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

In re:	§	Chapter 11
CHESAPEAKE ENERGY CORPORATION, *et al.*,[1]	§	Case No. 20-33233 (DRJ)
Reorganized Debtors.	§	(Jointly Administered)

STIPULATION AND AGREED ORDER
REGARDING CLAIMS OF CATHERINE RAMIREZ

The above-captioned reorganized debtors (before the Effective Date of the Plan, the "Debtors" and after the Effective Date of the Plan, the "Reorganized Debtors") and Catherine Ramirez ("Ramirez" and together with the Reorganized Debtors, the "Parties") enter this stipulation and agreed order (the "Stipulation") as follows:

WHEREAS, on June 28, 2020 (the "Petition Date"), the Debtors filed voluntary petitions for relief under chapter 11 of the United States Bankruptcy Code in the United States Bankruptcy Court for the Southern District of Texas (the "Bankruptcy Court");

WHEREAS, on January 16, 2021 the Bankruptcy Court entered an order [Docket No. 2915] confirming the Debtors' *Fifth Amended Joint Plan of Reorganization Pursuant to Chapter 11 of the Bankruptcy Code* [Docket No. 2833] (as the same may have been modified, supplemented, and amended, and including all supplements and exhibits thereto, the "Plan");[2]

WHEREAS, the Effective Date of the Plan occurred on February 9, 2021 [Docket No. 3058];

[1] A complete list of each of the Reorganized Debtors in these chapter 11 cases may be obtained on the website of the Reorganized Debtors' claims and noticing agent at https://dm.epiq11.com/chesapeake. The location of Reorganized Debtor Chesapeake Energy Corporation's principal place of business and the Reorganized Debtors' service address in these chapter 11 cases is 6100 North Western Avenue, Oklahoma City, Oklahoma 73118.

[2] Capitalized and undefined terms in this Stipulation shall have the meanings ascribed to them in the Plan.

WHEREAS, Ramirez timely filed the following proofs of claim in these chapter 11 cases (each a "Proof of Claim" and together, the "Proofs of Claim"):[3]

Proof of Claim No.	Asserted Claim Amount	Debtor Entity
1482	$7,000,000	Chesapeake Energy Corporation
2593	$7,000,000	Chesapeake Energy Marketing, L.L.C.
2690	$7,000,000	Chesapeake Operating, L.L.C.

WHEREAS, the Proofs of Claim are nearly identical, other than the Debtor entity against which each is asserted;

WHEREAS, the Parties generally understand that the Proofs of Claim relate to a single incident, which allegedly gives rise to a single claim that could be asserted against any of the identified Debtor entities, depending on certain facts that remain subject to ongoing discovery;

WHEREAS, Ramirez has taken the position that depending on the outcome of ongoing discovery, the Debtors or Reorganized Debtors may be found to be jointly and severally liable for damages asserted by Ramirez in accordance with Texas state law.

WHEREAS, on April 26, 2021, the Reorganized Debtors filed the *Thirteenth Omnibus Objection to Certain Proofs of Claim (Cross-Debtor Duplicate Claims)* [Docket No. 3545] (the "Objection");

WHEREAS, by the Objection, the Reorganized Debtors objected to Proof of Claim Nos. 1482 and 2593 filed by Ramirez; and

WHEREAS, solely in order to maximize efficiency and avoid unnecessary cost and expense, the Parties have agreed to resolve the Objection pursuant to the terms and conditions herein.

NOW, THEREFORE, in consideration of the foregoing recitals, which are incorporated into this Stipulation, the Parties hereby stipulate and agree as follows:

[3] Other proofs of claim filed by Ramirez have been disallowed and/or expunged.

1. The Objection is sustained as to Proof of Claim Nos. 1482 and 2593 (together, the "Disallowed Proofs of Claim"), and the Disallowed Proofs of Claim are disallowed in their entirety and substantively consolidated into Proof of Claim No. 2690.

2. Proof of Claim No. 2690 shall be the remaining Proof of Claim (the "Remaining Proof of Claim".

3. The Reorganized Debtors waive any objection to the Remaining Proof of Claim on the basis that it is filed against the incorrect Debtor. Nothing in this Stipulation allows any insurance company to assert the disallowance of Proof of Claim Nos. 1482 and 2593 as a defense to coverage or that it may be filed against the incorrect Debtor. In other words, to the extent Ramirez hereafter determines that the Remaining Proof of Claim should properly be asserted against Chesapeake Energy Corporation and/or against Chesapeake Energy Marketing, LLC, then the Remaining Proof of Claim shall be treated as filed against such entity or entities. The Reorganized Debtor reserves all rights to object to the Remaining Proof of Claim on all other grounds or theories as long as such objection is brought within the applicable time limit set by the Plan and any applicable orders.

4. Epiq Corporate Restructuring, LLC ("Epiq") as claims, noticing and solicitation agent is authorized and directed to update the claims register maintained in these chapter 11 cases to reflect the relief granted in this Stipulation.

5. Subject to the above terms of this Stipulation, nothing herein shall be deemed: (a) an admission as to the validity of any prepetition claim against a Reorganized Debtor entity; (b) a waiver of the Reorganized Debtors' right to dispute any prepetition claim on any grounds; (c) a promise or requirement to pay any prepetition claim; (d) an implication or admission that any particular claim is of a type specified or defined in the Objection or any order granting the relief requested by the Objection; (e) a request or authorization to assume any prepetition agreement, contract, or lease pursuant to section 365 of the Bankruptcy Code; or (f) a waiver of the Reorganized Debtors' rights under the Bankruptcy Code or any other applicable law.

6. This Stipulation shall be binding and effective upon execution by all the Parties hereto.

7. Nothing herein is intended to or shall affect the agreements set forth in the *Joint Stipulation and Agreed Order by and Among Debtors and Catherine Ramirez Granting Relief from the Automatic Stay* [Docket No. 2433] .

8. The Bankruptcy Court shall retain exclusive jurisdiction to resolve any dispute arising from or related to the interpretation or enforcement of this Stipulation.

Houston, Texas
Dated:_____, 2021.

DAVID R. JONES
UNITED STATES BANKRUPTCY JUDGE

AGREED TO:

/s/ Matthew D. Cavenaugh

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