

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

In re:

TE HOLDCORP, LLC,<sup>1</sup>

Debtor.

Chapter 11

Case No. 20-11442 (BLS)

**Hearing Date:**

April 14, 2021 at 1:30 p.m. (ET)

**Objection Deadline:**

April 7, 2020 at 4:00 p.m. (ET)

**PLAN ADMINISTRATOR'S THIRD MOTION FOR AN ORDER  
EXTENDING THE DEADLINE TO OBJECT TO CLAIMS**

Brian Simmons, as the plan administrator (the "Plan Administrator") in the above-captioned chapter 11 case (the "Chapter 11 Case") of TE Holdcorp, LLC and its affiliate debtors (collectively, the "Debtors"), hereby moves (this "Motion") and respectfully states as follows:

**JURISDICTION**

1. The Court has jurisdiction to consider this Motion under 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, dated as of February 29, 2012. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b). Pursuant to Rule 9013-1(f) of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the "Local Rules"), the Plan Administrator consents to the entry of a final order by the Court in connection with this Motion to the extent that it is later determined that the Court, absent consent of the parties, cannot

<sup>1</sup> The last four digits of the Debtor's federal tax identification number are 6730, and the Debtor's mailing address is PO Box 720720, Oklahoma City, Oklahoma 73172. The chapter 11 cases of the following affiliates of the Debtor were closed effective as of July 31, 2020: Templar Energy LLC (4719), TE Holdings, LLC (3115), TE Holdings II, LLC (N/A), Templar Operating LLC (0810), Templar Midstream LLC (3275), and TE Holdings Management LLC (7467). See Chapter 11 Case No. 20-11441, Docket No. 232.



enter final orders or judgments in connection herewith consistent with Article III of the United States Constitution.

2. Venue in this Court is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

3. The statutory and legal predicates for the relief requested herein are section 105(a) of the title 11 of the United States Code, 11 U.S.C. §§ 101–1532 (the “Bankruptcy Code”), Rule 9006(b) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and Local Rule 9006-2.

## **BACKGROUND**

### **A. General Background**

4. On June 1, 2020 (the “Petition Date”), each of the Debtors filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code. Until the Effective Date (as defined below), the Debtors managed their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No trustee, examiner, or official committees were appointed or designated in the Debtors’ chapter 11 cases.

5. On July 17, 2020, the Court entered the *Order (A) Approving the Sale of the Debtors’ Assets Free and Clear of All Liens, Claims, Interests, and Encumbrances, (B) Approving the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, and (C) Granting Related Relief* (the “Sale Order”) [Docket No. 216]<sup>2</sup> and an order [Docket No. 217, as amended, on July 29, 2020, at Docket No. 226] confirming the *Second Amended Joint Prepackaged Plan of Liquidation of Templar Energy LLC and Its Debtor Affiliates Under Chapter*

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<sup>2</sup> Unless otherwise indicated, docket references included herein refer to the previously jointly administered case, Templar Energy, LLC, *et al.*, Case No. 20-11441 (BLS).

*11 of the Bankruptcy Code* [Docket No. 205] (as modified, amended, and including all supplements and exhibits thereto, the “Plan”)<sup>3</sup> and approving the related disclosure statement [Docket No. 17].

6. On July 31, 2020, the Debtors closed the sale of substantially all of their assets under section 363 of the Bankruptcy Code (the “Sale”), effective as of January 1, 2020, under that certain asset purchase agreement, dated as of July 17, 2020, by and among Presidio Investment Holdings LLC (“Presidio”), as buyer, and TE Holdcorp, LLC and certain subsidiaries of TE Holdcorp, LLC, as sellers, and, on August 3, 2020, the Plan went effective (the “Effective Date”). See Docket No. 230.

7. Additional information regarding the Debtors’ business and the circumstances that resulted in the Chapter 11 Cases is set forth in the *Declaration of Brian Simmons in Support of Debtors’ Chapter 11 Petition and First-Day Motions* [Docket No. 3].

**B. Bar Date and Proofs of Claim**

8. On June 2, 2020, the Court entered an order [Docket No. 53] appointing Kurtzman Carlson Consultants LLC (“KCC”) as the claims and noticing agent in the Chapter 11 Cases. KCC is authorized to maintain (i) all proofs of claim filed against the Debtors and (ii) an official claims register by docketing all proofs of claim in a claims database containing, among other things, information regarding the name and address of each claimant, the date the proof of claim was received by KCC, the claim number assigned to the proof of claim, and the asserted amount and classification of the claim.

9. On June 29, 2020, the Court entered an order [Docket No. 147], which, among other things, established a bar date of August 3, 2020 at 4:00 p.m. (ET) for parties other than

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<sup>3</sup> Capitalized terms used herein but not otherwise defined shall have the meanings ascribed to such terms in the Plan.

governmental entities, and November 30, 2020, at 4:00 p.m. (ET) for governmental entities, by which applicable date such parties must have filed with KCC a proof of claim for Secured, priority, and 503(b)(9) Claims against the Debtors.

10. In accordance with Section II.A(1) of the Plan, the deadline to file with KCC requests for payment of Administrative Expense Claims was September 2, 2020 at 5:00 p.m. (ET). *See* Docket No. 230.

11. To date, in excess of 600 Claims have been filed against the Debtors. Since the Effective Date, the Plan Administrator and his advisors have spent considerable time reviewing, reconciling, and analyzing the filed proofs of claim and requests for payment of Administrative Expense Claims to determine whether to pursue objections to such Claims.

#### **THE CLAIMS OBJECTION DEADLINE**

12. Pursuant to the Plan, the Plan Administrator has the right to make and file objections to, or otherwise contest the allowance of Claims. *See* Plan § VIII.A. Objections to Claims were required to be filed and served on or before the date that is sixty (60) days after the Effective Date, or such later date as may be ordered by the Court (the “Claims Objection Deadline”). *See* Plan § I.A.22.

13. Under the Plan, the original Claims Objection Deadline by which the Plan Administrator was required to object to all Claims was October 2, 2020. Upon the motions of the Plan Administrator [Case No. 20-11442, Docket Nos. 38 and 70] and by orders of the Court [Case No. 20-11442, Docket Nos. 43 and 91], the Claims Objection Deadline has been extended through and including March 31, 2021.

**RELIEF REQUESTED**

14. By this Motion, the Plan Administrator seeks entry of an order, substantially in the form attached hereto as **Exhibit A** (the “Proposed Order”), extending the Claims Objection Deadline by 90 days, through and including June 29, 2021, without prejudice to the Plan Administrator’s right to seek further extensions for cause.<sup>4</sup>

**BASIS FOR RELIEF**

15. Section 105(a) of the Bankruptcy Code provides that “the court may issue any order, process, or judgment that is necessary or appropriate to carry out the provisions of [the Bankruptcy Code].” 11 U.S.C. § 105(a).

16. Furthermore, Bankruptcy Rule 9006(b)(1) provides, in pertinent part, that:

when an act is required or allowed to be done at or within a specified period by these rules or by a notice given thereunder or by order of court, the court for cause shown may at any time in its discretion (1) with or without motion or notice order the period enlarged if the request therefor is made before the expiration of the period originally prescribed or as extended by a previous order . . . . .

Fed. R. Bankr. P. 9006(b)(1).

17. The Plan Administrator submits that cause exists to extend the Claims Objection Deadline for 90 days, through and including June 29, 2021. The Plan Administrator and his advisors believe that all of the Claims that have been filed in these cases have been reconciled. However, due to a third-party’s motion for reconsideration pending before the Court, the Plan Administrator has not yet filed a motion for final decree. Therefore, out of an abundance of caution, the Plan Administrator seeks to have the Claims Objection Deadline while the pending matter is being adjudicated.

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<sup>4</sup> Pursuant to Local Rule 9006-2 (as defined below), the filing of this Motion prior to the expiration of the Claims Objection Deadline shall automatically extend the Claims Objection Deadline until the Court acts on this Motion without the necessity for a bridge order.

18. The Plan Administrator submits that the relief requested is in the best interests of the Debtors, their estates, and their creditors as it will preserve the rights of the Plan Administrator to object to Claims to maximize recovery to appropriate creditors and ensure a complete reconciliation. The Plan Administrator further submits that the requested extension is not sought for purposes of delay as the Plan Administrator intends to file a motion for final decree as soon as the pending matter is resolved.

19. Accordingly, the Plan Administrator respectfully requests the Court to enter an order extending the Claims Objection Deadline through and including June 29, 2021, without prejudice to the Plan Administrator's right to seek further extensions of such deadline.

**NOTICE**

20. The Plan Administrator has provided notice of this Motion to (a) the Office of the United States Trustee for the District of Delaware and (b) all parties who requested notice in the Chapter 11 Case pursuant to Bankruptcy Rule 2002. In light of the nature of the relief requested herein, the Plan Administrator submits that no other or further notice is necessary.

**WHEREFORE**, the Plan Administrator requests the Court enter the Proposed Order granting the relief requested herein and such other and further relief as is just and proper.

Dated: March 31, 2021  
Wilmington, Delaware

YOUNG CONAWAY STARGATT & TAYLOR, LLP

/s/ Jaime Luton Chapman

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*Counsel to the Plan Administrator*

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

In re:

TE HOLDCORP, LLC,<sup>1</sup>

Debtor.

Chapter 11

Case No. 20-11442 (BLS)

**Hearing Date:**

**April 14, 2021 at 1:30 p.m. (ET)**

**Objection Deadline:**

**April 7, 2020 at 4:00 p.m. (ET)**

**NOTICE OF MOTION**

TO: (A) THE OFFICE OF THE UNITED STATES TRUSTEE FOR THE DISTRICT OF DELAWARE; AND (B) ALL PARTIES WHO REQUESTED NOTICE IN THE CHAPTER 11 CASE PURSUANT TO LOCAL RULE 2002 -1.

**PLEASE TAKE NOTICE** that Brian Simmons, as the plan administrator (the “Plan Administrator”) of TE Holdcorp, LLC and its affiliated debtors in the above-captioned chapter 11 case of TE Holdcorp, LLC, has filed the attached *Plan Administrator’s Third Motion for an Order Extending the Deadline to Object to Claims* (the “Motion”).

**PLEASE TAKE FURTHER NOTICE** that any objections to the Motion must be filed on or before **April 7, 2021 at 4:00 p.m. (ET)** (the “Objection Deadline”) with the United States Bankruptcy Court for the District of Delaware, 3rd Floor, 824 N. Market Street, Wilmington, Delaware 19801. At the same time, you must serve a copy of any objection upon the undersigned counsel to the Plan Administrator so as to be received on or before the Objection Deadline.

**PLEASE TAKE FURTHER NOTICE THAT A REMOTE HEARING ON THE MOTION WILL BE HELD ON APRIL 14, 2021 AT 1:30 P.M. BEFORE THE HONORABLE BRENDAN LINEHAN SHANNON, UNITED STATES BANKRUPTCY COURT JUDGE.**

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**PLEASE TAKE FURTHER NOTICE THAT IF YOU FAIL TO RESPOND  
IN ACCORDANCE WITH THIS NOTICE, THE COURT MAY GRANT THE RELIEF  
REQUESTED IN THE MOTION WITHOUT FURTHER NOTICE OR A HEARING.**

Dated: March 31, 2020  
Wilmington, Delaware

YOUNG CONAWAY STARGATT & TAYLOR, LLP

/s/ Jaime Luton Chapman

Pauline K. Morgan (No. 3650) (pmorgan@ycst.com)

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*Counsel to the Plan Administrator*



**EXHIBIT A**

**Proposed Order**

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

In re:

TE HOLDCORP, LLC,<sup>1</sup>

Debtor.

Chapter 11

Case No. 20-11442 (BLS)

Docket Ref. No. \_\_

**ORDER EXTENDING THE DEADLINE TO OBJECT TO CLAIMS**

Upon consideration of the motion (the "Motion")<sup>2</sup> of the Plan Administrator for entry of an order, pursuant to section 105(a) of the Bankruptcy Code, Bankruptcy Rule 9006(b), and Local Rule 9006-2, extending the Claims Objection Deadline; and upon consideration of all pleadings related thereto; and due and proper notice of the Motion having been given; and it appearing that no other or further notice of the Motion is required; and it appearing that this Court has jurisdiction to consider the Motion in accordance with 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, dated as of February 29, 2012; and it appearing that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and it appearing that venue of this proceeding and the Motion is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that the relief requested in the Motion and provided for herein is in the best interest of the Debtors, their estates, and creditors; and after due deliberation and sufficient cause appearing therefor, **IT IS HEREBY ORDERED THAT:**

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<sup>2</sup> Capitalized terms used but not defined herein shall have the meaning ascribed to such terms in the Motion.

1. The Motion is **GRANTED** as set forth herein.
2. The Claims Objection Deadline is hereby extended through and including June 29, 2021.
3. The entry of this Order shall be without prejudice to the rights of the Plan Administrator to seek further extensions of the Claim Objection Deadline for cause, or to seek other appropriate relief.
4. This Court shall retain jurisdiction with respect to all matters arising from or relating to the implementation of this Order.