

PLEASE CAREFULLY REVIEW THIS NOTICE AS IT CONTAINS
IMPORTANT INFORMATION THAT MAY AFFECT YOUR RIGHTS.

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

M-2015-2472452

----- X
: **In re:** : Chapter 11
: :
: **ENDEAVOUR OPERATING** : **Case No. 14-12308 (KJC)**
: **CORPORATION, et al.,¹** :
: **Debtors.** : **(Jointly Administered)**
: :
: **Hearing Date: September 18, 2015 at 1:00 p.m. (ET)**
----- X **Objection Deadline: September 9, 2015 at 4:00 p.m. (ET)**
Supp. Obj. Deadline (Minority Noteholders only):
September 14, 2015 at 4:00 p.m. (ET)

**DEBTORS' SUPPLEMENTAL NOTICE (I) TO CREDIT BID SALE
AND SETTLEMENT MOTION REGARDING AUTHORITY
TO RELEASE COLLATERAL AGENT UNDER EEUK CREDIT AGREEMENT
(II) OF NEW HEARING DATE AND OBJECTION DEADLINE FOR
CREDIT BID SALE AND SETTLEMENT MOTION AND DISMISSAL MOTION**

PLEASE TAKE NOTICE that on August 3, 2015, Endeavour Operating Corporation and the above-captioned debtors and debtors in possession (collectively, the "**Debtors**") filed the *Motion of the Debtors for Entry of (I) an Interim and Final Order Pursuant to Sections 105(a) and 363(b), (f), (k) and (m) of the Bankruptcy Code and Bankruptcy Rules 2002, 6004, and 9019 Approving the Credit Bid Asset Purchase Agreement Among the Debtors, First Priority Notes Collateral Agent, and the Credit Bid Noteholders, the Settlement Agreement Between and Among the Debtors, First Priority Noteholders, and Ad Hoc Group of EEUK Term Loan Lenders, Release of any Claims Against EEUK Term Loan Lenders, and Modification of Debtors'*

¹ The Debtors in these chapter 11 cases and the last four digits of each Debtor's taxpayer identification number are as follows: Endeavour Operating Corporation (6552); Endeavour International Corporation (8389); Endeavour Colorado Corporation (0067); END Management Company (7578); Endeavour Energy New Ventures Inc. (7563); Endeavour Energy Luxembourg S.à r.l. (2113). The Debtors' principal offices are located at 811 Main Street, Suite 2100, Houston, Texas 77002.

RECEIVED

WEIL 95435177V.1

AUG 18 2015

Docket No. 834
Date Filed: 8/14/15

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU


Services Agreements and (II) an Order Pursuant to Section 105(a) of the Bankruptcy Code and Bankruptcy Rule 9024 Approving Modification of the Adequate Protection Order (D.I. 807) (the “Credit Bid and Settlement Motion”).²

PLEASE TAKE FURTHER NOTICE that, on the same date, the Debtors filed the *Motion of the Debtors for Entry of an Order Pursuant to Sections 105(a), 305(a), and 1112(b) of the Bankruptcy Code and Bankruptcy Rule 1017 Authorizing Dismissal of the Debtors’ Cases Under Certification of Counsel* (D.I. 808) (the “*Dismissal Motion*”). The Dismissal Motion seeks entry of an order (the “*Dismissal Order*”) approving procedures whereby the Debtors may seek to dismiss their chapter 11 cases upon submission of an order under certification of counsel.

PLEASE TAKE FURTHER NOTICE that the Credit Bid and Settlement Motion sought entry on an interim and final basis pursuant to two hearings a proposed sale order (the “*Sale Order*”), substantially in the form attached thereto as **Exhibit A**, that, among other things, authorizes the sale of the Intercompany Note and the EIHBY Equity pursuant to a Credit Bid Transaction and approves the terms of a Settlement Agreement that provides for the Debtors’ release (the “*Release*”) of all claims and causes of action against the EEUK Term Loan Lenders.

PLEASE TAKE FURTHER NOTICE that the Debtors are no longer seeking interim relief and have revised the Sale Order to reflect that it is a final order. Additionally, the Release provided in the proposed Sale Order will be revised to (i) provide that the Release is effective as of the Closing and (ii) provide for the Debtors’ release of Credit Suisse AG, Cayman Islands Branch, as Administrative and Collateral Agent (the “*Term Loan Collateral Agent*”), in addition to the EEUK Term Loan Lenders, under the EEUK Term Loan. Specifically, section 13 of the Sale Order is being modified as follows:

² All capitalized terms used but not otherwise defined herein shall have the meaning ascribed to such terms in the Credit Bid and Settlement Motion.



Pursuant to Bankruptcy Rule 9019 and section 105(a) of the Bankruptcy Code, upon **the Closing**, the Debtors conclusively, absolutely, unconditionally, irrevocably and forever, release and discharge the EEUK Term Loan Lenders **and the Term Loan Collateral Agent** from any and all claims, obligations, rights, suits, damages, causes of action, remedies and liabilities whatsoever, including any derivative claims asserted on behalf of the Debtors, whether known or unknown, foreseen or unforeseen, existing or hereafter arising, in law, equity or otherwise, based on, relating to or arising out of the claims and liens granted by the Debtors to the EEUK Term Loan Lenders **and the Term Loan Collateral Agent** under the Lender Protection Order and the EEUK Credit Agreement, including but not limited to any and all claims, claims objections, and causes of action alleged in the UCC Pleadings (the “*EEUK Term Loan Lender Releases*”). Upon **the Closing**, the UCC Pleadings shall be deemed moot and withdrawn with prejudice.

Sale Order ¶ 13.

IF THE SALE ORDER IS ENTERED, THE RELEASES GRANTED BY THE DEBTORS WILL BECOME EFFECTIVE WITH RESPECT TO THE EEUK TERM LOAN LENDERS AND THE TERM LOAN COLLATERAL AGENT UPON THE CLOSING.

PLEASE TAKE FURTHER NOTICE that on August 7, 2015, the Committee filed the *Motion of the Official Committee of Unsecured Creditors to Continue the Hearing Regarding the (I) Credit Bid Motion and (II) Dismissal Motion (D.I. 817)* (the “*Motion to Adjourn*”). The Motion to Adjourn sought to adjourn the hearing date and objection deadline with respect the Credit Bid and Settlement Motion and the Dismissal Motion.

PLEASE TAKE FURTHER NOTICE that, subsequent to filing the Motion to Adjourn, the Debtors and the Committee conferred and have agreed to adjourn the hearing to consider the

Credit Bid and Settlement Motion and the Dismissal Motion to **September 18, 2015 at 1:00 p.m. (prevailing Eastern Time)** (the “*Hearing*”). The Hearing will consider entry of the Sale Order on a final basis and a supplemental hearing on the Credit Bid and Settlement Motion will no longer be required. The Hearing will be held before The Honorable Kevin J. Carey at the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 5th Floor, Courtroom 5, Wilmington, Delaware 19801.³

PLEASE TAKE FURTHER NOTICE that the new deadline by which parties must file and serve any and all objections, if any, to the Credit Bid and Settlement Motion and the Dismissal Motion is **September 9, 2015 at 4:00 p.m. (prevailing Eastern Time)**; provided, however that the deadline by which the Minority Noteholders must file and serve any and all objections solely to entry of the Sale Order remains **September 14, 2015 at 4:00 p.m. (prevailing Eastern Time)**.

³ Any party who wishes to appear telephonically at the Hearing must contact COURTCALL, LLC at 866-582-6878 prior to 12:00 p.m. (Prevailing Eastern Time) on September 17, 2015, pursuant to the *Instructions for Telephonic Appearances effective January 5, 2005, revised April 27, 2009*.



PLEASE TAKE FURTHER NOTICE that all filings in these cases, including the Credit Bid Sale and Settlement Motion and Dismissal Motion, may be viewed on the website of the Debtors' court approved claims agent, Kurtzman Carson Consultants ("KCC"), at www.kccllc.net/endeavour. All questions concerning the contents of this notice should be directed to KCC at (866) 967-0263 or, for international calls, at (310) 751-2633. Please note that KCC's staff is not permitted to give you legal advice.

Dated: August 14, 2015
Wilmington, Delaware

/s/ Rachel L. Biblo

RICHARDS, LAYTON & FINGER, P.A.

Mark D. Collins (No. 2981)

Zachary I. Shapiro (No. 5103)

Rachel L. Biblo (No. 6012)

One Rodney Square

920 North King Street

Wilmington, Delaware 19801

Telephone: (302) 651-7700

Facsimile: (302) 651-7701

Email: collins@rlf.com

Email: shapiro@rlf.com

Email: biblo@rlf.com

-and-

WEIL, GOTSHAL & MANGES LLP

Gary T. Holtzer

Stephen A. Youngman

767 Fifth Avenue

New York, New York 10153

Telephone: (212) 310-8000

Facsimile: (212) 310-8007

Email: gary.holtzer@weil.com

Email: stephen.youngman@weil.com

Attorneys for Debtors and Debtors in Possession

File a Notice:14-12308-KJC Endeavour Operating Corporation

Type: bk Chapter: 11 v

Office: 1 (Delaware)

Assets: y

Judge: KJC

Case Flag: MEGA, LEAD,
CLMISAGNT

U.S. Bankruptcy Court

District of Delaware

Notice of Electronic Filing

The following transaction was received from Rachel Layne Biblo entered on 8/14/2015 at 4:27 PM EDT and filed on 8/14/2015

Case Name: Endeavour Operating Corporation

Case Number: 14-12308-KJCDocument Number: 834**Docket Text:**

Notice of Hearing (*Debtors' Supplemental Notice (I) to Credit Bid Sale and Settlement Motion Regarding Authority to Release Collateral Agent Under EPUK Credit Agreement (II) of New Hearing Date and Objection Deadline for Credit Bid Sale and Settlement Motion and Dismissal Motion*) Filed by Endeavour Operating Corporation. Hearing scheduled for 9/18/2015 at 01:00 PM at US Bankruptcy Court, 824 Market St., 5th Fl., Courtroom #5, Wilmington, Delaware. Objections due by 9/9/2015. (Biblo, Rachel)

The following document(s) are associated with this transaction:

Document description:Main Document**Original filename:**W:\BJW\END - Supplemental Sale Notice.pdf**Electronic document Stamp:**

```
{STAMP bkccStamp_1}=983460418|1Date=8/14/2015|1|FileNumber=13304795-0
|1429a376e3e803b3784d8ecd155e1778d72e38df1a316f6dd2929ea822b5213659b3
607be2769210a8e93e4d62b90435122dd7dae8515ab1f1eb9775e4b954796|}
```

14-12308-KJC Notice will be electronically mailed to:

Kinny Bagga on behalf of Creditor 1125 Pearlmark Broadreach, L.L.C.
kbagga@bhfs.com, sgrisham@bhfs.com, vobrien@bhfs.com

Matthew S. Barr on behalf of Interested Party Ad Hoc Committee of Notcholders
mbarr@milbank.com,

mcomerford@milbank.com; jbrewster@milbank.com; mbarr@milbank.com; ssanzen@milbank.com; MComerford@milbank.com; GUl vad@milbank.com

Christopher R. Belmonte on behalf of Interested Party Moody's Investors Service, Inc.
cbelmonte@ssbh.com, phosswick@ssbh.com, managingclerk@ssbh.com, asnow@ssbh.com

David M. Bennett on behalf of Creditor Committee The Official Committee of Unsecured Creditors
david.bennett@tklaw.com, Caroline.LaMire@tklaw.com; tj.crittendon@tklaw.com

Rachel Layne Biblo on behalf of Attorney Richards, Layton & Finger, P.A.
Biblo@rlf.com, rbgroup@rlf.com

Rachel Layne Biblo on behalf of Debtor END Management Company
Biblo@rlf.com, rbgroup@rlf.com

Rachel Layne Biblo on behalf of Debtor Endeavour Colorado Corporation
Biblo@rlf.com, rbgroup@rlf.com

Rachel Layne Biblo on behalf of Debtor Endeavour Energy Luxembourg S.a r.l.
Biblo@rlf.com, rbgroup@rlf.com

Rachel Layne Biblo on behalf of Debtor Endeavour Energy New Ventures Inc.
Biblo@rlf.com, rbgroup@rlf.com

Rachel Layne Biblo on behalf of Debtor Endeavour International Corporation
Biblo@rlf.com, rbgroup@rlf.com

Rachel Layne Biblo on behalf of Debtor Endeavour Operating Corporation
Biblo@rlf.com, rbgroup@rlf.com

William Pierce Bowden on behalf of Creditor Ad Hoc Group of Term Loan Secured Lenders
wbowden@shby-geddes.com

Endeavour Operating Corporation, et al.
c/o KCC
2335 Alaska Ave
El Segundo, CA 90245

PRF 71958 12002946

001371

PENNSYLVANIA PUBLIC UTILITY COMMISS
PO BOX 3265
HARRISBURG PA 17105-3265

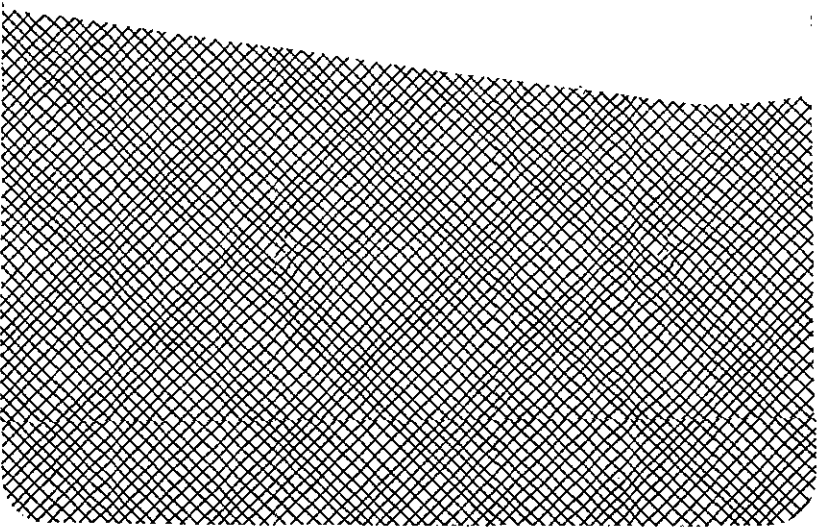
11/19/05

PRESORTED
FIRST-CLASS
MAIL
U.S. POSTAGE
PAID
Communication
Services

RECEIVED

2015 AUG 18 AM 9:43

PA P.U.C.
SECRETARY'S BUREAU



50141 14111177 104