

Court pursuant to sections 1408 and 1409 of title 28 of the United States Code; and the Court being satisfied that notice of this Application and the opportunity for a hearing on this application was appropriate under the particular circumstances and no further or other notice need be given; and the Court being satisfied, based on the representations made in the Application and the Dundon Declaration, that Dundon Advisers does not hold or represent an adverse interest in connection with the cases, and that Dundon Advisers is a “disinterested person” as such term is defined in section 101(14) of the Bankruptcy Code; and the Court having determined that the relief sought in the Application is in the best interests of the Ad Hoc Noteholder Group, the Debtors, their creditors, and all parties in interest; and this Court having determined that the legal and factual bases set forth in the Application and the Dundon Declaration, and at the hearing establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor,

It is hereby **ORDERED**, that:

1. The Application is GRANTED to the extent set forth herein.
2. Pursuant to sections 328 and 1103(a) of the Bankruptcy Code, the Ad Hoc Noteholder Group is authorized to employ and retain Dundon Advisers as financial advisor *nunc pro tunc* to February 5, 2018 on the terms and conditions set forth in the Application, which is hereby approved in all respects.
3. Dundon Advisers shall apply for compensation for professional services rendered and reimbursement of expenses incurred in connection with the chapter 11 cases in compliance with sections 330 and 331 of the Bankruptcy Code and applicable provisions of the Bankruptcy Rules, Local Bankruptcy Rules, any case-specific fee protocols approved by the Court and the Administrative Order Establishing Procedures for Interim Compensation and Reimbursement of

Expenses for Professionals entered by this Court, and any other applicable procedures and orders of the Court.

4. The Ad Hoc Noteholder Group and Dundon Advisers are authorized to take all actions they deem necessary and appropriate to effectuate the relief granted pursuant to this Order in accordance with the Application.

5. For the avoidance of doubt, entry of this Order is without prejudice to the rights of the Official Committee of Unsecured Creditors, the Debtors, or the U.S. Trustee to contend that services performed by Dundon Advisers LLC (including, but not limited to, work listed in the Application) (i) were performed in contravention or in excess of the scope of services provided under Settlement Order (other than liquidity-related work, which is agreed to be within scope); (ii) exceed the all-in professional budget for the Ad Hoc Noteholder Group provided under the Settlement Order ; or (iii) are duplicative of services performed by Conway Mackenzie, Inc. on behalf of the Ad Hoc Noteholder Group, viewed primarily by number of timekeepers, division of responsibilities, and case professional comparables, rather than per se overlap between firms.

6. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

7. During the course of these bankruptcy cases, this Court has and shall retain jurisdiction with respect to all matters arising from or relating to the interpretation or implementation of this Order.

Dated: May 1, 2018
Wilmington, Delaware



HONORABLE KEVIN J. CAREY
UNITED STATES BANKRUPTCY JUDGE