

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

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In re: : Chapter 11  
: :  
CHAPARRAL ENERGY, INC., *et al.*,<sup>1</sup> : Case No. 20-11947 (MFW)  
: :  
Debtors. : (Jointly Administered)  
: :  
: :  
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**NOTICE OF AGENDA OF MATTERS SCHEDULED  
FOR HEARING ON OCTOBER 1, 2020 AT 10:30 A.M. (ET)**

**This hearing will be held telephonically and by video. All parties wishing to appear must do so telephonically by contacting COURTCALL, LLC at 866-582-6878. Additionally, anyone wishing to appear by Zoom is invited to use the link below. All parties that will be arguing or testifying must appear by Zoom and CourtCall. Participants on CourtCall should dial into the call not later than 10 minutes prior to the start of the scheduled hearing to insure a proper connection.**

**PLEASE NOTE THAT THE MICROPHONES ON THE ZOOM MEETING  
WILL BE MUTED AND THE ONLY AUDIO WILL BE THROUGH  
COURTCALL.**

**MFW Chambers is inviting you to a scheduled ZoomGov meeting.**

**Topic: Chaparral Energy 20-11947**

**Time: Oct. 1, 2020 10:30 AM Eastern Time (US and Canada)**

**Join ZoomGov Meeting**

**<https://debuscourts.zoomgov.com/j/1615203133>**

**Meeting ID: 161 520 3133**

**Passcode: 977701**

<sup>1</sup> 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); Charles Energy, L.L.C. (3750); Chestnut Energy, L.L.C. (9730); Green Country Supply, Inc. (2723); Roadrunner Drilling, L.L.C. (2399); and Trabajo Energy, L.L.C. (9753). The Debtors' address is 701 Cedar Lake Boulevard, Oklahoma City, OK 73114.



**I. RESOLVED MATTERS:**

1. Motion of Debtors for Entry of an Order (A) Authorizing the Debtors to Assume the Backstop Purchase Agreement, (B) Pay the Backstop Obligations, and (C) Granting Related Relief [Docket No. [142](#) – filed September 8, 2020]

Objection / Response Deadline: September 22, 2020 at 4:00 p.m. (ET)

Objections / Responses Received: None.

Related Documents:

- i. Certificate of No Objection Regarding Motion of Debtors for Entry of an Order (A) Authorizing the Debtors to Assume the Backstop Purchase Agreement, (B) Pay the Backstop Obligations, and (C) Granting Related Relief [Docket No. [209](#) – filed September 23, 2020]
- ii. Order (A) Authorizing the Debtors to Assume the Backstop Purchase Agreement, (B) Pay the Backstop Obligations, and (C) Granting Related Relief [Docket No. [212](#) – filed September 24, 2020]

Status: On September 24, 2020, the Court entered an order regarding this matter. Accordingly, a hearing on this matter is no longer necessary.

2. Application of Debtors to Approve Employment and Retention of Ernst & Young LLP as Valuation, Accounting, Restructuring and Tax Services Provider, *Nunc Pro Tunc* to the Petition Date [Docket No. [178](#) – filed September 10, 2020]

Objection / Response Deadline: September 24, 2020 at 4:00 p.m. (ET)

Objections / Responses Received:

- A. Informal comments from the Office of the United States Trustee (the “U.S. Trustee”)

Related Documents:

- i. Certification of Counsel Regarding Order Approving Application of Debtors to Approve Employment and Retention of Ernst & Young LLP as Valuation, Accounting, Restructuring and Tax Services Provider, *Nunc Pro Tunc* to the Petition Date [Docket No. [215](#) - filed September 25, 2020]
- ii. Order Approving Application of Debtors to Approve Employment and Retention of Ernst & Young LLP as Valuation, Accounting, Restructuring and Tax Services Provider, *Nunc Pro Tunc* to the Petition Date [Docket No. [216](#) – entered September 28, 2020]

Status: On September 28, 2020, the Court entered an order regarding this matter. Accordingly, a hearing on this matter is no longer necessary.

**II. UNCONTESTED MATTER GOING FORWARD:**

3. Debtors' Motion for Entry of an Order Authorizing the Debtors to Exceed the Page Limit Requirement With Respect to the Debtors' Confirmation Brief [Docket No. [226](#) – filed September 29, 2020]

Related Document:

- i. Debtors' Memorandum of Law in Support of (I) Approval of the Disclosure Statement, and (II) Confirmation of the Joint Prepackaged Chapter 11 Plan of Reorganization [Docket No. [225](#) – filed September 29, 2020]

Status: The hearing on this matter is going forward.

**III. CONFIRMATION:**

4. Debtors' Amended Joint Prepackaged Chapter 11 Plan of Reorganization [Docket No. [219](#) – filed September 29, 2020]

Objection / Response Deadline: September 21, 2020 at 4:00 p.m. (ET); extended for USA Compression Partners, LLC to September 23, 2020 at 10:00 a.m. (ET); extended for the United States, United States Securities and Exchange Commission (the "SEC") and Tokio Marine HCC Insurance ("Tokio Marine") to September 23, 2020

Objections / Responses Received:

- A. Objection of TGS-NOPEC Geophysical Company ASA, TGS-NOPEC Geophysical Company, and A2D Technologies, Inc. d/b/a TGS Geological Products and Services to Debtors' Joint Prepackaged Chapter 11 Plan of Reorganization [Docket No. [195](#) – filed September 21, 2020]
- B. CGG Land (U.S.) Inc.'s Objection to Debtors' Joint Prepackaged Chapter 11 Plan of Reorganization [Docket No. [196](#) – filed September 21, 2020]
- C. USA Compression Partners, LLC's Limited Objection to Proposed Cure Amount Set Forth in Debtors' Joint Prepackaged Chapter 11 Plan of Reorganization [Docket No. [206](#) – filed September 23, 2020]
- D. Informal comments from the U.S. Trustee

- E. Informal comments from the Texas Comptroller of Public Accounts (the “Texas Comptroller”)
- F. Informal comments from the Railroad Commission of Texas (the “Railroad Commission”)
- G. Informal comments from Sightline Petroleum, LLC (“Sightline”)
- H. Informal comments from the United States
- I. Informal comments from the SEC
- J. Informal comments from Texas Taxing Authorities
- K. Informal comments from the Chubb Group
- L. Informal comments from Tokio Marine

Related Documents:

- i. Debtors’ Joint Prepackaged Chapter 11 Plan of Reorganization [Docket No. [16](#) – filed August 17, 2020]
- ii. Disclosure Statement for the Debtors’ Joint Prepackaged Chapter 11 Plan of Reorganization [Docket No. [17](#) – filed August 17, 2020]
- iii. Motion of Debtors for Entry of an Order (I) Scheduling a Combined Hearing to Consider (A) Approval of Disclosure Statement and (B) Confirmation of Plan, (II) Establishing a Deadline to Object to Disclosure Statement and Plan, (III) Approving the Form and Manner of Notice of the Combined Hearing, Objection Deadline, and Notice of Commencement, (IV) Approving Solicitation Procedures and Forms of Ballots, (V) Approving Opt Out Procedures and Equity Holder Opt Out Form, (VI) Approving the Rights Offering Procedures and Related Materials, (VII) Approving Notice and Objection Procedures for the Assumption of Executory Contracts and Unexpired Leases, and (VIII) Conditionally Waiving Requirements to (A) File Statement of Financial Affairs and Schedules of Assets and Liabilities and (B) Convene Section 341 Meeting of Creditors [Docket No. [18](#) – filed August 17, 2020]
- iv. Order (I) Scheduling a Combined Hearing to Consider (A) Approval of Disclosure Statement and (B) Confirmation of Plan, (II) Establishing a Deadline to Object to Disclosure Statement and Plan, (III) Approving the Form and Manner of Notice of the Combined Hearing, Objection Deadline, and Notice of Commencement, (IV) Approving Solicitation Procedures and Forms of Ballots, (V) Approving Opt Out Procedures and Equity Holder Opt Out Form, (VI) Approving the Rights Offering Procedures and Related Materials, (VII) Approving Notice and Objection

Procedures for the Assumption of Executory Contracts and Unexpired Leases, and (VIII) Conditionally Waiving Requirements to (A) File Statement of Financial Affairs and Schedules of Assets and Liabilities and (B) Convene Section 341 Meeting of Creditors [Docket No. [87](#) – entered August 18, 2020]

- v. Notice of (I) Commencement of Prepackaged Chapter 11 Bankruptcy Cases, (II) Combined Hearing on the Disclosure Statement, Confirmation of the Joint Prepackaged Chapter 11 Plan, and Related Matters, and (III) Related Objection and Briefing Deadlines [Docket No. [103](#) – filed August 18, 2020]
- vi. Affidavit of Publication of Notice of (I) Commencement of Prepackaged Chapter 11 Bankruptcy Cases, (II) Combined Hearing on the Disclosure Statement, Confirmation of the Joint Prepackaged Chapter 11 Plan, and Related Matters, and (III) Related Objection and Briefing Deadlines in *The Wall Street Journal* and *The Oklahoman* [Docket No. [125](#) – filed August 28, 2020]
- vii. Notice of Filing Plan Supplement to the Chapter 11 Joint Prepackaged Plan of Reorganization for Chaparral Energy, Inc. and Its Affiliated Debtors [Docket No. [143](#) – filed September 9, 2020]
- viii. Notice of Filing Amended Plan Supplement to the Chapter 11 Joint Prepackaged Plan of Reorganization for Chaparral Energy, Inc. and Its Affiliated Debtors [Docket No. [183](#) – filed September 15, 2020]
- ix. Notice of Filing Second Amended Plan Supplement to the Chapter 11 Joint Prepackaged Plan of Reorganization for Chaparral Energy, Inc. and Its Affiliated Debtors [Docket No. [210](#) – filed September 23, 2020]
- x. Notice of Filing of Blackline of Debtors’ Amended Joint Prepackaged Chapter 11 Plan of Reorganization [Docket No. [220](#) – filed September 29, 2020]
- xi. Declaration of Paul Legoudes in Support of Confirmation of Joint Prepackaged Chapter 11 Plan of Reorganization of Chaparral Energy, Inc. and its Debtor Affiliates [Docket No. [221](#) – filed September 29, 2020]
- xii. Declaration of David Gehring in Support of Confirmation of the Joint Prepackaged Chapter 11 Plan of Reorganization of Chaparral Energy, Inc. and its Debtor Affiliates [Docket No. [222](#) – filed September 29, 2020]
- xiii. Declaration of James Lee of Kurtzman Carson Consultants, LLC Regarding the Mailing, Voting, and Tabulation of Ballots Accepting and Rejection the Debtors’ Joint Prepackaged Chapter 11 Plan of Reorganization [Docket No. [223](#) – filed September 29, 2020]

- xiv. Declaration of Charles Duginski, Chief Executive Officer and President of Chaparral Energy, Inc., in Support of (I) Approval of the Disclosure Statement and (II) Confirmation of the Joint Prepackaged Chapter 11 Plan of Reorganization [Docket No. [224](#) – filed September 29, 2020]
- xv. Debtors’ Memorandum of Law in Support of (I) Approval of the Disclosure Statement, and (II) Confirmation of the Joint Prepackaged Chapter 11 Plan of Reorganization [Docket No. [225](#) – filed September 29, 2020]
- xvi. Debtors’ Motion for Entry of an Order Authorizing the Debtors to Exceed the Page Limit Requirement With Respect to the Debtors’ Confirmation Brief [Docket No. [226](#) – filed September 29, 2020]
- xvii. Notice of Filing of Proposed Order Confirming Debtors’ Amended Joint Prepackaged Chapter 11 Plan of Reorganization [Docket No. [227](#) - filed September 29, 2020]

Witness Information:

- a. Debtor Witness: Charles Duginski, Chief Executive Officer and President of Chaparral Energy, Inc. (testifying from Oklahoma City, OK)
- b. Debtor Witness: Paul Legoudes, Managing Director of Opportune LLP (testifying from Houston, TX)
- c. Debtor Witness: David Gehring, Managing Director at Intrepid Partners, LLC (testifying from Houston, TX)
- d. Debtor Witness: James Lee, Senior Managing Consultant – Public Securities Services and Corporate Restructuring Services at Kurtzman Carson Consultants, LLC (testifying from Glen Rock, NJ )

Status: The Debtors have resolved all informal comments to confirmation of the Plan. In addition, the Debtors have resolved the filed cure objections [Docket Nos. 195, 196, and 206]. The hearing on this matter will go forward. The witnesses identified above are expected to provide testimony via declaration with regards to the matter.

Dated: September 29, 2020  
Wilmington, Delaware

/s/ Brendan J. Schlauch

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John H. Knight (No. 3848)  
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- and -

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