

1.42.7 All Records.

SELLER EXCEPTS, RESERVES AND RETAINS, unto itself, its Affiliates, successors and assigns from the Properties the following properties (real, personal or mixed) and appurtenant rights (contractual or otherwise):

(a) Any and all seismic, geologic or geophysical information and data that are: (i) interpretive in nature, (ii) covered an obligation of non-disclosure, (iii) covered by an obligation of confidentiality, (iv) covered by a prohibition against transfer, or (v) covers (in whole or in part) retained assets of Seller;

(b) Any and all pipelines, equipment, facilities, permits, contracts, agreements, easements, rights-of-way, surface leases and subsurface leases owned by an Affiliate of Seller, including but not limited to the properties described in Exhibit "E";

(c) Any and all records which consist of previous offers and economic analyses associated with the purchase, sale or exchange of the Properties, proprietary information, interpretive information, reserve data, internal communications, personnel information, tax information, information covered by a non-disclosure obligation and information covered by a legal privilege;

(d) The properties (real, personal and mixed) and appurtenant rights (contractual or otherwise) described in Exhibit "E-1"; provided however, Hilcorp Energy I, L.P., shall be entitled to the vehicles listed on Exhibit "E-1A", plus the Cushman cart, which shall be conveyed to Hilcorp Energy I, L.P., at Closing;

(e) A concurrent interest in, to and under, or derived from, the contracts, agreements, instruments, permits, easements, rights-of-way, servitudes, surface leases, subsurface leases and any other rights (contractual or otherwise) to the extent that they relate to or affect the interests reserved herein;

(f) The surface interests described in Exhibit "E-2"; and

(g) The right to claim coverage under Seller's insurance policies are expressly reserved and excluded.

1.43 "Purchase Price" has the meaning set forth in Article 3.1.

1.44 "Records" means all of Seller's books, records and files related to the Properties; provided however, the term Records shall not include (and Seller shall have no obligation to deliver to Buyer) previous offers and economic analyses associated with the purchase, sale or exchange of the Properties, proprietary information, interpretive information, reserve data, internal communications, personnel information, tax information, information covered by a non-disclosure obligation and information covered by a legal privilege.