



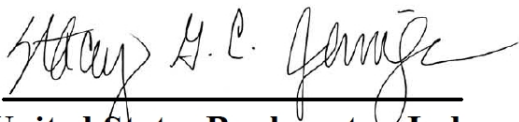
CLERK, U.S. BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS

ENTERED

THE DATE OF ENTRY IS ON
THE COURT'S DOCKET

The following constitutes the ruling of the court and has the force and effect therein described.

Signed August 26, 2019


United States Bankruptcy Judge

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

In re:	§ Chapter 11
	§
ROCKIES REGION 2006 LIMITED	§ Case No. 18-33513-sgj-11
PARTNERSHIP and ROCKIES REGION	§
2007 LIMITED PARTNERSHIP, ¹	§ (Jointly Administered)
	§
Debtors.	§

ORDER APPROVING DISCLOSURE STATEMENT, THE FORM OF BALLOTS AND SOLICITATION PROCEDURES, SCHEDULING CERTAIN DATES IN CONNECTION WITH CONFIRMATION, AND GRANTING RELATED RELIEF

Upon the *Amended Motion for Order (I) Approving Disclosure Statement, (II) Approving Form of Ballots and Solicitation Procedures, (III) Scheduling Certain Dates in Connection with Confirmation, and (IV) Granting Related Relief* (the "Motion") [Docket No. 233] filed by the above-captioned debtors and debtors in possession (the "Debtors");² and the Court having jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157(a) and 1334; and this matter being a core

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number are: Rockies Region 2006 Limited Partnership (9573) and Rockies Region 2007 Limited Partnership (8835).

² Capitalized terms used but not defined herein shall have the meanings ascribed to such terms in the Motion.

proceeding pursuant to 28 U.S.C. § 157(b)(2)(A); and venue before this Court being proper pursuant to 28 U.S.C. § 1408 and 1409; and the Court being satisfied that the relief requested in the Motion is appropriate and is in the best interests of the Debtors and their respective estates; and it appearing that sufficient notice of the Motion and the hearing to approve the Disclosure Statement has been given, and that no other or further notice is required; and upon the arguments and representations of counsel at the hearing on the Motion conducted on August 26, 2019 (the “Disclosure Statement Hearing”); and after due deliberation and good cause appearing therefor, it is hereby

ORDERED AS FOLLOWS:

Approval of Disclosure Statement and Pertinent Dates

1. The Disclosure Statement is hereby approved as containing “adequate information,” as such term is defined in § 1125(a) of the Bankruptcy Code.
2. The objections filed by the Securities and Exchange Commission [Docket No. 239] and the United States Trustee [Docket No. 241] are hereby overruled for the reasons set forth on the record at the Disclosure Statement Hearing.
3. A hearing to consider confirmation of the Plan (the “Confirmation Hearing”) shall commence on October 2, 2019, at 9:30 a.m. (Central Time). The Confirmation Hearing may be adjourned from time to time without any notice other than an announcement made in open court or at any adjourned hearing thereon.
4. September 27, 2019 at 5:00 p.m. (Central Time) (the “Plan Objection Deadline”) is fixed as the last day for filing written objections to the confirmation of the Plan (including any supporting brief or memorandum) and for serving same, by first class mail, to the parties listed on the Limited Service List established in these Chapter 11 Cases, and by hand delivery or e-mail to the parties at the following addresses **so as to be actually received on or before the Plan Objection**

Deadline by: (i) counsel to the Debtors, Gray Reed & McGraw LLP, 1601 Elm Street, Suite 4600, Dallas, Texas 75201, Attn: Jason S. Brookner (jbrookner@grayreed.com); (ii) counsel to PDC Energy, Inc., Hunton Andrews Kurth LLP, 600 Travis Street, Suite 4200, Houston, Texas 77002, Attn: Robin Russell (rrussell@huntonak.com) and Joseph Rovira (josephrovira@huntonak.com) and Irell & Manella LLP, 1800 Avenue of the Stars, Suite 900, Los Angeles, CA 90067, Attn: Charles Elder (celder@irell.com); (iii) counsel to the LP Plaintiffs, The Law Office of Mark A. Weisbart, 12770 Coit Road, Suite 541, Dallas, Texas 75251, Attn: Mark A. Weisbart (mark@weisbartlaw.net) and Foley Bezek Behle & Curtis, LLP, 15 West Carrillo Street, Santa Barbara, California 93101, Attn: Thomas G. Foley (tfoley@foleybezek.com); and (iv) Office of the United States Trustee, 1100 Commerce Street, Room 976, Dallas, Texas 75242, Attn: Stephen McKitt (stephen.mckitt@usdoj.gov). Any objection to confirmation of the Plan must be in writing and (a) must state the name and address of the objecting party and the amount of its Claim or the nature of its Claim or Equity Interest; (b) must state with particularity the nature of the objection; and (c) include any supporting brief or memorandum of law. Any confirmation objection not timely filed and served as set forth herein may be waived and may not be considered by the Court.

5. Any reply to any objection(s) to confirmation must be filed and served on any objecting parties on or before September 30, 2019, at 5:00 p.m. (Central Time) (the “Reply Deadline”).

6. The Record Date for Voting shall be August 26, 2019. The deadline for parties to submit Ballots voting on the Plan (the “Voting Deadline”) or exercising the option to opt-out of the proposed third-party releases contained in the Plan (the “Opt-Out Deadline”) shall be no later than 5:00 p.m. (Central Time), on September 27, 2019. Ballots voting on the Plan or purporting to opt-out of the third-party releases must be executed, completed, and delivered to the Tabulation

Agent either (a) by regular mail, (b) by overnight mail, (c) by personal delivery, or (d) by email, so that, in each case, such Ballots are actually received by the Tabulation Agent no later than 5:00 p.m. (Central Time), on September 27, 2019.

7. The Tabulation Rules set forth and described in the Motion are approved and shall apply unless otherwise ordered by the Court.

Determination Motion

8. September 27, 2019 at 5:00 p.m. (Central Time) is fixed as the last day for filing written objections to the Debtors' *Motion Pursuant to Section 541(a) of the Bankruptcy Code for Determination that Certain Claims and Causes of Action Are Property of the Estate* [Docket No. 137] (the "Determination Motion"). Any objections to the Determination Motion must be served pursuant to the same guidelines set forth in paragraph 4 above for objections to the Plan.

9. Any timely objections to the Determination Motion shall be heard at the Confirmation Hearing.

Approval of Form of Notice

10. Notice of the hearing on the Disclosure Statement and the Motion was appropriate and satisfied the requirements of Bankruptcy Rules 2002(b), (d) and 3017(a).

11. The form of Confirmation Hearing Notice attached as Exhibit "B" to the Motion, and incorporated herein by reference, is hereby approved.

12. The form of Ballot attached as Exhibit "C" to the Motion, and incorporated herein by reference, is hereby approved.

13. The form and manner of notice approved in this Order is adequate, appropriate, and satisfies the requirements of the Bankruptcy Code, Bankruptcy Rules, and Orders of this Court to the extent applicable to Persons affected thereby.

Miscellaneous

14. Prior to mailing, the Debtors may make (i) final, non-substantive edits, and (ii) any revisions announced on the record at the Disclosure Statement Hearing to the Disclosure Statement, the Plan, and all notices to be served, with such revisions to be filed with the Court and which shall be deemed approved by this Order without further notice or hearing.

15. This Court shall retain jurisdiction to hear and consider all matter arising from the interpretation or implementation of this Order.

END OF ORDER

Submitted by:

GRAY REED & McGRAW LLP

Jason S. Brookner
Texas Bar No. 24033684
Lydia R. Webb
Texas Bar No. 24083758
Amber M. Carson
Texas Bar No. 24075610
1601 Elm Street, Suite 4600
Dallas, Texas 75201
Telephone: (214) 954-4135
Facsimile: (214) 953-1332
Email: jbrookner@grayreed.com
lwebb@grayreed.com
acarson@grayreed.com

COUNSEL TO THE DEBTORS