



August 1, 2017

Riverside Irrigation District
Riverside Reservoir and Land Company
Attention: Mr. Don Chapman
P.O. Box 455
Fort Morgan, CO 80701

RE: Colorado Oil and Gas Conservation Commission Rule Surface Location Exception Waiver
Rule 318.A.a and Rule 318.A.c
Anschutz Riverside 4-62-2_1 SE3 Well Pad (SHL: SESE, Sec. 3, T4N-R62W)
Weld County, Colorado

Bill Barrett Corporation ("BBC") is planning to drill the wells on Exhibit A from the above mentioned well pads. Rule 318A.a of the Colorado Oil and Gas Conservation Commission's rules and regulations requires that each well be drilled within a square four hundred (400) feet in length, the center of which is the center of any quarter/quarter section, or a square with sides eight hundred (800) feet in length, the center of which is the center of any quarter section (the "GWA Windows"). The surface locations of BBC's proposed wells have been staked outside of the 318A.a GWA Windows. Therefore a waiver is needed to satisfy this requirement.

In addition, Rule 318A.c requires that new well locations be "twinned" (located within 50 feet) of an existing well, when such wells exist.

By signing this Surface Location Exception, you hereby waive requirements to comply with COGCC Rule 318A.a and Rule 318.A.c where applicable. If you have any questions, please contact me by cell at 970-230-0924, by office at 970-353-0407 ext. 6008, or via email at jfandrich@billbarrettcorp.com.

BILL BARRETT CORPORATION

A handwritten signature in blue ink, appearing to read 'Jeff Fandrich', is written over a faint, larger version of the same signature.

Jeff Fandrich
Sr. Landman

Rule 318A.a and Rule 318A.c Surface Location Exception Waiver
Anschutz Riverside 4-62-2_1 SE3 Well Pad

I hereby waive the above requirements for all wells on the above described well pad surface locations effective the date executed below.

Riverside Irrigation District

By: Wade Castor
Name: Wade Castor
Title: President
Date: 9-28-17

Riverside Reservoir & Land Co.

By: Alan Meyer
Name: Alan Meyer
Title: President
Date: 9-28-17

Exhibit A

Anschutz Riverside 4-62-2 1 SE3 Well Pad	
Well Name	Surface Location
Anschutz Riverside 4-62-2-4841CN	SESE, Section 3, T4N-62W
Anschutz Riverside 4-62-2-4841CS	SESE, Section 3, T4N-62W
Anschutz Riverside 4-62-2-4956C	SESE, Section 3, T4N-62W
Anschutz Riverside 4-62-2-6457C	SESE, Section 3, T4N-62W
Anschutz Riverside 4-62-11-0108C	SESE, Section 3, T4N-62W
Anschutz Riverside 4-62-11-1609CN	SESE, Section 3, T4N-62W
Anschutz Riverside 4-62-11-1609CS	SESE, Section 3, T4N-62W

Note: Well names subject to change. Surface Owner consent based on well pad locations, as described, not specific well names.