

BEFORE THE OIL AND GAS CONSERVATION COMMISSION
OF THE STATE OF COLORADO

IN THE OF THE PROMULGATION AND) CAUSE NO.
ESTABLISHMENT OF FIELD RULES TO)
GOVERN OPERATIONS FOR THE) DOCKET NO.
NIOBRARA FORMATION, WATTENBERG)
FIELD, WELD COUNTY, COLORADO) TYPE: POOLING

APPLICATION

PDC Energy, Inc. (Operator No. 69175) (“PDC”), by and through its attorneys, Burns, Figa, & Will, P.C., respectfully submits this Application to the Oil and Gas Conservation Commission of the State of Colorado (the “Commission”) for an order pooling all interests within an approximate 720-acre Wellbore Spacing Unit, as further defined below, for the drilling of the Geib 26W-304 Well (API No. 05-123-44857) (“Well”), for the development of the Niobrara Formation on the following described lands:

Township 5 North, Range 65 West, 6th P.M.

Section 26: S $\frac{1}{2}$ N $\frac{1}{2}$, N $\frac{1}{2}$ S $\frac{1}{2}$

Section 27: S $\frac{1}{2}$ N $\frac{1}{2}$, N $\frac{1}{2}$ S $\frac{1}{2}$

Section 28: SE $\frac{1}{4}$ NE $\frac{1}{4}$, NE $\frac{1}{4}$ SE $\frac{1}{4}$

Weld County, Colorado, containing approximately 720.00 acres
 (“Application Lands”)

In support of its Application, PDC states and alleges as follows:

1. PDC is a corporation duly authorized to do business in Colorado and is registered as an operator in good standing with the Commission.
2. PDC is an Owner with the right to drill into and produce from the Application Lands.
3. Rule 318A, as amended on August 8, 2011 addresses the drilling of horizontal wells under Rule 318A.a.(4)D. Rule 318A was originally established on April 27, 1998 to allow for certain drilling locations to drill or twin an existing well, deepen a well, or recomplete a well. Rule 318A also provided for the commingling of any or all of the Cretaceous Age Formations from the Dakota Formation to the surface. Rule 318A was first amended on December 5, 2005 to allow for interior infill and boundary wells and spacing units.
4. On February 19, 1992, the Commission entered Order No. 407-87 (amended August 20, 1993) which, among other things, established 80-acre drilling and spacing units for the production of oil, gas, and associated hydrocarbons from the Codell-Niobrara Formations, the Codell Formation, and the Niobrara Formation underlying

certain lands, including the Application Lands, with the permitted well locations in accordance with the provisions of Order 407-1.

5. On June 30, 2011, the Commission entered Order Nos. 232-278 and 407-439, which, among other things, pooled all nonconsenting interests in an approximate 160-acre wellbore spacing unit for the $W\frac{1}{2}NW\frac{1}{4}$ of Section 25 and the $E\frac{1}{2}NE\frac{1}{4}$ of Section 26, Township 5 North, Range 65 West, 6th P.M., for the Geib 41-26 Well (API No. 05-123-32111), from the Codell, Niobrara, and J-Sand Formations. Order Nos. 232-278 and 407-439 are not affected by this Application, and proceeds from any shared lands will be accounted for in the production of the Well.

6. On August 12, 2011, the Commission entered Order No. 407-457, which, among other things, established an approximate 400-acre wellbore spacing unit for the $N\frac{1}{2}S\frac{1}{2}$, $S\frac{1}{2}N\frac{1}{2}$ of Section 28 and the $NE\frac{1}{4}SE\frac{1}{4}$, $SE\frac{1}{4}NE\frac{1}{4}$ of Section 29, Township 5 North, Range 65 West, for the Ikenouye F28-65HN Well (API No. 05-123-34241), from the Niobrara Formation. Order No. 407-457 is not affected by this Application, and proceeds from any shared lands will be accounted for in the production of the Well.

7. On July 11, 2012, the Commission entered Order No. 407-674, which, among other things, pooled all nonconsenting interests in an approximate 400-acre wellbore spacing unit for the $N\frac{1}{2}S\frac{1}{2}$, $S\frac{1}{2}N\frac{1}{2}$ of Section 28 and the $NE\frac{1}{4}SE\frac{1}{4}$, $SE\frac{1}{4}NE\frac{1}{4}$ of Section 29, Township 5 North, Range 65 West, for the Ikenouye F28-65HN Well (API No. 05-123-34241), from the Niobrara Formation. Order No. 407-674 is not affected by this Application, and proceeds from any shared lands will be accounted for in the production of the Well.

8. On April 11, 2014, the Commission entered Order No. 407-973, which, among other things, pooled all nonconsenting interests in an approximate 160-acre wellbore spacing unit for the $NW\frac{1}{4}$ of Section 27, Township 5 North, Range 65 West, 6th P.M., for the Boulter 2-2-27 Well (API No. 05-123-33517), from the Codell-Niobrara Formation. Order No. 407-973 is not affected by this Application, and proceeds from any shared lands will be accounted for in the production of the Well.

9. On January 4, 2018, the Commission entered Order No. 407-2259, which, among other things, pooled all nonconsenting interests in an approximate 640-acre wellbore spacing unit for the $S\frac{1}{2}N\frac{1}{2}$, $N\frac{1}{2}S\frac{1}{2}$ of Section 25 and the $NE\frac{1}{2}SW\frac{1}{4}$, $SE\frac{1}{4}NW\frac{1}{4}$, $N\frac{1}{2}SE\frac{1}{4}$, $S\frac{1}{2}NE\frac{1}{4}$ of Section 26, of Township 5 North, Range 65 West, 6th P.M., and the $SW\frac{1}{4}NW\frac{1}{4}$, $NW\frac{1}{4}SW\frac{1}{4}$ of Section 30, Township 5 North, Range 64 West, 6th P.M., for the Bunting 26O-102 Well (API No. 05-123-44083), from the Niobrara Formation. Order No. 407-2259 is not affected by this Application, and proceeds from any shared lands will be accounted for in the production of the Well.

10. Also on January 4, 2018, the Commission entered Order No. 407-2260, which, among other things, pooled all nonconsenting interests in an approximate 640-acre wellbore spacing unit for the $S\frac{1}{2}N\frac{1}{2}$, $N\frac{1}{2}S\frac{1}{2}$ of Section 25 and the $NE\frac{1}{2}SW\frac{1}{4}$, $SE\frac{1}{4}NW\frac{1}{4}$, $N\frac{1}{2}SE\frac{1}{4}$, $S\frac{1}{2}NE\frac{1}{4}$ of Section 26, of Township 5 North, Range 65 West, 6th P.M., and the $SW\frac{1}{4}NW\frac{1}{4}$, $NW\frac{1}{4}SW\frac{1}{4}$ of Section 30, Township 5 North, Range 64 West,

6th P.M., for the Bunting 26O-212 Well (API No. 05-123-45701), from the Niobrara Formation. Order No. 407-2260 is not affected by this Application, and proceeds from any shared lands will be accounted for in the production of the Well.

11. Also on January 4, 2018, the Commission entered Order No. 407-2261, which, among other things, pooled all nonconsenting interests in an approximate 640-acre wellbore spacing unit for the S $\frac{1}{2}$ N $\frac{1}{2}$, N $\frac{1}{2}$ S $\frac{1}{2}$ of Section 25 and the NE $\frac{1}{2}$ SW $\frac{1}{4}$, SE $\frac{1}{4}$ NW $\frac{1}{4}$, N $\frac{1}{2}$ SE $\frac{1}{4}$, S $\frac{1}{2}$ NE $\frac{1}{4}$ of Section 26, of Township 5 North, Range 65 West, 6th P.M., and the SW $\frac{1}{4}$ NW $\frac{1}{4}$, NW $\frac{1}{4}$ SW $\frac{1}{4}$ of Section 30, Township 5 North, Range 64 West, 6th P.M., for the Bunting 26O-332 Well (API No. 05-123-44091), from the Niobrara Formation. Order No. 407-2261 is not affected by this Application, and proceeds from any shared lands will be accounted for in the production of the Well.

12. On January 5, 2018, the Commission entered Order No. 407-2262, which, among other things, pooled all nonconsenting interests in an approximate 320-acre wellbore spacing unit for the N $\frac{1}{2}$ S $\frac{1}{2}$ of Section 25 and the NE $\frac{1}{4}$ SW $\frac{1}{4}$, N $\frac{1}{2}$ SE $\frac{1}{4}$ of Section 26, Township 5 North, Range 65 West, 6th P.M., and the NW $\frac{1}{4}$ SW $\frac{1}{4}$ of Section 30, Township 5 North, Range 64 West, 6th P.M., for the Bunting 26O-232 Well (API No. 05-123-44084), from the Niobrara Formation. Order No. 407-2262 is not affected by this Application, and proceeds from any shared lands will be accounted for in the production of the Well.

13. Also on January 5, 2018, the Commission entered Order No. 407-2263, which, among other things, pooled all nonconsenting interests in an approximate 640-acre wellbore spacing unit for the S $\frac{1}{2}$ of Section 25 and the SE $\frac{1}{4}$, E $\frac{1}{2}$ SW $\frac{1}{4}$ of Section 26, Township 5 North, Range 65 West, 6th P.M., and the W $\frac{1}{2}$ SW $\frac{1}{4}$ of Section 30, Township 5 North, Range 64 West, 6th P.M., for the Bunting 26P-212 Well (API No. 05-123-44092), from the Niobrara Formation. Order No. 407-2263 is not affected by this Application, and proceeds from any shared lands will be accounted for in the production of the Well.

14. Also on January 5, 2018, the Commission entered Order No. 407-2264, which, among other things, pooled all nonconsenting interests in an approximate 640-acre wellbore spacing unit for the S $\frac{1}{2}$ of Section 25 and the SE $\frac{1}{4}$, E $\frac{1}{2}$ SW $\frac{1}{4}$ of Section 26, Township 5 North, Range 65 West, 6th P.M., and the W $\frac{1}{2}$ SW $\frac{1}{4}$ of Section 30, Township 5 North, Range 64 West, 6th P.M., for the Bunting 26P-232 Well (API No. 05-123-44089), from the Niobrara Formation. Order No. 407-2264 is not affected by this Application, and proceeds from any shared lands will be accounted for in the production of the Well.

15. Also on January 5, 2018, the Commission entered Order No. 407-2269, which, among other things, pooled all nonconsenting interests in an approximate 640-acre wellbore spacing unit for the S $\frac{1}{2}$ of Section 25 and the SE $\frac{1}{4}$, E $\frac{1}{2}$ SW $\frac{1}{4}$ of Section 26, Township 5 North, Range 65 West, 6th P.M., and the W $\frac{1}{2}$ SW $\frac{1}{4}$ of Section 30, Township 5 North, Range 64 West, 6th P.M., for the Bunting 26P-302 Well (API No. 05-123-44086), from the Niobrara Formation. Order No. 407-2269 is not affected by this Application, and proceeds from any shared lands will be accounted for in the production of the Well.

16. Also on January 5, 2018, the Commission entered Order No. 407-2270, which, among other things, pooled all nonconsenting interests in an approximate 640-acre wellbore spacing unit for the S $\frac{1}{2}$ of Section 25 and the SE $\frac{1}{4}$, E $\frac{1}{2}$ SW $\frac{1}{4}$ of Section 26, Township 5 North, Range 65 West, 6th P.M., and the W $\frac{1}{2}$ SW $\frac{1}{4}$ of Section 30, Township 5 North, Range 64 West, 6th P.M., for the Bunting 26P-312 Well (API No. 05-123-44088), from the Niobrara Formation. Order No. 407-2270 is not affected by this Application, and proceeds from any shared lands will be accounted for in the production of the Well.

17. The COGCC has not published any additional orders affecting the Application Lands as of the date of this Application.

18. PDC designated this 720-acre Wellbore Spacing Unit for the production of oil, gas, and associated hydrocarbons from the Niobrara Formation as provided by Rule 318A and notified the appropriate parties under Rule 318A.

19. Under the provisions of Rule 530 and C.R.S. § 34-60-116(6)–(7), PDC requests an order pooling all interests, including nonconsenting interests and the ability to drill through all tracts, in the Application Lands for the development of the Niobrara Formation underlying the following approximate 720-acre Wellbore Spacing Unit:

Township 5 North, Range 65 West, 6th P.M.

Section 26: S $\frac{1}{2}$ N $\frac{1}{2}$, N $\frac{1}{2}$ S $\frac{1}{2}$

Section 27: S $\frac{1}{2}$ N $\frac{1}{2}$, N $\frac{1}{2}$ S $\frac{1}{2}$

Section 28: SE $\frac{1}{4}$ NE $\frac{1}{4}$, NE $\frac{1}{4}$ SE $\frac{1}{4}$

Weld County, Colorado (“Wellbore Spacing Unit” in this Application)

20. PDC requests that the Commission’s pooling order be made effective as of the earlier date of this Application, or the date that the costs specified in C.R.S. § 34-60-116(7)(b)(II) are first incurred for the drilling of the Geib 26W-304 Well to the Niobrara Formation on the Application Lands.

21. The granting of this Application is in accord with the Oil and Gas Conservation Act, C.R.S. § 34-60-101 et seq., and the Commission Rules.

22. PDC requests that the relief granted under this Application be effective upon oral order of the Commission, and PDC hereby agrees to be bound by such oral order.

23. PDC certifies that copies of this Application will be served on all owners of the mineral estate, as indicated and required by Rule 507.b(2), underlying the tracts of the Application Lands to be pooled within seven (7) days of the date hereof, and that at least thirty-five (35) days prior to the hearing on this matter, each such interest owner not already leased or voluntarily pooled will be offered the opportunity to lease, or to participate in the drilling of the Well, and will be provided with the information required by Rule 530. The list of such Interested Parties, with all known parties to be pooled, is attached as Exhibit A.

24. In order to prevent waste and to protect correlative rights, all interests and tracts in the Wellbore Spacing Unit should be pooled for the orderly drilling and development of the Niobrara Formation.

WHEREFORE, PDC respectfully requests that this matter be set for hearing at the next available opportunity, that notice be given as required by law, and that the Commission enter an Order:

- A. Pooling all interests in the Application Lands and the Wellbore Spacing Unit for the development of the Niobrara Formation;
- B. Providing that the Commission's pooling order is made effective as of the earlier date of the Application, or the date that the costs specified in C.R.S. § 34-60-116(7)(b)(II) are first incurred for the drilling of the Geib 26W-304 Well in the Wellbore Spacing Unit to the Niobrara Formation on the Application Lands;
- C. Providing that the interests of any owners with whom PDC has been unable to secure a lease, other agreement to participate in the drilling of the authorized well(s), or those who consented to be pooled are pooled by operation of statute, pursuant to C.R.S. § 34-60-116(7), and made subject to the cost recovery provisions thereof with respect to the Geib 26W-304 Well drilled to develop the Niobrara Formation in the Wellbore Spacing Unit comprised of the Application Lands; and
- D. Providing for such other findings and order as the Commission may deem proper or advisable in this matter.

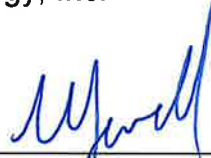
[SIGNATURE PAGE FOLLOWS]

DATED this 1st day of March, 2018.

Respectfully submitted,

PDC Energy, Inc.

By:



Michael T. Jewell, Esq. #40902
Courtney M. Shephard, Esq. #47668

Burns, Figa & Will, P.C.
6400 S. Fiddler's Green Circle – Suite 1000
Greenwood Village, CO 80111

PDC Energy, Inc.
Mr. Joshua B. Wagner, CPL
1775 Sherman Street - Suite 3000
Denver, CO 80203

VERIFICATION

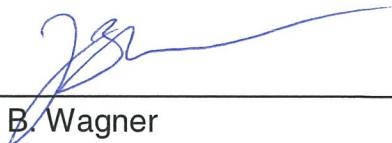
STATE OF COLORADO)
)
COUNTY OF DENVER) ss.

The undersigned, of lawful age, having been first sworn upon his oath, deposes and states that:

1. He is a Land Supervisor – Wattenberg for PDC Energy, Inc., which address is 1775 Sherman Street, Suite 3000, Denver, CO 80203.

2. He has read the attached application for the Geib 26W-304 well, is familiar with the facts set forth therein, and states that said facts are true and correct to the best of his knowledge and belief.

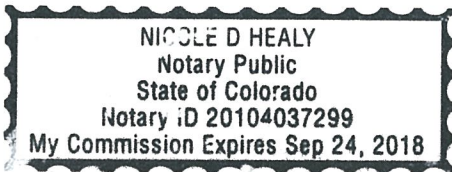
Further Affiant sayeth not.



Joshua B. Wagner

Subscribed and sworn to before me this 1st day of March, 2018.

Witness my hand and official seal.
My commission expires: 9.24.18






EXHIBIT A

Interested Parties

Geib 26W-304 Well

“*” denotes the interested parties that may be subject to the statutory cost recovery provisions of C.R.S. § 34-60-116.

PDC Energy, Inc.
ABA Revocable Trust*
AJC Holdings, LLC*
Allen C. Stout*
Ameritas Life Insurance Corporation*
Anadarko E&P Onshore LLC*
Andrew Kennedy Leaming*
Atomic Capital Minerals LLC*
Barbara L. Karbs*
Bill L. Dumler*
Black Knife Minerals, LLC*
BlackRock Energy, LLC*
Brian J. Light*
Chiderbri Minerals LP*
Cindy S. Howerter*
Clarence D. Ehrlich*
Daniel K. Gibbs and Janet J. Gibbs, as joint tenants*
Daryl E. Neukirch*

Donald A. Roth*
Dorothea Sharon Sweet, as Trustee of the Heidbrink Family Trust*
Duwain D. Kaveny*
Duwain D. Kaveny, Trustee of the Brian L. Kaveny Trust*
Duwain D. Kaveny, Trustee of the Roger A. Kaveny Trust*
EG, LLC*
Eileen Dumler*
Elk Exploration, Inc.*
Energy Projects Ltd.*
Francis E. McCaskey and Lydia L. McCaskey, as joint tenants*
George Everett Bunting and Sandra Camille Bunting, as joint tenants*
Glen A. Ford*
Harry Lee Alles*
Henry L. Giesick*
Incline Niobrara Partners LP*
J. Larry Ehrlich*
James E. Vetting*
James Lee Sitzman, Jr.*
Jay L. Sitzman*
Joan M. O'Rourke*
John Frederick Schmidt*
John G. Brant*
John Jay O'Rourke*

John Lee Alles and Lorraine P. Alles, as joint tenants*
Jonathan Ehrlich*
Joseph F. Zufall and LaVeta A. Zufall, as joint tenants*
Joye E. Schneider*
Leo J. Sitzman*
Linda Dianne Weingardt, f/k/a Linda Dianne Ottinger*
Loretta May Ford*
Lydia Dietrich Trust*
Matiko Development Project No. 1*
Matthew L. Geib and Lisa R. Geib, as joint tenants*
Michael J. Boulter and Daisy I. Boulter, as joint tenants*
Michael J. Roth*
Michael L. Shortridge*
Michele I. Vetting*
Miresco, Inc.*
Muriel L. Lundy, Trustee*
Nancy Stroh*
Noble Energy, Inc.*
Paul L. McCullis*
Principle Energy, L.L.C.*
Quirk Minerals LP*
Richard L. Roth*
Robert A. Roth*

Robert M. Davenport III and Tracy N. Davenport, as joint tenants*
Rockies Minerals Acquisitions, LLC*
Roger C. Keaton, II*
Reuben Ehrlich*
Russell Ehrlich*
Russell T. Rudy Energy, LLC*
S. Greg Keaton*
Sandy Kenney*
Sharon L. Bunting Living Trust, dated November 17, 2016*
Springbok Energy Partners, LLC*
Stelaron, Inc.*
Synergy Resources Corporation*
Texas Conference Association of Seventh-Day Adventists*
The Londell A. Bunting Family Trust*
Tracy James Wells*
Trena Sue Franasiak*
Wanda K. Sitzman*
William J. Franklin*

EXHIBIT B

Plat

Geib 26W-304 Well

[ATTACHED]

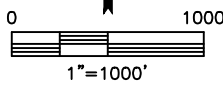
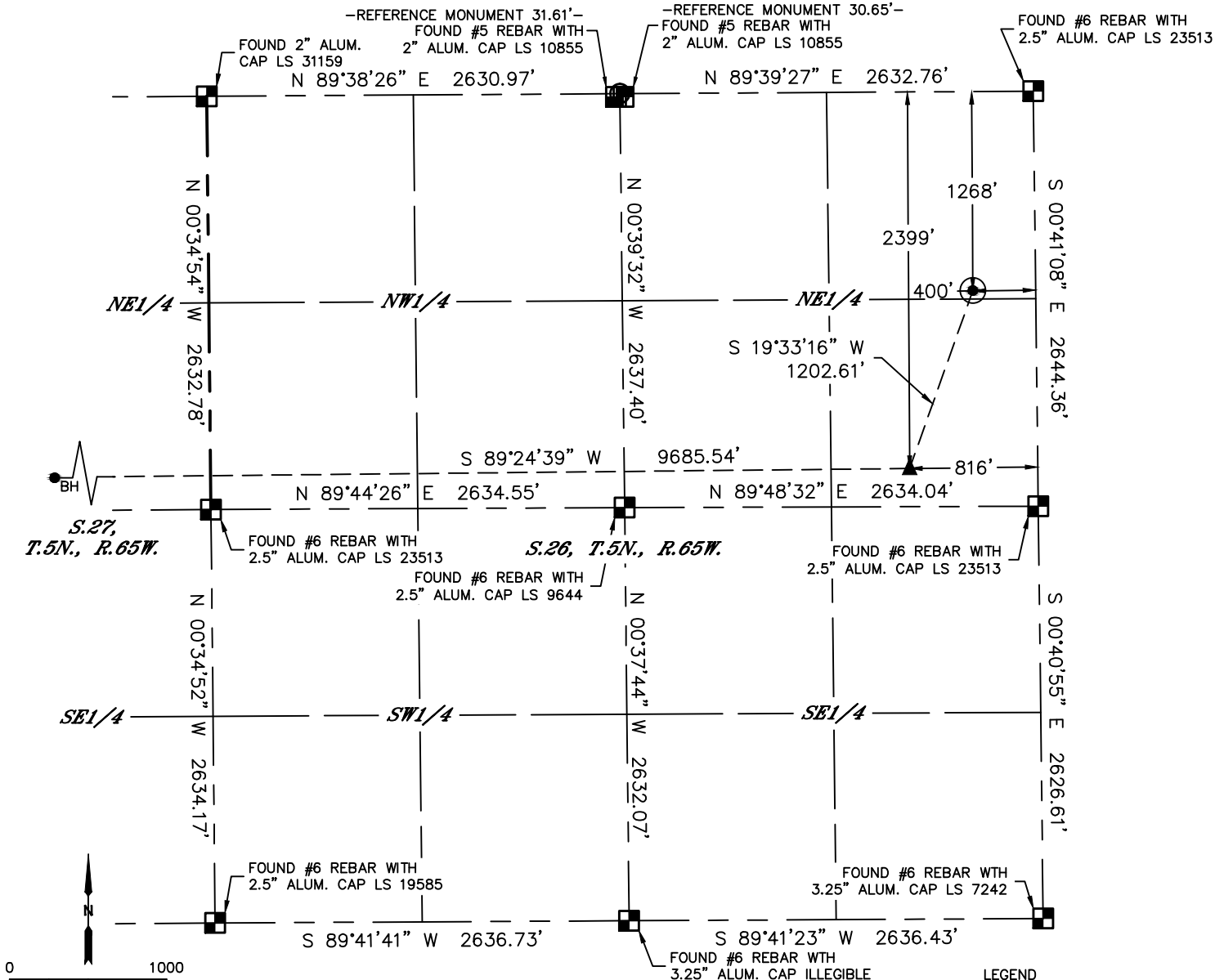


Lat40°, Inc. 6250 W. 10th Street, Unit 2, Greeley, CO 970-515-5294

WELL LOCATION CERTIFICATE

GEIB 26W-304

SECTION: 26
TOWNSHIP: 5N
RANGE: 65W
6TH. P.M.
WELD COUNTY, CO



- LEGEND**
- = ALIQUOT MONUMENT AS DESCRIBED
 - = CALCULATED POSITION
 - = SURFACE HOLE LOCATION (SHL)
 - ▲ = ENTRY POINT LOCATION (EP)
 - = BOTTOM HOLE LOCATION (BHL)
 - ⊕ = EXISTING WELL
 - ⊖ = ABANDONED WELL

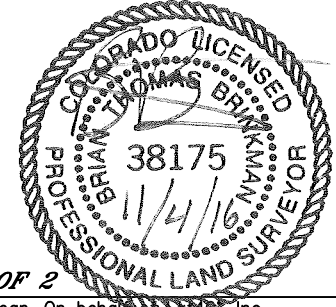
CLIENT: PDC ENERGY INC.				LANDMAN: JEFF HINDMARSH					
INSTRUMENT OPERATOR: BRIAN ROTTINGHAUS				SURVEY DATE: 9/20/2016		SURFACE USE: PASTURE			
SHL FOOTAGE		SHL LAT °	SHL LONG °	SHL PDOP	SHL ELEV (FT.)	SHL 1/4/1/4	SHL S-T-R		
1268	FNL	400	FEL	40.37397	-104.62245	2.2	4641	NENE	26-5-65

BHL FOOTAGE		BHL LAT °	BHL LONG °	BHL S-T-R	EP LAT °	EP LONG °	EP S-T-R		
2432	FNL	50	FWL	40.37086	-104.65868	27-5-65	40.37087	-104.62393	26-5-65

NOTE:

- Bearings shown are Grid Bearings of the Colorado State Plane Coordinate System, North Zone, North American Datum 1983. The lineal dimensions as contained herein are based upon the "U.S. Survey Foot."
- Distances to section lines measured at 90 degrees from said section lines.
- Ground elevations are based on an observed GPS elevation (NAVD 1988 DATUM).
- Latitude and Longitude shown are (NAD 83 DATUM).
- IMPROVEMENTS: See LOCATION DRAWING for all visible improvements within 500' of oil and gas location.
- This map does not represent a boundary survey.

NEAREST CULTURAL ITEMS	
BUILDING	±805' S
BUILDING UNIT	±848' S
HIGH OCCUPANCY BUILDING UNIT	5280'+
DESIGNATED OUTSIDE ACTIVITY AREA	5280'+
PUBLIC ROAD (COUNTY ROAD 47)	±387' E
ABOVE GROUND UTILITY	±725' SE
RAILROAD	±665' SE
PROPERTY LINE	±400' E



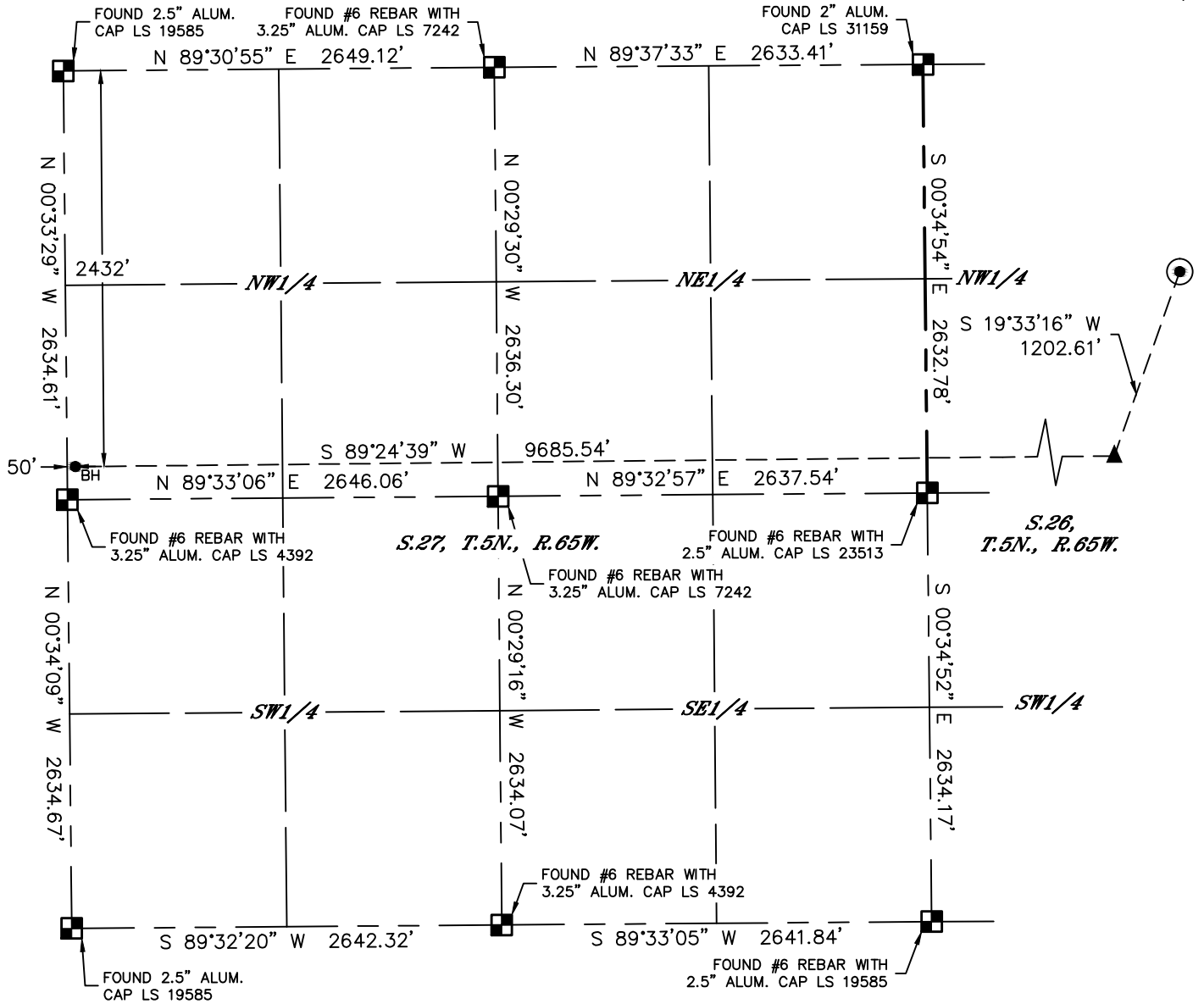
SHEET 1 OF 2
 Brian T. Brinkman—On behalf of Lat40°, Inc.
 Colorado Licensed Professional Land Surveyor No. 38175
 DATE: 11/4/2016
 PROJECT#: 2016083



WELL LOCATION CERTIFICATE

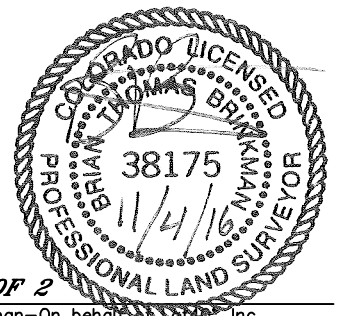
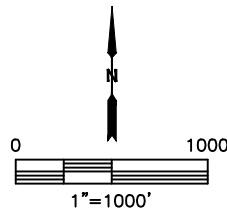
GEIB 26W-304

SECTION: 26
TOWNSHIP: 5N
RANGE: 65W
6TH. P.M.
WELD COUNTY, CO



LEGEND

- = ALIQUOT MONUMENT AS DESCRIBED
- = CALCULATED POSITION
- = SURFACE HOLE LOCATION (SHL)
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- = BOTTOM HOLE LOCATION (BHL)
- = EXISTING WELL
- = ABANDONED WELL



SHEET 2 OF 2

Brian T. Brinkman—On behalf of Lat40°, Inc.
 Colorado Licensed Professional Land Surveyor No. 38175
 DATE: 11/4/2016
 PROJECT#: 2016083

BEFORE THE OIL AND GAS CONSERVATION COMMISSION
OF THE STATE OF COLORADO

IN THE OF THE PROMULGATION AND) CAUSE NO.
ESTABLISHMENT OF FIELD RULES TO)
GOVERN OPERATIONS FOR THE) DOCKET NO. 180400331
NIOBRARA FORMATION, WATTENBERG)
FIELD, WELD COUNTY, COLORADO) TYPE: POOLING

CERTIFICATE OF SERVICE

Courtney M. Shephard, of lawful age, and being first duly sworn upon her oath, states and declares:

That she is the attorney for PDC Energy, Inc., and that on March 7, 2018, she caused a copy of the Application submitted to COGCC on March 1, 2018, to be deposited in the United States Mail, postage prepaid, addressed to the interested parties with known addresses listed on Exhibit A to the Application.

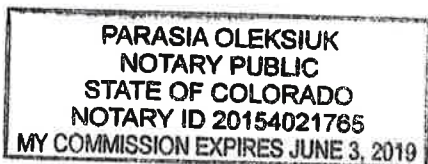
By: Courtney M. Shephard
Courtney M. Shephard, Esq.
License #47668

Burns, Figa & Will, P.C.
6400 S. Fiddler's Green Circle – Suite 1000
Greenwood Village, CO 80111

STATE OF COLORADO)
) SS.
COUNTY OF ARAPAHOE)

Subscribed and sworn to before me this 12th day of March, 2018.

My commission expires: June 3, 2019.



Parasia Oleksiuk