

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

In re:)	
)	Chapter 11
MAGNUM HUNTER RESOURCES CORPORATION, <i>et al.</i> , ¹)	Case No. 15-12533 (KG)
)	
Debtors.)	(Jointly Administered)
)	

**NOTICE OF HEARING TO CONSIDER
CONFIRMATION OF THE CHAPTER 11 PLAN FILED BY THE
DEBTORS AND RELATED VOTING AND OBJECTION DEADLINES**

PLEASE TAKE NOTICE THAT on February 26, 2016, the United States Bankruptcy Court for the District of Delaware (the “Court”) entered an order [Docket No. 671] (the “Disclosure Statement Order”): (a) authorizing Magnum Hunter Resources Corporation and its affiliated debtors and debtors in possession (collectively, the “Debtors”), to solicit acceptances for the *Second Amended Joint Chapter 11 Plan of Reorganization of Magnum Hunter Resources Corporation and its Debtor Affiliates* (as modified, amended, or supplemented from time to time, the “Plan”);² (b) approving the *Disclosure Statement for the Second Amended Joint Chapter 11 Plan of Reorganization of Magnum Hunter Resources Corporation and its Debtor Affiliates* (the “Disclosure Statement”) as containing “adequate information” pursuant to section 1125 of the Bankruptcy Code; (c) approving the solicitation materials and documents to be included in the solicitation packages (the “Solicitation Packages”); and (d) approving procedures for soliciting, receiving, and tabulating votes on the Plan and for filing objections to the Plan.

PLEASE TAKE FURTHER NOTICE THAT the hearing at which the Court will consider Confirmation of the Plan (the “Confirmation Hearing”) will commence at on **March 31,**

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, include: Magnum Hunter Resources Corporation (9278); Alpha Hunter Drilling, LLC (7505); Bakken Hunter Canada, Inc. (7777); Bakken Hunter, LLC (3862); Energy Hunter Securities, Inc. (9725); Hunter Aviation, LLC (8600); Hunter Real Estate, LLC (8073); Magnum Hunter Marketing, LLC (2527); Magnum Hunter Production, Inc. (7062); Magnum Hunter Resources GP, LLC (5887); Magnum Hunter Resources, LP (5958); Magnum Hunter Services, LLC (5725); NGAS Gathering, LLC (2054); NGAS Hunter, LLC (3737); PRC Williston LLC (1736); Shale Hunter, LLC (1952); Triad Holdings, LLC (8947); Triad Hunter, LLC (5830); Viking International Resources Co., Inc. (0097); and Williston Hunter ND, LLC (3798). The location of the Debtors’ service address is: 909 Lake Carolyn Parkway, Suite 600, Irving, Texas 75039.

² Capitalized terms not otherwise defined herein have the same meanings as set forth in the Plan or the Disclosure Statement Order, as applicable.

2016, at 11:00 a.m. prevailing Eastern Time, before the Honorable Judge Kevin Gross, in the United States Bankruptcy Court for the District of Delaware, located at 824 Market Street, Sixth Floor, Wilmington, Delaware 19801.

PLEASE BE ADVISED: THE CONFIRMATION HEARING MAY BE CONTINUED FROM TIME TO TIME BY THE COURT OR THE DEBTORS **WITHOUT FURTHER NOTICE** OTHER THAN BY SUCH ADJOURNMENT BEING ANNOUNCED IN OPEN COURT OR BY A NOTICE OF ADJOURNMENT FILED WITH THE COURT AND SERVED ON ALL PARTIES ENTITLED TO NOTICE.

CRITICAL INFORMATION REGARDING VOTING ON THE PLAN

Voting Record Date. The voting record date is **February 22, 2016** (the “Voting Record Date”), which is the date for determining which holders of Claims in Classes 3, 5, 6, 7(a) and 7(b) are entitled to vote on the Plan.

Voting Deadline. The deadline for voting on the Plan is on **Monday, March 28, 2016, at 4:00 p.m.** prevailing Eastern Time (the “Voting Deadline”). If you received a Solicitation Package, including a Ballot and intend to vote on the Plan you *must*: (a) follow the instructions carefully; (b) complete *all* of the required information on the ballot; and (c) execute and return your completed Ballot according to and as set forth in detail in the voting instructions so that it is *actually received* by the Debtors’ notice and claims agent, Prime Clerk LLC (the “Notice and Claims Agent”) on or before the Voting Deadline. *A failure to follow such instructions may disqualify your vote.*

CRITICAL INFORMATION REGARDING OBJECTING TO THE PLAN

ARTICLE VIII OF THE PLAN CONTAINS RELEASE, EXCULPATION, AND INJUNCTION PROVISIONS, AND **ARTICLE VIII.F. CONTAINS A THIRD-PARTY RELEASE.** **THUS, YOU ARE ADVISED TO REVIEW AND CONSIDER THE PLAN CAREFULLY BECAUSE YOUR RIGHTS MIGHT BE AFFECTED THEREUNDER.**

Plan Objection Deadline. The deadline for filing objections to the Plan is **March 28, 2016, at 4:00 p.m.**, prevailing Eastern Time (the “Plan Objection Deadline”). All objections to the relief sought at the Confirmation Hearing *must*: (a) be in writing; (b) conform to the Bankruptcy Rules, the Local Rules, and any orders of the Court; (c) state, with particularity, the legal and factual basis for the objection and, if practicable, a proposed modification to the Plan (or related materials) that would resolve such objection; *and* (d) be filed with the Court (with a proof of service in accordance with the Local Rules) via ECF or by mailing to the United States Bankruptcy Court for the District of Delaware, 824 Market Street, Sixth Floor, Wilmington, Delaware 19801, and served upon the following parties so as to be *actually received* on or before the Plan Objection Deadline:

Co-Counsel to the Debtors

Edward O. Sassower, P.C.
Brian E. Scharzt
KIRKLAND & ELLIS LLP
601 Lexington Avenue
New York, New York 10022

-and-

James H.M. Sprayregen, P.C.
Justin R. Bernbrock
Alexandra Schwarzman
KIRKLAND & ELLIS LLP
300 North LaSalle
Chicago, Illinois 60654

Laura Davis Jones (DE Bar No. 2436)
Colin R. Robinson (DE Bar No. 5524)
Joseph M. Mulvihill (DE Bar No. 6061)
PACHULSKI STANG ZIEHL & JONES LLP
919 N. Market Street, 17th Floor
P.O. Box 8705
Wilmington, Delaware 19899-8705 (Courier 19801)

Counsel to the Official Committee of Unsecured Creditors Appointed in These Chapter 11 Cases

Mark R. Somerstein
ROPES & GRAY LLP
1211 Avenue of the Americas
New York, New York 10036

Counsel to the Agent Under the Debtors' DIP Facility

Nathan Z. Plotkin
SHIPMAN & GOODWIN LLP
One Constitution Plaza
Hartford, Connecticut 06103

Counsel to the Agent Under the Debtors' Second Lien Credit Facility

J. Michael Chambers
LATHAM & WATKINS LLP
811 Main Street, Suite 3700
Houston, Texas 77002

Counsel to the Ad Hoc Group of Second Lien Lenders

Joseph Smolinsky
Gary Holtzer
WEIL GOTSHAL & MANGES LLP
767 Fifth Avenue
New York, New York 10153

Counsel to the Ad Hoc Group of Unsecured Noteholders

Michael Stamer
Arik Preis
AKIN GUMP STRAUSS HAUER & FELD LLP
One Bryant Park, Bank of America Tower
New York, New York 10036

Counsel to the Indenture Trustee Under the Debtors' 9.75% Senior Unsecured Notes Due 2020

Andrew I. Silfen
ARENT FOX LLP
 1675 Broadway
 New York, New York 10019

ADDITIONAL INFORMATION

Obtaining Solicitation Materials. The materials in the Solicitation Package are intended to be self-explanatory. If you have any questions or if you would like to obtain additional solicitation materials (or paper copies of solicitation materials if you received a CD-ROM), please feel free to contact the Debtors' Notice and Claims Agent, by: (a) calling the Debtors' restructuring hotline at 844-276-3026 (toll free) or 917-962-8497 (international); (b) visiting the Debtors' restructuring website at: <https://cases.primeclerk.com/magnumhunter/EBallot-Home>; (c) writing to Prime Clerk LLC, Attn: Magnum Hunter Resources Corporation Ballot Processing, c/o Prime Clerk LLC, 830 Third Avenue, 3rd Floor, New York, New York 10022; and/or (d) emailing mhrballots@primeclerk.com. You may also obtain copies of any pleadings filed in the Chapter 11 Cases for a fee via PACER at: <http://www.deb.uscourts.gov>. Please be advised that the Notice and Claims Agent is authorized to answer questions about, and provide additional copies of, solicitation materials, but may *not* advise you as to whether you should vote to accept or reject the Plan.

The Plan Supplement. The Debtors will file the Plan Supplement (as defined in the Plan) on or before **March 14, 2016**, and will serve notice on all holders of Claims entitled to vote on the Plan, which will include: (a) the New Organizational Documents; (b) the Exit Financing Documents (which, for the purposes of the Plan Supplement, may consist solely of a commitment letter, letter of intent, or other indication of interest); (c) the Schedule of Rejected Executory Contracts and Unexpired Leases; (d) the Schedule of Assumed Executory Contracts and Unexpired Leases; (e) a list of retained Causes of Action; (f) the New Shareholders' Agreement; (g) a description of the Eureka Employee Transfer; (h) the Description of Transaction Steps; (i) the terms of the Samson Note; (j) the Unsecured Creditor Distribution Trust Agreement; (k) the Debtors' decision with regard to the treatment of Class 3 Claims to the extent they are Allowed on the Effective Date; and (l) any and all other documentation necessary to effectuate the Restructuring Transactions or that is contemplated by the Plan. Parties in interest may retrieve the Plan Supplement (on or after March 14, 2016) from the following website: <https://cases.primeclerk.com/magnumhunter/EBallot-Home>.

BINDING NATURE OF THE PLAN:

IF CONFIRMED, THE PLAN SHALL BIND ALL HOLDERS OF CLAIMS AND INTERESTS TO THE MAXIMUM EXTENT PERMITTED BY APPLICABLE LAW, WHETHER OR NOT SUCH HOLDER WILL RECEIVE OR RETAIN ANY PROPERTY OR INTEREST IN PROPERTY UNDER THE PLAN, HAS FILED A PROOF OF CLAIM IN THE CHAPTER 11 CASES OR FAILED TO VOTE TO ACCEPT OR REJECT THE PLAN OR VOTED TO REJECT THE PLAN.

Wilmington, Delaware
Dated: February 26, 2016

/s/ Laura Davis Jones

Laura Davis Jones (DE Bar No. 2436)
Colin R. Robinson (DE Bar No. 5524)
Joseph M. Mulvihill (DE Bar No. 6061)
PACHULSKI STANG ZIEHL & JONES LLP
919 North Market Street, 17th Floor
P.O. Box 8705
Wilmington, Delaware 19899-8705 (Courier 19801)
Telephone: (302) 652-4100
Facsimile: (302) 652-4400
Email: ljones@pszjlaw.com
crobinson@pszjlaw.com
jmulvihill@pszjlaw.com

- and -

Edward O. Sassower, P.C. (admitted *pro hac vice*)
Brian E. Schartz (admitted *pro hac vice*)
KIRKLAND & ELLIS LLP
KIRKLAND & ELLIS INTERNATIONAL LLP
601 Lexington Avenue
New York, New York 10022
Telephone: (212) 446-4800
Facsimile: (212) 446-4900
Email: edward.sassower@kirkland.com
brian.schartz@kirkland.com

- and -

James H.M. Sprayregen, P.C.
Justin R. Bernbrock (admitted *pro hac vice*)
Alexandra Schwarzman (admitted *pro hac vice*)
KIRKLAND & ELLIS LLP
KIRKLAND & ELLIS INTERNATIONAL LLP
300 North LaSalle
Chicago, Illinois 60654
Telephone: (312) 862-2000
Facsimile: (312) 862-2200
Email: james.sprayregen@kirkland.com
justin.bernbrock@kirkland.com
alexandra.schwarzman@kirkland.com

Co-Counsel to the Debtors