

**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 WITHDRAWING
CLAIMS OF RICHARD DEAN ELSTON, JR.**

The above-captioned reorganized debtors (before the Effective Date² of their Plan of reorganization, the “Debtors,” and after the Effective Date of their Plan of reorganization, the “Reorganized Debtors”) and Richard Dean Elston, Jr. (“Elston”) which and who together with the Debtors or Reorganized Debtors, as applicable, the “Parties”) hereby enter into this stipulation (the “Stipulation”) as follows:

WHEREAS, on June 5, 2020, Elston brought suit in the First Judicial District Court for the Parish of Caddo, State of Louisiana, Case No. 624,130-A (the “Elston Action”), in which Debtors,

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 terms used but not otherwise defined herein have the meanings ascribed to them in the *Fifth Amended Joint Chapter 11 Plan of Reorganization of Chesapeake Energy Corporation and Its Debtor Affiliates* (the “Plan”) [Docket No. 2833].

Chesapeake Operating, L.L.C. and Chesapeake Louisiana, L.P., are defendants, alleging underpayment of royalties (the “Elston Action”);

WHEREAS, on June 28, 2020, the Debtors filed voluntary petitions 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”);

WHEREAS, on August 13, 2020, the Bankruptcy Court entered the *Order (I) Setting Bar Dates For Filing Proofs of Claim, Including Requests For Payment Under Section 503(b)(9), (II) Establishing Amended Schedules Bar Date and Rejection Damages Bar Date, (III) Approving the Form of and Manner For Filing Proofs of Claim, Including Section 503(b)(9) Requests, (IV) Approving Notice of Bar Dates, and (V) Granting Related Relief* (the “Bar Date Order”) [Docket No. 787];

WHEREAS, on October 30, 2020, Elston filed Proof of Claim No. 12754 against Chesapeake Louisiana, L.P. and Proof of Claim No. 12759 against Chesapeake Operating, L.L.C. (the “Elston Claims”), asserting various claims against the Debtors relating to the Elston Action;

WHEREAS, on January 16, 2021, the Bankruptcy Court entered the Order Confirming Fifth Amended Joint Chapter 11 Plan of Reorganization of Chesapeake Energy Corporation and Its Debtor Affiliates (the “Confirmation Order”) [Docket No. 2915] confirming the Plan;

WHEREAS, Elston and the Reorganized Debtors, pursuant to a Confidential Settlement and Release Agreement (the “Settlement”), have consensually agreed, after good faith, arm’s-length negotiations, to resolve the Elston Claims on the terms set forth in the Settlement and in this Stipulation.

NOW, THEREFORE, IT IS HEREBY STIPULATED AND AGREED THAT:

1. Pursuant to the Settlement between Richard Dean Elston, Jr., Chesapeake Louisiana, L.P. and Chesapeake Operating, L.L.C., the Reorganized Debtors agree to pay Elston the amount set forth in the Settlement and Elston agrees to the Release set forth in the Settlement and to withdraw his claims, which can be found on the claims register at claim numbers 12754 and 12759, within five days of receiving said payment.

2. Each of the Reorganized Debtors and Elston represent and warrant that it or he is duly authorized to enter and be bound by this Stipulation.

3. The terms of this Stipulation will be immediately effective and enforceable upon its entry.

4. The Reorganized Debtors and Elston are authorized to take all steps necessary to effectuate the relief granted in the Settlement and in this Stipulation.

5. Neither this Stipulation, nor any actions taken pursuant hereto, shall constitute evidence admissible against the Parties in any action or proceeding other than one to enforce the terms of this Stipulation.

6. The Parties agree that each of them, through their respective counsel, has had a full opportunity to participate in the drafting of this Stipulation and, accordingly, any claimed ambiguity shall be construed neither for nor against either of the Parties.

7. The Settlement and this Stipulation constitute the entire agreement between the Parties with respect to the subject matter hereof and supersede all prior discussions, agreements, and understandings, both written and oral, among the Parties with respect thereto.

8. This Stipulation shall not be modified, altered, amended, or supplemented except by a writing executed by the Parties or their authorized representatives.

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

Houston, Texas

AGREED AS TO FORM AND SUBSTANCE ON THIS 19TH DAY OF OCTOBER, 2021:

By: /s/ Matthew D. Cavanaugh

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