



BLEHM 18-1 PAD NOISE MITIGATION PLAN

Contents

Article I.	Introduction.....	2
	Facility Information	2
Article II.	Background and Regulations	2
Article III.	Ambient Sound Survey	3
Article IV.	Points of Compliance	3
Article V.	Mitigation Measures and Best Management Practices	4
	Complaints.....	5
	Contacts.....	5
Article VI.	Exhibits/References/Appendices.....	5



Article I. Introduction

Facility Information

This document provides site-specific information for the Blehm 18-I Pad Form 2A as the Blehm 18-I Pad OGD. The information in this document relates specifically to the time during the construction, drilling, and completion of the twenty-four (24) proposed horizontal wells on this location.

The proposed location is Dry Land Crop located South of Hwy 14 between WCR 25 and WCR 27 with an access directly onto Highway 14. The Pad will be in Lot 3 Section 18, Township 7 North, Range 66 West zoned AG within Weld County's Near-Urban Planning Area. A 1041 WOGLA was filed as 1041WOGLA20-0083 on 12/3/2020 and approved at hearing on 1/21/2021.

The proposed Pad will be approximately 11.7 acres, reduced to 9.2 acres after interim reclamation. The Pad is on Parcels 070718000051 and 070718300004 owned by the Linda D Blehm Trust and David L Drake Trust. The location is currently used for farming.

The proposed production facility equipment for the Blehm 18-I Pad will be located within the Working Pad Surface adjacent to the wells and will consist of 10 oil tanks, 2 water tanks, 2 multi-use tanks, 26 separators, 1 Injection Manifold, 4 Meters, 1 Instrument Air System, 4 gas compressors, 5 enclosed combustion devices (ECD), 2 LACT Units, 8 Scrubbers, 2 Sumps, 1 Water Transfer Skid, and proposed electrical and/or solar equipment.

Phase	Duration (days)	Estimated Start Date
Construction	30	3 rd Quarter (Sept) 2021
Drilling	150	3 rd Quarter (Oct) 2021
Completion	180	2 nd Quarter (March) 2022
Flowback	60	3 rd Quarter (Sept) 2022
Production	25 Years	3 rd Quarter (Nov) 2022
Interim Reclamation	10	2 nd Quarter (May) 2023

Article II. Background and Regulations

Noise associated with oil and gas development is regulated by the Colorado Oil and Gas Conservation Commission (COGCC) Rule 423. Operators will submit a noise mitigation plan that demonstrates one or more proposed methods of meeting the maximum permissible noise levels described by this Rule 423 as an attachment to their Form 2As, as required by Rule 304.c.(2). Oil and gas operations at any well site, production facility, or gas facility, will comply with the maximum permissible noise levels listed under Table 423-1 and provided as follows:

LAND USE DESIGNATION	7:00 am to next 7:00 pm	7:00 pm to next 7:00 am
Residential/Rural/State Parks & State Wildlife Areas	55 db(A)	50 db(A)
Commercial/Agricultural	60 db(A)	55 db(A)
Light Industrial	70 db(A)	65 db(A)
Industrial	80 db(A)	75 db(A)
All Zones	60 db(C)	60 db(C)

In Section 423.b.(2), the regulation states, "Unless otherwise required by Rule 423, drilling or completion



operations, including Flowback: In Residential/Rural or Commercial/Agricultural, maximum permissible noise levels will be 60 dbA in the 7:00 pm to 7:00 am nighttime hours and 65 dbA in the daylight 7:00 am to 7:00 pm hours; and in all zones the maximum permissible noise level will be 65 dbC for all hours.

Phase	Duration (days)	Estimated Noise Levels at Compliance Points
Construction	30	<50 dBA, <60 dBC
Drilling	150	<60 dBA, <65 dBC
Completion	180	<60 dBA, <65 dBC
Flowback	60	<60 dBA, <65 dBC
Production	25 Years	<50 dBA, <60 dBC

The location is zoned AG per Local Government jurisdiction with Olney fine sandy loam type-soils between 1% - 3% and 3% - 5% slopes, which is a generally flat. The surrounding vegetative cover is currently dry land crop.

Article III. Ambient Sound Survey

A baseline ambient sound survey including both A and C scale measurements will be conducted prior to commencement of construction and dirt work, in accordance with COGCC 423.b. The ambient monitoring locations will be the same as the two noise points of compliance shown above and will be obtained within 30-90 days prior to the start of any proposed operations, including at least 24 hours between 10:00 p.m. on a Friday and 4:00 a.m. on a Monday. Such survey will be for a minimum of 72 hours in duration and will produce daytime and nighttime averages for both dbA and dbC weightings by averaging 1-minute Leq noise levels when the wind is below 5 mph for the survey duration. All identifiable noises will be recorded and noted as needed for wind speed adjustments.

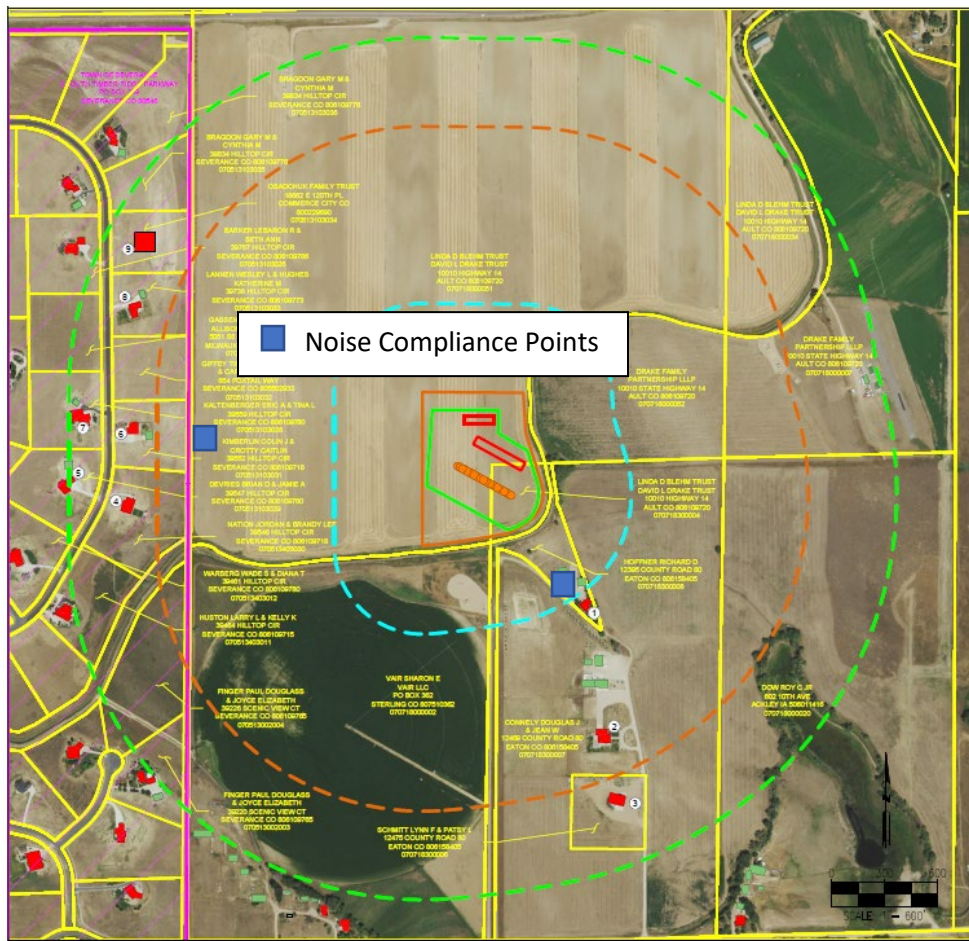
Article IV. Points of Compliance

For proposed Oil and Gas Locations with a Working Pad Surface within 2,000 feet of one or more Residential Building Units, at least one, and no more than six noise points of compliance where monitors will be located.

Proposed noise points of compliance for the proposed Blehm 18-I location are as shown below.

These proposed compliance points have been chosen to be consistent with the rules defined by COGCC 423.a.(5) series noise regulations using the following criteria:

- Provide one noise point of compliance in each direction in which a Residential Building Unit is located within 2,000 feet of the proposed Working Pad Surface.
- Noise points of compliance will be located at least 350 feet from the Working Pad Surface, and no less than 25 feet from the exterior wall of the Residential Building Unit that is closest to the Working Pad Surface. If a Surface Owner or tenant refuses to provide the Operator with access to install a noise monitor, then the noise point of compliance will be located at either the next-closest Residential Building Unit or an alternative location approximately the same distance and direction from the Working Pad Surface.



Article V. Mitigation Measures and Best Management Practices

Best Management Practices and best engineering practices for measuring and mitigating noise levels shall include but not be limited to:

- Operator will comply with the maximum permissible noise levels specified in Rule 423.b.(1).

Operator will provide 32' tall, STC 32 engineered perimeter sound walls to comply with COGCC and Relevant Local Government requirements. Sound walls will be installed for the duration of drilling and completion activities and will be placed around the perimeter of the pad as indicated below to reduce impacts to nearby receptors.

- The utilization and placement of these sound walls is driven by a forecasted Noise Impact Assessment that incorporates the applicable drilling rig and frac fleet noise signatures which are placed on to the topography of the site location. The sound model and assessment provides mitigation methods that can be applied to bring an operation into compliance if needed. Bayswater plans to utilize a "quiet" frac fleet.



BAYSWATER EXPLORATION & PRODUCTION, LLC

- Additional mitigation may be incorporated, depending on the results of a Noise Impact Assessment. Any additional applicable BMP will be submitted with a copy of the noise study once completed via sundry.
- Bayswater plans to utilize appropriately sized permanent sound walls for installation around the loudest production facility sources, such as vapor recovery units and compressors. These walls will be based on a forecasted model with the production facilities' noise signature.

Complaints

Operator shall provide and post 24-hour, 7 days per week contact information to deal with all noise complaints arising from Operator's oil and gas facilities. If a noise complaint is made to either Operator directly, or to the COGCC or the Local Government Designee and Operator is notified of the complaint, noise levels will be measured within forty-eight (48) hours of Operator's receipt of the complaint. Operator will contact the concerned party (if contact information is available) to discuss the complaint and the results of the noise measurements.

Contacts

Should a noise complaint be filed with the COGCC or the Local Government Designee, the complaint should be forwarded to the following address:

Bayswater Exploration & Production, LLC
730 17th Street, Suite 500, Denver CO 80202
Attention: Mark Brown
Phone Number: 303-893-2503

Article VI. Exhibits/References/Appendices

Noise Modeling Study has not been obtained as of date of submittal of this plan.