



ENTERED
12/02/2020

**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)
	§	

**ORDER APPROVING MOTION OF NADER TAVAKOLI,
ACTING SOLELY AS PLAN ADMINISTRATOR,
FOR ENTRY OF ORDER PURSUANT TO BANKRUPTCY RULE 9019
APPROVING SETTLEMENT AGREEMENT
[REGARDING DOCKET NO. 1355]**

Upon the *Motion of Nader Tavakoli, solely in his capacity as Plan Administrator, for Entry of Order Pursuant to Bankruptcy Rule 9019 Approving Settlement Agreement Relating to Total E&P, USA Litigation* [Docket No. 1355] (the "Motion");² upon consideration of the Motion and the relief requested therein; and the Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. § 1334; and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Motion having been provided; and it appearing that no other or further notice need be provided; and upon the record of all the proceedings had before the Court; and no objections to the Motion having been filed; and the Court having determined that there exists just

¹ The Reorganized Debtors in the Chapter 11 cases, along with the last four digits of each Reorganized 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).

² Unless otherwise indicated, all capitalized terms in this Order shall have the same meaning as ascribed to them in the Motion.



cause for the relief granted herein; and the Court having determined that the relief sought in the Motion is in the best interest of the Debtors, their estates and their creditors and all parties in interest in these jointly administered chapter 11 cases; and the Court having determined that the Settlement Agreement is the product of good faith, arm's-length bargaining; and after due deliberation and sufficient cause appearing therefore, it is HEREBY ORDERED that:

1. Omitted.
2. The Settlement Agreement, including all terms and conditions of the settlement embodied therein, is approved in all respects.
3. The Plan Administrator is authorized to enter into the Settlement Agreement and take such actions as may be necessary or appropriate to effectuate, implement, and further evidence the terms and conditions of the Settlement Agreement.
4. This Order including the terms set forth in the Settlement Agreement shall be immediately effective and enforceable upon its Entry.
5. The Court retains jurisdiction with respect to all matters arising from or relating to the interpretation, implementation, and enforcement of the Settlement Agreement and this Order.

Signed: December 02, 2020



Marvin Isgur
United States Bankruptcy Judge

United States Bankruptcy Court
Southern District of Texas

In re:
Cobalt International Energy, Inc.
Official Committee of Unsecured Creditors
Debtor(s)

Case No. 17-36709-mi
Chapter 11

CERTIFICATE OF NOTICE

District/off: 0541-4
Date Rcvd: Dec 02, 2020

User: TylerLaws
Form ID: pdf002

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Total Noticed: 68

The following symbols are used throughout this certificate:

Symbol	Definition
+	Addresses marked '+' were corrected by inserting the ZIP, adding the last four digits to complete the zip +4, or replacing an incorrect ZIP. USPS regulations require that automation-compatible mail display the correct ZIP.
#	Addresses marked '#' were identified by the USPS National Change of Address system as requiring an update. While the notice was still deliverable, the notice recipient was advised to update its address with the court immediately.
##	Addresses marked '##' were identified by the USPS National Change of Address system as undeliverable. Notices will no longer be delivered by the USPS to these addresses; therefore, they have been bypassed. The debtor's attorney or pro se debtor was advised that the specified notice was undeliverable.

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Dec 04, 2020:

Recip ID	Recipient Name and Address
db	+ Cobalt GOM #1 LLC, 920 Memorial City Way, Suite 100, Houston, TX 77024-2649
db	+ Cobalt GOM #2 LLC, 920 Memorial City Way, Suite 100, Houston, TX 77024-2649
db	+ Cobalt GOM LLC, 920 Memorial City Way, Suite 100, Houston, TX 77024-2649
db	#+ Cobalt International Energy GP, LLC, 920 Memorial City Way, Suite 100, Houston, TX 77024-2649
db	#+ Cobalt International Energy, Inc., 920 Memorial City Way, Suite 100, Houston, TX 77024-2649
db	#+ Cobalt International Energy, L.P., 920 Memorial City Way, Suite 100, Houston, TX 77024-2649
aty	+ Alan J. Kornfeld, Pachulski Stang et al., 10100 Santa Monica Blvd., 13th Floor, Los Angeles, CA 90067-4003
aty	+ Andrew Behlmann, Lowenstein Sandler LLP, One Lowenstein Drive, Roseland, TX 07068-1791
aty	+ Beth E. Levine, Pachulski Stang et al, 780 Third Ave., 34th Fl., New York, NY 10017-2024
aty	+ Brad Weiland, Kirkland & Ellis LLP, 300 North LaSalle, Chicago, IL 60654-5412
aty	+ Brett P. Lowe, Milbank Tweed et al, 1850 K St., NW, Ste. 1100, Washington, DC 20006-2236
aty	+ Bruce Baldree, Gibbs & Bruns, 1100 Louisiana St., Suite 5300, Houston, TX 77002-5215
aty	+ Carrie M. Reilly, Wachtell Lipton et al, 51 W. 52nd St., New York, NY 10019-6150
aty	+ Charles C Platt, Wilmer Cutler et al, 7 World Trade Center, 250 Greenwich St., New York, NY 10007-2140
aty	+ Christopher R Harris, 1805 Mercury Way, Sacramento, CA 95864-1707
aty	+ David S Cohen, Milbank Tweed Hadley And McCloy LLP, 1850 K Street NW, Ste 1100, Washington, DC 20006-2236
aty	+ Delos E. Flint, Jr., Lugenbuhl, Wheaton, Peck, Rankin, Hubbar, 601 Poydras Street, Suite 2775, New Orleans, LA 70130-6041
aty	+ Emil A. Kleinhaus, Wachtell Lipton et al, 51 W. 52nd St., New York, NY 10019-6150
aty	+ Eric K. Stodola, Milbank Tweed et al, 28 Liberty St., New York, NY 10005-1413
aty	+ George T. Conway, III, Wachtell Lipton et al, 51 West 52nd St., New York, NY 10019-6150
aty	+ Gerard Uzzi, Milbank Tweed Hadley & McCloy LLP, 26 Liberty St, New York, NY 10005
aty	+ Hugh Keenan Murtagh, Latham & Watkins LLP, 885 Third Ave., New York, NY 10022-4874
aty	+ IRA Kharasch, Pachulski Stang et al, 10100 Santa Monica Blvd., 13th Fl., Los Angeles, CA 90067-4003
aty	+ James H.M. Sprayregen, P.C., Kirkland & Ellis LLP, 300 North LaSalle, Chicago, IL 60654-5412
aty	+ James Savin, Akin Gump et al, 2001 K St, NW, Washington, DC 20006-1037
aty	+ Joseph C. Celentino, Wechtell Lipton et al, 51 W. 52nd St., New York, NY 10019-6150
aty	+ Katherine Doorley, Akin Gump et al, 1333 New Hampshire Ave., N.W., Washington, DC 20036-1511
aty	+ Kevin D. Finger, Greenberg Traurig LLP, 77 West Wacker Dr., Ste. 3100, Chicago, IL 60601-4904
aty	+ Kirkland & Ellis LLP and Kirkland & Ellis Internat, 300 North LaSalle, Chicago, IL 60654-3427
aty	+ Laura E. Krucks, Kirkland & Ellis LP, 300 North LaSalle, Chicago, IL 60654-5412
aty	+ Lauren Lifland, Wilmer Cutler et al, 7 World Trade Center, 250 Greenwich St., New York, NY 10007-2140
aty	+ Lynch Lynch, Wachtell Lipton et al, 51 W. 52nd St., New York, NY 10019-6150
aty	+ Marc Kieselstein, Kirkland & Ellis, 300 North LaSalle, Chicago, IL 60654-5412
aty	+ Matthew S. Barr, Weil Goshal et al, 767 Fifth Avenue, New York, NY 10153-0119
aty	+ Matthew Ziegler, Morgan Lewis & Bockius LLP, 101 Park Avenue, New York, NY 10178-0060
aty	+ Nicholas J. Brannick, Cole Shotz PC, 500 Delaware Avenue, Wilmington, DE 19801-1490
aty	+ Paul Vizcarrondo, Wachtell, Lipton, Rosen & Katz, 51 W 52nd St, New York, NY 10019-6150
aty	+ Stacy Pepper, Kirkland & Ellis LLP, 300 North LaSalle, Chicago, IL 60654-5412
aty	+ Steven Cox, Burns Charest LLP, 900 Jackson St., Ste. 500, Dallas, TX 75202-4406
aty	+ Weatherford International, LLC, Hughes Watters Askanase, Total Plaza, 1201 Louisiana Street, 28th Floor Houston, TX 77002-5607
aty	+ Zack A. Clement PLLC, 3753 Drummond, Houston, TX 77025-2417

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cr + A2D Technologies, Inc., d/b/a TGS Geological Produ, c/o Andrew A Braun, Suite 4800, 701 Poydras Street, 701 Poydras Street New Orleans, LA 70139-7756

intp + Ad Hoc First Lien Group, Weil, Gotshal & Manges LLP, 700 Louisiana, Suite 1700, Houston, TX 77002-2784

intp + Angela Dodd United States Securities & Exchange Co, 175 W. Jackson Blvd., Suite 1450, Chicago, IL 60604-2710

sp + Baker Botts L.L.P., 2001 Ross Avenue, Dallas, TX 75201-2980

cr Baker Hughes, a GE Company, LLC, P O Box 4740, Houston, TX 77210-4740

intp + Department Of Justice, Department of Justice - Civil Division, P.O Box 875, Ben Franklin Station, Washington, DC 20044-0875

cr + Discovery Gas Transmission, LLC, c/o Steven W. Soule and Dustin L. Perry, Hall, Estill, et al., 320 South Boston Avenue, Suite 200 Tulsa, OK 74103-3705

cr + Discovery Producer Services, LLC, c/o Steven W. Soule and Dustin L. Perry, Hall, Estill, et al., 320 South Boston Avenue, Suite 200 Tulsa, OK 74103-3705

intp + EnVen Energy Ventures, LLC, c/o Paul J. Goodwine, Looper Goodwine P.C., 650 Poydras Street, Suite 2400, New Orleans, LA 70130-6171

intp + Eni Petroleum US LLC, 1200 Smith Street, Suite 1700, Houston, TX 77002-4372

intp + Equinor Gulf of Mexico LLC f/k/a Statoil of Mexico, 1050 K Street NW, Suite 950, Washington, DC 20001-4791

cr + Gerald Wiltz, c/o Megan C. Misko, The Young Firm, 400 Poydras Street, Suite 2090, New Orleans, LA 70130-3235

op + Kurtzman Carson Consultants LLC, 2335 Alaska Ave, El Segundo, CA 90245-4808

intp + Lynn Pinker Cox Hurst, Lynn Pinker Cox Hurst, 2100 Ross Avenue, Suite 2700, Dallas, TX 75201-7919

op + Nader Tavakoli, solely in his capacity as Lead Mem, c/o Shari L. Heyen, Greenberg Traurig, LLP, 1000 Louisiana Street, Suite 1700, Houston, TX 77002-5001

cr + Official Committee of Unsecured Creditors, Snow Spence Green LLP, 2929 Allen Parkway, Suite 2800, Houston, TX 77019-7125

cr + Sociedade Nacional de Combustiveis de Angola, c/o Dugger & Associates, 1401 Enclave Parkway, Suite 125, Houston, TX 77077-2566

cr + Sonangol Pesquisa e Producao, S.A., c/o Dugger & Associates, 1401 Enclave Parkway, Suite 125, Houston, TX 77077-2566

cr + TGS-NOPEC Geophysical Company, L.P., c/o, Andrew A. Braun, Suite 4800, 701 Poydras Street New Orleans, LA 70139-7756

intp + The Grant Law Firm, PLLC, The Grant Law Firm, PLLC, 521 Fifth Avenue, 17th Floor, New York, NY 10175-1799

cr + U.S. Bank National Association, as Second Lien Tru, c/o Waller Lansden Dortch & Davis, LLP, Attn: David Lemke, Tyler Layne, 511 Union Street, Suite 2700, Nashville, TN 37219-1791

cr + Venari Offshore LLC, 15303 North Dallas Pkwy, Tower 2, Suite 1400, Addison, TX 75001-6786

cr + WesternGeco LLC, Attn: K. Rachelle Goldman, 10001 Richmond Ave, Houston, TX 77042-4205

TOTAL: 64

Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center.

Electronic transmission includes sending notices via email (Email/text and Email/PDF), and electronic data interchange (EDI). Electronic transmission is in Eastern Standard Time.

Recip ID	Notice Type: Email Address	Date/Time	Recipient Name and Address
cr	+ Email/Text: bnkatty@aldineisd.org	Dec 02 2020 22:03:00	Aldine ISD, Legal Department, 2520 WWThorne Dr., Houston, TX 77073-3406
cr	Email/Text: houston_bankruptcy@LGBS.com	Dec 02 2020 22:01:00	Cypress-Fairbanks ISD, Linebarger Goggan Blair & Sampson LLP, c/o Tara L. Grundemeier, Post Office Box 3064, Houston, TX 77253-3064
intp	+ Email/Text: ddeems@theclarogroup.com	Dec 02 2020 21:59:00	Douglas H. Deems The Claro Group, LLC, 350 S. Grand Ave., Suite 2350, Los Angeles, CA 90071-3433
cr	+ Email/Text: houston_bankruptcy@LGBS.com	Dec 02 2020 22:01:00	Harris County, Linebarger Goggan Blair & Sampson LLP, c/o Tara L. Grundemeier, P.O. Box 3064, Houston, TX 77253-3064

TOTAL: 4

BYPASSED RECIPIENTS

The following addresses were not sent this bankruptcy notice due to an undeliverable address, *duplicate of an address listed above, *P duplicate of a preferred address, or ## out of date forwarding orders with USPS.

Recip ID	Bypass Reason	Name and Address
intp		A2D Technologies, Inc. f/k/a A2D, LP
cr		ACM Ltd.
intp		Ad Hoc Committee of Unsecured Noteholders
intp		Allied World National Assurance Company
intp		Anadarko Petroleum Corporation
intp		Beacon Offshore Energy Development LLC, c/o Jones A Walker
cr		Chevron U.S.A. Inc.
cr		ConocoPhillips Company
intp		Consortio WesternGeco 176-99

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cr		Dril-Quip, Inc.
intp		Enbridge Inc.
cr		FRC Founders Corporation
cr		Fire and Police Retiree Health Care Fund, San Anto
cr		GAMCO Global Gold, Natural Resources & Income Trus
cr		GAMCO Natural Resources, Gold & Income Trust
intp		Halliburton Atlantic Limited
intp		Halliburton Overseas Limited-Sucursal de Angola
fa		Houlihan Lokey Capital, Inc.
cr		INTECSEA, Inc.
cr		J. Joseph Consulting, Inc.
intp		LLOG Exploration Offshore, L.L.C., c/o Jones Walker
cr		MarbleRidge Capital LP
cr		Nader Tavakoli
intp		Navitas Petroleum US, LLC, C/O Jones Walker
cr		Nexen Petroleum Offshore U.S.A. Inc.
cr		Nexen Petroleum U.S.A. Inc.
intp		Patricia B Tomasco
cr		Riverstone Holdings LLC
cr		Rowan Companies, Inc.
cr		Sheldon Independent School District
intp		ShenHai LLC, Jones Walker
cr		Sjunde AP-Fonden
cr		Spring Branch Independent School District
cr		Spring Branch Independent School District and City
cr		St. Lucie County Fire District Firefighters Pensio
intp		TGS Canada Corp. f/k/a Arcis Seismic Solutions Cor
intp		TGS-NOPEC Geophysical Company (successor in intere
intp		TGS-NOPEC Geophysical Company ASA
intp		TOTAL E&P USA, INC.
cr		The Goldman Sachs Group, Inc.
intp		United States Of America
cr		Universal Investment Gesellschaft m.b.H.
cr		Weatherford Laboratories, Inc.
cr		Wells Fargo Bank, National Association
intp		WesternGeco Seismic Holdings Limited
cr		WesternGenco, L.L.C.
intp		Whitton Petroleum Services Limited
cr		Wilmington Trust, National Association, as Indentu
intp	##+	Ad Hoc Group of Second Lien Noteholders, c/o Marty L. Brimmage Jr., Akin Gump Strauss Hauer & Feld LLP, 1700 Pacific Avenue, Suite 4100, Dallas, TX 75201-4624
aud	##+	Ernst & Young LLP, 1401 McKinney Street, Suite 1200, Houston, TX 77010-4043

TOTAL: 48 Undeliverable, 0 Duplicate, 2 Out of date forwarding address

NOTICE CERTIFICATION

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 04, 2020

Signature: /s/Joseph Speetjens