

Fill in this information to identify the case:

Debtor Cobalt International Energy, Inc.

United States Bankruptcy Court for the: Southern District of Texas
(State)

Case number 17-36709

**Official Form 410
Proof of Claim**

04/16

Read the instructions before filling out this form. This form is for making a claim for payment in a bankruptcy case. Do not use this form to make a request for payment of an administrative expense. Make such a request according to 11 U.S.C. § 503.

Filers must leave out or redact information that is entitled to privacy on this form or on any attached documents. Attach redacted copies or any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. Do not send original documents; they may be destroyed after scanning. If the documents are not available, explain in an attachment.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Fill in all the information about the claim as of the date the case was filed. That date is on the notice of bankruptcy (Form 309) that you received.

Part 1: Identify the Claim

1. Who is the current creditor?	<u>Allied World National Assurance Company</u> Name of the current creditor (the person or entity to be paid for this claim)	
	Other names the creditor used with the debtor _____	
2. Has this claim been acquired from someone else?	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. From whom? _____	
3. Where should notices and payments to the creditor be sent? Federal Rule of Bankruptcy Procedure (FRBP) 2002(g)	Where should notices to the creditor be sent?	Where should payments to the creditor be sent? (if different)
	Allied World National Assurance Company Amy E. Vulpio, Esq. White and Williams LLP 1650 Market Street, 18th Fl Philadelphia, PA 19103, USA	
	Contact phone <u>215-864-6250</u>	Contact phone _____
	Contact email <u>vulpioa@whiteandwilliams.com</u>	Contact email _____
	Uniform claim identifier for electronic payments in chapter 13 (if you use one): _____	
4. Does this claim amend one already filed?	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Claim number on court claims registry (if known) _____ Filed on _____ MM / DD / YYYY	
5. Do you know if anyone else has filed a proof of claim for this claim?	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Who made the earlier filing? _____	



Part 2: Give Information About the Claim as of the Date the Case Was Filed

6. Do you have any number you use to identify the debtor? No
 Yes. Last 4 digits of the debtor's account or any number you use to identify the debtor: ____ _

7. How much is the claim? \$ Unliquidated. Does this amount include interest or other charges?
 No
 Yes. Attach statement itemizing interest, fees, expenses, or other charges required by Bankruptcy Rule 3001(c)(2)(A).

8. What is the basis of the claim? Examples: Goods sold, money loaned, lease, services performed, personal injury or wrongful death, or credit card.
Attach redacted copies of any documents supporting the claim required by Bankruptcy Rule 3001(c).
Limit disclosing information that is entitled to privacy, such as health care information.
See attached

9. Is all or part of the claim secured? No
 Yes. The claim is secured by a lien on property.
Nature or property:
 Real estate: If the claim is secured by the debtor's principle residence, file a *Mortgage Proof of Claim Attachment* (Official Form 410-A) with this *Proof of Claim*.
 Motor vehicle
 Other. Describe: Right of Setoff
Basis for perfection: _____
Attach redacted copies of documents, if any, that show evidence of perfection of a security interest (for example, a mortgage, lien, certificate of title, financing statement, or other document that shows the lien has been filed or recorded.)
Value of property: \$ Unliquidated
Amount of the claim that is secured: \$ Unliquidated
Amount of the claim that is unsecured: \$ Unliquidated (The sum of the secured and unsecured amount should match the amount in line 7.)
Amount necessary to cure any default as of the date of the petition: \$ _____
Annual Interest Rate (when case was filed) _____ %
 Fixed
 Variable

10. Is this claim based on a lease? No
 Yes. Amount necessary to cure any default as of the date of the petition. \$ _____

11. Is this claim subject to a right of setoff? No
 Yes. Identify the property: See attached



12. Is all or part of the claim entitled to priority under 11 U.S.C. § 507(a)?

A claim may be partly priority and partly nonpriority. For example, in some categories, the law limits the amount entitled to priority.

No

Yes. Check all that apply:

	Amount entitled to priority
<input type="checkbox"/> Domestic support obligations (including alimony and child support) under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B).	\$ _____
<input type="checkbox"/> Up to \$2,850* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use. 11 U.S.C. § 507(a)(7).	\$ _____
<input type="checkbox"/> Wages, salaries, or commissions (up to \$12,850*) earned within 180 days before the bankruptcy petition is filed or the debtor's business ends, whichever is earlier. 11 U.S.C. § 507(a)(4).	\$ _____
<input type="checkbox"/> Taxes or penalties owed to governmental units. 11 U.S.C. § 507(a)(8).	\$ _____
<input type="checkbox"/> Contributions to an employee benefit plan. 11 U.S.C. § 507(a)(5).	\$ _____
<input type="checkbox"/> Other. Specify subsection of 11 U.S.C. § 507(a)() that applies.	\$ _____

* Amounts are subject to adjustment on 4/01/19 and every 3 years after that for cases begun on or after the date of adjustment.

13. Is all or part of the claim pursuant to 11 U.S.C. § 503(b)(9)?

No

Yes. Indicate the amount of your claim arising from the value of any goods received by the debtor within 20 days before the date of commencement of the above case, in which the goods have been sold to the Debtor in the ordinary course of such Debtor's business. Attach documentation supporting such claim.

\$ _____

Part 3: Sign Below

The person completing this proof of claim must sign and date it. FRBP 9011(b).

If you file this claim electronically, FRBP 5005(a)(2) authorizes courts to establish local rules specifying what a signature is.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Check the appropriate box:

I am the creditor.

I am the creditor's attorney or authorized agent.

I am the trustee, or the debtor, or their authorized agent. Bankruptcy Rule 3004.

I am a guarantor, surety, endorser, or other codebtor. Bankruptcy Rule 3005.

I understand that an authorized signature on this *Proof of Claim* serves as an acknowledgement that when calculating the amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.

I have examined the information in this *Proof of Claim* and have reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on date 03/19/2018
MM / DD / YYYY

/s/Amy E. Vulpio
Signature

Print the name of the person who is completing and signing this claim:

Name Amy E. Vulpio
First name Middle name Last name

Title Counsel for Creditor

Company White and Williams LLP
Identify the corporate servicer as the company if the authorized agent is a servicer.

Address _____

Contact phone _____ Email _____



KCC ePOC Electronic Claim Filing Summary

For phone assistance: Domestic (866) 967-1782 | International (310) 751-2682

Debtor: 17-36709 - Cobalt International Energy, Inc. District: Southern District of Texas, Houston Division		
Creditor: Allied World National Assurance Company Amy E. Vulpio, Esq. White and Williams LLP 1650 Market Street, 18th Fl Philadelphia, PA, 19103 USA Phone: 215-864-6250 Phone 2: Fax: Email: vulpioa@whiteandwilliams.com	Has Supporting Documentation: Yes, supporting documentation successfully uploaded Related Document Statement:	
	Has Related Claim: No Related Claim Filed By:	
	Filing Party: Authorized agent	
Other Names Used with Debtor:	Amends Claim: No Acquired Claim: No	
Basis of Claim: See attached	Last 4 Digits: No	Uniform Claim Identifier:
Total Amount of Claim: Unliquidated	Includes Interest or Charges: No	
Has Priority Claim: No	Priority Under:	
Has Secured Claim: Yes: Unliquidated Amount of 503(b)(9): No Based on Lease: No Subject to Right of Setoff: Yes, See attached	Nature of Secured Amount: Other Describe: Right of Setoff Value of Property: Unliquidated Annual Interest Rate: Arrearage Amount: Basis for Perfection: Amount Unsecured: Unliquidated	
Submitted By: Amy E. Vulpio on 19-Mar-2018 3:57:57 p.m. Pacific Time Title: Counsel for Creditor Company: White and Williams LLP		

**ATTACHMENT TO PROOF OF CLAIM
OF ALLIED WORLD NATIONAL ASSURANCE COMPANY IN
IN RE COBALT INTERNATIONAL ENERGY, INC. ET AL., CASE NO. 17-36709 (MI)**

The documents supporting this proof of claim are voluminous and contain confidential and privileged materials; however, copies of the non-confidential portions of the Policies and Agreements are available upon request.

Allied World National Assurance Company (“**Allied**”) issued one or more insurance policies for various policy periods (the “**Policies**”) in connection with one or more insurance programs of Cobalt International Energy, Inc. (and possibly other named insureds)(collectively, “**Debtors**”), including without limitation:

- a claims-made “Excess Directors and Officers Liability Insurance Following Form Policy,” policy number 0305-1595, effective December 15, 2010 to December 15, 2011 (the “**2010-2011 Allied World Policy**”);
- a claims-made “Excess Directors and Officers Liability Insurance Following Form Policy,” policy no. 0305-1595, effective December 15, 2011 through December 15, 2012 (the “**2011-2012 Allied World Policy**”);
- a claims-made “Excess Directors and Officers Liability Insurance Following Form Policy,” policy no. 0305-1595, for the December 15, 2012 to December 15, 2013 policy period (the “**2012-2013 Allied World Policy**”); and
- a claims-made “Excess Directors and Officers Liability Insurance Following Form Policy,” policy no. 0305-1595, effective December 15, 2013 to December 15, 2014 (the “**2013-2014 Allied World Policy**” and collectively with the 2010-2011 Allied World Policy, the 2011-2012 Allied World Policy and the 2012-2013 Allied World Policy, the “**Excess Policies**”).

Allied and Debtors may be parties to one or more other agreements relating to such insurance coverage provided in connection with such insurance programs (collectively, the “**Agreements**”).

Allied’s claim includes, without limitation, additional premium payments, deductibles, self-insured retentions and other expenses which may become due under the Policies and/or the Agreements. The amount of Allied’s claim set forth on this proof of claim is currently unliquidated and is subject to further and future adjustment. As such, Allied reserves the right to, from time to time, amend the amount of this proof of claim based on audits and/or adjustments related to Debtors’ claims and actual loss experience. Allied may also hold claims that are presently contingent and unliquidated for any and all rights to payment, rights to receive performance, actions, defenses, setoffs and/or recoupments arising from, related to, or in connection with any and all of Debtors’ (and any other possible named insureds’) duties and obligations under the terms of the Policies and/or the Agreements.

A portion of Allied's claim may be entitled to administrative expense priority under sections 503(b) and 507(a)(2) of the Bankruptcy Code because it represents premiums and costs related to insurance coverage provided on or after the commencement date of Debtors' bankruptcy cases. Accordingly, Allied reserves the right to assert separate requests for payment of administrative expenses or other priority claims under the Bankruptcy Code. Allied's claim is secured by a right of setoff.

Allied further reserves the right to amend, update, supplement, modify, increase or otherwise further liquidate this proof of claim from time to time for any reason necessary to accurately reflect the amount or nature of the claim being asserted. To the extent that Allied may have rights against any other related Debtors of which they are not presently aware, or such related Debtors claim rights to, or interests in, the Policies and/or the Agreements, this proof of claim should be deemed filed in each such separate case. Allied further reserves (i) the right to assert separate requests for payment of administrative expense or other priority claims under section 503(a) of the Bankruptcy Code against Debtors if, as and when the Policies and/or the Agreements are determined to be executory contracts within the meaning of section 365 of the Bankruptcy Code; (ii) the right to request adequate protection of their interests in the Policies, the Agreements and/or otherwise; (iii) the right to assert any claims which may arise in any subsequent litigation regarding any aspect of the Policies, the Agreements or otherwise; and/or (iv) the right to assert any such claims which are otherwise warranted under the circumstances.

Upon information and belief, Debtors seek coverage for certain claims arising out of events that took place between 2010 and 2014, including a Foreign Corrupt Practices Act Investigation, public misrepresentations made by the company, and certain securities class actions, shareholder derivative demands and shareholder derivative actions. This proof of claim is not intended, and should not be construed, as an admission that Allied World has any coverage or other obligations for such claims or any other claims that may be asserted by Debtors. This proof of claim shall not be deemed to be a waiver of, and is without prejudice to: (i) the right of Allied to have final orders in non-core matters entered only after *de novo* review by a United States District Judge, (ii) the right of Allied to arbitrate any dispute in accordance with the terms of the Policies and/or the Agreements or, alternatively, to trial by jury in any proceeding so triable in this case, or any case, controversy, or proceeding related to this case, (iii) the right of Allied to request the United States District Court to withdraw the reference or to abstain in any matter subject to mandatory or discretionary withdrawal or abstention, and/or (iv) any and all of Allied's rights, claims and/or defenses of any nature whatsoever under the Policies, the Agreements, the Bankruptcy Code and/or any otherwise applicable law.