

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

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

**AGREED MOTION FOR ENTRY OF AGREED ORDER AMENDING
CONFIDENTIALITY AGREEMENT AND AGREED PROTECTIVE ORDER**

Come now Nader Tavakoli, solely in his capacity as Lead Member and Chairman of the Plan Administrator Committee of Cobalt International Energy, Inc., *et al.* (the “Plan Administrator”) and Total E&P USA, Inc. (“Total E&P”) pursuant to Rule 502 of the Federal Rules of Evidence and Rule 9017 of the Federal Bankruptcy Rules and move this Honorable Court for entry of the Agreed Order Amending Confidentiality Agreement and Agreed Protective Order (“Protective Order”). The Plan Administrator and Total E&P seek this amendment so there is no doubt that the Protective Order covers all documents produced in this case.

[Remainder of Page Intentionally Left Blank]

¹ The Reorganized 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.



AGREED TO AND ACCEPTED BY:

**AHMAD, ZAVITSANOS, ANAIPAKOS,
ALAVI & MENSING PC**

By: /s/ Ryan Hackney

Demetrios Anaipakos
State Bar No. 00793258
Federal I.D. 20323
John Zavitsanos
State Bar No. 22251650
Federal I.D. 9122
Sammy Ford IV
State Bar No. 24061331
Federal I.D. 950682
Ryan Hackney
State Bar No. 24069850
Federal I.D. 1106438
1221 McKinney Street, Suite 2500
Houston, Texas 77010
Tel: (713) 655-1101
Fax: (713) 655-0062
danaipakos@azalaw.com
jzavitsanos@azalaw.com
sford@azalaw.com
rhackney@azalaw.com

Counsel for Total E&P USA, Inc.

GREENBERG TRAURIG, LLP

By: /s/ Shari L. Heyen

Shari L. Heyen
HeyenS@gtlaw.com
Texas State Bar No. 09564750
1000 Louisiana, Suite 1700
Houston, Texas 77002
Telephone: 713-374-3500
Facsimile: 713-374-3505

Karl G. Dial
diak@gtlaw.com
Texas State Bar No. 05800400
Chris M. LaVigne
lavignec@gtlaw.com
Texas State Bar No. 24026984
2200 Ross Avenue, Suite 5200
Dallas, TX 75201
Telephone: 214-665-3600
Facsimile: 214-665-3601

***Counsel for Nader Tavakoli, solely in his
capacity as Lead Member and Chairman
of the Plan Administrator Committee of
Cobalt International Energy, Inc. et al.***

CERTIFICATE OF SERVICE

The undersigned hereby certifies that on January 8, 2020, I caused a copy of the foregoing Response to be served on all parties eligible to receive service through the Electronic Case Filing System for the United States Bankruptcy Court for the Southern District of Texas by electronic mail.

/s/ Shari L. Heyen

Shari L. Heyen

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

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

**AGREED ORDER AMENDING CONFIDENTIALITY
AGREEMENT AND AGREED PROTECTIVE ORDER**

WHEREAS, the Court entered the Confidentiality Agreement and Agreed Protective Order (“Protective Order”) on June 7, 2018 (Docket No. 905);

WHEREAS, the Protective Order defined “Dispute” as relating to the Debtors’ remaining inventory;

WHEREAS, the dispute between Nader Tavakoli, solely in his capacity as Lead Member and Chairman of the Plan Administrator Committee of Cobalt International Energy, Inc., *et al.* (the “Plan Administrator”) and Total E&P USA, Inc. (“Total E&P”) also includes disagreements regarding the proper purchase price adjustment under the North Platte Asset Purchase Agreement; and

WHEREAS, the Plan Administrator and Total E&P desire the Protective Order to apply all disputed issues between them.

¹ The Reorganized 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.

IT IS THEREFORE ORDERED the definition of “Dispute” in the Protective Order is amended to include the dispute regarding the Debtors’ remaining inventory, the dispute regarding the proper purchase price adjustment under the North Platte Asset Purchase Agreement, and any other disputes that have arisen or arise in the future in this case between the Plan Administrator and Total E&P.

Signed: _____, 2019

HONORABLE MARVIN ISGUR
UNITED STATES BANKRUPTCY JUDGE

AGREED TO IN FORM AND SUBSTANCE BY:

**AHMAD, ZAVITSANOS, ANAIPAKOS,
ALAVI & MENSING PC**

GREENBERG TRAURIG, LLP

By: /s/ Ryan Hackney
Demetrios Anaipakos
State Bar No. 00793258
Federal I.D. 20323
John Zavitsanos
State Bar No. 22251650
Federal I.D. 9122
Sammy Ford IV
State Bar No. 24061331
Federal I.D. 950682
Ryan Hackney
State Bar No. 24069850
Federal I.D. 1106438
1221 McKinney Street, Suite 2500
Houston, Texas 77010
Tel: (713) 655-1101
Fax: (713) 655-0062
danaipakos@azalaw.com
jzavitsanos@azalaw.com
sford@azalaw.com
rhackney@azalaw.com

By: /s/ Shari L. Heyen
Shari L. Heyen
HeyenS@gtlaw.com
Texas State Bar No. 09564750
1000 Louisiana, Suite 1700
Houston, Texas 77002
Telephone: 713-374-3500
Facsimile: 713-374-3505

Karl G. Dial
diak@gtlaw.com
Texas State Bar No. 05800400
Chris M. LaVigne
lavignec@gtlaw.com
Texas State Bar No. 24026984
2200 Ross Avenue, Suite 5200
Dallas, TX 75201
Telephone: 214-665-3600
Facsimile: 214-665-3601

Counsel for Total E&P USA, Inc.

***Counsel for Nader Tavakoli, solely in his
capacity as Lead Member and Chairman of
the Plan Administrator Committee of Cobalt
International Energy, Inc. et al.***