EXHIBIT A

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION

IN RE:	**Chapter 11**
TRIDIMENSION ENERGY, L.P., *et al.*,[1]	**Case No. 10-33565-SGJ-11**
DEBTORS.	**Jointly Administered**

ORDER GRANTING MOTION OF THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR ORDER CLARIFYING REQUIREMENT TO PROVIDE ACCESS TO INFORMATION

Came on for hearing the *Motion of the Official Committee of Unsecured Creditors for Entry of an Order Clarifying the Requirement to Provide Access to Information* (the "**Information Protocol Motion**")[2] [Docket No. ___] filed by the Official Committee of Unsecured Creditors (the "**Committee**"). The Court, upon determination that the Court has jurisdiction over the relief requested in the Information Protocol Motion, finds that notice of the relief requested in the Information Protocol Motion is sufficient. The Court is of the opinion that

[1] The Debtors are the following entities: TriDimension Energy, L.P.; TDE Property Holdings, LP; Axis E&P, LP; Axis Onshore, LP; Axis Marketing, LP; Ram Drilling, LP; TDE Subsidiary GP LLC; and TDE Operating GP LLC.
[2] Capitalized terms not defined herein shall have the meaning ascribed to them in the Information Protocol Motion.

the relief requested in the Information Protocol Motion is necessary and in the best interest of the Debtors, their creditors, and the estate. The Court finds the Information Protocol Motion should be granted; accordingly, **IT IS HEREBY ORDERED, ADJUDGED, AND DECREED THAT:**

1. The Information Protocol Motion is GRANTED.

2. All objections to the Information Protocol Motion or the relief requested therein not otherwise withdrawn, waived, or settled, or otherwise resolved in this Order, are overruled.

3. The following procedures are approved:

(a) Access To Creditor Information. In satisfaction of the Committee's obligations to provide access to information for creditors who hold claims of the kind represented by the Committee and to solicit and receive comments in accordance with section 1102(b)(3)(A) and (B) of the Bankruptcy Code, the Committee may, in its reasonable discretion, implement the following information sharing procedures (the "**Creditor Information Protocol**"), until the earliest to occur: dissolution of the Committee; dismissal of these chapter 11 Cases; conversion of these chapter 11 Cases; confirmation of a Chapter 11 plan; or upon further order of the Court:

(i) Establish and maintain a website for the purposes of disseminating information including in conjunction with any informational website established by the Debtors (the "**Creditor Website**"). The Creditor Website shall (i) contain general information about the Cases; (ii) provide directions on how to access additional case information such as through PACER, the Court's website, and any website established by or on behalf of the Debtors; (iii) afford an opportunity to submit an email to the Committee's counsel with specific questions regarding the status of the Cases and provide input to the Committee on the Cases; and (iv) other pertinent information posted at the direction of the Court, the Committee, or its counsel.

(ii) Establish and maintain a physical U.S. mail address for creditors to submit questions and comments to the Committee. Such address shall be Gardere Wynne Sewell LLP, 1601 Elm Street, Suite 3000, Dallas, TX 75201-4761, Attn: Michael S. Haynes.

(b) Privileged and Confidential Information. The Committee shall not be required or obligated to disseminate to any entity (all references to "entity" herein shall be as defined in Section 101(15) of the Bankruptcy Code, hereinafter "**Entity**"):

(i) without further order of the Court, confidential, proprietary, or other non-public information concerning the Debtors, including (without limitation): (a) with respect to the acts, conduct, assets, liabilities, and financial condition of the Debtors, the operation of the Debtors' business, the desirability of the continuance of such business, other strategic financial transactions, or any other matter relevant to these Cases or to the formulation of one or more chapter 11 plans (including any and all confidential, proprietary, or other nonpublic materials of the Committee) whether provided (voluntarily or involuntarily) by or on behalf of the Debtors or by any third party or prepared by or for the Committee; and (b) any other information if the effect of such disclosure would constitute a breach or violation under any agreement or contract to which the Debtors are party, including any confidentiality agreement between the Committee and Debtors (collectively, the "**Confidential Information**")[3] or

[3] For the purposes of this Order, the term "Confidential Information" shall mean, to the extent such information is expressly designated by the Debtors as Confidential Information, (i) all well logs, structure maps, geological and geophysical interpretations provided by or on behalf of the Debtors to the Committee, (ii) reservoir engineering reports based upon actual production data ("Reserve Reports") that are provided by or on behalf of the Debtors to the Committee, (iii) joint interest billing invoices provided by or on behalf of the Debtors to the Committee, (iv) the identity of any potential purchasers or other parties interested in participating in a reorganization or purchase transaction with the Debtors, and (v) any other non-public information, including financial data, corporate documents, economic or transaction analysis and documents or information in any media pertaining to the Debtors or the Bankruptcy Case which (a) the Debtors are under no duty of public disclosure with respect to and (b) are provided by or on behalf of the Debtors to the Committee. For purposes of this Order, the "Debtors" shall include the Debtors' officers, directors, employees, representatives, consultants, agents, attorneys, and professionals. Information that is available to the public shall not be labeled Confidential Information. Notwithstanding any provision of this Order or any stamps or labels, the following categories of information and documentation shall not constitute Confidential Information: (i) any non-confidential financial information upon which (a) any budgets or projections for cash collateral purposes are based, (b) the required monthly operating reports, are based, or (c) any exhibit which the Debtors will offer at any hearing is based; (ii) any non-confidential oil and gas production and routine operations reports; (iii) information that the Debtors provided to members of the Committee before the date of execution of a confidentiality agreement (except the identity of any potential purchasers or other parties interested in participating in a reorganization or purchase transaction with the Debtors as disclosed to the members of the Committee or Committee Counsel); (iv) any information or documentation that is or becomes lawfully available to the public through no fault of the Committee; (v) any information or documentation that was or has become available on a non-confidential basis to the Committee from a source other than the Debtors; provided that the the Committee was not aware at the time that the source of such information was under a confidentiality obligation to the Debtors; and (vi) any information or documentation that was independently developed by the Committee without reference to or use of any Confidential Information.

(ii) any other information if the effect of such disclosure would constitute or potentially constitute a general or partial waiver of the attorney-client privilege, attorney work-product privilege, or other applicable privilege possessed by the Committee ("**Privileged Information**").

(c) Confidentiality Agreements. The Committee may, without Court approval or consultation with any creditor, enter into confidentiality agreements with the Debtors or other parties in interest to obtain confidential, proprietary, or other non-public information.

(d) Information Subject to Discovery. Any information received (formally or informally) by the Committee from any Entity in connection with an examination pursuant to Bankruptcy Rule 2004 or in connection with any formal or informal discovery in any contested matter, adversary proceeding or other litigation in this chapter 11 case or related to the Debtors shall not be governed by the terms of this Order; rather, such should be governed by any other order governing such discovery, adversary proceeding, contested matter, or other litigation.

(e) Identification. The Debtors shall assist the Committee in identifying any Confidential Information concerning the Debtor that is provided by the Debtors or their agents or professionals, or by any third party, to the Committee or its agents and professionals.

(f) Creditor Information Requests. If a creditor (the "**Requesting Creditor**") submits a written request (including via electronic or U.S. Mail) (the "**Information Request**") for the Committee to disclose or provide information, the Committee shall as soon as practicable, but no more than twenty (20) days after receipt of the Information Request, provide a response to the Information Request (the "**Response**"), including providing access to the information requested or the reasons the Information Request cannot be satisfied. If the Response is to deny the Information Request because the Committee believes that the Information Request implicates Confidential Information or Privileged Information that need not be disclosed pursuant to the terms of his Order or otherwise under 11 U.S.C. § 1102 (b)(3)(A), or that the Information Request is unduly burdensome, the Requesting Creditor may, after a good-faith effort to meet and confer with an authorized representative of the Committee regarding the Information Request and the Response, seek to compel such disclosure for cause pursuant to a motion. Such motion shall be served on the Debtors, counsel for the Debtors, the Committee, counsel for the Committee, and all other required parties. The hearing on such motion shall be noticed and scheduled pursuant to the rules of the Court. Nothing herein shall be deemed to preclude the Requesting Creditor from

requesting that the Court conduct an *in-camera* review of any information specifically responsive to the Requesting Creditor's request that the Committee claims is Confidential Information or subject to the attorney/client privilege, the attorney work product privilege, or other privilege.

(g) Committee Response. In its Response to an Information Request for access to Confidential Information, the Committee shall consider whether

(i) the Requesting Creditor is willing to agree in writing to reasonable confidentiality and trading restrictions with respect to such Confidential Information and represents that such restrictions and any information screening process complies with applicable securities laws, Bankruptcy Rules or contract; and

a. Claims Traders: If the Requesting Creditor is involved, directly or indirectly, in claims trading, the Requesting Creditor must file a document with the Court, and serve upon counsel for the Committee, the Debtors, counsel for the Debtors and the United States Trustee confirming that the Requesting Creditor has established an information-screening barrier (i.e., a "**Screening Wall**") that will be enforced and that no Confidential Information will be revealed to claims traders, trading desks, or any persons or entities involved in trading, and listing the name of the person that has been designated as monitor to ensure compliance with the provisions hereof; and

b. Market Competitors: If the Requesting Creditor is a competitor of the Debtors (or is a prospective competitor) and the information requested may impair the Debtors, no information will be disclosed unless the Court orders such disclosure after notice and a hearing and

(ii) under the particular facts, such agreement and any information screening process that it implements will reasonably protect the confidentiality of such information; provided, however, that if the Committee elects to provide access to Confidential Information on the basis of such confidentiality and trading restrictions, the Committee shall have no responsibility for the Requesting Creditor's compliance with, or liability for violation of, applicable

securities, contract, or other laws. Any disputes with respect to this paragraph shall be resolved as provided in the preceding paragraph, and, to the extent applicable, the next paragraph.

(h) Release of Confidential Information of Third Parties. In addition, if the Information Request implicates Confidential Information of the Debtors (or any other Entity) and the Committee agrees that such request should be satisfied, or if the Committee on its own wishes to disclose such Confidential Information to creditors, the Committee shall demand (the "Demand") for the benefit of the Debtors' creditors:

(i) if the Confidential Information is information of the Debtors or derived from Confidential Information of the Debtors, by submitting a written request, each captioned as a "Committee Information Demand," to the Debtors' counsel, stating that such information will be disclosed in the manner described in the Demand unless the Debtors object to such Demand on or before fifteen (15) days after the service of such Demand; and, after the lodging of such an objection, the Committee, the Requesting Creditor and the Debtors shall schedule a hearing with the Court pursuant to the rules of this Court seeking a ruling with respect to the Demand and the Committee shall not disclose such Confirmation Information pending such hearing; and

(ii) if the Confidential Information is information of another Entity, by submitting a written request to such Entity and its counsel of record, if any, with a copy to the Debtors' counsel, stating that such information will be disclosed in the manner described in the Demand unless such Entity or the Debtors object to such Demand on or before fifteen (15) days after the service of such Demand; and, after the lodging of such an objection, the Committee, the Requesting Creditor, such Entity and the Debtors shall schedule a hearing with the Court pursuant to the rules of this Court seeking a ruling with respect to the Demand..

(i) Exculpation. The Debtors and the Committee and any of their respective directors, officers, employees, members, attorneys, consultants, advisors and agents (acting in such capacity) (the **"Exculpated Parties"**), shall not have or incur any liability to any Entity (including, without limitation, the Debtors) for any act taken or omitted to be taken in connection with the preparation, dissemination, or implementation of the Creditor Information Protocol and information to be provided pursuant to section 1102(b)(3) of the Bankruptcy Code; provided, however, that the foregoing shall not affect the liability of any Exculpated Party protected pursuant to this paragraph that otherwise would result from any such act or omission to the

extent that such act or omission is determined in a final non-appealable order to have constituted gross negligence, fraud, or willful misconduct. Without limiting the foregoing, the exculpation provided in this paragraph shall be coextensive with any Exculpated Party's qualified immunity or similar protections under applicable law. This exculpation provision shall remain in full force and effect notwithstanding the dismissal or conversion of the Cases, confirmation of any chapter 11 plan or reorganization and the entry of any order closing the Cases. Notwithstanding the foregoing, nothing contained in this order shall be deemed to modify the rights, obligations, or remedies under any confidentiality agreement among any of the Debtors, the Committee, and/or their counsel.

4. The Creditor Information Protocol is deemed to satisfy the Committee's obligations under 11 U.S.C. § 1102(b)(3).

5. This Order shall be binding in all respects upon the Debtors, the Committee, affected parties and any successors thereto, and all creditors and parties-in-interest.

6. The provisions of this Order are non-severable and mutually dependent.

7. This Court shall retain exclusive jurisdiction to interpret and enforce the provisions of this Order in all respect and further to hear and determine all matters arising from the construction and implementation of this Order.

 # # # End of Order # # #

Submitted and prepared by:

Richard M. Roberson (TX 16993800)
Holland N. O'Neil (TX 14864700)
Michael S. Haynes (TX 24050735)
Andrew G. Spaniol (TX 24063012)
GARDERE WYNNE SEWELL LLP
1601 Elm Street, Suite 3000
Dallas, TX 75201-4761
Telephone: 214.999.3000
Facsimile: 214.999.4667

PROPOSED COUNSEL FOR THE OFFICIAL
COMMITTEE OF UNSECURED CREDITORS