

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re Venoco, LLC, <i>et al.</i> ,  Debtors. <sup>1</sup>	Chapter 11  Case No. 17-10828 (KG)  (Jointly Administered)
In re Venoco, Inc., <i>et al.</i> ,  Reorganized Debtors. <sup>2</sup>	Chapter 11  Case No. 16-10655 (KG)  (Jointly Administered)

NOTICE OF **AMENDED**<sup>3</sup> AGENDA OF MATTERS SCHEDULED FOR  
HEARING ON JULY 27, 2017 AT 9:30 A.M. (EASTERN TIME)

**AT THE DIRECTION OF THE COURT, THE HEARING HAS BEEN CANCELLED**

ADJOURNED/RESOLVED MATTERS

1. Debtors' Motion For Entry Of An Order (I) Authorizing The Debtors To Assume The BMC Engagement Agreement And (II) Granting Certain Related Relief (D.I. 291, Filed 6/21/17).

Objection Deadline: July 5, 2017 at 4:00 p.m. (ET).

Responses Received: None.

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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 Reorganized Debtors in these chapter 11 cases, along with the last four digits of each Reorganized Debtor's federal tax identification number, are: Venoco, LLC (as successor to Venoco, Inc.) (5555); Denver Parent Corporation (1005); 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 Reorganized 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>3</sup> **Modifications to the Notice of Agenda of Matters are indicated in bold type face.**

Related Pleadings:

- a) Certificate Of No Objection Regarding Debtors' Motion For Entry Of An Order (I) Authorizing The Debtors To Assume The BMC Engagement Agreement And (II) Granting Certain Related Relief (D.I. 343, Filed 7/6/17); and
- b) Order Authorizing The Debtors To Assume The BMC Agreement And (II) Granting Certain Related Relief (D.I. 359, Entered 7/11/17).

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

2. Reorganized Debtors' Third Motion For Entry Of An Order Extending The Claims Objection Deadline (Case No. 16-10655) (D.I. 513, Filed 6/22/17).

Objection Deadline: July 6, 2017 at 4:00 p.m. (ET).

Responses Received: None.

Related Pleadings:

- a) Certificate Of No Objection Regarding Reorganized Debtors' Third Motion For Entry Of An Order Extending The Claims Objection Deadline (D.I. 515, Filed 7/7/17); and
- b) Order Granting Reorganized Debtors' Third Motion For Entry Of An Order Extending The Claims Objection Deadline (D.I. 516, Entered 7/11/17).

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

MATTERS UNDER CERTIFICATION

3. Debtors' Motion For Entry Of An Order Extending The Debtors' Time To File Notices Of Removal Of Claims And Causes Of Action Related To The Debtors' Chapter 11 Cases (D.I. 330, Filed 6/30/17).

Objection Deadline: July 14, 2017 at 4:00 p.m. (ET).

Responses Received: None.

Related Pleadings:

- a) Amended Notice Of Debtors' Motion For Entry Of An Order Extending The Debtors' Time To File Notices Of Removal Of Claims And Causes

Of Action Related To The Debtors' Chapter 11 Cases (D.I. 331, Filed 7/3/17);

- b) Certificate Of No Objection Regarding Debtors' Motion For Entry Of An Order Extending The Debtors' Time To File Notices Of Removal Of Claims And Causes Of Action Related To The Debtors' Chapter 11 Cases (D.I. 369, Filed 7/17/17); and
- c) **Order Extending The Debtors' Time To File Notices Of Removal Of Claims And Causes Of Action Related To The Debtors' Chapter 11 Cases (D.I. 400, Entered 7/26/17).**

**Status: An Order has been entered approving the Motion. No hearing is required.**

- 4. Debtors' Motion For Entry Of An Order Pursuant To Section 363(b) Of The Bankruptcy Code And Bankruptcy Rule 9019 Approving A Settlement Agreement With The Aspect Entities, BP Entities And The Debtors (D.I. 340, Filed 7/6/17).

Objection Deadline: July 20, 2017 at 4:00 p.m. (ET).

Responses Received: None.

Related Pleadings:

- a) Certificate Of No Objections Regarding Debtors' Motion For Entry Of An Order Pursuant To Section 363(b) Of The Bankruptcy Code And Bankruptcy Rule 9019 Approving A Settlement Agreement With The Aspect Entities, BP Entities And The Debtors (D.I. 384, Filed 7/24/17); and
- b) **Order Pursuant To Section 363(b) Of The Bankruptcy Code And Bankruptcy Rule 9019 Approving A Settlement Agreement With The Aspect Entities, BP Entities And The Debtors (D.I. 399, Entered 7/26/17).**

**Status: An Order has been entered approving the Motion. No hearing is required.**

- 5. Reorganized Debtors' Motion For Entry Of An Order Issuing A Final Decree Closing The Chapter 11 Cases And Terminating Certain Claims And Noticing Services (Case No. 16-10655) (D.I. 512, Filed 6/22/17).

Objection Deadline: July 6, 2017 at 4:00 p.m. (ET).

Responses Received: Informal comments received from the Senior PIK Toggle Notes Indenture Trustee.

Related Pleadings:

- a) Certification Of Counsel Regarding Order Issuing A Final Decree Closing The Chapter 11 Cases And Terminating Certain Claims And Noticing Services (D.I. 518, Filed 7/24/17); and
- b) **Order Issuing A Final Decree Closing The Chapter 11 Cases And Terminating Certain Claims And Noticing Services (D.I. 520, Entered 7/26/17).**

Status: **An Order has been entered approving the Motion. No hearing is required.**

- 6. Debtors' Motion For Entry Of An Order (I) Establishing Bidding And Sale Procedures For The Sale Of Certain Of The Debtors' Assets, (II) Approving The Sale Of Such Assets And (III) Granting Related Relief (D.I. 93, Filed 5/4/17).

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

Responses Received:

- a) Limited Objection Of Chevron U.S.A. Inc. And Chevron Pipe Line Company To Schedule Of Cure Amounts For Potential Assumption And Assignment Of Executory Contracts (D.I. 316, Filed 6/28/17);
- b) County Of Santa Barbara's Limited Objection To Debtors' Notice Of Assumption And Cure Amount (D.I. 317, Filed 6/28/17);
- c) County Of Santa Barbara's Notice Of Outstanding Bond And Insurance Requirements (D.I. 319, Filed 6/28/17);
- d) The United States Of America's (I) Rights Notice And (II) Limited Objection To The (1) Notice Of (A) Potential Assumption And Assignment Of Executory Contracts And Unexpired Leases And (B) Cure Amounts And (2) First Supplemental Notice Of (A) Potential Assumption And Assignment Of Executory Contracts And Unexpired Leases And (B) Cure Amounts (D.I. 325 Filed 6/30/17);
- e) Supplement To County Of Santa Barbara's Limited Objection To Debtors' Notice Of Assumption And Cure Amount (D.I. 327, Filed 6/30/17);
- f) Objection Of City Of Carpinteria To Cure Amounts Set Forth In First Supplemental Notice Of (A) Potential Assumption And Assignment Of

Executory Contracts And Unexpired Leases And (B) Cure Amounts (D.I. 329, Filed 6/30/17);

- g) Limited Objection Of Chevron U.S.A. Inc. To Potential Assumption And Assignment Of Agreements Included In Lot 3 – Grizzly Island (D.I. 366, Filed 7/17/17); and
- h) The United States Of America’s (I) Rights Notice And (II) Limited Objection To The (1) Second Supplemental Notice Of (A) Potential Assumption And Assignment Of Executory Contracts And Unexpired Leases And (B) Cure Amounts And (2) Proposed Sale Of Assets In Lots 3, 4, 5 and 7 (D.I. 368, Filed 7/17/17).
- i) Informal comments from the State of California.

Related Pleadings:

- a) Order (I) Approving Bidding And Sale Procedures For The Sale Of Certain Of The Debtors’ Assets, (II) Approving The Sale Of Such Assets, (III) Approving The Form And Manner Of Notice Of The Related Assumption And Assignment Of Executory Contracts And Unexpired Leases And (IV) Scheduling An Auction And Sale Hearing (D.I. 201, Entered 5/25/17);
- b) Notice Of Auction And Sale Hearing For The Sale Of Certain Of The Debtors’ Assets (D.I. 262, Filed 6/9/17);
- c) Notice Of Cancellation Of Auction (D.I. 272, Filed 6/15/17);
- d) Notice Of (A) Potential Assumption And Assignment Of Executory Contracts And Unexpired Leases And (B) Cure Amounts (D.I. 274, Filed 6/16/17);
- e) Affidavit Of Publication (D.I. 276, Filed 6/16/17);
- f) First Supplemental Notice Of (A) Potential Assumption And Assignment Of Executory Contracts And Unexpired Leases And (B) Cure Amounts (D.I. 281, Filed 6/19/17);
- g) Notice Of Adjournment Of Sale Hearing (D.I. 285, Filed 6/20/17);
- h) Notice Of Designation Of Successful Bid For Lot 7 (D.I. 345, Filed 7/6/17);
- i) Notice Of Designation For Successful Bid For Lot 4 (D.I. 346, Filed 7/6/17);

- j) Notice Of Designation For Successful Bid For Lot 3 (D.I. 347, Filed 7/6/17);
- k) Notice Of Designation For Successful Bid For Lot 5 (D.I. 348, Filed 7/6/17);
- l) Second Notice Of Adjournment Of Sale Hearing For Certain Lots (D.I. 351, Filed 7/6/17);
- m) Second Supplemental Notice Of (A) Potential Assumption And Assignment Of Executory Contracts And Unexpired Leases And (B) Cure Amounts (D.I. 358, Filed 7/10/17);
- n) Third Supplemental Notice Of (A) Potential Assumption And Assignment Of Executory Contracts And Unexpired Leases And (B) Cure Amounts (D.I. 362, Filed 7/12/17);
- o) Certification of Counsel Regarding Order Authorizing The Debtors' Sale Of Certain Assets Free And Clear Of Certain Assets Free And Clear Of All Liens, Claims, Encumbrances, And Other Interests To Oak Glen Oil, LLC (D.I. 385, Filed 7/24/17);
- p) Certification of Counsel Regarding Order Authorizing The Debtors' Sale Of Certain Assets Free And Clear Of Certain Assets Free And Clear Of All Liens, Claims, Encumbrances, And Other Interests To Denbury Onshore, LLC (D.I. 386, Filed 7/24/17);
- q) Certification of Counsel Regarding Order Authorizing The Debtors' Sale Of Certain Assets Free And Clear Of Certain Assets Free And Clear Of All Liens, Claims, Encumbrances, And Other Interests To Sunset Exploration Incorporated (D.I. 387, Filed 7/24/17);
- r) Certification of Counsel Regarding Order Authorizing The Debtors' Sale Of Certain Assets Free And Clear Of Certain Assets Free And Clear Of All Liens, Claims, Encumbrances, And Other Interests To Trio Petroleum LLC (D.I. 388, Filed 7/24/17);
- s) Declaration of Thomas Schaefer In Support Of The Sale Of Lots 3, 4, 5 and 7 (D.I. 389, Filed 7/24/17);
- t) **Order Authorizing The Debtors' Sale Of Certain Assets Free And Clear Of All Liens Claims, Encumbrances, And Other Interests To Oak Glen Oil, LLC (D.I. 392, Entered 7/25/17);**

- u) **Order Authorizing The Debtors' Sale Of Certain Assets Free And Clear Of All Liens Claims, Encumbrances, And Other Interests To Denbury Onshore, LLC (D.I. 393, Entered 7/25/17);**
- v) **Order Authorizing Debtors' Sale Of Certain Assets Free And Clear Of All Liens Claims, Encumbrances, And Other Interests To Sunset Exploration Incorporated (D.I. 394, Entered 7/25/17); and**
- w) **Order Authorizing Debtors' Sale Of Certain Assets Free And Clear Of All Liens Claims, Encumbrances, And Other Interests To Trio Petroleum LLC (D.I. 395, Entered 7/25/17).**

**Status: Orders have been entered approving the sale of Lots, 3, 4, 5 and 7. No hearing is required.**

**CONTESTED MATTER GOING FORWARD**

7. Debtors' Motion For An Order Extending The Deadline Pursuant To Section 365(d)(4) Of The Bankruptcy Code To Assume Or Reject Unexpired Leases Of Nonresidential Real Property (D.I. 335, Filed 7/5/17).

**Objection Deadline:** July 19, 2017 at 4:00 p.m. (ET).

**Response Received:**

- a) County Of Santa Barbara's Conditional Objection To Debtors' Motion For An Order Extending The Deadline Pursuant To Section 365(d)(4) Of The Bankruptcy Code To Assume Or Reject Unexpired Leases Of Nonresidential Real Property (D.I. 335, Filed 7/5/17).

**Related Pleadings:** None.

**Status: An Order has been approved by the Court on the Motion. No hearing is required.**

Dated: July 26, 2017  
Wilmington, Delaware

MORRIS, NICHOLS, ARSHT & TUNNELL LLP

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