



Corporate Office
1775 Sherman Street, #3000
Denver, Colorado 80203
303.860.5800
www.pdce.com

received
2-12-2015

February 4, 2015

Noble Energy, Inc.
Attn: Libby Ecord
1625 Broadway, Suite 2200
Denver, CO 80202

Re: **Stimulation Setback Consent, Rule 317.s.**
Stroh 13K-223
NESW, Section 13 T4N R67W
Weld County, Colorado

To Whom It May Concern,

PDC Energy, Inc. ("PDC") hereby requests a GWA Minimum Interwell Distance waiver from NOBLE ENERGY, INC., the offset operator of the following wells that is estimated to be closer than 150' to the subject well.

UPRC 13-11E (05-123-15320, CSW) which is located in Section 13 T4N R67W

Pursuant to the following Colorado Oil and Gas Conservation Commission ("COGCC") Rule 317.s.

Statewide Fracture Stimulation Setback: No portion of a proposed wellbore's treaded interval shall be located within 150 feet of an existing (producing, shut-in, or temporarily abandoned) or permitted oil and gas wellbore's treated interval belonging to another operator without the signed and written consent of the operator of the encroached upon wellbore. The signed written consent shall be attached to the Application for Permit-to-Drill, Form 2 for the proposed wellbore.

The following BMP will be applied to the permit: Prior to drilling operations, Operator will perform an anti-collision scan of existing offset wells that have the potential of being within close proximity of the proposed well. This anti-collision scan will include definitive MWD or gyro surveys of the offset wells with included error of uncertainty per survey instrument, and compared against the proposed wellpath with its respective error of uncertainty. If current surveys do not exist for the offset wells, Operator may have gyro surveys conducted to verify bottomhole location. The proposed well will only be drilled if the anti-collision scan results indicate that there is not a risk for collision, or harm to people or the environment. For the



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proposed well, upon conclusion of drilling operations, an as-constructed gyro survey will be submitted to COGCC with the Form 5.

Sincerely,

A handwritten signature in blue ink, appearing to read "Josh Wagner".

Josh Wagner
Regional Landman
PDC Energy, Inc.

As the offset operator or a designated representative thereof, I understand that the subject well will be potentially drilled within 150' of the offset well listed above. I hereby give my consent for PDC to drill the subject well.

OPERATOR: NOBLE ENERGY, INC.

A handwritten signature in blue ink, appearing to read "Gerald T. Sullivan".
Signature DHS
CS 2/24/2015
Date

Gerald T. Sullivan
Sr. Land Negotiator Advisor

Name, Title

150 ft Waiver –Stipulations to Agreement

Liability:

Notwithstanding anything contained to the contrary in any Joint Operating Agreement entered into by Noble Energy, Inc. (Vertical Operator) and PDC Energy, Inc. (Horizontal Operator) covering the Stroh 13K-223 well, any damage caused to the UPRC 13-11E well (API No. 05-123-15320) by the drilling of the Stroh 13K-223 well shall be the sole responsibility of PDC Energy, Inc., and as between PDC and Noble, PDC agrees to accept sole liability and indemnify, defend and hold Noble harmless for such damage.

Responsibilities & Costs:

The Horizontal Operator will determine if cased well directional surveys need to be performed on the vertical wells in question. If required, the work will be executed by the Vertical Operator on a schedule mutually agreed to by the Vertical Operator and the Horizontal Operator. A flat rate fee of \$15,000/well will be charged to the joint account of the subject horizontal wellbore for gyro surveys for all vertical wells within 150' of the horizontal wellbore that require gyro surveys.

Technical Research:

The Horizontal Operator will be responsible for technical review and risk assessment of conducting horizontal operations near said vertical wellbores. This review will include consideration of vertical wellhead pressure ratings, collision risk, and wellbore cement and general integrity including surface casing depth. Horizontal Operator's execution hereof shall serve as Horizontal Operator's request for all pertinent well data from the Vertical Operator.

Timing:

At least 30 days prior to the horizontal well spud date and at least 60 days prior to its completion date, the Vertical Operator shall be notified. The purpose of this notification is to ensure that Vertical Operator equips the vertical wells for monitoring. In heavy agricultural use areas, additional time may be required to plan and access wellheads.

Election: Signed this 24th day of February, 2015.

Horizontal Operator agrees to the Stipulations set forth above: _____

Vertical Operator agrees to the Stipulations set forth above: _____

Gerald T. Sullivan
Sr. Land Negotiator Advisor

CS