

API No. <u>42-003-47354</u> Drilling Permit # <u>814655</u> SWR Exception Case/Docket No. _____		RAILROAD COMMISSION OF TEXAS OIL & GAS DIVISION APPLICATION FOR PERMIT TO DRILL, RECOMPLETE, OR RE-ENTER <i>This facsimile W-1 was generated electronically from data submitted to the RRC.</i> <i>A certification of the automated data is available in the RRC's Austin office.</i>				FORM W-1 07/2004 Permit Status: Approved	
1. RRC Operator No. 665748		2. Operator's Name (as shown on form P-5, Organization Report) PIONEER NATURAL RES. USA, INC.		3. Operator Address (include street, city, state, zip): ATTN CINDY WHIDDON P O BOX 3178 MIDLAND, TX 79702-0000			
4. Lease Name UNIVERSITY 7-43		5. Well No. 46H					
GENERAL INFORMATION							
6. Purpose of filing (mark ALL appropriate boxes): <input checked="" type="checkbox"/> New Drill <input type="checkbox"/> Recompletion <input type="checkbox"/> Reclass <input type="checkbox"/> Field Transfer <input type="checkbox"/> Re-Enter <input type="checkbox"/> Amended <input type="checkbox"/> Amended as Drilled (BHL) (Also File Form W-1D)							
7. Wellbore Profile (mark ALL appropriate boxes): <input type="checkbox"/> Vertical <input checked="" type="checkbox"/> Horizontal (Also File Form W-1H) <input type="checkbox"/> Directional (Also File Form W-1D) <input type="checkbox"/> Sidetrack							
8. Total Depth 11600		9. Do you have the right to develop the minerals under any right-of-way ? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		10. Is this well subject to Statewide Rule 36 (hydrogen sulfide area)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
SURFACE LOCATION AND ACREAGE INFORMATION							
11. RRC District No. 08		12. County ANDREWS		13. Surface Location <input checked="" type="checkbox"/> Land <input type="checkbox"/> Bay/Estuary <input type="checkbox"/> Inland Waterway <input type="checkbox"/> Offshore			
14. This well is to be located <u>17.1</u> miles in a <u>E</u> direction from <u>ANDREWS</u> which is the nearest town in the county of the well site.							
15. Section 37	16. Block 7	17. Survey UNIVERSITY LAND		18. Abstract No. A-	19. Distance to nearest lease line: 100 ft.	20. Number of contiguous acres in lease, pooled unit, or unitized tract: 6615.7	
21. Lease Perpendiculars: <u>5524</u> ft from the <u>SOUTH</u> line and <u>6613</u> ft from the <u>WEST</u> line. 22. Survey Perpendiculars: <u>210</u> ft from the <u>SOUTH</u> line and <u>1260</u> ft from the <u>WEST</u> line.							
23. Is this a pooled unit? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		24. Unitization Docket No:		25. Are you applying for Substandard Acreage Field? <input type="checkbox"/> Yes (attach Form W-1A) <input checked="" type="checkbox"/> No			
FIELD INFORMATION List all fields of anticipated completion including Wildcat. List one zone per line.							
26. RRC District No.	27. Field No.	28. Field Name (exactly as shown in RRC records)		29. Well Type	30. Completion Depth	31. Distance to Nearest Well in this Reservoir	
08	85280300	SPRABERRY (TREND AREA)		Oil or Gas Well	11600	800.00	
BOTTOMHOLE LOCATION INFORMATION is required for DIRECTIONAL, HORIZONTAL, AND AMENDED AS DRILLED PERMIT APPLICATIONS (see W-1H attachment)							
Remarks See W1 Comments attached				Certificate: I certify that information stated in this application is true and complete, to the best of my knowledge. <div style="display: flex; justify-content: space-between;"> <div> CASI RENFRO, Regulatory Specialist II Name of filer </div> <div> Mar 28, 2016 Date submitted </div> </div> <div style="display: flex; justify-content: space-between; margin-top: 10px;"> <div> <u>(972)4449001</u> Phone </div> <div> <u>casi.renfro@pxd.com</u> E-mail Address (OPTIONAL) </div> </div>			
RRC Use Only							
Data Validation Time Stamp: Apr 1, 2016 9:02 AM(Current Version)							

Permit Status:	Approved
<i>The RRC has not approved this application. Duplication or distribution of information is at the user's own risk.</i>	

**RAILROAD COMMISSION OF TEXAS
OIL & GAS DIVISION**

Form W-1H 07/2004
Supplemental Horizontal Well Information

APPLICATION FOR PERMIT TO DRILL, RECOMPLETE, OR RE-ENTER

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Permit #	814655
Approved Date:	Mar 31, 2016

1. RRC Operator No. 665748	2. Operator's Name (exactly as shown on form P-5, Organization Report) PIONEER NATURAL RES. USA, INC.	3. Lease Name UNIVERSITY 7-43	4. Well No. 46H
Lateral Drainhole Location Information			
5. Field as shown on Form W-1 SPRABERRY (TREND AREA) (Field # 85280300, RRC District 08)			
6. Section 34	7. Block 7	8. Survey UNIVERSITY LAND	9. Abstract
		10. County of BHL ANDREWS	
11. Terminus Lease Line Perpendiculars 100 ft. from the NORTH line. and 6541 ft. from the WEST line			
12. Terminus Survey Line Perpendiculars 100 ft. from the NORTH line. and 1260 ft. from the WEST line			
13. Penetration Point Lease Line Perpendiculars 5524 ft. from the SOUTH line. and 6613 ft. from the WEST line			

Permit Status: **Approved**

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APPLICATION FOR PERMIT TO DRILL, RECOMPLETE, OR RE-ENTER

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W-1 Comments

Permit # **814655**

Approved Date: **Mar 31, 2016**

[RRC STAFF Mar 30, 2016 10:39 AM]: There have been problems identified with this permit (see problem letter attachment). Notification sent.; [RRC STAFF Mar 30, 2016 3:19 PM]: Problems identified with this permit are resolved.; [RRC STAFF Mar 30, 2016 3:19 PM]: Revised P16 attached.; [RRC STAFF Mar 30, 2016 3:21 PM]: There have been problems identified with this permit (see problem letter attachment). Notification sent.; [RRC STAFF Mar 30, 2016 3:21 PM]: There have been problems identified with this permit (see problem letter attachment). Notification sent.; [RRC STAFF Mar 31, 2016 1:51 PM]: Problems identified with this permit are resolved.; [RRC STAFF Mar 31, 2016 1:51 PM]: As per Casi Renfro: THE UNIVERSITY 7-43 #9H WAS P&A'D ON 1/18/14, W-3 SUBMITTED TO THE RRC ON 11/23/15. UNIVERSITY 7-38 ACREAGE INCLUDED IN UNIVERSITY 7-43 LEASE CONSOLIDATION THAT WAS APPORVED BY THE RRC ON 1/5/2016. UNIVERSIYU 7-38 29H-31H NAMES WILL BE CHANGED TO UNIVERSITY 7-43 33H-35H UPON COMPLETION FILINGS. UNIVERSITY 7-43 27H-29H (42-003-47293, 42-003-47294, 42-003-47295) WERE INCLUDED IN THIS CONSOLIDATION, BUT WERE ALEADY DRILLING. THEIR NAMES WILL BE CHANGED TO UNIVERSITY 7-43 42H-44H UPON COMPLETION FILINGS. UNIVERSITY 7-43 31H, RRC SYSTEM HAS ONCORRECT WELL #, WORKING ON GETTING THIS UPDATED; [RRC STAFF Mar 31, 2016 1:53 PM]: There have been problems identified with this permit (see problem letter attachment). Notification sent.; [RRC STAFF Mar 31, 2016 3:13 PM]: Problems identified with this permit are resolved.; [RRC STAFF Mar 31, 2016 3:14 PM]: Revised Page 3 attached. The old well numbers are still on the P16 with comments in the right column stating the well number that these will be changed to upon completion.

RAILROAD COMMISSION OF TEXAS
OIL & GAS DIVISION

PERMIT TO DRILL, DEEPEN, PLUG BACK, OR RE-ENTER ON A REGULAR OR ADMINISTRATIVE EXCEPTION LOCATION

PERMIT NUMBER <div align="center">814655</div>	DATE PERMIT ISSUED OR AMENDED <div align="center">Mar 31, 2016</div>	DISTRICT <div align="center">* 08</div>																
API NUMBER <div align="center">42-003-47354</div>	FORM W-1 RECEIVED <div align="center">Mar 28, 2016</div>	COUNTY <div align="center">ANDREWS</div>																
TYPE OF OPERATION <div align="center">NEW DRILL</div>	WELLBORE PROFILE(S) <div align="center">Horizontal</div>	ACRES <div align="center">6615.7</div>																
OPERATOR <div align="center"> PIONEER NATURAL RES. USA, INC. ATTN CINDY WHIDDON P O BOX 3178 MIDLAND, TX 79702-0000 </div>		NOTICE This permit and any allowable assigned may be revoked if payment for fee(s) submitted to the Commission is not honored. District Office Telephone No: <div align="center">(432) 684-5581</div>																
LEASE NAME <div align="center">UNIVERSITY 7-43</div>		WELL NUMBER <div align="center">46H</div>																
LOCATION <div align="center">17.1 miles E direction from ANDREWS</div>		TOTAL DEPTH <div align="center">11600</div>																
Section, Block and/or Survey SECTION ⚡ 37 BLOCK ⚡ 7 ABSTRACT ⚡ SURVEY ⚡ UNIVERSITY LAND																		
DISTANCE TO SURVEY LINES <div align="center">210 ft. SOUTH 1260 ft. WEST</div>		DISTANCE TO NEAREST LEASE LINE <div align="center">100 ft.</div>																
DISTANCE TO LEASE LINES <div align="center">5524 ft. SOUTH 6613 ft. WEST</div>		DISTANCE TO NEAREST WELL ON LEASE <div align="center">See FIELD(s) Below</div>																
FIELD(s) and LIMITATIONS: <div align="center">* SEE FIELD DISTRICT FOR REPORTING PURPOSES *</div>																		
<table style="width:100%; border-collapse: collapse;"> <thead> <tr> <th style="width:60%;">FIELD NAME LEASE NAME</th> <th style="width:10%;">ACRES NEAREST LEASE</th> <th style="width:10%;">DEPTH</th> <th style="width:10%;">WELL # NEAREST WE</th> <th style="width:10%;">DIST</th> </tr> </thead> <tbody> <tr> <td>SPRABERRY (TREND AREA)</td> <td align="center">6615.70</td> <td align="center">11,600</td> <td align="center">46H</td> <td align="center">08</td> </tr> <tr> <td>UNIVERSITY 7-43</td> <td align="center">100</td> <td></td> <td align="center">800</td> <td></td> </tr> </tbody> </table>				FIELD NAME LEASE NAME	ACRES NEAREST LEASE	DEPTH	WELL # NEAREST WE	DIST	SPRABERRY (TREND AREA)	6615.70	11,600	46H	08	UNIVERSITY 7-43	100		800	
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UNIVERSITY 7-43	100		800															
<hr/> WELLBORE PROFILE(s) FOR FIELD: Horizontal																		
RESTRICTIONS: Lateral: TH1 Penetration Point Location Lease Lines: 5524.0 F SOUTH L 6613.0 F WEST L Terminus Location BH County: ANDREWS Section: 34 Block: 7 Abstract: Survey: UNIVERSITY LAND Lease Lines: 100.0 F NORTH L 6541.0 F WEST L Survey Lines: 100.0 F NORTH L 1260.0 F WEST L																		
<div align="center">THE FOLLOWING RESTRICTIONS APPLY TO ALL FIELDS</div> <p>This well shall be completed and produced in compliance with applicable special field or statewide spacing and density rules. If this well is to be used for brine mining, underground storage of liquid hydrocarbons in salt formations, or underground storage of gas in salt formations, a permit for that specific purpose must be obtained from Environmental Services prior to construction, including drilling, of the well in accordance with Statewide Rules 81, 95, and 97.</p>																		

RAILROAD COMMISSION OF TEXAS
OIL & GAS DIVISION

PERMIT TO DRILL, DEEPEN, PLUG BACK, OR RE-ENTER ON A REGULAR OR ADMINISTRATIVE EXCEPTION LOCATION

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LEASE NAME <div style="text-align: center;">UNIVERSITY 7-43</div>		WELL NUMBER <div style="text-align: center;">46H</div>										
LOCATION <div style="text-align: center;">17.1 miles E direction from ANDREWS</div>		TOTAL DEPTH <div style="text-align: center;">11600</div>										
Section, Block and/or Survey SECTION 37 BLOCK 7 ABSTRACT SURVEY UNIVERSITY LAND												
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FIELD NAME	ACRES	DEPTH	WELL #	DIST								
LEASE NAME	NEAREST LEASE		NEAREST WE									
This well must comply to the new SWR 3.13 requirements concerning the isolation of any potential flow zones and zones with corrosive formation fluids. See approved permit for those formations that have been identified for the county in which you are drilling the well in.												

**RAILROAD COMMISSION OF TEXAS
OIL & GAS DIVISION
SWR #13 Formation Data**

ANDREWS (003) County

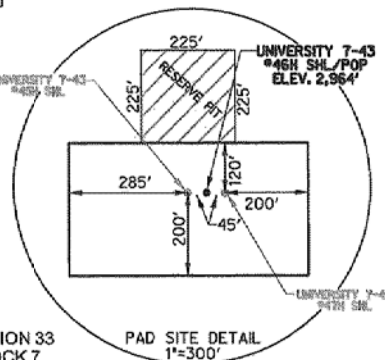
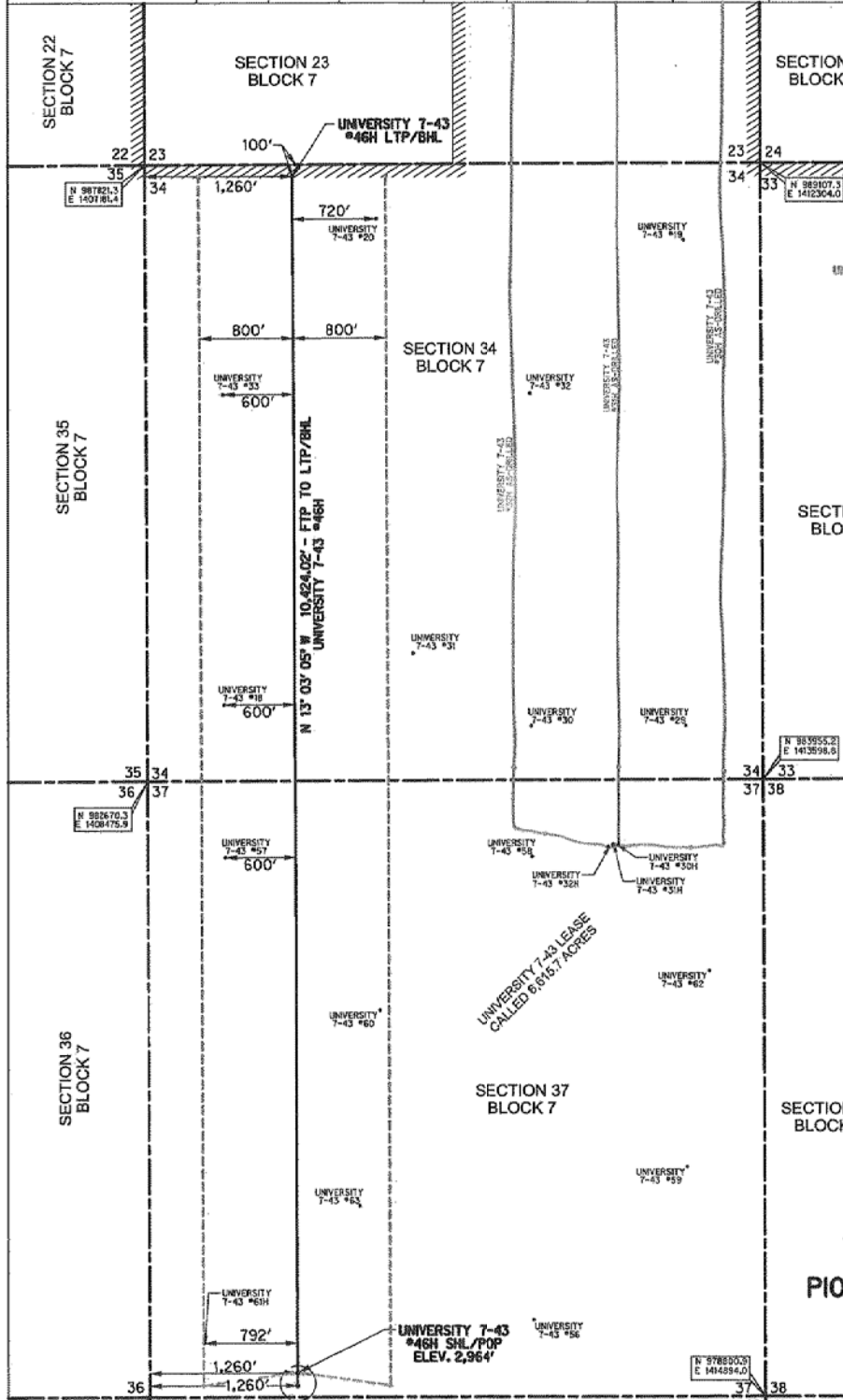
Formation	Shallow Top	Deep Top	Remarks	Geological Order	Effective Date
YATES	2,500	3,200		1	12/17/2013
SEVEN RIVERS	3,000	3,000		2	12/17/2013
QUEEN	3,600	4,800		3	12/17/2013
GRAYBURG	3,100	5,000		4	12/17/2013
SAN ANDRES	3,700	5,300	CO2 flood, high flows, H2S, corrosive	5	12/17/2013
HOLT	5,000	5,500		6	12/17/2013
GLORIETA	5,100	6,000		7	12/17/2013
TUBB	6,100	6,300		8	12/17/2013
CLEARFORK	5,600	7,600		9	12/17/2013
PERMIAN DETRITAL	7,800	7,900		10	12/17/2013
LEON	7,900	7,900		11	12/17/2013
WICHITA ALBANY	6,500	8,100		12	12/17/2013
SPRABERRY	7,300	8,600		13	12/17/2013
DEAN	9,200	9,500		14	12/17/2013
WOLFCAMP	7,500	9,900		15	12/17/2013
CANYON	8,600	10,200		16	12/17/2013
PENNSYLVANIAN	8,700	10,200		17	12/17/2013
MCKEE	8,300	10,600		18	12/17/2013
STRAWN	8,800	11,000		19	12/17/2013
FUSSELMAN	8,400	11,900		20	12/17/2013
DEVONIAN	7,600	12,500		21	12/17/2013
SILURIAN	8,000	12,500		22	12/17/2013
ELLENBURGER	7,900	13,900		23	12/17/2013

The above list may not be all inclusive, and may also include formations that do not intersect all wellbores. Formation "TOP" information listed reflects an estimated range based on geologic variances across the county. To clarify, the "Deep Top" is not the bottom of the formation; it is the deepest depth at which the "TOP" of the formation has been or might be encountered. This is a dynamic list subject to updates and revisions. It is the operator's responsibility to make sure that at the time of spudding the well the most current list is being referenced. Refer to the RRC website at the following address for the most recent information.
<http://www.rrc.texas.gov/oil-gas/compliance-enforcement/rule-13-geologic-formation-info>

UNIVERSITY 7-43 #46H	NORTHING (NAD27)	EASTING (NAD27)	LATITUDE (NAD 27)	LONGITUDE (NAD 27)	SECTION LINE	LEASE LINE
SURFACE HOLE LOCATION/ POINT OF PENETRATION (SHL/POP)	978025.9	1410942.6	32.3417217	102.2402823	210' S 1.260' W	5,524, S 6,613' W
FIRST TAKE POINT (FTP)	977919.3	1410969.4	32.3414300	102.2401897	100' S 1.260' W	5,414' S 6,614' W
LAST TAKE POINT/ BOTTOM HOLE LOCATION (LTP/BHL)	988031.1	1408428.1	32.3690958	102.2489798	100' N 1.260' W	100' N 6,541' W



0 500 1000 1500 2000
SCALE: 1"=1000'



NOTES:

THE BASIS OF BEARING IS THE TEXAS COORDINATE SYSTEM OF 1927, CENTRAL ZONE (4203), AS DERIVED BY GPS MEASUREMENT BASED UPON THE CORN.

ALL TEXAS STATE PLANE COORDINATES SHOWN HEREON ARE NAD 27 GRID COORDINATES AS COMPUTED BY CORPSCON VERSION 8.0.1. ALL GEOGRAPHIC COORDINATES SHOWN HEREON WERE CONVERTED USING CORPSCON VERSION 8.0.1. UNLESS OTHERWISE NOTED, ALL DISTANCES SHOWN HEREON ARE GRID DISTANCES AND THEY CAN BE CONVERTED TO SURFACE WHICH MULTIPLIED WITH A 'SURFACE ADJUSTMENT FACTOR' OF 1.000186348 AS COMPUTED BY CORPSCON.

ELEVATIONS SHOWN HEREON ARE NAVD83 AS DERIVED BY GPS.

THIS EXHIBIT IS FOR TEXAS RAILROAD COMMISSION WELL PERMITTING PURPOSES ONLY. BOUNDARY LINES AND AREAS SHOWN HEREON REFLECT THE SURVEYORS PROFESSIONAL OPINION OF MINERAL RIGHTS AS DETERMINED FROM CLIENT-PROVIDED OIL AND GAS MINERAL LEASE DOCUMENTATION. THE INFORMATION DEPICTED HEREON SHALL NOT BE USED IN THE CONVEYANCE OF FEE TITLE TO REAL PROPERTY.

ALL MEASUREMENTS TO LEASE, UNIT, AND SURVEY LINES ARE PERPENDICULAR TO SAID LINES.

THIS SURVEY WAS PREPARED WITHOUT THE BENEFIT OF A TITLE REPORT.



NOTE: WELL IS LOCATED ABOUT 17.1 MILES EAST OF ANDREWS, ANDREWS COUNTY, TEXAS.

PIONEER NATURAL RESOURCES UNIVERSITY 7-43 #46H

WELL PLAT
UNIVERSITY 7-43 LEASE
CALLED 6,615.7 ACRES

LOCATED IN
SECTION 34 AND SECTION 37,
BLOCK 7, UNIVERSITY LAND SURVEY,
ANDREWS COUNTY, TX



DATED: 3/22/2016
BY: JUAN GONZALEZ

TBPLS FIRM NO. 10193998
HALFF ASSOCIATES INC., ENGINEERS & SURVEYORS
4500 W ILLINOIS AVE STE 301 D ~ MIDLAND, TEXAS ~ 79703
SCALE: 1"=1000' (432) 253-3250 AVO. 29678-W0114