



ENTERED  
10/11/2016

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

-----X  
*In re:* : Bk. No. 16-32202 (MI)  
 : Chapter 11  
 :  
 ULTRA PETROLEUM CORP., et al., :  
 :  
 Debtors. :  
 :  
 -----X

**ORDER GRANTING FIRST INTERIM APPLICATION OF PETRIE PARTNERS SECURITIES, LLC, AS FINANCIAL ADVISOR AND INVESTMENT BANKER FOR THE DEBTORS AND DEBTORS IN POSSESSION FOR ALLOWANCE AND PAYMENT OF COMPENSATION FOR PROFESSIONAL SERVICES RENDERED AND REIMBURSEMENT OF ACTUAL AND NECESSARY EXPENSES INCURRED FROM APRIL 29, 2016 THROUGH JULY 31, 2016**

Upon consideration of the First Interim Application of Petrie Partners Securities, LLC as Financial Advisor and Investment Banker for the Debtors and Debtors in Possession for Allowance and Payment of Compensation for Professional Services Rendered and Reimbursement of Actual and Necessary Expenses Incurred from April 29, 2016 through and including July 31, 2016 (the "Application"), good cause existing therefor,

It is hereby **ORDERED, ADJUDGED, AND DECREED** that:

- (i) The Application is APPROVED, and the amount of \$240,000.00 in fees and \$20,709.36 in expenses sought therein are allowed in full on an interim basis.
- (ii) To the extent not already paid, the Debtors are authorized and directed to pay to Petrie Partners Securities, LLC allowed fees in the amount of \$240,000.00.
- (iii) To the extent not already paid, the Debtors are authorized and directed to pay to Petrie Partners Securities, LLC allowed expenses in the amount of \$20,709.36.

Signed:

October 11, 2016

Marvin Isgur  
United States Bankruptcy Judge

United States Bankruptcy Court  
Southern District of TexasIn re:  
Ultra Petroleum Corp.  
Keystone Gas Gathering, LLC  
DebtorsCase No. 16-32202-mi  
Chapter 11

## CERTIFICATE OF NOTICE

District/off: 0541-4

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Total Noticed: 76

Date Rcvd: Oct 11, 2016

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Oct 13, 2016.

db +Keystone Gas Gathering, LLC, 400 North Sam Houston Parkway East, Suite 1200,  
Houston, TX 77060-3539

db +UP Energy Corporation, 400 North Sam Houston Parkway East, Suite 1200,  
Houston, TX 77060-3539

db +UPL Pinedale, LLC, 400 North Sam Houston Parkway East, Suite 1200, Houston, TX 77060-3539

db +UPL Three Rivers Holdings, LLC, 400 North Sam Houston Parkway East, Suite 1200,  
Houston, TX 77060-3539

db +Ultra Petroleum Corp., 400 North Sam Houston Parkway East, Suite 1200,  
Houston, TX 77060-3539

db +Ultra Resources, Inc., 400 North Sam Houston Parkway East, Suite 1200,  
Houston, TX 77060-3539

db +Ultra Wyoming LGS, LLC, 400 North Sam Houston Parkway East, Suite 1200,  
Houston, TX 77060-3539

db +Ultra Wyoming, Inc., 400 North Sam Houston Parkway East, Suite 1200,  
Houston, TX 77060-3539

aty Christine R. Etheridge, IKON Financial Services, 1738 Bass Road, P.O.Box 13708,  
Macon, GA 31208-3708

aty +Darrell G Waas, Waas Campbell Rivera Johnson & Velasquez, 1350 Seventeenth Street,  
Suite 450, Denver, CO 80202-1524

aty +Michael M Robinson, Wyoming Attorney General's Office, 2320 Capitol Ave,  
Cheyenne, WY 82001-3644

aty +Samuel A Khalil, Milbank, Tweed, Hadley & McCloy, 28 Liberty Street,  
New York, NY 10005-1413

aty +Steven F Allred, Law Office of Steven F. Allred PC, 3550 North University Ave, #325,  
Provo, UT 84604-6084

cr +A&T Welding, Inc, PO Box 1601, Pinedale, WY 82941-1601

cr Airtek Systems, 14511-115 Avenue, Edmonton, AB T5M3B8, CANADA

cr +Badger Daylighting Corp, 8930 Motorsports Way, Brownsburg, IN 46112-2519

intp +Bowery Opportunity Fund, L.P., 1325 Avenue of the Americas, 28th Floor,  
New York, NY 10019-6583

cr +Bushong Oil & Gas Properties, LLC, c/o Megan Adeyemo, Gordon & Rees LLP, 2100 Ross Avenue,  
Suite 2800, Dallas, TX 75201-7912

cr C&D Production Specialist Co., Inc., c/o Chris Brantley, CFO, 14090 Highway 1,  
Cut Off, LA 70345

trnsfee +Citigroup Global Markets Inc, 390 Greenwich St, New York, NY 10013-2375

cr #+Claims Recovery Group LLC, 92 Union Avenue, 92 Union Ave, Cresskill, NJ 07626-2128

cr +Crossfire LLC, 820 Airport Rd, Durango, CO 81303-8854

cr +Davis & Davis Company, PO Box 9922, Denver, CO 80209-0922

cr +Davis Graham & Stubbs LLP, 1550 17th Ste 500, Denver, CO 80202-1500

trnsfor +Debello Investors LLC, c/o Wexford Capital LP, 411 West Putnam Avenue, Suite 125,  
Greenwich, CT 06830-6294

cr +Delaware Trust Company, 2711 Centerville Road, Wilmington, DE 19808-1660

cr +Diamond Double Lazy H Welding and Fabrication Inc, PO Box 14, Boulder, WY 82923-0014

stkhld +Disciplined Growth Investors, Inc., 150 Fifth Street, Suite 2550,  
Minneapolis, MN 55402-4230

cr +Doyle & Margaret Hartman, Searcy & Searcy, P.C., c/o Jason R. Searcy, PO Box 3929,  
Longview, TX 75606-3929

cr +Drilling Fluids Technology, Inc., PO Box 284, Booker, TX 79005-0284

cr Enerflex Energy Systems, Inc., c/o Andrews Myers, PC, Attn: Lisa M. Norman, Suite 800,  
Houston, TX 77027

intp +Enterprise Products Operating LLC, 1100 Louisiana Street, Houston, TX 77002-5227

cr +FMC Technologies, 500 North Sam Houston Pkwy West # 100, Houston, TX 77067-4315

cr +Gasconade Oil Co, c/o Megan Adeyemo, Gordon & Rees LLP, 2100 Ross Avenue, Suite 2800,  
Dallas, TX 75201-7912

cr +Halliburton Energy Services, Inc., Dore' Law Group, P.C., c/o Carl Dore' Jr.,  
17171 Park Row, Suite 160, Houston, Te 77084, UNITED STATES 77084-4927

cr #+Integrated Production Services, Inc., 16800 Greenspoint Park Drive, Suite 200S,  
Houston, TX 77060, U.S.A. 77060-2300

cr +J-W Power Company, c/o Julie A. Walker, Miller Mentzer Walker, P.C., 100 N. Main Street,  
PO Box 130, Palmer, TX 75152-0130

intp +James Scott Douglass, 1811 Bering Dr., Suite 420, Houston, TX 77057-3186

intp +Jolene Wise U.S. Securities & Exchange Commission, 175 W. Jackson Blvd., Suite 900,  
Chicago, IL 60604-2908

cr +Jonah LLC, c/o Megan Adeyemo, Gordon & Rees LLP, 2100 Ross Avenue, Suite 2800,  
Dallas, TX 75201-7912

cr +Joseph J. Scott, c/o Megan Adeyemo, Gordon & Rees LLP, 2100 Ross Avenue, Suite 2800,  
Dallas, TX 75201-7912

cr +Legacy Partners II Inverness, LLC, Seyfarth Shaw LLP, 700 Milam Street, Suite 1400,  
Houston, TX 77002-2812

cr +McMurry Limited Liability Company, c/o Megan Adeyemo, Gordon & Rees LLP, 2100 Ross Avenue,  
Suite 2800, Dallas, TX 75201-7912

cr +NERD Royalties LLC, c/o Megan Adeyemo, Gordon & Rees LLP, 2100 Ross Avenue, Suite 2800,  
Dallas, TX 75201-7912

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cr +NewFields Companies, LLC, 1349 W. Peachtree St, Suite 2000, Atlanta, GA 30309-2926  
 crcm +Official Committee of Unsecured Creditors, Weil, Gotshal & Manges LLP,  
 700 Louisiana, Suite 1700, Houston, TX 77002-2784  
 cr +Pinedale Corridor LP, c/o Stephen W. Lemmon, Husch Blackwell LLP, 111 Congress Avenue,  
 Suite 1400, Austin, TX 78701-4093  
 cr +Riggs Oil & Gas Corporation, c/o Megan Adeyemo, Gordon & Rees LLP, 2100 Ross Avenue,  
 Suite 2800, Dallas, TX 75201-7912  
 cr +Rockies Express Pipeline LLC, c/o Sidley Austin LLP, 1000 Louisiana Street, Suite 6000,  
 Houston, TX 77002-6004  
 op +Rothschild, Inc., 1251 Avenue of the Americas, New York, NY 10020-1104  
 cr +SPCP Group LLC, 2 Greenwich Plaza 1st FL, Greenwich, CT 06830-6390  
 intp Salt Run Capital, 3365 North Pines Way, Suite 104, #25210, Wilson, WY 83014  
 cr +Searle Bros Construction Inc, 149 Pollux Dr, Rock Springs, WY 82901-3398  
 cr +Seitel Data, Ltd., Strasburger & Price, LLP, 720 Brazos, Suite 700, Austin, TX 78701,  
 US 78701-2531  
 cr +Sempra Rockies Marketing, LLC, c/o Shari L. Heyen/David R. Eastlake,  
 1000 Louisiana Street, Suite 1700, Greenberg Traurig, LLP, Houston, TX 77002-5001  
 cr +Texas CES, Inc., 3333 I-35 North, Building F, Gainesville, TX 76240-1910  
 cr +The Roy H. Dubitzky Trust, c/o Megan Adeyemo, Gordon & Rees LLP, 2100 Ross Avenue,  
 Suite 2800, Dallas, TX 75201-7912  
 cr +Timothy R Beals, 1223 Laramie Ave, Alliance, NE 69301-2537  
 cr +UELS, LLC, 85 S. 200 East, Vernal, UT 84078-2616  
 cr +Weeks Oil Properties, LLC, c/o Megan Adeyemo, Gordon & Rees LLP, 2100 Ross Avenue,  
 Suite 2800, Dallas, TX 75201-7912  
 cr +Weeks Pinedale, LLC, c/o Megan Adeyemo, Gordon & Rees LLP, 2100 Ross Avenue, Suite 2800,  
 Dallas, TX 75201-7912  
 cr +Weeks Resources, LLC, c/o Megan Adeyemo, Gordon & Rees LLP, 2100 Ross Avenue,  
 Suite 2800, Dallas, TX 75201-7912  
 cr +WestRoc Trucking, Inc., P.O. Box 523, Vernal, UT 84078-0523  
 trnsfor +Wexford Catalyst Investors LLC, c/o Wexford Capital LP, 411 West Putnam Avenue, Suite 125,  
 Greenwich, CT 06830-6294  
 trnsfor +Wexford Spectrum Investors LLC, c/o Wexford Capital LP, 411 West Putnam Ave, Suite 125,  
 Greenwich, CT 06830-6294  
 cr +Williams Energy Resources LLC, c/o Steven W. Soule and John T. Richer, Hall, Estill, et al.,  
 320 South Boston Avenue, Suite 200, Tulsa, OK 74103-3705  
 cr +Williams Field Services Company LLC, c/o Steven W. Soule and John T. Richer,  
 Hall, Estill, et al., 320 South Boston Avenue, Suite 200, Tulsa, OK 74103-3705  
 cr +Wyoming Service and Supply Inc, PO Box 2508, Rock Springs, WY 82902-2508  
 cr +Zeep & Company, c/o Michael A Zeeb, 5690 DTC Blvd, Suite 550E,  
 Greenwood Village, CO 80111-3280

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

cr E-mail/Text: houston\_bankruptcy@LGBS.com Oct 11 2016 20:54:47 Harris County,  
 c/o Tara L. Grundemeier, Post Office Box 3064, Houston, TX 77253-3064  
 cr +E-mail/Text: LSI@LIQUIDITYSOLUTIONS.COM Oct 11 2016 20:55:37 Liquidity Solutions, Inc.,  
 1 University Plaza, Suite 312, Hackensack, NJ 07601-6205  
 cr +Fax: 918-594-0505 Oct 11 2016 21:06:42 Northwest Pipeline LLC, c/o Steven W. Soule,  
 Hall, Estill, et al., 320 South Boston Avenue, Suite 200, Tulsa, OK 74103-3705  
 cr +E-mail/Text: pwp@pattiprewittlaw.com Oct 11 2016 20:54:37 Plains Marketing, LP,  
 c/o Law Ofc Patricia Williams Prewitt, 10953 Vista Lake Ct., Navasota, TX 77868-6981  
 cr +E-mail/Text: pwp@pattiprewittlaw.com Oct 11 2016 20:54:37  
 Rocky Mountain Pipeline System, LLC, c/o Law Ofc Patricia Williams Prewitt,  
 10953 Vista Lake Ct., Navasota, TX 77868-6981  
 cr +E-mail/Text: pwp@pattiprewittlaw.com Oct 11 2016 20:54:37 Scissortail Energy, LLC,  
 c/o Law Ofc Patricia Williams Prewitt, 10953 Vista Lake Ct., Navasota, TX 77868-6981  
 cr +E-mail/Text: pwp@pattiprewittlaw.com Oct 11 2016 20:54:37  
 Tennessee Gas Pipeline Company, LLC, c/o Law Ofc Patricia Williams Prewitt,  
 10953 Vista Lake Ct., Navasota, TX 77868-6981

TOTAL: 7

\*\*\*\*\* BYPASSED RECIPIENTS (undeliverable, \* duplicate) \*\*\*\*\*

cr 116 Inverness Drive East LLC, a Delaware limited l  
 cr A & T Welding, Inc.  
 cr Ad Hoc Committee of Holdco Noteholders  
 cr Ad Hoc Committee of Unsecured Creditors of Ultra R  
 stkhld Ad Hoc Equity Committee  
 cr Anadarko E&P Company LP  
 cr Anadarko Marcellus Midstream, LLC  
 cr Big West Oil LLC  
 inre California Public Employees Retirement System  
 stkhld Goldman, Sachs & Co  
 cr Green River Rock, Inc.  
 cr Hunting Energy Services (Drilling Tools, Inc.)  
 cr JPMorgan Chase Bank, N.A., as Agent  
 cr Liberty Mutual Insurance Company  
 intp Moody's Investors Services, Inc.  
 cr Moon Lake Electrical Association Inc  
 cr Pennsylvania Department of Conservation and Natura  
 cr Ponderosa Flowtesting, Inc.  
 cr Precision Analysis, LLC

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## \*\*\*\*\* BYPASSED RECIPIENTS (continued) \*\*\*\*\*

cr QEP Resources Inc.  
 cr R-R Services, Inc.  
 cr Stonegate Resources, LLC  
 inre Sublette County Conservation District -Wyoming  
 inre Sunoco Logistics Partners LP  
 intp United States Department of the Interior  
 cr Upstream International, LLC  
 cr Wells Fargo Vendor Financial Services, LLC

TOTALS: 27, \* 0, ## 0

Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP.  
 USPS regulations require that automation-compatible mail display the correct ZIP.

Transmission times for electronic delivery are Eastern Time zone.

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.

**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: Oct 13, 2016

Signature: /s/Joseph Speetjens**CM/ECF NOTICE OF ELECTRONIC FILING**

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on October 11, 2016 at the address(es) listed below:  
 NONE.

TOTAL: 0