

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re

Venoco, LLC, *et al.*,

Debtors.<sup>1</sup>

Chapter 11

Case No. 17-10828 (KG)

(Jointly Administered)

NOTICE OF AGENDA OF MATTERS SCHEDULED FOR  
HEARING ON JUNE 23, 2017 AT 10:00 A.M. (EASTERN TIME)<sup>2</sup>

RESOLVED/ADJOURNED MATTERS

1. Debtors' Motion For Entry Of Interim And Final Orders (I) Determining Adequate Assurance Of Payment For Future Utility Services, (II) Prohibiting Utility Providers From Altering, Refusing Or Discontinuing Utility Service And (III) Establishing Adequate Assurance Procedures (D.I. 8, Filed 4/17/17).

Objection Deadline: May 18, 2017 at 4:00 p.m. (ET).

Responses Received:

- a) Objection Of Southern California Gas Company To Debtors' Motion For Entry Of Interim And Final Orders (I) Determining Adequate Assurance Of Payment For Future Utility Services, (II) Prohibiting Utility Providers From Altering, Refusing Or Discontinuing Utility Service And (III) Establishing Adequate Assurance Procedures (D.I. 141, Filed 5/19/17);
- b) Informal comments from Southern California Edison; and
- c) Notice Of Withdrawal Of Objection (D.I. 273, Filed 6/16/17).

Related Pleadings:

- a) Interim Order (I) Determining Adequate Assurance Of Payment For Future Utility Services, (II) Prohibiting Utility Providers From Altering, Refusing Or Discontinuing Utility Service And (III) Establishing Adequate Assurance Procedures And Setting A Final Hearing (D.I. 42, Entered 4/18/17);

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<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: Venoco, LLC (3555); TexCal Energy (LP) LLC (0806); Whittier Pipeline Corporation (1560); TexCal Energy (GP) LLC (0808); Ellwood Pipeline, Inc. (5631); and TexCal Energy South Texas, L.P. (0812). The Debtors' main corporate and mailing address for purposes of these chapter 11 cases is: Venoco, LLC, 370 17th Street, Suite 3900, Denver, CO 80202-1370.

<sup>2</sup> The hearing will be held at the United States Bankruptcy Court for the District of Delaware, 824 N. Market Street, 6<sup>th</sup> Floor, Courtroom 3, Wilmington, Delaware 19801.

- b) Notice Of Hearing Re: D.I. 8 And 42 (D.I. 48, Filed 4/18/17);
- c) Debtors' Reply To Southern California Gas Company's Objection To Final Utility Order Approving Adequate Assurance (D.I. 148, Filed 5/22/17);
- d) Certification Of Counsel Regarding Final Order (I) Determining Adequate Assurance Of Payment For Future Utility Services, (II) Prohibiting Utility Providers From Altering, Refusing Or Discontinuing Utility Service And (III) Establishing Adequate Assurance Procedures And Setting A Final Hearing (D.I. 271, Filed 6/15/17); and
- e) Final Order (I) Determining Adequate Assurance Of Payment For Future Utility Services, (II) Prohibiting Utility Providers From Altering, Refusing Or Discontinuing Utility Service And (III) Establishing Adequate Assurance Procedures And Setting A Final Hearing (D.I. 278, Entered 6/19/17).

Status: An order has been signed. No hearing is necessary.

- 2. Debtors' Motion For Entry Of A Final Order (I) Authorizing The Debtors To (A) Maintain And Renew Existing Insurance Policies And (B) Continue Prepetition Surety Bonds, And Pay Obligations Arising Thereunder, And (II) Authorizing Financial Institutions To Honor All Obligations Related Thereto (D.I. 9, Filed 4/17/17).

Objection Deadline: April 28, 2017 at 12:00 a.m. (ET).

Responses Received:

- a) Objection Of Aspen American Insurance Company To Debtors' Motion For Entry Of An Interim And Final Order (I) Authorizing The Debtors To (A) Maintain And Renew Existing Insurance Policies And (B) Continue Prepetition Surety Bonds, And Pay Obligations Arising Thereunder, And (II) Authorizing Financial Institutions To Honor All Obligations Related Thereto (D.I. 78, Filed 4/28/17);
- b) Declaration Of Robert K. Grennan In Support Of The Objection Of Aspen American Insurance Company To Debtors' Motion For Entry Of An Interim And Final Order (I) Authorizing The Debtors To (A) Maintain And Renew Existing Insurance Policies And (B) Continue Prepetition Surety Bonds, And Pay Obligations Arising Thereunder, And (II) Authorizing Financial Institutions To Honor All Obligations Related Thereto (D.I. 79, Filed 4/28/17);
- c) Declaration Of Scott A. Zuber, Esq. In Support Of The Objection Of Aspen American Insurance Company To Debtors' Motion For Entry Of An Interim And Final Order (I) Authorizing The Debtors To (A) Maintain And Renew Existing Insurance Policies And (B) Continue Prepetition Surety Bonds, And Pay Obligations Arising Thereunder, And (II) Authorizing Financial Institutions To Honor All Obligations Related Thereto (D.I. 80, Filed 4/28/17);

- d) Joinder Of U.S. Specialty Insurance Company And Its Affiliates To Aspen American Insurance Company And Aspen Specialty Insurance Company's Objection To Debtors' Motion For Entry Of An Interim And Final Order (I) Authorizing The Debtors To (A) Maintain And Renew Existing Insurance Policies And (B) Continue Prepetition Surety Bonds, And Pay Obligations Arising Thereunder, And (II) Authorizing Financial Institutions To Honor All Obligations Related Thereto (D.I. 83, Filed 4/28/17); and
- e) Supplement To The Objection Of Aspen American Insurance Company And Aspen Specialty Insurance Company's Objection To Debtors' Motion For Entry Of An Interim And Final Order (I) Authorizing The Debtors To (A) Maintain And Renew Existing Insurance Policies And (B) Continue Prepetition Surety Bonds, And Pay Obligations Arising Thereunder, And (II) Authorizing Financial Institutions To Honor All Obligations Related Thereto (D.I. 110, Filed 5/16/17).

Related Pleadings:

- a) Final Order (I) Authorizing The Debtors To Maintain And Renew Existing Insurance Policies And (B) Continue Prepetition Surety Bonds, And Pay Obligations Arising Thereunder, And (II) Authorizing Financial Institutions To Honor All Obligations Related Thereto (D.I. 43, Entered 4/18/17).

Status: The hearing on this matter has been adjourned to the hearing scheduled for July 24, 2017, at 2:00 p.m. (ET).

CONTESTED MATTER GOING FORWARD

- 3. Debtors' First Omnibus Motion For Entry Of An Order (I) Authorizing The Debtors To (A) Reject Certain Unexpired Leases And Executory Contracts And (B) Abandon Certain Property, And (II) Granting Certain Related Relief (D.I. 102, Filed 5/4/17).

Objection Deadline: May 18, 2017 at 4:00 p.m. (ET). Supplemental objections due June 6, 2017, at 4:00 p.m. (ET).

Responses Received:

- a) Informal comments from ExxonMobil;
- b) Limited Objection Of Aspen American Insurance Company And Aspen Specialty Insurance Company To Debtors' First Omnibus Motion For Entry Of An Order (I) Authorizing The Debtors To (A) Reject Certain Unexpired Leases And Executory Contracts And (B) Abandon Certain Property, And (II) Granting Certain Related Relief (D.I. 115, Filed 5/17/17);
- c) U.S. Specialty Insurance Company's Limited Objection To Debtors' First Omnibus Motion For Entry Of An Order (I) Authorizing The Debtors To (A) Reject Certain Unexpired Leases And Executory Contracts And (B) Abandon

Certain Property, And (II) Granting Certain Related Relief (D.I. 122, Filed 5/18/17);

- d) Limited Objection Of California Department Of Conservation, Division Of Oil, Gas And Geothermal Resources, To The Debtors' First Omnibus Motion For Entry Of An Order (I) Authorizing The Debtors To (A) Reject Certain Unexpired Leases And Executory Contracts And (B) Abandon Certain Property, And (II) Granting Certain Related Relief (D.I. 125, Filed 5/18/17);
- e) Opposition Of The Beverly Hills Unified School District To Debtors' First Omnibus Motion For Entry Of An Order (I) Authorizing The Debtors To (A) Reject Certain Unexpired Leases And Executory Contracts And (B) Abandon Certain Property, And (II) Granting Certain Related Relief (D.I. 127, Filed 5/18/17);
- f) ConocoPhillips Company's Objection To Debtors' First Omnibus Motion For Entry Of An Order (I) Authorizing The Debtors To (A) Reject Certain Unexpired Leases And Executory Contracts And (B) Abandon Certain Property, And (II) Granting Certain Related Relief (D.I. 129, Filed 5/19/17);
- g) Limited Objection Of Chevron U.S.A. Inc., Chevron Pipe Line Company And Union Oil Company Of California To The Debtors' First Omnibus Motion For Entry Of An Order (I) Authorizing The Debtors To (A) Reject Certain Unexpired Leases And Executory Contracts And (B) Abandon Certain Property, And (II) Granting Certain Related Relief (D.I. 133, Filed 5/19/17);
- h) Limited Objection Of City Of Goleta, California To Debtors' First Omnibus Motion For Entry Of An Order (I) Authorizing The Debtors To (A) Reject Certain Unexpired Leases And Executory Contracts And (B) Abandon Certain Property, And (II) Granting Certain Related Relief (D.I. 155, Filed 5/23/17);
- i) Joinder Of City Of Goleta, California To Opposition Of The Beverly Hills Unified School District To Debtors' First Omnibus Motion For Entry Of An Order (I) Authorizing The Debtors To (A) Reject Certain Unexpired Leases And Executory Contracts And (B) Abandon Certain Property And (II) Granting Related Relief (D.I. 161, Filed 5/23/17);
- j) Supplement To Limited Objection Of City Of Goleta, California To Debtors' First Omnibus Motion For Entry Of An Order (I) Authorizing The Debtors To (A) Reject Certain Unexpired Leases And Executory Contracts And (B) Abandon Certain Property, And (II) Granting Certain Related Relief (D.I. 235, Filed 6/6/17);
- k) Objection And Joinder Of The Regents Of The University Of California To The Debtors' First Omnibus Motion For Entry Of An Order (I) Authorizing The Debtors To (A) Reject Certain Unexpired Leases And Executory

Contracts And (B) Abandon Certain Property, And (II) Granting Certain Related Relief (D.I. 239, Filed 6/8/17); and

- l) Notice Of Withdrawal (D.I. 289, Filed 6/20/17).

Related Pleadings:

- a) Debtors' Omnibus Reply To Objections To Entry Of Order Approving Omnibus Rejection Motion (D.I. 149, Filed 5/22/17);
- b) Debtors' Omnibus Reply To City Of Goleta's Objection And Joinder To The Omnibus Rejection Motion (D.I. 185, Filed 5/24/17); and
- c) Notice Of Hearing Regarding Debtors' First Omnibus Motion For Entry Of An Order (I) Authorizing The Debtors To (A) Reject Certain Unexpired Leases And Executory Contracts And (B) Abandon Certain Property, And (II) Granting Certain Related Relief (D.I. 210, Filed 5/26/17).

Status: Pursuant to the Notice of Withdrawal, agenda item (l), agenda items (h), (i) and (j) have been withdrawn. The hearing on this matter as to agenda item (e) is adjourned to a date to be determined. The Debtors continue to negotiate with other parties in interest to resolve their objections. At this time, the Debtors anticipate that the other agenda items will go forward

Dated: June 21, 2017  
Wilmington, Delaware

MORRIS, NICHOLS, ARSHT & TUNNELL LLP

/s/ Matthew O. Talmo

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