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

IN THE MATTER OF THE HEARING CALLED BY THE OIL CONSERVATION DIVISION FOR THE PURPOSE OF CONSIDERING:

APPLICATION OF CENTENNIAL RESOURCE CASE NOS. 16265, PRODUCTION, LLC FOR A NONSTANDARD 16266 SPACING AND PRORATION UNIT AND COMPULSORY POOLING, LEA COUNTY, NEW MEXICO.

REPORTER'S TRANSCRIPT OF PROCEEDINGS

EXAMINER HEARING

August 9, 2018

Santa Fe, New Mexico

BEFORE: SCOTT DAWSON, CHIEF EXAMINER LEONARD LOWE, TECHNICAL EXAMINER DAVID K. BROOKS, LEGAL EXAMINER

This matter came on for hearing before the New Mexico Oil Conservation Division, Scott Dawson, Chief Examiner, Leonard Lowe, Technical Examiner, and David K. Brooks, Legal Examiner, on Thursday, August 9, 2018, at the New Mexico Energy, Minerals and Natural Resources Department, Wendell Chino Building, 1220 South St. Francis Drive, Porter Hall, Room 102, Santa Fe, New Mexico.

REPORTED BY: Mary C. Hankins, CCR, RPR New Mexico CCR #20 Paul Baca Professional Court Reporters 500 4th Street, Northwest, Suite 105 Albuquerque, New Mexico 87102 (505) 843-9241

Page 2 1 APPEARANCES 2 FOR APPLICANT CENTENNIAL RESOURCE PRODUCTION, LLC: 3 JORDAN L. KESSLER, ESQ. HOLLAND & HART, LLP 110 North Guadalupe, Suite 1 4 Santa Fe, New Mexico 87501 5 (505) 988-4421 jlkessler@hollandhart.com б 7 FOR INTERESTED PARTY CONOCOPHILLIPS COMPANY: 8 JAMES G. BRUCE, ESQ. Post Office Box 1056 9 Santa Fe, New Mexico 87504 (505) 982-2043 10 jamesbruc@aol.com 11 12 INDEX 13 PAGE Case Numbers 16265 and 16266 Called 3 14 Exhibit Offered 3 15 16 Proceedings Conclude 5 17 Certificate of Court Reporter 6 18 19 EXHIBITS OFFERED AND ADMITTED 20 Centennial Resource Production, LLC Exhibit Letter Z 5 21 22 23 24 25

Page 3 (8:50 a.m.) 1 2 EXAMINER DAWSON: So at this time, we will go down to Case Numbers 16265 and 16266. I'm supposing 3 these two will want to be consolidated, correct? 4 5 MS. KESSLER: That's correct. EXAMINER DAWSON: Okay. Case Number 16265, 6 7 number 37 on the list, is an application of Centennial 8 Resource Production, LLC for a nonstandard spacing and 9 proration unit and compulsory pooling, Lea County, New Mexico, and Case Number 16266 is also an application of 10 11 Centennial Resource Production, LLC for a nonstandard 12 spacing and proration unit and compulsory pooling, Lea County, New Mexico. 13 14 Ms. Kessler, when you're ready. MS. KESSLER: Mr. Examiner, Jordan Kessler 15 16 from Holland & Hart on behalf of the Applicant. 17 MR. BRUCE: Mr. Examiner, Jim Bruce of 18 Santa Fe representing ConocoPhillips Company. 19 EXAMINER DAWSON: Okay. 20 MS. KESSLER: No witnesses today, Mr. Examiner. 21 22 This case was heard two weeks ago and continued for two reasons. The first was because this 23 24 was filed before June 26th and, therefore, not subject to the updated horizontal well rule, so we did have to 25

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Page 4 notify offsets, and we had requested an additional two 1 2 weeks for that notice to be perfected. 3 EXAMINER DAWSON: Okay. MS. KESSLER: The second reason, 4 5 Mr. Examiners, was to allow additional time for Centennial and the Baird Trust to negotiate an 6 7 agreement. I have an email here from Ms. Sharon 8 Shaheen, who represented Weldon Baird, and this states that Weldon Baird did lease his interest to another 9 party who Centennial is now negotiating an operating 10 11 agreement with. 12 EXAMINER DAWSON: Okay. 13 MS. KESSLER: I'll just mark this as 14 Exhibit Z and give it to the court reporter, Mr. Examiner. 15 Mr. Examiner, I would move admission of 16 17 Exhibit Z and ask that the case be taken under advisement. 18 19 EXAMINER DAWSON: Exhibit B? 20 MS. KESSLER: Z, as in zebra. 21 EXAMINER DAWSON: Oh, Z, as in zebra. 22 At this time, Exhibit --23 Are there any objections, Mr. Bruce? 24 MR. BRUCE: No. 25 EXAMINER DAWSON: Okay. At this time

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1	Exhibit Z will be admitted to the record in Case Numbers
2	16265 and 16266.
3	MS. KESSLER: Yes. Thank you.
4	(Centennial Resource Production, LLC
5	Exhibit Letter Z is offered and admitted
6	into evidence.)
7	EXAMINER DAWSON: And those cases will be
8	taken under advisement.
9	Thank you very much.
10	(Case Numbers 16265 and 16266 conclude,
11	8:53 a.m.)
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Page 6 1 STATE OF NEW MEXICO 2 COUNTY OF BERNALILLO 3 CERTIFICATE OF COURT REPORTER 4 5 I, MARY C. HANKINS, Certified Court Reporter, New Mexico Certified Court Reporter No. 20, 6 7 and Registered Professional Reporter, do hereby certify 8 that I reported the foregoing proceedings in 9 stenographic shorthand and that the foregoing pages are a true and correct transcript of those proceedings that 10 were reduced to printed form by me to the best of my 11 12 ability. 13 I FURTHER CERTIFY that the Reporter's Record of the proceedings truly and accurately reflects 14 the exhibits, if any, offered by the respective parties. 15 16 I FURTHER CERTIFY that I am neither employed by nor related to any of the parties or 17 18 attorneys in this case and that I have no interest in 19 the final disposition of this case. 20 DATED THIS 16th day of August 2018. 21 22 MARY C. HANKINS, CCR, RPR 23 Certified Court Reporter New Mexico CCR No. 20 Date of CCR Expiration: 12/31/2018 24 Paul Baca Professional Court Reporters 25