



ENTERED
04/26/2021

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:	§	
	§	Case No. 21-30710
CASTEX ENERGY 2005 HOLDCO, LLC, et al.,	§	
	§	Chapter 11
	§	
Debtors.	§	(Jointly Administered)

**ORDER CONDITIONALLY APPROVING (I) ADEQUACY OF
THE DISCLOSURE STATEMENT; (II) FORM OF
SOLICITATION MATERIALS; AND (III) PROCEDURES FOR
SOLICITING AND VOTING ON THE JOINT CHAPTER 11 PLAN
(Relates to ECF ## 121, 206)**

The Court, having considered the *Emergency Motion for Entry of an Order Approving (I) Adequacy of the Disclosure Statement; (II) Form of Solicitation Materials; and (III) Procedures for Soliciting and Voting on the Joint Chapter 11 Plan* (the “Motion”)¹ filed by Castex Energy 2005 Holdco, LLC, et al., the above-captioned debtors and debtors in possession (the “Debtors”); having reviewed the Motion, the *Second Amended Disclosure Statement in Support of Joint Chapter 11 Plan* [ECF # 206] (the “Disclosure Statement”); any objections to the relief requested therein; and based on the matters reflected in the record of the hearing held on the Motion; finds that: (a) it has jurisdiction to consider the Motion pursuant to 28 U.S.C. § 1334; (b) this matter is a core proceeding pursuant to 28 U.S.C. § 157(b)(2)(A); (c) the relief requested in the Motion is in the best interests of the Debtors, their estates, creditors, equity security holders, and other parties in interest; (d) proper and adequate notice of the Motion, the Disclosure Statement, and the hearing thereon has been given and that, except as set forth herein, no other or further notice is necessary; (e) good and sufficient cause exists for the granting of the relief requested in the Motion after having given due deliberation upon the Motion, the Disclosure Statement, all testimony, evidence, and representations regarding the Disclosure Statement, and all of the

¹ Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Motion.

proceedings had before the Court in connection with the Motion and the Disclosure Statement; and (f) the Motion should be **GRANTED** on a conditional basis. It is therefore hereby **ORDERED** that:

Approval of Disclosure Statement and Pertinent Dates

1. The Disclosure Statement is hereby conditionally approved as containing information of a kind, and in sufficient detail, as far as is reasonably practicable in light of the nature and history of the Debtors and the facts and circumstances of the Chapter 11 Cases, that would enable a hypothetical investor typical of the Holders of Claims to make an informed judgment regarding the Plan (defined below) pursuant to sections 1125(a)(1) and (2) of the Bankruptcy Code.

2. The Second Amended Joint Chapter 11 Plan [ECF # 205] (the “Plan”) should be transmitted to Holders of Claims for consideration and voting, as provided herein.

3. To the extent not withdrawn, settled, or otherwise resolved or overruled, any objection(s) to the Disclosure Statement are hereby reserved to the Confirmation Hearing (as defined herein) and all rights are reserved regarding the adequacy of the Disclosure Statement at such hearing.

4. April 21, 2021 is fixed as the Voting Record Date, which shall be the date for the determination of Holders of Claims entitled to receive the Solicitation Materials and vote to accept or reject the Plan. Holders of Claims in the Voting Classes shall be entitled to vote the amount of such Claim held as of the Voting Record Date.

5. April 28, 2021 is fixed as the Mailing Deadline by which the Debtors shall serve the Solicitation Materials to Holders of Claims, and other interested parties as may be required by the Bankruptcy Code, Bankruptcy Rules, Bankruptcy Local Rules or Complex Case Procedures.

6. May 13, 2021 is fixed as the deadline by which the Debtors shall file the Plan Supplement (as defined in the Plan).

7. May 20, 2021 is fixed as the Voting Deadline by which acceptances or rejections of the Plan must be actually received by the Debtors in order to be counted.

8. May 20, 2021 is fixed as the Objection Deadline and shall be the last day for filing written objections to the Confirmation of the Debtors' Plan and serving the same via the Court's CM/ECF system. Failure to timely file and serve any objections, comments, or responses to the Plan may result in the waiver of such objections, comments, responses and claims and the Court may determine not to consider the same.

9. The final hearing on the adequacy of the Disclosure Statement and to consider Confirmation of the Plan (the "Confirmation Hearing") shall be held before the Honorable Marvin Isgur, United States Bankruptcy Judge, in the United States Bankruptcy Court for the Southern District of Texas, Houston Division, 515 Rusk Street, 4th Floor, Courtroom No. 404, Houston, Texas 77002 on May 27, 2021 at 9:30 a.m. (prevailing Central Time). The Confirmation Hearing may be adjourned from time to time by the Court without further notice other than an announcement made at the Confirmation Hearing or at any adjourned hearing thereon. Emergency motions concerning Confirmation of the Plan may be filed and self-calendared for the Confirmation Hearing.

10. The Confirmation Hearing will be conducted electronically by audio and video communication. Audio communication will be by use of the Court's dial-in facility. You may access the facility at (832) 917-1510. You will be responsible for your own long-distance charges. Once connected, you will be asked to enter the conference room number. Judge Isgur's conference room number is 954554.

11. You may view video via GoToMeeting. To use GoToMeeting, the Court recommends that you download the free GoToMeeting application. To connect, you should enter the meeting code “JudgeIsgur” in the GoToMeeting app or click the link on Judge Isgur’s home page on the Southern District of Texas website. Once connected, click the settings icon in the upper right corner and enter your name under the personal information setting.

12. Parties are encouraged to review the Court’s procedures for telephonic appearances located on the Court’s website at: <https://www.txs.uscourts.gov/content/united-states-bankruptcy-judge-marvin-iskur>.

13. The Court has invoked the protocol outlined in General Order 2020-4, as invoked by General Orders 2010 and 2020-10a and extended by General Order 2020-20. These orders may be found at: <https://www.txs.uscourts.gov/bankruptcy/genord>. Therefore, all persons will appear telephonically, and also may appear via video at the Status Conference using the Court’s electronic conference systems.

Approval of Form of General Notice and Ballots

14. The forms of Ballots attached hereto as **Exhibit A** are hereby approved.

15. The form of the General Notice attached hereto as **Exhibit B** is hereby approved.

16. In accordance with the Complex Case Procedures, the Debtors shall serve a copy of the *Notice of Consensual Releases in the Plan and Opt-Out*, attached hereto as **Exhibit C**, together with a return addressed envelope, on non-voting creditors and other parties in interest to indicate their assent or opposition to the consensual releases contained in the Plan. The Voting Deadline shall apply as the deadline by which the Debtors must actually receive such Person or Entity’s assent or opposition to the releases in the Plan.

Service of Solicitation Materials

17. No later than the Mailing Deadline, and in accordance with Bankruptcy Rule 2002(b), the Debtors are authorized to cause the Solicitation Materials to be mailed to Holders of Claims in Classes 3 and 4 by serving a copy of such Solicitation Materials on all parties listed on the creditor matrix and claims register.

18. The Solicitation Materials shall include: (i) a copy of this Order; (ii) a copy of the Disclosure Statement, the Plan and all Exhibits and appendices attached thereto; (iii) the Ballots; (iv) the General Notice; and (v) a return addressed envelope.

19. Service of this Order, the Disclosure Statement, Plan, and other Solicitation Materials shall be, at the Debtors' discretion, by first class mail or overnight delivery, and all documents will be addressed to the party at the most recent address contained on the Debtors' matrix or claims register.

Voting Procedures and Requirements

20. If any Holder of a Claim or Interest in a Voting Class does not receive a Ballot for such Class, if a Ballot is damaged or lost, or if any Holder should have any questions regarding the procedures for voting on the Plan, such Holder should contact counsel for the Debtors, Matthew S. Okin, by email at mokin@okinadams.com or by phone at (713) 228-4100.

21. By enclosing the Ballots with the Solicitation Materials, the Debtors do not make any representation or admission that a Holder of a Claim or Equity Interest is entitled to vote on the Plan or that such Claim or Equity Interest is an Allowed Claim or an Allowed Equity Interest.

22. The Debtors' rights to object to any Ballot(s) submitted are specifically reserved for the Confirmation Hearing, and the Court shall resolve all such objection(s), if any, at the Confirmation Hearing.

Voting Instructions

23. The Court hereby directs that, in order to be counted for voting purposes, Ballots for accepting or rejecting the Plan must be actually received by the Debtors prior to the Voting Deadline and must be submitted via (i) regular mail, (ii) overnight delivery, (iii) hand delivery, or (iv) electronic submission, using the contact information below.

By U.S. Mail, send to:

Donlin, Recano & Company, Inc.
Re: Castex Energy 2005 Holdco, LLC, *et al.*
P.O. Box 199043
Blythebourne Station
Brooklyn, NY 11219

By Overnight Mail, Courier, or Hand Delivery, send to:

Donlin, Recano & Company, Inc.
Re: Castex Energy 2005 Holdco, LLC, *et al.*
6201 15th Avenue
Brooklyn, NY 11219

By Electronic Submission at:

<https://www.donlinrecano.com/Clients/cxe/vote>

24. Except as otherwise provided herein, a Ballot will not be counted if it is received by the Debtors after the Voting Deadline. Votes cast will be irrevocable after the Voting Deadline, unless the Court, after application, notice, and hearing, permits a change of vote.

Tabulation of Ballots

25. Solely for purposes of voting on the Plan, each record Holder of a Claim in the Voting Classes who votes to accept or reject the Plan shall be deemed to have voted its Claim in the principal amount of its Claim.

26. So as to avoid uncertainty and inconsistent results, Ballots in the following categories shall not be counted, unless otherwise ordered by the Court:

- a. Ballots that partially reject and partially accept the Plan;

- b. Any Ballot that is unsigned, illegible or contains insufficient information to permit the identification of the Claim or Interest Holder;
- c. Ballots that fail to indicate an acceptance or rejection of the Plan, or that indicate both acceptance and rejection of the Plan;
- d. Unless previously authorized in writing by the Debtors, Ballots that are not timely received by the Voting Deadline, including, for the avoidance of doubt, Ballots that are postmarked prior to the Voting Deadline but not actually received by the Debtors until after the Voting Deadline; and
- e. If a Holder of a Claim simultaneously casts inconsistent Ballots, such Ballots shall not be counted.

27. Whenever two or more Ballots are cast voting the same Claim or Equity Interest prior to the Voting Deadline, the last validly completed Ballot received prior to the Voting Deadline shall be deemed to reflect the voter's intent and will supersede any prior Ballot(s), without prejudice to the Debtors' right to object to the validity of the second Ballot on any basis permitted by law; and, if the objection to such second Ballot or subsequent Ballot is sustained, to count the first Ballot for all purposes.

28. Prior to the Confirmation Hearing, the Debtors shall file with the Court a summary of all Ballots tabulated as of the Voting Deadline.

29. At the Confirmation Hearing, the Debtors and other parties in interest may seek further clarification from the Court on vote tabulation, and retain the right to object or raise any issue with respect to any Ballot, including issues pertaining to Impairment of the Classes.

Fiduciaries and Other Representatives

30. If a Ballot is signed by a trustee, executor, administrator, guardian, attorney-in-fact, officer of a corporation, or another acting in a fiduciary or representative capacity, such person should indicate such capacity when signing.

Withdrawal of Ballots and Revocation

31. Any Holder of a Claim in the Voting Classes who has delivered a valid Ballot to the Debtors for the acceptance or rejection of the Plan may withdraw such acceptance or rejection by delivering a written notice of withdrawal to the Debtors at any time prior to the Voting Deadline. A notice of withdrawal, to be valid, must: (i) contain the description of the Ballot(s) to which it relates and the aggregate amount represented by such Claim(s); (ii) be signed by the withdrawing party in the same manner as the Ballot being withdrawn; (iii) contain a certification that the withdrawing Holder owns the Claim(s) and possesses the right to withdraw the vote sought to be withdrawn; and (iv) be received by the Debtors in a timely manner at the address of the Debtors' counsel set forth above.

32. A purported notice of withdrawal of a Ballot that is not received in a timely manner by the Debtors shall not be effective to withdraw a previously cast Ballot.

33. Any party who has submitted a properly completed Ballot to the Debtors prior to the Voting Deadline may revoke such Ballot and change their vote by submitting to the Debtors, prior to the Voting Deadline, a subsequent properly completed Ballot for acceptance or rejection of the Plan. In the case where more than one timely, properly completed Ballot is received, only the Ballot that bears the latest date shall be counted for purposes of determining whether the requisite acceptances have been received.

Waivers of Defects and Irregularities

34. Unless otherwise directed by the Court, and subject to Paragraph 24, above, all questions as to the validity, form, eligibility (including time of receipt), acceptance, and revocation or withdrawal of Ballots will be determined by the Debtors in their sole discretion.

35. The Debtors' rights to: (i) contest the validity of any withdrawal of a Ballot; (ii) reject any and all Ballots not in proper form, the acceptance of which would, in the opinion

of the Debtors or their counsel, violate the procedures set forth in this Order, or otherwise be unlawful; and (iii) waive any defects or irregularities or conditions of delivery as to any particular Ballot, are hereby expressly reserved. The interpretation (including of the Ballot and the respective instructions thereto) by the Debtors, unless otherwise directed by the Court, will be final and binding on all parties.

36. Unless waived, any defects or irregularities in connection with the execution and delivery of Ballots must be cured within such time as the Debtors (or the Court) determine. Neither the Debtors, their Professionals, nor any other Person or Entity, will be under any duty to provide notification of defects or irregularities with respect to deliveries of Ballots nor will any of them incur any liabilities for failure to provide such notification.

37. Unless otherwise directed by the Court, delivery of such Ballots will not be deemed to have been made until such irregularities have been cured or waived in writing by the Debtors. Ballots previously furnished, and as to which any irregularities or defects have not been timely cured or waived, will be invalidated.

Miscellaneous

38. The form and manner of notice approved in this Order is adequate, appropriate, and satisfies the requirements of the Bankruptcy Code, Bankruptcy Rules, Bankruptcy Local Rules, Complex Case Procedures, and other Orders of this Court to the extent applicable to Persons or Entities affected thereby.

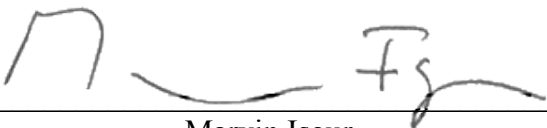
39. Prior to mailing, the Debtors may make final, non-substantive edits (consisting solely of correcting typographical and grammatical errors, making stylistic and formatting improvements, adding updates of dates and information as may be helpful, and adding revisions announced on the record at the hearing on the Disclosure Statement) to the Disclosure Statement,

Plan, all notices to be served, and all versions of Ballots and all other notices, which shall be deemed approved by this Order without further notice or hearing.

40. To the extent modifications are made by the Debtors, the Debtors shall file the final versions of the Disclosure Statement, Plan and any other Solicitation Materials on the Court's docket prior to service.

41. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

Signed: April 26, 2021



Marvin Isgur
United States Bankruptcy Judge

EXHIBIT A

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re: CASTEX ENERGY 2005 HOLDCO, LLC, et al., <p style="text-align: center;">Debtors.¹</p>	§ § § § § §	Case No. 21-30710 Chapter 11 (Jointly Administered)
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SECURED BALLOT FOR ACCEPTING OR REJECTING PLAN
(CLASS 3)

Castex Energy 2005 Holdco, LLC, *et al.*, the above-captioned debtors and debtors in possession (collectively, the “Debtors”), on April 22, 2021, filed a *Second Amended Joint Chapter 11 Plan* [ECF # 205] (the “Plan”) and *Second Amended Disclosure Statement in Support of Joint Chapter 11 Plan* [ECF # 206] (the “Disclosure Statement”). The Bankruptcy Court has conditionally approved the Disclosure Statement. The Disclosure Statement provides information to assist you in deciding how to vote your Ballot. Bankruptcy Court approval of the Disclosure Statement does not indicate approval of the Plan by the Bankruptcy Court. If you did not receive a Disclosure Statement in your Solicitation Materials, you may obtain a copy by contacting Debtors’ counsel by email at mokin@okinadams.com or by phone at (713) 228-4100.

The Debtors’ Plan can be confirmed by the Bankruptcy Court and thereby made binding on you if it is accepted by the Holders of two-thirds in amount and more than one-half in number of Claims in each Class voting on the Plan. In the event that the requisite acceptances are not obtained, the Bankruptcy Court may nevertheless confirm the Plan if it finds that the Plan affords fair and equitable treatment to the Class or Classes rejecting it and otherwise satisfies the requirements of section 1129(b) of the Bankruptcy Code. If the Plan is confirmed by the Bankruptcy Court, it will be binding on you whether or not you vote. Only Holders of Claims in Classes 3 and 4 may vote.

PLEASE TAKE NOTICE that the Debtors have enclosed detailed instructions for voting to accept or reject the Plan. Holders of Claims are encouraged to read the instructions and other Solicitation Materials carefully and comply with the voting procedures and deadlines approved by the Bankruptcy Court.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, as applicable, are: Castex Energy 2005 Holdco, LLC (6832); Castex Energy 2005, LLC (6832); Castex Energy Partners, LLC (6832); and Castex Offshore, Inc. (8432). The Debtors’ mailing address is One Memorial City Plaza, 800 Gessner Rd., Suite 925, Houston, Texas 77024.

ACCEPTANCE OR REJECTION OF PLAN

I hereby certify that I am a Holder of a Secured Claim in Class # _____ against the Debtors in the amount of \$ _____. As a Holder of a Secured Claim, I hereby vote as follows (check only one box):

- ☐ **Accept the Plan**
☐ **Reject the Plan**

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

ALL HOLDERS OF CLAIMS OR INTERESTS THAT DO NOT (A) ELECT TO OPT OUT OF THE RELEASES CONTAINED IN THE PLAN OR (B) TIMELY FILE WITH THE BANKRUPTCY COURT ON THE DOCKET OF THE CHAPTER 11 CASES AN OBJECTION TO THE RELEASES CONTAINED IN ARTICLE VII OF THE PLAN THAT IS NOT RESOLVED BEFORE CONFIRMATION WILL BE DEEMED TO HAVE EXPRESSLY, UNCONDITIONALLY, GENERALLY, INDIVIDUALLY, AND COLLECTIVELY CONSENTED TO THE RELEASE AND DISCHARGE OF ALL CLAIMS AND CAUSES OF ACTION AGAINST THE DEBTORS AND THE RELEASED PARTIES.

With respect to the consensual release provisions contained in Article VII of the Debtors' Plan, I hereby vote as follows (check only one box):

- ☐ **Accept the Releases**
☐ **Reject the Releases**

Dated: _____, 2021.

Name of Claim Holder

(Signature)

Claim Holder's Address

Printed Name and Title of Person
Signing For Claim Holder

City, State and Zip Code

* Please promptly execute and return this Ballot so that it is actually received by Debtors' counsel prior to the Voting Deadline of May 20, 2021.

Instructions:

1. **The Bankruptcy Court has set May 20, 2021 as the Voting Deadline.**
2. You should review the Disclosure Statement and the Plan before you vote. You may wish to seek legal advice concerning the Plan and your classification and treatment under the Plan. If you are a Holder of Claims or Interests in more than one Class, you will receive a Ballot for each Class in which you are entitled to vote.
3. Secured Claims are classified as follows under the Plan:

Secured Class	Treatment
3	Class 3 consists of Holders of Secured Debt Claims against the Debtors. Class 3 shall be treated in accordance with Article III.D.3 of the Plan.

4. In order to be counted, Ballots must be duly completed, executed, and actually received by the Debtors prior to the Voting Deadline. You should complete and sign each Ballot and return it to the address provided below via (i) regular mail, (ii) overnight delivery, (iii) hand delivery, or (iv) electronic, using the contact information below.

By U.S. Mail, send to:

Donlin, Recano & Company, Inc.
Re: Castex Energy 2005 Holdco, LLC, *et al.*
P.O. Box 199043
Blythebourne Station
Brooklyn, NY 11219

By Overnight Mail, Courier, or Hand Delivery, send to:

Donlin, Recano & Company, Inc.
Re: Castex Energy 2005 Holdco, LLC, *et al.*
6201 15th Avenue
Brooklyn, NY 11219

By Electronic Submission at:

<https://www.donlinrecano.com/Clients/cxe/vote>

5. The information contained herein is qualified in its entirety by the Bankruptcy Court's *Disclosure Statement Approval Order* [ECF # •] and the procedures approved therein. For additional information regarding voting and tabulation of Ballots, please refer to the *Disclosure Statement Approval Order* included in your Solicitation Materials.

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re: CASTEX ENERGY 2005 HOLDCO, LLC, et al., <p style="text-align: center;">Debtors.¹</p>	§ § § § § §	Case No. 21-30710 Chapter 11 (Jointly Administered)
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UNSECURED BALLOT FOR ACCEPTING OR REJECTING PLAN
(CLASS 4)

Castex Energy 2005 Holdco, LLC, *et al.*, the above-captioned debtors and debtors in possession (collectively, the “Debtors”), on April 22, 2021 filed a *Second Amended Joint Chapter 11 Plan* [ECF # 205] (the “Plan”) and *Second Amended Disclosure Statement in Support of Joint Chapter 11 Plan* [ECF # 206] (the “Disclosure Statement”). The Bankruptcy Court has conditionally approved the Disclosure Statement. The Disclosure Statement provides information to assist you in deciding how to vote your Ballot. Bankruptcy Court approval of the Disclosure Statement does not indicate approval of the Plan by the Bankruptcy Court. If you did not receive a Disclosure Statement in your Solicitation Materials, you may obtain a copy by contacting Debtors’ counsel by email at mokin@okinadams.com or by phone at (713) 228-4100.

The Debtors’ Plan can be confirmed by the Bankruptcy Court and thereby made binding on you if it is accepted by the Holders of two-thirds in amount and more than one-half in number of Claims in each Class voting on the Plan. In the event that the requisite acceptances are not obtained, the Bankruptcy Court may nevertheless confirm the Plan if it finds that the Plan affords fair and equitable treatment to the Class or Classes rejecting it and otherwise satisfies the requirements of section 1129(b) of the Bankruptcy Code. If the Plan is confirmed by the Bankruptcy Court, it will be binding on you whether or not your vote. Only Holders of Claims in Classes 3 and 4 may vote.

PLEASE TAKE NOTICE that the Debtors have enclosed detailed instructions for voting to accept or reject the Plan. Holders of Claims are encouraged to read the instructions and other Solicitation Materials carefully and comply with the voting procedures and deadlines approved by the Bankruptcy Court.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, as applicable, are: Castex Energy 2005 Holdco, LLC (6832); Castex Energy 2005, LLC (6832); Castex Energy Partners, LLC (6832); and Castex Offshore, Inc. (8432). The Debtors’ mailing address is One Memorial City Plaza, 800 Gessner Rd., Suite 925, Houston, Texas 77024.

ACCEPTANCE OR REJECTION OF PLAN

I hereby certify that I am a Holder of an Unsecured Claim in Class # _____ against the Debtors in the amount of \$ _____. As a Holder of an Unsecured Claim, I hereby vote as follows (check only one box):

- ☐ **Accept the Plan**
☐ **Reject the Plan**

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

ALL HOLDERS OF CLAIMS OR INTERESTS THAT DO NOT (A) ELECT TO OPT OUT OF THE RELEASES CONTAINED IN THE PLAN OR (B) TIMELY FILE WITH THE BANKRUPTCY COURT ON THE DOCKET OF THE CHAPTER 11 CASES AN OBJECTION TO THE RELEASES CONTAINED IN ARTICLE VII OF THE PLAN THAT IS NOT RESOLVED BEFORE CONFIRMATION WILL BE DEEMED TO HAVE EXPRESSLY, UNCONDITIONALLY, GENERALLY, INDIVIDUALLY, AND COLLECTIVELY CONSENTED TO THE RELEASE AND DISCHARGE OF ALL CLAIMS AND CAUSES OF ACTION AGAINST THE DEBTORS AND THE RELEASED PARTIES.

With respect to the consensual release provisions contained in Article VII of the Debtors' Plan, I hereby vote as follows (check only one box):

- ☐ **Accept the Releases**
☐ **Reject the Releases**

Dated: _____, 2021.

Name of Claim Holder

(Signature)

Claim Holder's Address

Printed Name and Title of Person
Signing For Claim Holder

City, State and Zip Code

* Please promptly execute and return this Ballot so that it is actually received by Debtors' counsel prior to the Voting Deadline of May 20, 2021.

Instructions:

1. **The Bankruptcy Court has set May 20, 2021 as the Voting Deadline.**
2. You should review the Disclosure Statement and the Plan before you vote. You may wish to seek legal advice concerning the Plan and your classification and treatment under the Plan. If you are a Holder of Claims or Interests in more than one Class, you will receive a Ballot for each Class in which you are entitled to vote.
3. Unsecured Claims are classified as follows under the Plan:

Unsecured Class	Treatment
4	Class 4 consists of Holders of Allowed General Unsecured Claims against the Debtors. Class 4 shall be treated in accordance with Article III.D.4 of the Plan.

4. In order to be counted, Ballots must be duly completed, executed, and actually received by the Debtors prior to the Voting Deadline. You should complete and sign each Ballot and return it to the address provided below via (i) regular mail, (ii) overnight delivery, (iii) hand delivery, or (iv) email, using the contact information below.

By U.S. Mail, send to:

Donlin, Recano & Company, Inc.
 Re: Castex Energy 2005 Holdco, LLC, *et al.*
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By Overnight Mail, Courier, or Hand Delivery, send to:

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 Re: Castex Energy 2005 Holdco, LLC, *et al.*
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By Electronic Submission at:

<https://www.donlinrecano.com/Clients/cxe/vote>

5. The information contained herein is qualified in its entirety by the Bankruptcy Court's *Disclosure Statement Approval Order* [ECF # •] and the procedures approved therein. For additional information regarding voting and tabulation of Ballots, please refer to the *Disclosure Statement Approval Order* included in your Solicitation Materials.

EXHIBIT B

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:	§	
	§	Case No. 21-30710
CASTEX ENERGY 2005 HOLDCO, LLC, et al.,	§	
	§	Chapter 11
	§	
Debtors.¹	§	(Jointly Administered)

GENERAL NOTICE REGARDING DEADLINES

On April [●], 2021, the Bankruptcy Court entered its *Order Approving (I) Adequacy of the Disclosure Statement; (II) Form of Solicitation Materials; and (III) Procedures for Soliciting and Voting on the Joint Chapter 11 Plan* [ECF # ●] (the “Order”). Among other things, the Order approved the *Disclosure Statement in Support of Joint Chapter 11 Plan* [ECF # 206] (the “Disclosure Statement”) filed in the above-captioned Chapter 11 Cases. In the Order, the Bankruptcy Court found that the Disclosure Statement filed by the above-referenced Debtors contains adequate information within the meaning of Bankruptcy Code section 1125. You are being provided this Notice with respect to the *Joint Chapter 11 Plan* [ECF # 205] filed by the Debtors (the “Plan”).

The Bankruptcy Court has set **May 27, 2021 at 9:30 a.m. (prevailing Central Time)** as the date and time for hearing on Confirmation of the Plan and to consider any objections to the Plan. The Confirmation Hearing will be held before the Honorable Marvin Isgur, United States Bankruptcy Judge, in the **United States Bankruptcy Court for the Southern District of Texas, Houston Division, 515 Rusk Street, 4th Floor, Courtroom No. 404, Houston, Texas 77002**. The Confirmation Hearing may be adjourned from time to time without further notice other than an announcement of the adjourned date(s) at the Confirmation Hearing, and, thereafter at any adjourned hearing(s). In addition, the Plan may be modified without further notice prior to or as a result of the Confirmation Hearing, and, thereafter, as otherwise provided in the Bankruptcy Code.

The Confirmation Hearing will be conducted electronically by audio and video communication. Audio communication will be by use of the Court’s dial-in facility. You may access the facility at (832) 917-1510. You will be responsible for your own long-distance charges. Once connected, you will be asked to enter the conference room number. Judge Isgur’s conference room number is 954554.

You may view video via GoToMeeting. To use GoToMeeting, the Court recommends that you download the free GoToMeeting application. To connect, you should enter the meeting code “JudgeIsgur” in the GoToMeeting app or click the link on Judge Isgur’s home page on the Southern

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, as applicable, are: Castex Energy 2005 Holdco, LLC (6832); Castex Energy 2005, LLC (6832); Castex Energy Partners, LLC (6832); and Castex Offshore, Inc. (8432). The Debtors’ mailing address is One Memorial City Plaza, 800 Gessner Rd., Suite 925, Houston, Texas 77024.

District of Texas website. Once connected, click the settings icon in the upper right corner and enter your name under the personal information setting.

Parties are encouraged to review the Court's procedures for telephonic appearances located on the Court's website at: <https://www.txs.uscourts.gov/content/united-states-bankruptcy-judge-marvin-isgur>.

The Court has invoked the protocol outlined in General Order 2020-4, as invoked by General Orders 2010 and 2020-10a and extended by General Order 2020-20. These orders may be found at: <https://www.txs.uscourts.gov/bankruptcy/genord>. Therefore, all persons will appear telephonically, and also may appear via video at the Status Conference using the Court's electronic conference systems.

Any objection to Confirmation of the Plan must be filed with the Clerk of the Bankruptcy Court. The Bankruptcy Court has set **May 20, 2021** as the date by which objections to Confirmation of the Plan must be filed. **UNLESS AN OBJECTION IS TIMELY FILED AND SERVED, IT MAY NOT BE CONSIDERED BY THE BANKRUPTCY COURT.**

To the extent that you hold an impaired claim and have the opportunity to vote to accept or reject the Plan, the Bankruptcy Court has fixed **May 20, 2021** as the Voting Deadline for the receipt of Ballots evidencing the votes accepting or rejecting the Plan.

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

ALL HOLDERS OF CLAIMS OR INTERESTS THAT DO NOT (A) ELECT TO OPT OUT OF THE RELEASES CONTAINED IN THE PLAN OR (B) TIMELY FILE WITH THE BANKRUPTCY COURT ON THE DOCKET OF THE CHAPTER 11 CASES AN OBJECTION TO THE RELEASES CONTAINED IN ARTICLE VII OF THE PLAN THAT IS NOT RESOLVED BEFORE CONFIRMATION WILL BE DEEMED TO HAVE EXPRESSLY, UNCONDITIONALLY, GENERALLY, INDIVIDUALLY, AND COLLECTIVELY CONSENTED TO THE RELEASE AND DISCHARGE OF ALL CLAIMS AND CAUSES OF ACTION AGAINST THE DEBTORS AND THE RELEASED PARTIES.

You may obtain copies of the pleadings filed in the Chapter 11 Cases without charge by contacting Debtors' counsel using the contact information below.

Dated: April [●], 2021.

OKIN ADAMS LLP

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ATTORNEYS FOR THE DEBTORS

EXHIBIT C

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re: CASTEX ENERGY 2005 HOLDCO, LLC, <i>et al.</i>, Debtors.¹	§ § § § § §	Case No. 21-30710 Chapter 11 (Jointly Administered)
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NOTICE OF CONSENSUAL RELEASES AND OPT-OUT

PLEASE TAKE NOTICE that Castex Energy 2005 Holdco, LLC, *et al.*, the above-captioned debtors and debtors in possession (collectively, the “Debtors”) filed a Joint Chapter 11 Plan dated April 22, 2021 [ECF # 205] (the “Plan”). The Bankruptcy Court has conditionally approved the Disclosure Statement [ECF # 206] in support of the Debtors’ Plan and authorized the Debtors to solicit acceptances or rejections of the Plan from Holders of Claims in the Voting Classes. If you did not receive the Plan, you may obtain a copy by contacting Debtors’ counsel by email at mokin@okinadams.com or by phone at (713) 228-4100.

PLEASE TAKE FURTHER NOTICE that because of the nature and treatment of your Claim under the Plan, you are not entitled to vote on the Plan. Specifically, under the terms of the Plan, as a holder of a Claim (as currently asserted against the Debtors) that (a) is not Impaired and conclusively presumed to have accepted the Plan pursuant to section 1126(f) of the Bankruptcy Code; or (b) shall receive no distributions under the Plan on account of your claim and conclusively presumed to have rejected the Plan pursuant to section 1126(g) of the Bankruptcy Code, you are not entitled to vote on the Plan.

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

ALL HOLDERS OF CLAIMS OR INTERESTS THAT DO NOT (A) ELECT TO OPT OUT OF THE RELEASES CONTAINED IN THE PLAN OR (B) TIMELY FILE WITH THE BANKRUPTCY COURT ON THE DOCKET OF THE CHAPTER 11 CASES AN OBJECTION TO THE RELEASES CONTAINED IN ARTICLE VII OF THE PLAN THAT IS NOT RESOLVED BEFORE CONFIRMATION WILL BE DEEMED TO HAVE EXPRESSLY, UNCONDITIONALLY, GENERALLY, INDIVIDUALLY, AND COLLECTIVELY CONSENTED TO THE RELEASE AND DISCHARGE OF ALL CLAIMS AND CAUSES OF ACTION AGAINST THE DEBTORS AND THE RELEASED PARTIES.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, as applicable, are: Castex Energy 2005 Holdco, LLC (6832); Castex Energy 2005, LLC (6832); Castex Energy Partners, LLC (6832); and Castex Offshore, Inc. (8432). The Debtors’ mailing address is One Memorial City Plaza, 800 Gessner Rd., Suite 925, Houston, Texas 77024.

PLEASE TAKE FURTHER NOTICE that as a non-voting creditor or other interested party, you are being provided with a copy of this Notice and the opportunity to opt-out of the consensual release provisions contained in the Debtors' Plan. **If you do not complete and return the below Opt-Out Notice, you will be deemed to consent to the release provisions contained in the Debtors' Plan.** The deadline for returning the enclosed form is the Voting Deadline of **May 20, 2021**.

<p>PLEASE TAKE FURTHER NOTICE that the Debtors have enclosed detailed instructions for voting. Parties are encouraged to read the instructions and other Solicitation Materials carefully and comply with the voting procedures and deadlines approved by the Bankruptcy Court.</p>
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OPT-OUT OF CONSENSUAL RELEASES

With respect to the consensual release provisions contained in Article VII of the Debtors' Plan, I hereby vote as follows:

☐ **Opt-Out of the Releases**

Dated: _____, 2021.

Name of Party

(Signature)

Party's Address

Printed Name and Title of Person Signing on
behalf of Party

City, State, Zip Code

* Please promptly execute and return this form so that it is actually received by Debtors' counsel prior to the Voting Deadline of May 20, 2021.

Instructions:

1. **The Bankruptcy Court has set May 20, 2021 as the Voting Deadline.**
2. You should review the Disclosure Statement and the Plan before you vote. You may wish to seek legal advice concerning the Plan and the consensual releases contained in Article VII.
3. In order to be counted, Notices must be duly completed, executed, and actually received by the Debtors prior to the Voting Deadline. You should complete and sign the Notice and return it to the address provided below via (i) regular mail, (ii) overnight delivery, (iii) hand delivery, or (iv) email, using the contact information below.

By U.S. Mail, send to:

Donlin, Recano & Company, Inc.
Re: Castex Energy 2005 Holdco, LLC, *et al.*
P.O. Box 199043
Blythebourne Station
Brooklyn, NY 11219

By Overnight Mail, Courier, or Hand Delivery, send to:

Donlin, Recano & Company, Inc.
Re: Castex Energy 2005 Holdco, LLC, *et al.*
6201 15th Avenue
Brooklyn, NY 11219

By Electronic Submission via email at:

DRCVote@DonlinRecano.com

4. The information contained herein is qualified in its entirety by the Bankruptcy Court's *Disclosure Statement Approval Order* [ECF # ●] and the procedures approved therein. For additional information regarding voting and tabulation of Ballots, please refer to the *Disclosure Statement Approval Order* included in your Solicitation Materials.