

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

**APPLICATION OF
GOODNIGHT MIDSTREAM
PERMIAN, LLC TO AMEND
ORDER NO. R-7765, AS
AMENDED TO EXCLUDE THE
SAN ANDRES FORMATION
FROM THE UNITIZED
INTERVAL OF THE EUNICE
MONUMENT SOUTH UNIT,
LEA COUNTY, NEW MEXICO.**

CASE NO. 24278

**APPLICATION OF
GOODNIGHT MIDSTREAM
PERMIAN, LLC TO AMEND
ORDER NO. R-7767 TO
EXCLUDE THE SAN ANDRES
FORMATION FROM THE
EUNICE MONUMENT OIL
POOL WITHIN THE EUNICE
MONUMENT SOUTH UNIT
AREA,
LEA COUNTY, NEW MEXICO.**

CASE NO. 24277

**APPLICATION OF GOODNIGHT PERMIAN
MIDSTREAM, LLC FOR APPROVAL OF A
SALTWATER DISPOSAL WELL,
LEA COUNTY, NEW MEXICO**

CASE NO. 24123

**APPLICATIONS OF GOODNIGHT MIDSTREAM
PERMIAN, LLC FOR APPROVAL OF
SALTWATER DISPOSAL WELLS
LEA COUNTY, NEW MEXICO**

CASE NOS. 23614-23617

**APPLICATIONS OF EMPIRE NEW MEXICO LLC
TO REVOKE INJECTION AUTHORITY,
LEA COUNTY, NEW MEXICO**

CASE NOS. 24018-24027

**APPLICATION OF GOODNIGHT MIDSTREAM
PERMIAN LLC TO AMEND ORDER NO. R-22026/SWD-2403
TO INCREASE THE APPROVED INJECTION RATE
IN ITS ANDRE DAWSON SWD #1,
LEA COUNTY, NEW MEXICO.**

CASE NO. 23775

SUBPOENA

To: Empire New Mexico, LLC
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YOU ARE HEREBY COMMANDED pursuant to NMSA 1978, §70-2-8 and Rule 19.15.4.16.A NMAC to produce the following documents at the offices of Holland & Hart LLP, 110 North Guadalupe, Santa Fe, New Mexico, 87501, within thirty (30) days of service of this subpoena:

1. Documents, communications, reports, protocols, and analyses reflecting treatment of Grayburg production wells within the EMSU for scale, H₂S, or corrosion prior to commencement of waterflooding operations in the EMSU.
2. Documents, communications, reports, analyses, and protocols reflecting treatment, including chemicals used with concentrations, volumes, and a description of filtering

media and size of filters used on injected fluids, conducted by Gulf Oil, Chevron, and XTO to address scaling, H₂S, and corrosion in Grayburg production wells, Grayburg injection wells, and San Andres water supply wells within the EMSU from creation of the EMSU until acquisition of the EMSU by Empire.

3. Documents, communications, reports, analyses, and protocols reflecting treatment, including volumes and concentrations of chemicals used, and a description of filtering media and size of filters used on injected fluids, and Safety Data Sheets (SDS) for treating chemicals used, conducted by Empire New Mexico LLC to address scaling, H₂S, and corrosion in Grayburg production wells, Grayburg injection wells, and San Andres water supply wells within the EMSU from Empire's acquisition of the EMSU to the present.

4. Documents, communications, reports, and analyses reflecting any changes made to treatment protocols or plans to address scaling, H₂S, and corrosion in Grayburg production wells, Grayburg injection wells, and San Andres water supply wells within the EMSU from the time Empire acquired the EMSU to the present.

5. Please produce a complete, conforming, and legible copy of the ExxonMobil document titled "EMSU, EMSUB, and AGU Upside Potential – Infill Drilling and ROZ" attached, at least in part, as Exhibit A-5 in Empire's Amended Exhibits filed on November 2, 2023, in Division Case Nos. 23614-23617 ("Empire's Exhibit A-5").

6. All documents, communications, reports, analyses, and data provided by XTO to Empire relating to the residual oil zone ("ROZ") referenced in Empire's Exhibit A-5, including but not limited to documents and data provided by XTO in the data room as part of Empire's due diligence review of the EMSU, as well as complete, conforming and legible copies of the analyzed logs used to create the cross section titled "Eunice Area ROZ Cross-section" presented on page 7 of Empire's Exhibit A-5.

7. Documents and data provided by XTO/ExxonMobil to the EMSU data room as part of Empire's due diligence review prior to acquiring the EMSU reflecting any of the following:

- Scaling, H₂S, and corrosion in Grayburg production wells, Grayburg injection wells, and San Andres water supply wells within the EMSU;
- Potential for ROZ development within the EMSU, including but not limited to reserves estimates and estimated recoveries;
- Communication between the Grayburg and San Andres formations; and
- Well remediation work and any related analyses reflecting potential causes.

8. Documents and data reflecting Grayburg Formation pressure in EMSU production wells and injection wells for the years 2021, 2022, and 2023.

9. Documents and data reflecting shut-in well pressure measurements, including shut-in fluid levels, for Grayburg waterflood injection wells within the EMSU for the period beginning immediately after Empire acquired its operating interest(s) the EMSU to Present.

10. Empire records, prior-operator records, internally or externally created documents, and data reflecting production (water, oil, or gas) from the EMSU #457, EMSU #458, EMSU #459, EMSU #460, EMSU #461, and EMSU #462 prior to 1994.

11. Documents, data, analyses, reports, and summaries, including but not limited to internal and external correspondence, that address, reflect on, or concern studies prepared by Empire on the feasibility of conducting tertiary recovery operations in the San Andres formation within the EMSU using carbon dioxide.

12. Documents, data, analyses, reports, and summaries, including internal and external correspondence, that address, reflect on, or concern assessments for capital costs and expenditures estimated to be necessary to institute a tertiary recovery operation in the San Andres formation within the EMSU using carbon dioxide.

13. Reservoir studies reflecting monthly carbon dioxide volumes (including total, purchased, and recycled carbon dioxide) Empire estimates will be required to conduct tertiary recovery in the San Andres formation within the EMSU.

14. Communications with potential suppliers of carbon dioxide for tertiary recovery operations in the San Andres formation within the EMSU.

15. Communications from Empire to Nutech, including documents, analyses, and data, reflecting “client information and experience” provided by Empire to establish “permeability threshold values” as it pertains to the San Andres formation referenced in Empire Exhibit E-1 in Empire’s Amended Exhibits filed on November 2, 2023, in Division Case Nos. 23614-23617.

16. To the extent Empire provided instructions to Nutech on input parameters, produce documents and communications between Empire and Nutech reflecting the modified Simandoux equation parameters used for each well (a, R_w , R_{sh} , n, m, V_{sh}) referenced in Galen P. Dillewyn’s testimony submitted on November 2, 2023, in Empire’s Amended Exhibits filed on November 2, 2023, in Division Case Nos. 23614-23617.

17. Documents, data, and/or communications, whether internal or external, addressing the use of the San Andres formation in the EMSU as a carbon capture project, whether in the alternative to or in association with Empire’s proposed carbon flood tertiary recovery project.

18. The reservoir simulation model of the EMSU “to evaluate performance and impact to SWD injection and long-term flooding into the San Andres” that is referenced in the May 16, 2024 Form 8-K and attached as Exhibit 99, Press Release of Empire Petroleum, dated May 15, 2024, along with data relied on to construct the model, parameters and inputs, and analyses, reports, and summaries, including internal and external correspondence, that address, reflect on, or concern the reservoir model.

19. Documents, data, and/or communications, whether internal or external, related to the any pilot project for CO₂ flood in the San Andres within the EMSU, to the extent such a pilot project is related to the “[p]rimary, secondary units with CO₂ potential” and the “[p]ilot to begin end of 2024” referenced in slide 12 of the Empire Petroleum Q1 2024 Earnings Slides, dated May 15, 2024, hosted on the “Investor Relations” > “Events & Presentations” page of Empire’s website (see <https://empirepetroleumcorp.com/investor-relations/events-presentations/>).

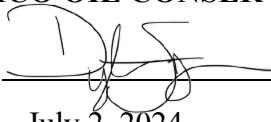
20. With respect to each person Empire may call as an expert witness at hearing, please provide:

- a. the name, address, and qualifications of the expert;
- b. the subject matter on which the expert is expected to testify;
- c. the substance of the facts and opinions to which the expert is expected to testify and a summary of the grounds for each opinion;
- d. any reports prepared by the expert regarding the pending action;
- e. a list of all publications authored by the witness within the preceding ten (10) years; and
- f. a listing of any other cases in which the witness has testified as an expert at trial or by deposition within the preceding four (4) years.

This subpoena is issued on application of Goodnight Midstream Permian, LLC through its attorney, Adam G. Rankin of Holland & Hart LLP.

Dated this 2nd day of July 2024.

NEW MEXICO OIL CONSERVATION COMMISSION

BY:  _____
Date: July 2, 2024 _____