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STATE OF NEW MEXICO ENERGY, MINERALS AND NATURAL RESOURCES DEPARTMENT OIL CONSERVATION DIVISION

IN THE MATTER OF THE HEARING CALLED BY THE OIL CONSERVATION DIVISION FOR THE PURPOSE OF CONSIDERING:

APPLICATION OF CENTENNIAL RESOURCE CASE NO. 16265 PRODUCTION, LLC TO RE-OPEN CASE NO. 16265 TO ADD ADDITIONAL INITIAL WELLS UNDER THE TERMS OF COMPULSORY POOLING ORDER R-20001, LEA COUNTY, NEW MEXICO.

REPORTER'S TRANSCRIPT OF PROCEEDINGS

EXAMINER HEARING

November 15, 2018

Santa Fe, New Mexico

BEFORE: MICHAEL McMILLAN, CHIEF EXAMINER KEITH W. HERRMANN, LEGAL EXAMINER

This matter came on for hearing before the New Mexico Oil Conservation Division, Michael McMillan, Chief Examiner, and Keith W. Herrmann, Legal Examiner, on Thursday, November 15, 2018, at the New Mexico Energy, Minerals and Natural Resources Department, Wendell Chino Building, 1220 South St. Francis Drive, Third Floor Meeting Room, Santa Fe, New Mexico.

REPORTED BY: Mary C. Hankins, CCR, RPR New Mexico CCR #20 Paul Baca Professional Court Reporters 500 4th Street, Northwest, Suite 105 Albuquerque, New Mexico 87102 (505) 843-9241

Page 2 1 APPEARANCES 2 FOR APPLICANT CENTENNIAL RESOURCE PRODUCTION, LLC: 3 JORDAN L. KESSLER, ESQ. HOLLAND & HART, LLP 110 North Guadalupe, Suite 1 4 Santa Fe, New Mexico 87501 5 (505) 988-4421 jlkessler@hollandhart.com 6 7 8 INDEX 9 PAGE Case Number 16265 Called 3 10 11 Case Presented by Affidavit 3 Proceedings Conclude 8 12 13 Certificate of Court Reporter 9 14 15 16 EXHIBITS OFFERED AND ADMITTED 17 Centennial Resource Production, LLC Exhibit 6 Numbers 1 through 3 18 19 20 21 22 23 24 25

Page 3 (9:31 a.m.) 1 2 EXAMINER McMILLAN: Case 16265, re-opened, application of Centennial Resource Production, LLC to 3 re-open Case Number 16265 to add additional initials 4 5 [sic] wells under the terms of Compulsory Pooling Order R-20001 in Lea County, New Mexico. 6 7 Call for appearances. 8 MS. KESSLER: Mr. Examiner, Jordan Kessler, 9 from Holland & Hart, on behalf of the Applicant. 10 EXAMINER McMILLAN: Any other appearances? 11 Please proceed. 12 MS. KESSLER: Thank you. 13 Mr. Examiner, Exhibit 1 in this case is an affidavit from Gavin Smith. He testified in the 14 original hearing for this case and states in paragraphs 15 16 four and five that what Centennial is seeking to do here is to add two additional wells to the spacing unit. 17 18 Everything about the original order will remain the same 19 except that there will be two additional initial wells. 20 In paragraph six, he states that the three initial wells will be the Duck Hunt 1 State Com #301H, 21 22 #501, and then the existing initial well is 601H. And I 23 say existing, but it's not been drilled. It's just 24 simply identified under the order as the initial well. 25 Exhibit A to Exhibit 1 -- or Attachment A

PAUL BACA PROFESSIONAL COURT REPORTERS 500 FOURTH STREET NW - SUITE 105, ALBUQUERQUE, NM 87102 1 to Exhibit 1 is the original order.

Exhibit B is the two additional C-102s for 2 the additional initial wells. They'll all be within the 3 same pool, and that pool is identified in paragraph 4 5 seven as the Antelope Ridge; Bone Spring, North, Number 2205 Pool. Again, it's the same pool that's in the 6 7 original order. 8 Exhibit 1C contains well-proposal letters 9 and the AFEs for two additional initial wells, and these were provided to all of the working interest owners, 10 11 including all of the parties pooled under the original 12 order. 13 The well costs will remain the same, Mr. Examiner, as identified in the original order, and 14 that's in paragraph ten. The original order approved 15 16 \$7,500 per month while drilling and 750 a month while producing and imposed a 200 percent risk penalty on the 17 uncommitted interest owners. 18 19 And so, Mr. Examiner, I'll move to the 20 affidavit from the geologist, John Harper, who states in his affidavit that he believes that the two additional 21 22 targets are free of geologic hazards and will contribute production to each of the wells on a uniform basis. 23 Не attaches a lot of exhibits -- let's see -- a 24 25 cross-section map, a structure map for the 1st Bone

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Page 5 Spring, which is the target for the 301H, and a 1 cross-section exhibit, and 3rd Bone Spring Carb 2 structure map, which I understand pertains to the 501H 3 well as stated in his affidavit, and it's a 2nd Bone 4 5 Spring target. The cross-section exhibit shows the 6 7 lateral -- if I look at Exhibit 2, Tab C, this includes 8 the lateral interval for the 501H, which shows that it's 9 just above the 3rd Bone Spring Carb in the 3rd Bone 10 Spring. 11 Exhibit 3 is my affidavit in which I 12 provided notice to all of the parties that were pooled under the original order. There were a couple of 13 unlocatable parties. 14 Have I included those? 15 16 Yes, Mr. Examiner. In paragraph 11 of Exhibit 1, certain letters were returned as 17 18 undeliverable, Texas International Company and the heirs 19 of Rufus Sanders Ward. We did publish notice directed 20 to those parties, and it's the last page of Exhibit 3. And with that, Mr. Examiner, I would ask 21 22 that Exhibits 1 through 3 be included as part of the record and that this case be taken under advisement. 23 24 EXAMINER McMILLAN: Exhibits 1 through 3 25 may now be accepted as part of the record.

Page 6 (Centennial Resource Production, LLC 1 Exhibit Numbers 1 through 3 are offered 2 3 and admitted into evidence.) 4 EXAMINER McMILLAN: The question I've got 5 Why are you re-opening the case when the existing is: order has something about -- deals with infill wells? 6 7 MS. KESSLER: Mr. Examiner, the infill 8 wells have to be drilled and then completed before 9 the -- I'm sorry -- the initial well must be drilled and completed before infill wells can be proposed. 10 11 EXAMINER McMILLAN: "The initial well must 12 be drilled" before -- okay. 13 MS. KESSLER: That's in the existing order. 14 EXAMINER McMILLAN: Okay. MS. KESSLER: And so these wells will be 15 16 pad drilled and batch completed. So we're requesting that they all be deemed initial wells so that that 17 18 timing lines up. 19 EXAMINER McMILLAN: But then how is the 20 election working? MS. KESSLER: The election will be sent for 21 22 each of the wells at the same time separately. And I 23 would be happy to send you an email confirming that the 24 separate elections will be given for each well. 25 EXAMINER McMILLAN: Yes. That will be

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Page 7 required. 1 2 Okay. So what's the target for the 601H? 3 MS. KESSLER: I believe it's the 3rd Bone Spring. I'll look at the order to see if it identifies 4 5 that. I don't believe it does (reading). 6 It doesn't. It should be in the 7 transcript, though. 8 EXAMINER McMILLAN: And the completed interval will be orthodox? 9 10 MS. KESSLER: For all of the wells. 11 EXAMINER McMILLAN: And each 12 quarter-quarter section can be expected to contribute 13 equally? 14 MS. KESSLER: Yes. That's in the affidavit of the geologist. 15 16 EXAMINER McMILLAN: Okay. So the 601 has 17 an API already assigned? 18 MS. KESSLER: That's correct. EXAMINER McMILLAN: And the other two do 19 20 not? 21 MS. KESSLER: Correct. 22 And the API for the original well is in the 23 order, which is included as Exhibit A. 24 EXAMINER McMILLAN: It's 44963? 25 MS. KESSLER: Yes.

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1	EXAMINER McMILLAN: Depth severances?
2	MS. KESSLER: In the original testimony,
3	no, Mr. Examiner, there are none. That's included in
4	the original transcript.
5	EXAMINER McMILLAN: Okay.
6	MS. KESSLER: Thank you. I would ask that
7	this case be taken under advisement.
8	EXAMINER McMILLAN: Okay. Case 16265 shall
9	be taken under advisement.
10	Okay. Let's take a break.
11	(Case Number 16265 concludes, 9:41 a.m.)
12	(Recess, 9:41 a.m. to 9:53 a.m.)
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Page 9 1 STATE OF NEW MEXICO 2 COUNTY OF BERNALILLO 3 CERTIFICATE OF COURT REPORTER 4 5 I, MARY C. HANKINS, Certified Court Reporter, New Mexico Certified Court Reporter No. 20, 6 7 and Registered Professional Reporter, do hereby certify 8 that I reported the foregoing proceedings in 9 stenographic shorthand and that the foregoing pages are a true and correct transcript of those proceedings that 10 were reduced to printed form by me to the best of my 11 12 ability. 13 I FURTHER CERTIFY that the Reporter's Record of the proceedings truly and accurately reflects 14 the exhibits, if any, offered by the respective parties. 15 16 I FURTHER CERTIFY that I am neither employed by nor related to any of the parties or 17 18 attorneys in this case and that I have no interest in 19 the final disposition of this case. 20 DATED THIS 18th day of December 2018. 21 22 MARY C. HANKINS, CCR, RPR 23 Certified Court Reporter New Mexico CCR No. 20 Date of CCR Expiration: 12/31/2018 24 Paul Baca Professional Court Reporters 25