



ENTERED
06/16/2021

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

In re:	§	Chapter 11
	§	
EXCO SERVICES, INC., <i>et al.</i> , ¹	§	Case No. 18-30167 (MI)
	§	
Reorganized Debtors.	§	(Jointly Administered)
	§	(Formerly Jointly Administered under
	§	Lead Case: EXCO Resources, Inc.,
	§	18-30155)

**STIPULATION AND AGREED ORDER
REGARDING PROOFS OF CLAIM NOS. 892 AND 898**

The above-captioned reorganized debtors (before the effective date of their plan of reorganization, the “Debtors,” and after the effective date of their plan of reorganization, the “Reorganized Debtors”)² and Shell Energy North America (US), L.P. (“SENA,” and together with the Reorganized Debtors, the “Parties”) hereby enter into this stipulation and agreed order (this “Stipulation and Agreed Order”) as follows:

WHEREAS, On January 15, 2018, each Debtor filed a voluntary petition for relief under title 11 of the United States Code (the “Bankruptcy Code”) in the United States Bankruptcy Court for the Southern District of Texas (the “Bankruptcy Court”);

¹ The Reorganized Debtors in these chapter 11 cases, along with the last four digits of each Reorganized Debtor’s federal tax identification number, include: EXCO Resources, Inc. (2779); EXCO GP Partners Old, LP (1262); EXCO Holdings (PA), Inc. (1745); EXCO Holding MLP, Inc. (1972); EXCO Land Company, LLC (9981); EXCO Midcontinent MLP, LLC (0557); EXCO Operating Company, LP (1261); EXCO Partners GP, LLC (1258); EXCO Partners OLP GP, LLC (1252); EXCO Production Company (PA), LLC (7701); EXCO Production Company (WV), LLC (7851); EXCO Resources (XA), LLC (7775); EXCO Services, Inc. (2747); Raider Marketing GP, LLC (6366); and Raider Marketing, LP (4295). The location of the Reorganized Debtors’ service address is: 12377 Merit Drive, Suite 1700, Dallas, Texas 75251.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the *Order Confirming Third Amended Settlement Joint Chapter 11 Plan of Reorganization of EXCO Resources, Inc. and Its Debtor Affiliates* [Docket No. 2128] (the “Confirmation Order”) or the *Third Amended Settlement Joint Chapter 11 Plan of Reorganization of EXCO Resources, Inc. And Its Debtor Affiliates* [Docket No. 2103] (the “Plan”), as applicable.

WHEREAS, on April 13, 2018, SENA filed two proofs of claim: proof of claim number 898 (“Claim 898”), asserting a claim partially secured by setoff rights in the amount of \$45,750,202.85, against Debtor Raider Marketing, LP (“Raider”), and proof of claim number 892 (“Claim 892” and together with Claim 898, the “SENA Claims”), asserting a claim partially secured by setoff rights in the amount of \$45,750,202.85, against Debtor EXCO Operating Company, LP.

WHEREAS, on June 18, 2019, the Bankruptcy Court entered the Confirmation Order;

WHEREAS, on October 22, 2019, Reorganized Debtor Raider filed a demand for arbitration with the American Arbitration Association (the “Arbitration”) relating to the adversary proceeding styled as EXCO Operating Co., LP v. Shell Energy North America (US) [Ad. Pro. No. 18-03015] (the “EXCO v. SENA Proceeding” and together with the SENA Claims, the “SENA Dispute”);

WHEREAS, on December 24, 2019, the Reorganized Debtors filed a protective objection to the SENA Claims (the “Claim Objection”) [Docket No. 276];

WHEREAS, the Parties participated in binding Arbitration before the American Arbitration Association with respect to the SENA Dispute;

WHEREAS, on April 26, 2021, the American Arbitration Association issued an award (the “Arbitration Award”) with respect to the SENA Dispute, which Arbitration Award was supplemented on May 17, 2021; and

WHEREAS, the Parties now seek to liquidate the SENA Claims pursuant to the Arbitration Award and the Plan.

NOW, THEREFORE, IT IS STIPULATED AND AGREED as follows:

1. Claim 892 is hereby reduced in amount to \$13,624,509.91 and Allowed as a General Unsecured Claim in such amount, representing: (a) \$10,060,024.26 in net damages owed by Raider to SENA; (b) \$2,312,945.65 in contractual interest against Raider associated with the foregoing damages at a rate of 7.31 percent per annum from March 5, 2018 to April 26, 2021; (c) \$51,452.12 in contractual interest against Raider in post-judgment interest at a rate of 7.31 percent per annum from April 27, 2021 until the date of filing this Stipulation and Agreed Order; and (d) \$1,200,087.88 in SENA's attorneys' fees and costs related to the Arbitration.

2. Claim 898 is hereby disallowed in its entirety.

3. The Claim Objection is deemed withdrawn.

4. With the exception of the right to receive a distribution on account of its Allowed General Unsecured Claim, SENA, for itself and on behalf of its predecessors, successors, affiliates, assigns, agents, representatives, and professionals, fully, finally, and forever releases, relinquishes and discharges the Debtors, the Reorganized Debtors, and the Reorganized Debtors' predecessors, successors, assigns, agents, representatives, and professionals, from all rights, claims, demands, damages of any kind, and causes of action of every nature, whether known or unknown, asserted or unasserted, arising prior to the date hereof or related to the subject matter of the SENA Dispute.

5. Raider, for itself and on behalf of its predecessors, successors, affiliates, assigns, agents, representatives, and professionals, fully, finally, and forever releases, relinquishes and discharges SENA, and SENA's predecessors, successors, assigns, agents, representatives, and professionals, from all rights, claims, demands, damages of any kind, and causes of action of every nature, whether known or unknown, asserted or unasserted, arising prior to the date hereof or related to the subject matter of the SENA Dispute.

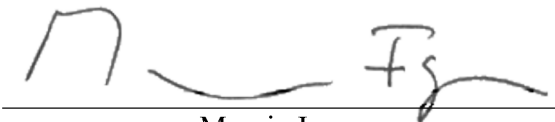
6. This Stipulation and Agreed Order contains the entire agreement between the Parties as to its subject matter and supersedes any and all prior agreements and undertakings between the Parties relating thereto.

7. The Reorganized Debtors are authorized to take any and all actions reasonably necessary or appropriate to effectuate the relief granted pursuant to this Stipulation and Agreed Order.

8. Epiq Corporate Restructuring, LLC is hereby authorized and directed to update the official claims register to reflect the relief granted by this Stipulation and Agreed Order.

9. The Bankruptcy Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Stipulation and Agreed Order.

Signed: June 16, 2021



Marvin Isgur
United States Bankruptcy Judge

IT IS SO ORDERED.

Signed: _____, 2021
Houston, Texas

MARVIN ISGUR
UNITED STATES BANKRUPTCY JUDGE

STIPULATED AND AGREED TO THIS 25TH DAY OF MAY, 2021:

By: /s/ Michael B. Slade

Michael B. Slade (admitted *pro hac vice*)
Patrick J. Nash, Jr. P.C. (admitted *pro hac vice*)
Alexandra Schwarzman (admitted *pro hac vice*)
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Counsel to the Reorganized Debtors

By: /s/ David A. Baay

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Counsel to SENA

United States Bankruptcy Court
Southern District of Texas

In re:
EXCO Services, Inc.
Quinn Emanuel Urquhart & Sullivan, LLP
Debtors

Case No. 18-30167-mi
Chapter 11

CERTIFICATE OF NOTICE

District/off: 0541-4
Date Rcvd: Jun 16, 2021

User: TylerLaws
Form ID: pdf002

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Total Noticed: 29

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.

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Jun 18, 2021:

Recip ID	Recipient Name and Address
db	+ EXCO Services, Inc., 12377 Merit Drive, Suite 1700, Dallas, TX 75251-2256
aty	+ Michaela Grace Bissett, Foley Gardere et al, 1000 Louisiana, Suite 2000, Houston, TX 77002-5018
aty	+ Robert Pawlinski, DCNR, Office of Chief Counsel, 400 Market St, 7th Fl, Harrisburg, PA 17101-2301
aty	+ Unsecured Claims Plan Administrator, c/o Patricia B. Tomasco, Quinn Emanuel, 711 Louisiana, Suite 500, Houston, TX 77002-2721
cr cm	+ Brown Rudnick LLP, c/o Patricia B. Tomasco, Quinn Emanuel Urquhart & Sullivan, LLP, 711 Louisiana, Suite 500, Houston, TX 77002-2721
cr	+ CNOOC Energy U.S.A. LLC, c/o Clay Taylor, Bonds Ellis Eppich Schafer Jones LLP, 420 Throckmorton St., Ste. 1000, Fort Worth, TX 76102-3727
cr	+ Dilley ISD, 711 Navarro, Suite 300, San Antonio, TX 78205-1749
intp	+ Eunice Hall, 2022 87th Ave, Oakland, CA 94621-1520
cr	+ Frio Hospital District, 711 Navarro, Suite 300, San Antonio, TX 78205-1749
cr	+ George R Hall, 1021 Marilyn Dr, Lafayette, LA 70503-4131
cr	+ Harrison CAD, c/o Tara LeDay, P. O. Box 1269, Round Rock, TX 78680-1269
op	+ Intrepid Partners, LLC, c/o Patricia B. Tomasco, Quinn Emanuel, 711 Louisiana, Suite 500, Houston, TX 77002-2721
cr	+ James N Gray, IV, 615 3rd St, Grand Cane, LA 71032-5183
op	+ Jefferies LLC, c/o Patricia B. Tomasco, Quinn Emanuel, 711 Louisiana, Suite 500, Houston, TX 77002-2721
consult	+ KPMG LLP, 2323 Ross Avenue, Dallas, TX 75201-2721
cr	+ LONG PETROLEUM, L.L.C., 330 Marshall Street, Suite 1114, Shreveport, LA 71101, UNITED STATES 71101-3017
cr	+ Meghan Gray, 2011 East Farm Road 1294, Lubbock, Tx 79403
res	+ Monte Lenoso Minerals, Ltd., C/O Dan C Perry, 16006 Via Shavano, San Antonio, TX 78249-2356
cr	+ Nkrumah Al-Omar, 2951 Derby St., Apt. #207, Berkeley, CA 94705-1355
cr cm	+ Quinn Emanuel Urquhart & Sullivan, LLP, c/o Patricia B. Tomasco, Quinn Emanuel Urquhart & Sullivan LLP, 711 Louisiana, Suite 500, Houston, TX 77002-2721
cr	+ Shell Energy North America (US), L.P., Eversheds Sutherland (US) LLP, Mark Sherrill, 1001 Fannin, Suite 3700, Houston, TX 77002-6785
cr	+ Spring Street Minerals, LLC, 925 Spring St, Shreveport, LA 71101
cr	+ Susan H Terrell, 1021 Marilyn Dr, Lafayette, LA 70503-4131
cr	+ U.S. Specialty Insurance Company, c/o Locke Lord LLP, ATTN: Philip Eisenberg, 600 Travis Street, Suite 2800, Houston, TX 77002-2914
cr	+ William H Hall, 1021 Marilyn Dr, Lafayette, LA 70503-4131

TOTAL: 25

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: dallas.bankruptcy@LGBS.com	Jun 16 2021 20:17:00	Dallas County, Linebarger Goggan Blair & Sampson, LLP, c/o Elizabeth Weller, 2323 Bryan Street Suite 1600, Dallas, TX 75201-2637
cr	Email/Text: houston_bankruptcy@LGBS.com	Jun 16 2021 20:17:00	Polk County, c/o Tara L. Grundemeier, Post Office Box 3064, Houston, TX 77253-3064
cr	+ Email/Text: dallas.bankruptcy@LGBS.com	Jun 16 2021 20:17:00	Rusk County, Linebarger Goggan Blair & Sampson, LLP, c/o Elizabeth Weller, 2323 Bryan Street Ste 1600, Dallas, TX 75201-2637
cr	Email/Text: houston_bankruptcy@LGBS.com	Jun 16 2021 20:17:00	San Augustine County, Linebarger Goggan Blair & Sampson LLP, c/o Tara L. Grundemeier, P.O.

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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
cr		Admiral A Holding L.P., TE Admiral A Holding L.P.,
op		Alvarez & Marsal North America, LLC
cr		Carrie Lee Hines Thomas
intp		Chesapeake Exploration, L.L.C.
cr		Department of Conservation and Natural Resources
intp		EXCO Operating Company, LP
op		Epiq Corporate Restructuring, LLC
intp		Epiq Corporate Restructuring, LLC
acc		Ernst & Young LLP
op		PJT Partners LP
cr		Pearshall ISD
intp		Reorganized Debtors
cr		Robert Small, Jr
crem		The Official Committee Of Unsecured Cred
cr		Zavala County Appraisal District

TOTAL: 15 Undeliverable, 0 Duplicate, 0 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: Jun 18, 2021

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 June 16, 2021 at the address(es) listed below:

Name	Email Address
Andrew J Geppert	on behalf of Debtor EXCO Services Inc. gepperta@lanepowell.com, andrew.j.geppert@gmail.com
Andrew J Geppert	on behalf of Creditor Admiral A Holding L.P. TE Admiral A Holding L.P., and Colt Admiral A Holding L.P. gepperta@lanepowell.com, andrew.j.geppert@gmail.com
Calhoun Bobbitt	on behalf of Respondent Monte Lenoso Minerals Ltd. cb@ddb-law.com, kf@ddb-law.com
Carl Michael Barto	on behalf of Respondent Monte Lenoso Minerals Ltd. cmblaw@netscorp.net, cmb@netscorp.net;cbcmblaw1@gmail.com
Charles Michael Seely	on behalf of Interested Party Reorganized Debtors mseely@foley.com amiller@foley.com;mike-seely-0921@ecf.pacerpro.com
Charles Michael Seely	on behalf of Debtor EXCO Services Inc. mseely@foley.com, amiller@foley.com;mike-seely-0921@ecf.pacerpro.com
Chavon D Carr	

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on behalf of Creditor Robert Small Jr chavonde@comcast.net

Christopher T Greco

on behalf of Debtor EXCO Services Inc. christopher.greco@kirkland.com,
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Harry Allen Perrin

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Patricia Baron Tomasco

on behalf of Other Prof. Jefferies LLC pattytomasco@quinnemanuel.com
barbarahowell@quinnemanuel.com;cristinagreen@quinnemanuel.com

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Tara L Grundemeier	on behalf of Creditor Polk County houston_bankruptcy@publicans.com
Tara L Grundemeier	on behalf of Creditor Rusk County houston_bankruptcy@publicans.com
Tara L Grundemeier	on behalf of Creditor Pearshall ISD houston_bankruptcy@publicans.com
Tara L Grundemeier	on behalf of Creditor Dilley ISD houston_bankruptcy@publicans.com
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TOTAL: 43