

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION

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In re:	)	
	)	Chapter 11
	)	
COBALT INTERNATIONAL ENERGY, INC., <i>et al.</i> , <sup>1</sup>	)	Case No. 17-36709 (MI)
	)	
Debtors.	)	(Jointly Administered)

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**WITNESS AND EXHIBIT LIST OF THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS IN CONNECTION WITH THE HEARING ON APRIL 3, 2018**  
[Relates to D.I. 561, 676]

The Official Committee of Unsecured Creditors (the “Committee”) submits the following Witness and Exhibit List for the hearing scheduled on April 3, 2018 at 8:30 a.m. (CDT), in the above-styled, jointly administered bankruptcy cases (the “Bankruptcy Cases”) before the Honorable Marvin Isgur, United States Bankruptcy Judge, 515 Rusk, Houston, Texas 77002.

**WITNESS LIST**

The Committee may call the following witnesses:

1. Jason Dennis.
2. William P. Utt.
3. Paul Keglevic.
4. Timothy J. Cutt.
5. David D. Powell.
6. John E. Hagale.

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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, 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.

7. Any witness listed, offered, or called by any other party, including the Debtors.
8. Any witness required for rebuttal or impeachment.

**EXHIBIT LIST**

<b>Trial Exhibit No.</b>	<b>Description</b>	<b>Depo Exhibit No.</b>	<b>Offered</b>	<b>Objection</b>	<b>Admitted</b>	<b>Disposition After Hearing</b>
1.	Bloomberg Profile of Paul Keglevic	Creditors 1				
2.	Debtors' Objections and Responses to Notice of Deposition	Creditors 2				
3.	Disclosure Statement for the Fourth Amended Plan	Creditors 3				
4.	2/14/2018 Minutes of Telephonic Meeting of Disinterested Directors of Cobalt International Energy, Inc.  <i>Subject to Protective Order (Confidential)<sup>2</sup></i>	Creditors 6				
5.	2/12/2018 Disinterested Director Presentation: Cobalt Exchange Transactions  <i>Subject to Protective Order (Confidential)</i>	Creditors 7				
6.	Project Jayhawk Spreadsheet  <i>Subject to Protective Order (Highly Confidential)</i>	Creditors 8				
7.	Cobalt Website Profile of David Powell	Creditors 9				
8.	Fourth Amended Joint Chapter 11 Plan	Creditors 10				
9.	Schedules of Assets and Liabilities for Cobalt International Energy, Inc. (Case No. 17-36709)	Creditors 11				
10.	Project Jayhawk Matrix  <i>Subject to Protective Order (Highly Confidential)</i>	Creditors 12				
11.	Cobalt Website Profile of Timothy Cutt	Creditors 13				
12.	2/16/2018 Minutes of Meeting of Board of Directors  <i>Subject to Protective Order (Confidential)</i>	Creditors 14				
13.	2/7/2018 Committee Demand Letter	Creditors 15				
14.	Intercompany Receivables as listed on Schedule A/B (Cobalt International Energy, Inc.)	W-1				
15.	Intercompany Receivables / (Payables) as of February 28, 2018	W-2				
16.	Schedule E/F (Cobalt International Energy, Inc.)	W-3				

<sup>2</sup> The italicized confidentiality designations are the Debtors' and the Committee reserves all rights to challenge such designations.

17.	Lynn Pinker Cox Hurst Website Profile of Jason Dennis	Debtors 1				
18.	Order Overruling the Private-Equity Sponsor Defendants' Special Exceptions to Plaintiff Ira Gaines's Verified Shareholder Derivative Petition (Gaines v. Bryant, <i>et al.</i> , No. 2016-29850, District Court of Harris County, Texas, March 6, 2017)	Debtors 2				
19.	Verified Shareholder Derivative Petition, Gaines v. Bryant (Gaines v. Bryant, <i>et al.</i> , No. 2016-29850, District Court of Harris Co., Tex., March 6, 2017)	Debtors 3 / Creditors 16				
20.	McDonaugh Complaint ( <i>McDonaugh v. Bryant et al.</i> , Cause No. 2016-82186, 295th Judicial District, Harris Co., Tex.) (COBALT_DEBTORS_0000032177 - COBALT_DEBTORS_0000032215)					
21.	Hafkey Complaint ( <i>Hafkey v. Bryant et al.</i> , Cause No. 2017-23329, 295 <sup>th</sup> Judicial District, Harris Co., Tex.) (COBALT_DEBTORS_0000044982 - COBALT_DEBTORS_0000045023)					
22.	Memorandum and Order dated January 19, 2016 (In re Cobalt International Energy Inc. Securities Litigation, No. 14-3428, S.D. Texas)					
23.	7/25/16 Letter from T. Cutt to Directors attaching July 28 Presentation to Board of Directors of CIE Holdings (COBALT_DEBTORS_0000001120 - COBALT_DEBTORS_0000001141)  <i>Subject to Protective Order (Highly Confidential)</i>					
24.	Purchase and Sale Agreement with Sonangol dated August 22, 2015 (COBALT_DEBTORS_0000004659 - CBLT_DEBTORS__0000004716)  <i>Subject to Protective Order (Confidential)</i>					
25.	Request for Arbitration from Cobalt Angola to Sonangol dated May 3, 2017 (CBLT_DEBTORS_0000004864 - CBLT_DEBTORS__0000004883)  <i>Subject to Protective Order (Highly Confidential)</i>					
26.	Request for Arbitration from CIE Block 21 to Sonangol P&P dated May 3, 2017 (CBLT_DEBTORS_0000004884 - CBLT_DEBTORS__0000004899)  <i>Subject to Protective Order (Highly Confidential)</i>					

27.	Sonangol Settlement Agreement dated December 19, 2017 (COBALT_DEBTORS_0000001467 - COBALT_DEBTORS_0000001469)  <i>Subject to Protective Order (Highly Confidential)</i>					
28.	Proposed Complaint for (1) Declaratory Judgment, (2) Avoidance of Fraudulent Transfers, (3) Recovery of Avoided Transfers or the Value Thereof, and (4) Disallowance of Claims [Redacted]					
29.	Proposed Complaint for (1) Declaratory Judgment, (2) Avoidance of Fraudulent Transfers, (3) Recovery of Avoided Transfers or the Value Thereof, and (4) Disallowance of Claims  <i>Subject to Protective Order (Highly Confidential)</i>					
30.	2019 Notes Base Indenture dated December 17, 2012 (COBALT_DEBTORS_0000027585 - COBALT_DEBTORS_0000027650)  <i>Subject to Protective Order (Highly Confidential)</i>					
31.	2019 Notes Supplemental Indenture dated December 17, 2012 (COBALT_DEBTORS_0000027651 - COBALT_DEBTORS_0000027736)  <i>Subject to Protective Order (Highly Confidential)</i>					
32.	2024 Notes Supplemental Indenture dated May 13, 2014 (COBALT_DEBTORS_0000028340 - COBALT_DEBTORS_0000028432)  <i>Subject to Protective Order (Highly Confidential)</i>					
33.	Purchase and Exchange Agreement dated December 6, 2016 (COBALT_DEBTORS_0000013547 - COBALT_DEBTORS_0000013646)  <i>Subject to Protective Order (Highly Confidential)</i>					
34.	First Lien Indenture dated as of December 6, 2016 (COBALT_DEBTORS_0000013647 - COBALT_DEBTORS_0000013807)  <i>Subject to Protective Order (Highly Confidential)</i>					
35.	Second Lien Indenture dated as of December 6, 2016 (COBALT_DEBTORS_0000013808 - COBALT_DEBTORS_0000013969)  <i>Subject to Protective Order (Highly Confidential)</i>					
36.	First Lien Pledge and Security Agreement dated as of December 6, 2016 (COBALT_DEBTORS_0000024663 - COBALT_DEBTORS_0000024698)  <i>Subject to Protective Order (Confidential)</i>					



37.	Second Lien Pledge and Security Agreement dated as of December 6, 2016 (COBALT_DEBTORS_0000024704 - COBALT_DEBTORS_0000024739)  <i>Subject to Protective Order (Confidential)</i>					
38.	First Supplemental Indenture dated as of January 30, 2017 (COBALT_DEBTORS_0000018673 - COBALT_DEBTORS_0000018677)  <i>Subject to Protective Order (Highly Confidential)</i>					
39.	Exchange Agreement dated January 30, 2017 (COBALT_DEBTORS_0000020759 - COBALT_DEBTORS_0000020787)  <i>Subject to Protective Order (Highly Confidential)</i>					
40.	Second Supplemental Indenture dated as of April 24, 2017 (COBALT_DEBTORS_0000018678 - COBALT_DEBTORS_0000018682)  <i>Subject to Protective Order (Highly Confidential)</i>					
41.	Exchange Agreement dated April 24, 2017 (COBALT_DEBTORS_0000017841 - COBALT_DEBTORS_0000017870)  <i>Subject to Protective Order (Confidential)</i>					
42.	Third Supplemental Indenture dated as of May 18, 2017 (COBALT_DEBTORS_0000018683 - COBALT_DEBTORS_0000018687)  <i>Subject to Protective Order (Highly Confidential)</i>					
43.	Exchange Agreement dated May 18, 2017 (COBALT_DEBTORS_0000018501 - COBALT_DEBTORS_0000018527)  <i>Subject to Protective Order (Confidential)</i>					
44.	8-K dated August 23, 2016					
45.	8-K dated September 7, 2016					
46.	8-K dated November 7, 2016					
47.	8-K dated January 30, 2017					
48.	10-K for Fiscal Year Ended December 31, 2016 (COBALT_DEBTORS_0000002890 - COBALT_DEBTORS_0000003065)  <i>Subject to Protective Order (Highly Confidential)</i>					
49.	8-K dated April 24, 2017 (COBALT_DEBTORS_0000020851 - COBALT_DEBTORS_0000020881)					

	<i>Subject to Protective Order (Confidential)</i>					
<b>50.</b>	8-K dated May 18, 2017 (COBALT_DEBTORS_0000018639 - COBALT_DEBTORS_0000018669)					
	<i>Subject to Protective Order (Confidential)</i>					
<b>51.</b>	List of Exchange Participants by Debt Exchange					
<b>52.</b>	Description of Mortgages					
<b>53.</b>	Unperfected GOM Leases					
<b>54.</b>	Final Cash Collateral Order [Dkt. No. 301]					
<b>55.</b>	Order Continuing the Hearing to Approve the Stipulations and Compromise Set Forth in the Cash Collateral Order [Dkt. No. 597]					
<b>56.</b>	Any exhibits listed, designated, or offered by any other party.					
<b>57.</b>	Any exhibits necessary for rebuttal.					

The Committee reserves the right to modify, amend or supplement this Witness and Exhibit List at any time. The Committee reserves the right to ask the Court to take judicial notice of pleadings, transcripts and/or documents filed in or in connection with these Bankruptcy Cases, to offer rebuttal exhibits, and to supplement or amend this Witness and Exhibit List at any time prior to the April 3, 2018 Hearing. Designation of any exhibit above does not waive any objections the Committee may have to any exhibit listed on any other party's exhibit list.

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Dated: March 30, 2018

/s/Kenneth Green  
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*Lead Counsel for the Official Committee of  
Unsecured Creditors*

**CERTIFICATE OF SERVICE**

I hereby certify that a true and correct copy of the above and foregoing has been served by electronic transmission to all registered ECF users appearing in this case.

Dated: March 30, 2018  
Houston, TX

/s/ Kenneth Green  
Kenneth Green