

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:

402687086

Receive Date:

06/15/2021

TRANSFER OF OPERATORSHIP

A Selling Operator will notify the Commission about the transfer of any Transferable Item associated with its Oil and Gas Operations to a Buying Operator by filing a Form 9, Transfer of Operatorship – Intent, with the Commission at least 30 days, or as soon as practicable, before the anticipated transfer date. (Rule 218.b.) When a transaction subject to a Form 9 – Intent becomes final, the Buying Operator will submit a Form 9 – Subsequent within 7 days of closing. (Rule 218.d.(1).)

Type of Form 9, Transfer of Operatorship: [X] Intent [] Subsequent Intent # _____

OPERATOR INFORMATION

SELLING OPERATOR INFORMATION

OGCC Operator Number: 10559 Contact Name and Telephone: Eric Kittinger
Name of Operator: SOUTHLAND ROYALTY COMPANY LLC Name: Eric Kittinger
Address: 400 WEST 7TH STREET Phone: (817) 334-8302
City: FORT WORTH State: TX Zip: 76102 Email: ekittinger@mspartners.com

BUYING OPERATOR INFORMATION

OGCC Operator Number: 10768 Contact Name and Telephone: TY Peck
Name of Operator: WAMSUTTER E&P LLC Name: TY Peck
Address: ONE WILLIAMS CENTER, MD 47 Phone: (918) 688-2045
City: TULSA State: OK Zip: 74172 Email: Ty.Peck@Williams.com

TRANSFER INFO

Transfer Dates

Form 9 Intent - Anticipated Date of Transfer: 06/01/2021
Form 9 Subsequent - Effective Date of Transfer: s

Confidentiality

Transfer is Confidential: No

Financial Assurance

Form 9 Intent - Estimated amount of Financial Assurance the Buying Operator will submit prior to anticipated date of transfer: \$ 165,000
Form 9 Subsequent - The Buying Operator's Financial Assurance:

SUBSEQUENT LIABILITY

Rule 218.d.(1).D.i.

"For Transferable Items listed in Rule 218.d.(1).B.i an acknowledgment that upon the effective date of transfer, that the Buying Operator assumes all responsibility for compliance with the Act, the Commission's Rules, and all terms and conditions of existing Permits and Commission orders for the Transferable Items."

In checking this box the Buying Operator's acknowledges the subsequent liability pursuant to Rule 218.d.(1).D.i. []

Rule 218.d.(1).D.ii.

"For Transferable Items listed in Rule 218.d.(1).B.ii or iii, an acknowledgment that the Buying Operator may be or may become responsible for compliance with the Act, the Commission's Rules, and all terms and conditions of existing Permits and Commission orders if the Buying Operator takes any action, or fails to take any action, that would cause such Transferable Item to be out of compliance with the Act, the Commission's Rules, and all terms and conditions of existing Permits and Commission orders."

In checking this box the Buying Operator's acknowledges the subsequent liability pursuant to Rule 218.d.(1).D.ii. []

Rule 218.d.(1).D.iii.

"For Transferable Items not listed in Rule 218.d.(1).B.i-iii but Related in the Commission's records, an acknowledgment that the Commission will presume that the Transferable Item was transferred, and that the Buying Operator is responsible for compliance with the Act, the Commission's Rules, and all terms and conditions of existing Permits and Commission orders for the Transferable Items."

In checking this box the Buying Operator's acknowledges the subsequent liability pursuant to Rule 218.d.(1).D.iii.

SUBMITTAL

OPERATOR COMMENT AND SUBMITTAL

The sale of these assets was completed on 6/1/2021.

I hereby certify all statements made in this form are, to the best of my knowledge, true, correct, and complete.

Print Name: CONNIE BLAYLOCK Email: CBLAYLOCK@MSPARTNERS.COM

Signature: _____ Title: REGULATORY ANALYST Date: 06/15/2021

Wells & Facilities Proposed for Transfer Summary

| 1 | Facility Type | API | Facility ID | Location ID | Facility Name | QtrQtr | Sec | Twp | Rng |
|---|---------------|------------------------|-----------------------------|-------------------------------|----------------------------|--------|-----|-----|-----|
| | WELL | 081-07173 | 271331 | 313190 | BAKERS PEAK UNIT 2 | SWSE | 12 | 11N | 91W |
| | <u>County</u> | <u>Min.Owner. Type</u> | <u>Current Operator Num</u> | <u>Current Operator Name</u> | | | | | |
| | MOFFAT | STATE | 10559 | SOUTHLAND ROYALTY COMPANY LLC | | | | | |
| 2 | Facility Type | API | Facility ID | Location ID | Facility Name | QtrQtr | Sec | Twp | Rng |
| | LOCATION | - | 313190 | 313190 | BAKERS PEAK UNIT-611N91W | SWSE | 12 | 11N | 91W |
| | <u>County</u> | <u>Min.Owner. Type</u> | <u>Current Operator Num</u> | <u>Current Operator Name</u> | | | | | |
| | MOFFAT | | 10559 | SOUTHLAND ROYALTY COMPANY LLC | | | | | |
| 3 | Facility Type | API | Facility ID | Location ID | Facility Name | QtrQtr | Sec | Twp | Rng |
| | LOCATION | - | 313404 | 313404 | BIGHOLE GULCH UNIT-611N94W | SESW | 8 | 11N | 94W |
| | <u>County</u> | <u>Min.Owner. Type</u> | <u>Current Operator Num</u> | <u>Current Operator Name</u> | | | | | |
| | MOFFAT | | 10559 | SOUTHLAND ROYALTY COMPANY LLC | | | | | |
| 4 | Facility Type | API | Facility ID | Location ID | Facility Name | QtrQtr | Sec | Twp | Rng |
| | WELL | 081-07446 | 297531 | 313404 | BIGHOLE GULCH FEDERAL 1 | SESW | 8 | 11N | 94W |
| | <u>County</u> | <u>Min.Owner. Type</u> | <u>Current Operator Num</u> | <u>Current Operator Name</u> | | | | | |
| | MOFFAT | FEDERAL | 10559 | SOUTHLAND ROYALTY COMPANY LLC | | | | | |
| 5 | Facility Type | API | Facility ID | Location ID | Facility Name | QtrQtr | Sec | Twp | Rng |
| | WELL | 081-06857 | 223491 | 313060 | PEPPLER FEE COM 12-18 | SWNW | 18 | 12N | 91W |
| | <u>County</u> | <u>Min.Owner. Type</u> | <u>Current Operator Num</u> | <u>Current Operator Name</u> | | | | | |
| | MOFFAT | FEE | 10559 | SOUTHLAND ROYALTY COMPANY LLC | | | | | |
| 6 | Facility Type | API | Facility ID | Location ID | Facility Name | QtrQtr | Sec | Twp | Rng |
| | LOCATION | - | 313060 | 313060 | PEPPLER FEE-612N91W | SWNW | 18 | 12N | 91W |
| | <u>County</u> | <u>Min.Owner. Type</u> | <u>Current Operator Num</u> | <u>Current Operator Name</u> | | | | | |
| | MOFFAT | | 10559 | SOUTHLAND ROYALTY COMPANY LLC | | | | | |
| 7 | Facility Type | API | Facility ID | Location ID | Facility Name | QtrQtr | Sec | Twp | Rng |
| | LOCATION | - | 313162 | 313162 | KALINE SWD-612N94W | NENW | 23 | 12N | 94W |
| | <u>County</u> | <u>Min.Owner. Type</u> | <u>Current Operator Num</u> | <u>Current Operator Name</u> | | | | | |
| | MOFFAT | | 10559 | SOUTHLAND ROYALTY COMPANY LLC | | | | | |
| 8 | Facility Type | API | Facility ID | Location ID | Facility Name | QtrQtr | Sec | Twp | Rng |
| | WELL | 081-07117 | 265954 | 313162 | KALINE SWD 5 | NENW | 23 | 12N | 94W |
| | <u>County</u> | <u>Min.Owner. Type</u> | <u>Current Operator Num</u> | <u>Current Operator Name</u> | | | | | |
| | MOFFAT | STATE | 10559 | SOUTHLAND ROYALTY COMPANY LLC | | | | | |
| 9 | Facility Type | API | Facility ID | Location ID | Facility Name | QtrQtr | Sec | Twp | Rng |
| | UIC DISPOSAL | - | 159131 | 313162 | KALINE UNIT #5 | NENW | 23 | 12N | 94W |

| | <u>County</u> | <u>Min.Owner. Type</u> | <u>Current Operator Num</u> | <u>Current Operator Name</u> | | | | | |
|----|----------------------|------------------------|-----------------------------|-------------------------------|---------------------------|---------------|------------|------------|------------|
| | MOFFAT | | 10559 | SOUTHLAND ROYALTY COMPANY LLC | | | | | |
| 10 | <u>Facility Type</u> | <u>API</u> | <u>Facility ID</u> | <u>Location ID</u> | <u>Facility Name</u> | <u>QtrQtr</u> | <u>Sec</u> | <u>Twp</u> | <u>Rng</u> |
| | WELL | 081-07328 | 285957 | 313308 | LANDING STRIP FEDERAL 1 | NWSW | 6 | 9N | 90W |
| | <u>County</u> | <u>Min.Owner. Type</u> | <u>Current Operator Num</u> | <u>Current Operator Name</u> | | | | | |
| | MOFFAT | FEDERAL | 10559 | SOUTHLAND ROYALTY COMPANY LLC | | | | | |
| 11 | <u>Facility Type</u> | <u>API</u> | <u>Facility ID</u> | <u>Location ID</u> | <u>Facility Name</u> | <u>QtrQtr</u> | <u>Sec</u> | <u>Twp</u> | <u>Rng</u> |
| | LOCATION | - | 313308 | 313308 | LANDING STRIP UNIT-69N90W | NWSW | 6 | 9N | 90W |
| | <u>County</u> | <u>Min.Owner. Type</u> | <u>Current Operator Num</u> | <u>Current Operator Name</u> | | | | | |
| | MOFFAT | | 10559 | SOUTHLAND ROYALTY COMPANY LLC | | | | | |
| 12 | <u>Facility Type</u> | <u>API</u> | <u>Facility ID</u> | <u>Location ID</u> | <u>Facility Name</u> | <u>QtrQtr</u> | <u>Sec</u> | <u>Twp</u> | <u>Rng</u> |
| | LOCATION | - | 313092 | 313092 | BLUE SKY-69N91W | SESE | 1 | 9N | 91W |
| | <u>County</u> | <u>Min.Owner. Type</u> | <u>Current Operator Num</u> | <u>Current Operator Name</u> | | | | | |
| | MOFFAT | | 10559 | SOUTHLAND ROYALTY COMPANY LLC | | | | | |
| 13 | <u>Facility Type</u> | <u>API</u> | <u>Facility ID</u> | <u>Location ID</u> | <u>Facility Name</u> | <u>QtrQtr</u> | <u>Sec</u> | <u>Twp</u> | <u>Rng</u> |
| | WELL | 081-06951 | 223584 | 313092 | BLUE SKY 1-44 | SESE | 1 | 9N | 91W |
| | <u>County</u> | <u>Min.Owner. Type</u> | <u>Current Operator Num</u> | <u>Current Operator Name</u> | | | | | |
| | MOFFAT | FEE | 10559 | SOUTHLAND ROYALTY COMPANY LLC | | | | | |
| 14 | <u>Facility Type</u> | <u>API</u> | <u>Facility ID</u> | <u>Location ID</u> | <u>Facility Name</u> | <u>QtrQtr</u> | <u>Sec</u> | <u>Twp</u> | <u>Rng</u> |
| | WELL | 081-06967 | 89304 | 313099 | DENALI 15-12 | NESW | 12 | 9N | 91W |
| | <u>County</u> | <u>Min.Owner. Type</u> | <u>Current Operator Num</u> | <u>Current Operator Name</u> | | | | | |
| | MOFFAT | FEE | 10559 | SOUTHLAND ROYALTY COMPANY LLC | | | | | |
| 15 | <u>Facility Type</u> | <u>API</u> | <u>Facility ID</u> | <u>Location ID</u> | <u>Facility Name</u> | <u>QtrQtr</u> | <u>Sec</u> | <u>Twp</u> | <u>Rng</u> |
| | LOCATION | - | 313099 | 313099 | DENALI-69N91W | NESW | 12 | 9N | 91W |
| | <u>County</u> | <u>Min.Owner. Type</u> | <u>Current Operator Num</u> | <u>Current Operator Name</u> | | | | | |
| | MOFFAT | | 10559 | SOUTHLAND ROYALTY COMPANY LLC | | | | | |
| 16 | <u>Facility Type</u> | <u>API</u> | <u>Facility ID</u> | <u>Location ID</u> | <u>Facility Name</u> | <u>QtrQtr</u> | <u>Sec</u> | <u>Twp</u> | <u>Rng</u> |
| | LOCATION | - | 313078 | 313078 | LATIN-69N91W | NWSE | 12 | 9N | 91W |
| | <u>County</u> | <u>Min.Owner. Type</u> | <u>Current Operator Num</u> | <u>Current Operator Name</u> | | | | | |
| | MOFFAT | | 10559 | SOUTHLAND ROYALTY COMPANY LLC | | | | | |
| 17 | <u>Facility Type</u> | <u>API</u> | <u>Facility ID</u> | <u>Location ID</u> | <u>Facility Name</u> | <u>QtrQtr</u> | <u>Sec</u> | <u>Twp</u> | <u>Rng</u> |
| | WELL | 081-06898 | 223531 | 313078 | LATIN 33-12 | NWSE | 12 | 9N | 91W |
| | <u>County</u> | <u>Min.Owner. Type</u> | <u>Current Operator Num</u> | <u>Current Operator Name</u> | | | | | |
| | MOFFAT | FEE | 10559 | SOUTHLAND ROYALTY COMPANY LLC | | | | | |
| 18 | <u>Facility Type</u> | <u>API</u> | <u>Facility ID</u> | <u>Location ID</u> | <u>Facility Name</u> | <u>QtrQtr</u> | <u>Sec</u> | <u>Twp</u> | <u>Rng</u> |

| | | | | | | | | | |
|----|----------------------|------------------|--------------------|-----------------------------|-------------------------------|---------------|------------|------------|------------|
| | LOCATION | - | 313081 | 313081 | PO-69N91W | SWNW | 12 | 9N | 91W |
| | <u>County</u> | <u>Min.Owner</u> | <u>Type</u> | <u>Current Operator Num</u> | <u>Current Operator Name</u> | | | | |
| | MOFFAT | | | 10559 | SOUTHLAND ROYALTY COMPANY LLC | | | | |
| 19 | <u>Facility Type</u> | <u>API</u> | <u>Facility ID</u> | <u>Location ID</u> | <u>Facility Name</u> | <u>QtrQtr</u> | <u>Sec</u> | <u>Twp</u> | <u>Rng</u> |
| | WELL | 081-06904 | 223537 | 313081 | PO 12-12 | SWNW | 12 | 9N | 91W |
| | <u>County</u> | <u>Min.Owner</u> | <u>Type</u> | <u>Current Operator Num</u> | <u>Current Operator Name</u> | | | | |
| | MOFFAT | FEE | | 10559 | SOUTHLAND ROYALTY COMPANY LLC | | | | |

Incidents Proposed for Transfer Summary

| 1 | <u>Document Numbers</u> | <u>Incident Type</u> | <u>Incident Date</u> | <u>Current Op #</u> | <u>Current Op. Name</u> |
|---|-------------------------|-----------------------------|----------------------|---------------------|-------------------------------|
| | 402670597 | OPEN REMEDIATION PROJECT | | 10559 | SOUTHLAND ROYALTY COMPANY LLC |
| 2 | <u>Document Numbers</u> | <u>Incident Type</u> | <u>Incident Date</u> | <u>Current Op #</u> | <u>Current Op. Name</u> |
| | 689803874 | UNRESOLVED FIELD INSPECTION | 03/24/2020 | 10559 | SOUTHLAND ROYALTY COMPANY LLC |
| 3 | <u>Document Numbers</u> | <u>Incident Type</u> | <u>Incident Date</u> | <u>Current Op #</u> | <u>Current Op. Name</u> |
| | 689804452 | UNRESOLVED FIELD INSPECTION | 07/21/2020 | 10559 | SOUTHLAND ROYALTY COMPANY LLC |
| 4 | <u>Document Numbers</u> | <u>Incident Type</u> | <u>Incident Date</u> | <u>Current Op #</u> | <u>Current Op. Name</u> |
| | 689805646 | UNRESOLVED FIELD INSPECTION | 04/09/2021 | 10559 | SOUTHLAND ROYALTY COMPANY LLC |
| 5 | <u>Document Numbers</u> | <u>Incident Type</u> | <u>Incident Date</u> | <u>Current Op #</u> | <u>Current Op. Name</u> |
| | 689805648 | UNRESOLVED FIELD INSPECTION | 04/09/2021 | 10559 | SOUTHLAND ROYALTY COMPANY LLC |
| 6 | <u>Document Numbers</u> | <u>Incident Type</u> | <u>Incident Date</u> | <u>Current Op #</u> | <u>Current Op. Name</u> |
| | 689805657 | UNRESOLVED FIELD INSPECTION | 04/09/2021 | 10559 | SOUTHLAND ROYALTY COMPANY LLC |
| 7 | <u>Document Numbers</u> | <u>Incident Type</u> | <u>Incident Date</u> | <u>Current Op #</u> | <u>Current Op. Name</u> |
| | 689805659 | UNRESOLVED FIELD INSPECTION | 04/09/2021 | 10559 | SOUTHLAND ROYALTY COMPANY LLC |

Related Wells & Facilities Not Proposed for Transfer Summary

< No row provided >

Related Incidents Not Proposed for Transfer Summary

< No row provided >

Attachment List

| Att Doc Num | Name |
|--------------------|---------------------------------|
| 402687086 | Form 09 SUBMITTED |
| 402687232 | EDD-I-WELLS-FACILITIES-PROPOSED |
| 402694263 | EDD-I-INCIDENTS-PROPOSED |
| 402718809 | FORM 9 INTENT ATTESTATION |

Total Attach: 4 Files

Condition of Approval

COA Type

Description

| 0 COA | |
|-------|--|

General Comments

| <u>User Group</u> | <u>Comment</u> | <u>Comment Date</u> |
|---------------------|--|---------------------|
| Financial Assurance | Both operators have resolved all issues. Form 9 approved. | 04/29/2022 |
| Financial Assurance | Connie and Tyler, I have reviewed the above captioned Form 9 Transfer and noted the following issue. The Subsequent Attestation is inadequate. The Intent Attestation was used. Please resubmit the Subsequent Attestation using the attached guidance. Also, please reference the Subsequent document number in your attestation. I am also working to approve this transfer in coordination with Wamsutter to Crowheart transfer in an effort to avoid the additional bonding on Wamsutter's behalf. Your prompt attention to the Subsequent Attestation will be greatly appreciated. | 04/22/2022 |
| Financial Assurance | I have reviewed your Form 9 Intent #402687086. In accordance with COGCC Rule 2018.e.(3), we do not approve a Form 9 Intent on its own; the Form 9 Intent can only be approved in coordination with corresponding Form 9 subsequent. COGCC Rule 218.d.(1) requires the buyer to submit a Form 9 Subsequent within 7 days of closing of the business transaction. According to the Intent, the transaction was expected to close on 06/01/2021. As of today, the Form 9 Subsequent is 286 days past due and this transfer is not in compliance with COGCC Rules. If the transfer was cancelled, please let me know and I will withdraw the Form 9 Intent. However, if it did occur as scheduled, please submit the Form 9 Subsequent as soon as possible to complete the transfer. | 03/14/2022 |
| Total: 3 comment(s) | | |