

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

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|---|---|----------------------------------|
| In re: |) | Chapter 11 |
| |) | |
| COBALT INTERNATIONAL ENERGY, <i>et al.</i> , ¹ |) | Case No. 17-36709 (MI) |
| |) | |
| Debtors. |) | (Jointly Administered Requested) |
| |) | |
| COBALT INTERNATIONAL ENERGY, INC., <i>et al.</i> , |) | Adv. Proc. No. 17-03457 (MI) |
| |) | |
| Plaintiffs, |) | |
| |) | |
| v. |) | |
| |) | |
| GAMCO GLOBAL GOLD, NATURAL |) | |
| RESOURCES & INCOME TRUST, |) | |
| GAMCO NATURAL RESOURCES, GOLD & |) | |
| INCOME TRUST, |) | |
| ST. LUCIE COUNTY FIRE DISTRICT |) | |
| FIREFIGHTERS' PENSION TRUST FUND, |) | |
| FIRE AND POLICE RETIREE HEALTH CARE |) | |
| FUND, SAN ANTONIO, |) | |
| SJUNDE AP-FONDEN, and |) | |
| UNIVERSAL INVESTMENT GESELLSCHAFT |) | |
| M.B.H., |) | |
| |) | |
| Defendants. |) | |

JOINDER OF THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS IN THE DEBTORS' MOTION TO STAY OR, IN THE ALTERNATIVE, FOR INJUNCTIVE RELIEF ENJOINING, PROSECUTION OF CERTAIN PENDING LITIGATION AGAINST NON-DEBTOR DEFENDANTS

The Official Committee of Unsecured Creditors (the "Committee") of Cobalt International Energy, and its affiliated debtors (collectively, the "Debtors") hereby joins in the *Debtors' Motion To Stay, or In the Alternative, For Injunctive Relief Enjoining, Prosecution of*

¹The 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.



Certain Pending Litigation Against Non-Debtor Defendants (the “Motion”)² [Docket No. 2] and respectfully represents as follows:

BACKGROUND

1. On December 14, 2017, each of the Debtors filed a voluntary petition with this Court under chapter 11 of the Bankruptcy Code. The Debtors are operating their businesses and managing their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No trustee or examiner has been appointed in these cases.

2. On December 21, 2017, the Office of the United States Trustee appointed the Committee pursuant to section 1102 of the Bankruptcy Code. The Committee consists of the following three members: (i) Wells Fargo Bank, National Association; (ii) Baker Hughes, a GE Company; and (iii) Schlumberger Technology Corporation.

3. On December 14, 2017, the Debtors commenced the above-captioned adversary proceeding (the “Adversary Proceeding”) and filed the Motion and accompanying Memorandum of Law In Support Thereof. [Docket No. 2].

4. On December 22, 2017, the defendants in the Adversary Proceeding filed their opposition to the Motion. [Docket No. 44].

5. On January 2, 2018, the Debtors filed their *Debtors’ Reply In Support Of Their Motion To Stay or In the Alternative, For Injunctive Relief Enjoining, Prosecution Of Certain Pending Litigation Against Non-Debtor Defendants*. [Docket No. 53].

² Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Motion.

JOINDER

6. In order to conserve the estates' assets and to protect the Debtors' management from distractions at this critical time in these chapter 11 cases, the Committee joins in the Motion and respectfully requests that this Court grant the Debtors' Motion and order that the Securities Litigation is stayed pursuant to 11 U.S.C. § 362 until completion of the Debtors' sale and restructuring process, and/or enjoin the prosecution of the Securities Litigation against the Non-Debtor Defendants pursuant to 11 U.S.C. § 105 until completion of the Debtors' sale and restructuring process.

RESERVATION OF RIGHTS

7. Notwithstanding the foregoing, the Committee reserves all rights to (i) seek approval to pursue claims on behalf of the Debtors' estates against any of the Non-Debtor Defendants; (ii) to object on any grounds to any claims for indemnification asserted in the Debtors' bankruptcy cases by any of the Non-Debtor Defendants; and (iii) to seek to subordinate any claims for indemnification asserted in the Debtors' bankruptcy cases by any of the Non-Debtor Defendants. The Committee further reserves all rights with respect to the merits of any of the claims or defenses asserted in the Securities Litigation and with respect to any disputes

relating to coverage under insurance policies provided to the Debtors by any of their insurers.

Dated: January 3, 2018

/s/Kenneth Green

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