



Shareholder Concerns and Request for Equity Committee

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Honorable Judge Bernstein,

Good morning sir. I wanted to start out by expressing our concerns as shareholders as to how management has proceeded to run things during a time of crisis and months leading up to bankruptcy filing in May 2016.

My belief that Breitburn Energy Breached fiduciary interest to shareholders in a number of situations such as providing upper management bonus incentives close to \$10 million in first quarter of 2016. The company reported losses year over year and quarter over quarter for calendar year 2015 and first quarter 2016. With 5 quarters of losses – How does management decide they all deserve bonuses estimated near \$10million+. Secondly, I believe there was a breach of fiduciary representation to file chapter 11 bankruptcy after the 30-day grace period of negotiations versus trying to avoid chapter 11 at all costs. The company has taken minimum action to decrease Capx costs, nor have they tried to sell any hedges, company stacks or assets, etc. to reduce their overall debt burden. The company as is reported to the SEC should have discretionary cash flow at end of fiscal year.

My thoughts are that if the company aggressively reduced costs, sold assets as well as potential rising oil and natural gas prices, the company would have been in better shape vs immediately filing chapter 11 restructure. Regardless of their decision to file, there assets should be positive after liabilities based on their filings and oil prices around \$30. Oil prices are now hovering consistently around upper \$45 range which is a 50%+ increase from dec 2015 prices.

My belief is the company acted and improvised in the best interest of the “COMPANY” as they will continue to run operations normally with potentially less debt then they went into this bankruptcy and basically as it sounds now – screw all common and preferred unit holders.

Please accept our concerns for creating an Equity Committee so we have at least a fighting chance at the negotiation table.

Thank you your time and assistance with this case.

Michael M & Family