

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

	)	
In re:	)	Chapter 11
	)	
Quicksilver Resources Inc., <u>et al.</u> , <sup>1</sup>	)	Case No. 15-10585 (LSS)
	)	
Debtors.	)	Jointly Administered
	)	

**NOTICE OF AGENDA OF MATTERS SCHEDULED FOR  
HEARING ON JANUARY 27, 2016 AT 10:00 A.M. (ET)**<sup>2</sup>

**I. CONTESTED MATTER GOING FORWARD:**

1. Debtors’ Motion for (I) an Order Establishing Bidding Procedures and Granting Related Relief and (II) an Order or Orders Approving the Sale of the Assets [Docket No. 636; filed September 17, 2015]

<u>Objection/Response Deadline:</u>	Sale Objection Deadline:
	January 15, 2016 at 4:00 p.m. (ET)

Sale Objections/Responses Received:

- A. Objection by the United States to the Debtors’ Motion for (I) an Order Establishing Bidding Procedures and Granting Related Relief and (II) an Order or Orders Approving the Sale of the Assets as Such Motion Relates to the Assumption and Assignment of Executory Contracts, Unexpired Leases and Other Interests [Docket No. 1032; filed January 11, 2016]

---

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Quicksilver Resources Inc. [6163]; Barnett Shale Operating LLC [0257]; Cowtown Drilling, Inc. [8899]; Cowtown Gas Processing L.P. [1404]; Cowtown Pipeline Funding, Inc. [9774]; Cowtown Pipeline L.P. [9769]; Cowtown Pipeline Management, Inc. [9771]; Makarios Resources International Holdings LLC [1765]; Makarios Resources International Inc. [7612]; QPP Holdings LLC [0057]; QPP Parent LLC [8748]; Quicksilver Production Partners GP LLC [2701]; Quicksilver Production Partners LP [9129]; and Silver Stream Pipeline Company LLC [9384]. The Debtors’ address is 801 Cherry Street, Suite 3700, Unit 19, Fort Worth, Texas 76102.

<sup>2</sup> The hearing will be held before The Honorable Laurie Selber Silverstein at the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 6th Floor, Courtroom 2, Wilmington, Delaware 19801. Any person who wishes to appear telephonically at the January 27, 2016, hearing must contact COURTCALL, LLC at 866-582-6878 prior to 12:00 p.m. (noon) (ET) on Tuesday, January 26, 2016, to register his/her telephonic appearance in accordance with the *Instructions for Telephonic Appearances Effective January 5, 2005, Revised April 27, 2009*.

Status: The Debtors are working with the objector to resolve this sale objection prior to the hearing. To the extent that it is not resolved prior to the hearing, the hearing regarding this sale objection will go forward.

- B. Limited Objection of Western Marketing, Inc. to Debtors' Motion for (I) an Order Establishing Bidding Procedures and Granting Related Relief and (II) an Order or Orders Approving the Sale of the Assets [Docket No. 1046; filed January 14, 2016]

Status: The Debtors are working with the objector to resolve this sale objection prior to the hearing. To the extent that it is not resolved prior to the hearing, the hearing regarding this sale objection will go forward.

- C. TG Barnett Resources, LP's Objection and Reservation of Rights in Regard to Debtors' Motion for (I) an Order Establishing Bidding Procedures and Granting Related Relief and (II) an Order or Orders Approving the Sale of the Assets [Docket No. 1049; filed January 15, 2016]

Status: The hearing regarding this sale objection has been adjourned to the hearing scheduled for March 17, 2016.

- D. Objection to Debtors' Motion for (I) an Order Establishing Bidding Procedures and Granting Related Relief and (II) an Order or Orders Approving the Sale of the Assets by Bosque County, Texas, Denton County, Texas, Hill County, Texas and Hill Central Appraisal District [Docket No. 1053; filed January 15, 2016]

Status: The Debtors are working with the objectors to resolve this sale objection prior to the hearing. To the extent that it is not resolved prior to the hearing, the hearing regarding this sale objection will go forward.

- E. Reservation of Rights of the Official Committee of Unsecured Creditors to Debtors' Motion for (I) an Order Establishing Bidding Procedures and Granting Related Relief and (II) an Order or Orders Approving the Sale of the Assets [Docket No. 1055; filed January 15, 2016]

Status: The Debtors are not aware of an actual sale objection by the Official Committee of Unsecured Creditors (the "Committee") at this time. The Debtors intend to work with the Committee to resolve any sale objection prior to the hearing. To the extent that any sale objection of the Committee is not resolved prior to the hearing, the hearing regarding any such sale objection will go forward.

- F. Local Texas Tax Authorities' Objection to Debtors' Motion for (I) an Order Establishing Bidding Procedures and Granting Related Relief and (II) an Order or Orders Approving the Sale of the Assets [Docket No. 1058; filed January 15, 2016]

Status: The Debtors are working with the objectors to resolve this sale objection prior to hearing. To the extent that it is not resolved prior to the hearing, the hearing regarding this sale objection will go forward.

G. Debtors' Omnibus Reply in Support of Debtors' Motion for (I) an Order Establishing Bidding Procedures and Granting Related Relief and (II) an Order or Orders Approving the Sale of the Assets [Docket No. 1073; filed January 23, 2016]

Cure Objections Received:

H. ENI Petroleum's Limited Objection and Reservation of Rights to Debtors' Cure Notice [Docket No. 985; filed December 28, 2015]

Status: The hearing regarding this cure objection has been adjourned to the hearing scheduled for March 17, 2016.

I. Objection of Cigna Entities (A) to Debtors' Motion for (I) an Order Establishing Bidding Procedures and Granting Related Relief and (II) an Order or Orders Approving the Sale of the Assets; and (B) Notice of Executory Contracts and Unexpired Leases that may be Assumed and Assigned in Connection with the Sale of the Debtors' Assets and the Proposed Cure Cost with Respect Thereto [Docket No. 989; filed December 29, 2015]

Status: The hearing regarding this cure objection has been adjourned to the hearing scheduled for February 10, 2016.

J. City of Fort Worth, FW Sports Authority, Inc. and Alliance Airport Authority, Inc.'s Objection to Cure Amounts under Debtor's "Notice of Executory Contracts and Unexpired Leases that may be Assumed and Assigned in Connection with the Sale of the Debtor's Assets and the Proposed Cure Cost with Respect Thereto" [Docket No. 990; filed December 29, 2015]

Status: This cure objection has been resolved, provided that objectors reserve their right to assert cure objections with respect to amounts that arise between November 1, 2015 and the date the sale transaction closes.

K. City of Fort Worth, FW Sports Authority, Inc. and Alliance Airport Authority, Inc.'s Objection to Cure Amounts under Debtor's "Notice of Executory Contracts and Unexpired Leases that may be Assumed and Assigned in Connection with the Sale of the Debtor's Assets and the Proposed Cure Cost with Respect Thereto" [Docket No. 991; filed December 29, 2015]

Status: This cure objection has been resolved, provided that the objectors reserve their right to assert cure objections with respect to amounts that arise between November 1, 2015 and the date the sale transaction closes.

L. City of Fort Worth, FW Sports Authority, Inc. and Alliance Airport Authority, Inc.'s Objection to Cure Amounts under Debtor's "Notice of Executory Contracts and Unexpired Leases that may be Assumed and Assigned in Connection with the Sale of the Debtor's Assets and the Proposed Cure Cost with Respect Thereto" [Docket No. 992; filed December 29, 2015]

Status: This cure objection has been resolved, provided that the objectors reserve their right to assert cure objections with respect to amounts that arise between November 1, 2015 and the date the sale transaction closes.

M. Oracle's Limited Objection to and Reservation of Rights Regarding (1) Debtors' Motion for (I) an Order Establishing Bidding Procedures and Granting Related Relief and (II) an Order or Orders Approving the Sale of the Assets; and (2) Notice of Executory Contracts and Unexpired Leases that may be Assumed and Assigned in Connection with the Sale of the Debtor's Assets and the Proposed Cure Cost with Respect Thereto [Docket No. 993; filed December 29, 2015]

Status: The hearing regarding this cure objection has been adjourned to the hearing scheduled for February 10, 2016.

N. Limited Objection and Reservation of Rights of Crestwood Midstream Partners LP, Cowtown Pipeline Partners L.P., and Cowtown Gas Processing Partners L.P., Regarding Debtors' Notice of Executory Contracts and Unexpired Leases that may be Assumed and Assigned in Connection with the Sale of the Debtor's Assets and the Proposed Cure Cost with Respect Thereto [Docket No. 994; filed December 29, 2015]

Status: This cure objection is moot and need not be determined at the sale hearing because the objectors' contracts are not being assumed and assigned pursuant to the sale transaction.

O. Objection of TG Barnett Resources, LP to Debtors' Motion for (I) an Order Establishing Bidding Procedures and Granting Related Relief and (II) an Order or Orders Approving the Sale of the Assets as Such Motion Relates to the Assumption and Assignment of Executory Contracts and Unexpired Leases [Docket No. 995; filed December 29, 2015]

Status: The hearing regarding this cure objection has been adjourned to the hearing scheduled for March 17, 2016.

P. Objections of Weatherford Entities to Debtors' "Notices of Contracts and Leases that may be Assumed and Assigned in Connection with the Sale of

the Debtors' Assets and the Proposed Cure Cost with Respect Thereto"  
[Docket No. 996; filed December 29, 2015]

Status: The hearing regarding this cure objection has been adjourned to the hearing scheduled for February 10, 2016.

Q. Reservation of Rights of SAP America, Inc. to the Assumption and Assignment of a Software License Agreement Between SAP America, Inc. and Quicksilver Resources, Inc. and the Proposed Cure Amount [Docket No. 998; filed December 29, 2015]

Status: The hearing regarding this cure objection has been adjourned to the hearing scheduled for February 10, 2016.

R. EnLink's Limited Objection and Reservation of Rights to Debtors' Second Cure Notice [Docket No. 1020; filed January 6, 2016]

Status: This cure objection has been resolved. The Debtors will remove a specified contract with the objector from the list of agreements that may be assumed and assigned pursuant to the sale (the "Designated Contracts List").

S. Supplemental Objection of TG Barnett Resources, LP to Debtors' Motion for (I) an Order Establishing Bidding Procedures and Granting Related Relief and (II) an Order or Orders Approving the Sale of the Assets as Such Motion Relates to the Assumption and Assignment of Executory Contracts and Unexpired Leases [Docket No. 1021; filed January 6, 2016]

Status: The hearing regarding this cure objection has been adjourned to the hearing scheduled for March 17, 2016.

T. Objection of Fortune Creek Gathering and Processing Partnership to Notice of Executory Contracts and Unexpired Leases that may be Assumed and Assigned in Connection with the Sale of the Debtors' Assets and the Proposed Cure Cost with Respect Thereto and Unexpired Leases and (II) Cure Amounts [Docket No. 1038; filed January 13, 2016]

Status: The hearing regarding this cure objection has been adjourned to the hearing scheduled for February 10, 2016.

U. Informal comments from Google Inc.

Status: The informal comments of Google Inc. have been resolved. The Debtors will remove certain contracts from the Designated Contracts List.

V. Informal comments from Trunkline Gas

Status: The informal comments of Trunkline Gas have been resolved. The Debtors will remove certain contracts from the Designated Contracts List.

W. Informal comments from IndemCo

Status: The informal comments of IndemCo have been resolved. No revisions to the Designated Contracts List are necessary.

X. Informal comments from Chaparral Lane Investment, LLC

Status: The informal comments of Chaparral Lane Investment, LLC have been resolved. The Debtors will remove a certain lease from the Designated Contracts List.

Y. Informal comments from Devon Energy

Status: The informal comments of Devon Energy have been resolved, and the Debtors will either (i) add Devon Energy's contracts to the Designated Contracts List if the purchaser intends to assume such contracts or (ii) Devon Energy's contracts will not appear on the Designated Contracts List if such contracts will not be assumed and assigned to the purchaser.

Z. Debtors' Omnibus Reply in Support of Debtors' Motion for (I) an Order Establishing Bidding Procedures and Granting Related Relief and (II) an Order or Orders Approving the Sale of the Assets [Docket No. 1073; filed January 23, 2016]

AA. Statement of Crestwood Midstream Partners LP, Cowtown Pipeline Partners L.P., and Cowtown Gas Processing Partners L.P., in Response to the Debtors' Omnibus Reply in Support of Debtors' Motion for an Order or Orders Approving the Sale of Assets [Docket No. 1076; filed January 25, 2016]

Related Documents:

i. Notice of Filing of Form (I) Asset Purchase Agreement and (II) Confidentiality and Non-Disclosure Agreement [Docket No. 647; filed September 22, 2015]

ii. Order Establishing Bidding Procedures Relating to the Sales of all or a Portion of the Debtors' Assets [Docket No. 681; entered October 6, 2015]

iii. Notice of Potential Stalking Horse Hearing, Bid Deadline, Auction, and Sale Hearing [Docket No. 682; filed October 6, 2015]

- iv. Notice of Modified Sale Process Dates [Docket No. 805; filed November 16, 2015]
- v. Notice of Executory Contracts and Unexpired Leases that may be Assumed and Assigned in Connection with the Sale of the Debtors' Assets and the Proposed Cure Cost with Respect Thereto [Docket No. 957; filed December 15, 2015]
- vi. Second Notice of Executory Contracts and Unexpired Leases that may be Assumed and Assigned in Connection with the Sale of the Debtors' Assets and the Proposed Cure Cost with Respect Thereto [Docket No. 981; filed December 23, 2015]
- vii. Notice of Successful Bidder and Backup Bidder with Respect to the Auction of the Debtors' Assets [Docket No. 1072; filed January 23, 2016]
- viii. Motion for Leave to File and Serve Debtors' Omnibus Reply in Support of Debtors' Motion for (I) an Order Establishing Bidding Procedures and Granting Related Relief and (II) an Order or Orders Approving the Sale of the Assets [Docket No. 1074; filed January 23, 2016]
- ix. Declaration of Adam Dunayer in Support of Entry of an Order Approving the Sale of the Debtors' Oil and Gas Assets [Docket No. 1075; filed January 25, 2016]

General Status: The sale hearing will go forward. The status for each sale objection and cure objection is set forth above.

Dated: January 25, 2016  
Wilmington, Delaware

*/s/ Rachel L. Biblo*

---

**RICHARDS, LAYTON & FINGER, P.A.**

Paul N. Heath (DE 3704)  
Amanda R. Steele (DE 5530)  
Rachel L. Biblo (DE 6012)  
One Rodney Square  
920 North King Street  
Wilmington, Delaware 19801  
Telephone: (302) 651-7700  
Facsimile: (302) 651-7701

– and –

**AKIN GUMP STRAUSS HAUER & FELD LLP**

Charles R. Gibbs (admitted *pro hac vice*)  
Sarah Link Schultz (admitted *pro hac vice*)  
Travis A. McRoberts (DE 5274)  
1700 Pacific Avenue, Suite 4100  
Dallas, Texas 75201  
Telephone: (214) 969-2800  
Facsimile: (214) 969-4343

Ashleigh L. Blaylock (admitted *pro hac vice*)  
Robert S. Strauss Building  
1333 New Hampshire Avenue, N.W.  
Washington, DC 20036-1564  
Telephone: (202) 887-4000  
Facsimile: (202) 887-4288

**COUNSEL FOR DEBTORS AND DEBTORS IN  
POSSESSION**