State of New Mexico Energy, Minerals and Natural Resources Department

Susana Martinez Governor

Ken McQueen Cabinet Secretary

Matthias Sayer
Deputy Cabinet Secretary

Heather Riley, Division Director Oil Conservation Division



New Mexico Oil Conservation Division approval and conditions listed below are made in accordance with OCD Rule 19.15.7.11 and are in addition to the actions approved by BLM on the following 3160-5 form.

Operator Signature Date: Original APD 8/1/2012 Sundry Extension Date 2/8/2018

WELL INFORMATION:

API WELL#	Well Name	Well #	Operator Name	Туре	Stat	County	Surf_Owner	UL	Sec	Twp	N/S	Rng	W/E
30-039-31138- 00-00	PALLUCHE HZMC		CONOCOPHILLIPS COMPANY	G		Rio Arriba	F	В	35	26	N	7	w

Conditions of Approval: (See the below checked and handwritten conditions) Notify Aztec OCD 24hrs prior to casing & cement. Hold C-104 for directional survey & "As Drilled" Plat O Hold C-104 for NSL, NSP, DHC, O Spacing rule violation. Operator must follow up with change of status notification on other well to be shut in or abandoned Regarding the use of a pit, closed loop system or below grade tank, the operator must comply with the following as applicable: A pit requires a complete C-144 be submitted and approved prior to the construction or use of the pit, pursuant to 19.15.17.8.A A closed loop system requires notification prior to use, pursuant to 19.15.17.9.A A below grade tank requires a registration be filed prior to the construction or use of the below grade tank, pursuant to 19.15.17.8.C Once the well is spud, to prevent ground water contamination through whole or partial conduits from the surface, the operator shall drill without interruption through the fresh water zone or zones and shall immediately set in cement the water protection string Submit Gas Capture Plan form prior to spudding or initiating recompletions operations.

> 1220 South St. Francis Drive • Santa Fe, New Mexico 87505 Phone (505) 476-3441 • Fax (505) 476-3462 • www.emnrd.state.nm.us/ocd

Regarding Hydraulic Fracturing, review EPA Underground Injection Control Guidance 84

- Oil base muds are not to be used until fresh water zones are cased and cemented providing isolation from the oil or diesel. This includes synthetic oils. Oil based mud, drilling fluids and solids must be contained in a steel closed loop system.
- Well-bore communication is regulated under 19.15.29 NMAC. This requires well-bore Communication to be reported in accordance with 19.15.29.8.
- Comply with current regulations at time of spud
 Prior to production operator needs to be in compliance with RULE 19.15.5.9

NMOCD Approved by Signature

Ketheric Parker

2/12/18 Date

* Once the well is spud operator name will change. This App was not included in the original operator transfer

Form 3160-5 (August 2007)

UNITED STATES DEPARTMENT OF THE INTERIOR BUREAU OF LAND MANAGEMENT

RECEIVED

FORM APPROVED OMB No. 1004-0137

Expires: July 31, 2010

5. Lease Serial No.

SF-078047

SUNDRY NOTICES	AND	DEDODTE	ONIMELLO	
SUMPK! MOTICES	AND	KEPUKIS	ON WELLS	,

Do not use this form for proposals to drill or to re-enter an armington Field Office abandoned well. Use Form 3160-3 (APD) for such proposureau of Land Management

apandoned	Well. Use Fulli 3100-3 (A	(PD) for such propos	ais.							
SU	7. If Unit of CA/Agreement, Name and/or No.									
1. Type of Well										
Oil Well		8. Well Name and No.								
				Pallud	che l	HZMC	1H			
2. Name of Operator				9. API Well No.						
	Hilcorp Energy Compa	any		30-039-31138						
3a. Address		3b. Phone No. (include area	code)	10. Field and Pool or Exploratory Area						
PO Box 4700, Farmington	0	Basin Mancos								
4. Location of Well (Footage, Sec., T.,R		11. Country or Parish, State								
	WNE), 1042' FNL & 2088'			Rio Arriba	1	New I	lexico			
Bottomhole Unit C (N	ENW), 790' FNL & 2242' F	WL, Sec. 34, T26N, R	7W							
12. CHECK 1	THE APPROPRIATE BOX(ES)	TO INDICATE NATURE	OF NOT	TICE, REPORT OR OTH	ER D	ATA				
TYPE OF SUBMISSION		TYPE	OF AC	TION						
X Notice of Intent	Acidize	Deepen	Pr	roduction (Start/Resume)		Water S	hut-Off			
	Alter Casing	Fracture Treat	R	eclamation		Well Int	egrity			
Subsequent Report	Casing Repair	New Construction	R	ecomplete		Other	Re-Instate APD			
	Change Plans	Plug and Abandon	Te	emporarily Abandon						
Final Abandonment Notice	Convert to Injection	Plug Back	W	ater Disposal						

13. Describe Proposed or Completed Operation: Clearly state all pertinent details, including estimated starting date of any proposed work and approximate duration thereof. If the proposal is to deepen directionally or recomplete horizontally, give subsurface locations and measured and true vertical depths of all pertinent markers and zones. Attach the bond under which the work will be performed or provide the Bond No. on file with BLM/BIA. Required subsequent reports must be filed within 30 days following completion of the involved operations. If the operation results in a multiple completion or recompletion in a new interval, a Form 3160-4 must be filed once Testing has been completed. Final Abandonment Notices must be filed only after all requirements, including reclamation, have been completed and the operator has determined that the site is ready for final inspection.)

Hilcorp Energy Company requests permission to re-instate the APD for the subject well. APD originally approved by BLM 11/21/12 and rescinded on 8/8/2016. Well is planned to be drilled in the fourth quarter of 2018.

OIL CONS. DIV DIST. 3

FEB 1 2 2018

Avial extension granted	to	11/21/2018			
14. I hereby certify that the foregoing is true and correct. Name (Printed/Typed)					
Kandis Roland	Title	Operations/Regulatory Technician - Sr.			
Signature Lange Colang	Date	2/8/2018			
THIS SPACE FOR FEDI	ERAL O	R STATE OFFICE USE			
Approved by Mankie &		Title AFM-muneials Date 2/9/18			
Conditions of approval, if any are attached. Approval of this notice loes not warrant or that the applicant holds legal or equitable title to those rights in the subject lease which we entitle the applicant to conduct operations thereon.		Office BUM-FFO			
THE LOTTE OF CO. 1 1001 1 101 101 101 101 101 101 101 1					

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction