

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

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<i>In re:</i>	:	Chapter 11
	:	
ENDEAVOUR OPERATING CORPORATION, et al.,	:	Case No. 14-12308 (KJC)
	:	
Debtors.	:	(Jointly Administered)
	:	
	X	

**NOTICE OF DEADLINES FOR FILING PROOFS OF CLAIM
(INCLUDING CLAIMS UNDER SECTION 503(b)(9) OF THE BANKRUPTCY CODE)**

TO ALL PERSONS AND ENTITIES WITH
CLAIMS (INCLUDING CLAIMS UNDER
SECTION 503(b)(9) OF THE BANKRUPTCY CODE¹)
AGAINST A DEBTOR SET FORTH BELOW:

Name of Debtor	Tax Identification Number
Endeavour Operating Corporation	20-0796552
Endeavour International Corporation	88-0448389
Endeavour Colorado Corporation	46-2960067
END Management Company	20-2057578
Endeavour Energy New Ventures Inc.	20-2057563
Endeavour Energy Luxembourg S.á r.l.	98-0572113

PLEASE TAKE NOTICE THAT, on December __, 2014, the United States Bankruptcy Court for the District of Delaware (the “*Court*”), having jurisdiction over the chapter 11 cases of Endeavour Operating Corporation and its above-captioned debtor affiliates, as debtors and debtors in possession (collectively, the “*Debtors*”) entered an order (the “*Bar Date Order*”) establishing: (i) **January 26, 2015 at 5:00 p.m. (prevailing Eastern Time)** (the “*Bar Date*”) as the last date and time for each person or entity (including, without limitation, each individual, partnership, corporation, joint venture, estate, and trust, other than a governmental unit, to file a proof of claim (“*Proof of Claim*”) based on a prepetition claim (as defined in section 101(5) of the Bankruptcy Code), including a claim under section 503(b)(9) of the Bankruptcy Code (a “*503(b)(9) Claim*”), as described more fully below, against any of the Debtors, and (ii) **April 8, 2015 at 5:00 p.m. (prevailing Eastern Time)** as the deadline for governmental units (as such term is defined in section 101(27) of the Bankruptcy Code) to file Proofs of Claim against the Debtors (the “*Governmental Bar Date*,” and together with the Bar Date, the “*Bar Dates*”).

The Bar Date Order, the Bar Date, and the procedures set forth below for the filing of Proofs of Claim apply to all claims against the Debtors (other than those set forth below as being specifically excluded) that arose prior to **October 10, 2014**, the date on which the Debtors commenced their cases under chapter 11 of the Bankruptcy Code.

¹ The “*Bankruptcy Code*” is defined as chapter 11 of title 11 of the United States Code.

If you have any questions relating to this Notice, please feel free to contact Kurtzman Carson Consultants LLC ("KCC") at 1-866-967-0263 or by writing to Endeavour Claims Processing, c/o Kurtzman Carson Consultants, LLC, 2335 Alaska Avenue, El Segundo, California 90245.

YOU SHOULD CONSULT AN ATTORNEY IF YOU HAVE ANY QUESTIONS, INCLUDING WHETHER YOU SHOULD FILE A PROOF OF CLAIM.

1. **WHO MUST FILE A PROOF OF CLAIM**

You **MUST** file a **Proof of Claim** to vote on a chapter 11 plan filed by the Debtors or to share in any of the Debtors' estates if you have a claim that occurred prior to **October 10, 2014**, including a 503(b)(9) Claim, and it is not one of the other types of claims described in Section 2 below. Acts or omissions of the Debtors that arose before October 10, 2014 may give rise to claims against the Debtors that must be filed by the Bar Date, notwithstanding that such claims may not have matured or become fixed, liquidated, or certain prior to October 10, 2014.

Pursuant to section 101(5) of the Bankruptcy Code and as used in this Notice, the word "claim" means: (a) a right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured, or unsecured; or (b) a right to an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured, or unsecured. Further, claims include unsecured claims, secured claims, priority claims, and 503(b)(9) Claims.

2. **WHO NEED NOT FILE A PROOF OF CLAIM**

- a) Any person or entity whose claim is listed on the Debtors' schedules of assets and liabilities and statements of financial affairs filed in these cases (the "**Schedules**") and (i) whose claim is **not** described thereon as "disputed," "contingent," or "unliquidated," (ii) who does **not** dispute the amount or priority of the claim set forth in the Schedules, and (iii) who does **not** dispute that the claim is an obligation of the specific Debtor against which the claim is listed on the Schedules;
- b) any person or entity whose claim has been paid in full, including but not limited to any claim of an employee of the Debtors for ordinary course wages or benefits to the extent already paid by the Debtors after the Petition Date pursuant to an order of the Court;
- c) any person or entity that holds an interest in the Debtors, which interest is based exclusively upon the ownership of common or preferred stock, membership interests, partnership interests, or warrants or rights to purchase, sell or subscribe to such a security or interest; **provided, however**, that interest holders that wish to assert claims (as opposed to ownership interests) against the Debtors that arise out of or relate to the ownership or purchase of an interest, including claims arising out of or relating to the sale, issuance, or distribution of the interest, must file Proofs of Claim on or before the Bar Date, unless another exception identified herein applies;
- d) any holder of a claim allowable under sections 503(b) or 507(a) of the Bankruptcy Code as an administrative expense of the Debtors' chapter 11 cases, **with the exception of 503(b)(9) Claims, which are subject to the Bar Date**;
- e) any person or entity that holds a claim that has been allowed by an order of the Court entered on or before the Bar Date;
- f) any holder of a claim for which a separate deadline is fixed by the Court;

- g) any Debtor in these above-captioned cases having a claim against another Debtor in these above-captioned cases; **provided, however**, for the avoidance of doubt, that any debtor affiliate (as defined in section 101(2) of the Bankruptcy Code) that is not jointly administered under the above-captioned case number and any non-debtor affiliate (as defined in section 101(2) of the Bankruptcy Code having a claim against a Debtor in these above-captioned cases, must file Proofs of Claim;
- h) any holder of a claim who has already properly filed a Proof of Claim with the Clerk of the Court or KCC against any of the Debtors, using a claim form which substantially conforms to the Official Bankruptcy Form No. 10 ("**Official Form 10**"), with respect to such claim; or
- i) any person or entity whose claim is limited exclusively to repayment of principal, interest and other fees and expenses (a "**Debt Claim**") on or under the indenture or trust deed governing the (i) 12% Notes due March 2018 (the "**March 2018 Notes**"), (ii) 12% Notes due June 2018 (the "**June 2018 Notes**"), (iii) 5.5% Convertible Senior Notes due 2016 (the "**5.5% Convertible Notes**"), (iv) 6.5% Convertible Senior Notes due 2016 (the "**6.5% Convertible Notes**"), (v) 7.5% Guaranteed Convertible Bonds due 2016 (the "**7.5% Convertible Bonds**"), or (vi) the credit agreement amendment and restatement, dated as of September 30, 2014, restating that certain credit agreement dated January 24, 2014 (the "**EEUK Term Loan**" and together with the March 2018 Notes, the June 2018 Notes, the 5.5% Convertible Notes and the 6.5% Convertible Notes, and the 7.5% Convertible Bondholders, the "**Debt Instruments**"); **provided, however**, that any holder of a Debt Claim wishing to assert a claim arising out of or relating to a Debt Instrument other than a Debt Claim will be required to file a Proof of Claim with respect to such claim on or before the Bar Date, unless another exception identified herein applies.

YOU SHOULD NOT FILE A PROOF OF CLAIM IF YOU DO NOT HAVE A CLAIM AGAINST THE DEBTORS.

THE FACT THAT YOU HAVE RECEIVED THIS NOTICE DOES NOT MEAN THAT YOU HAVE A CLAIM OR THAT THE DEBTORS OR THE COURT BELIEVE THAT YOU HAVE A CLAIM.

3. EXECUTORY CONTRACTS AND UNEXPIRED LEASES

If you hold a claim arising from the rejection of an executory contract or unexpired lease, you must file a Proof of Claim based on such rejection by the later of (i) the Bar Date, (ii) **5:00 p.m. (prevailing Eastern Time)** on the date that is **thirty (30) days** after the date on the claimant is served with notice of the entry of an order is entered approving such rejection and (iii) any date that the Court may fix in the applicable order authorizing such rejection. Notwithstanding the foregoing, if you are a party to an executory contract or unexpired lease and you wish to assert a claim on account of unpaid amounts accrued and outstanding as of October 10, 2014 pursuant to that executory contract or unexpired lease (other than a rejection damages claim), you must file a Proof of Claim for such amounts on or before the Bar Date unless an exception identified above applies.

4. WHEN AND WHERE TO FILE

All Proofs of Claim must be filed so as to be **actually received** on or before the Bar Date by the Court or by KCC at the following address:

Endeavour Claims Processing
c/o Kurtzman Carson Consultants, LLC
2335 Alaska Avenue
El Segundo, California 90245

Proofs of Claim will be deemed timely filed only if **actually received** by KCC or the Court on or before the Bar Date. Proofs of Claim may **not** be delivered by facsimile, telecopy, or electronic mail transmission.

5. WHAT TO FILE

If you file a Proof of Claim, your filed Proof of Claim must: (i) be written in the English language; (ii) be denominated in lawful currency of the United States as of the Petition Date; (iii) conform substantially to Official Form 10; (iv) specify the Debtor against which the Proof of Claim is filed; (v) set forth with specificity the legal and factual basis for the alleged claim; (vi) include supporting documentation or an explanation as to why such documentation is not available; and (vii) be signed by the claimant or, if the claimant is not an individual, by an authorized agent of the claimant.

IF YOU ARE ASSERTING A CLAIM AGAINST MORE THAN ONE DEBTOR, SEPARATE PROOFS OF CLAIM MUST BE FILED AGAINST EACH SUCH DEBTOR AND YOU MUST IDENTIFY ON YOUR PROOF OF CLAIM THE SPECIFIC DEBTOR AGAINST WHICH YOUR CLAIM IS ASSERTED AND THE CASE NUMBER OF THAT DEBTOR'S BANKRUPTCY CASE. A LIST OF THE NAMES OF THE DEBTORS AND THEIR CASE NUMBERS IS SET FORTH ABOVE. ANY CLAIM FILED UNDER THE JOINT ADMINISTRATION CASE NUMBER (ENDEAVOUR OPERATING CORPORATION, CASE NO. 14-12308 (KJC)) OR THAT OTHERWISE FAILS TO IDENTIFY A DEBTOR SHALL BE DEEMED AS FILED ONLY AGAINST DEBTOR ENDEAVOUR OPERATING CORPORATION. IF AN ENTITY LISTS MORE THAN ONE DEBTOR ON ITS FORM(S), THE PROOF(S) OF CLAIM WILL BE TREATED AS FILED ONLY AGAINST THE FIRST LISTED DEBTOR.

Official Form 10 may be obtained at www.uscourts.gov/bkforms/ or <http://www.kccllc.net/endeavour>.

YOU SHOULD ATTACH TO YOUR COMPLETED PROOF OF CLAIM FORM COPIES OF ANY WRITINGS UPON WHICH YOUR CLAIM IS BASED. IF THE DOCUMENTS ARE VOLUMINOUS, YOU SHOULD ATTACH A SUMMARY.

6. CONSEQUENCES OF FAILURE TO FILE A PROOF OF CLAIM BY THE APPLICABLE BAR DATE

Any holder of a claim against the Debtors who is required to file a Proof of Claim in accordance with the Bar Date Order, but fails to do so on or before the applicable Bar Date, shall not be permitted to vote to accept or reject any plan filed in these chapter 11 cases, or participate in any distribution in these chapter 11 cases on account of such claim, or to receive further notices regarding such claim.

7. THE DEBTORS' SCHEDULES, ACCESS THERETO, AND CONSEQUENCES OF AMENDMENT THEREOF

You may be listed as the holder of a claim against one or more of the Debtors in the Debtors' Schedules. If you rely on the Debtors' Schedules, it is your responsibility to determine that your claim is accurately listed in the Schedules.

As set forth above, if you agree with the priority and amount of your claim as listed in the Debtors' Schedules, and if you do not dispute that your claim is only against the specified Debtor, and if your claim is not described as "disputed", "contingent", or "unliquidated", you need not file a Proof of Claim. Otherwise, or if you decide to file a Proof of Claim, you must do so before the Bar Date in accordance with the procedures set forth in this notice.

Copies of the Schedules may be examined by interested parties free of charge at the website established by KCC for these chapter 11 cases, which is posted on the internet at <http://www.kccllc.net/endeavour>, or on the Court's electronic docket for the Debtors' chapter 11 cases, which is posted on the Internet at www.deb.uscourts.gov (a PACER login and password are required and can be obtained through the PACER Service Center at www.pacer.psc.uscourts.gov). Copies

of the Schedules may also be examined by interested parties between the hours of 8:00 a.m. and 4:00 p.m. (prevailing Eastern Time) at the office of the Clerk of the Bankruptcy Court, United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 3rd Floor, Wilmington, Delaware 19801. Copies of the Debtors' Schedules may also be obtained by written request to KCC at the address and telephone number set forth below:

Endeavour Claims Processing
c/o Kurtzman Carson Consultants, LLC
2335 Alaska Avenue
El Segundo, California 90245
1-866-967-0263

In the event that the Debtors amend or supplement their Schedules to (a) designate a claim as disputed, contingent, unliquidated, or undetermined, (b) change the amount of a claim reflected therein, (c) change the priority of a claim reflected therein, or (d) add a claim that was not listed on the Schedules, the Debtors will notify you of the amendment. In such case, the deadline for you to file a Proof of Claim on account of any such claim is the later of (x) the Bar Date and (y) **5:00 p.m. (prevailing Eastern Time)** on the date that is **thirty (30) days** after the date on which the Debtors serve notice of the amendment or supplement.

A holder of a possible claim against the Debtors should consult an attorney regarding any matters not covered in this notice, such as whether the holder should file a Proof of Claim. KCC cannot offer legal advice or advise whether you should file a Proof of Claim.

DATED: _____, 2014

BY ORDER OF THE COURT

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ATTORNEYS FOR DEBTORS AND DEBTORS IN POSSESSION