

FORM
10Rev
10/12State of Colorado
Oil and Gas Conservation Commission

1120 Lincoln Street, Suite 801, Denver, Colorado 80203 Phone: (303) 894-2100 Fax: (303) 894-2109



OGCC RECEPTION

Receive Date:

09/24/2015

Document Number:

400903862

CERTIFICATION OF CLEARANCE AND/OR CHANGE OF OPERATOR

This form is to be used for Certification of Clearance to transport product off lease. A Form 10 shall be filed for a well within 30 days of first production or a change of transporter/gatherer. A Form 10 shall be filed within 15 days of a change or transfer of ownership of a well, location, pit or facility. Documentation for ratification of sale or transfer of ownership must be attached for Change of Operator. **It is the Operator's responsibility to mail approved copies to the Transporter and/or Gatherer for each well listed.** This form is not used for well name or well status changes. For more information, visit [www.http://cogcc.state.co.us](http://cogcc.state.co.us)

OGCC Operator Number: 10459 Contact Person: Matt Owens
 Company Name: EXTRACTION OIL & GAS LLC Phone: (720) 720-382-2693
 Address: 370 17TH STREET SUITE 5300 Fax: ()
 City: DENVER State: CO Zip: 80202 Email: mowens@extractionog.com

Operator Bond Status: ☒ Blanket Surety ID: 2013-0028 Individual Surety ID: see listing by individual well

☐ New Well Cert of Clearance ☒ Change of Operator ☐ Add/Change Transporter or Gatherer

Effective Date of Change Below 02/27/2015 Form is being submitted by: Buyer

Non-Submitting Operator Information:

OGCC Number of NON-Submitting 100322 Name of NON-Submitting NOBLE ENERGY INC
 NON-submitting Operator is Seller Contact Name Jan Kajiware Title: Regulatory Analyst III
 NON-submitting Operator Contact Email: jan.kajiware@nblenergy.com

Add/Change Transporter or Gatherer

☒ Add ☐ Delete Product: ☒ Oil ☐ Gas

OGCC Transporter No: 10016 Suffix: _____
 Trans./Gatherer Name: SEMCRUDE LP
 Address: 6120 S YALE STE 650 City: TULSA State: OK Zip: 74136
 Phone: () Email Contact: _____

☒ Add ☐ Delete Product: ☒ Oil ☐ Gas

OGCC Transporter No: 83720 Suffix: _____
 Trans./Gatherer Name: SUNCOR ENERGY (USA) INC
 Address: 717 17TH STREET #2900 City: DENVER State: CO Zip: 80202
 Phone: () Email Contact: _____

☒ Add ☐ Delete Product: ☐ Oil ☒ Gas

OGCC Transporter No: 4680 Suffix: _____
 Trans./Gatherer Name: DCP MIDSTREAM LP
 Address: 370 17TH STREET - SUITE 2500 City: DENVER State: CO Zip: 80202
 Phone: () Email Contact: _____

☒ Add ☐ Delete Product: ☐ Oil ☒ Gas

OGCC Transporter No: 100323 Suffix: _____
 Trans./Gatherer Name: AKA ENERGY GROUP LLC
 Address: 65 MERCADO STREET - STE #250 City: DURANGO State: CO Zip: 81301
 Phone: () Email Contact: _____

<input checked="" type="checkbox"/> Add	<input type="checkbox"/> Delete	Product: <input type="checkbox"/> Oil <input checked="" type="checkbox"/> Gas
OGCC Transporter No: <u>47121</u> Suffix: _____		
Trans./Gatherer Name: <u>KERR MCGEE GATHERING LLC</u>		
Address: <u>PO BOX 173779</u>	City: <u>DENVER</u>	State: <u>CO</u> Zip: <u>80217</u>
Phone: ()	Email Contact: _____	

<input checked="" type="checkbox"/> Add	<input type="checkbox"/> Delete	Product: <input type="checkbox"/> Oil <input checked="" type="checkbox"/> Gas
OGCC Transporter No: <u>10120</u> Suffix: _____		
Trans./Gatherer Name: <u>NOBLE ENERGY PRODUCTION INC</u>		
Address: <u>1625 BROADWAY STE 2200</u>	City: <u>DENVER</u>	State: <u>CO</u> Zip: <u>80202</u>
Phone: ()	Email Contact: _____	

Remark: The attached wells were not approved on their original form 10s due to pit issues and other outstanding items (see documents 400747497, 400737078, and 400746347). Under our Purchase and Sale Agreement with Noble, Extraction assumed environmental liability for the existing conditions of the assets. Please note that this includes, but is not limited to, all outstanding spill, remediation, and inspection resolutions. Please feel free to include any conditions of approval so these wells can be transferred from Noble to Extraction successfully.

I hereby certify that the statements made in this form are, to the best of my knowledge, true, correct and complete. The transporter(s)/gatherer(s) is (are) authorized to transport the oil and/or gas produced from the listed well(s) and that this authorization will be valid until further notice to the transporter named herein or until cancelled by the Colorado Oil and Gas Conservation Commission.

SUBMITTED BY:

Signed: _____ Print Name: Roush, Kaleb
 Title: Engineering Technician Email: kroush@extractionog.com Date: 09/24/2015

CHANGE OF OPERATOR:

Name of Buying Operator:	Name of Selling Operator:
<u>EXTRACTION OIL & GAS LLC</u>	<u>NOBLE ENERGY INC</u>
Signature: _____ Date: <u>02/27/2015</u>	Signature: _____ Date: <u>02/27/2015</u>
Print Name: <u>Roush, Kaleb</u> Title: <u>Engineering Technician</u>	Print Name: <u>Jan Kajiwarra</u> Title: <u>Regulatory Analyst III</u>

COGCC Approved:  **Title:** Director of COGCC **Date:** 09/25/2015

State of Colorado

Oil and Gas Conservation Commission

1120 Lincoln Street, Suite 801, Denver, Colorado 80203 Phone: (303) 894-2100 Fax: (303) 894-2109



Document Number:

400903862**CHANGE OF TRANSPORTER/GATHERER and/or CHANGE OF OPERATOR**

OGCC Operator Number: 10459

Name of Operator: EXTRACTION OIL & GAS LLC

FOR OGCC USE ONLY

CENTRALIZED EP WASTE MGMT FAC: 0 GAS STORAGE FACILITY: 0 SERVICE SITE: 0 UIC SIMULTANEOUS DISPOSAL: 0
 GAS COMPRESSOR: 0 LOCATION: 0 TANK BATTERY: 2 UIC WATER TRANSFER STATION: 0
 GAS GATHERING SYSTEM: 0 PIPELINE: 0 UIC DISPOSAL: 0 WATER GATHERING SYSTEM LINE: 0
 GAS PROCESSING PLANT: 0 PIT: 0 UIC ENHANCED RECOVERY: 0 WELL: 23

Total Approved: 25 Total out of Total Total Submitted: 25 are listed below:

#	TYPE	API	FAC ID	Loc#	Facility		Location (QQ/S/T/R)	Surety ID	Transporter / Gatherer
					Name	Number			
1	WELL	001-08368	202963	320191	BYDALAK	1-11	NENW/11/1S/68W		4680
	WELL		202963	320191					10016
	WELL		202963	320191					10120
	WELL		202963	320191					47121
	WELL		202963	320191					83720
	WELL		202963	320191					100323
2	WELL	001-08428	203022	320204	POITZ	1-22	NENE/22/1S/68W		4680
	WELL		203022	320204					10016
	WELL		203022	320204					10120
	WELL		203022	320204					47121
	WELL		203022	320204					83720
	WELL		203022	320204					100323
3	WELL	013-06062	206567	321269	VON REYN	1-9	SENE/9/1N/69W		4680
	WELL		206567	321269					10016
	WELL		206567	321269					10120
	WELL		206567	321269					47121
	WELL		206567	321269					83720
	WELL		206567	321269					100323
4	WELL	013-06069	206574	321272	GRAHAM	2-22	SWNW/22/1N/69		4680
	WELL		206574	321272					10016
	WELL		206574	321272					10120
	WELL		206574	321272					47121
	WELL		206574	321272					83720
	WELL		206574	321272					100323
5	WELL	013-06080	206585	321277	ALMQUIST	1	SESE/35/2N/69W		4680
	WELL		206585	321277					10016
	WELL		206585	321277					10120
	WELL		206585	321277					47121
	WELL		206585	321277					83720
	WELL		206585	321277					100323
6	WELL	013-06081	206586	321278	JOSEPHINE ROCHE	1-35	NWSE/35/1N/69W		4680
	WELL		206586	321278					10016
	WELL		206586	321278					10120
	WELL		206586	321278					47121
	WELL		206586	321278					83720
	WELL		206586	321278					100323

7	WELL	013-06084	206589	321279	ARAPAHOE	1-36	NWNW/36/1N/69		4680
	WELL		206589	321279					10016
	WELL		206589	321279					10120
	WELL		206589	321279					47121
	WELL		206589	321279					83720
	WELL		206589	321279					100323
8	WELL	013-06092	206597	321286	DODD	1-33	SESE/33/2N/69W		4680
	WELL		206597	321286					10016
	WELL		206597	321286					10120
	WELL		206597	321286					47121
	WELL		206597	321286					83720
	WELL		206597	321286					100323
9	WELL	013-06128	206633	321308	WANEKA	1-1	SENW/1/1S/69W		4680
	WELL		206633	321308					10016
	WELL		206633	321308					10120
	WELL		206633	321308					47121
	WELL		206633	321308					83720
	WELL		206633	321308					100323
10	WELL	013-06178	206683	321324	VAN THUYNE	1-35X	NENW/35/2N/69W		4680
	WELL		206683	321324					10016
	WELL		206683	321324					10120
	WELL		206683	321324					47121
	WELL		206683	321324					83720
	WELL		206683	321324					100323
11	WELL	013-06187	206692	321329	WISE	1-14X	NWSE/14/1N/69W		4680
	WELL		206692	321329					10016
	WELL		206692	321329					10120
	WELL		206692	321329					47121
	WELL		206692	321329					83720
	WELL		206692	321329					100323
12	WELL	013-06188	206693	321330	TWIN CORNERS	1-4	SENW/4/1N/69W		4680
	WELL		206693	321330					10016
	WELL		206693	321330					10120
	WELL		206693	321330					47121
	WELL		206693	321330					83720
	WELL		206693	321330					100323
13	WELL	014-09104	203544	321515	HANCOCK	2-19	NWSE/19/1S/68W		4680
	WELL		203544	321515					10016
	WELL		203544	321515					10120
	WELL		203544	321515					47121
	WELL		203544	321515					83720
	WELL		203544	321515					100323
14	WELL	123-10017	242226	318818	CARR	1	NWNW/28/1N/68		4680
	WELL		242226	318818					10016
	WELL		242226	318818					10120
	WELL		242226	318818					47121
	WELL		242226	318818					83720
	WELL		242226	318818					100323
15	WELL	123-10665	242874	319094	MEIKLE	28-1	SWSE/28/1N/68W		4680
	WELL		242874	319094					10016
	WELL		242874	319094					10120
	WELL		242874	319094					47121

15	WELL	123-10665	242874	319094	MEIKLE	28-1	SWSE/28/1N/68W		83720
	WELL		242874	319094					100323
16	WELL	123-12185	244391	322865	MEIKLE	2	SWSE/28/1N/68W		4680
	WELL		244391	322865					10016
	WELL		244391	322865					10120
	WELL		244391	322865					47121
	WELL		244391	322865					83720
	WELL		244391	322865					100323
17	WELL	123-25288	290953	309713	DUMP UU	28-10	NWSE/28/1N/68W		4680
	WELL		290953	309713					10016
	WELL		290953	309713					10120
	WELL		290953	309713					47121
	WELL		290953	309713					83720
	WELL		290953	309713					100323
18	WELL	123-25976	291165	310149	DUMP UU	28-16	SESE/28/1N/68W		4680
	WELL		291165	310149					10016
	WELL		291165	310149					10120
	WELL		291165	310149					47121
	WELL		291165	310149					83720
	WELL		291165	310149					100323
19	WELL	123-11839	244046	322667	UHRICH R S	31-3	NENW/31/4N/68W		4680
	WELL		244046	322667					10016
	WELL		244046	322667					10120
	WELL		244046	322667					47121
	WELL		244046	322667					83720
	WELL		244046	322667					100323
20	WELL	001-06809	201406	319797	DAVIS	1	NESW/20/1S/66W		4680
	WELL		201406	319797					10016
	WELL		201406	319797					10120
	WELL		201406	319797					47121
	WELL		201406	319797					83720
	WELL		201406	319797					100323
21	WELL	123-15595	247797	328136	ARMSTEAD GU	5-31	NENW/31/2N/68W		4680
	WELL		247797	328136					10016
	WELL		247797	328136					10120
	WELL		247797	328136					47121
	WELL		247797	328136					83720
	WELL		247797	328136					100323
22	WELL	001-07042	201639	319863	MARTIN	23-25	NESW/25/1S/65W		4680
	WELL		201639	319863					10016
	WELL		201639	319863					10120
	WELL		201639	319863					47121
	WELL		201639	319863					83720
	WELL		201639	319863					100323
23	WELL	123-11968	244175	322738	STATE	1-36	NWSW/36/6N/67		4680
	WELL		244175	322738					10016
	WELL		244175	322738					10120
	WELL		244175	322738					47121
	WELL		244175	322738					83720
	WELL		244175	322738					100323
24	TANK BATTERY	013-	435833	321308	WANEKA-61S69W	1SENW	SENW/1/1S/69W		
25	TANK BATTERY		435834	321308					

Total Deleted: 0 Total out of Total Total Submitted: 25 are listed below:

#	TYPE	API	FAC ID	Loc#	Facility		Location (QQ/S/T/R)	Surety ID	Transporter / Gatherer
					Name	Number			

Total Pending: 0 Total out of Total Total Submitted: 25 are listed below:

#	TYPE	API	FAC ID	Loc#	Facility		Location (QQ/S/T/R)	Surety ID	Transporter / Gatherer
					Name	Number			