



ENTERED
 12/14/2017

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

In re:)	Chapter 11
)	
COBALT INTERNATIONAL ENERGY, INC.,)	Case No. 17-36709 (MI)
)	
Debtor.)	
)	
Tax I.D. No. (27-0821169))	
In re:)	Chapter 11
)	
COBALT INTERNATIONAL ENERGY GP, LLC,)	Case No. 17-36710 (MI)
)	
Debtor.)	
)	
Tax I.D. No. (20-4147374))	
In re:)	Chapter 11
)	
COBALT INTERNATIONAL ENERGY, L.P.,)	Case No. 17-36711 (MI)
)	
Debtor.)	
)	
Tax I.D. No. (20-3782411))	
In re:)	Chapter 11
)	
COBALT GOM LLC,)	Case No. 17-36712 (MI)
)	
Debtor.)	
)	
Tax I.D. No. (26-3137188))	
In re:)	Chapter 11
)	
COBALT GOM # 1 LLC,)	Case No. 17-36713 (MI)
)	
Debtor.)	
)	
Tax I.D. No. (26-3137262))	



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In re:)	Chapter 11
COBALT GOM # 2 LLC,)	Case No. 17-36714 (MI)
Debtor.)	
Tax I.D. No. (26-3137316))	Re: Docket No.

**ORDER (I) DIRECTING JOINT ADMINISTRATION OF
RELATED CHAPTER 11 CASES AND (II) GRANTING RELATED RELIEF**

Upon the motion (the "Motion")¹ of the above-captioned debtors and debtors in possession (collectively, the "Debtors") for entry of an order (this "Order") (a) directing the joint administration of the Debtors' chapter 11 cases for procedural purposes only and (b) granting related relief, all as more fully set forth in the Motion; and upon the First Day Declaration; and this court having jurisdiction over this matter pursuant to 28 U.S.C. § 1334 and the Amended Standing Order; and this court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and this court having found that it may enter a final order consistent with Article III of the United States Constitution; and this court having found that venue of this proceeding and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this court having found that the relief requested in the Motion is in the best interests of the Debtors' estates, their creditors, and other parties in interest; and this court having found that the Debtors' notice of the Motion and opportunity for a hearing on the Motion were appropriate under the circumstances and no other notice need be provided; and this court having reviewed the Motion and having heard the statements in support of the relief requested therein at a hearing, if any, before this court (the "Hearing"); and this court having determined that the legal and factual bases set forth in the Motion and at the Hearing establish just cause for the relief granted

¹ Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Motion.

herein; and upon all of the proceedings had before this court; and after due deliberation and sufficient cause appearing therefor, it is HEREBY ORDERED THAT:

1. The Motion is granted as set forth in this Order.

2. The above-captioned chapter 11 cases are consolidated for procedural purposes only and shall be jointly administered by this court under Case No. 17-36709 (MI).

Additionally, the following checked items are ordered:

a. One disclosure statement and plan of reorganization may be filed for all of the cases by any plan proponent.

b. Parties may request joint hearings on matters pending in any of the jointly administered cases.

c. Other: See below.

3. The caption of the jointly administered cases should read as follows:

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

<p>In re:</p> <p>COBALT INTERNATIONAL ENERGY, INC., <i>et al.</i>,¹</p> <p style="text-align: center;">Debtors.</p>	<p>§</p> <p>§</p> <p>§</p> <p>§</p> <p>§</p> <p>§</p>	<p>Chapter 11</p> <p>Case No. 17-36709 (MI)</p> <p>(Jointly Administered)</p>
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¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Cobalt International Energy, Inc. (1169); Cobalt International Energy GP, LLC (7374); Cobalt International Energy, L.P. (2411); Cobalt GOM LLC (7188); Cobalt GOM # 1 LLC (7262); and Cobalt GOM # 2 LLC (7316). The Debtors' service address is: 920 Memorial City Way, Suite 100, Houston, Texas 77024.

4. The foregoing caption satisfies the requirements set forth in section 342(c)(1) of the Bankruptcy Code.

5. A docket entry, substantially similar to the following, shall be entered on the dockets of each of the Debtors other than Cobalt International Energy, Inc.:

An order has been entered in accordance with Rule 1015(b) of the Federal Rules of Bankruptcy Procedure and Rule 1015-1 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the Southern District of Texas directing joint administration of the chapter 11 cases of: Cobalt International Energy, Inc., Case No. 17-36709; Cobalt International Energy GP, LLC, Case No. 17-36710; Cobalt International Energy, L.P., Case No. 17-36711; Cobalt GOM LLC, Case No. 17-36712; Cobalt GOM # 1 LLC, Case No. 17-36713; and Cobalt GOM # 2 LLC, Case No. 17-36714. **All further pleadings and other papers shall be filed in, and all further docket entries shall be made in Case No. 17-36709 (MI).**

6. The Debtors shall maintain, and the Clerk of the United States Bankruptcy Court for the Southern District of Texas shall keep, one consolidated docket, one file, and one consolidated service list for these chapter 11 cases.

7. Any party in interest may request joint hearings on matters pending in any of these chapter 11 cases.

8. Nothing contained in the Motion or this Order shall be deemed or construed as directing or otherwise effecting a substantive consolidation of these chapter 11 cases and this Order shall be without prejudice to the rights of the Debtors to seek entry of an order substantively consolidating their respective cases.

9. Notice of the Motion as provided therein shall be deemed good and sufficient notice of such Motion and the requirements of Bankruptcy Rule 6004(a) and the Bankruptcy Local Rules are satisfied by such notice.

10. The Debtors are authorized to take all actions necessary to effectuate the relief granted in this Order in accordance with the Motion.

11. This court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

Dated: 12/14, 2017
Houston, Texas



THE HONORABLE MARVIN ISGUR
UNITED STATES BANKRUPTCY JUDGE

It is further ordered that the Clerk must assign cases 17-36710, 17-36711, 17-36712, 17-36713 and 17-36714 to Judge Isgur.

United States Bankruptcy Court
Southern District of Texas

In re:
Cobalt International Energy, Inc.
Debtor

Case No. 17-36709-mi
Chapter 11

CERTIFICATE OF NOTICE

District/off: 0541-4

User: ShoshanaA
Form ID: pdf001

Page 1 of 1
Total Noticed: 6

Date Rcvd: Dec 14, 2017

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Dec 16, 2017.

db	+Cobalt International Energy, Inc.,	920 Memorial City Way,	Suite 100,
		Houston, TX 77024-2649	
aty	+Brad Weiland,	Kirkland & Ellis LLP,	300 North LaSalle, Chicago, IL 60654-5412
aty	+Gabor Balassa,	Kirkland & Ellis LP,	300 North LaSalle, Chicago, IL 60654-5412
aty	+James H.M. Sprayregen, P.C.,	Kirkland & Ellis LLP,	300 North LaSalle, Chicago, IL 60654-5412
aty	+Marc Kieselstein,	Kirkland & Ellis,	300 North LaSalle, Chicago, IL 60654-5412
aty	+Stacy Pepper,	Kirkland & Ellis LLP,	300 North LaSalle, Chicago, IL 60654-5412

Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center. NONE. TOTAL: 0

***** BYPASSED RECIPIENTS (undeliverable, * duplicate) *****

cr Wells Fargo Bank, National Association

TOTALS: 1, * 0, ## 0

Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP. USPS regulations require that automation-compatible mail display the correct ZIP.

Transmission times for electronic delivery are Eastern Time zone.

I, Joseph Speetjens, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.

Meeting of Creditor Notices only (Official Form 309): Pursuant to Fed. R. Bank. P. 2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: Dec 16, 2017

Signature: /s/Joseph Speetjens

CM/ECF NOTICE OF ELECTRONIC FILING

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on December 14, 2017 at the address(es) listed below:

Chad J. Husnick	on behalf of Debtor	Cobalt International Energy, Inc.
chad.husnick@kirkland.com,		
laura.krucks@kirkland.com;		
laura.krucks@kirkland.com;		
suj.pandya@kirkland.com;		
john.luze@kirkland.com;		
emily.geier@kirkland.com		
; julia.foster@kirkland.com;		
maureen.mccarthy@kirkland.com;		
brad.weiland@kirkland.com;		
matthew.smart@kirkland.com;		
ryan.bes		
Lloyd A. Lim	on behalf of Creditor	Wells Fargo Bank, National Association LLim@ReedSmith.com, LChavez@ReedSmith.com
US Trustee		USTPRegion07.HU.ECF@USDOJ.GOV
Zack A Clement	on behalf of Debtor	Cobalt International Energy, Inc. zack.clement@icloud.com
Zack A Clement	on behalf of Plaintiff	Cobalt GOM #2 LLC zack.clement@icloud.com
Zack A Clement	on behalf of Plaintiff	Cobalt International Energy GP, LLC zack.clement@icloud.com
Zack A Clement	on behalf of Plaintiff	Cobalt International Energy, L.P. zack.clement@icloud.com
Zack A Clement	on behalf of Plaintiff	Cobalt GOM #1 LLC zack.clement@icloud.com
Zack A Clement	on behalf of Plaintiff	Cobalt GOM LLC zack.clement@icloud.com
Zack A Clement	on behalf of Plaintiff	Cobalt International Energy, Inc. zack.clement@icloud.com

TOTAL: 10