

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

**APPLICATION OF MRC HAT MESA, LLC FOR  
APPROVAL OF AN OVERLAPPING HORIZONTAL  
WELL SPACING UNIT AND COMPULSORY POOLING,  
LEA COUNTY, NEW MEXICO.**

**CASE NO. 23994**

**NOTICE OF REVISED EXHIBIT C-2**

MRC Hat Mesa, LLC applicant in the above-referenced case, gives notice that it is filing the attached exhibit for acceptance into the record.

**Revised Exhibit C-2** is a revised copy of the C-102s that shows the portion of the lateral, and dedicated acreage, for the pool indicated.

Respectfully submitted,

HOLLAND & HART LLP



---

Michael H. Feldewert  
Adam G. Rankin  
Paula M. Vance  
Post Office Box 2208  
Santa Fe, New Mexico 87504-2208  
(505) 988-4421  
(505) 983-6043 Facsimile  
mfeldewert@hollandhart.com  
agrarkin@hollandhart.com  
pmvance@hollandhart.com

**ATTORNEYS FOR MRC HAT MESA, LLC**

**BEFORE THE OIL CONSERVATION DIVISION  
EXAMINER HEARING DECEMBER 7, 2023**

**CASE NO. 23994**

*PAUL FLOWERS STATE COM #112H, #132H & #152H  
WELLS*

**LEA COUNTY, NEW MEXICO**



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

**APPLICATION OF MRC HAT MESA, LLC FOR  
APPROVAL OF AN OVERLAPPING HORIZONTAL  
WELL SPACING UNIT AND COMPULSORY POOLING,  
LEA COUNTY, NEW MEXICO.**

**CASE NO. 23994**

**TABLE OF CONTENTS**

- **Matador Exhibit A:** Compulsory Pooling Application Checklist
- **Matador Exhibit B:** Application for Compulsory Pooling
- **Matador Exhibit C:** Self-Affirmed Statement of David Johns, Landman
  - Matador Exhibit C-1: Overlapping Notice
  - Matador Exhibit C-2: C-102
  - Matador Exhibit C-3: Land Tract Map
  - Matador Exhibit C-4: Uncommitted Working Interest Owners & ORRI
  - Matador Exhibit C-5: Sample Well Proposal Letter with AFEs
  - Matador Exhibit C-6: Chronology of Contacts
- **Matador Exhibit D:** Affidavit of Blake Herber, Geologist
  - Matador Exhibit D-1: Locator map
  - Matador Exhibit D-2: Subsea structure & cross-section map
  - Matador Exhibit D-3: Stratigraphic cross-section
- **Matador Exhibit E:** Self-Affirmed Statement of Notice
- **Matador Exhibit F:** Affidavit of Publication

Received by OCT 13 2023 4:03:58 PM

# COMPULSORY POOLING APPLICATION CHECKLIST

**ALL INFORMATION IN THE APPLICATION MUST BE SUPPORTED BY SIGNED AFFIDAVITS**

<b>Case: 23994</b>	<b>APPLICANT'S RESPONSE</b>
<b>Date</b>	<b>December 7, 2023</b>
Applicant	MRC Hat Mesa, LLC
Designated Operator & OGRID (affiliation if applicable)	Matador Production Company (OGRID No. 228937)
Applicant's Counsel:	Holland & Hart LLP
Case Title:	APPLICATION OF MRC HAT MESA, LLC FOR APPROVAL OF AN OVERLAPPING HORIZONTAL WELL SPACING UNIT AND COMPULSORY POOLING, LEA COUNTY, NEW MEXICO.
Entries of Appearance/Intervenors:	N/A
Well Family	Paul Flowers
<b>Formation/Pool</b>	
Formation Name(s) or Vertical Extent:	Bone Spring Formation
Primary Product (Oil or Gas):	Oil
Pooling this vertical extent:	N/A
Pool Name and Pool Code:	WC-025 G-07 S213330F; BONE SPRING [97927] for the acreage in Sections 30 & 31 and LEGG; BONE SPRING [37870] for the acreage in Section 6
Well Location Setback Rules:	Statewide oil rules
<b>Spacing Unit</b>	
Type (Horizontal/Vertical)	Horizontal
Size (Acres)	400
Building Blocks:	40 acres
Orientation:	North-South
Description: TRS/County	E/2 W/2 of Section 6, Township 22 South, Range 33 East, and the E/2 W/2 of Section 31 and the E/2 SW/4 of Section 30, Township 21 South, Range 33 East, NMPM, Lea County, New Mexico
Standard Horizontal Well Spacing Unit (Y/N), If No, describe and is approval of non-standard unit requested in this application?	Yes
<b>Other Situations</b>	
Depth Severance: Y/N. If yes, description	No
Proximity Tracts: If yes, description	No
Proximity Defining Well: if yes, description	N/A
Applicant's Ownership in Each Tract	Exhibit C-4
<b>Well(s)</b>	
Name & API (if assigned), surface and bottom hole location, footages, completion target, orientation, completion status (standard or non-standard)	Add wells as needed

BEFORE THE OIL CONSERVATION DIVISION  
 Santa Fe, New Mexico  
 Exhibit No. A  
 Submitted by: MRC Hat Mesa, LLC  
 Hearing Date: December 7, 2023  
 Case No. 23994

Well #1 <i>Received by OCD: 1/29/2024 4:03:53 PM</i>	<b>Paul Flowers State Com 112H well</b> SHL: 442' FSL, 909' FWL (Lot 7) of Section 6, T22S-R33E BHL: 2,690' FNL, 1,649' FWL (Unit K) of Section 30, T21S-R33E Target: Bone Spring Orientation: North-South Completion: Standard Location
Well #2	<b>Paul Flowers State Com 132H well</b> SHL: 442' FSL, 2,038' FEL (Unit O) of Section 6, T22S-R33E BHL: 2,690' FNL, 2,177' FWL (Unit K) of Section 30, T21S-R33E Target: Bone Spring Orientation: North-South Completion: Standard Location
Well #3	<b>Paul Flowers State Com 152H well</b> SHL: 472' FSL, 2,068' FEL (Unit O) of Section 6, T22S-R33E BHL: 2,690' FNL, 2,177' FWL (Unit K) of Section 30, T21S-R33E Target: Bone Spring Orientation: North-South Completion: Standard Location
Horizontal Well First and Last Take Points	<b>Exhibit C-2</b>
Completion Target (Formation, TVD and MD)	<b>Exhibit C-5</b>
<b>AFE Capex and Operating Costs</b>	
Drilling Supervision/Month \$	<b>\$8,000</b>
Production Supervision/Month \$	<b>\$800</b>
Justification for Supervision Costs	<b>Exhibit C</b>
Requested Risk Charge	<b>200%</b>
<b>Notice of Hearing</b>	
Proposed Notice of Hearing	<b>Exhibit B</b>
Proof of Mailed Notice of Hearing (20 days before hearing)	<b>Exhibit E</b>
Proof of Published Notice of Hearing (10 days before hearing)	<b>Exhibit F</b>
<b>Ownership Determination</b>	
Land Ownership Schematic of the Spacing Unit	<b>Exhibit C-4</b>
Tract List (including lease numbers and owners)	<b>Exhibit C-3</b>
If approval of Non-Standard Spacing Unit is requested, Tract List (including lease numbers and owners) of Tracts subject to notice requirements.	<b>N/A</b>
Pooled Parties (including ownership type)	<b>Exhibit C-4</b>
Unlocatable Parties to be Pooled	<b>N/A</b>
Ownership Depth Severance (including percentage above & below)	<b>N/A</b>
<b>Joinder</b>	
Sample Copy of Proposal Letter	<b>Exhibit C-5</b>
List of Interest Owners (ie Exhibit A of JOA)	<b>Exhibit C-4</b>
Chronology of Contact with Non-Joined Working Interests	<b>Exhibit C-6</b>
Overhead Rates In Proposal Letter	<b>Exhibit C-5</b>
Cost Estimate to Drill and Complete	<b>Exhibit C-5</b>
Cost Estimate to Equip Well	<b>Exhibit C-5</b>

Cost Estimate for Production Facilities	Exhibit C-5
<b>Geology</b>	
Summary (including special considerations)	Exhibit D
Spacing Unit Schematic	Exhibit D-1
Gunbarrel/Lateral Trajectory Schematic	N/A
Well Orientation (with rationale)	Exhibit D
Target Formation	Exhibit D, D-3
HSU Cross Section	Exhibit D-3
Depth Severance Discussion	N/A
<b>Forms, Figures and Tables</b>	
C-102	Exhibit C-2
Tracts	Exhibit C-4
Summary of Interests, Unit Recapitulation (Tracts)	Exhibit C-4
General Location Map (including basin)	Exhibit D-1
Well Bore Location Map	Exhibit D-1
Structure Contour Map - Subsea Depth	Exhibit D-2
Cross Section Location Map (including wells)	Exhibit D-2
Cross Section (including Landing Zone)	Exhibit D-3
<b>Additional Information</b>	
Special Provisions/Stipulations	N/A
<b>CERTIFICATION: I hereby certify that the information provided in this checklist is complete and accurate.</b>	
<b>Printed Name</b> (Attorney or Party Representative):	Paula M. Vance
<b>Signed Name</b> (Attorney or Party Representative):	
<b>Date:</b>	12/5/2023

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

APPLICATION OF MRC HAT MESA, LLC FOR  
APPROVAL OF AN OVERLAPPING HORIZONTAL  
WELL SPACING UNIT AND COMPULSORY POOLING,  
LEA COUNTY, NEW MEXICO.

CASE NO. 23994

APPLICATION

MRC Hat Mesa, LLC (“MRC” or “Applicant”), through undersigned attorneys, files this application with the Oil Conservation Division pursuant to the provisions of NMSA 1978, § 70-2-17, for an order (a) approving a standard 400-acre, more or less, overlapping horizontal well spacing unit in the Bone Spring formation underlying the E2W2 of Section 6, Township 22 South, Range 33 East, and the E2W2 of Section 31 and the E2SW4 of Section 30, Township 21 South, Range 33 East, NMPM, Lea County, New Mexico, and (b) pooling this proposed horizontal well spacing unit. In support of its application, MRC states:

1. Applicant is a working interest owner in the proposed horizontal well spacing unit and has the right to drill thereon.
2. Applicant seeks to designate Matador Production Company (OGRID No. 228937) as the operator of the proposed horizontal spacing unit.
3. Applicant seeks to initially dedicate the above-referenced horizontal well spacing unit to the proposed **Paul Flowers State Com 112H, Paul Flowers State Com 132H and Paul Flowers State Com 152H** wells to be horizontally drilled from a surface hole location in the SW4 of Section 6, with a first take point in the SE4SW4 (Unit N) of section 6 and a last take point in the NE4SW4 (Unit K) of Section 30.

69 : CF9 H<9 ' C=@7 CBG9FJ5HCB'8-J-GCB'  
GubHJ: YZBYk 'A YI ]Wt  
91 \ ]V]hBc"6  
Gi Va ]hYX'Vm'AF7 '<UhiA YgUz @?  
<YUf]b[ '8 UHY. '8 YWYa VYf '+z&\$&'  
7 UgYBc" &' -- (

4. This proposed horizontal well spacing unit will overlap the following existing Bone Spring spacing units:

- A 156.33-acre horizontal well spacing unit comprised of the S2S2 of Section 6 dedicated to Matador's AO6 502H (API 30-025-45012) and Matador's AO 6 State Com 501H (API 30-025-45026)
- A 156.35-acre horizontal well spacing unit comprised of the N2S2 of Section 6 dedicated to Matador's AO 6 State Com 001H (API 30-025-40519)
- A 156.38-acre horizontal well spacing unit comprised of the S2N2 of Section 6 dedicated to Matador's COOP 6 State 002H (API 30-025-41981)
- A 156.55-acre horizontal well spacing unit comprised of the N2N2 of Section 6 dedicated to Matador's COOP 6 State 001H (API 30-025-41177)
- A 156.34-acre horizontal well spacing unit comprised of the S2N2 of Section 31 dedicated to Matador's Dagger State Unit 002H (API 30-025-41178)

5. Applicant has sought and been unable to obtain voluntary agreement for the development of these lands from all interest owners in the subject spacing unit.

6. Approval of this overlapping horizontal well spacing unit and the pooling of interests will allow Applicant to obtain a just and fair share of the oil and gas underlying the subject lands, avoid the drilling of unnecessary wells, will prevent waste, and will protect correlative rights.

WHEREFORE, Applicant requests that this application be set for hearing before an Examiner of the Oil Conservation Division on December 7, 2023, and, after notice and hearing as required by law, the Division enter an order:

- A. Approving the overlapping horizontal well spacing unit and pooling all uncommitted interests therein;
- B. Designating Matador Production Company as operator of this horizontal well spacing unit and the wells to be drilled thereon;
- C. Authorizing Applicant to recover its costs of drilling, completing, and equipping the wells;

- D. Approving the actual operating charges and costs of supervision while drilling and after completion, together with a provision adjusting the rates pursuant to the COPAS accounting procedures; and
- E. Imposing a 200% penalty for the risk assumed by Applicant in drilling and completing the wells against any working interest owner who does not voluntarily participate in the drilling of the wells.

Respectfully submitted,

HOLLAND & HART LLP

By: 

---

Michael H. Feldewert  
Adam G. Rankin  
Paula M. Vance  
Post Office Box 2208  
Santa Fe, NM 87504  
505-988-4421  
505-983-6043 Facsimile  
mfeldewert@hollandhart.com  
agrarkin@hollandhart.com  
pmvance@hollandhart.com

**ATTORNEYS FOR MRC HAT MESA, LLC**

CASE \_\_\_\_\_: **Application of MRC Hat Mesa, LLC for Approval of an Overlapping Horizontal Well Spacing Unit and Compulsory Pooling, Lea County, New Mexico.** Applicant in the above-styled cause seeks an order (a) approving a standard 400-acre, more or less, overlapping horizontal well spacing unit in the Bone Spring formation underlying the E2W2 of Section 6, Township 22 South, Range 33 East, and the E2W2 of Section 31 and the E2SW4 of Section 30, Township 21 South, Range 33 East, NMPM, Lea County, New Mexico, and (b) pooling this proposed horizontal well spacing unit. Said unit will be initially dedicated to the proposed **Paul Flowers State Com 112H, Paul Flowers State Com 132H and Paul Flowers State Com 152H** wells to be horizontally drilled from a surface hole location in the SW4 of Section 6, with a first take point in the SE4SW4 (Unit N) of section 6 and a last take point in the NE4SW4 (Unit K) of Section 30. This proposed horizontal well spacing unit will overlap the following existing Bone Spring spacing units:

- A 156.33-acre horizontal well spacing unit comprised of the S2S2 of Section 6 dedicated to Matador’s AO6 502H (API 30-025-45012) and Matador’s AO 6 State Com 501H (API 30-025-45026)
- A 156.35-acre horizontal well spacing unit comprised of the N2S2 of Section 6 dedicated to Matador’s AO 6 State Com 001H (API 30-025-40519)
- A 156.38-acre horizontal well spacing unit comprised of the S2N2 of Section 6 dedicated to Matador’s COOP 6 State 002H (API 30-025-41981)
- A 156.55-acre horizontal well spacing unit comprised of the N2N2 of Section 6 dedicated to Matador’s COOP 6 State 001H (API 30-025-41177)
- A 156.34-acre horizontal well spacing unit comprised of the S2N2 of Section 31 dedicated to Matador’s Dagger State Unit 002H (API 30-025-41178)

Also, to be considered will be the cost of drilling and completing the wells and the allocation of the cost thereof, actual operating costs and charges for supervision, designation of Matador Production Company as operator of the proposed spacing unit, and a 200% charge for risk involved in drilling the wells. The subject area is located approximately 26 miles west of Eunice, New Mexico.

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

**APPLICATION OF MRC HAT MESA, LLC  
FOR APPROVAL OF AN OVERLAPPING SPACING UNIT  
AND FOR COMPULSORY POOLING,  
LEA COUNTY, NEW MEXICO.**

**CASE NO. 23994**

**SELF-AFFIRMED STATEMENT OF DAVID JOHNS**

David Johns, of lawful age and being first duly sworn, declares as follows:

1. My name is David Johns. I work for MRC Energy Company, an affiliate of Matador Production Company (“Matador”), as a Landman.

2. I have previously testified before the New Mexico Oil Conservation Division as an expert witness in petroleum land matters. My credentials as a petroleum landman have been accepted by the Division and made a matter of public record.

3. I am familiar with the application filed by Matador in this case, and I am familiar with the status of the lands in the subject area.

4. In this case, Matador is seeking an order pooling all uncommitted interests in the Bone Spring formation in the standard 400-acre, more or less, horizontal well spacing unit comprised of the E/2 W/2 of Section 6, Township 22 South, Range 33 East, and the E/2 W/2 of Section 31 and the E/2 SW/4 of Section 30, Township 21 South, Range 33 East, NMPM, Lea County, New Mexico, and initially dedicate this Bone Spring spacing unit to the proposed **Paul Flowers State Com 112H, Paul Flowers State Com 132H and Paul Flowers State Com 152H** wells to be horizontally drilled from a surface hole

**BEFORE THE OIL CONSERVATION DIVISION  
Santa Fe, New Mexico  
Exhibit No. C  
Submitted by: MRC Hat Mesa, LLC  
Hearing Date: December 7, 2023  
Case No. 23994**

location in the SW/4 of Section 6, with a first take point in the SE/4 SW/4 (Unit N) of section 6 and a last take point in the NE/4 SW/4 (Unit K) of Section 30.

5. Matador understands this well will be placed in the WC-025 G-07 S213330F;BONE SPRING [97927] (for Sections 30 and 31) and the LEGG;BONE SPRING [37870] (for Section 6) pools.

6. This 400-acre horizontal well spacing unit will overlap the following existing spacing units covering portions of the subject acreage:

- a. A 156.33-acre horizontal well spacing unit comprised of the S/2 S/2 of Section 6 dedicated to Matador's AO6 502H (API 30-025-45012) and Matador's AO 6 State Com 501H (API 30-025-45026);
- b. A 156.35-acre horizontal well spacing unit comprised of the N/2 S/2 of Section 6 dedicated to Matador's AO 6 State Com 001H (API 30-025-40519);
- c. A 156.38-acre horizontal well spacing unit comprised of the S/2 N/2 of Section 6 dedicated to Matador's COOP 6 State 002H (API 30-025-41981);
- d. A 156.55-acre horizontal well spacing unit comprised of the N/2N/2 of Section 6 dedicated to Matador's COOP 6 State 001H (API 30-025-41177);  
and
- e. A 156.34-acre horizontal well spacing unit comprised of the S/2 N/2 of Section 31 dedicated to Matador's Dagger State Unit 002H (API 30-025-41178).

7. **Matador Exhibit C-1** contains a copy of the notice that Matador sent to the working interest owners in the existing spacing units referenced above, the working

interest owners in the proposed spacing unit in Matador's current application, as well as the New Mexico State Land Office. Matador has not received written notice of any objection to the notice of overlapping spacing unit.

8. **Matador Exhibit C-2** contains the Form C-102 for the proposed well.

9. The completed intervals for the proposed well will remain within the standard setbacks required by the statewide rules set forth in 19.15.16.15 NMAC.

10. **Matador Exhibit C-3** identifies the tracts of land comprising the proposed horizontal spacing units. The land in the proposed spacing unit is comprised of state lands.

11. **Matador Exhibit C-4** identifies for the working interest owners that Matador is seeking to pool along with their respective ownership interest in the proposed horizontal spacing unit. **Matador Exhibit C-4** also identifies the overriding royalty interest owners that Matador seeks to pool in this case.

12. There are no depth severances within the Bone Spring formation for this acreage.

13. While Matador was working to put this unit together, Matador proposed the above well to each of the working interest parties it seeks to pool. **Matador Exhibit C-5** contains a sample well proposal letter that was sent to those parties, along with the AFE sent to working interest owners for each well. The costs reflected in the AFE are consistent with what other operators have incurred for drilling similar horizontal wells in the area.

14. In addition to sending well proposal letters and AFEs, I have called or emailed each of the working interest owners Matador seeks to pool. As indicated in **Matador Exhibit C-6**, we have been able to contact and have discussions with all of the working interest owners we seek to pool.

15. **Matador Exhibit C-6** contains a summary chronology of Matador’s contacts and attempted contacts with the uncommitted working interest owners. In my opinion, Matador has undertaken good faith efforts to reach an agreement with the uncommitted mineral owners that Matador seeks to pool in this case.

16. Matador has made an estimate of overhead and administrative costs for drilling and producing the proposed well. It is \$8,000/month while drilling, and \$800/month while producing. These costs are consistent with what other operators are charging in this area for these types of wells. Matador respectfully requests that these administrative and overhead costs be incorporated into any order entered by the Division in this case.

17. I provided Matador’s outside counsel, Holland & Hart, a list of names and addresses for the parties that Matador is seeking to pool. In compiling this notice list, Matador conducted a diligent search of all public records in the county where the proposed wells are located and of phone directories, including computer searches.

18. **Matador Exhibits C-1 through C-6** were either prepared by me or compiled under my direction and supervision.

19. I affirm under penalty of perjury under the laws of the State of New Mexico that the foregoing statements are true and correct. I understand that this self-affirmed statement will be used as written testimony in this case. This statement is made on the date next to my signature below.

  
\_\_\_\_\_

David Johns

  
\_\_\_\_\_

Date

# **Exhibit C-1**

**VIA CERTIFIED MAIL**  
**RETURN RECEIPT REQUESTED**

**TO ALL WORKING INTEREST OWNERS IN THE AGREAGE AFFECTED BY  
PROPOSED OVERLAPPING SPACING UNIT**

November 13, 2023

Re: Notice of Overlapping Spacing Unit  
Matador's Paul Flowers State Com #112H, #132H, and #152H

To Whom It May Concern:

Matador Production Company has proposed the above-referenced wells for the development of the Bone Spring formation under the E/2 W/2 of Section 6, Township 22 South, Range 33 East, and the E/2 W/2 of Section 31 and the E/2 SW/4 of Section 30, Township 21 South, Range 33 East, NMPM, Lea County, New Mexico.

This letter is to advise you that this proposed development plan will require the formation of the 400 acre, more or less, spacing unit comprised of the E/2 W/2 of Section 6, Township 22 South, Range 33 East, and the E/2 W/2 of Section 31 and the E/2 SW/4 of Section 30, Township 21 South, Range 33 East, NMPM, Lea County, New Mexico, which will initially be dedicated to:

- (i) Matador's **Paul Flowers State Com 112H** well to be horizontally drilled from a surface hole location in the SW/4 of Section 6, with a first take point in the SE/4 SW/4 (Unit N) of section 6 and a last take point in the NE/4 SW/4 (Unit K) of Section 30. This well is targeting the First Bone Spring of the Bone Spring formation, with an approximate TVD of 9,900';
- (ii) Matador's **Paul Flowers State Com 132H** well to be horizontally drilled from a surface hole location in the SW/4 of Section 6, with a first take point in the SE/4 SW/4 (Unit N) of section 6 and a last take point in the NE/4 SW/4 (Unit K) of Section 30. This well is targeting the Third Bone Spring of the Bone Spring formation, with an approximate TVD of 11,940';
- (iii) Matador's **Paul Flowers State Com 152H** well to be horizontally drilled from a surface hole location in the SW/4 of Section 6, with a first take point in the SE/4 SW/4 (Unit N) of section 6 and a last take point in the NE/4 SW/4 (Unit K) of Section 30. This well is targeting the Third Bone Spring of the Bone Spring formation, with an approximate TVD of 11,280';

Matador's proposed 400-acre horizontal well spacing unit will overlap the following existing spacing unit:

BEFORE THE OIL CONSERVATION DIVISION  
Santa Fe, New Mexico  
Exhibit No. C-1  
Submitted by: MRC Hat Mesa, LLC  
Hearing Date: December 7, 2023  
Case No. 23994

- (i) A 156.33-acre horizontal well spacing unit comprised of the S/2 S/2 of Section 6, Township 22 South, Range 33 East, Lea County, New Mexico, dedicated to Matador's AO6 502H (API 30-025-45012) and Matador's AO 6 State Com 501H (API 30-025-45026). Matador's AO6 502H (API 30-025-45012) is targeting the Second Bone Spring of the Bone Spring formation, with an approximate TVD of 10,771'. Matador's AO 6 State Com 501H (API 30-025-45026) is targeting the Second Bone Spring of the Bone Spring formation, with an approximate TVD of 10,637';
- (ii) A 156.35-acre horizontal well spacing unit comprised of the N/2 S/2 of Section 6, Township 22 South, Range 33 East, Lea County, New Mexico, dedicated to Matador's AO 6 State Com 001H (API 30-025-40519), which is targeting the Second Bone Spring of the Bone Spring formation, with an approximate TVD of 10,922';
- (iii) A 156.38-acre horizontal well spacing unit comprised of the S/2 N/2 of Section 6, Township 22 South, Range 33 East, Lea County, New Mexico, dedicated to Matador's COOP 6 State 002H (API 30-025-41981), which is targeting the Second Bone Spring of the Bone Spring formation, with an approximate TVD of 10,833';
- (iv) A 156.55-acre horizontal well spacing unit comprised of the N/2 N/2 of Section 6, Township 22 South, Range 33 East, Lea County, New Mexico, dedicated to Matador's COOP 6 State 001H (API 30-025-41177), which is targeting the Second Bone Spring of the Bone Spring formation, with an approximate TVD of 10,884';
- (v) A 156.34-acre horizontal well spacing unit comprised of the S/2 S/2 of Section 31, Township 21 South, Range 33 East, NMPM, Lea County, New Mexico, dedicated to Matador's Dagger State Unit 002H (API 30-025-41178), which is targeting the Second Bone Spring of the Bone Spring formation, with an approximate TVD of 10,944'.

Pursuant to NMAC 19.15.16.15.B(9) and 19.15.15.12.B, you have a right to object the overlapping spacing unit by delivering a written statement of objection to our office within twenty (20) days of the mailing of this notice. If no objection is received within this 20-day period, we will proceed with obtaining any remaining regulatory approvals for the proposed spacing unit.

If you have any questions about this matter, please contact me at your convenience.

Sincerely,



David Johns  
Senior Staff Landman for Matador Production Company  
972-619-1259  
djohns@matadorresources.com

# **Exhibit C-2**

District I  
1625 N. French Dr., Hobbs, NM 88240  
Phone: (575) 393-6161 Fax: (575) 393-0720  
District II  
811 S. First St., Artesia, NM 88210  
Phone: (575) 748-1283 Fax: (575) 748-9720  
District III  
1000 Rio Brazos Road, Aztec, NM 87410  
Phone: (505) 334-6178 Fax: (505) 334-6170  
District IV  
1230 S. St. Francis Dr., Santa Fe, NM 87505  
Phone: (505) 476-3460 Fax: (505) 476-3462

State of New Mexico  
Energy, Minerals & Natural Resources  
Department  
OIL CONSERVATION DIVISION  
1220 South St. Francis Dr.  
Santa Fe, NM 87505

Santa Fe, New Mexico  
Revised Exhibit No. C-2  
Submitted by: MRC Hat Mesa, LLC  
Hearing Date: December 7, 2023 FORM C-102  
Case No. 23994 Revised August 1, 2011

Submit one copy to appropriate  
District Office

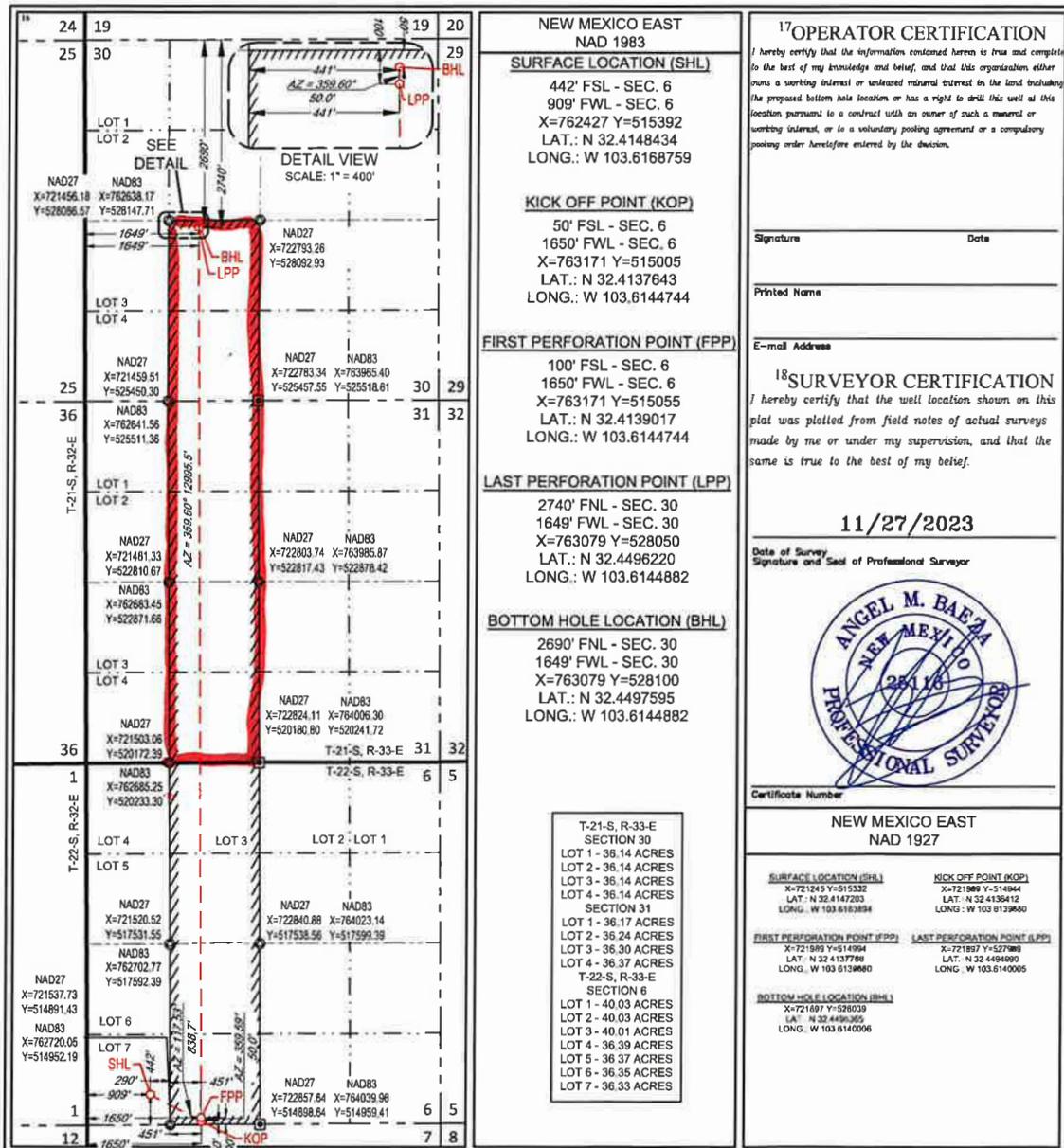
AMENDED REPORT

WELL LOCATION AND ACREAGE DEDICATION PLAT

<sup>1</sup> API Number		<sup>2</sup> Pool Code		<sup>3</sup> Pool Name					
		97927		WC-025 G-07 5213330F; Bone Spring					
<sup>4</sup> Property Code		<sup>5</sup> Property Name			<sup>6</sup> Well Number				
		PAUL FLOWERS			112H				
<sup>7</sup> GRID No.		<sup>8</sup> Operator Name			<sup>9</sup> Elevation				
228937		MATADOR PRODUCTION COMPANY			3614'				
<sup>10</sup> Surface Location									
UL or lot no.	Section	Township	Range	Lot Idn	Feet from the	North/South line	Feet from the	East/West line	County
7	6	22-S	33-E	-	442'	SOUTH	909'	WEST	LEA
<sup>11</sup> Bottom Hole Location If Different From Surface									
UL or lot no.	Section	Township	Range	Lot Idn	Feet from the	North/South line	Feet from the	East/West line	County
K	30	21-S	33-E	-	2690'	NORTH	1649'	WEST	LEA
<sup>12</sup> Dedicated Acres		<sup>13</sup> Joint or Infill		<sup>14</sup> Consolidation Code		<sup>15</sup> Order No.			
440.01									

240

No allowable will be assigned to this completion until all interests have been consolidated or a non-standard unit has been approved by the division.



District I  
1625 N. French Dr., Hobbs, NM 88240  
Phone: (575) 393-6161 Fax: (575) 393-0720

District II  
811 S. First St., Artesia, NM 88210  
Phone: (575) 748-1283 Fax: (575) 748-9720

District III  
1000 Rio Brazos Road, Aztec, NM 87410  
Phone: (505) 334-6178 Fax: (505) 334-6170

District IV  
1220 S. St. Francis Dr., Santa Fe, NM 87505  
Phone: (505) 476-3460 Fax: (505) 476-3462

State of New Mexico  
Energy, Minerals & Natural Resources  
Department  
OIL CONSERVATION DIVISION  
1220 South St. Francis Dr.  
Santa Fe, NM 87505

FORM C-102  
Revised August 1, 2011  
Submit one copy to appropriate  
District Office

AMENDED REPORT

WELL LOCATION AND ACREAGE DEDICATION PLAT

<sup>1</sup> API Number	<sup>2</sup> Pool Code 37870	<sup>3</sup> Pool Name Legg; Bone Springs
<sup>4</sup> Property Code	<sup>5</sup> Property Name PAUL FLOWERS	<sup>6</sup> Well Number 112H
<sup>7</sup> OGRID No. 228937	<sup>8</sup> Operator Name MATADOR PRODUCTION COMPANY	<sup>9</sup> Elevation 3614'

<sup>10</sup>Surface Location

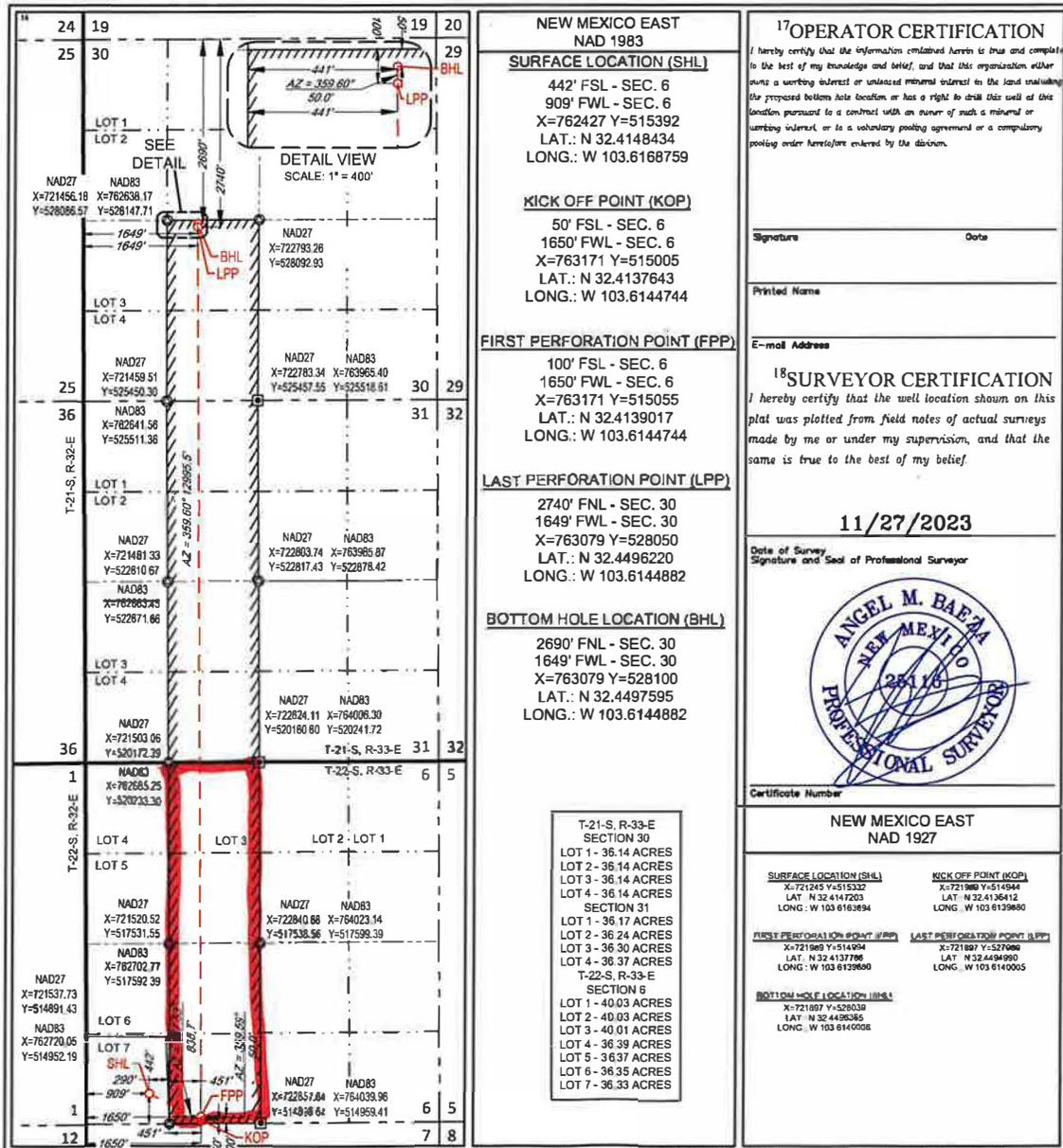
UL or lot no.	Section	Township	Range	Lot Idn	Feet from the	North/South line	Feet from the	East/West line	County
7	6	22-S	33-E	-	442'	SOUTH	909'	WEST	LEA

<sup>11</sup>Bottom Hole Location If Different From Surface

UL or lot no.	Section	Township	Range	Lot Idn	Feet from the	North/South line	Feet from the	East/West line	County
K	30	21-S	33-E	-	2690'	NORTH	1649'	WEST	LEA

<sup>12</sup> Dedicated Acres 160.01	<sup>13</sup> Joint or Infill	<sup>14</sup> Consolidation Code	<sup>15</sup> Order No.
---	-------------------------------	----------------------------------	-------------------------

No allowable will be assigned to this completion until all interests have been consolidated or a non-standard unit has been approved by the division.



District I  
1625 N. French Dr., Hobbs, NM 88240  
Phone: (575) 393-6161 Fax: (575) 393-0720  
District II  
811 S. First St., Artesia, NM 88210  
Phone: (575) 748-1283 Fax: (575) 748-9720  
District III  
1000 Rio Brazos Road, Aztec, NM 87410  
Phone: (505) 334-6178 Fax: (505) 334-6170  
District IV  
1220 S. St. Francis Dr., Santa Fe, NM 87505  
Phone: (505) 476-3460 Fax: (505) 476-3462

State of New Mexico  
Energy, Minerals & Natural Resources  
Department  
OIL CONSERVATION DIVISION  
1220 South St. Francis Dr.  
Santa Fe, NM 87505

FORM C-102  
Revised August 1, 2011  
Submit one copy to appropriate  
District Office

AMENDED REPORT

WELL LOCATION AND ACREAGE DEDICATION PLAT

<sup>1</sup> API Number		<sup>2</sup> Pool Code		<sup>3</sup> Pool Name					
		97927		WC-025 G-07 SA13330F; Bone Springs					
<sup>4</sup> Property Code		<sup>5</sup> Property Name			<sup>6</sup> Well Number				
		PAUL FLOWERS			132H				
<sup>7</sup> GRID No.		<sup>8</sup> Operator Name			<sup>9</sup> Elevation				
228937		MATADOR PRODUCTION COMPANY			3617'				
<sup>10</sup> Surface Location									
UL or lot no.	Section	Township	Range	Lot Idn	Feet from the	North/South line	Feet from the	East/West line	County
0	6	22-S	33-E	-	442'	SOUTH	2038'	EAST	LEA
<sup>11</sup> Bottom Hole Location If Different From Surface									
UL or lot no.	Section	Township	Range	Lot Idn	Feet from the	North/South line	Feet from the	East/West line	County
K	30	21-S	33-E	-	2690'	NORTH	2177'	WEST	LEA
<sup>12</sup> Dedicated Acres		<sup>13</sup> Joint or Infill		<sup>14</sup> Consolidation Code		<sup>15</sup> Order No.			
440.01									

240

No allowable will be assigned to this completion until all interests have been consolidated or a non-standard unit has been approved by the division.

**DETAIL VIEW**  
SCALE: 1" = 400'

SEE DETAIL

**NEW MEXICO EAST NAD 1983**

**SURFACE LOCATION (SHL)**  
442' FSL - SEC. 6  
2038' FWL - SEC. 6  
X=764639 Y=515404  
LAT.: N 32.4148356  
LONG.: W 103.6097084

**KICK OFF POINT (KOP)**  
50' FSL - SEC. 6  
2178' FWL - SEC. 6  
X=763699 Y=515008  
LAT.: N 32.4137624  
LONG.: W 103.6127634

**FIRST PERFORATION POINT (FPP)**  
100' FSL - SEC. 6  
2178' FWL - SEC. 6  
X=763699 Y=515058  
LAT.: N 32.4138999  
LONG.: W 103.6127635

**LAST PERFORATION POINT (LPP)**  
2740' FNL - SEC. 30  
2177' FWL - SEC. 30  
X=763607 Y=528052  
LAT.: N 32.4496191  
LONG.: W 103.6127765

**BOTTOM HOLE LOCATION (BHL)**  
2690' FNL - SEC. 30  
2177' FWL - SEC. 30  
X=763607 Y=528102  
LAT.: N 32.4497565  
LONG.: W 103.6127766

T-21-S, R-33-E  
SECTION 30  
LOT 1 - 36.14 ACRES  
LOT 2 - 36.14 ACRES  
LOT 3 - 36.14 ACRES  
LOT 4 - 36.14 ACRES  
SECTION 31  
LOT 1 - 36.17 ACRES  
LOT 2 - 36.24 ACRES  
LOT 3 - 36.30 ACRES  
LOT 4 - 36.37 ACRES  
T-22-S, R-33-E  
SECTION 6  
LOT 1 - 40.03 ACRES  
LOT 2 - 40.03 ACRES  
LOT 3 - 40.01 ACRES  
LOT 4 - 36.39 ACRES  
LOT 5 - 36.37 ACRES  
LOT 6 - 36.35 ACRES  
LOT 7 - 36.33 ACRES

**17 OPERATOR CERTIFICATION**  
I hereby certify that the information contained herein is true and complete to the best of my knowledge and belief, and that this organization either owns a working interest or unleased mineral interest in the land including the proposed bottom hole location or has a right to drill this well at this location pursuant to a contract with an owner of such a mineral or working interest, or to a voluntary pooling agreement or a compulsory pooling order heretofore entered by the division.

Signature \_\_\_\_\_ Date \_\_\_\_\_

Printed Name \_\_\_\_\_

E-mail Address \_\_\_\_\_

**18 SURVEYOR CERTIFICATION**  
I hereby certify that the well location shown on this plat was plotted from field notes of actual surveys made by me or under my supervision, and that the same is true to the best of my belief.

11/27/2023

Date of Survey  
Signature and Seal of Professional Surveyor

Certificate Number \_\_\_\_\_

**NEW MEXICO EAST NAD 1927**

<b>SURFACE LOCATION (SHL)</b> X=723457 Y=515344 LAT. N 32.4147124 LONG. W 103.6092221	<b>KICK OFF POINT (KOP)</b> X=722517 Y=514947 LAT. N 32.4136393 LONG. W 103.6122771
<b>FIRST PERFORATION POINT (FPP)</b> X=722516 Y=514997 LAT. N 32.4137786 LONG. W 103.6122772	<b>LAST PERFORATION POINT (LPP)</b> X=722425 Y=527991 LAT. N 32.4494960 LONG. W 103.6122890
<b>BOTTOM HOLE LOCATION (BHL)</b> X=722425 Y=528041 LAT. N 32.4496335 LONG. W 103.6122890	

S:\SURVEY\MATADOR\_RESOURCES\PAUL\_FLOWERS\FINAL\_PRODUCT\SILO\_PAUL\_FLOWERS\_132H.DWG 12/5/2023 1:32:14 PM edasbels

District I  
1625 N. French Dr., Hobbs, NM 88240  
Phone: (575) 393-6161 Fax: (575) 393-0720

District II  
811 S. First St., Artesia, NM 88210  
Phone: (575) 748-1283 Fax: (575) 748-9720

District III  
1000 Rio Brazos Road, Aztec, NM 87410  
Phone: (505) 334-6178 Fax: (505) 334-6170

District IV  
1220 S. St. Francis Dr., Santa Fe, NM 87505  
Phone: (505) 476-3460 Fax: (505) 476-3462

State of New Mexico  
Energy, Minerals & Natural Resources  
Department  
OIL CONSERVATION DIVISION  
1220 South St. Francis Dr.  
Santa Fe, NM 87505

FORM C-102  
Revised August 1, 2011  
Submit one copy to appropriate  
District Office

AMENDED REPORT

WELL LOCATION AND ACREAGE DEDICATION PLAT

<sup>1</sup> API Number	<sup>2</sup> Pool Code 37870	<sup>3</sup> Pool Name Less; Bone Spring
<sup>4</sup> Property Code	<sup>5</sup> Property Name PAUL FLOWERS	<sup>6</sup> Well Number 132H
<sup>7</sup> OGRID No. 228937	<sup>8</sup> Operator Name MATADOR PRODUCTION COMPANY	<sup>9</sup> Elevation 3617'

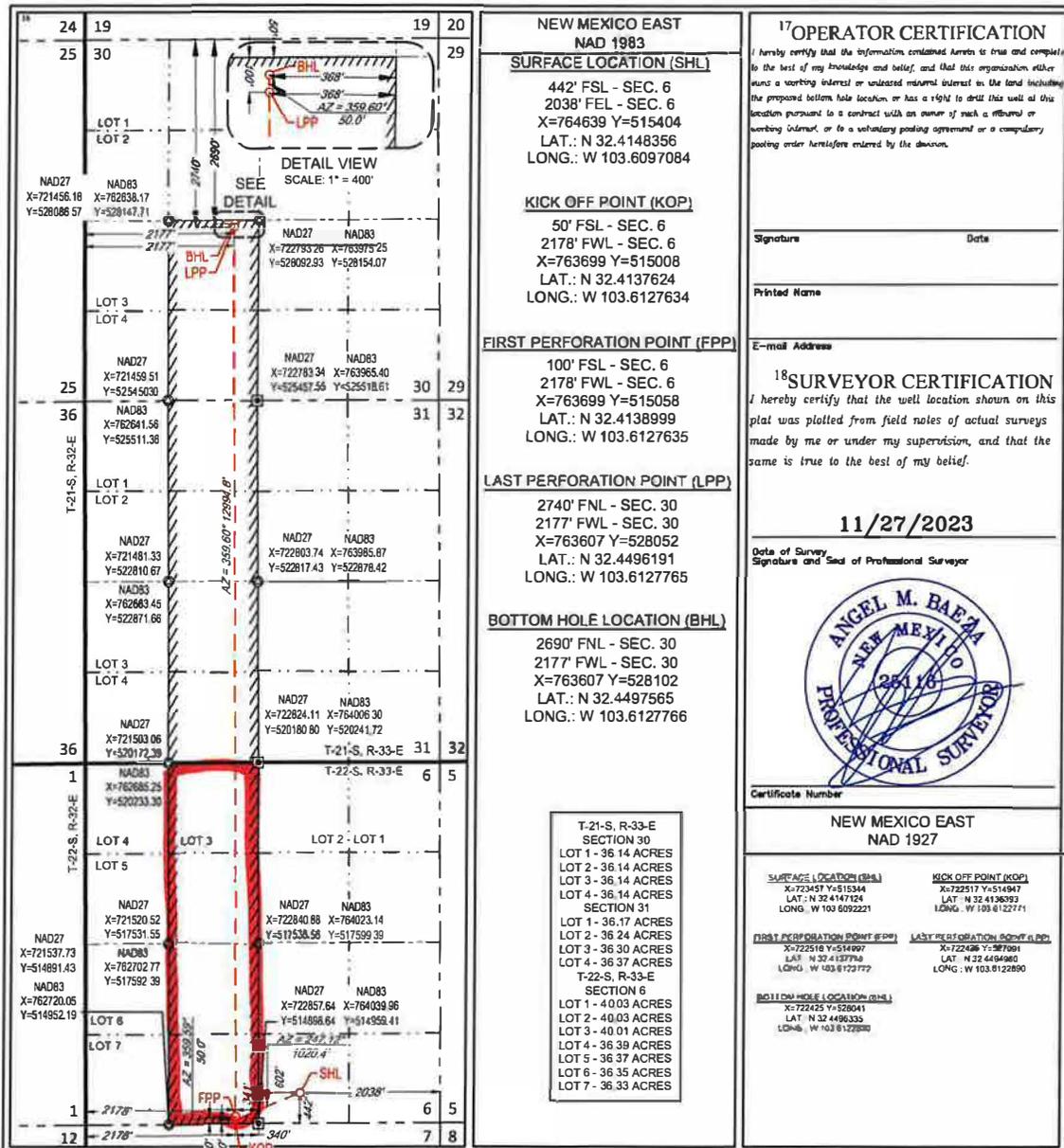
<sup>10</sup> Surface Location									
UL or lot no.	Section	Township	Range	Lot Idn	Feet from the	North/South line	Feet from the	East/West line	County
0	6	22-S	33-E	-	442'	SOUTH	2038'	EAST	LEA

<sup>11</sup> Bottom Hole Location If Different From Surface									
UL or lot no.	Section	Township	Range	Lot Idn	Feet from the	North/South line	Feet from the	East/West line	County
K	30	21-S	33-E	-	2690'	NORTH	2177'	WEST	LEA

<sup>12</sup> Dedicated Acres 440.01	<sup>13</sup> Joint or Infill	<sup>14</sup> Consolidation Code	<sup>15</sup> Order No.
---	-------------------------------	----------------------------------	-------------------------

160.01

No allowable will be assigned to this completion until all interests have been consolidated or a non-standard unit has been approved by the division.



District I  
1625 N. French Dr., Hobbs, NM 88240  
Phone: (575) 393-6161 Fax: (575) 393-0720  
District II  
811 S. First St., Artesia, NM 88210  
Phone: (575) 748-1283 Fax: (575) 748-9720  
District III  
1000 Rio Brazos Road, Aztec, NM 87410  
Phone: (505) 334-6178 Fax: (505) 334-6170  
District IV  
1220 S. St. Francis Dr., Santa Fe, NM 87505  
Phone: (505) 476-3460 Fax: (505) 476-3462

State of New Mexico  
Energy, Minerals & Natural Resources  
Department  
OIL CONSERVATION DIVISION  
1220 South St. Francis Dr.  
Santa Fe, NM 87505

FORM C-102  
Revised August 1, 2011  
Submit one copy to appropriate  
District Office

AMENDED REPORT

WELL LOCATION AND ACREAGE DEDICATION PLAT

API Number		Pool Code		Pool Name					
		97927		WC-025 G-07 SA13330F Bone Sp. 8					
Property Code		Property Name		Well Number					
		PAUL FLOWERS		152H					
OGRID No.		Operator Name		Elevation					
228937		MATADOR PRODUCTION COMPANY		3617'					
Surface Location									
UL or lot no.	Section	Township	Range	Lot Idn	Feet from the	North/South line	Feet from the	East/West line	County
0	6	22-S	33-E	-	472'	SOUTH	2068'	EAST	LEA
Bottom Hole Location If Different From Surface									
UL or lot no.	Section	Township	Range	Lot Idn	Feet from the	North/South line	Feet from the	East/West line	County
K	30	21-S	33-E	-	2690'	NORTH	2177'	WEST	LEA
Dedicated Acres		Joint or Infill		Consolidation Code		Order No.			
440.01									

240

No allowable will be assigned to this completion until all interests have been consolidated or a non-standard unit has been approved by the division.

**DETAIL VIEW SCALE: 1" = 400'**

**SEE DETAIL**

**LOT 1 LOT 2**

**LOT 3 LOT 4**

**LOT 1 LOT 2**

**LOT 3 LOT 4**

**LOT 1 LOT 2**

**LOT 3 LOT 4**

**LOT 4 LOT 3**

**LOT 5**

**LOT 6**

**LOT 7**

**NEW MEXICO EAST NAD 1983**

**SURFACE LOCATION (SHL)**

472' FSL - SEC. 6  
2068' FWL - SEC. 6  
X=764609 Y=515434  
LAT.: N 32.4149182  
LONG.: W 103.6098054

**KICK OFF POINT (KOP)**

50' FSL - SEC. 6  
2178' FWL - SEC. 6  
X=763699 Y=515008  
LAT.: N 32.4137624  
LONG.: W 103.6127634

**FIRST PERFORATION POINT (FPP)**

100' FSL - SEC. 6  
2178' FWL - SEC. 6  
X=763699 Y=515058  
LAT.: N 32.4138999  
LONG.: W 103.6127635

**LAST PERFORATION POINT (LPP)**

2740' FNL - SEC. 30  
2177' FWL - SEC. 30  
X=763607 Y=528052  
LAT.: N 32.4496191  
LONG.: W 103.6127765

**BOTTOM HOLE LOCATION (BHL)**

2690' FNL - SEC. 30  
2177' FWL - SEC. 30  
X=763607 Y=528102  
LAT.: N 32.4497565  
LONG.: W 103.6127766

T-21-S, R-33-E  
SECTION 30  
LOT 1 - 36.14 ACRES  
LOT 2 - 36.14 ACRES  
LOT 3 - 36.14 ACRES  
LOT 4 - 36.14 ACRES  
SECTION 31  
LOT 1 - 36.17 ACRES  
LOT 2 - 36.24 ACRES  
LOT 3 - 36.30 ACRES  
LOT 4 - 36.37 ACRES  
T-22-S, R-33-E  
SECTION 6  
LOT 1 - 40.03 ACRES  
LOT 2 - 40.03 ACRES  
LOT 3 - 40.01 ACRES  
LOT 4 - 36.39 ACRES  
LOT 5 - 36.37 ACRES  
LOT 6 - 36.35 ACRES  
LOT 7 - 36.33 ACRES

**17 OPERATOR CERTIFICATION**

I hereby certify that the information contained herein is true and complete to the best of my knowledge and belief, and that this organization either owns a working interest or undivided mineral interest in the land including the proposed bottom hole location or has a right to drill this well at this location pursuant to a contract with an owner of such a mineral or working interest, or to a voluntary pooling agreement or a compulsory pooling order heretofore entered by the division.

Signature \_\_\_\_\_ Date \_\_\_\_\_

Printed Name \_\_\_\_\_

E-mail Address \_\_\_\_\_

**18 SURVEYOR CERTIFICATION**

I hereby certify that the well location shown on this plat was plotted from field notes of actual surveys made by me or under my supervision, and that the same is true to the best of my belief.

**11/27/2023**

Date of Survey  
Signature and Seal of Professional Surveyor

Certificate Number \_\_\_\_\_

**NEW MEXICO EAST NAD 1927**

<b>SURFACE LOCATION (SHL)</b> X=723427 Y=515373 LAT. N 32.4147951 LONG. W 103.6093192	<b>KICK OFF POINT (KOP)</b> X=722517 Y=514947 LAT. N 32.4136393 LONG. W 103.6122771
<b>FIRST PERFORATION POINT (FPP)</b> X=722516 Y=514997 LAT. N 32.4137768 LONG. W 103.6122772	<b>LAST PERFORATION POINT (LPP)</b> X=722425 Y=527991 LAT. N 32.4494960 LONG. W 103.6122890
<b>BOTTOM HOLE LOCATION (BHL)</b> X=722425 Y=528041 LAT. N 32.4496335 LONG. W 103.6122890	

District I  
1625 N. French Dr., Hobbs, NM 88240  
Phone: (575) 393-6161 Fax: (575) 393-0720  
District II  
811 S. First St., Artesia, NM 88210  
Phone: (575) 748-1283 Fax: (575) 748-9720  
District III  
1000 Rio Brazos Road, Aztec, NM 87410  
Phone: (505) 334-6178 Fax: (505) 334-6170  
District IV  
1220 S. St. Francis Dr., Santa Fe, NM 87505  
Phone: (505) 476-3460 Fax: (505) 476-3462

State of New Mexico  
Energy, Minerals & Natural Resources  
Department  
OIL CONSERVATION DIVISION  
1220 South St. Francis Dr.  
Santa Fe, NM 87505

FORM C-102  
Revised August 1, 2011  
Submit one copy to appropriate  
District Office

AMENDED REPORT

WELL LOCATION AND ACREAGE DEDICATION PLAT

<sup>1</sup> API Number	<sup>2</sup> Pool Code 37870	<sup>3</sup> Pool Name Legs; Bone Springs
<sup>4</sup> Property Code	<sup>5</sup> Property Name PAUL FLOWERS	
<sup>6</sup> Well Number 152H	<sup>7</sup> Operator Name MATADOR PRODUCTION COMPANY	<sup>8</sup> Elevation 3617'
<sup>9</sup> GRID No. 228937		

<sup>10</sup>Surface Location

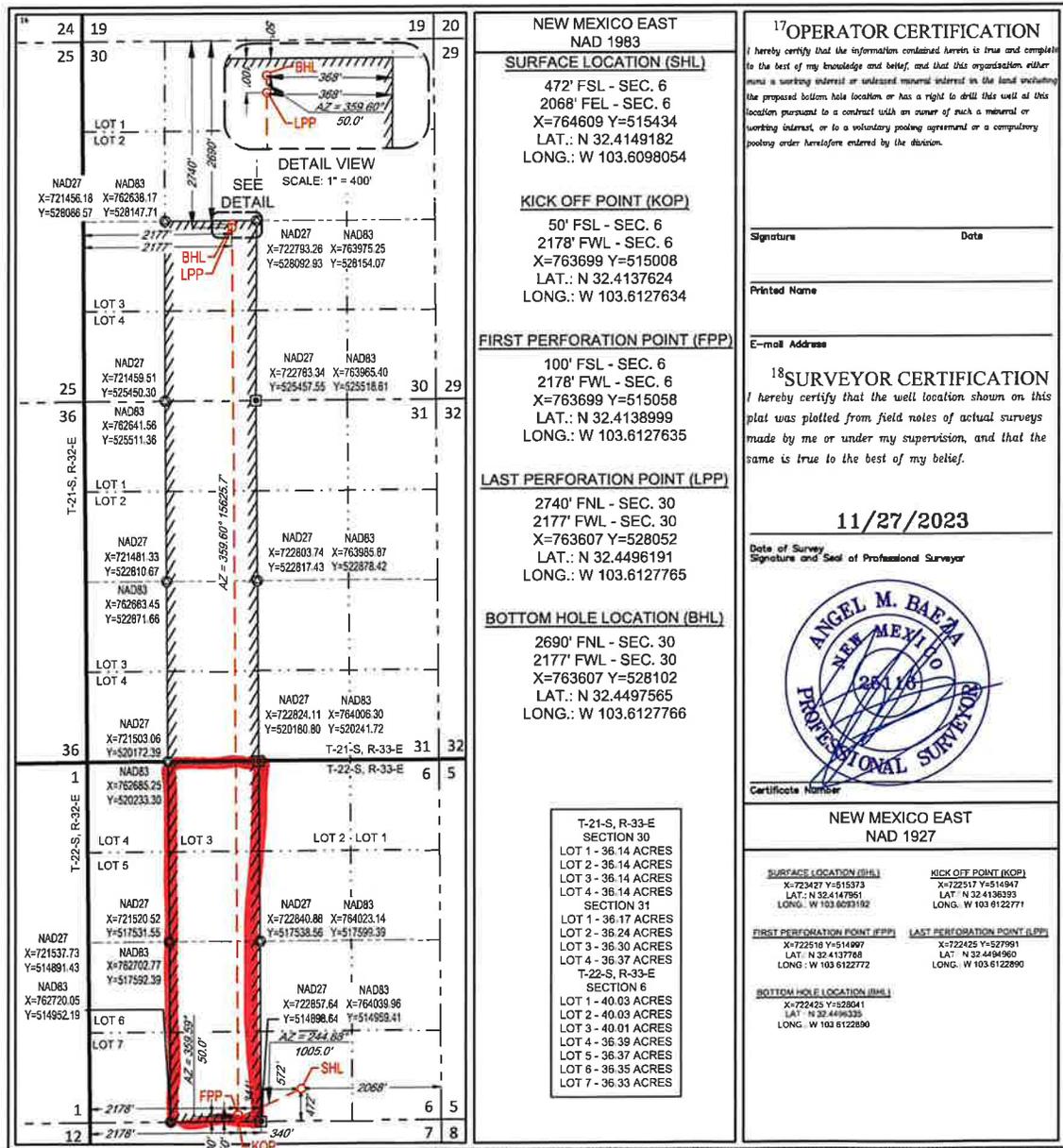
UL or lot no.	Section	Township	Range	Lot Idn	Feet from the	North/South line	Feet from the	East/West line	County
0	6	22-S	33-E	-	472'	SOUTH	2068'	EAST	LEA

<sup>11</sup>Bottom Hole Location If Different From Surface

UL or lot no.	Section	Township	Range	Lot Idn	Feet from the	North/South line	Feet from the	East/West line	County
K	30	21-S	33-E	-	2690'	NORTH	2177'	WEST	LEA

<sup>12</sup> Dedicated Acres 160.01	<sup>13</sup> Joint or Infill	<sup>14</sup> Consolidation Code	<sup>15</sup> Order No.
440.01			

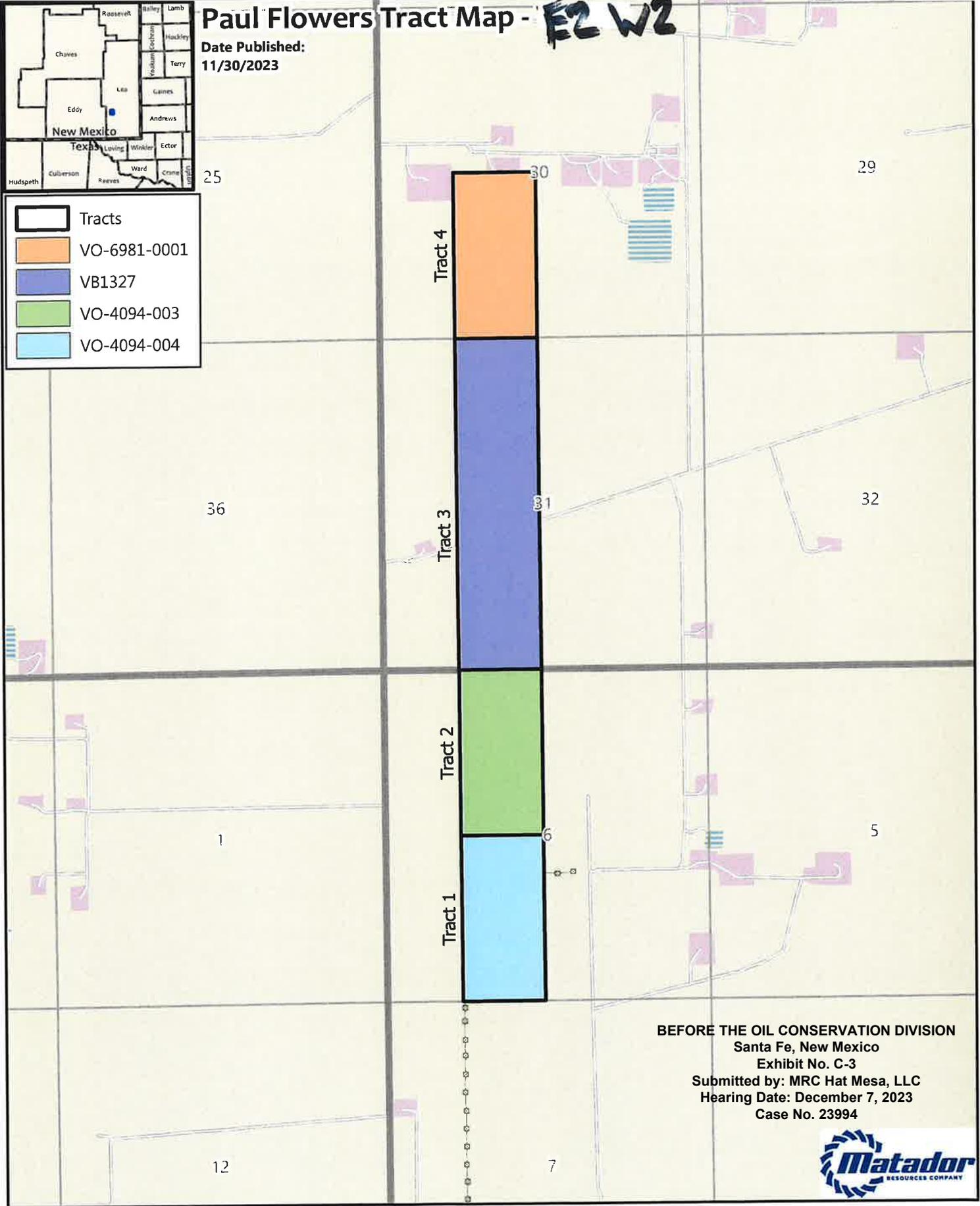
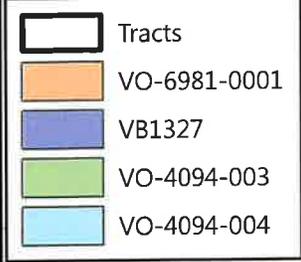
No allowable will be assigned to this completion until all interests have been consolidated or a non-standard unit has been approved by the division.



## Exhibit C-3

# Paul Flowers Tract Map - E2 W2

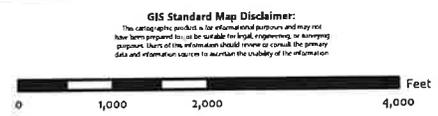
Date Published:  
11/30/2023



BEFORE THE OIL CONSERVATION DIVISION  
 Santa Fe, New Mexico  
 Exhibit No. C-3  
 Submitted by: MRC Hat Mesa, LLC  
 Hearing Date: December 7, 2023  
 Case No. 23994



Map Prepared by: americano.gamarra  
 Date: November 30, 2023



**1:24,000**  
 1 inch equals 2,000 feet

Project: \\gis\UserData\agamarra\temp\20231129 Paul Flowers\Paul Flowers.aprx  
 Spatial Reference: NAD 1983 StatePlane New Mexico East FIPS 3001 Feet  
 Sources: IHS; ESRI; US DOI BLM Carlsbad, NM Field Office, GIS Department;  
 Texas Cooperative Wildlife Collection, Texas A&M University;  
 United States Census Bureau (TIGER);

# **Exhibit C-4**

<b>Paul Flowers State Com #112H, #132H, and #152H (Slot 2- BSP)</b>			
Summary of Interests			
Matador Working Interest		81.3309%	
Compulsory Pool Interest		18.6691%	
<b>Interest Owners:</b>	<b>Description:</b>	<b>Tract:</b>	<b>Interest:</b>
Oxy USA, Inc.*	Uncommitted Working Interest	2	11.6172%
Oxy Y-1 Company*	Uncommitted Working Interest	2	0.7843%
EOG Y Resources, Inc.*	Uncommitted Working Interest	2	6.2676%
Aep Encap Holdco, LLC*	ORRI	1, 2, & 3	-
AEPXCON Management LLC*	ORRI	1, 2, & 3	-
Charis Royalty F LP*	ORRI	1, 2, & 3	-
DG ROYALTY LLC*	ORRI	1, 2, & 3	-
O'Neill Properties*	ORRI	1 & 2	-
Texas Redhand LLC*	ORRI	1 & 2	-

\*Matador is seeking to pool the interests of each party denoted with an \*.

# Exhibit C-5

# Matador Production Company

One Lincoln Centre • 5400 LBJ Freeway • Suite 1500 • Dallas, Texas 75240  
Voice 972.619.1259 • Fax 214.866.4946  
[djohns@matadorresources.com](mailto:djohns@matadorresources.com)

---

David Johns  
Senior Staff Landman

September 25, 2023

VIA CERTIFIED RETURN RECEIPT MAIL

Oxy USA, Inc.  
5 Greenway Plaza, Suite 110  
Houston, TX 77227

Re: Paul Flowers State Com #111H, #112H, #113H, #114H, #131H, #132H, #134H, #151H, #152H, #153H, #154H, #155H, #158H, #203H, #205H & #208H (the "Wells")  
Participation Proposal  
Sections 31 & 30, Township 21 South, Range 33 East, Section 6, Township 22 South, Range 33 East  
Lea County, New Mexico

Dear Sir/Madam:

MRC Permian Company ("MRC") proposes the drilling of Matador Production Company's Paul Flowers State Com #111H, Paul Flowers State Com #112H, Paul Flowers State Com #113H, Paul Flowers State Com #114H, Paul Flowers State Com #131H, Paul Flowers State Com #132H, Paul Flowers State Com #134H, Paul Flowers State Com #151H, Paul Flowers State Com #152H, Paul Flowers State Com #153H, Paul Flowers State Com #154H, Paul Flowers State Com #155H, Paul Flowers State Com #158H, Paul Flowers State Com #203H, Paul Flowers State Com #205H & Paul Flowers State Com #208H wells, located in Sections 31 & 30, Township 21 South, Range 33 East, Section 6, Township 22 South, Range 33 East, Lea County, New Mexico.

In connection with the above, please note the following:

The estimated cost of drilling, testing, completing, and equipping of each Well is itemized on the sixteen (16) enclosed Authority for Expenditures ("AFE") dated June 21, 2023.

- **Paul Flowers State Com #111H:** to be drilled from a legal location with a proposed surface hole location in the S/2SW/4 of Section 6-22S-33E, a proposed first take point located at 330' FWL and 100' FSL of Section 6-22S-33E, and a proposed last take point located at 330' FWL and 2,740' FNL of Section 30-21S-33E. The Well will have a targeted interval within the Bone Spring formation and will be drilled horizontally in the Bone Spring (~9,900' TVD) to a Measured Depth of approximately 22,770'.
- **Paul Flowers State Com #112H:** to be drilled from a legal location with a proposed surface hole location in the S/2SW/4 of Section 6-22S-33E, a proposed first take point located at 1,650' FWL and 100' FSL of Section 6-22S-33E, and a proposed last take point located at 1,650' FWL and 2,740' FNL of Section 30-21S-33E. The Well will have a targeted interval within the Bone Spring formation and will be drilled horizontally in the Bone Spring (~9,900' TVD) to a Measured Depth of approximately 22,770'.

BEFORE THE OIL CONSERVATION DIVISION  
Santa Fe, New Mexico  
Exhibit No. C-5  
Submitted by: MRC Hat Mesa, LLC  
Hearing Date: December 7, 2023  
Case No. 23994

- **Paul Flowers State Com #113H:** to be drilled from a legal location with a proposed surface hole location in the S/2SE/4 of Section 6-22S-33E, a proposed first take point located at 2,310' FEL and 100' FSL of Section 6-22S-33E, and a proposed last take point located at 2,310' FEL and 2,740' FNL of Section 30-21S-33E. The Well will have a targeted interval within the Bone Spring formation and will be drilled horizontally in the Bone Spring (~9,900' TVD) to a Measured Depth of approximately 22,770'.
- **Paul Flowers State Com #114H:** to be drilled from a legal location with a proposed surface hole location in the S/2SE/4 of Section 6-22S-33E, a proposed first take point located at 990' FEL and 100' FSL of Section 6-22S-33E, and a proposed last take point located at 990' FEL and 2,740' FNL of Section 30-21S-33E. The Well will have a targeted interval within the Bone Spring formation and will be drilled horizontally in the Bone Spring (~9,900' TVD) to a Measured Depth of approximately 22,770'.
- **Paul Flowers State Com #131H:** to be drilled from a legal location with a proposed surface hole location in the S/2SW/4 of Section 6-22S-33E, a proposed first take point located at 330' FWL and 100' FSL of Section 6-22S-33E, and a proposed last take point located at 330' FWL and 2,740' FNL of Section 30-21S-33E. The Well will have a targeted interval within the Bone Spring formation and will be drilled horizontally in the Bone Spring (~11,900' TVD) to a Measured Depth of approximately 24,770'.
- **Paul Flowers State Com #132H:** to be drilled from a legal location with a proposed surface hole location in the S/2SW/4 of Section 6-22S-33E, a proposed first take point located at 2,178' FWL and 100' FSL of Section 6-22S-33E, and a proposed last take point located at 2,178' FWL and 2,740' FNL of Section 30-21S-33E. The Well will have a targeted interval within the Bone Spring formation and will be drilled horizontally in the Bone Spring (~11,900' TVD) to a Measured Depth of approximately 24,770'.
- **Paul Flowers State Com #134H:** to be drilled from a legal location with a proposed surface hole location in the S/2SE/4 of Section 6-22S-33E, a proposed first take point located at 1,254' FEL and 100' FSL of Section 6-22S-33E, and a proposed last take point located at 1,254' FEL and 2,740' FNL of Section 30-21S-33E. The Well will have a targeted interval within the Bone Spring formation and will be drilled horizontally in the Bone Spring (~11,900' TVD) to a Measured Depth of approximately 24,770'.
- **Paul Flowers State Com #151H:** to be drilled from a legal location with a proposed surface hole location in the S/2SW/4 of Section 6-22S-33E, a proposed first take point located at 330' FWL and 100' FSL of Section 6-22S-33E, and a proposed last take point located at 330' FWL and 2,740' FNL of Section 30-21S-33E. The Well will have a targeted interval within the Bone Spring formation and will be drilled horizontally in the Bone Spring (~11,300' TVD) to a Measured Depth of approximately 24,170'.
- **Paul Flowers State Com #152H:** to be drilled from a legal location with a proposed surface hole location in the S/2SW/4 of Section 6-22S-33E, a proposed first take point located at 2,178' FWL and 100' FSL of Section 6-22S-33E, and a proposed last take point located at 2,178' FWL and 2,740' FNL of Section 30-21S-33E. The Well will have a targeted interval within the Bone Spring formation and will be drilled horizontally in the Bone Spring (~11,300' TVD) to a Measured Depth of approximately 24,170'.
- **Paul Flowers State Com #153H:** to be drilled from a legal location with a proposed surface hole location in the S/2SE/4 of Section 6-22S-33E, a proposed first take point located at 2,178' FEL and 100' FNL of Section 6-22S-33E, and a proposed last take point located at 2,178' FEL and 2,740' FNL of Section 30-21S-33E. The Well will have a targeted interval within the Bone Spring formation and will be drilled horizontally in the Bone Spring (~11,675' TVD) to a Measured Depth of approximately 24,545'.

- **Paul Flowers State Com #154H:** to be drilled from a legal location with a proposed surface hole location in the S/2SE/4 of Section 6-22S-33E, a proposed first take point located at 1,254' FEL and 100' FSL of Section 6-22S-33E, and a proposed last take point located at 1,254' FEL and 2,740' FNL of Section 30-21S-33E. The Well will have a targeted interval within the Bone Spring formation and will be drilled horizontally in the Bone Spring (~11,300' TVD) to a Measured Depth of approximately 24,170'.
- **Paul Flowers State Com #155H:** to be drilled from a legal location with a proposed surface hole location in the S/2SW/4 of Section 6-22S-33E, a proposed first take point located at 1,254' FWL and 100' FSL of Section 6-22S-33E, and a proposed last take point located at 1,254' FWL and 2,740' FNL of Section 30-21S-33E. The Well will have a targeted interval within the Bone Spring formation and will be drilled horizontally in the Bone Spring (~11,675' TVD) to a Measured Depth of approximately 24,545'.
- **Paul Flowers State Com #158H:** to be drilled from a legal location with a proposed surface hole location in the S/2SE/4 of Section 6-22S-33E, a proposed first take point located at 660' FEL and 100' FSL of Section 6-22S-33E, and a proposed last take point located at 660' FEL and 2,740' FNL of Section 30-21S-33E. The Well will have a targeted interval within the Bone Spring formation and will be drilled horizontally in the Bone Spring (~11,675' TVD) to a Measured Depth of approximately 24,545'.
- **Paul Flowers State Com #203H:** to be drilled from a legal location with a proposed surface hole location in the S/2SE/4 of Section 6-22S-33E, a proposed first take point located at 2,178' FEL and 100' FNL of Section 6-22S-33E, and a proposed last take point located at 2,178' FEL and 2,740' FNL of Section 30-21S-33E. The Well will have a targeted interval within the Wolfcamp formation and will be drilled horizontally in the Wolfcamp (~12,100' TVD) to a Measured Depth of approximately 24,970'.
- **Paul Flowers State Com #205H:** to be drilled from a legal location with a proposed surface hole location in the S/2SW/4 of Section 6-22S-33E, a proposed first take point located at 1,254' FWL and 100' FSL of Section 6-22S-33E, and a proposed last take point located at 1,254' FWL and 2,740' FNL of Section 30-21S-33E. The Well will have a targeted interval within the Wolfcamp formation and will be drilled horizontally in the Wolfcamp (~12,100' TVD) to a Measured Depth of approximately 24,970'.
- **Paul Flowers State Com #208H:** to be drilled from a legal location with a proposed surface hole location in the S/2SE/4 of Section 6-22S-33E, a proposed first take point located at 330' FEL and 100' FSL of Section 6-22S-33E, and a proposed last take point located at 330' FEL and 2,740' FNL of Section 30-21S-33E. The Well will have a targeted interval within the Wolfcamp formation and will be drilled horizontally in the Wolfcamp (~12,100' TVD) to a Measured Depth of approximately 24,970'.

MRC reserves the right to modify the locations and drilling plans described above in order to address topography, cultural or environmental concerns, among other reasons. MRC will advise you of any such modifications.

MRC requests that you indicate your election to participate in the drilling and completion of the Wells in the space provided below, sign and return one (1) copy of this letter to the undersigned.

MRC is proposing to drill the Wells under the terms of the modified 1989 AAPL form of Operating Agreement, which will be provided at a later date, covering the Sections 31 & 30, Township 21 South, Range 33 East, Section 6, Township 22 South, Range 33 East, Lea County, New Mexico, and has the following general provisions:

- 100%/300%/300% Non-consenting penalty
- \$8,000/\$800 Drilling and Producing rate
- Matador Production Company named as Operator

If your election is to participate in the drilling and completion of the Wells, please sign and return a copy of the enclosed AFEs within thirty (30) days of receipt of this notice. Please be aware that the enclosed AFEs are only an estimate of costs to be incurred and by electing to participate in the Wells, each working interest owner shall be responsible for its proportionate share of all costs incurred.

Thank you for your consideration of this proposal. Please contact me if you have any questions.

Sincerely,

**MRC PERMIAN COMPANY**



David Johns

**Oxy USA, Inc. hereby elects to:**

\_\_\_\_\_ Participate for its proportionate share of the costs detailed in the enclosed AFE associated with Matador Production Company's **Paul Flowers State Com #111H** well.  
\_\_\_\_\_ Not to participate in the **Paul Flowers State Com #111H**.

\_\_\_\_\_ Participate for its proportionate share of the costs detailed in the enclosed AFE associated with Matador Production Company's **Paul Flowers State Com #112H** well.  
\_\_\_\_\_ Not to participate in the **Paul Flowers State Com #112H**.

\_\_\_\_\_ Participate for its proportionate share of the costs detailed in the enclosed AFE associated with Matador Production Company's **Paul Flowers State Com #113H** well.  
\_\_\_\_\_ Not to participate in the **Paul Flowers State Com #113H**.

\_\_\_\_\_ Participate for its proportionate share of the costs detailed in the enclosed AFE associated with Matador Production Company's **Paul Flowers State Com #114H** well.  
\_\_\_\_\_ Not to participate in the **Paul Flowers State Com #114H**.

\_\_\_\_\_ Participate for its proportionate share of the costs detailed in the enclosed AFE associated with Matador Production Company's **Paul Flowers State Com #131H** well.  
\_\_\_\_\_ Not to participate in the **Paul Flowers State Com #131H**.

\_\_\_\_\_ Participate for its proportionate share of the costs detailed in the enclosed AFE associated with Matador Production Company's **Paul Flowers State Com #132H** well.  
\_\_\_\_\_ Not to participate in the **Paul Flowers State Com #132H**.

\_\_\_\_\_ Participate for its proportionate share of the costs detailed in the enclosed AFE associated with Matador Production Company's **Paul Flowers State Com #134H** well.  
\_\_\_\_\_ Not to participate in the **Paul Flowers State Com #134H**.

\_\_\_\_\_ Participate for its proportionate share of the costs detailed in the enclosed AFE associated with Matador Production Company's **Paul Flowers State Com #151H** well.  
\_\_\_\_\_ Not to participate in the **Paul Flowers State Com #151H**.

\_\_\_\_\_ Participate for its proportionate share of the costs detailed in the enclosed AFE associated with Matador Production Company's **Paul Flowers State Com #152H** well.  
\_\_\_\_\_ Not to participate in the **Paul Flowers State Com #152H**.

\_\_\_\_\_ Participate for its proportionate share of the costs detailed in the enclosed AFE associated with Matador Production Company's **Paul Flowers State Com #153H** well.  
\_\_\_\_\_ Not to participate in the **Paul Flowers State Com #153H**.

\_\_\_\_\_ Participate for its proportionate share of the costs detailed in the enclosed AFE associated with Matador Production Company's **Paul Flowers State Com #154H** well.  
\_\_\_\_\_ Not to participate in the **Paul Flowers State Com #154H**.

\_\_\_\_\_ Participate for its proportionate share of the costs detailed in the enclosed AFE associated with Matador Production Company's **Paul Flowers State Com #155H** well.  
\_\_\_\_\_ Not to participate in the **Paul Flowers State Com #155H**.

\_\_\_\_\_ Participate for its proportionate share of the costs detailed in the enclosed AFE associated with Matador Production Company's **Paul Flowers State Com #158H** well.  
\_\_\_\_\_ Not to participate in the **Paul Flowers State Com #158H**.

\_\_\_\_\_ Participate for its proportionate share of the costs detailed in the enclosed AFE associated with Matador Production Company's **Paul Flowers State Com #203H** well.  
\_\_\_\_\_ Not to participate in the **Paul Flowers State Com #203H**.

\_\_\_\_\_ Participate for its proportionate share of the costs detailed in the enclosed AFE associated with Matador Production Company's **Paul Flowers State Com #205H** well.  
\_\_\_\_\_ Not to participate in the **Paul Flowers State Com #205H**.

\_\_\_\_\_ Participate for its proportionate share of the costs detailed in the enclosed AFE associated with Matador Production Company's **Paul Flowers State Com #208H** well.  
\_\_\_\_\_ Not to participate in the **Paul Flowers State Com #208H**.

**Oxy USA, Inc.**

By: \_\_\_\_\_

Title: \_\_\_\_\_

Date: \_\_\_\_\_

Contact Number: \_\_\_\_\_



**MATADOR PRODUCTION COMPANY**  
 ONE LINCOLN CENTRE • 5400 LBJ FREEWAY • SUITE 1500 • DALLAS, TEXAS 75240  
 Phone (972) 371-5200 • Fax (972) 371-5201

**ESTIMATE OF COSTS AND AUTHORIZATION FOR EXPENDITURE**

DATE:	June 21, 2023	AFE NO.:	
WELL NAME:	Paul Flowers State Com #132H	FIELD:	
LOCATION:	6-22S-33E, 31&30-21S-33E	MD/TVD:	24,770/11,900
COUNTY/STATE:	Lea, NM	LATERAL LENGTH:	12,300
MRC W#:			
GEOLOGIC TARGET:	Third Bone Spring Sand		
REMARKS:	Drill, complete and equip a 2.5 mile horizontal Third Bone Spring Sand well with approximately 51 stages		

INTANGIBLE COSTS	DRILLING COSTS	COMPLETION COSTS	PRODUCTION COSTS	FACILITY COSTS	TOTAL COSTS
Land / Legal / Regulatory	\$ 58,000	\$ -	\$ 10,000	\$ 10,000	\$ 78,000
Location, Surveys & Damages	145,000	13,000	15,000	12,500	185,500
Drilling	1,145,522	-	-	-	1,145,522
Cementing & Float Equip	270,000	-	-	-	270,000
Logging / Formation Evaluation	-	3,780	3,000	-	6,780
Flowback - Labor	-	-	19,960	-	19,960
Flowback - Surface Rentals	-	-	121,250	-	121,250
Flowback - Rental Living Quarters	-	-	10,000	-	10,000
Mud Logging	37,500	-	-	-	37,500
Mud Circulation System	58,888	-	-	-	58,888
Mud & Chemicals	401,850	50,000	21,900	-	483,350
Mud / Wastewater Disposal	225,000	-	2,000	1,000	228,000
Freight / Transportation	18,700	50,000	3,000	-	81,700
Rig Supervision / Engineering	140,300	102,600	10,000	1,800	260,700
Drill Bit	110,200	-	-	-	110,200
Drill Bit Purchase	-	-	2,000	-	2,000
Fuel & Power	211,750	672,256	2,000	-	886,006
Water	65,000	1,115,625	-	1,000	1,181,625
Drill & Completion Overhead	16,750	-	-	-	16,750
Plugging & Abandonment	-	-	9,000	-	9,000
Directional Drilling, Surveys	292,470	-	7,000	-	299,470
Completion Unit, Swab, CTU	-	165,000	5,000	-	170,000
Perforating, Wireline, Slickline	-	248,002	-	-	248,002
High Pressure Pump Truck	-	70,000	-	-	70,000
Stimulation	-	3,836,502	221,000	-	4,057,502
Stimulation Flowback & Disposal	-	15,500	-	-	15,500
Insurance	37,155	-	10,000	-	47,155
Labor	197,500	67,000	20,000	5,000	289,500
Rental - Surface Equipment	109,983	315,354	-	10,000	435,337
Rental - Downhole Equipment	170,750	183,000	-	-	353,750
Rental - Living Quarters	63,705	46,455	49,171	5,000	164,331
Contingency	190,695	307,365	-	4,630	502,690
MaxCom	32,381	-	-	-	32,381
<b>TOTAL INTANGIBLES &gt;</b>	<b>4,004,588</b>	<b>7,217,553</b>	<b>\$40,881</b>	<b>50,530</b>	<b>11,813,952</b>

TANGIBLE COSTS	DRILLING COSTS	COMPLETION COSTS	PRODUCTION COSTS	FACILITY COSTS	TOTAL COSTS
Surface Casing	\$ 137,744	\$ -	\$ -	\$ -	\$ 137,744
Intermediate Casing	672,738	-	-	-	672,738
Drilling Liner	-	-	-	-	-
Production Casing	910,877	-	-	-	910,877
Production Liner	-	-	-	-	-
Tubing	80,000	-	256,000	-	336,000
Wellhead	-	-	45,000	-	45,000
Packers, Liner Hangers	-	67,363	6,000	-	73,363
Tanks	-	-	-	79,200	79,200
Production Vessels	-	-	-	133,318	133,318
Flow Lines	-	-	-	120,000	120,000
Rod string	-	-	-	-	-
Artificial Lift Equipment	-	-	30,000	-	30,000
Compressor	-	-	-	33,750	33,750
Installation Costs	-	-	-	130,000	130,000
Surface Pumps	-	-	10,000	18,577	28,577
Non-controllable Surface	-	-	-	2,000	2,000
Non-controllable Downhole	-	-	-	-	-
Downhole Pumps	-	-	-	34,182	34,182
Measurement & Meter Installation	-	-	11,000	-	11,000
Gas Conditioning / Dehydration	-	-	-	72,727	72,727
Interconnecting Facility Piping	-	-	-	-	-
Gathering / Bulk Lines	-	-	5,000	-	5,000
Valves, Dumps, Controllers	-	-	-	16,000	16,000
Tank / Facility Containment	-	-	-	30,625	30,625
Flare Stack	-	-	2,000	61,300	63,300
Electrical / Grounding	-	-	10,000	10,000	20,000
Communications / SCADA	-	-	-	34,500	34,500
Instrumentation / Safety	-	-	-	-	-
<b>TOTAL TANGIBLES &gt;</b>	<b>1,801,359</b>	<b>67,363</b>	<b>375,000</b>	<b>776,580</b>	<b>3,020,322</b>
<b>TOTAL COSTS &gt;</b>	<b>5,805,947</b>	<b>7,284,916</b>	<b>\$15,881</b>	<b>827,510</b>	<b>14,834,273</b>

**PREPARED BY MATADOR PRODUCTION COMPANY:**

Drilling Engineer:	Blake Hermes	Team Lead - WTX/NM	
Completions Engineer:	Trace Saaha		CSC
Production Engineer:	Jan Mosnes		

**MATADOR RESOURCES COMPANY APPROVAL:**

Exec. VP & CFO	DEL	Senior VP - Geoscience	ELF	Exec. VP & COD - Land & Legal	CNA
President	JWH			Exec. VP & COD - Operations	BEG

**NON OPERATING PARTNER APPROVAL:**

Company Name:	Working Interest (%):	Tax ID:
Signed by:	Date:	
Title:	Approval: Yes	No (mark one)

The wells on this AFE are proposed and may not be completed as proposed or any specific term or the life of the proposed completion operations under this AFE may be revised at any time after the well has been completed. In executing this AFE, the Participants agree to the provisions stated in the attached Terms, Conditions, and AFE. The Participants agree to the terms and conditions of the attached Terms, Conditions, and AFE. The Participants agree to the terms and conditions of the attached Terms, Conditions, and AFE. The Participants agree to the terms and conditions of the attached Terms, Conditions, and AFE. The Participants agree to the terms and conditions of the attached Terms, Conditions, and AFE.

**MATADOR PRODUCTION COMPANY**

ONE LINCOLN CENTRE • 5400 LBJ FREEWAY • SUITE 1500 • DALLAS, TEXAS 75240  
Phone (972) 371-5200 • Fax (972) 371-6281

**ESTIMATE OF COSTS AND AUTHORIZATION FOR EXPENDITURE**

DATE:	June 21, 2023	AFE NO.:	
WELL NAME:	Paul Flowers State Com #152H	FIELD:	
LOCATION:	6-22S-33E, 31&30-21S-33E	MD/TVD:	24,170/11,300'
COUNTY/STATE:	Lea, NM	LATERAL LENGTH:	12,300
MRC WI:			
GEOLOGIC TARGET:	Third Bone Spring Carbonate		
REMARKS:	Drill, complete and equip a 2.5 mile horizontal Third Bone Spring Carbonate well with approximately 51 stages		

	DRILLING COSTS	COMPLETION COSTS	PRODUCTION COSTS	FACILITY COSTS	TOTAL COSTS
<b>INTANGIBLE COSTS</b>					
Land / Legal / Regulatory	\$ 59,000	\$ -	\$ 10,000	\$ 10,000	\$ 79,000
Location, Surveys & Damages	145,000	13,000	15,000	12,500	185,500
Drilling	1,145,022	-	-	-	1,145,022
Cementing & Float Equip	270,000	-	-	-	270,000
Logging / Formation Evaluation	-	3,780	3,000	-	6,780
Flowback - Labor	-	-	19,960	-	19,960
Flowback - Surface Rentals	-	-	121,250	-	121,250
Flowback - Rental Living Quarters	-	-	10,000	-	10,000
Mud Logging	37,500	-	-	-	37,500
Mud Circulation System	58,688	-	-	-	58,688
Mud & Chemicals	401,850	60,000	21,500	-	483,350
Mud / Wastewater Disposal	225,000	-	2,000	1,000	228,000
Freight / Transportation	18,700	60,000	3,000	-	81,700
Rig Supervision / Engineering	148,300	102,600	10,000	1,800	262,700
Drill Bits	110,200	-	-	-	110,200
Drill Bit Purchase	-	-	2,000	-	2,000
Fuel & Power	211,750	672,256	2,000	-	886,006
Water	65,900	1,115,625	-	1,000	1,181,625
Drig & Completion Overhead	16,750	-	-	-	16,750
Plugging & Abandonment	-	-	-	-	-
Directional Drilling, Surveys	265,870	-	9,000	-	264,870
Completion Unit, Swab, CTU	-	185,000	7,000	-	192,000
Perforating, Wireline, Slickline	-	248,062	5,000	-	251,062
High Pressure Pump Truck	-	70,000	-	-	70,000
Stimulation	-	3,636,502	221,000	-	4,057,502
Stimulation Flowback & Disp	-	15,500	-	-	15,500
Insurance	36,255	-	10,000	-	46,255
Labor	197,500	67,000	20,000	5,000	289,500
Rental - Surface Equipment	109,593	313,399	-	10,000	432,992
Rental - Downhole Equipment	170,750	103,000	-	-	273,750
Rental - Living Quarters	53,705	46,465	49,171	5,000	154,341
Contingency	190,320	307,368	-	4,630	502,318
MaxCom	32,381	-	-	-	32,381
<b>TOTAL INTANGIBLES &gt;</b>	<b>3,996,713</b>	<b>7,217,553</b>	<b>540,881</b>	<b>59,930</b>	<b>11,806,077</b>
<b>TANGIBLE COSTS</b>					
Surface Casing	\$ 137,744	\$ -	\$ -	\$ -	\$ 137,744
Intermediate Casing	638,652	-	-	-	638,652
Drilling Liner	-	-	-	-	-
Production Casing	890,106	-	-	-	890,106
Production Liner	-	-	-	-	-
Tubing	80,000	-	256,000	-	336,000
Wellhead	-	-	45,000	-	45,000
Packers, Liner Hangers	-	67,382	6,000	-	73,382
Tanks	-	-	-	79,200	79,200
Production Vessels	-	-	-	133,318	133,318
Flow Lines	-	-	-	120,000	120,000
Rod string	-	-	-	-	-
Artificial Lift Equipment	-	-	30,000	-	30,000
Compressor	-	-	-	33,750	33,750
Installation Costs	-	-	-	130,000	130,000
Surface Pumps	-	-	10,000	16,977	26,977
Non-controllable Surface	-	-	-	2,000	2,000
Non-controllable Downhole	-	-	-	-	-
Downhole Pumps	-	-	-	-	-
Measurement & Meter Installation	-	-	11,000	34,182	45,182
Gas Conditioning / Dehydration	-	-	-	-	-
Interconnecting Facility Piping	-	-	-	72,727	72,727
Gathering / Bulk Lines	-	-	-	-	-
Valves, Surps, Controllers	-	-	5,000	-	5,000
Tank / Facility Containment	-	-	-	16,000	16,000
Flare Stack	-	-	-	30,625	30,625
Electrical / Grounding	-	-	2,000	61,300	63,300
Communications / SCADA	-	-	10,000	10,000	20,000
Instrumentation / Safety	-	-	-	34,500	34,500
<b>TOTAL TANGIBLES &gt;</b>	<b>1,746,701</b>	<b>67,382</b>	<b>375,000</b>	<b>776,580</b>	<b>2,965,664</b>
<b>TOTAL COSTS &gt;</b>	<b>5,743,414</b>	<b>7,284,936</b>	<b>915,881</b>	<b>827,510</b>	<b>14,771,741</b>

**PREPARED BY MATADOR PRODUCTION COMPANY:**

Drilling Engineer:	Blake Hermes	Team Lead - WTX/NM	<i>GAC</i>
Completions Engineer:	Trace Saha		CSC
Production Engineer:	Jan Moones		

**MATADOR RESOURCES COMPANY APPROVAL:**

Exec. VP & CFO	DEL	Exec. VP & COO - Land & Legal	CNA
President	MVH	Senior VP - Geoscience	ELF
		Exec. VP & COO - Operations	BEG

**NON OPERATING PARTNER APPROVAL:**

Company Name:	Working Interest (%):	Tax ID:
Signed by:	Date:	
Title:	Approval: Yes	No (mark one)

The above information is provided for informational purposes only and does not constitute an offer of securities. This document is not intended to be used as a basis for investment decisions. The information contained herein is confidential and may be subject to change without notice. This document is not intended to be used as a basis for investment decisions. The information contained herein is confidential and may be subject to change without notice.

# **Exhibit C-6**

**Summary of Communications Paul Flowers State Com #112H, #132H, and #152H (Slot 2- BSP)**

Uncommitted Working Interest Owner

**1. Oxy USA, Inc.**

In addition to sending well proposals, Matador has had discussions with **Oxy USA, Inc.** regarding their interest and we are continuing to discuss voluntary joinder.

**2. Oxy Y-1 Company**

In addition to sending well proposals, Matador has had discussions with **Oxy Y-1 Company** regarding their interest and we are continuing to discuss voluntary joinder.

**3. EOG Y Resources, Inc.**

In addition to sending well proposals, Matador has had discussions with **EOG Y Resources, Inc.** regarding their interest and we are continuing to discuss voluntary joinder.

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

**APPLICATION OF MRC HAT MESA, LLC FOR  
APPROVAL OF AN OVERLAPPING SPACING UNIT  
AND FOR COMPULSORY POOLING,  
LEA COUNTY, NEW MEXICO.**

**CASE NOS. 23993**

**APPLICATION OF MRC HAT MESA, LLC FOR  
APPROVAL OF AN OVERLAPPING SPACING UNIT  
AND FOR COMPULSORY POOLING,  
LEA COUNTY, NEW MEXICO.**

**CASE NOS. 23994**

**AFFIDAVIT OF BLAKE HERBER**

Blake Herber, of lawful age and being first duly sworn, declares as follows:

1. My name is Blake Herber. I work for MRC Energy Company, an affiliate of both MRC Hat Mesa, LLC and Matador Production Company (“Matador”), as a Senior Geologist.
2. I have previously testified before the New Mexico Oil Conservation Division as an expert witness in petroleum geology. My credentials as a petroleum geologist have been accepted by the Division and made a matter of record.
3. I am familiar with the applications filed by MRC Hat Mesa, LLC in these cases, and I have conducted a geologic study of the lands in the subject area.
4. **Matador Exhibit D-1** is a locator map outlining the horizontal spacing units with a black box shaded in yellow, with the larger area identified in a red box.
5. In these cases, Matador intends to develop the First Bone Spring and multiple zones within the Third Bone Spring of the Bone Spring formation, respectively.

**BEFORE THE OIL CONSERVATION DIVISION  
Santa Fe, New Mexico  
Exhibit No. D  
Submitted by: MRC Hat Mesa, LLC  
Hearing Date: December 7, 2023  
Case Nos. 23993 & 23994**

6. **Matador Exhibit D-2** is a subsea structure map prepared off the top of the Bone Spring formation. The contour interval is 50 feet. The structure map shows the Bone Spring formation gently dipping to the southeast. The structure appears consistent across the proposed wellbore paths. I do not observe any faulting, pinchouts, or other geologic impediments to horizontal drilling.

7. Also included on Matador Exhibit D-2 is a line of cross section from A to A'.

8. **Matador Exhibit D-3** is a structural cross-section prepared displaying open-hole logs run over the Bone Spring formation from the three representative wells denoted from A to A'. For each well in the cross-section, the following logs are included: gamma ray, caliper, resistivity, and porosity, where available. The proposed target intervals for the proposed wells are labeled and marked with a yellow shaded area. The logs in the cross-section demonstrate that the targeted intervals, within the Bone Spring formation, are consistent in thickness, across the entirety of the proposed spacing units.

9. In my opinion, the standup orientation is the preferred orientation for development in this area for Bone Spring wells because the maximum horizontal stress is east-west in this area.

10. Based on my geologic study of the area, I have not identified any geologic impediments to drilling horizontal wells within the Bone Spring formation in the area of the spacing units proposed in these cases.

11. In my opinion, each quarter-quarter section will be productive and contribute more-or-less equally to production from each horizontal spacing unit.

12. In my opinion, horizontal drilling will be the most efficient method to develop this acreage, to prevent the drilling of unnecessary wells, and to result in the greatest ultimate recovery.

13. Approving Matador's applications will be in the best interest of conservation, the prevention of waste, and protection of correlative rights.

14. **Matador Exhibits D-1 through D-3** were either prepared by me or compiled under my direction and supervision.

FURTHER AFFIANT SAYETH NOT.

Blake Herber  
BLAKE HERBER

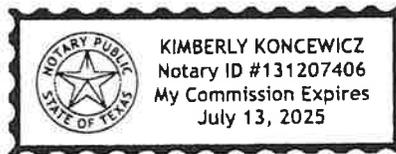
STATE OF TEXAS            )  
  )  
COUNTY OF DALLAS        )

SUBSCRIBED and SWORN to before me this 30<sup>th</sup> day of November 2023 by Blake Herber.

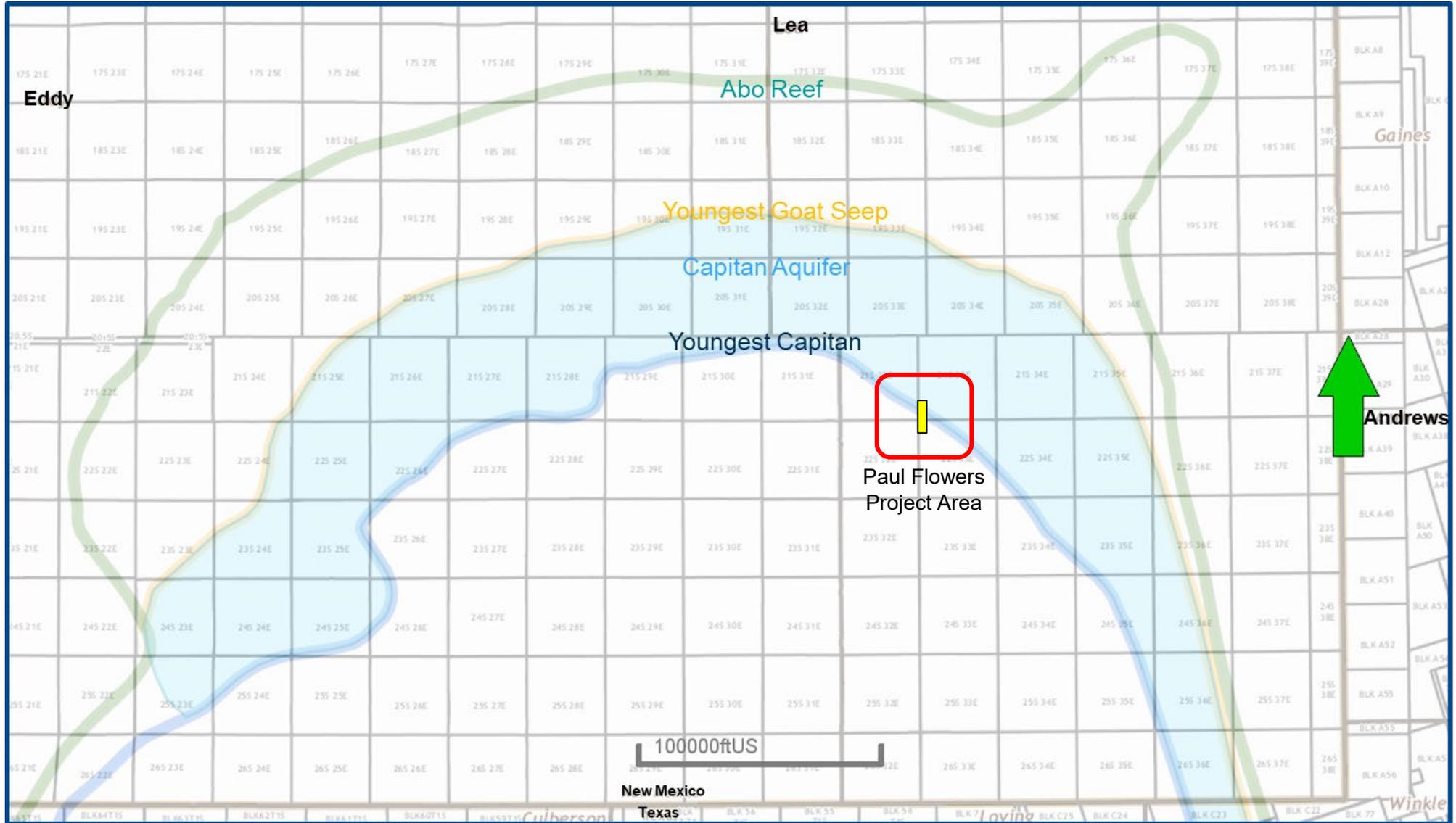
Kim Koncewicz  
NOTARY PUBLIC

My Commission Expires:

7/13/25



# Locator Map

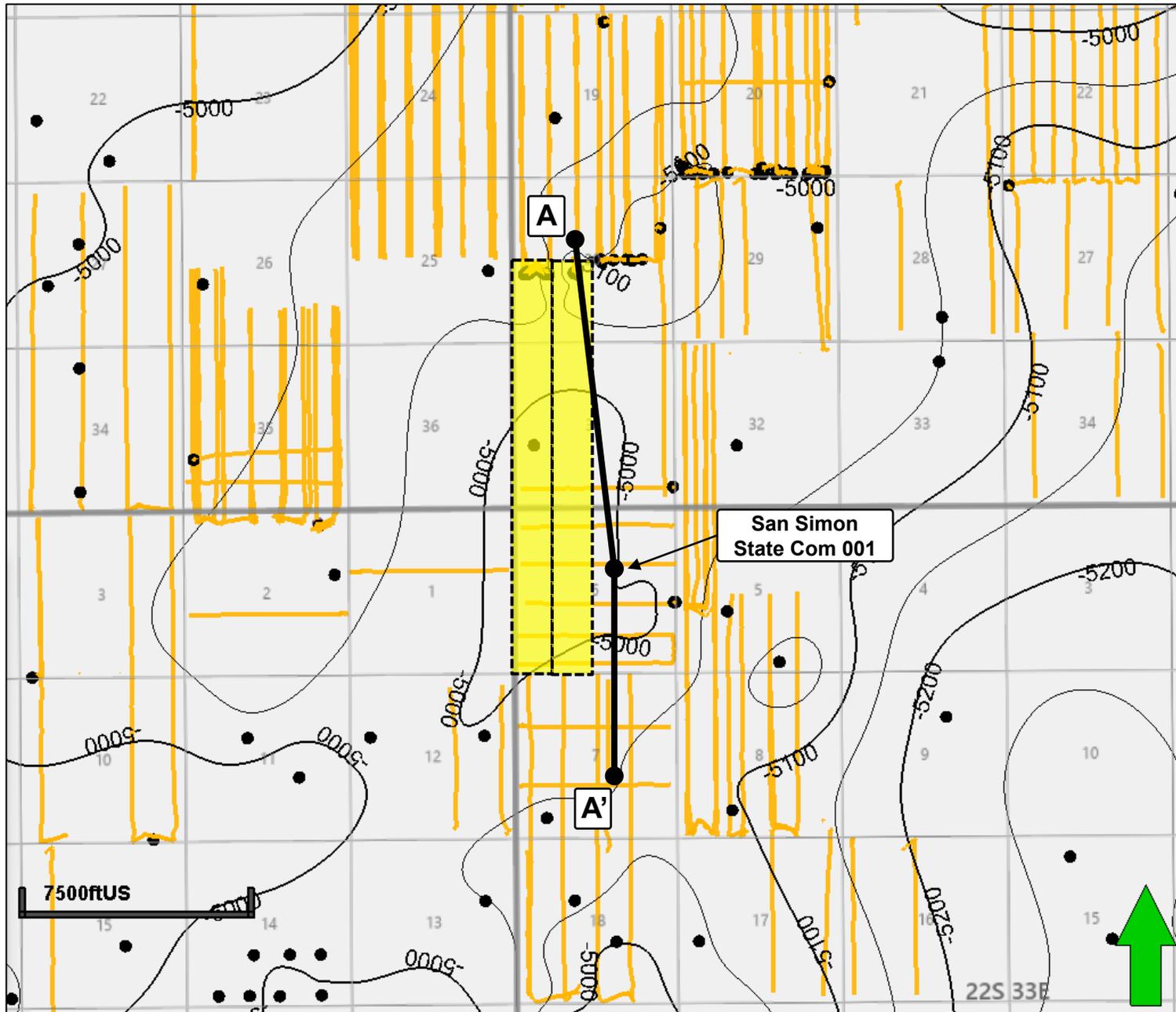


# WC-025 G-07 S213330F;BONE SPRING (Pool Code 97927)

# LEGG;BONE SPRING (Pool Code 37870)

# Structure Map (Top Bone Spring Subsea) A – A' Reference Line

Exhibit No. D-2  
Submitted by: MRC Hat Mesa, LLC  
Hearing Date: December 7, 2023  
Case Nos. 23993 & 23994



## Map Legend

### Bone Spring Wells



### Project Area



C. I. = 50'

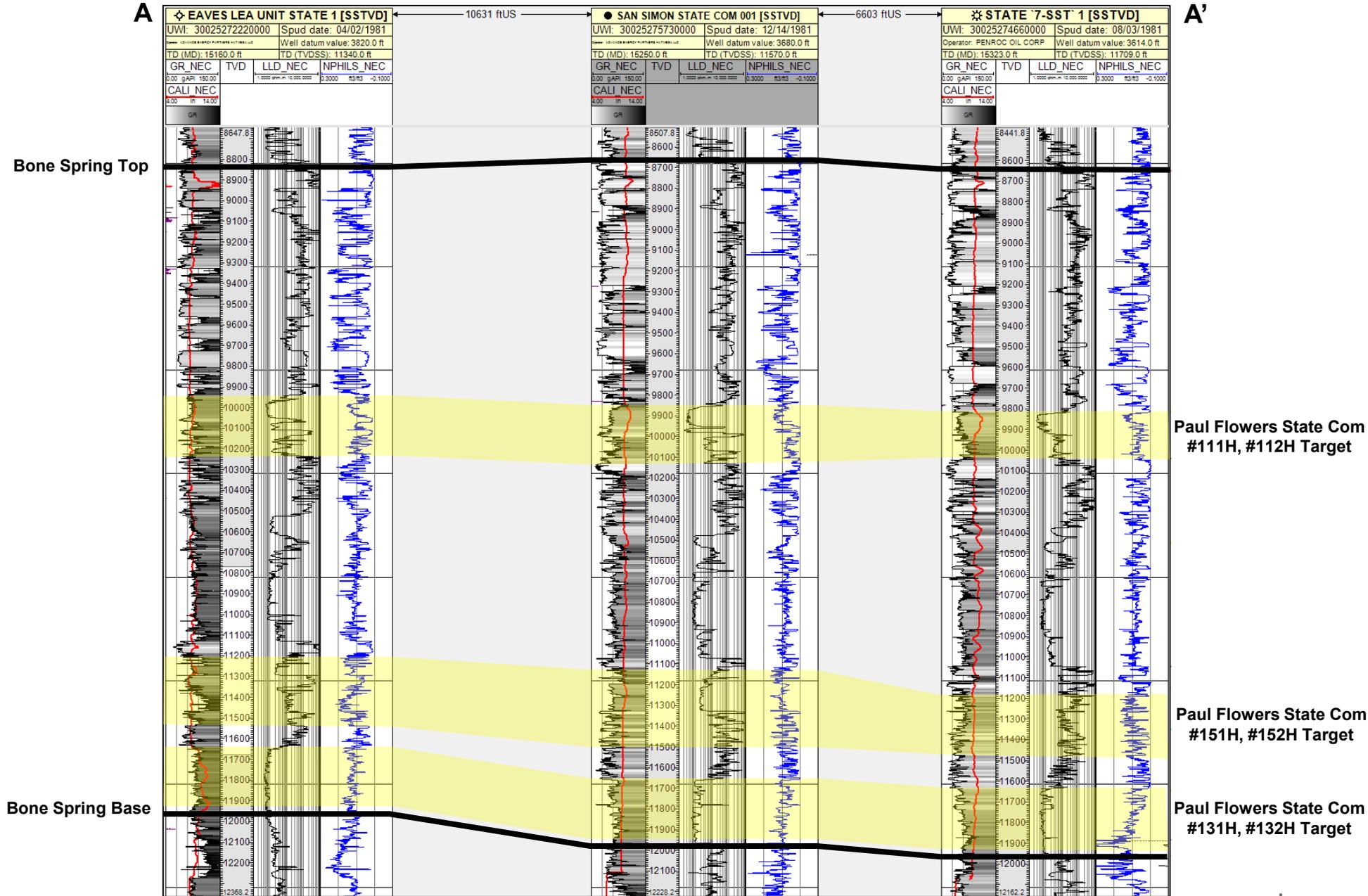


# WC-025 G-07 S213330F;BONE SPRING (Pool Code 97927)

# LEGG;BONE SPRING (Pool Code 37870)

# Structural Cross-Section A – A'

Submitted by: MRC Hat Mesa, LLC  
Hearing Date: December 7, 2023  
Case Nos. 23993 & 23994



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

**APPLICATION OF MRC HAT MESA, LLC FOR  
APPROVAL OF AN OVERLAPPING HORIZONTAL  
WELL SPACING UNIT AND COMPULSORY POOLING,  
LEA COUNTY, NEW MEXICO.**

**CASE NO. 23994**

**SELF-AFFIRMED STATEMENT OF  
PAULA M. VANCE**

1. I am attorney in fact and authorized representative of MRC Hat Mesa, LLC (“MRC”), the Applicant herein. I have personal knowledge of the matter addressed herein and am competent to provide this self-affirmed statement.
2. The above-referenced application and notice of the hearing on this application was sent by certified mail to the locatable affected parties on the date set forth in the letter attached hereto.
3. The spreadsheet attached hereto contains the names of the parties to whom notice was provided.
4. The spreadsheet attached hereto contains the information provided by the United States Postal Service on the status of the delivery of this notice as of December 4, 2023.
5. I caused a notice to be published to all parties subject to this compulsory pooling proceeding. An affidavit of publication from the publication’s legal clerk with a copy of the notice publication is attached herein.
6. I affirm under penalty of perjury under the laws of the State of New Mexico that the foregoing statements are true and correct. I understand that this self-affirmed statement will be used as written testimony in this case. This statement is made on the date next to my signature below.

**BEFORE THE OIL CONSERVATION DIVISION  
Santa Fe, New Mexico  
Exhibit No. E  
Submitted by: MRC Hat Mesa, LLC  
Hearing Date: December 7, 2023  
Case No. 23994**



\_\_\_\_\_  
Paula M. Vance

12/5/2023

\_\_\_\_\_  
Date



**Michael H. Feldewert**  
**Partner**  
**Phone** (505) 988-4421  
mfeldewert@hollandhart.com

November 17, 2023

**VIA CERTIFIED MAIL**  
**CERTIFIED RECEIPT REQUESTED**

**TO: ALL INTEREST OWNERS SUBJECT TO POOLING PROCEEDINGS**

**Re: Application of MRC Hat Mesa, LLC for Approval of an Overlapping Horizontal Well Spacing Unit and Compulsory Pooling, Lea County, New Mexico: Paul Flowers State Com 112H, 132H and 152H wells**

Ladies & Gentlemen:

This letter is to advise you that MRC Hat Mesa, LLC has filed the enclosed application with the New Mexico Oil Conservation Division. A hearing has been requested before a Division Examiner on December 7, 2023, and the status of the hearing can be monitored through the Division’s website at <https://www.emnrd.nm.gov/ocd/>.

**Due to the remodeling of the state building where the New Mexico Oil Conservation Division is located, hearings will be conducted remotely beginning at 8:15 a.m. To participate in the electronic hearing, see the instructions posted on the OCD Hearings website: <https://www.emnrd.nm.gov/ocd/hearing-info/>.**

You are not required to attend this hearing, but as an owner of an interest that may be affected by this application, you may appear and present testimony. Failure to appear at that time and become a party of record will preclude you from challenging the matter at a later date. Parties appearing in cases are required to file a Pre-hearing Statement four business days in advance of a scheduled hearing that complies with the provisions of NMAC 19.15.4.13.B.

If you have any questions about this matter, please contact David Johns at (972) 619-1259 or at [djohns@matadorresources.com](mailto:djohns@matadorresources.com).

Sincerely,

Michael H. Feldewert  
**ATTORNEY FOR MRC HAT MESA, LLC**

**Location**  
110 North Guadalupe, Suite 1  
Santa Fe, NM 87501-1849

**Mailing Address**  
P.O. Box 2208  
Santa Fe, NM 87504-2208

**Contact**  
p: 505.988.4421 | f: 505.983.6043  
[www.hollandhart.com](http://www.hollandhart.com)

Holland & Hart LLP Anchorage Aspen Billings Boise Boulder Cheyenne Denver Jackson Hole Las Vegas Reno Salt Lake City Santa Fe Washington, D.C.

## Postal Delivery Report

9414811898765498387408	Oxy USA, Inc.	5 Greenway Plz Ste 110	Houston	TX	77046-0521	Your item has been delivered to an agent for final delivery in HOUSTON, TX 77046 on November 27, 2023 at 12:43
9414811898765498387446	Oxy Y-1 Company	5 Greenway Plz Ste 110	Houston	TX	77046-0521	Your item has been delivered to an agent for final delivery in HOUSTON, TX 77046 on November 25, 2023 at 1:42
9414811898765498387477	EOG Y Resources, Inc.	5509 Champions Dr	Midland	TX	79706-2843	Your item was picked up at a postal facility at 8:38 am on November 27, 2023 in MIDLAND, TX 79702.
9414811898765498387552	Aep Encap Holdco, LLC	9651 Katy Fwy Ste 600	Houston	TX	77024-1590	Your item has been delivered to an agent for final delivery in HOUSTON, TX 77024 on November 24, 2023 at 10:24
9414811898765498387590	AEPXCON Management LLC	2619 Robinhood St	Houston	TX	77005-2431	Your item was delivered to an individual at the address at 12:20 pm on November 24, 2023 in HOUSTON, TX
9414811898765498387583	Charis Royalty F LP	PO Box 470158	Fort Worth	TX	76147-0158	Your item has been delivered and is available at a PO Box at 11:06 am on November 21, 2023 in FORT WORTH, TX
9414811898765498387576	DG ROYALTY LLC C/O Endeavor Energy Resources Lp	110 N Marienfeld St Ste 200	Midland	TX	79701-4412	Your item was delivered to an individual at the address at 4:12 pm on November 22, 2023 in MIDLAND, TX 79701.
9414811898765498386258	ONEILL Properties	410 W Ohio Ave	Midland	TX	79701-4331	Your item was delivered to the front desk, reception area, or mail room at 11:04 am on November 27, 2023 in MIDLAND, TX 79701.

MRC - Paul Flowers 111H, 112H, 131H, 132H, 151H 152H wells, Case nos. 23993-23994  
Postal Delivery Report

9414811898765498386227	Texas Redhand LLC	410 W Ohio Ave	Midland	TX	79701-4331	Your item was delivered to the front desk, reception area, or mail room at 11:04 am on November 27, 2023 in MIDLAND, TX 79701.
------------------------	-------------------	----------------	---------	----	------------	--

# Affidavit of Publication

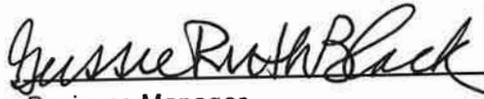
STATE OF NEW MEXICO  
COUNTY OF LEA

I, Daniel Russell, Publisher of the Hobbs News-Sun, a newspaper published at Hobbs, New Mexico, solemnly swear that the clipping attached hereto was published in the regular and entire issue of said newspaper, and not a supplement thereof for a period of 1 issue(s).

Beginning with the issue dated November 21, 2023 and ending with the issue dated November 21, 2023.

  
Publisher

Sworn and subscribed to before me this 21st day of November 2023.

  
Business Manager

My commission expires January 29, 2027

(Seal) STATE OF NEW MEXICO  
NOTARY PUBLIC  
GUSSIE RUTH BLACK  
COMMISSION # 1087526  
COMMISSION EXPIRES 01/29/2027

This newspaper is duly qualified to publish legal notices or advertisements within the meaning of Section 3, Chapter 167, Laws of 1937 and payment of fees for said publication has been made.

## LEGAL NOTICE November 21, 2023

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

The State of New Mexico, Energy Minerals and Natural Resources Department, Oil Conservation Division ("Division") hereby gives notice that the Division will hold public hearings before a hearing examiner on the following cases. The hearings will be conducted remotely on Thursday, December 7, 2023, beginning at 8:15 a.m. To participate in the hearings, see the instructions posted below. The docket may be viewed at <https://www.emnrd.nm.gov/ocd/hearing-info/> or obtained from Sheila Apodaca, at [Sheila.Apodaca@emnrd.nm.gov](mailto:Sheila.Apodaca@emnrd.nm.gov). Documents filed in these cases may be viewed at <https://ocdimage.emnrd.nm.gov/Imaging/Default.aspx>. If you are an individual with a disability who needs a reader, amplifier, qualified sign language interpreter, or other form of auxiliary aid or service to attend or participate in a hearing, contact Sheila Apodaca at [Sheila.Apodaca@emnrd.nm.gov](mailto:Sheila.Apodaca@emnrd.nm.gov), or the New Mexico Relay Network at 1-800-659-1779, no later than November 27, 2023.

Persons may view and participate in the hearings through the following link: <https://nmemnrd.webex.com/nmemnrd/j.php?MTID=m8e2efa70128b8314f91bf0542ac8df6c>

Webinar number: 2497 742 0771

Join by video system: 24977420771@nmemnrd.webex.com You can also dial 173.243.2.68 and enter your webinar number

Join by phone: 1-844-992-4726 United States Toll Free  
+1-408-418-9388 United States Toll

Access code: 2497 742 0771  
Panelist password: b2WcDzPFfe47 (22923973 from phones and video systems)

**STATE OF NEW MEXICO TO:  
All named parties and persons  
having any right, title, interest  
or claim in the following case  
and notice to the public.**

(NOTE: All land descriptions herein refer to the New Mexico Principal Meridian whether or not so stated.)

To: All affected interest owners, including: Oxy USA, Inc.; Oxy Y-1 Company; EOG Y Resources, Inc.; Aep Encap Holdco, LLC; AEPXCON Management LLC; Charis Royalty F LP; DG-ROYALTY LLC; O'Neill Properties, and Texas Redhand LLC.

Case No. 23994: Application of MRC Hat Mesa, LLC for Approval of an Overlapping Horizontal Well Spacing Unit and Compulsory Pooling, Lea County, New Mexico. Applicant in the above-styled cause seeks an order (a) approving a standard 400-acre, more or less, overlapping horizontal well spacing unit in the Bone Spring formation underlying the E2W2 of Section 6, Township 22 South, Range 33 East, and the E2W2 of Section 31 and the E2SW4 of Section 30, Township 21 South, Range 33 East, NMPM, Lea County, New Mexico, and (b) pooling this proposed horizontal well spacing unit. Said unit will be initially dedicated to the proposed Paul Flowers State Com 112H, Paul Flowers State Com 132H and Paul Flowers State Com 152H wells to be horizontally drilled from a surface hole location in the SW4 of Section 6, with a first take point in the SE4SW4 (Unit N) of section 6 and a last take point in the NE4SW4 (Unit K) of Section 30. This proposed horizontal well spacing unit will overlap the following existing Bone Spring spacing units:

- A 156.33-acre horizontal well spacing unit comprised of the S2S2 of Section 6 dedicated to Matador's AO6 502H (API 30-025-45012) and Matador's AO 6 State Com 501H (API 30-025-45026);
- A 156.35-acre horizontal well spacing unit comprised of the N2S2 of Section 6 dedicated to Matador's AO 6 State Com 001H (API 30-025-40519);
- A 156.38-acre horizontal well spacing unit comprised of the S2N2 of Section 6 dedicated to Matador's COOP 6 State 002H (API 30-025-41981);
- A 156.55-acre horizontal well spacing unit comprised of the N2N2 of Section 6 dedicated to Matador's COOP 6 State 001H (API 30-025-41177); and
- A 156.34-acre horizontal well spacing unit comprised of the S2N2 of Section 31 dedicated to Matador's Dagger State Unit 002H (API 30-025-41178).

Also, to be considered will be the cost of drilling and completing the wells and the allocation of the cost thereof, actual operating costs and charges for supervision, designation of Matador Production Company as operator of the proposed spacing unit, and a 200% charge for risk involved in drilling the wells. The subject area is located approximately 26 miles west of Eunice, New Mexico.  
#00285047

67100754

00285047

HOLLAND & HART LLC  
PO BOX 2208  
SANTA FE, NM 87504-2208

69: CF9'H<9'C=@7CBG9FJ5HCB'8-J-GCB'  
GubHJ: YZBYk 'A YI ]Vt  
9I \ ]V]hBc":  
Gi Va ]H'X'Vm 'A F7 '<UtiA YgUZ @7  
<YUf]b[ '8 UH. '8 YWVa VYf +z&S&  
7 UgY' Bc" & -- (