

QEP Energy Company

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1050 17th Street, Suite 500
Denver, CO 80265
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3113

May15, 2013

Reservoir Management Team
Bureau of Land Management
301 Dinosaur Trail
P. O. Box 27115
Santa Fe, New Mexico 87502-0115

RE: Plan of Development for 2013
Escrito Gallup Unit
Rio Arriba County, New Mexico

Gentlemen:

Pursuant to the provisions of Section 11 of the Escrito Gallup Unit Agreement, QEP Energy Company ("QEP"), formerly known as Questar Exploration and Production Company, hereby submits the following Plan of Development for the year 2013.

Proposed Escrito Gallup Unit Well for 2013

QEP has no plans for drilling within the Escrito Gallup Unit in 2013. In the event our plans change during the year, a supplemental Plan of Development will be filed.

Unit Wells Status 12-31-12

No new wells were drilled within the Escrito Gallup Unit during 2012, resulting in no changes being made to the unit map. Enclosed is a status update regarding each well within the Unit. Also, enclosed is a Unit map for your reference.

References

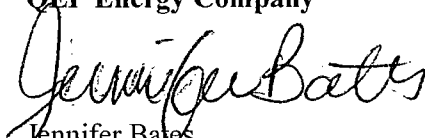
For your reference, the following information is attached hereto:

- 1) Well Status – Showing the Status of the wells in this Unit
- 2) 2012 Production Summary
- 3) Production Plot
- 4) Unit Map

QEP respectfully requests your approval of this Plan of Development for year 2013.

Should you have any questions, concerning the above, please do not hesitate to contact the undersigned at (303) 308-3093.

Sincerely,
QEP Energy Company


Jennifer Bates
Senior Landman

Attachments

Cc: State of New Mexico Oil Conservation
1220 South St. Francis Drive
Santa Fe, New Mexico 87505



New Mexico State Land Office
310 Old Santa Fe Trail
Santa Fe, New Mexico 87501
Attn: Larry Roybal

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SAN JUAN BASIN
San Juan & Rio Arriba Counties, New Mexico
ESCRITO GALLUP UNIT
(NMNM 07890X)
QEP Energy Co.

Escrito Gallup Unit
Rio Arriba County, New Mexico
as of 12/31/2012

PA Participating Area : Gallup

	<u>Well Name</u>	<u>Location</u>	<u>Status</u>	<u>Duration</u>	<u>Annual Production for the Year 2012</u>		
					Oil (Bbls)	Gas (Mcf)	Water (Bbls)
A	Escrito Gallup Unit 010	19A 24N 7W NE NE	POW	May-72	160	1,156	0
A	Escrito Gallup Unit 019	13 24N 8W NE SE	POW	Aug-60	457	5,372	1
A	Escrito Gallup Unit 021	13H 24N 8W SW SE NE	POW	May-75	131	145	0
A	Escrito Gallup Unit 022	18F 24N 7W SW SE NW	POW	Jul-83	604	3,518	3
A	Escrito Gallup Unit 024	21F 24N 7W NW SE NW	POW	Aug-83	322	2,276	1
A	Escrito Gallup Unit 026	18P 24N 7W SE SE SE	POW	Jul-84	474	4,826	5
A	Escrito Gallup Unit 027	19H 24N 7W NE SE NE	POW	Jul-84	47	899	0
A	Escrito Gallup Unit 028	20C 24N 7W SE NE NW	POW	Aug-84	271	5,476	4
A	Escrito Gallup Unit 029	20H 24N 7W NW SE NE	POW	Aug-84	520	9,750	8
A	Escrito Gallup Unit 001	12P 24N 8W SE SE	P&A	Feb-61	0	0	0
A	Escrito Gallup Unit 002	12 24N 8W SW SE	P&A	Dec-61	0	0	0
A	Escrito Gallup Unit 003	13A 24N 8W NE NE	P&A	Nov-60	0	0	0
A	Escrito Gallup Unit 004	7 24N 7W SW SW	P&A	Jan-61	0	0	0
A	Escrito Gallup Unit 005	18E 24N 7W SW NW	P&A	Sep-77	0	0	0
A	Escrito Gallup Unit 006	18C 24N 7W NE NW	P&A	Oct-60	0	0	0
A	Escrito Gallup Unit 007	18G 24N 7W SW NE	P&A	Mar-80	0	0	0
A	Escrito Gallup Unit 008	18 24N 7W SE NE	P&A	Oct-60	0	0	0
A	Escrito Gallup Unit 009	18I 24N 7W NE SE	P&A	Jan-62	0	0	0
A	Escrito Gallup Unit 011	17L 24N 7W NW SW	P&A	Jun-74	0	0	0
A	Escrito Gallup Unit 012	17K 24N 7W NE SW	P&A	Aug-60	0	0	0
A	Escrito Gallup Unit 013	17J 24N 7W C NW SE	P&A	Apr-74	0	0	0
A	Escrito Gallup Unit 015	20A 24N 7W NE NE	P&A	Jun-80	0	0	0
A	Escrito Gallup Unit 016	16L 24N 7W NW SW	P&A	Jun-74	0	0	0
A	Escrito Gallup Unit 017	16M 24N 7W SW SW	P&A	Aug-70	0	0	0
A	Escrito Gallup Unit 018	21C 24N 7W NE NW	P&A	Apr-74	0	0	0
A	Escrito Gallup Unit 020	18N 24N 7W NW SE SW	P&A	May-75	0	0	0
A	Escrito Gallup Unit 023	17N 24N 7W SW SE SW	P&A	Jul-83	0	0	0
A	Escrito Gallup Unit 025	18J 24N 7W SW NW SE	P&A	Jul-84	0	0	0
Total :					2,986	33,418	22

Cumulative Production for the Unit through 12/31/2012

Oil (Bbls)	=	1,282,922
Gas (Mcf)	=	5,016,706
Water (Bbls)	=	494,877

Lease: ESCRITO GALLUP UNIT 010
Field: ESCRITO
State: NM

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Production Ledger

Date	Oil MB	Gas MMF	Water MB	Yield BBL/MMCF	GOR SCF/BBL	Water Cut %	Cum Oil MB	Cum Gas MMF
Prior Data:	22.982	92.514	0.216					
1/31/2012	0.016	0.112	0.000	141.696	7057.341	0.0	22.997	92.626
2/29/2012	0.015	0.103	0.000	142.913	6997.283	0.0	23.012	92.729
3/31/2012	0.015	0.104	0.000	148.558	6731.392	0.0	23.028	92.833
4/30/2012	0.015	0.098	0.000	149.082	6707.734	0.0	23.042	92.931
5/31/2012	0.014	0.097	0.000	146.289	6835.800	0.0	23.056	93.028
6/30/2012	0.016	0.090	0.000	176.222	5674.653	0.0	23.072	93.118
7/31/2012	0.010	0.089	0.000	117.191	8533.078	0.0	23.083	93.207
8/31/2012	0.011	0.090	0.000	125.222	7985.803	0.0	23.094	93.297
9/30/2012	0.012	0.086	0.000	140.698	7107.438	0.0	23.106	93.383
10/31/2012	0.013	0.101	0.000	128.020	7811.292	0.0	23.119	93.484
11/30/2012	0.012	0.092	0.000	126.957	7876.712	0.0	23.131	93.576
12/31/2012	0.011	0.094	0.000	119.894	8340.728	0.0	23.142	93.670
Subtotal 2012:	0.160	1.156	0.000	138.737	7207.881	0.0		
TOTAL:	23.142	93.670	0.216	247.058	4047.640	0.9		

Lease: ESCRITO GALLUP UNIT 019
Field: ESCRITO
State: NM

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Production Ledger

Date	Oil MB	Gas MMF	Water MB	Yield BBL/MMCF	GOR SCF/BBL	Water Cut %	Cum Oil MB	Cum Gas MMF
Prior Data:	69.137	322.443	1.467					
1/31/2012	0.045	0.505	0.001	88.455	11305.126	2.2	69.182	322.948
2/29/2012	0.044	0.445	0.000	99.461	10054.225	0.0	69.226	323.393
3/31/2012	0.045	0.432	0.000	105.324	9494.505	0.0	69.272	323.825
4/30/2012	0.027	0.456	0.000	58.487	17097.863	0.0	69.299	324.281
5/31/2012	0.040	0.460	0.000	87.130	11477.046	0.0	69.339	324.741
6/30/2012	0.036	0.467	0.000	76.874	13008.357	0.0	69.375	325.208
7/31/2012	0.036	0.431	0.000	83.318	12002.228	0.0	69.410	325.639
8/31/2012	0.036	0.469	0.000	77.441	12912.996	0.0	69.447	326.108
9/30/2012	0.030	0.397	0.000	74.937	13344.538	0.0	69.477	326.505
10/31/2012	0.040	0.489	0.000	82.086	12182.362	0.0	69.517	326.994
11/30/2012	0.037	0.437	0.000	85.034	11759.957	0.0	69.554	327.431
12/31/2012	0.040	0.384	0.000	105.443	9483.823	0.0	69.594	327.815
Subtotal 2012:	0.457	5.372	0.001	85.043	11758.783	0.2		
TOTAL:	69.594	327.815	1.468	212.297	4710.376	2.1		

Lease: ESCRITO GALLUP UNIT 021
Field: ESCRITO
State: NM

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Production Ledger

Date	Oil MB	Gas MMF	Water MB	Yield BBL/MMCF	GOR SCF/BBL	Water Cut %	Cum Oil MB	Cum Gas MMF
Prior Data:	66.547	335.870	0.456					
1/31/2012	-0.035	0.000	0.000	0.000	0.000	0.0	66.512	335.870
2/29/2012	0.023	0.000	0.000	0.000	0.000	0.0	66.535	335.870
3/31/2012	0.023	0.000	0.000	0.000	0.000	0.0	66.558	335.870
4/30/2012	0.018	0.000	0.000	0.000	0.000	0.0	66.576	335.870
5/31/2012	0.027	0.000	0.000	0.000	0.000	0.0	66.603	335.870
6/30/2012	0.025	0.000	0.000	0.000	0.000	0.0	66.627	335.870
7/31/2012	0.024	0.000	0.000	0.000	0.000	0.0	66.651	335.870
8/31/2012	0.031	0.145	0.000	212.552	4704.737	0.0	66.682	336.015
9/30/2012	-0.075	0.000	0.000	0.000	0.000	0.0	66.607	336.015
10/31/2012	0.025	0.000	0.000	0.000	0.000	0.0	66.633	336.015
11/30/2012	0.026	0.000	0.000	0.000	0.000	0.0	66.659	336.015
12/31/2012	0.019	0.000	0.000	0.000	0.000	0.0	66.677	336.015
Subtotal 2012:	0.131	0.145	0.000	900.276	1110.771	0.0		
TOTAL:	66.677	336.015	0.456	198.436	5039.409	0.7		

Lease: ESCRITO GALLUP UNIT 022
Field: ESCRITO
State: NM

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Production Ledger

Date	Oil MB	Gas MMF	Water MB	Yield BBL/MMCF	GOR SCF/BBL	Water Cut %	Cum Oil MB	Cum Gas MMF
Prior Data:	27.064	214.535	1.601					
1/31/2012	0.063	0.428	0.003	146.028	6848.000	4.6	27.127	214.963
2/29/2012	0.059	0.361	0.000	163.850	6103.128	0.0	27.186	215.324
3/31/2012	0.059	0.383	0.000	153.499	6514.713	0.0	27.244	215.707
4/30/2012	0.048	0.362	0.000	131.271	7617.845	0.0	27.292	216.069
5/31/2012	0.050	0.348	0.000	144.885	6902.023	0.0	27.342	216.417
6/30/2012	0.046	0.349	0.000	131.289	7616.761	0.0	27.388	216.766
7/31/2012	0.042	0.336	0.000	123.542	8094.435	0.0	27.430	217.102
8/31/2012	0.051	0.327	0.000	155.566	6428.150	0.0	27.481	217.429
9/30/2012	0.043	0.293	0.000	147.918	6760.498	0.0	27.524	217.722
10/31/2012	0.053	0.331	0.000	161.118	6206.638	0.0	27.577	218.053
11/30/2012	0.041	0.000	0.000	0.000	0.000	0.0	27.618	218.053
12/31/2012	0.050	0.000	0.000	0.000	0.000	0.0	27.668	218.053
Subtotal 2012:	0.604	3.518	0.003	171.688	5824.503	0.5		
TOTAL:	27.668	218.053	1.604	126.886	7881.061	5.5		

Lease: ESCRITO GALLUP UNIT 024
Field: ESCRITO
State: NM

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Production Ledger

Date	Oil MB	Gas MMF	Water MB	Yield BBL/MMCF	GOR SCF/BBL	Water Cut %	Cum Oil MB	Cum Gas MMF
Prior Data:	19.395	121.266	0.576					
1/31/2012	0.030	0.219	0.001	136.895	7304.870	3.2	19.425	121.485
2/29/2012	0.030	0.202	0.000	146.584	6822.020	0.0	19.454	121.687
3/31/2012	0.031	0.210	0.000	148.905	6715.702	0.0	19.486	121.897
4/30/2012	0.031	0.200	0.000	156.400	6393.862	0.0	19.517	122.097
5/31/2012	0.033	0.191	0.000	174.712	5723.704	0.0	19.550	122.288
6/30/2012	0.030	0.186	0.000	163.763	6106.369	0.0	19.581	122.474
7/31/2012	0.022	0.171	0.000	131.170	7623.718	0.0	19.603	122.645
8/31/2012	0.031	0.181	0.000	170.497	5865.198	0.0	19.634	122.826
9/30/2012	0.026	0.164	0.000	157.683	6341.841	0.0	19.660	122.990
10/31/2012	0.015	0.188	0.000	79.840	12524.983	0.0	19.675	123.178
11/30/2012	0.026	0.183	0.000	141.311	7076.566	0.0	19.701	123.361
12/31/2012	0.016	0.181	0.000	87.569	11419.558	0.0	19.717	123.542
Subtotal 2012:	0.322	2.276	0.001	141.406	7071.837	0.3		
TOTAL:	19.717	123.542	0.577	159.595	6265.857	2.8		

Lease: ESCRITO GALLUP UNIT 026
Field: ESCRITO
State: NM

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Production Ledger

Date	Oil MB	Gas MMF	Water MB	Yield BBL/MMCF	GOR SCF/BBL	Water Cut %	Cum Oil MB	Cum Gas MMF
Prior Data:	33.554	280.774	2.496					
1/31/2012	0.043	0.469	0.003	92.516	10808.942	6.5	33.597	281.243
2/29/2012	0.040	0.461	0.000	87.809	11388.340	0.0	33.637	281.704
3/31/2012	0.046	0.485	0.002	93.835	10656.998	4.2	33.683	282.189
4/30/2012	0.040	0.478	0.000	83.849	11926.148	0.0	33.723	282.667
5/31/2012	0.046	0.439	0.000	105.649	9465.287	0.0	33.769	283.106
6/30/2012	0.036	0.454	0.000	79.009	12656.816	0.0	33.805	283.560
7/31/2012	0.037	0.419	0.000	87.589	11416.894	0.0	33.842	283.979
8/31/2012	0.042	0.448	0.000	93.996	10638.803	0.0	33.884	284.427
9/30/2012	0.032	0.401	0.000	80.050	12492.212	0.0	33.916	284.828
10/31/2012	0.036	0.000	0.000	0.000	0.000	0.0	33.952	284.828
11/30/2012	0.034	0.388	0.000	88.196	11338.399	0.0	33.986	285.216
12/31/2012	0.042	0.384	0.000	108.646	9204.219	0.0	34.028	285.600
Subtotal 2012:	0.474	4.826	0.005	98.286	10174.351	1.0		
TOTAL:	34.028	285.600	2.501	119.145	8393.103	6.8		

Lease: ESCRITO GALLUP UNIT 027
 Field: ESCRITO
 State: NM

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Production Ledger

Date	Oil MB	Gas MMF	Water MB	Yield BBL/MMCF	GOR SCF/BBL	Water Cut %	Cum Oil MB	Cum Gas MMF
Prior Data:	14.761	93.084	0.489					
1/31/2012	0.002	0.044	0.000	51.591	19383.260	0.0	14.763	93.128
2/29/2012	0.004	0.070	0.000	52.857	18918.919	0.0	14.767	93.198
3/31/2012	0.005	0.083	0.000	56.145	17811.159	7.0	14.771	93.281
4/30/2012	0.004	0.077	0.000	50.130	19948.187	0.0	14.775	93.358
5/31/2012	0.004	0.072	0.000	60.694	16475.973	0.0	14.780	93.430
6/30/2012	0.004	0.075	0.000	51.200	19531.250	0.0	14.783	93.505
7/31/2012	0.004	0.070	0.000	64.143	15590.200	0.0	14.788	93.575
8/31/2012	0.004	0.136	0.000	29.412	34000.000	0.0	14.792	93.711
9/30/2012	0.004	0.065	0.000	60.615	16497.462	0.0	14.796	93.776
10/31/2012	0.004	0.072	0.000	60.972	16400.911	0.0	14.800	93.848
11/30/2012	0.004	0.070	0.000	57.571	17369.727	0.0	14.804	93.918
12/31/2012	0.004	0.065	0.000	58.462	17105.263	0.0	14.808	93.983
Subtotal 2012:	0.047	0.899	0.000	52.670	18986.272	0.7		
TOTAL:	14.808	93.983	0.490	157.561	6346.753	3.2		

Lease: ESCRITO GALLUP UNIT 028
Field: ESCRITO
State: NM

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Production Ledger

Date	Oil MB	Gas MMF	Water MB	Yield BBL/MMCF	GOR SCF/BBL	Water Cut %	Cum Oil MB	Cum Gas MMF
Prior Data:	33.450	365.949	1.282					
1/31/2012	0.021	0.413	0.002	51.065	19582.741	8.7	33.471	366.362
2/29/2012	0.022	0.408	0.000	53.113	18827.873	0.0	33.492	366.770
3/31/2012	0.026	0.467	0.002	56.103	17824.427	7.0	33.518	367.237
4/30/2012	0.019	0.418	0.000	45.096	22175.066	0.0	33.537	367.655
5/31/2012	0.025	0.444	0.000	55.248	18100.285	0.0	33.562	368.099
6/30/2012	0.022	0.463	0.000	46.501	21504.877	0.0	33.583	368.562
7/31/2012	0.025	0.428	0.000	58.995	16950.495	0.0	33.609	368.990
8/31/2012	0.022	0.435	0.000	51.655	19359.146	0.0	33.631	369.425
9/30/2012	0.022	0.409	0.000	54.108	18481.699	0.0	33.653	369.834
10/31/2012	0.025	0.408	0.000	60.466	16538.306	0.0	33.678	370.242
11/30/2012	0.022	0.631	0.000	34.406	29064.947	0.0	33.700	370.873
12/31/2012	0.021	0.552	0.000	38.750	25806.452	0.0	33.721	371.425
Subtotal 2012:	0.271	5.476	0.004	49.578	20170.172	1.4		
TOTAL:	33.721	371.425	1.285	90.788	11014.660	3.7		

Lease: ESCRITO GALLUP UNIT 029
Field: ESCRITO
State: NM

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Production Ledger

Date	Oil MB	Gas MMF	Water MB	Yield BBL/MMCF	GOR SCF/BBL	Water Cut %	Cum Oil MB	Cum Gas MMF
Prior Data:	40.926	490.673	1.992					
1/31/2012	0.048	0.944	0.004	50.922	19638.028	7.7	40.974	491.617
2/29/2012	0.043	0.801	0.000	53.171	18807.232	0.0	41.016	492.418
3/31/2012	0.048	0.863	0.004	56.095	17826.895	7.0	41.065	493.281
4/30/2012	0.040	0.883	0.000	45.142	22152.534	0.0	41.105	494.164
5/31/2012	0.045	0.819	0.000	55.336	18071.492	0.0	41.150	494.983
6/30/2012	0.040	0.855	0.000	46.421	21541.950	0.0	41.190	495.838
7/31/2012	0.047	0.821	0.000	56.821	17599.143	0.0	41.236	496.659
8/31/2012	0.042	0.867	0.000	47.878	20886.533	0.0	41.278	497.526
9/30/2012	0.041	0.756	0.000	54.101	18484.108	0.0	41.319	498.282
10/31/2012	0.046	0.753	0.000	60.531	16520.404	0.0	41.364	499.035
11/30/2012	0.042	0.706	0.000	59.263	16873.805	0.0	41.406	499.741
12/31/2012	0.040	0.682	0.000	57.977	17248.356	0.0	41.446	500.423
Subtotal 2012:	0.520	9.750	0.008	53.329	18751.442	1.5		
TOTAL:	41.446	500.423	1.999	82.821	12074.170	4.6		

GRAND TOTAL

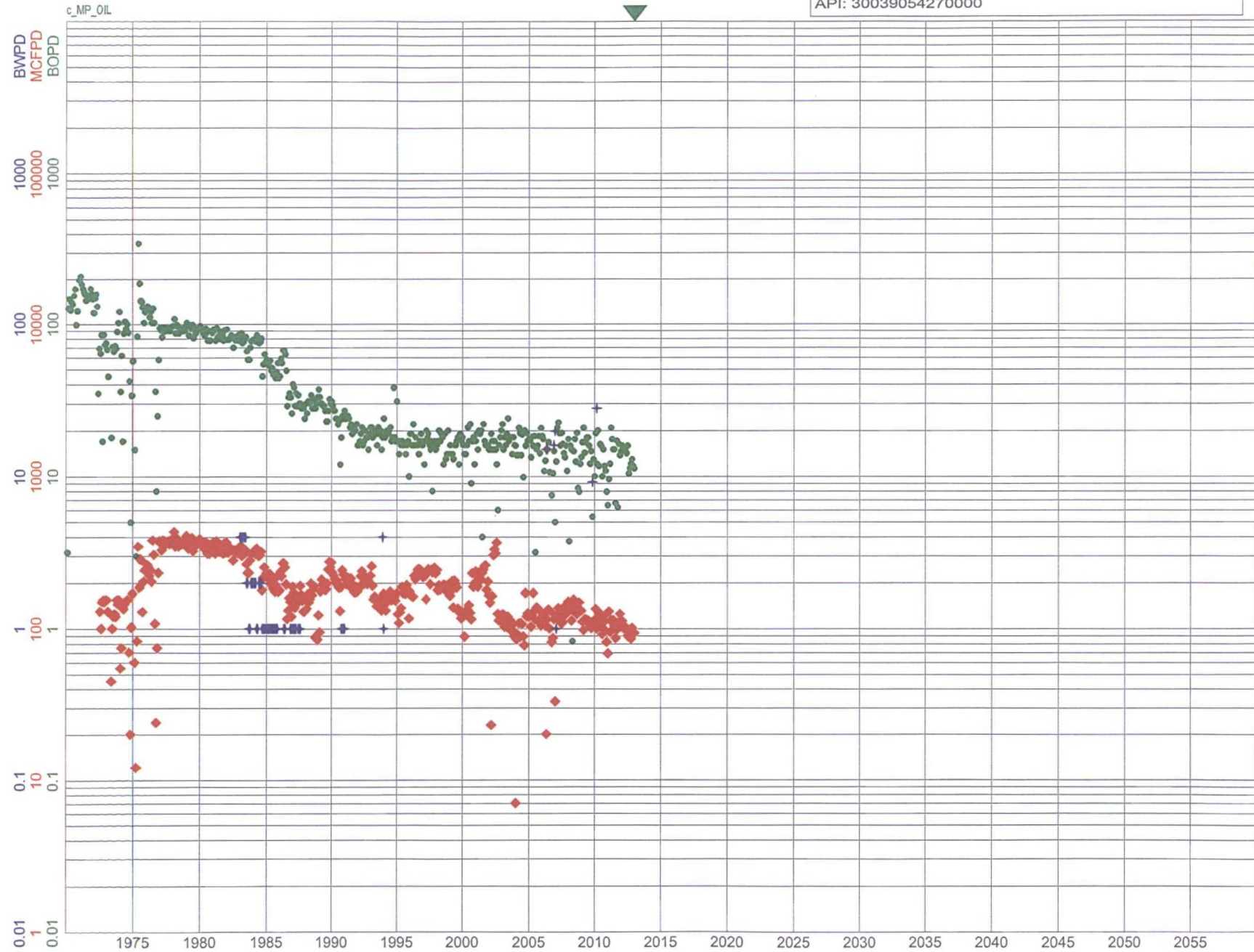
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Production Ledger

Date	Oil MB	Gas MMF	Water MB	Yield BBL/MMCF	GOR SCF/BBL	Water Cut %	Cum Oil MB	Cum Gas MMF
Prior Data:	327.814	2317.109	10.575					
1/31/2012	0.233	3.134	0.014	74	13461.043	5.7	328.047	2320.243
2/29/2012	0.280	2.851	0.000	98	10199.263	0.0	328.327	2323.094
3/31/2012	0.298	3.027	0.008	99	10147.503	2.6	328.625	2326.121
4/30/2012	0.241	2.972	0.000	81	12331.950	0.0	328.866	2329.093
5/31/2012	0.285	2.870	0.000	99	10058.529	0.0	329.151	2331.963
6/30/2012	0.254	2.939	0.000	86	11592.316	0.0	329.405	2334.902
7/31/2012	0.247	2.765	0.000	89	11188.443	0.0	329.652	2337.667
8/31/2012	0.270	3.098	0.000	87	11464.308	0.0	329.922	2340.765
9/30/2012	0.136	2.571	0.000	53	18962.974	0.0	330.058	2343.336
10/31/2012	0.257	2.342	0.000	110	9103.277	0.0	330.315	2345.678
11/30/2012	0.243	2.507	0.000	97	10313.053	0.0	330.558	2348.185
12/31/2012	0.243	2.342	0.000	104	9640.637	0.0	330.801	2350.527
Subtotal 2012:	2.987	33.418	0.022	89	11188.788	0.7	330.801	2350.527
TOTAL:	330.801	2350.527	10.597	140.735	7105.559	3.1	330.801	2350.527

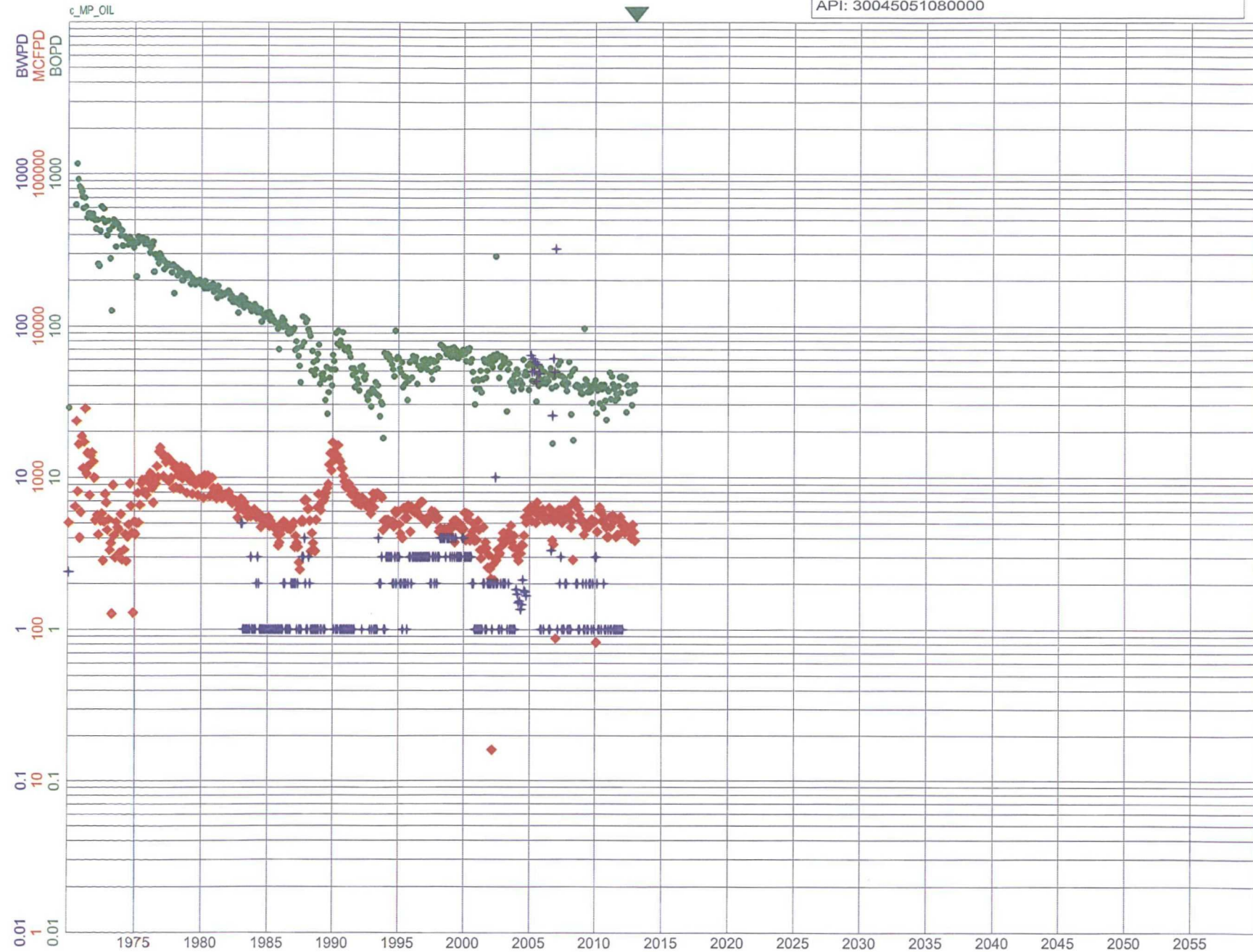
Well: ESCRITO GALLUP UNIT 010

Formation: ESCRITO GALLUP
County, State: RIO ARriba, NM
Location: 19A 24N 7W NE NE
Field: ESCRITO
API: 30039054270000



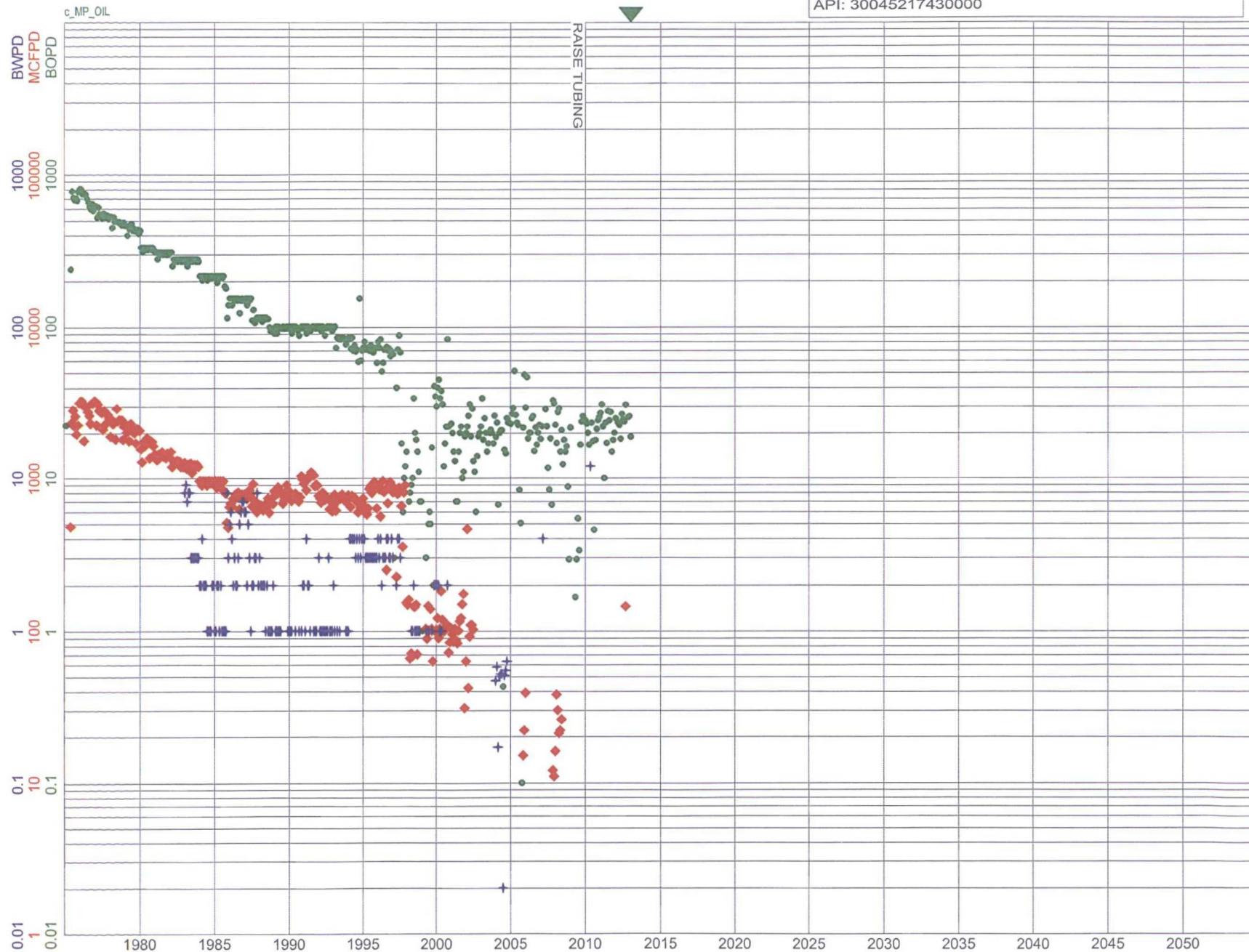
Well: ESCRITO GALLUP UNIT 019

Formation: ESCRITO GALLUP
County, State: SAN JUAN, NM
Location: 13 24N 8W NE SE
Field: ESCRITO
API: 30045051080000



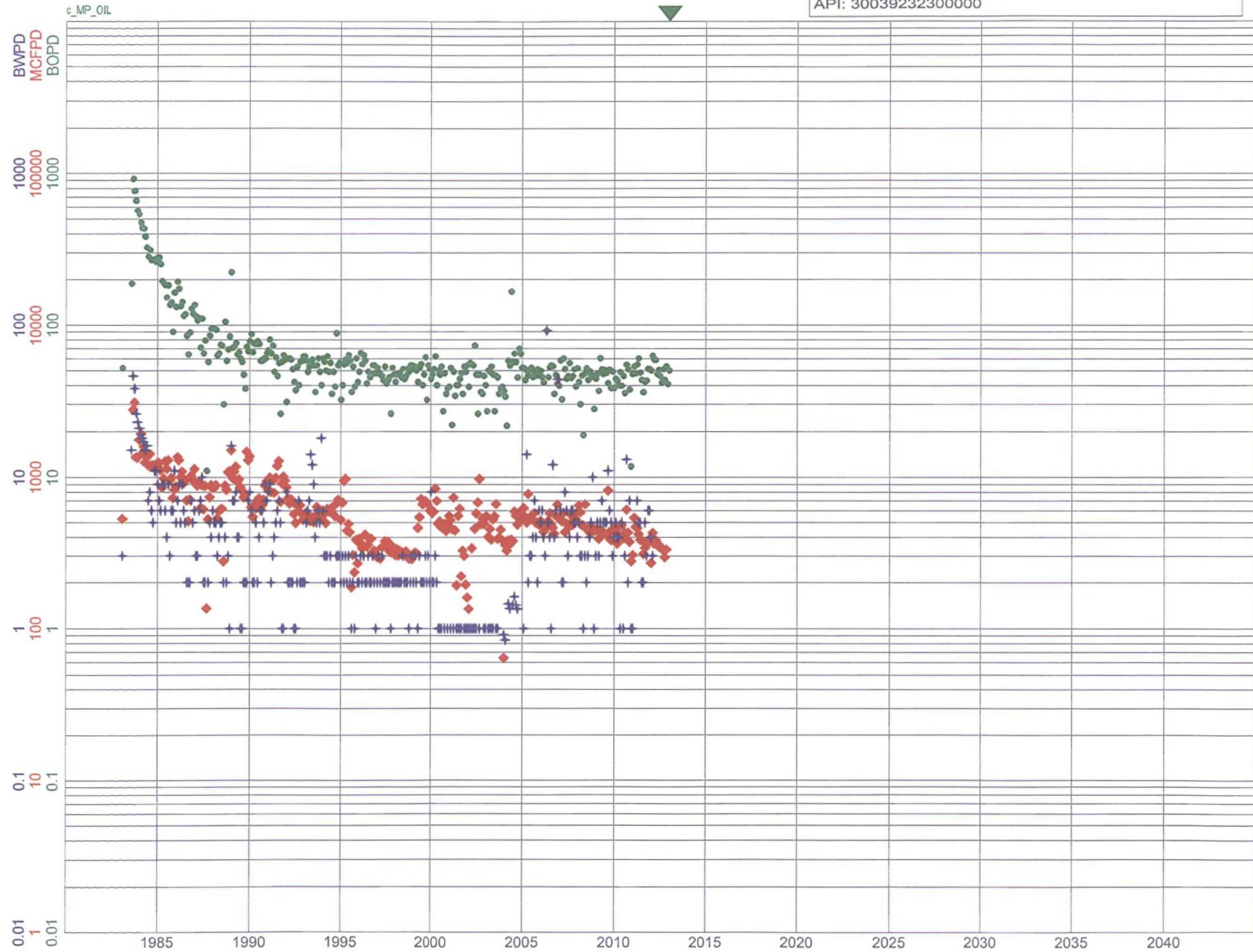
Well: ESCRITO GALLUP UNIT 021

Formation: ESCRITO GALLUP
County, State: SAN JUAN, NM
Location: 13H 24N 8W SW SE NE
Field: ESCRITO
API: 30045217430000



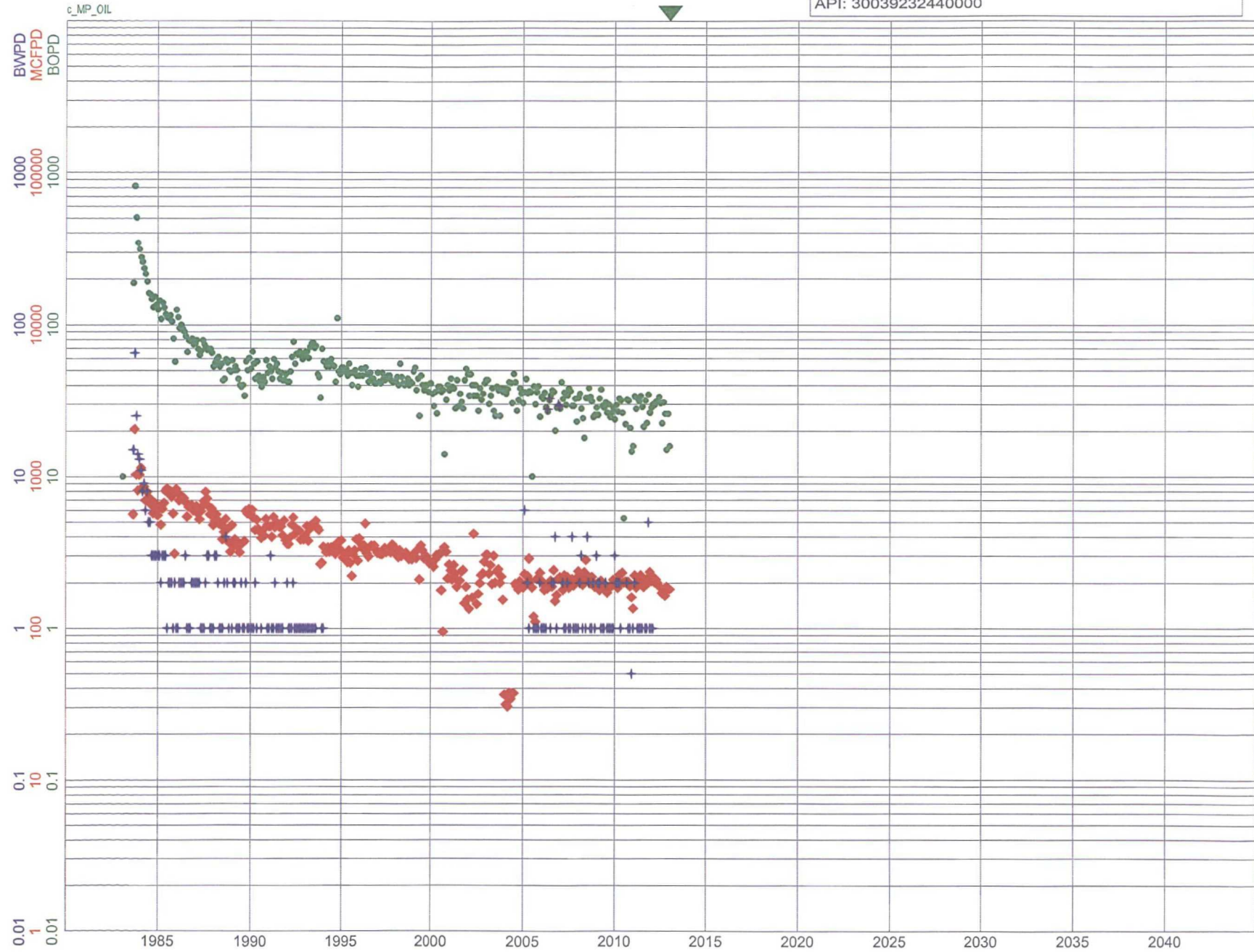
Well: ESCRITO GALLUP UNIT 022

Formation: ESCRITO GALLUP
County, State: RIO ARRIBA, NM
Location: 18F 24N 7W SW SE NW
Field: ESCRITO
API: 30039232300000



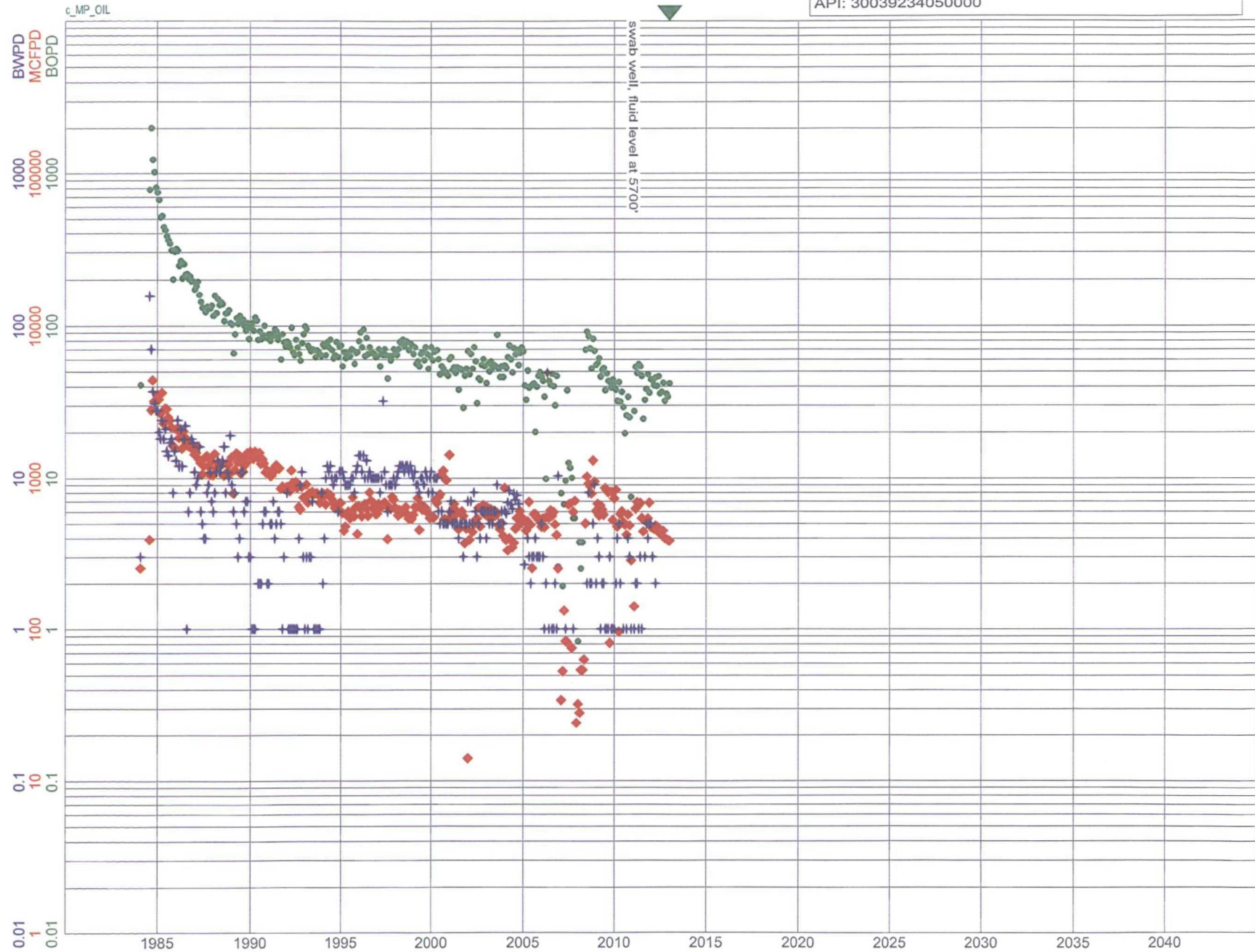
Well: ESCRITO GALLUP UNIT 024

Formation: ESCRITO GALLUP
County, State: RIO ARRIBA, NM
Location: 21F 24N 7W NW SE NW
Field: ESCRITO
API: 30039232440000



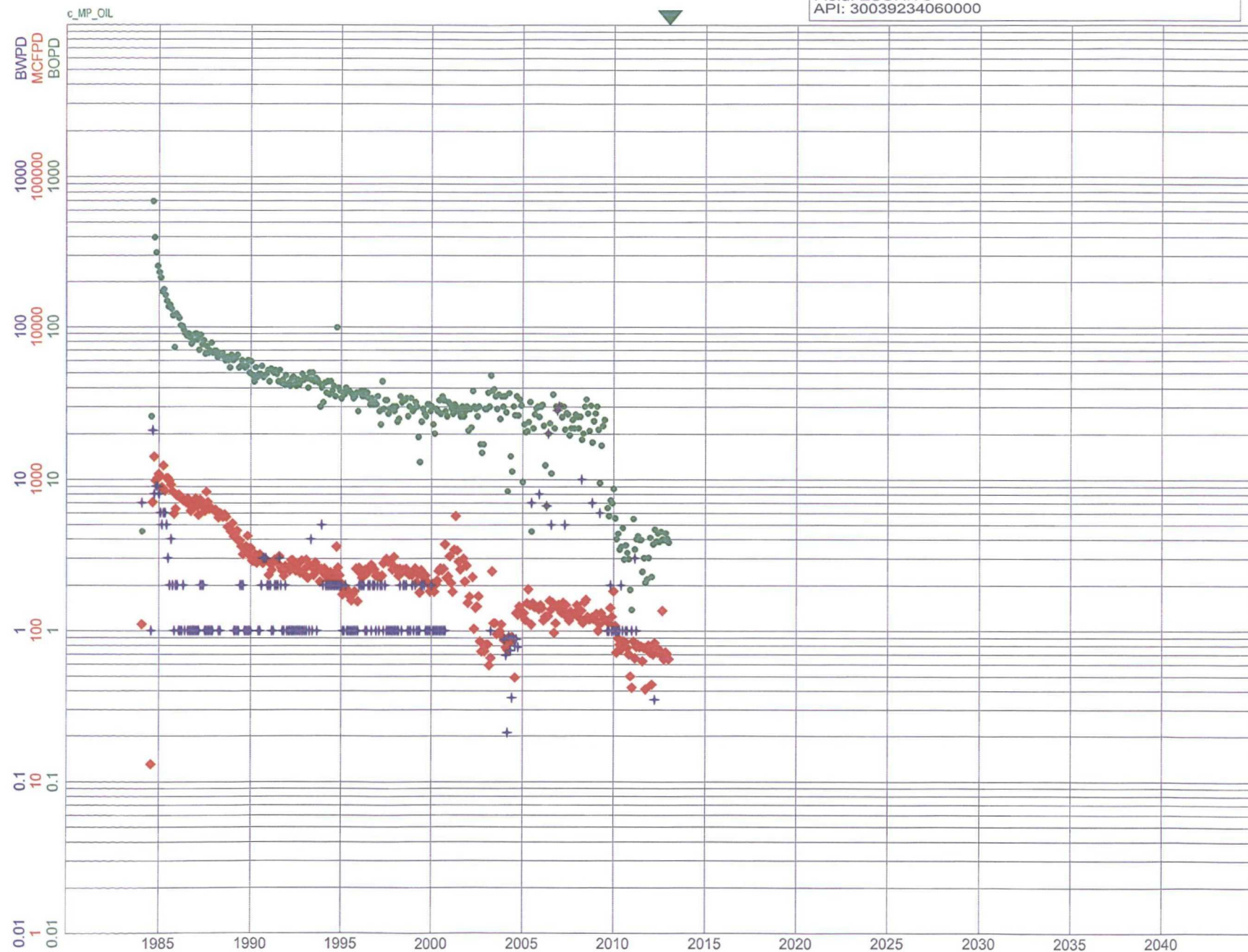
Well: ESCRITO GALLUP UNIT 026

Formation: ESCRITO GALLUP
County, State: RIO ARRIBA, NM
Location: 18P 24N 7W SE SE SE
Field: ESCRITO
API: 30039234050000



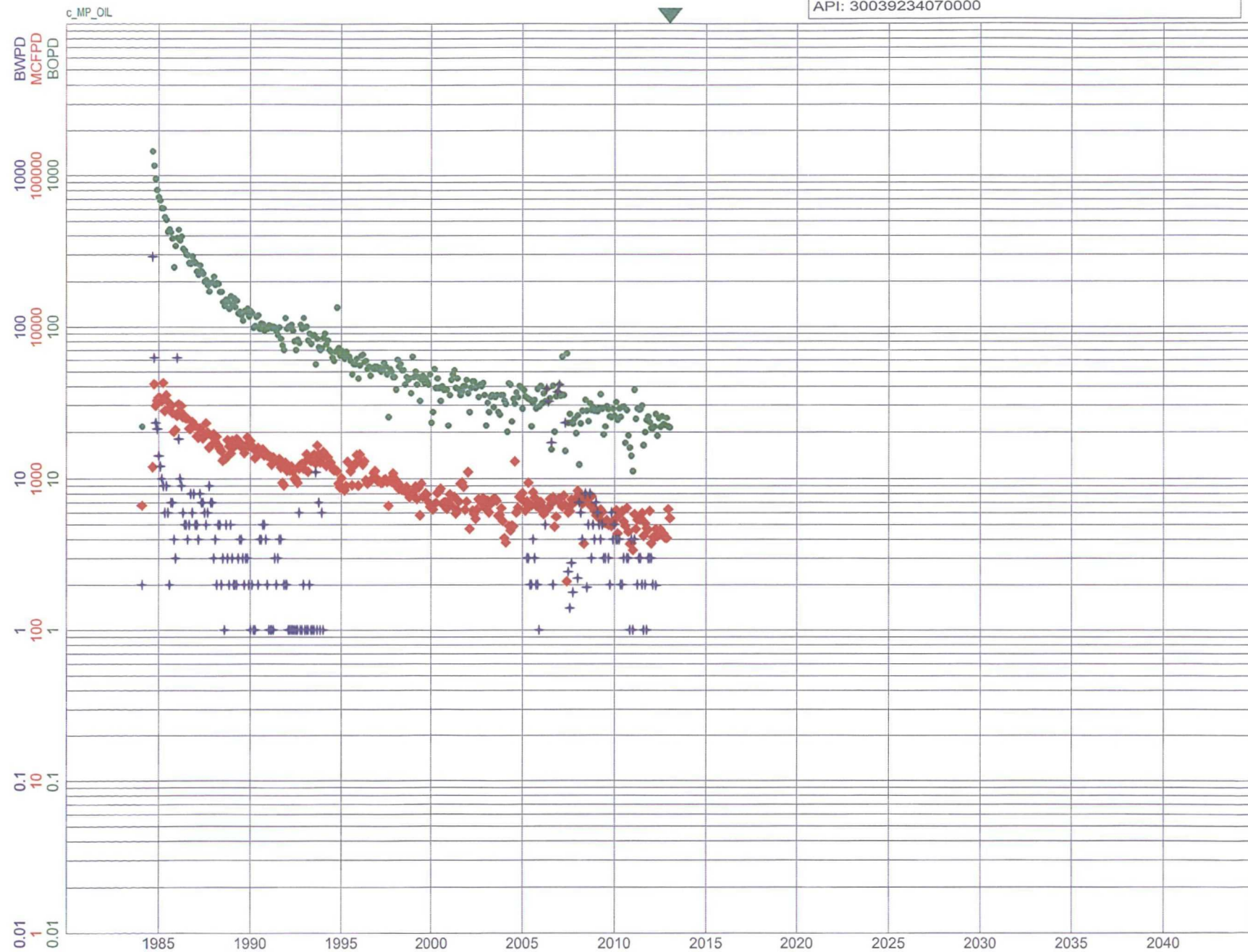
Well: ESCRITO GALLUP UNIT 027

Formation: GALLUP /SD/ SH/
County, State: RIO ARRIBA, NM
Location: 19H 24N 7W NE SE NE
Field: ESCRITO
API: 30039234060000



Well: ESCRITO GALLUP UNIT 028

Formation: ESCRITO GALLUP
County, State: RIO ARRIBA, NM
Location: 20C 24N 7W SE NE NW
Field: ESCRITO
API: 30039234070000



Well: ESCRITO GALLUP UNIT 029

Formation: ESCRITO GALLUP
County, State: RIO ARRIBA, NM
Location: 20H 24N 7W NW SE NE
Field: ESCRITO
API: 30039234080000

