

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL	
OMB Number:	3235-0104
Estimated average burden hours per response:	0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person * <u>GOLDMAN SACHS GROUP INC</u> <hr/> (Last) (First) (Middle) <u>200 WEST STREET</u> <hr/> (Street) <u>NEW YORK NY 10282</u> <hr/> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>11/27/2019</u>	3. Issuer Name and Ticker or Trading Symbol <u>Extraction Oil & Gas, Inc. [XOG]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
<u>Common Units</u>	<u>18,422,393</u>	<u>I</u>	<u>See footnotes⁽¹⁾⁽²⁾</u>

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			

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1. Name and Address of Reporting Person * <u>GOLDMAN SACHS & CO. LLC</u> <hr/> (Last) (First) (Middle) <u>200 WEST STREET</u> <hr/> (Street) <u>NEW YORK NY 10282</u> <hr/> (City) (State) (Zip)		
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Explanation of Responses:

- This statement is being filed by Goldman Sachs Group, Inc. ("GS Group") and Goldman Sachs & Co. LLC ("Goldman Sachs" together with the GS Group, the "Reporting Persons"). Goldman Sachs is a subsidiary of GS Group. Each Reporting Person disclaims beneficial ownership of the securities reported herein except to the extent of its pecuniary interest therein.
- The Common Units of the Issuer reported herein as indirectly purchased were beneficially owned directly by Goldman Sachs and indirectly by GS Group.

Remarks:

/s/ Nathan R. Burby, Attorney- 12/06/2019
in-fact

/s/ Nathan R. Burby, Attorney- 12/06/2019
in-fact

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 5 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

<p>

KNOW ALL PERSONS BY THESE PRESENTS that THE GOLDMAN SACHS GROUP,

INC. (the "Company") does hereby make, constitute and appoint

each of Jamison Yardley and Nathan R. Burby, acting

individually, its true and lawful attorney, to execute and

deliver in its name and on its behalf whether the Company is

acting individually or as representative of others, any and all

filings required to be made by the Company under the Securities

Exchange Act of 1934, (as amended, the "Act"), with respect to

securities which may be deemed to be beneficially owned by the

Company under the Act, giving and granting unto each said

attorney-in-fact power and authority to act in the premises as

fully and to all intents and purposes as the Company might or

could do if personally present by one of its authorized

signatories, hereby ratifying and confirming all that said

attorney-in-fact shall lawfully do or cause to be done by virtue

hereof.

THIS POWER OF ATTORNEY shall remain in full force and effect

until the earlier of (i)

November 3, 2022 and (ii) such time that it is revoked in writing

by the Company; provided that in the event the attorney-in-fact

ceases to be an employee of the Company or its affiliates or

ceases to perform the function in connection with which he/she

was appointed attorney-in-fact prior to such time, this Power of

Attorney shall cease to have effect in relation to such

attorney-in-fact upon such cessation but shall continue in full

force and effect in relation to any remaining attorneys-in-fact.

The Company has the unrestricted right unilaterally to revoke

this Power of Attorney.

This Power of Attorney shall be governed by, and construed in

accordance with, the laws of the State of New York, without

regard to rules of conflicts of law.

IN WITNESS WHEREOF, the undersigned has duly subscribed these

presents as of November 8, 2019.

THE GOLDMAN SACHS GROUP, INC.

/s/ Karen P. Seymour

Name: Karen P. Seymour

Title: Executive Vice President, General Counsel and Secretary</p>

<p>

KNOW ALL PERSONS BY THESE PRESENTS that GOLDMAN SACHS & CO. LLC

(the "Company") does hereby make, constitute and appoint each of

Jamison Yardley and Nathan R. Burby, acting individually, its

true and lawful attorney, to execute and deliver in its name and

on its behalf whether the Company is acting individually or as

representative of others, any and all filings required to be

made by the Company under the Securities Exchange Act of 1934,

(as amended, the "Act"), with respect to securities which may be

deemed to be beneficially owned by the Company under the Act,

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authority to act in the premises as fully and to all intents and

purposes as the Company might or could do if personally present

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GOLDMAN SACHS & CO. LLC

/s/ Karen P. Seymour

Name: Karen P. Seymour

Title: Managing Director</p>