orders (I) Prohibiting Utility Providers from Altering, Refusing, or Discontinuing Utility Service; (II) Determining Adequate Assurance of Payment for Future Utility Services; (III) Establishing Procedures for Determining Adequate Assurance of Payment; and (IV) Granting Related Relief [**Dkt. No. 11**].

**Status:** This matter is going forward.

12. **Claims Agent Application.** Emergency Application of Debtors Pursuant to 28 U.S.C. §156(c), 11 U.S.C. §§ 105(a), 327, and 503(b), Fed. R. Bankr. P. 2002(f), 2014(a), and 2016, and Local Rule 2014-1 for Appointment of Kurtzman Carson Consultants LLC as Claims, Noticing, and Solicitation Agent *Nunc Pro Tunc* to the Petition Date [**Dkt. No. 12**].

**Status:** This matter is going forward.

**Related Documents:**

- A. **Jordan Declaration.** Declaration of Robert Jordan in Support of Emergency Application of Debtors Pursuant to 28 U.S.C. § 156(a), 327, and 503(b), Fed. R. Bankr. P. 2002(f), 2014(a), and 2016, and Local Rule 2014-1 for Appointment of Kurtzman Carson Consultants LLC as Claims, Noticing, and Solicitation Agent *Nunc Pro Tunc* to the Petition Date [**Dkt. No. 12-2**].
13. **Cash Management Motion.** Emergency Motion of Debtors for Entry of Interim and Final Orders (I) Authorizing Continued Use of Existing Bank Accounts, Business Forms, and Cash Management System; (II) Authorizing Applicable Banks and Other Financial Institutions to Honor and Process Related Checks and Transfers; (III) Authorizing Debtors to Maintain Purchase Card Programs; (IV) Authorizing Continuation of Intercompany

Transactions; (V) Waiving Requirements of Section 345 of the Bankruptcy Code; and (VI) Granting Related Relief [**Dkt. No. 13**].

**Status:** This matter is going forward.

14. **Employee Wage Motion.** Emergency Motion of Debtors Pursuant to 11 U.S.C. §§ 105(a), 363(b), and 507, and Fed. R. Bankr. P. 6003 and 6004 for Interim and Final Orders (I) Authorizing Debtors to (A) Pay Prepetition Wages, Salaries, Employee Benefits, and Other Compensation and (B) Maintain Employee Benefit Programs and Pay Related Administrative Obligations; (II) Authorizing Applicable Banks and Other Financial Institutions to Honor and Process Related Checks and Transfers; and (III) Granting Related Relief [**Dkt. No. 14**].

**Status:** This matter is going forward.

15. **Royalties Motion.** Emergency Motion of Debtors Pursuant to 11 U.S.C. §§ 363(b) and 105(a) and Fed. R. Bankr. P. 6003 for Interim and Final Orders (I) Authorizing Debtors to Pay or Honor Prepetition and Postpetition Payments to Interest Owners, (II) Authorizing Applicable Banks and Other Financial Institutions to Honor and Process Related Checks and Transfers, and (III) Granting Related Relief [**Dkt. No. 15**].

**Status:** This matter is going forward.

16. **JIB Motion.** Emergency Motion of Debtors Pursuant to 11 U.S.C. §§ 363(b) and 105(a) and Fed. R. Bankr. P. 6003 for Interim and Final Orders (I) Authorizing Debtors to Pay or Honor Prepetition Lien Claims and Postpetition (A) Operating Expenses and (B) Joint-Interest Billings; (II) Authorizing Applicable Banks and Other Financial Institutions to Honor and Process Related Checks and Transfers; and (III) Granting Related Relief [**Dkt. No. 16**].

**Status:** This matter is going forward.

17. **DIP Financing Motion.** Emergency Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to Obtain Postpetition Financing Pursuant to Section 364 of the Bankruptcy Code, (II) Authorizing the Use of Cash Collateral Pursuant to Section 363 of the Bankruptcy Code, (III) Granting Adequate Protection to the Existing RBL Secured Parties and the Existing Second Lien Secured Parties Pursuant to Sections 361, 632, 363, and 364 of the Bankruptcy Code, (IV) Granting Liens and Superpriority Claims, (V) Modifying the Automatic Stay, and (VI) Scheduling a Final Hearing [**Dkt. No. 17**].

**Status:** This matter is going forward.

**Related Documents:**

- A. **Cofsky Declaration.** Declaration of Kevin M. Cofsky in Support of Emergency Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to Obtain Postpetition Financing Pursuant to Section 364 of the Bankruptcy Code, (II) Authorizing the Use of Cash Collateral Pursuant to

Section 363 of the Bankruptcy Code, (III) Granting Adequate Protection to the Existing RBL Secured Parties and the Existing Second Lien Secured Parties Pursuant to Sections 361, 362, 363, and 364 of the Bankruptcy Code, (IV) Granting Liens and Superpriority Claims, (V) Modifying the Automatic Stay, and (VI) Scheduling a Final Hearing [**Dkt. No. 18**].

- B. **Proposed Interim DIP Order (incl. DIP Credit Agreement, 13-Week Cash Flow, and Interim DIP Budget) [Dkt. No. 17-1]**

*[Remainder of page intentionally left blank]*

Dated: June 19, 2019  
Houston, Texas

Respectfully Submitted,

/s/ Michael Fishel

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