

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

**IN THE MATTER OF APPLICATION FOR
COMPULSORY POOLING SUBMITTED BY
COG OPERATING, LLC**

**CASE NOS. 20923, 20924,
20925, & 20926
ORDER NO. R-21308**

ORDER

The Director of the New Mexico Oil Conservation Division (“OCD”), having heard this matter through a Hearing Examiner on February 20, 2020, and after considering the testimony, evidence, and recommendation of the Hearing Examiner, issues the following Order.

FINDINGS OF FACT

1. COG Operating, LLC (“COG”) submitted applications (“Applications”) to compulsory pool the uncommitted oil and gas interests within the spacing units (“Units”) described in Exhibit A, B, C, and D. The Units are expected to be standard horizontal spacing units. 19.15.16.15(B) NMAC. COG seeks to be designated the operator of the Units.
2. COG will dedicate the thirty-two (32) wells described in Exhibits A, B, C, and D (“Well(s)”) to the Units.
3. COG proposes the supervision and risk charges for the Wells as described in Exhibits A, B, C, and D.
4. COG identified the owners of uncommitted interests in oil and gas minerals in the Units and provided evidence that notice was given.
5. The Applications were heard by the Hearing Examiner on the date specified above, during which COG and EOG Resources Inc (“EOG”) presented evidence through live witnesses regarding the Applications. No other party presented evidence at the hearing.
6. The Oil and Gas Act, NMSA 1978, §70-2-18(A), requires an operator to either obtain a voluntary agreement or an OCD order to dedicate lands to a spacing unit:

Whenever the operator of any oil or gas well shall dedicate lands comprising a standard spacing or proration unit to an oil or gas well, it shall be the obligation of the operator, if two or more separately owned tracts of land are embraced within the spacing or proration unit, or where there are owners of royalty interests or undivided interests in oil or gas minerals which are separately owned or any combination thereof, embraced within such spacing or proration unit, to obtain voluntary agreements pooling said lands

or interests or an order of the division pooling said lands, which agreement or order shall be effective from the first production.

7. The Oil and Gas Act, NMSA 1978, §70-2-17(C), requires OCD to pool lands and interests to a spacing unit when the owners cannot agree to pool their interests:

When two or more separately owned tracts of land are embraced within a spacing or proration unit [and] such owner or owners have not agreed to pool their interests, and where one such separate owner, or owners, who has the right to drill has drilled or proposes to drill a well on said unit to a common source of supply, the division, to avoid the drilling of unnecessary wells or to protect correlative rights, or to prevent waste, shall pool all or any part of such lands or interests or both in the spacing or proration unit as a unit.

8. COG sent letters to mineral interest owners offering to allow separate election into each of the Wells proposed in the Applications.
9. If OCD issues an order granting the Applications, EOG will be entitled to a just and equitable share of production from the wells authorized by the order.
10. COG testified that:

- a) There are no structural complexities or barriers in the Wolfcamp and Bone Spring Sand formations within the Units.
- b) The Units can be efficiently and economically developed by horizontal wells.
- c) COG owns fifty (50) percent in the Unit that encompasses the W/2 of Section 33, Township 23 South, Range 32 East and W/2 of Section 4 Township 24 South, Range 32 East.
- d) COG owns seventy-five (75) percent of the Unit that encompasses E/2 of Section 4 and 9 Township 24 South, Range 32 East.
- e) COG made numerous attempts to negotiate with EOG, Thomas Jennings, First Roswell Company, Ltd (“First Roswell”), and OXY Y-1 (“Oxy”).

11. EOG testified that:

- a) There are no structural complexities or barriers in the Wolfcamp and Bone Spring Sand formations within the Units.
- b) COG’s Units would cause waste and adversely affect correlative rights.
- c) COG’s Units will have higher costs for drilling and completion.

- d) EOG owns seventy (70) percent of the Unit encompassing the W/2 of Section 28 and 33, Township 23 South, Range 32 East, and the remaining percentage is covered by a Joint Operating Agreement (“JOA”).
 - e) EOG owns seventy-five (75) percent of the Unit encompassing the SE/4 Section 9 and E/2 Section 16, Township 24 South, Range 32 East.
 - f) EOG has a JOA with Oxy, which granted to EOG the right to represent its interest in Case Nos. 20924 and 20926.
 - g) Thomas Jennings and First Roswell submitted a letter stating they support EOG’s position, plan on participating in EOG’s development plan, and object to being compulsory pooled by COG in Case Nos. 20923 and 20925.
 - h) EOG and COG had numerous conversations regarding their respective development plans.
 - i) COG does not hold title to any acreage within the JOA.
12. There are no complexities in the Wolfcamp and Bone Spring Sand formations within the Units.
13. The North-South orientation of the Wells within the Units is appropriate.
14. EOG has not consummated a JOA with all mineral interest owners within the area covered by its development plan.
15. EOG has not filed a competing application to compulsory pool the area covered by its development plan.
16. OCD in Order No. R-14140 held:

In the absence of an agreement as to how production from the proposed horizontal well is to be divided between the lands within and without the defined contract area, the JOA does not constitute an agreement of the parties to pool their interests in such production, and accordingly does not preclude compulsory pooling under the terms of the first paragraph of NMSA 1978 Section 70-20-17(C).

CONCLUSIONS OF LAW

17. OCD has jurisdiction to issue this Order pursuant to NMSA 1978, Section 70-2-17.
18. COG is the owner of an oil and gas working interest within the Units.

19. COG satisfied the notice requirements for the Applications and the hearing as required by 19.15.4.12 NMAC.
20. OCD satisfied the notice requirements for the hearing as required by 19.15.4.9 NMAC.
21. COG has the right to drill the Wells to a common source of supply at the depths and locations in the Units described in Exhibits A, B, C, and D.
22. The Units contains separately owned uncommitted interests in oil and gas minerals.
23. Some of the owners of the uncommitted interests have not agreed to commit their interests to the Units.
24. The pooling of uncommitted interests in the Units will prevent waste and protect correlative rights, including the drilling of unnecessary wells.
25. This Order affords to the owner of an uncommitted interest the opportunity to produce his just and equitable share of the oil or gas in the pool.
26. COG made a good faith effort to negotiate a voluntary agreement with EOG.
27. OCD may issue compulsory pooling orders to COG that include acreage within EOG's JOA.


ORDER

28. The uncommitted interests in the Units are pooled as set forth in Exhibits A, B, C, and D.
29. The Unit shall be dedicated to the Well(s) set forth in Exhibits A, B, C, and D.
30. COG is designated as operator of the Units and the Wells.
31. If the location of a well will be unorthodox under the spacing rules in effect at the time of completion, COG shall obtain the OCD's approval for a non-standard location in accordance with 19.15.16.15(C) NMAC.
32. COG shall commence drilling the Wells within one year after the date of this Order, and complete each Well no later than one (1) year after the commencement of drilling the Well.
33. This Order shall terminate automatically if COG fails to comply with Paragraph 32 unless COG obtains an extension by an amendment of this Order for good cause shown.
34. The infill well requirements in 19.15.13.9 NMAC through 19.15.13.12 NMAC shall be applicable.

35. COG shall submit to each owner of an uncommitted working interest in the pool ("Pooled Working Interest") an itemized schedule of estimated costs to drill, complete, and equip the wells ("Estimated Well Costs").
36. No later than thirty (30) days after COG submits the Estimated Well Costs, the owner of a Pooled Working Interest shall elect whether to pay its share of the Estimated Well Costs or its share of the actual costs to drill, complete and equip the well ("Actual Well Costs") out of production from the well. An owner of a Pooled Working Interest who elects to pay its share of the Estimated Well Costs shall render payment to COG no later than thirty (30) days after the expiration of the election period, and shall be liable for operating costs, but not risk charges, for the well. An owner of a Pooled Working Interest who fails to pay its share of the Estimated Well Costs or who elects to pay its share of the Actual Well Costs out of production from the well shall be considered to be a "Non-Consenting Pooled Working Interest."
37. No later than one hundred eighty (180) days after COG submits a Form C-105 for a well, COG shall submit to OCD and each owner of a Pooled Working Interest an itemized schedule of the Actual Well Costs. The Actual Well Costs shall be considered to be the Reasonable Well Costs unless OCD or an owner of a Pooled Working Interest files a written objection no later than forty-five (45) days after receipt of the schedule. If OCD or an owner of a Pooled Working Interest files a timely written objection, OCD shall determine the Reasonable Well Costs after public notice and hearing.
38. No later than sixty (60) days after the expiration of the period to file a written objection to the Actual Well Costs or OCD's order determining the Reasonable Well Costs, whichever is later, each owner of a Pooled Working Interest who paid its share of the Estimated Well Costs shall pay to COG its share of the Reasonable Well Costs that exceed the Estimated Well Costs, or COG shall pay to each owner of a Pooled Working Interest who paid its share of the Estimated Well Costs its share of the Estimated Well Costs that exceed the Reasonable Well Costs.
39. The reasonable charges for supervision to drill and produce a well ("Supervision Charges") shall not exceed the rates specified in Exhibit A, B, C, and D, provided however that the rates shall be adjusted annually pursuant to the COPAS form entitled "Accounting Procedure-Joint Operations."
40. No later than within ninety (90) days after COF submits a Form C-105 for a well, COG shall submit to OCD and each owner of a Pooled Working Interest an itemized schedule of the reasonable charges for operating and maintaining the well ("Operating Charges"), provided however that Operating Charges shall not include the Reasonable Well Costs or Supervision Charges. The Operating Charges shall be considered final unless OCD or an owner of a Pooled Working Interest files a written objection no later than forty-five (45) days after receipt of the schedule. If OCD or an owner of a Pooled Working Interest files a timely written objection, OCD shall determine the Operating Charges after public notice and hearing.

41. COG may withhold the following costs and charges from the share of production due to each owner of a Pooled Working Interest who paid its share of the Estimated Well Costs: (a) the proportionate share of the Supervision Charges; and (b) the proportionate share of the Operating Charges.
42. COG may withhold the following costs and charges from the share of production due to each owner of a Non-Consenting Pooled Working Interest: (a) the proportionate share of the Reasonable Well Costs; (b) the proportionate share of the Supervision and Operating Charges; and (c) the percentage of the Reasonable Well Costs specified as the charge for risk described in Exhibit A.
43. COG shall distribute a proportionate share of the costs and charges withheld pursuant to paragraph 42 to each Pooled Working Interest that paid its share of the Estimated Well Costs.
44. Each year on the anniversary of this Order, and no later than ninety (90) days after each payout, COG shall provide to OCD and each owner of a Non-Consenting Pooled Working Interest a schedule of the revenue attributable to a well and the Supervision and Operating Costs charged against that revenue.
45. Any cost or charge that is paid out of production shall be withheld only from the share due to an owner of a Pooled Working Interest. No cost or charge shall be withheld from the share due to an owner of a royalty interests. For the purpose of this Order, an unleased mineral interest shall consist of a seven-eighths (7/8) working interest and a one-eighth (1/8) royalty interest.
46. Except as provided above, COG shall hold the revenue attributable to a well that is not disbursed for any reason for the account of the person(s) entitled to the revenue as provided in the Oil and Gas Proceeds Payment Act, NMSA 1978, Sections 70-10-1 *et seq.*, and relinquish such revenue as provided in the Uniform Unclaimed Property Act, NMSA 1978, Sections 7-8A-1 *et seq.*
47. The Units shall terminate if (a) the owners of all Pooled Working Interests reach a voluntary agreement; or (b) the well(s) drilled on the Unit are plugged and abandoned in accordance with the applicable rules. COG shall inform OCD no later than thirty (30) days after such occurrence.
48. OCD retains jurisdiction of this matter for the entry of such orders as may be deemed necessary.

**STATE OF NEW MEXICO
OIL CONSERVATION DIVISION**



**ADRIENNE SANDOVAL
DIRECTOR**

AES/jag


Date: 4/30/2020

“Exhibit A” Case 20923

COMPULSORY POOLING APPLICATION CHECKLIST	
ALL INFORMATION IN THE APPLICATION MUST BE SUPPORTED BY SIGNED AFFIDAVITS	
Case: 20923	APPLICANT'S RESPONSE
Date	February 20, 2020
Applicant	COG Operating LLC
Designated Operator & OGRID (affiliation if applicable)	OGRID # 229137
Applicant's Counsel:	Ocean Munds-Dry
Case Title:	Application of COG Operating LLC for Compulsory Pooling, Lea County, New Mexico
Entries of Appearance/Intervenors:	EOG Resources, Inc.
Well Family	Mastiff
Formation/Pool	
Formation Name(s) or Vertical Extent:	Bone Spring
Primary Product (Oil or Gas):	Oil
Pooling this vertical extent:	2 nd Bone Spring
Pool Name and Pool Code:	Mesa Verde; Bone Spring [96229]
Well Location Setback Rules:	Statewide
Spacing Unit Size:	640 acres
Spacing Unit	
Type (Horizontal/Vertical)	Horizontal
Size (Acres)	640 acres
Building Blocks:	40-acre spacing
Orientation:	North-south
Description: TRS/County	Lots 1-2, S/2NE/4, and the SE/4 (E/2 equivalent) of irregular Section 4, and the E/2 of Section 9, Township 24 South, Range 32 East, Lea County, New Mexico
Standard Horizontal Well Spacing Unit (Y/N), If No, describe	Yes
Other Situations	
Depth Severance: Y/N. If yes, description	No
Proximity Tracts: If yes, description	Yes, the completed interval for the proposed Mastiff Fed Com #202H well will be within 330' of the quarter-quarter line separating the W/2E/2 and the E/2E/2 of Sections 4 and 9 to allow inclusion of this acreage into a standard 640-acre horizontal well spacing unit
Proximity Defining Well: if yes, description	Mastiff Fed Com #202H
Applicant's Ownership in Each Tract	Exhibit 2
Well(s)	
Name (API [if assigned]); Surface hole location; Bottom hole location; Completion target (TVD); Orientation, Completion status (standard or non-standard).	Exhibit 1
Well #1	Mastiff Fed Com #201H (API # Pending)

	SHL: Approx. 50 FNL, 330 FEL (Lot 1); S4-T24S-32E, NMPM BHL: Approx. 50 FSL, 330 FEL (Unit P); S9-T24S-32E, NMPM Completion Target: Bone Spring formation (Approx. 9450 feet TVD) Completion status: Standard
Well #2	Mastiff Fed Com #202H (API # Pending) SHL: Approx. 50 FNL, 1310 FEL (Lot 1); S4-T24S-32E, NMPM BHL: Approx. 50 FSL, 1310 FEL (Unit P); S9-T24S-32E, NMPM Completion Target: Bone Spring formation (Approx. 9450 feet TVD) Completion status: Standard
Well #3	Mastiff Fed Com #301H (API # Pending) SHL: Approx. 270 FNL, 330 FEL (Lot 1); S4-T24S-32E BHL: Approx. 50 FSL, 330 FEL (Unit P); S9-T24S-32E Completion Target: Bone Spring formation (Approx. 9685 feet TVD) Completion status: Standard
Well #4	Mastiff Fed Com #302H (API # Pending) SHL: Approx. 270 FNL, 930 FEL (Lot 1); S4-T24S-32E BHL: Approx. 50 FSL, 730 FEL (Unit P); S9-T24S-32E Completion Target: Bone Spring formation (Approx. 9575 feet TVD) Completion status: Standard
Well #5	Mastiff Fed Com #501H (API # Pending) SHL: Approx. 50 FNL, 660 FEL (Lot 1); S4-T24S-32E BHL: Approx. 50 FSL, 660 FEL (Unit P); S9-T24S-32E Completion Target: Bone Spring formation (Approx. 10600 feet TVD) Completion status: Standard
Well #6	Mastiff Fed Com #502H (API # Pending) SHL: Approx. 50 FNL, 990 FEL (Lot 1); S4-T24S-32E BHL: Approx. 50 FSL, 990 FEL (Unit P); S9-T24S-32E Completion Target: Bone Spring formation (Approx. 10840 feet TVD) Completion status: Standard
Well #7	Mastiff Fed Com #203H (API # Pending) SHL: Approx. 50 FNL, 2310 FEL (Lot 2); S4-T24S-32E BHL: Approx. 50 FSL, 2310 FEL (Unit O); S9-T24S-32E Completion Target: Bone Spring formation (Approx. 9450 feet TVD) Completion status: Standard
Well #8	Mastiff Fed Com #303H (API # Pending) SHL: Approx. 270 FNL, 1020 FEL (Lot 1); S4-T24S-32E BHL: Approx. 50 FSL, 1010 FEL (Unit P); S9-T24S-32E Completion Target: Bone Spring formation (Approx. 9685 feet TVD) Completion status: Standard
Well #9	Mastiff Fed Com #304H (API # Pending) SHL: Approx. 270 FNL, 1620 FEL (Lot 2); S4-T24S-32E BHL: Approx. 50 FSL, 1485 FEL (Unit O); S9-T24S-32E Completion Target: Bone Spring formation (Approx. 9575 feet TVD) Completion status: Standard
Well #10	Mastiff Fed Com #305H (API # Pending) SHL: Approx. 270 FNL, 1710 FEL (Lot 2); S4-T24S-32E BHL: Approx. 50 FSL, 1960 FEL (Unit O); S9-T24S-32E Completion Target: Bone Spring formation (Approx. 9685 feet TVD) Completion status: Standard
Well #11	Mastiff Fed Com #503H (API # Pending) SHL: Approx. 50 FNL, 1650 FEL (Lot 2); S4-T24S-32E BHL: Approx. 50 FSL, 1650 FEL (Unit O); S9-T24S-32E Completion Target: Bone Spring formation (Approx. 10600 feet TVD) Completion status: Standard

Well #12	Mastiff Fed Com #504H (API # Pending) SHL: Approx. 50 FNL, 1980 FEL (Lot 2); S4-T24S-32E BHL: Approx. 50 FSL, 1980 FEL (Unit O); S9-T24S-32E Completion Target: Bone Spring formation (Approx. 10840 feet TVD) Completion status: Standard
Horizontal Well First and Last Take Points	Exhibit 1
Completion Target (Formation, TVD and MD)	Exhibit 3
AFE Capex and Operating Costs	
Drilling Supervision/Month \$	\$7,000
Production Supervision/Month \$	\$700
Justification for Supervision Costs	Exhibit 3
Requested Risk Charge	200%
Notice of Hearing	
Proposed Notice of Hearing	Exhibit 4
Proof of Mailed Notice of Hearing (20 days before hearing)	Exhibit 4
Proof of Published Notice of Hearing (10 days before hearing)	Exhibit 5
Ownership Determination	
Land Ownership Schematic of the Spacing Unit	Exhibit 2
Tract List (including lease numbers and owners)	Exhibit 2
Pooled Parties (including ownership type)	Exhibit 2
Unlocatable Parties to be Pooled	N/A
Ownership Depth Severance (including percentage above & below)	N/A
Joinder	
Sample Copy of Proposal Letter	Exhibit 3
List of Interest Owners (ie Exhibit A of JOA)	Exhibit 2
Chronology of Contact with Non-Joined Working Interests	See hearing transcript
Overhead Rates In Proposal Letter	N/A
Cost Estimate to Drill and Complete	Exhibit 3
Cost Estimate to Equip Well	Exhibit 3
Cost Estimate for Production Facilities	Exhibit 3
Geology	
Summary (including special considerations)	See hearing transcript
Spacing Unit Schematic	Exhibit 6
Gunbarrel/Lateral Trajectory Schematic	N/A
Well Orientation (with rationale)	See hearing transcript
Target Formation	Bone Spring
HSU Cross Section	Exhibits 8, 11, 13, 16
Depth Severance Discussion	N/A
Forms, Figures and Tables	


C-102	Exhibit 1
Tracts	Exhibit 2
Summary of Interests, Unit Recapitulation (Tracts)	Exhibit 2
General Location Map (including basin)	Exhibit 6
Well Bore Location Map	Exhibit 6
Structure Contour Map - Subsea Depth	Exhibits 7, 10, 15
Cross Section Location Map (including wells)	Exhibits 8, 11, 13, 16
Cross Section (including Landing Zone)	Exhibits 9, 12, 14, 17
Additional Information	
CERTIFICATION: I hereby certify that the information provided in this checklist is complete and accurate.	
Printed Name (Attorney or Party Representative):	Michael Rodriguez
Signed Name (Attorney or Party Representative):	
Date:	2/24/20

“Exhibit B” Case 20924

COMPULSORY POOLING APPLICATION CHECKLIST	
ALL INFORMATION IN THE APPLICATION MUST BE SUPPORTED BY SIGNED AFFIDAVITS	
Case: 20924	APPLICANT'S RESPONSE
Date	February 20, 2020
Applicant	COG Operating LLC
Designated Operator & OGRID (affiliation if applicable)	OGRID # 229137
Applicant's Counsel:	Ocean Munds-Dry
Case Title:	Application of COG Operating LLC for Compulsory Pooling, Lea County, New Mexico
Entries of Appearance/Intervenors:	EOG Resources, Inc.
Well Family	Mastiff
Formation/Pool	
Formation Name(s) or Vertical Extent:	Bone Spring
Primary Product (Oil or Gas):	Oil
Pooling this vertical extent:	2 nd Bone Spring
Pool Name and Pool Code:	Mesa Verde;Bone Spring [96229]
Well Location Setback Rules:	Statewide
Spacing Unit Size:	640 acres
Spacing Unit	
Type (Horizontal/Vertical)	Horizontal
Size (Acres)	640 acres
Building Blocks:	40-acre spacing
Orientation:	North-south
Description: TRS/County	Lots 3-4, the S/2NW/4, and the SW/4 (W/2 equivalent) of irregular Section 4, Township 24 South, Range 32 East, and the W/2 of Section 33, Township 23 South, Range 32 East, Lea County, New Mexico
Standard Horizontal Well Spacing Unit (Y/N), If No, describe	Yes
Other Situations	
Depth Severance: Y/N. If yes, description	No
Proximity Tracts: If yes, description	Yes, the completed interval for the proposed Mastiff Fed Com #308H well will be within 330' of the quarter-quarter line separating the W/2W/2 and the E/2W/2 of Sections 4 and 33 to allow inclusion of this acreage into a standard 640-acre horizontal well spacing unit.
Proximity Defining Well: if yes, description	Mastiff Fed Com #308H
Applicant's Ownership in Each Tract	Exhibit 2
Well(s)	
Name (API [if assigned]); Surface hole location; Bottom hole location; Completion target (TVD); Orientation, Completion status (standard or non-standard).	Exhibit 1
Well #1	Mastiff Fed Com #204H (API # Pending)

	SHL: Approx. 50 FSL, 1720 FWL (Unit N); S4-T24S-32E BHL: Approx. 50 FNL, 1720 FWL (Unit C); S33-T23S-32E Completion Target: Bone Spring formation (Approx. 9450 feet TVD) Completion status: Standard
Well #2	Mastiff Fed Com #306H (API # Pending) SHL: Approx. 350 FNL, 2280 FEL (Lot 2); S4-T24S-34E, NMPM BHL: Approx. 50 FSL, 2160 FEL (Unit O); S9-T24S-34E, NMPM Completion Target: Bone Spring formation (Approx. 9575 feet TVD) Completion status: Standard
Well #3	Mastiff Fed Com #307H (API # Pending) SHL: Approx. 350 FNL, 2370 FEL (Lot 2); S4-T24S-32E BHL: Approx. 50 FSL, 2635 FEL (Unit O); S9-T24S-32E Completion Target: Bone Spring formation (Approx. 9685 feet TVD) Completion status: Standard
Well #4	Mastiff Fed Com #205H (API # Pending) SHL: Approx. 50 FSL, 730 FWL (Unit M); S4-T24S-32E BHL: Approx. 50 FNL, 730 FWL (Unit D); S33-T23S-32E Completion Target: Bone Spring formation (Approx. 9450 feet TVD) Completion status: Standard
Well #5	Mastiff Fed Com #308H (API # Pending) SHL: Approx. 270 FSL, 2280 FWL (Unit N); S4-T24S-32E BHL: Approx. 50 FNL, 2160 FWL (Unit C); S33-T23S-32E Completion Target: Bone Spring formation (Approx. 9575 feet TVD) Completion status: Standard
Well #6	Mastiff Fed Com #309H (API # Pending) SHL: Approx. 270 FSL, 2250 FWL (Unit N); S4-T24S-32E BHL: Approx. 50 FNL, 1960 FWL (Unit C); S33-T23S-32E Completion Target: Bone Spring formation (Approx. 9685 feet TVD) Completion status: Standard
Well #7	Mastiff Fed Com #310H (API # Pending) SHL: Approx. 270 FSL, 1250 FWL (Unit M); S4-T24S-32E BHL: Approx. 50 FNL, 1485 FWL (Unit C); S33-T23S-32E Completion Target: Bone Spring formation (Approx. 9575 feet TVD) Completion status: Standard
Well #8	Mastiff Fed Com #505H (API # Pending) SHL: Approx. 50 FSL, 990 FWL (Unit M); S4-T24S-32E BHL: Approx. 50 FNL, 990 FWL (Unit D); S33-T23S-32E Completion Target: Bone Spring formation (Approx. 10840 feet TVD) Completion status: Standard
Well #9	Mastiff Fed Com #506H (API # Pending) SHL: Approx. 50 FSL, 330 FWL (Unit M); S4-T24S-32E BHL: Approx. 50 FNL, 330 FWL (Unit D); S33-T23S-32E Completion Target: Bone Spring formation (Approx. 10600 feet TVD) Completion status: Standard
Well #10	Mastiff Fed Com #507H (API # Pending) SHL: Approx. 50 FSL, 1355 FWL (Unit N); S4-T24S-32E BHL: Approx. 50 FNL, 1355 FWL (Unit C); S33-T23S-32E Completion Target: Bone Spring formation (Approx. 10840 feet TVD) Completion status: Standard
Horizontal Well First and Last Take Points	Exhibit 1
Completion Target (Formation, TVD and MD)	Exhibit 3
AFE Capex and Operating Costs	

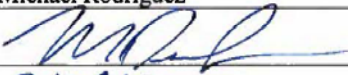
Drilling Supervision/Month \$	\$7,000
Production Supervision/Month \$	\$700
Justification for Supervision Costs	Exhibit 3
Requested Risk Charge	200%
Notice of Hearing	
Proposed Notice of Hearing	Exhibit 4
Proof of Mailed Notice of Hearing (20 days before hearing)	Exhibit 4
Proof of Published Notice of Hearing (10 days before hearing)	Exhibit 5
Ownership Determination	
Land Ownership Schematic of the Spacing Unit	Exhibit 2
Tract List (including lease numbers and owners)	Exhibit 2
Pooled Parties (including ownership type)	Exhibit 2
Unlocatable Parties to be Pooled	N/A
Ownership Depth Severance (including percentage above & below)	N/A
Joinder	
Sample Copy of Proposal Letter	Exhibit 3
List of Interest Owners (ie Exhibit A of JOA)	Exhibit 2
Chronology of Contact with Non- Joined Working Interests	See hearing transcript
Overhead Rates In Proposal Letter	N/A
Cost Estimate to Drill and Complete	Exhibit 3
Cost Estimate to Equip Well	Exhibit 3
Cost Estimate for Production Facilities	Exhibit 3
Geology	
Summary (including special considerations)	See hearing transcript
Spacing Unit Schematic	Exhibit 6
Gunbarrel/Lateral Trajectory Schematic	N/A
Well Orientation (with rationale)	See hearing transcript
Target Formation	Bone Spring
HSU Cross Section	Exhibits 8, 11, 13, 16
Depth Severance Discussion	N/A
Forms, Figures and Tables	
C-102	Exhibit 1
Tracts	Exhibit 2
Summary of Interests, Unit Recapitulation (Tracts)	Exhibit 2
General Location Map (including basin)	Exhibit 6
Well Bore Location Map	Exhibit 6
Structure Contour Map - Subsea Depth	Exhibits 7, 10, 15

Cross Section Location Map (including wells)	Exhibits 8, 11, 13, 16
Cross Section (including Landing Zone)	Exhibits 9, 12, 14, 17
Additional Information	
CERTIFICATION: I hereby certify that the information provided in this checklist is complete and accurate.	
Printed Name (Attorney or Party Representative):	Michael Rodriguez
Signed Name (Attorney or Party Representative):	
Date:	2/24/20

“Exhibit C” Case 20925

COMPULSORY POOLING APPLICATION CHECKLIST	
ALL INFORMATION IN THE APPLICATION MUST BE SUPPORTED BY SIGNED AFFIDAVITS	
Case: 20925	APPLICANT'S RESPONSE
Date	February 20, 2020
Applicant	COG Operating LLC
Designated Operator & OGRID (affiliation if applicable)	OGRID # 229137
Applicant's Counsel:	Ocean Munds-Dry
Case Title:	Application of COG Operating LLC for Compulsory Pooling, Lea County, New Mexico
Entries of Appearance/Intervenors:	EOG Resources, Inc.
Well Family	Mastiff
Formation/Pool	
Formation Name(s) or Vertical Extent:	Wolfcamp
Primary Product (Oil or Gas):	Oil
Pooling this vertical extent:	Wolfcamp
Pool Name and Pool Code:	WC-025 G-08 S243213C;WOLFCAMP [98309]
Well Location Setback Rules:	Statewide
Spacing Unit Size:	640 acres
Spacing Unit	
Type (Horizontal/Vertical)	Horizontal
Size (Acres)	640 acres
Building Blocks:	40-acre spacing
Orientation:	North-south
Description: TRS/County	Lots 1-2, S/2NE/4, and the SE/4 (E/2 equivalent) of irregular Section 4, and the E/2 of Section 9, Township 24 South, Range 32 East, Lea County, New Mexico
Standard Horizontal Well Spacing Unit (Y/N), If No, describe	Yes
Other Situations	
Depth Severance: Y/N. If yes, description	No
Proximity Tracts: If yes, description	Yes, the completed interval for the proposed Mastiff Fed Com #703H well will be within 330' of the quarter-quarter line separating the W/2E/2 and the E/2E/2 of Sections 4 and 9 to allow inclusion of this acreage into a standard 640-acre horizontal well spacing unit
Proximity Defining Well: if yes, description	Mastiff Fed Com #703H
Applicant's Ownership in Each Tract	Exhibit 2
Well(s)	
Name (API [if assigned]); Surface hole location; Bottom hole location; Completion target (TVD); Orientation, Completion status (standard or non-standard).	Exhibit 1
Well #1	Mastiff Fed Com #701H (API # Pending)

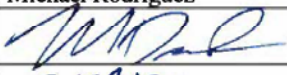
	SHL: Approx. 270 FNL, 360 FEL (Lot 1); S4-T24S-32E BHL: Approx. 50 FSL, 330 FEL (Unit P); S9-T24S-32E Completion Target: Wolfcamp formation (Approx. 12300 feet TVD) Completion status: Standard
Well #2	Mastiff Fed Com #702H (API # Pending) SHL: Approx. 270 FNL, 960 FEL (Lot 1); S4-T24S-32E BHL: Approx. 50 FSL, 990 FEL (Unit P); S9-T24S-32E Completion Target: Wolfcamp formation (Approx. 12400 feet TVD) Completion status: Standard
Well #3	Mastiff Fed Com #703H (API # Pending) SHL: Approx. 270 FNL, 1680 FEL (Lot 2); S4-T24S-32E BHL: Approx. 50 FSL, 1650 FEL (Unit O); S9-T24S-32E Completion Target: Wolfcamp formation (Approx. 12300 feet TVD) Completion status: Standard
Well #4	Mastiff Fed Com #704H (API # Pending) SHL: Approx. 350 FNL, 2340 FEL (Lot 2); S4-T24S-32E BHL: Approx. 50 FSL, 2310 FEL (Unit O); S9-T24S-32E Completion Target: Wolfcamp formation (Approx. 12400 feet TVD) Completion status: Standard
Well #5	Mastiff Fed Com #705H (API # Pending) SHL: Approx. 270 FSL, 2310 FWL (Unit N); S4-T24S-32E BHL: Approx. 50 FNL, 2310 FWL (Unit C); S33-T23S-32E Completion Target: Wolfcamp formation (Approx. 12300 feet TVD) Completion status: Standard
Horizontal Well First and Last Take Points	Exhibit 1
Completion Target (Formation, TVD and MD)	Exhibit 3
AFE Capex and Operating Costs	
Drilling Supervision/Month \$	\$7,000
Production Supervision/Month \$	\$700
Justification for Supervision Costs	Exhibit 3
Requested Risk Charge	200%
Notice of Hearing	
Proposed Notice of Hearing	Exhibit 4
Proof of Mailed Notice of Hearing (20 days before hearing)	Exhibit 4
Proof of Published Notice of Hearing (10 days before hearing)	Exhibit 5
Ownership Determination	
Land Ownership Schematic of the Spacing Unit	Exhibit 2
Tract List (including lease numbers and owners)	Exhibit 2
Pooled Parties (including ownership type)	Exhibit 2
Unlocatable Parties to be Pooled	N/A
Ownership Depth Severance (including percentage above & below)	N/A
Joinder	
Sample Copy of Proposal Letter	Exhibit 3

List of Interest Owners (ie Exhibit A of JOA)	Exhibit 2
Chronology of Contact with Non-Joined Working Interests	See hearing transcript
Overhead Rates In Proposal Letter	N/A
Cost Estimate to Drill and Complete	Exhibit 3
Cost Estimate to Equip Well	Exhibit 3
Cost Estimate for Production Facilities	Exhibit 3
Geology	
Summary (including special considerations)	See hearing transcript
Spacing Unit Schematic	Exhibit 6
Gunbarrel/Lateral Trajectory Schematic	N/A
Well Orientation (with rationale)	See hearing transcript
Target Formation	Bone Spring
HSU Cross Section	Exhibits 8, 11, 13, 16
Depth Severance Discussion	N/A
Forms, Figures and Tables	
C-102	Exhibit 1
Tracts	Exhibit 2
Summary of Interests, Unit Recapitulation (Tracts)	Exhibit 2
General Location Map (including basin)	Exhibit 6
Well Bore Location Map	Exhibit 6
Structure Contour Map - Subsea Depth	Exhibits 7, 10, 15
Cross Section Location Map (including wells)	Exhibits 8, 11, 13, 16
Cross Section (including Landing Zone)	Exhibits 9, 12, 14, 17
Additional Information	
CERTIFICATION: I hereby certify that the information provided in this checklist is complete and accurate.	
Printed Name (Attorney or Party Representative):	Michael Rodriguez
Signed Name (Attorney or Party Representative):	
Date:	2/24/20

“Exhibit D” Case 20926

COMPULSORY POOLING APPLICATION CHECKLIST	
ALL INFORMATION IN THE APPLICATION MUST BE SUPPORTED BY SIGNED AFFIDAVITS	
Case: 20926	APPLICANT'S RESPONSE
Date	February 20, 2020
Applicant	COG Operating LLC
Designated Operator & OGRID (affiliation if applicable)	OGRID # 229137
Applicant's Counsel:	Ocean Munds-Dry
Case Title:	Application of COG Operating LLC for Compulsory Pooling, Lea County, New Mexico
Entries of Appearance/Intervenors:	EOG Resources, Inc.
Well Family	Mastiff
Formation/Pool	
Formation Name(s) or Vertical Extent:	Wolfcamp
Primary Product (Oil or Gas):	Oil
Pooling this vertical extent:	Wolfcamp
Pool Name and Pool Code:	WC-025 G-08 S243213C;WOLFCAMP [98309]
Well Location Setback Rules:	Statewide
Spacing Unit Size:	640 acres
Spacing Unit	
Type (Horizontal/Vertical)	Horizontal
Size (Acres)	640 acres
Building Blocks:	40-acre spacing
Orientation:	North-south
Description: TRS/County	Lots 1-2, S/2NW/4, and the SW/4 (W/2 equivalent) of irregular Section 4, and the E/2 of Section 9, Township 24 South, Range 32 East, Lea County, New Mexico
Standard Horizontal Well Spacing Unit (Y/N), If No, describe	Yes
Other Situations	
Depth Severance: Y/N. If yes, description	No
Proximity Tracts: If yes, description	Yes, the completed interval for the proposed Mastiff Fed Com #708H well will be within 330' of the quarter-quarter line separating the W/2W/2 and the E/2W/2 of Section 4, Township 24 South, Range 32 East, and Section 33, Township 23 South, Range 32 East, to allow inclusion of this acreage into a standard 640-acre horizontal well spacing unit.
Proximity Defining Well: if yes, description	Mastiff Fed Com #708H
Applicant's Ownership in Each Tract	Exhibit 2
Well(s)	
Name (API [if assigned]); Surface hole location; Bottom hole location; Completion target (TVD); Orientation, Completion status (standard or non-standard).	Exhibit 1

Well #1	Mastiff Fed Com #706H (API # Pending) SHL: Approx. 270 FSL, 1280 FWL (Unit M); S4-T24S-32E BHL: Approx. 50 FNL, 1650 FWL (Unit C); S33-T23S-32E Completion Target: Wolfcamp formation (Approx. 12400 feet TVD) Completion status: Standard
Well #2	Mastiff Fed Com #707H (API # Pending) SHL: Approx. 270 FSL, 1190 FWL (Unit M); S4-T24S-32E BHL: Approx. 50 FNL, 990 FWL (Unit D); S33-T23S-32E Completion Target: Wolfcamp formation (Approx. 12300 feet TVD) Completion status: Standard
Well #3	Mastiff Fed Com #708H (API # Pending) SHL: Approx. 270 FNL, 300 FEL (Unit M); S4-T24S-32E BHL: Approx. 50 FSL, 330 FEL (Unit D); S33-T23S-32E Completion Target: Wolfcamp formation (Approx. 12400 feet TVD) Completion status: Standard
Well #4	Mastiff Fed Com #709H (API # Pending) SHL: Approx. 50 FSL, 846 FWL (Unit M); S4-T24S-32E BHL: Approx. 50 FNL, 846 FWL (Unit D); S33-T23S-32E Completion Target: Wolfcamp formation (Approx. 12300 feet TVD) Completion status: Standard
Well #5	Mastiff Fed Com #710H (API # Pending) SHL: Approx. 50 FSL, 330 FWL (Unit M); S4-T24S-32E BHL: Approx. 50 FNL, 330 FWL (Unit D); S33-T23S-32E Completion Target: Wolfcamp formation (Approx. 12400 feet TVD) Completion status: Standard
Horizontal Well First and Last Take Points	Exhibit 1
Completion Target (Formation, TVD and MD)	Exhibit 3
AFE Capex and Operating Costs	
Drilling Supervision/Month \$	\$7,000
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Cross Section (including Landing Zone)	Exhibits 9, 12, 14, 17
Additional Information	
CERTIFICATION: I hereby certify that the information provided in this checklist is complete and accurate.	
Printed Name (Attorney or Party Representative):	Michael Rodriguez
Signed Name (Attorney or Party Representative):	
Date:	2/24/20