

State of New Mexico
Energy, Minerals and Natural Resources Department

Susana Martinez
Governor

Ken McQueen
Cabinet Secretary

Matthias Sayer
Deputy Cabinet Secretary

David Catanach, Division Director
Oil Conservation Division



October 16, 2017

Hilcorp San Juan, LP
ATTN: Brian A. Wilbanks
1111 Travis Street
Houston, TX 77002

Re: ACOI No. 2017-003
Operator: Hilcorp San Juan, LP.; OGRID No. 5380

Dear Operator:

Thank you for returning the signed agreed compliance order regarding inactive wells operated by Hilcorp San Juan, LP (Hilcorp). Enclosed is a copy of the fully executed order.

The Order requires Hilcorp to test the wells identified in the Order starting in **November of 2017** and again in **June of 2018 and June of 2019**. The Order also requires Hilcorp to file a compliance report with the Oil Conservation Division (OCD) Compliance and Enforcement Manager, Daniel Sanchez, with those dates and the method of testing. **The compliance report must be received in the same month that the testing took place.** If you have questions about how to file a compliance report, please contact me at (505) 476-3493.

As Hilcorp works to fulfill its obligations under the order, it should also monitor the status of its other wells to ensure that wells, not associated with this agreement, do not remain inactive for a period exceeding 15 months. Remember that you can search the OCD's Inactive Well List for wells that are inactive, but not yet out of compliance.

Sincerely yours,

Daniel Sanchez
NMOCD Compliance & Enforcement Manager

Encl. ACOI No. 2017-003

CC: Maxey Brown, OCD District I Supervisor
Raymond Podany, OCD District II Geologist
Charlie Perrin, OCD District III Supervisor
Will Jones, OCD District IV Supervisor

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

NMOCD – ACOI- 2017-003

IN THE MATTER OF HILCORP SAN JUAN, LP

**INACTIVE WELL
AGREED COMPLIANCE ORDER**

Pursuant to the New Mexico Oil and Gas Act, NMSA 1978, Sections 70-2-1 through 70-2-38 as amended (Act), and OCD rules, the Director of the Oil Conservation Division (OCD) and Hilcorp San Juan, LP (Operator), enter into this Agreed Compliance Order (Order or ACOI) under which Operator agrees to the schedule and procedures provided in this Order for bringing its wells into compliance, and understands that the OCD may seek additional enforcement of this Order should the Operator fail to meet the deadlines established herein.

FINDINGS

1. The OCD is the state division charged with administration and enforcement of the Act, and rules and orders adopted pursuant to the Act.
2. Operator is a Company doing business in the State of New Mexico and is registered with the OCD under Oil and Gas Reporting Identification (OGRID) No. 372171.
3. Operator is the operator of record under OGRID 372171 for the well(s) identified in Exhibit "A", attached.
4. 19.15.25.8 NMAC states, in relevant part:

"A. The operator of wells drilled for oil or gas or services wells including seismic, core, exploration or injection wells, whether cased or uncased, shall plug the wells as Subsection B of 19.15.25.8 NMAC requires.

B. The operator shall either properly plug and abandon a well or place the well in approved temporary abandonment in accordance with 19.15.25 NMAC within 90 days after:

...

(3) a period of one year in which a well has been continuously inactive."
5. The wells identified in Exhibit "A"
 - a. have been (or soon will be) continuously inactive for a period of one year plus 90 days;

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- b. are not plugged or abandoned in accordance with 19.15.25.9 NMAC through 19.15.25.11 NMAC; and
 - c. are not in approved temporary abandonment status in accordance with 19.15.25.12 NMAC through 19.15.25.14 NMAC.
- 6. As the operator of record of 8947 wells, to be in compliance with 19.15.5.9.A(4) NMAC, Operator may have no more than 10 wells out of compliance with 19.15.25.8 NMAC. See 19.15.5.9.A(4) NMAC.
- 7. Pursuant to 19.15.5.10.E NMAC, the OCD and Operator wish to enter into this ACOI to avoid violations of the Act and its rules.

CONCLUSIONS

- 1. The OCD has jurisdiction over the parties and subject matter in this proceeding.
- 2. The well(s) identified in Exhibit "A" are out of compliance, or soon will be out of compliance, with 19.15.25.8 NMAC.
- 3. As Operator of the well(s) identified in Exhibit "A", Operator is responsible for bringing those wells into compliance with 19.15.25.8 NMAC.
- 4. The OCD and Operator are entering into this ACOI, which sets a schedule for Operator to return the wells identified in Exhibit "A" to compliance.

ORDER

- 1. Operator agrees to bring the well(s) listed in Exhibit "A" into compliance with 19.15.25.8 NMAC within 36 months following the date the well became inactive as defined by 19.15.25.8 NMAC, and is provided in Exhibit "A", by either:
 - a. restoring the well to production or other OCD-approved beneficial use and filing a C-115 documenting such production or use;
 - b. causing the well to be plugged and abandoned in accordance with 19.15.25.10 NMAC and filing the C-105 as provided in 19.15.25.11 NMAC;
 - c. or placing the well in approved temporary abandonment pursuant to 15.15.25 NMAC.
- 2. Operator also agrees that it will perform a test for each well on Exhibit "A" one year from the start of the 36 month period of this Order, and then again two years from the start of the 36 month period of this Order for each well in Exhibit "A", and shall provide results of each test to OCD's Enforcement and Compliance Manager at 1220 S. St. Francis Drive, Santa Fe, NM 87505 within 30 days of completion of the test.
- 3. If Operator has additional wells that become out of compliance, or will soon be out of compliance, with 19.15.25.8 NMAC, Exhibit "A" may be amended to include

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such wells if the OCD approves the amendment. For the additional wells, Operator shall conduct the tests required in Ordering Paragraph 2 above on or before the dates specified in Exhibit "A".

4. If the Operator returns a well to compliance with 19.15.25.8 NMAC the well shall no longer be considered part of Exhibit "A".
5. Operator shall file a compliance report identifying each well returned to compliance, stating the date it was returned to compliance, and describing the work performed to return the well to compliance, in addition to any other forms or documentation required by OCD rules for the work performed. The written compliance report must be mailed to the attention of OCD's Enforcement and Compliance Manager and to the Office of General Counsel at 1220 S. St. Francis Drive, Santa Fe, NM 87505, so that it is received within 10 business days after the well(s) return to compliance.
6. By signing this Order, Operator expressly:
 - a. acknowledges the correctness of the Findings and Conclusions set forth in this Order;
 - b. agrees to meet the deadlines established in Ordering Paragraphs 1 through 5 above;
 - c. agrees to perform the tests and submit test results as required in Ordering Paragraph 2;
 - d. agrees to submit compliance reports as required in Ordering Paragraph 5;
 - e. waives any right, pursuant to the Oil and Gas Act to an appeal from this Order, or to a hearing either prior to or subsequent to the entry of this Order regarding the matters resolved hereby; and
 - f. agrees that the Order may be enforced by OCD or Oil Conservation Commission Order, by suit or otherwise to the same extent and with the same effect as a final Order of the OCD or Oil Conservation Commission entered after notice and hearing in accordance with all terms and provisions of the Oil and Gas Act.
7. Operator understands that if it fails to meet the terms of this Order, the OCD may seek enforcement pursuant to the New Mexico Oil and Gas Act, including monetary penalties as authorized under NMSA 1978, § 70-2-31.
8. If a well poses a risk relating to the conservation of oil and gas or the protection of public health and the environment, the OCD reserves the right to file an application for hearing to require Operator to plug any well identified in Exhibit "A", or if the Operator fails to plug the well to obtain authority to plug the well and forfeit the applicable financial assurance.

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9. Operator understands and agrees that, except as expressly provided in this Order, nothing in this Order exempts Operator from complying with all statutes, rules, and orders Operator is otherwise subject to, and the failure to comply with any applicable statute(s), rule(s), and/or order(s) may result in OCD pursuing any remedies available under the law. Further, Operator's failure to comply with other applicable statute(s), rule(s), and/or order(s) may, in OCD's sole discretion, result in termination of this Order.

Done at Santa Fe, New Mexico this 16th day of October, 2017

By: David Catanach

David Catanach

Director, Oil Conservation Division

ACCEPTANCE

Hilcorp San Juan, LP hereby accepts the foregoing Order, and agrees to all of the terms and provisions set forth in that Order.

By: Brian A. Wilbanks

(Please print name) BRIAN A. WILBANKS

Title: SENIOR VICE PRESIDENT - L48 WEST

Date: 6 OCTOBER 2017

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EXHIBIT A

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EXHIBIT "A"

HILCORP ENERGY COMPANY, NEW MEXICO SHUT IN WELLS

API #	WELL NAME / #	LEASE TYPE	WELL TYPE	LAST PROD	15 MO SINCE LAST PROD	1st TEST	2nd TEST	3 YR + 15 MONTH SINCE LAST PROD
3004509932	WRIGHT #001	P	G	3/1/2015	6/1/2016	6/1/2017	6/1/2018	6/1/2019
3004523645	MITCHELL #001E	F	G	6/1/2015	9/1/2016	9/1/2017	9/1/2018	9/1/2019
3004532931	WALKER #100S	P	G	7/1/2015	10/1/2016	10/1/2017	10/1/2018	10/1/2019
3004533010	SAMMONS #100S	P	G	8/1/2015	11/1/2016	11/1/2017	11/1/2018	11/1/2019
3004560066	CULPEPPER MARTIN #008	F	G	11/1/2015	2/1/2017	2/1/2018	2/1/2019	2/1/2020
3004511770	HUDSON J #003	F	G	11/1/2015	2/1/2017	2/1/2018	2/1/2019	2/1/2020
3004530245	DECKER #100	P	G	1/1/2016	4/1/2017	4/1/2018	4/1/2019	4/1/2020
3004528501	FC WALLER COM 1	P	G	1/1/2016	4/1/2017	4/1/2018	4/1/2019	4/1/2020
3004531756	JULANDER #100	P	G	1/1/2016	4/1/2017	4/1/2018	4/1/2019	4/1/2020
3004534178	MADDOX WN FEDERAL 11	F	G	1/1/2016	4/1/2017	4/1/2018	4/1/2019	4/1/2020
3004534201	MCCORD #102S	F	G	1/1/2016	4/1/2017	4/1/2018	4/1/2019	4/1/2020
3004533714	REID A #002S	F	G	1/1/2016	4/1/2017	4/1/2018	4/1/2019	4/1/2020
3004530843	REID PRI #002R	F	G	1/1/2016	4/1/2017	4/1/2018	4/1/2019	4/1/2020
3004523872	RICHARDSON #010E	F	G	1/1/2016	4/1/2017	4/1/2018	4/1/2019	4/1/2020
3004527778	BARNES GAS COM B 1	F	G	2/1/2016	5/1/2017	5/1/2018	5/1/2019	5/1/2020
3004511089	DECKER A #001	S	G	2/1/2016	5/1/2017	5/1/2018	5/1/2019	5/1/2020
3004533411	JULANDER #100S	F	G	2/1/2016	5/1/2017	5/1/2018	5/1/2019	5/1/2020
3004533580	MCGRATH #003S	P	G	2/1/2016	5/1/2017	5/1/2018	5/1/2019	5/1/2020
3004531074	NEW MEXICO COM N #100	S	G	2/1/2016	5/1/2017	5/1/2018	5/1/2019	5/1/2020
3004508517	BECK A #001	S	G	2/16/2016	5/1/2017	5/1/2018	5/1/2019	5/1/2020
3004533916	BARNES GAS COM B 1S	F	G	3/1/2016	6/1/2017	6/1/2018	6/1/2019	6/1/2020
3004530382	CARLE #001B	P	G	3/1/2016	6/1/2017	6/1/2018	6/1/2019	6/1/2020
3004508714	CORNELL SRC #007	F	G	3/1/2016	6/1/2017	6/1/2018	6/1/2019	6/1/2020
3004527544	FC FEDERAL 1	F	G	3/1/2016	6/1/2017	6/1/2018	6/1/2019	6/1/2020
3004512177	NEWBERRY A 1	F	G	3/1/2016	6/1/2017	6/1/2018	6/1/2019	6/1/2020
3004533387	NEWBERRY LS #001F	F	G	3/1/2016	6/1/2017	6/1/2018	6/1/2019	6/1/2020
3004534598	STOREY B LS 100S	F	G	3/1/2016	6/1/2017	6/1/2018	6/1/2019	6/1/2020
3004509863	ABRAMS #001	P	G	4/1/2016	7/1/2017	7/1/2018	7/1/2019	7/1/2020
3004527304	CULPEPPER MARTIN #102	P	G	4/1/2016	7/1/2017	7/1/2018	7/1/2019	7/1/2020
3004532867	CULPEPPER MARTIN #102S	P	G	4/1/2016	7/1/2017	7/1/2018	7/1/2019	7/1/2020
3004535096	HEATON 7 #100S	F	G	4/1/2016	7/1/2017	7/1/2018	7/1/2019	7/1/2020
3004528895	SHIOTANI FEDERAL #500	F	G	4/1/2016	7/1/2017	7/1/2018	7/1/2019	7/1/2020
3004529818	COOPER #1R	F	G	7/1/2016	10/1/2017	10/1/2018	10/1/2019	10/1/2020
3004533599	HAGOOD #100	F	G	1/1/2015	4/1/2016	4/1/2017	4/1/2018	4/1/2019
3004533290	MUDGE FEDERAL 2	I	G	4/1/2015	7/1/2016	7/1/2017	7/1/2018	7/1/2019
3004528978	ROWLEY COM #500	F	G	7/1/2015	10/1/2016	10/1/2017	10/1/2018	10/1/2019
3004524080	OMLER A 3E	F	G	8/1/2015	11/1/2016	11/1/2017	11/1/2018	11/1/2019
3004506061	DELHI TAYLOR E 1	N	G	9/1/2015	12/1/2016	12/1/2017	12/1/2018	12/1/2019
3004533541	FOGELSON 8 #100S	F	G	9/1/2015	12/1/2016	12/1/2017	12/1/2018	12/1/2019
3004522649	COOPER #009	F	G	10/1/2015	1/1/2017	1/1/2018	1/1/2019	1/1/2020
3004528404	DOUTHIT FEDERAL #351	F	G	10/1/2015	1/1/2017	1/1/2018	1/1/2019	1/1/2020
3004506642	HANKS #005	F	G	11/1/2015	2/1/2017	2/1/2018	2/1/2019	2/1/2020
3004522872	DAY J #003J	F	G	12/1/2015	3/1/2017	3/1/2018	3/1/2019	3/1/2020
3004507141	HUBBELL SRC #002	F	G	12/1/2015	3/1/2017	3/1/2018	3/1/2019	3/1/2020
3004507240	NEWMAN B #005	F	G	12/1/2015	3/1/2017	3/1/2018	3/1/2019	3/1/2020
3004530815	ANGEL PEAK #501	F	G	1/1/2016	4/1/2017	4/1/2018	4/1/2019	4/1/2020
3004530446	COZZENS #003R	F	G	1/1/2016	4/1/2017	4/1/2018	4/1/2019	4/1/2020
3004506204	DAY M #004	F	G	1/1/2016	4/1/2017	4/1/2018	4/1/2019	4/1/2020
3004531799	DOUTHIT A FEDERAL #271	F	G	1/1/2016	4/1/2017	4/1/2018	4/1/2019	4/1/2020
3004534858	FROST #500S	F	G	1/1/2016	4/1/2017	4/1/2018	4/1/2019	4/1/2020
3004534688	HAGOOD #019	F	G	1/1/2016	4/1/2017	4/1/2018	4/1/2019	4/1/2020
3004534886	KUTZ CANYON #500S	F	G	1/1/2016	4/1/2017	4/1/2018	4/1/2019	4/1/2020
3004530260	LACKEY HUBBELL #002R	F	G	1/1/2016	4/1/2017	4/1/2018	4/1/2019	4/1/2020
3004507312	NEWMAN A #006	F	G	1/1/2016	4/1/2017	4/1/2018	4/1/2019	4/1/2020
3004507239	NEWMAN B #003	F	G	1/1/2016	4/1/2017	4/1/2018	4/1/2019	4/1/2020
3004525301	OMLER A 15	F	G	1/1/2016	4/1/2017	4/1/2018	4/1/2019	4/1/2020
3004520524	COOPER #007	F	G	2/1/2016	5/1/2017	5/1/2018	5/1/2019	5/1/2020

EXHIBIT "A"

HILCORP ENERGY COMPANY, NEW MEXICO SHUT IN WELLS

API #	WELL NAME / #	LEASE TYPE	WELL TYPE	LAST PROD	15 MO SINCE LAST PROD	1st TEST	2nd TEST	3 YR + 15 MONTH SINCE LAST PROD
3004506627	EDGAR FEDERAL #007	F	G	2/1/2016	5/1/2017	5/1/2018	5/1/2019	5/1/2020
3004507083	FEASEL A #002	F	G	2/1/2016	5/1/2017	5/1/2018	5/1/2019	5/1/2020
3004506275	FROST #006	F	G	2/1/2016	5/1/2017	5/1/2018	5/1/2019	5/1/2020
3004507811	HAMNER 2	F	G	2/1/2016	5/1/2017	5/1/2018	5/1/2019	5/1/2020
3004509211	MORRIS #005	P	G	3/1/2016	6/1/2017	6/1/2018	6/1/2019	6/1/2020
3004534627	NEW MEXICO B COM #100	S	G	3/1/2016	6/1/2017	6/1/2018	6/1/2019	6/1/2020
3004524574	SUMMIT #009	F	G	3/1/2016	6/1/2017	6/1/2018	6/1/2019	6/1/2020
3004507428	CAIN #010	F	G	4/1/2016	7/1/2017	7/1/2018	7/1/2019	7/1/2020
3004506466	HARGRAVE #003	F	G	4/1/2016	7/1/2017	7/1/2018	7/1/2019	7/1/2020
3004520683	NASSAU #001	F	G	4/1/2016	7/1/2017	7/1/2018	7/1/2019	7/1/2020
3004506556	PIPKIN #004	F	G	4/1/2016	7/1/2017	7/1/2018	7/1/2019	7/1/2020
3004507687	SAN JUAN #022	F	G	4/1/2016	7/1/2017	7/1/2018	7/1/2019	7/1/2020
3004507346	WHITE KUTZ #001	F	G	4/1/2016	7/1/2017	7/1/2018	7/1/2019	7/1/2020
3004507364	WHITE KUTZ #003	F	G	4/1/2016	7/1/2017	7/1/2018	7/1/2019	7/1/2020
3004509543	SWIRES #1	P	G	5/1/2016	8/1/2017	8/1/2018	8/1/2019	8/1/2020
3004513069	MCCLANAHAN A #002	F	G	7/1/2016	10/1/2017	10/1/2018	10/1/2019	10/1/2020
3004509210	DAVIS A FEDERAL #001	F	G	11/16/2016	2/1/2018	2/1/2019	2/1/2020	2/1/2021
3004507197	SCHLOSSER WN FEDERAL #003	F	G	6/1/2016	9/1/2017	9/1/2018	9/1/2019	9/1/2020
3004508457	LLOYD B #001	F	G	11/1/2016	2/1/2018	2/1/2019	2/1/2020	2/1/2021
3004521801	COZZENS #007	F	G	10/1/2016	1/1/2018	1/1/2019	1/1/2020	1/1/2021
3004524981	JOHNSTON A #001E	F	G	7/1/2016	10/1/2017	10/1/2018	10/1/2019	10/1/2020
3003960098	SAN JUAN 30 6 UNIT #003	F	G	9/1/2015	12/1/2016	12/1/2017	12/1/2018	12/1/2019
3004509511	SCHUMACHER #001	F	G	12/1/2015	3/1/2017	3/1/2018	3/1/2019	3/1/2020
3004530013	SUNRAY E #002B	F	G	12/1/2015	3/1/2017	3/1/2018	3/1/2019	3/1/2020
3004528039	SAN JUAN 32 9 UNIT #297	F	G	1/1/2016	4/1/2017	4/1/2018	4/1/2019	4/1/2020
3004532440	SAN JUAN 32 FEDERAL 35 1A	F	G	1/1/2016	4/1/2017	4/1/2018	4/1/2019	4/1/2020
3004529796	SAN JUAN 32 FEDERAL 8 1	F	G	2/1/2016	5/1/2017	5/1/2018	5/1/2019	5/1/2020
3004509612	SAN JUAN #010	F	G	3/1/2016	6/1/2017	6/1/2018	6/1/2019	6/1/2020
3004532082	JOHNSTON FEDERAL #0235	F	G	5/1/2015	8/1/2016	8/1/2017	8/1/2018	8/1/2019
3004532136	ALLISON UNIT #1215	F	G	7/1/2015	10/1/2016	10/1/2017	10/1/2018	10/1/2019
3004531872	BURNT MESA #1015	F	G	1/1/2016	4/1/2017	4/1/2018	4/1/2019	4/1/2020
3004510069	HALE #003	F	G	1/16/2016	4/1/2017	4/1/2018	4/1/2019	4/1/2020
3004526902	HOWELL D #351	F	G	2/1/2016	5/1/2017	5/1/2018	5/1/2019	5/1/2020
3004528358	SAN JUAN 32-7 UNIT 217	F	G	2/1/2016	5/1/2017	5/1/2018	5/1/2019	7/1/2020
3004527479	FC STATE COM 1	S	G	3/1/2016	6/1/2017	6/1/2018	6/1/2019	6/1/2020
3004509792	STATE COM V 18	S	G	4/1/2016	7/1/2017	7/1/2018	7/1/2019	7/1/2020
3003927681	SAN JUAN 30 6 UNIT #4135	F	G	10/1/2015	1/1/2017	1/1/2018	1/1/2019	1/1/2020
3003927805	SAN JUAN 30-5 UNIT 243A	F	G	10/1/2015	1/1/2017	1/1/2018	1/1/2019	1/1/2020
3003924432	SAN JUAN 31-6 UNIT 209	F	G	10/1/2015	1/1/2017	1/1/2018	1/1/2019	1/1/2020
3003927656	SAN JUAN 30 6 UNIT #4515	F	G	11/1/2015	2/1/2017	2/1/2018	2/1/2019	2/1/2020
3003926943	SAN JUAN 30 6 UNIT #4085	S	G	12/1/2015	3/1/2017	3/1/2018	3/1/2019	3/1/2020
3003927566	SAN JUAN 30 6 UNIT #4325	P	G	12/1/2015	3/1/2017	3/1/2018	3/1/2019	3/1/2020
3003924254	SAN JUAN 30 6 UNIT #453	F	G	12/1/2015	3/1/2017	3/1/2018	3/1/2019	3/1/2020
3003927494	SAN JUAN 30 6 UNIT #4785	P	G	12/1/2015	3/1/2017	3/1/2018	3/1/2019	3/1/2020
3003924602	SAN JUAN 30 6 UNIT #410	F	G	1/1/2016	4/1/2017	4/1/2018	4/1/2019	4/1/2020
3003927756	SAN JUAN 30 6 UNIT #4125	F	G	1/1/2016	4/1/2017	4/1/2018	4/1/2019	4/1/2020
3003924177	SAN JUAN 30 6 UNIT #419	F	G	1/1/2016	4/1/2017	4/1/2018	4/1/2019	4/1/2020
3003929405	SAN JUAN 30 6 UNIT #4545	F	G	1/1/2016	4/1/2017	4/1/2018	4/1/2019	4/1/2020
3003927684	SAN JUAN 30 6 UNIT #4605	F	G	1/1/2016	4/1/2017	4/1/2018	4/1/2019	4/1/2020
3003927567	SAN JUAN 30 6 UNIT #4715	P	G	1/1/2016	4/1/2017	4/1/2018	4/1/2019	4/1/2020
3003927607	SAN JUAN 30 6 UNIT #4835	P	G	2/1/2016	5/1/2017	5/1/2018	5/1/2019	5/1/2020
3003926508	SAN JUAN 30-5 UNIT 268	F	G	2/1/2016	5/1/2017	5/1/2018	5/1/2019	5/1/2020
3003927469	SAN JUAN 31-6 UNIT 203A	F	G	2/1/2016	5/1/2017	5/1/2018	5/1/2019	5/1/2020
3003924966	SAN JUAN 31-6 UNIT 232	F	G	2/1/2016	5/1/2017	5/1/2018	5/1/2019	5/1/2020
3004531293	HOWELL E #3005	F	G	3/1/2016	6/1/2017	6/1/2018	6/1/2019	6/1/2020
3004526886	HOWELL L #301	F	G	3/1/2016	6/1/2017	6/1/2018	6/1/2019	6/1/2020
3003924484	SAN JUAN 30 6 UNIT #406R	F	G	3/1/2016	6/1/2017	6/1/2018	6/1/2019	6/1/2020

EXHIBIT "A"

HILCORP ENERGY COMPANY, NEW MEXICO SHUT IN WELLS

API #	WELL NAME / #	LEASE TYPE	WELL TYPE	LAST PROD	15 MO SINCE LAST PROD	1st TEST	2nd TEST	3 YR + 15 MONTH SINCE LAST PROD
3003927619	SAN JUAN 30 6 UNIT #434S	F	G	3/1/2016	6/1/2017	6/1/2018	6/1/2019	6/1/2020
3003929494	SAN JUAN 30 6 UNIT #436S	F	G	3/1/2016	6/1/2017	6/1/2018	6/1/2019	6/1/2020
3003924275	SAN JUAN 30 6 UNIT #437	F	G	3/1/2016	6/1/2017	6/1/2018	6/1/2019	6/1/2020
3003927793	SAN JUAN 30 6 UNIT #445S	F	G	3/1/2016	6/1/2017	6/1/2018	6/1/2019	6/1/2020
3003924379	SAN JUAN 30 6 UNIT #461	F	G	3/1/2016	6/1/2017	6/1/2018	6/1/2019	6/1/2020
3003927498	SAN JUAN 30 6 UNIT #485S	S	G	3/1/2016	6/1/2017	6/1/2018	6/1/2019	6/1/2020
3003927739	SAN JUAN 30 6 UNIT #491S	F	G	3/1/2016	6/1/2017	6/1/2018	6/1/2019	6/1/2020
3003926384	CARSON SRC #101	F	G	4/1/2016	7/1/2017	7/1/2018	7/1/2019	7/1/2020
3003930630	SAN JUAN 30 5 UNIT #096N	F	G	4/1/2016	7/1/2017	7/1/2018	7/1/2019	7/1/2020
3003924247	SAN JUAN 30 6 UNIT #441	F	G	4/1/2016	7/1/2017	7/1/2018	7/1/2019	7/1/2020
3003924476	SAN JUAN 30 6 UNIT #473	F	G	4/1/2016	7/1/2017	7/1/2018	7/1/2019	7/1/2020
3004521402	HUERFANO UNIT #252	F	G	3/1/2015	6/1/2016	6/1/2017	6/1/2018	6/1/2019
3004520763	KAH DES PAH #001R	N	G	3/1/2015	6/1/2016	6/1/2017	6/1/2018	6/1/2019
3004506002	HUERFANITO UNIT #021	F	G	4/1/2015	7/1/2016	7/1/2017	7/1/2018	7/1/2019
3004506405	CLEVELAND #006	F	G	5/1/2015	8/1/2016	8/1/2017	8/1/2018	8/1/2019
3004530845	HUERFANITO UNIT #094R	F	G	6/1/2015	9/1/2016	9/1/2017	9/1/2018	9/1/2019
3004505532	QUITZAU #004	F	G	6/1/2015	9/1/2016	9/1/2017	9/1/2018	9/1/2019
3003906141	CANYON LARGO UNIT #050	F	G	7/1/2015	10/1/2016	10/1/2017	10/1/2018	10/1/2019
3004505707	HUERFANO UNIT #059	F	G	8/1/2015	11/1/2016	11/1/2017	11/1/2018	11/1/2019
3004521119	HUERFANO UNIT #232	F	G	9/1/2015	12/1/2016	12/1/2017	12/1/2018	12/1/2019
3004506331	LODEWICK #005	F	G	9/1/2015	12/1/2016	12/1/2017	12/1/2018	12/1/2019
3004534357	MCADAMS A #001S	F	G	9/1/2015	12/1/2016	12/1/2017	12/1/2018	12/1/2019
3004506289	HUDSON A D #2	F	G	10/1/2015	1/1/2017	1/1/2018	1/1/2019	1/1/2020
3004534433	HUERFANO UNIT COM #133E	S	G	10/1/2015	1/1/2017	1/1/2018	1/1/2019	1/1/2020
3004520820	HANCOCK A #005	F	G	11/1/2015	2/1/2017	2/1/2018	2/1/2019	2/1/2020
3004505938	NEWSOM B #006	F	G	11/1/2015	2/1/2017	2/1/2018	2/1/2019	2/1/2020
3004506404	CLEVELAND #005	F	G	12/1/2015	3/1/2017	3/1/2018	3/1/2019	3/1/2020
3004534179	CLEVELAND #220S	F	G	12/1/2015	3/1/2017	3/1/2018	3/1/2019	3/1/2020
3004506065	STARR #002	F	G	12/1/2015	3/1/2017	3/1/2018	3/1/2019	3/1/2020
3004520739	HUERFANO UNIT NP #218	F	G	1/1/2016	4/1/2017	4/1/2018	4/1/2019	4/1/2020
3003906289	HUGHES #014	F	G	1/1/2016	4/1/2017	4/1/2018	4/1/2019	4/1/2020
3004530162	MCADAMS A #001R	F	G	1/1/2016	4/1/2017	4/1/2018	4/1/2019	4/1/2020
3004513304	NEWSOM B #001	F	G	1/1/2016	4/1/2017	4/1/2018	4/1/2019	4/1/2020
3004530404	WRIGHT COM BR #001R	S	G	1/1/2016	4/1/2017	4/1/2018	4/1/2019	4/1/2020
3004526670	HUERFANO UNIT #201E	F	G	2/1/2016	5/1/2017	5/1/2018	5/1/2019	5/1/2020
3004530868	HUDSON A D #1R	F	G	3/1/2016	6/1/2017	6/1/2018	6/1/2019	6/1/2020
3004506003	HUERFANITO UNIT #018	S	G	4/1/2016	7/1/2017	7/1/2018	7/1/2019	7/1/2020
3004505565	QUITZAU #001	F	G	4/1/2016	7/1/2017	7/1/2018	7/1/2019	7/1/2020
3004530061	STARR #001R	F	G	4/1/2016	7/1/2017	7/1/2018	7/1/2019	7/1/2020
3004520217	HUERFANO UNIT #180	F	G	7/1/2016	10/1/2017	10/1/2018	10/1/2019	10/1/2020
3004530074	MIMS STATE COM #001B	S	G	5/1/2016	8/1/2017	8/1/2018	8/1/2019	8/1/2020
3004505822	BALLARD #004	F	G	8/1/2016	11/1/2017	11/1/2018	11/1/2019	11/1/2020
3003926215	CANYON LARGO UNIT #082R	F	G	8/1/2016	11/1/2017	11/1/2018	11/1/2019	11/1/2020
3004521809	HUERFANO UNIT #265	F	G	8/1/2016	11/1/2017	11/1/2018	11/1/2019	11/1/2020
3004520442	OXNARD WN FEDERAL 8	F	G	5/1/2015	8/1/2016	8/1/2017	8/1/2018	8/1/2019
3004523307	HILL #004	F	G	10/1/2015	1/1/2017	1/1/2018	1/1/2019	1/1/2020
3003929573	SAN JUAN 28 6 UNIT #170N	F	G	10/1/2015	1/1/2017	1/1/2018	1/1/2019	1/1/2020
3003924811	SAN JUAN 29 7 UNIT NP #560	P	G	4/1/2016	7/1/2017	7/1/2018	7/1/2019	7/1/2020
3003907617	SAN JUAN 29-6 UNIT #70	F	G	11/16/2016	2/1/2018	2/1/2019	2/1/2020	2/1/2021
3003906415	JICARILLA E #004	J	G	5/1/2015	8/1/2016	8/1/2017	8/1/2018	8/1/2019
3003922535	LINDRITH B UNIT 11	F	G	6/1/2015	9/1/2016	9/1/2017	9/1/2018	9/1/2019
3003922554	LINDRITH B UNIT 14	F	G	9/1/2015	12/1/2016	12/1/2017	12/1/2018	12/1/2019
3003929960	CANYON LARGO UNIT #278E	F	G	12/1/2015	3/1/2017	3/1/2018	3/1/2019	3/1/2020
3003921776	JICARILLA A 20	J	G	12/1/2015	3/1/2017	3/1/2018	3/1/2019	3/1/2020
3003906542	JICARILLA C #002	J	G	12/1/2015	3/1/2017	3/1/2018	3/1/2019	3/1/2020
3003923873	LINDRITH B UNIT #045	F	G	1/1/2016	4/1/2017	4/1/2018	4/1/2019	4/1/2020
3003921520	JICARILLA 150 #002R	J	G	2/1/2016	5/1/2017	5/1/2018	5/1/2019	5/1/2020

EXHIBIT "A"

HILCORP ENERGY COMPANY, NEW MEXICO SHUT IN WELLS								
API #	WELL NAME / #	LEASE TYPE	WELL TYPE	LAST PROD	15 MO SINCE LAST PROD	1st TEST	2nd TEST	3 YR + 15 MONTH SINCE LAST PROD
3003920852	JICARILLA 150 #011	J	G	2/1/2016	5/1/2017	5/1/2018	5/1/2019	5/1/2020
3003906419	JICARILLA A #005	J	G	2/1/2016	5/1/2017	5/1/2018	5/1/2019	5/1/2020
3003925105	LINDRITH B UNIT 79	F	G	2/1/2016	5/1/2017	5/1/2018	5/1/2019	5/1/2020
3003923709	SAN JUAN 27 4 UNIT #153	F	G	3/1/2016	6/1/2017	6/1/2018	6/1/2019	6/1/2020
3003930001	CANYON LARGO UNIT COM #472	F	G	4/1/2016	7/1/2017	7/1/2018	7/1/2019	7/1/2020
3003923479	JICARILLA 150 #008E	J	G	4/1/2016	7/1/2017	7/1/2018	7/1/2019	7/1/2020
3003922418	JICARILLA 153 #010E	J	G	4/1/2016	7/1/2017	7/1/2018	7/1/2019	7/1/2020

Exhibit "A" to Agreed Compliance Order for HILCORP ENERGY COMPANY

Shut-In, Inactive wells:

By: _____
Title: _____