

west virginia department of environmental protection

Office of Oil and Gas 601 57th Street, S.E. Charleston, WV 25304 (304) 926-0450 fax: (304) 926-0452 Jim Justice , Governor Austin Caperton , Cabinet Secretary www.dep.wv.gov

Friday, October 27, 2017 WELL WORK PERMIT Horizontal 6A / New Drill

ANTERO RESOURCES CORPORATION 1615 WYNKOOP STREET

DENVER, CO 80202

Re: Permit approval for BEEM UNIT 3H

47-095-02474-00-00

This well work permit is evidence of permission granted to perform the specified well work at the location described on the attached pages and located on the attached plat, subject to the provisions of Chapter 22 of the West Virginia Code of 1931, as amended, and all rules and regulations promulgated thereunder, and to any additional specific conditions and provisions outlined in the pages attached hereto. Notification shall be given by the operator to the Oil and Gas Inspector at least 24 hours prior to the construction of roads, locations, and/or pits for any permitted work. In addition, the well operator shall notify the same inspector 24 hours before any actual well work is commenced and prior to running and cementing casing. Spills or emergency discharges must be promptly reported by the operator to 1-800-642-3074 and to the Oil and Gas Inspector.

Please be advised that form WR-35, Well Operators Report of Well Work is to be submitted to this office within 90 days of completion of permitted well work, as should form WR-34 Discharge Monitoring Report within 30 days of discharge of pits, if applicable. Failure to abide by all statutory and regulatory provisions governing all duties and operations hereunder may result in suspension or revocation of this permit and, in addition, may result in civil and/or criminal penalties being imposed upon the operators.

Per 35 CSR 4-5.2.g this permit will expire in two (2) years from the issue date unless permitted well work is commenced. If there are any questions, please feel free to contact me at (304) 926-0450.

James A. Martin-Chief

Operator's Well Number: BEEM UNIT 3H Farm Name: TYRONE L BEEM ET AL U.S. WELL NUMBER: 47-095-02474-00-00

Horizontal 6A / New Drill

Date Issued: 10/27/2017

Promoting a healthy environment.

API Number: 95-02474

PERMIT CONDITIONS

West Virginia Code § 22-6A-8(d) allows the Office of Oil and Gas to place specific conditions upon this permit. Permit conditions have the same effect as law. Failure to adhere to the specified permit conditions may result in enforcement action.

CONDITIONS

- This proposed activity may require permit coverage from the United States Army Corps of Engineers (USACE). Through this permit, you are hereby being advised to consult with USACE regarding this proposed activity.
- 2. If the operator encounters an unanticipated void, or an anticipated void at an unanticipated depth, the operator shall notify the inspector within 24 hours. Modifications to the casing program may be necessary to comply with W. Va. Code § 22-6A-5a (12), which requires drilling to a minimum depth of thirty feet below the bottom of the void, and installing a minimum of twenty (20) feet of casing. Under no circumstance should the operator drill more than one hundred (100) feet below the bottom of the void or install less than twenty (20) feet of casing below the bottom of the void.
- 3. When compacting fills, each lift before compaction shall not be more than 12 inches in height, and the moisture content of the fill material shall be within limits as determined by the Standard Proctor Density test of the actual soils used in specific engineered fill, ASTM D698, Standard Test Method for Laboratory Compaction Characteristics of Soil Using Standard Effort, to achieve 95 % compaction of the optimum density. Each lift shall be tested for compaction, with a minimum of two tests per lift per acre of fill. All test results shall be maintained on site and available for review.
- 4. Operator shall install signage per § 22-6A-8g (6) (B) at all source water locations included in their approved water management plan within 24 hours of water management plan activation.
- 5. Oil and gas water supply wells will be registered with the Office of Oil and Gas and all such wells will be constructed and plugged in accordance with the standards of the Bureau for Public Health set forth in its Legislative rule entitled *Water Well Regulations*, 64 C.S.R. 19. Operator is to contact the Bureau of Public Health regarding permit requirements. In lieu of plugging, the operator may transfer the well to the surface owner upon agreement of the parties. All drinking water wells within fifteen hundred feet of the water supply well shall be flow tested by the operator upon request of the drinking well owner prior to operating the water supply well.
- 6. Pursuant to the requirements pertaining to the sampling of domestic water supply wells/springs the operator shall, no later than thirty (30) days after receipt of analytical data provide a written copy to the Chief and any of the users who may have requested such analyses.
- 7. 24 hours prior to the initiation of the completion process the operator shall notify the Chief or his designee.
- 8. During the completion process the operator shall monitor annular pressures and report any anomaly noticed to the chief or his designee immediately.
- 9. If any explosion or other accident causing loss of life or serious personal injury occurs in or about a well or well work on a well, the well operator or its contractor shall give notice, stating the particulars of the explosion or accident, to the oil and gas inspector and the Chief, within 24 hours of said accident.
- 10. During the casing and cementing process, in the event cement does not return to the surface, the oil and gas inspector shall be notified within 24 hours.

API Number: 95-02474

PERMIT CONDITIONS

11. The operator shall provide to the Office of Oil and Gas the dates of each of the following within 30 days of their occurrence: completion of construction of the well pad, commencement of drilling, cessation of drilling, completion of any other permitted well work, and completion of the well. Such notice shall be provided by sending an email to DEPOOGNotify@wv.gov.

WW-6B (04/15)

API NO. 47- 095		
OPERATOR W	ELL NO.	Beem Unit 3H
Well Pad Nar	ne: Pyle Ru	n Pad

STATE OF WEST VIRGINIA DEPARTMENT OF ENVIRONMENTAL PROTECTION, OFFICE OF OIL AND GAS WELL WORK PERMIT APPLICATION

1) Well Operator: Antero Reso	ources Corporati	494507062	095 - Tyler	Centervil	Middlebourne 7.5'
-)	-	Operator ID	County	District	Quadrangle
2) Operator's Well Number: Bee	em Unit 3H	Well Pa	d Name: Pyle	Run Pad	
3) Farm Name/Surface Owner:	Гугопе L. Beem	, et al Public Ro	ad Access: Bea	arsville-Mo	le Hole
4) Elevation, current ground:	1142' El	evation, proposed	post-construct	ion: 1115'	
5) Well Type (a) Gas X	Oil	Und	erground Stora	ge	
Other					
(b)If Gas Shal		Deep			17. 11
200 1000 17 22 1 200	izontal X				1/h 17
6) Existing Pad: Yes or No No					8-25-17
7) Proposed Target Formation(s)	, Depth(s), Antic	ipated Thickness	and Expected P	ressure(s):	
Marcellus Shale: 6800' TVD, Ar	ticipated Thickne	ess- 55 feet, Assoc	ated Pressure-	2800#	
8) Proposed Total Vertical Depth	a: 6800' TVD				
9) Formation at Total Vertical De		3			RECEIVED Office of Oil and Gas
10) Proposed Total Measured De	epth: 16400' M	ID			SEP - 5 2017
11) Proposed Horizontal Leg Ler	ngth: 9655'				WV Department of
12) Approximate Fresh Water St	rata Depths:	301', 332'			Environmental Protecti
13) Method to Determine Fresh	Water Depths:	Offset well records. De	epths have been a	djusted accord	ding to surface elevations.
14) Approximate Saltwater Dept					
15) Approximate Coal Seam Dep					
16) Approximate Depth to Possi	ble Void (coal m	ine, karst, other):	None Anticipa	ated	
17) Does Proposed well location directly overlying or adjacent to	contain coal sea an active mine?	ms Yes	N	o X	
(a) If Yes, provide Mine Info:	Name:				
延期	Depth:				
	Seam:				
	Owner:				

047-095-02474 API NO. 47- 095 -

OPERATOR WELL NO. Beem Unit 3H

Well Pad Name: Pyle Run Pad

18)

CASING AND TUBING PROGRAM

TYPE	Size (in)	New or Used	Grade	Weight per ft. (lb/ft)	FOOTAGE: For Drilling (ft)	INTERVALS: Left in Well (ft)	CEMENT: Fill-up (Cu. Ft.)/CTS
Conductor	20"	New	H-40	94#	80'	80'	CTS, 218 Cu. Ft.
Fresh Water	13-3/8"	New	J-55	54.5#	385' *see #19	385' *see #19	CTS, 348 Cu. Ft.
Coal	9-5/8"	New	J-55	36#	2500'	2500'	CTS, 1018 Cu. Ft.
Intermediate							
Production	5-1/2"	New	P-110	20#	16400'	16400'	3760 Cu. Ft
Tubing	2-3/8"	New	N-80	4.7#		7100'	
Liners		**					

ТҮРЕ	Size (in)	Wellbore Diameter (in)	Wall Thickness (in)	Burst Pressure (psi)	Anticipated Max. Internal Pressure (psi)	Cement Type	Cement Yield (cu. ft./k)
Conductor	20"	24"	0.438"	1530	50	Class A	1.18
Fresh Water	13-3/8"	17-1/2"	0.38"/0.33"	2730/1730	1000	Class A	1.18
Coal	9-5/8"	12-1/4"	0.352"	3520	1500	Class A	1.18
Intermediate							
Production	5-1/2"	8-3/4" & 8-1/2"	0.361"	12,630	2500	Lead-H/POZ & Tail - H	H/POZ-1.44 & H-1.8
Tubing	2-3/8"	4.778"	0.19"	11,200			
Liners							

PACKERS

Kind:	N/A	RECEIVED and Gas
Sizes:	N/A	Office of On
Depths Set:	N/A	OCT 1.6 2017

WW-6B (10/14)

API NO. 47-095 -			
OPERATOR WELI	L NO.	Beem Unit SH	
Well Pad Name:	Pyle R	lun Pad	

19) Describe proposed well work, including the drilling and plugging back of any pilot hole:

Drill, perforate, fracture a new horizontal shallow well and complete Marcellus Shale.

*Antero will be air drilling the fresh water string which makes it difficult to determine when freshwater is encountered, therefore we have built in a buffer for the casing setting depth which helps to ensure that all fresh water zones are covered.

20) Describe fracturing/stimulating methods in detail, including anticipated max pressure and max rate:

Antero plans to pump Slickwater into the Marcellus Shale formation in order to ready the well for production. The fluid will be comprised of approximately 99 percent water and sand, with less than 1 percent special-purpose additives as shown in the attached "List of Anticipated Additives Used for Fracturing or Stimulating Well."

Anticipated Max Pressure - 9300 lbs Anticipated Max Rate - 80 bpm

- 21) Total Area to be disturbed, including roads, stockpile area, pits, etc., (acres): 29.70 acres
- 22) Area to be disturbed for well pad only, less access road (acres): 10.67 acres

23) Describe centralizer placement for each casing string:

Conductor: no centralizers

Surface Casing: one centralizer 10' above the float shoe, one on the insert float collar and one every 4th joint spaced up the hole to surface.

Intermediate Casing: one centralizer above float joint, one centralizer 5' above float collar and one every 4th collar to surface. Production Casing: one centralizer at shoe joint and one every 3 joints to top of cement in intermediate casing.

24) Describe all cement additives associated with each cement type: Conductor: no additives, Class A cement.

Surface: Class A cement with 2-3% calcium chloride and 1/4 lb of flake Intermediate: Class A cement with 1/4 lb of flake, 5 gallons of clay treat

Production: Lead cement- 50/50 Class H/Poz + 1.5% salt + 1% C-45 + 0.5% C-16a + 0.2% C-12 + 0.45% C-20 + 0.05% C-51 Production: Tail cement- Class H + 45 PPS Calcium Carbonate + 1.0% FL-160 + 0.2% ACGB-47 + 0.05% ACSA-51 + 0.2% ACR-20 RECEIVED Office of Oil and Gas

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25) Proposed borehole conditioning procedures:

Conductor: blowhole clean with air, run casing, 10 bbls fresh water.

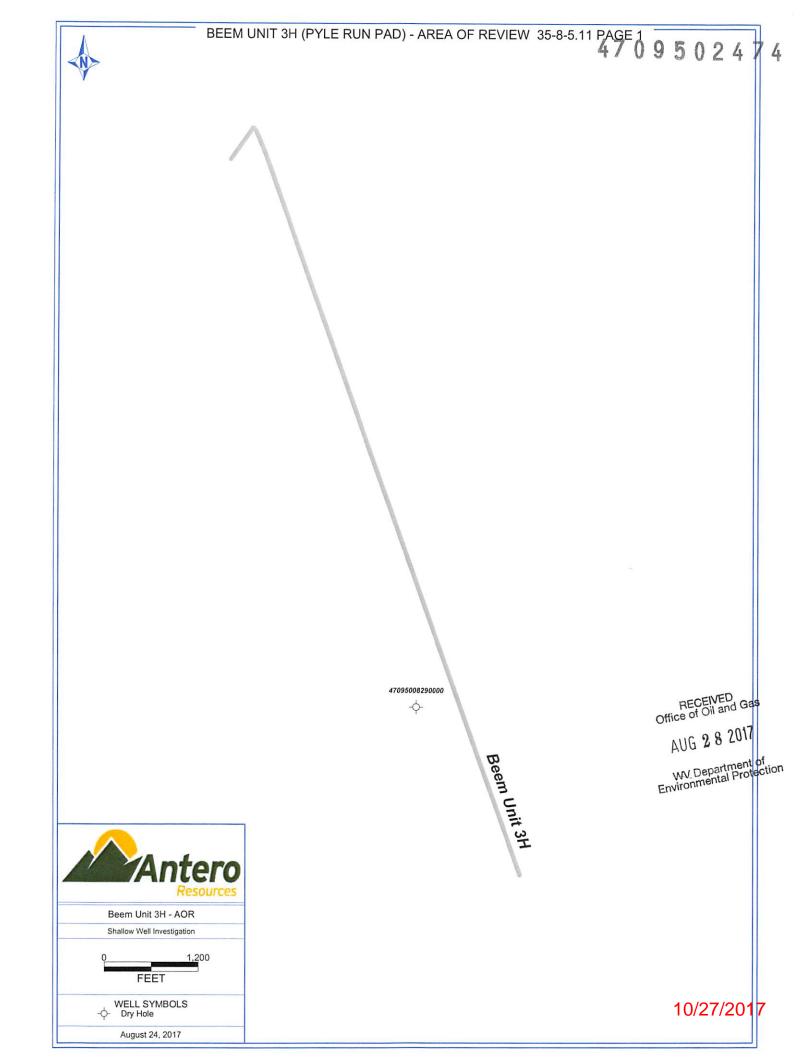
Surface: blowhole clean with air, trip to conductor shoe, trip to bottom, blowhole clean with air, trip out, run casing, circulate pipe capacity + 40 bbls fresh water followed by 25 bbls bentonite mud, 10 bbls fresh water spacer.

Intermediate: blowhole clean with air, trip to surface casing shoe, trip to bottom, blowhole clean with air, trip out, run casing, circulate 40 bbls bring water followed by 10 bbls fresh water and 25 bbls bentonite mud, pump 10 bbls fresh water.

Production: circulate with 14 lb/gal NaCl mud, trip to middle of lateral, circulate, pump high viscosity sweep, trip to base of curve, pump high viscosity sweep, trip to top of curve, trip to bottom, circulate, pump high viscosity sweep, trip out, run casing, circulate 10 bbls fresh water, pump 48 bbls barite pill, pump 10 bbls fresh water followed by 48 bbls mud flush and 10 bbls water.

*Note: Attach additional sheets as needed.

Page 3 of 3



BEEM UNIT 3H (PYLE RUN PAD) - AREA OF REVIEW 35-8-5.11 PAGE 2

UWI (APINum)	Well Name	Well Number	Operator	Hist Oper	TD
47095008290000	DELOE EARL L&AUDRA	J-296	J & J ENTERPRISES	J & J ENTERPRISES	5505
ELEV_GR	Approx distance to well	TD (SSTVD)	Perforated Interval (shallowest, deepest)	Perforated Formation(s)	Producible Formation(s) not perf'd
1075	481	-4430	No perf data	No perf data	No perf data

*per RBDms - plugged, permit released 3/10/1982

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WW-9 (4/16)

API Number 47 - 095	
Operator's Well No	Beem Linit 3H

STATE OF WEST VIRGINIA DEPARTMENT OF ENVIRONMENTAL PROTECTION OFFICE OF OIL AND GAS

FLUIDS/ CUTTINGS DISPOSAL & RE	CLAMATION PLAN
Operator Name Antero Resources Corporation	OP Code 494507062
Watershed (HUC 10) Outlet Middle Island Creek Quadrat	ngle Middlebourne 7.5'
Do you anticipate using more than 5,000 bbls of water to complete the proposition will a pit be used? Yes No V	osed well work? Yes V No No
If so, please describe anticipated pit waste:	and Flowback Fluids will be stored in tanks. Cutlings will be tanked and hauled off site.;
Will a synthetic liner be used in the pit? Yes No _✓	If so, what ml.? N/A
Proposed Disposal Method For Treated Pit Wastes:	DM H 5-24-17
Land Application Underground Injection (UIC Permit Number_*U Reuse (at API Number_Future permitted well locations with the order of the	IC Permit # will be provided on Form WR-34
Other (Explain_	Northwestern Landfill Permit #SWF-1025/ WV0109410
Will closed loop system be used? If so, describe: Yes	
Drilling medium anticipated for this well (vertical and horizontal)? Air, fresh	hwater, oil based, etc. Surface - Alt/Freshwater, intermediate - Dust/Stiff Foam, Production - Water Based Mud
-If oil based, what type? Synthetic, petroleum, etc. N/A	
Additives to be used in drilling medium? Please See Attachment	
Drill cuttings disposal method? Leave in pit, landfill, removed offsite, etc	Stored in tanks, removed offsite and taken to landfill.
-If left in pit and plan to solidify what medium will be used? (ceme	nt, lime, sawdust) N/A
-Landfill or offsite name/permit number?Meadowfill Landfill (Permit #SWF	F-1032-98), Northwestern Landfill (Permit # SWF-1025/WV0109410)
Permittee shall provide written notice to the Office of Oil and Gas of any load West Virginia solid waste facility. The notice shall be provided within 24 how where it was properly disposed.	d of drill cuttings or associated waste rejected at any urs of rejection and the permittee shall also disclose
I certify that I understand and agree to the terms and conditions of on August 1, 2005, by the Office of Oil and Gas of the West Virginia Departs provisions of the permit are enforceable by law. Violations of any term or law or regulation can lead to enforcement action. I certify under penalty of law that I have personally examined at application form and all attachments thereto and that, based on my inquipolationing the information, I believe that the information is true, accurate, penaltics for submitting false information, including the possibility of fine or Company Official Signature Company Official Title Environmental & Regulatory Manager	ment of Environmental Protection. I understand that the condition of the general permit and/or other applicable and am familiar with the information submitted on this uiry of those individuals immediately responsible for and complete. I am aware that there are significant
	APIRES JULY 297
Subscribed and sworn before me this 25 day of AUGUS	Notary Public SEP - 5 2017
My commission expires JULY 21, 2018	Enw Den
•	Environmental Protection

Form WW-9		Operator's W	ell No. Beem Unit 3H
Antero Resources Cor	poration	-	
Proposed Revegetation Treatmen	t: Acres Disturbed 29.70 ac	Prevegetation pH	
Lime 2-4	Tons/acre or to correct to pH	6.5	
Fertilizer type Hay or str	aw or Wood Fiber (will be used t	where needed)	
Fertilizer amount 500	lb	s/acre	
Mulch 2-3	Tons/e		
Access Road A -2178' (10.94 acres) + Acces	Stockpiles (6.08 acr	C - 92' (0.15 scres) + Staging Area (1.77 scres) + Wi es) = 29.70 Total Affected Acres	il Pad (10.67 peres) + Excess/Topsoil Material
_		d Mixtures	
Tempo		Permai	
Scool Type Annual Ryegrass	lbs/acre 40	Seed Type KY Bluegrass	lbs/acre 20
Field Bromegrass	40	Redtop	3
See attached Table IV-3 for additional seed to		See attached Table IV-3 for additional seed	
*or type of grass seed reque	ested by surface owner	*or type of grass seed reque	sted by surface owner
Photocopied section of involved			
Plan Approved by:			
Comments:			
		•	
Title: Dil + Cor I	inspector_	Date: 8-29-17	Office of Oil and o
Field Reviewed?) No	OEP - 5 2017
			WV Department of Environmental Protection

Form WW-9 Additives Attachment

SURFACE INTERVAL

- 1. Fresh Water
- 2. Soap -Foamer AC
- 3. Air

INTERMEDIATE INTERVAL

STIFF FOAM RECIPE:

- 1) 1 ppb Soda Ash / Sodium Carbonate-Alkalinity Control Agent
- 2) 1 ppb Conqor 404 (11.76 ppg) / Corrosion Inhibitor
- 3) 4 ppb KLA-Gard (9.17 ppg) / Amine Acid Complex-Shale Stabilizer
- 4) 1ppb Mil Pac R / Sodium Carboxymethylcellulose-Filtration Control Agent
- 5) 12 ppb KCL / Potassium Chloride-inorganic Salt
- 6) Fresh Water 80 bbls
- 7) Air

PRODUCTION INTERVAL

1. Alpha 1655

Salt Inhibitor

2. Mil-Carb

Calcium Carbonate

3. Cottonseed Hulls

Cellulose-Cottonseed Pellets – LCM

4. Mil-Seal

Vegetable, Cotton & Cellulose-Based Fiber Blend – LCM

5. Clay-Trol

Amine Acid Complex - Shale Stabilizer

6. Xan-Plex

Viscosifier For Water Based Muds

7. Mil-Pac (All Grades)

Sodium Carboxymethylcellulose – Filtration Control Agent

8. New Drill

Anionic Polyacrylamide Copolymer Emulsion - Shale Stabilizer

9. Caustic Soda

Sodium Hydroxide - Alkalinity Control

10. Mil-Lime

Calcium Hydroxide - Lime

11. LD-9

Polyether Polyol – Drilling Fluid Defoamer

12. Mil Mica

Hydro-Biotite Mica – LCM

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13. Escaid 110

Drilling Fluild Solvent - Aliphatic Hydrocarbon

14. Ligco

Highly Oxidized Leonardite - Filteration Control Agent

15. Super Sweep

Polypropylene - Hole Cleaning Agent

16. Sulfatrol K

Drilling Fluid Additive - Sulfonated Asphalt Residuum

17. Sodium Chloride, Anhydrous

Inorganic Salt

18. D-D

Drilling Detergent - Surfactant

19. Terra-Rate

Organic Surfactant Blend

20. W.O. Defoam

Alcohol-Based Defoamer

21. Perma-Lose HT

Fluid Loss Reducer For Water-Based Muds

22. Xan-Plex D

Polysaccharide Polymer - Drilling Fluid Viscosifier

23. Walnut Shells

Ground Cellulosic Material - Ground Walnut Shells - LCM

24. Mil-Graphite

Natural Graphite - LCM

25. Mil Bar

Barite - Weighting Agent

26. X-Cide 102

Biocide

27. Soda Ash

Sodium Carbonate - Alkalinity Control Agent

28. Clay Trol

Amine Acid complex – Shale Stabilizer

29. Sulfatrol

Sulfonated Asphalt - Shale Control Additive

30. Xanvis

Viscosifier For Water-Based Muds

31. Milstarch

Starch - Fluid Loss Reducer For Water Based Muds

32. Mil-Lube

Drilling Fluid Lubricant

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911 Address 785 Stull Hill Rd Alma, WV 26320

Well Site Safety Plan Antero Resources

Well Name: Heintzman Unit 1H – 3H, Beem Unit 1H – 3H,

Spock Unit 1H – 3H

Pad Location: PYLE RUN PAD

Tyler County/Centerville District

Dm H 8-24-17

GPS Coordinates:

Entrance - Lat 39°23′51.4968″/Long -80°54′27.3882″ (NAD83)

Pad Center - Lat 39°24'0.0036"/Long -80°54'14.5614" (NAD83)

Driving Directions:

From the Intersection of I79 and HWY 50 near Bridgeport: Head west on US-50W for 28.7 miles. Turn right onto WV-18N for 0.6 miles. Turn left onto Davis St/Old U.S. 50 for 0.4 miles. Turn right onto WV18N/Sistersville Pike for 12.2 miles. Turn left onto WV-74 for 3.7 miles. Turn right onto Stull Hill Rd for 1.0 miles. Continue onto Big Shank Rd for 0.8 miles. Continue onto Big Sanka Rd for 0.9 miles. The access road will be on your right.

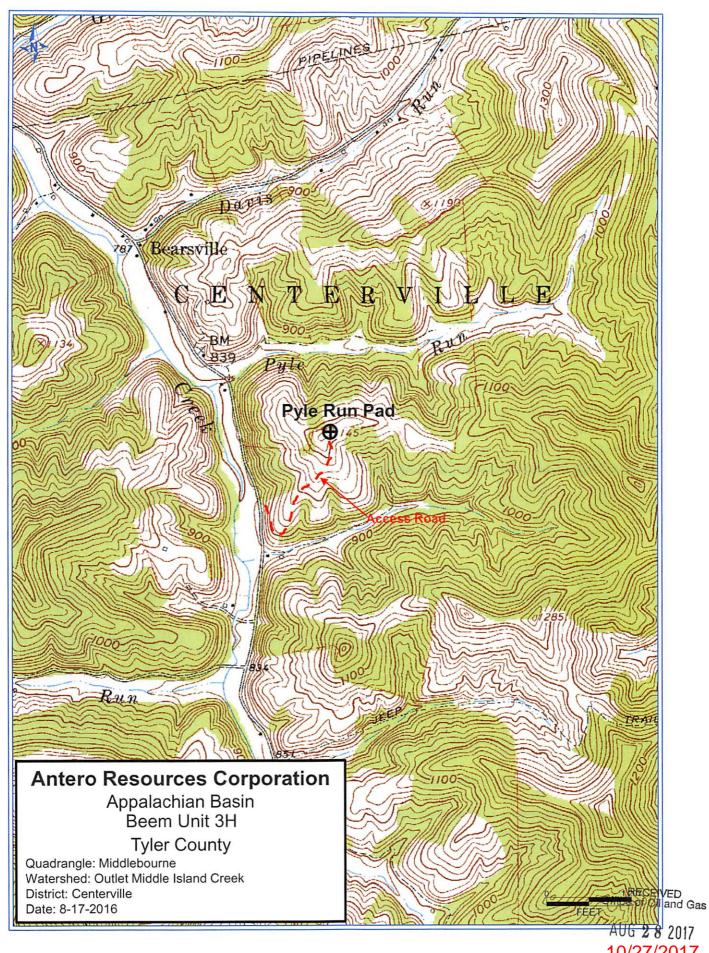
Alternate Route:

From the Middlebourne Volunteer Fire department: Head SW on WV-18 S/Main St towards Wilcox Ave for 0.3 miles. Turn right onto Bridgeway Rd for 0.1 miles. Turn left onto Middlebourne-Wick/Wick Rd for 2.0 miles. Turn left onto Middlebourne-Wick for 4.1 miles. Turn left onto Bearsville Rd for 1.8 miles. Continue onto Big Sanka Rd for 0.8 miles. The access road will be on the left.

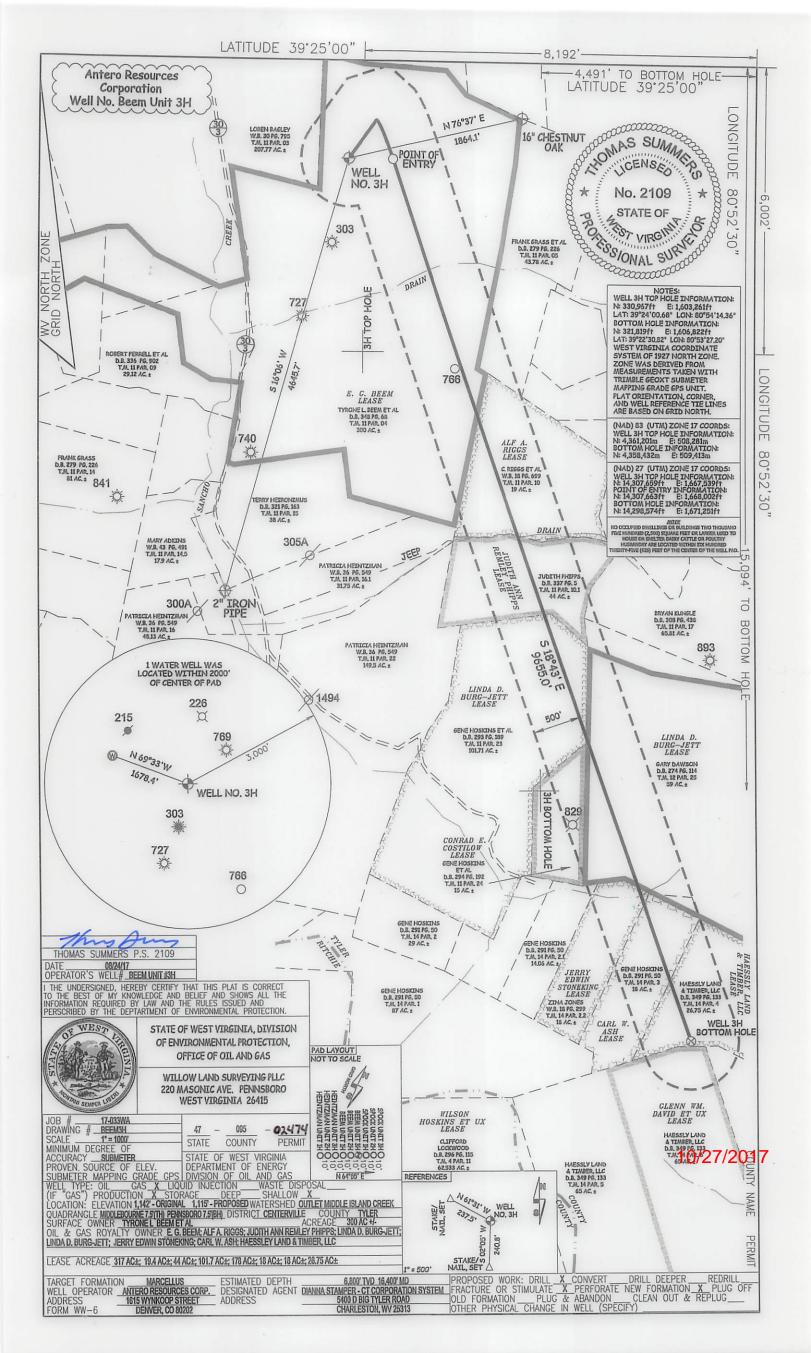
EMERGENCY (24 HOUR) CONTACT 1-800-878-1373 Ce of Oil and Gas

WV Department of Environmental Protection 10/27/20 and 1

08/25/17



10/27/2017 W Department of Environmental Protection



Operator's Well Number

Beem Unit 3H

INFORMATION SUPPLIED UNDER WEST VIRGINIA CODE Chapter 22, Article 6A, Section 5(a)(5) IN LIEU OF FILING LEASE(S) AND OTHER CONTINUING CONTRACT(S)

Under the oath required to make the verification on page 1 of this Notice and Application, I depose and say that I am the person who signed the Notice and Application for the Applicant, and that –

- (1) the tract of land is the same tract described in this Application, partly or wholly depicted in the accompanying plat, and described in the Construction and Reclamation Plan;
- (2) the parties and recordation data (if recorded) for lease(s) or other continuing contract(s) by which the Applicant claims the right to extract, produce or market the oil or gas are as follows:

Grantor, lessor, etc.	Grantee, lessee, etc.	Royalty	Book/Page
E.G. Beem Lease			
E.G. Beem	Warren R. Haught	1/8	0213/0662
Warren R. Haught	Sancho Oil & Gas Corporation	Assignment	0369/0506
Sancho Oil & Gas Corporation	Antero Resources Corporation	Assignment	0436/0177
Alf A. Riggs Lease			
Alf A. Riggs	Antero Resources Appalachian Corporation	1/8	0408/0615
Antero Resources Appalachian Corporation	Antero Resources Corporation	Name Change	Exhibit 1
Judith Ann Remley Phipps Lease Judith Ann Remley Phipps	Antero Resources Corporation	1/8+	0470/0375
<u>Linda D. Burg-Jett Lease</u> Linda D. Burg-Jett	Antero Resources Corporation	1/8+	0401/0640
Conrad E. Costilow Lease Conrad E. Costilow	Antero Resources Corporation	1/8+	DB 0500/0643
<u>Linda D. Burg-Jett Lease</u> Linda D. Burg-Jett	Antero Resources Corporation	1/8+	0401/0640
<u>Jerry Edwin Stoneking Lease</u> Jerry Edwin Stoneking	Antero Resources Corporation	1/8+	0548/0759
<u>Carl W. Ash Lease</u> Carl W. Ash	Antero Resources Corporation	1/8+	0507/0821
Haessly Land & Timber, LLC Lease Haessly Land & Timber, LLC	Antero Resources Corporation	1/8+	0567/0323

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^{*}Partial Assignments to Antero Resources Corporation include 100% rights to extract, produce and market the oil and gas from the Marcellus and any other formations completed with this well.

WW-6A1 (5/13)

Operator's Well No.	Beem Unit 3H
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INFORMATION SUPPLIED UNDER WEST VIRGINIA CODE Chapter 22, Article 6A, Section 5(a)(5) IN LIEU OF FILING LEASE(S) AND OTHER CONTINUING CONTRACT(S)

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- (1) the tract of land is the same tract described in this Application, partly or wholly depicted in the accompanying plat, and described in the Construction and Reclamation Plan;
- (2) the parties and recordation data (if recorded) for lease(s) or other continuing contract(s) by which the Applicant claims the right to extract, produce or market the oil or gas are as follows:

Glenn Wm. David, et ux Lease	Glenn William Davis, et ux	Antero Resources Corporation	1/8+	0435/0102
Number	Grantor, Lessor, etc.	Grantee, Lessee, etc.	Royalty	Book/Page
Lease Name or				

^{*}Partial Assignments to Antero Resources Corporation include 100% rights to extract, produce and market the oil and gas from the Marcellus and any other formations completed with this well.

Acknowledgement of Possible Permitting/Approval In Addition to the Office of Oil and Gas

The permit applicant for the proposed well work addressed in this application hereby acknowledges the possibility of the need for permits and/or approvals from local, state, or federal entities in addition to the DEP, Office of Oil and Gas, including but not limited to the following:

- WV Division of Water and Waste Management
- WV Division of Natural Resources WV Division of Highways
- U.S. Army Corps of Engineers
- U.S. Fish and Wildlife Service
- County Floodplain Coordinator

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The applicant further acknowledges that any Office of Oil and Gas permit in no way overrides, replaces, or nullifies the need for other permits/approvals that may be necessary and further affirms that all needed permits/approvals should be acquired from the appropriate authority before the affected activity is initiated.

> Well Operator: Antero Resources Corporation By: Ward McNeilly Its:

SR Vice President - Reserves Planning & Midstream

Page 1 of

Natalie E. Tennant. Secretary of State 1900 Kanawha Bivd E Bldg 1, Suite 157-K Charleston, WV 25305

FILE ONE ORIGINAL (Two if you want a filed stamped copy returned to you) FEE: \$25.00



APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY.

IN THE OFFICE OF Corporations Division ECRETARY OF STATE Fax: (304)558-8000 Website: www.wysos.com E-mall; business@wysos.com

Penney Barker, Manager

Office Hours: Monday - Friday 8:30 a.m. - 5:00 p.m. BT

**** In accordance with the provisions of the West Virginia Code, the undersigned corporation hereby **** applies for an Amended Certificate of Authority and submits the following statement:

١٠.	authorized to transact business in WV:	Antero Resources Appalachian Corporation
2.	Date Certificate of Authority was issued in West Virginia:	6/25/2008
3.	Corporate name has been changed to: (Attach one Certified Conv of Name Change as filed in home State of incorporation.)	Antero Resources Corporation
4.	Name the corporation elects to use in WV: (due to home state name not being available)	Artiero Resources Corporation
5.	Other amendments: (attach additional pages if necessary)	
	1 :	
6.	Name and phone number of contact person. (the filing, listing a contact person and phone num document.)	This is optional, however, if there is a problem with abor may avoid having to return or reject the
	Alvyn A. Schopp	(303) 357-7310
	Contact Name	Phone Number
7.	Signature information (See below *Important !	Legal Notice Regarding Signature):
	Print Name of Signer: Abyn A. Schopp	Title/Capacity: Authorized Person
	Signature: Az Hackorp	Date: June 10, 2013
Any	noriant Legal Notice Regarding Signature: For West Virgin person who signs a document he or she knows is false in any a secretary of state for filing is guilty of a misdemosmer and,	material respect and knows that the document is to be delivered

listed by the Office of the Secretary of State

thousand dollars or confined in the county or regional jail not more than one year, or both.

RECEIVED Revised 4/13 Office of Oil and Gas

AUG 28 2017

WV Department of Environmental Protection

WV011 - 0416/2011 Walter Kkiner Odline

Porm CF-4



August 25, 2017

Antero Resources 1615 Wynkoop Street Denver, CO 80202 Office 303.357.7310 Fax 303.357.7315

West Virginia Department of Environmental Protection Chief, Office of Oil and Gas Attn: Mr. James Martin 601 57th Street SE Charleston, WV 25304

RE:

Beem Unit 3H

Quadrangle: Middlebourne 7.5'

Tyler County/Centerville District, West Virginia

Mr. Martin:

Antero Resources Corporation (Antero) is submitting the following application for a new well work permit for the Beem Unit 3H horizontal shallow well. As an authorized representative, I certify that Antero has the right to extract, produce or market the oil or gas from all leases through which the Beem Unit 3H horizontal lateral will drill through including any and all roads crossed under as identified on the attached survey plat.

Sincerely,

Thomas Kuhn Senior Landman

> RECEIVED Office of Oil and Gas

AUG 28 2017

STATE OF WEST VIRGINIA DEPARTMENT OF ENVIRONMENTAL PROTECTION, OFFICE OF OIL AND GAS NOTICE CERTIFICATION

Date of Notic	e Certification: 08/24/2017		API No. 47	'- 095 -				
			Operator's Well No. Beem Unit 3H					
				Name: Pyle Rur				
Notice has b	een given:							
	e provisions in West Virginia Code §	22-6A, the Operator has prov	ided the req	uired parties w	ith the Notice Forms listed			
	tract of land as follows:			1				
State:	West Virginia	1177 () 1 1 5 02	Easting:	508281m				
County:	Tyler		Northing:	4361201m				
District:	Centerville	Public Road Acce	ss:	Bearsville-Mole H	ole			
Quadrangle:	Middlebourne 7.5'	Generally used far	rm name:	Tyrone L Beem, e	et al			
Watershed:	Outlet Middle Island Creek							
it has provide information re of giving the requirements Virginia Code	the secretary, shall be verified and sled the owners of the surface described equired by subsections (b) and (c), se surface owner notice of entry to su of subsection (b), section sixteen of e § 22-6A-11(b), the applicant shall to have been completed by the applicant	need in subdivisions (1), (2) are ction sixteen of this article; (ii) rivey pursuant to subsection (a f this article were waived in the ender proof of and certify to the	nd (4), subset that the recent	ection (b), sec quirement was ten of this artic the surface ow	etion ten of this article, the deemed satisfied as a result cle six-a; or (iii) the notice wher; and Pursuant to West			
that the Ope	West Virginia Code § 22-6A, the Oprator has properly served the required ECK ALL THAT APPLY		is Notice C	ertification	OOG OFFICE USE ONLY			
☐ 1. NO7	TICE OF SEISMIC ACTIVITY or	■ NOTICE NOT REQUIR SEISMIC ACTIVITY WAS			RECEIVED/ NOT REQUIRED			
■ 2. NO	ΓICE OF ENTRY FOR PLAT SURV	TEY or NO PLAT SURVE	EY WAS CO	ONDUCTED	RECEIVED			
☐ 3. NO	FICE OF INTENT TO DRILL or	NOTICE NOT REQUIR NOTICE OF ENTRY FOR P			RECEIVED/ NOT REQUIRED			
		☐ WRITTEN WAIVER E (PLEASE ATTACH)						
■ 4. NO	TICE OF PLANNED OPERATION		Office of C	on 17	■ RECEIVED			
■ 5. PUE	BLIC NOTICE		2116	8 5011	■ RECEIVED			
■ 6. NO	FICE OF APPLICATION		WV De Environm	epartment of ental Protection	RECEIVED			

Required Attachments:

The Operator shall attach to this Notice Certification Form all Notice Forms and Certifications of Notice that have been provided to the required parties and/or any associated written waivers. For the Public Notice, the operator shall attach a copy of the Class II Legal Advertisement with publication date verification or the associated Affidavit of Publication. The attached Notice Forms and Certifications of Notice shall serve as proof that the required parties have been noticed as required under West Virginia Code § 22-6A. Pursuant to West Virginia Code § 22-6A-11(b), the Certification of Notice to the person may be made by affidavit of personal service, the return receipt card or other postal receipt for certified mailing.

By:

Certification of Notice is hereby given:

THEREFORE, I Ward McNeilly , have read and understand the notice requirements within West Virginia Code § 22-6A. I certify that as required under West Virginia Code § 22-6A, I have served the attached copies of the Notice Forms, identified above, to the required parties through personal service, by registered mail or by any method of delivery that requires a receipt or signature confirmation. I certify under penalty of law that I have personally examined and am familiar with the information submitted in this Notice Certification and all attachments, and that based on my inquiry of those individuals immediately responsible for obtaining the information, I believe that the information is true, accurate and complete. I am aware that there are significant penalties for submitting false information, including the possibility of fine and imprisonment.

Well Operator: Antero Resources Corporation

Ward McNeilly

Its: SR Vice President - Reserves Planning & Midstream

Telephone: 303-357-7310 Address: 1615 Wynkoop Street

Denver, CO 80202

Facsimile: 303-357-7315

Email: kquackenbush@anteroresources.com

KARA QUACKENBUSH NO MORTASEA PUBLIC STATE OF COLORADO NOTARY ID 20144028297 MY COMMISSION EXPIRES JULY 21, 2018

Subscribed and sworn before me this 24

Notary Public

My Commission Expires

Oil and Gas Privacy Notice:

The Office of Oil and Gas processes your personal information, such as name, address and telephone number, as part of our regulatory duties. Your personal information may be disclosed to other State agencies or third parties in the normal course of business or as needed to comply with statutory or regulatory requirements, including Freedom of Information Act requests. Our office will appropriately secure your personal information. If you have any questions about our use or your personal information, please contact DEP's Chief Privacy Officer at depprivacyofficer@wv.gov.

> RECEIVED Office of Oil and Gas

AUG 2 8 2017

WW-6A (9-13)

API NO. 47- 095 OPERATOR WELL NO. Beem Unit 3H
Well Pad Name: Pyle Run Pad

STATE OF WEST VIRGINIA DEPARTMENT OF ENVIRONMENTAL PROTECTION, OFFICE OF OIL AND GAS NOTICE OF APPLICATION

Notice Time Requi	rement: notice shall be provide	ed no later than the filing date of permit application.	
Date of Notice: <u>8/25</u> Notice of:	Date Permit Application	on Filed: 8/25/2017	
PERMIT FOR	ANY CEPTIEIC	ATE OF APPROVAL FOR THE	
WELL WORK		JCTION OF AN IMPOUNDMENT OR PIT	
WELL WORK	CONSTRU	ICTION OF AN IMPOUNDMENT OR PIT	
Delivery method pu	ırsuant to West Virginia Cod	le § 22-6A-10(b)	
☐ PERSONAL	☐ REGISTERED	☑ METHOD OF DELIVERY THAT REQUIRES A	
SERVICE	MAIL	RECEIPT OR SIGNATURE CONFIRMATION	
sediment control plan the surface of the trac- oil and gas leasehold described in the erosi operator or lessee, in more coal seams; (4) well work, if the surfa impoundment or pit a have a water well, spr provide water for con proposed well work a subsection (b) of this records of the sheriff provision of this artic Code R. § 35-8-5.7.a	required by section seven of this ton which the well is or is proposed being developed by the proposed on and sediment control plan suit the event the tract of land on who are tract is to be used for the planest described in section nine of the ring or water supply source locat sumption by humans or domestictivity is to take place. (c)(1) If the section hold interests in the land required to be maintained pursualle to the contrary, notice to a lier requires, in part, that the operat	sires a receipt or signature confirmation, copies of the application, the stricle, and the well plat to each of the following persons: (1) The cosed to be located; (2) The owners of record of the surface tract or trad well work, if the surface tract is to be used for roads or other land dismitted pursuant to subsection (c), section seven of this article; (3) Thich the well proposed to be drilled is located [sic] is known to be unaface tract or tracts overlying the oil and gas leasehold being developed cement, construction, enlargement, alteration, repair, removal or abarticle; (5) Any surface owner or water purveyor who is known to tred within one thousand five hundred feet of the center of the well pact animals; and (6) The operator of any natural gas storage field within more than three tenants in common or other co-owners of interests deals, the applicant may serve the documents required upon the person dant to section eight, article one, chapter eleven-a of this code. (2) Not a holder is not notice to a landowner, unless the lien holder is the landor shall also provide the Well Site Safety Plan ("WSSP") to the surfact water testing as provided in section 15 of this rule.	owners of record of acts overlying the listurbance as the coal owner, derlain by one or d by the proposed andonment of any the applicant to d which is used to n which the escribed in lescribed in the twithstanding any downer. W. Va.
☐ Application Noti	ice WSSP Notice E&S	Plan Notice	
Z SURFACE OWN	ER(s)	☐ COAL OWNER OR LESSEE	
Name: PLEASE SEE AT		Name: NO DECLARATIONS ON RECORD WITH COUNTY	
		Address:	
NT		COAL OPERATOR	
Name:		Name: NO DECLARATIONS ON RECORD WITH COUNTY	
Address:			
STIDE ACE OWN	ER(s) (Road and/or Other Dist	Address:	
Name: PLEASE SEE AT	TACHMENT	SURFACE OWNER OF WATER WELL	
		AND/OR WATER PURVEYOR(s)	NOTE: There is 1 water
Address:			source identified, however
			it is located greater than
Name:		Address:	1500' from the averaged well local for Oil and Gas
Address:			
- AVID D. A		OPERATOR OF ANY NATURAL GAS STOR	
	ER(s) (Impoundments or Pits)	Name:	
Name:		Address:	Donartment of
Address:		#M1	WV Department of Environmental Protection
		*Please attach additional forms if necessary	P11411 C

Office of Oil and Gas

WW-6A (8-13) 047-095-02474

AUG 28 2017

WV Department of Environmental Protection API NO. 47- 095 - OPERATOR WELL NO. Beem Unit 3H

Well Pad Name: Pyle Run Pad

Notice is hereby given:

Pursuant to West Virginia Code § 22-6A-10(b), notice is hereby given that the undersigned well operator has applied for a permit for well work or for a certificate of approval for the construction of an impoundment or pit.

This Notice Shall Include:

Pursuant to W. Va. Code § 22-6A-10(b), this notice shall include: (1) copies of the application; (2) the erosion and sediment control plan required by section seven of this article; and (3) the well plat.

Pursuant to W. Va. Code § 22-6A-10(f), this notice shall include: (1) a statement of the time limits for filing written comments; (2) who may file written comments; (3) the name and address of the secretary for the purpose of filing the comments and obtaining additional information; and (4) a statement that the persons may request, at the time of submitting written comments, notice of the permit decision and a list of persons qualified to test water.

Pursuant to W. Va. Code R. § 35-8-5.7.a, the operator shall provide the Well Site Safety Plan to the surface owner and any water purveyor or surface owner subject to notice and water testing as provided in section 15 of this rule.

Pursuant to W. Va. Code R. § 35-8-15.2.c, this notice shall: (1) contain a statement of the surface owner's and water purveyor's right to request sampling and analysis; (2) advise the surface owner and water purveyor of the rebuttable presumption for contamination or deprivation of a fresh water source or supply; advise the surface owner and water purveyor that refusal to allow the operator to conduct a pre-drilling water well test constitutes a method to rebut the presumption of liability; (3) advise the surface owner and water purveyor of his or her independent right to sample and analyze any water supply at his or her own expense; advise the surface owner and water purveyor whether or not the operator will utilize an independent laboratory to analyze any sample; and (4) advise the surface owner and or water purveyor that he or she can obtain from the Chief a list of water testing laboratories in the subject area capable of and qualified to test water supplies in accordance with standard acceptable methods.

Additional information related to horizontal drilling may be obtained from the Secretary, at the WV Department of Environmental Protection headquarters, located at 601 57th Street, SE, Charleston, WV 25304 (304-926-0450) or by visiting www.dep.wv.gov/oil-and-gas/pages/default.aspx.

Well Location Restrictions

Pursuant to W. Va. Code § 22-6A-12, Wells may not be drilled within two hundred fifty feet measured horizontally from any existing water well or developed spring used for human or domestic animal consumption. The center of well pads may not be located within six hundred twenty-five feet of an occupied dwelling structure, or a building two thousand five hundred square feet or larger used to house or shelter dairy cattle or poultry husbandry. This limitation is applicable to those wells, developed springs, dwellings or agricultural buildings that existed on the date a notice to the surface owner of planned entry for surveying or staking as provided in section ten of this article or a notice of intent to drill a horizontal well as provided in subsection (b), section sixteen of this article was provided, whichever occurs first, and to any dwelling under construction prior to that date. This limitation may be waived by written consent of the surface owner transmitted to the department and recorded in the real property records maintained by the clerk of the county commission for the county in which such property is located. Furthermore, the well operator may be granted a variance by the secretary from these distance restrictions upon submission of a plan which identifies the sufficient measures, facilities or practices to be employed during well site construction, drilling and operations. The variance, if granted, shall include terms and conditions the department requires to ensure the safety and protection of affected persons and property. The terms and conditions may include insurance, bonding and indemnification, as well as technical requirements. (b) No well pad may be prepared or well drilled within one hundred feet measured horizontally from any perennial stream, natural or artificial lake, pond or reservoir, or a wetland, or within three hundred feet of a naturally reproducing trout stream. No well pad may be located within one thousand feet of a surface or ground water intake of a public water supply. The distance from the public water supply as identified by the department shall be measured as follows: (1) For a surface water intake on a lake or reservoir, the distance shall be measured from the boundary of the lake or reservoir. (2) For a surface water intake on a flowing stream, the distance shall be measured from a semicircular radius extending upstream of the surface water intake. (3) For a groundwater source, the distance shall be measured from the wellhead or spring. The department may, in its discretion, waive these distance restrictions upon submission of a plan identifying sufficient measures, facilities or practices to be employed during well site construction, drilling and operations to protect the waters of the state. A waiver, if granted, shall impose any permit conditions as the secretary considers necessary. (c) Notwithstanding the foregoing provisions of this section, nothing contained in this section prevents an operator from conducting the activities permitted or authorized by a Clean Water Act Section 404 permit or other approval from the United States Army Corps of Engineers within any waters of the state or within the restricted areas referenced in this section. (d) The well location restrictions set forth in this section shall not apply to any well on a multiple well pad if at least one of the wells was permitted prior to the effective date of this article. (e) The secretary shall, by December 31, 2012, report to the Legislature on the noise, light, dust and volatile organic compounds generated by the drilling of horizontal wells as they relate to the well location restrictions regarding occupied dwelling structures pursuant to this section. Upon a finding, if any, by the secretary that the well location restrictions regarding occupied dwelling structures are inadequate or otherwise require alteration to address the items

WW-6A (8-13) API NO. 47- 095 OPERATOR WELL NO. Beem Unit 3H
Well Pad Name: Pyle Run Pad

examined in the study required by this subsection, the secretary shall have the authority to propose for promulgation legislative rules establishing guidelines and procedures regarding reasonable levels of noise, light, dust and volatile organic compounds relating to drilling horizontal wells, including reasonable means of mitigating such factors, if necessary.

Water Well Testing:

Pursuant to West Virginia Code § 22-6A-10(d), notification shall be made, with respect to surface landowners identified in subsection (b) or water purveyors identified in subdivision (5), subsection (b) of this section, of the opportunity for testing their water well. The operator shall provide an analysis to such surface landowner or water purveyor at their request.

Water Testing Laboratories:

Pursuant to West Virginia Code § 22-6A-10(i), persons entitled to notice pursuant to subsection (b) of this section may contact the department to ascertain the names and locations of water testing laboratories in the subject area capable and qualified to test water supplies in accordance with standard accepted methods. In compiling that list of names the department shall consult with the state Bureau for Public Health and local health departments. A surface owner and water purveyor has an independent right to sample and analyze any water supply at his or her own expense. The laboratory utilized by the operator shall be approved by the agency as being certified and capable of performing sample analyses in accordance with this section.

Rebuttable Presumption for Contamination or Deprivation of a Fresh Water Source or Supply:

W. Va. Code § 22-6A-18 requires that (b) unless rebutted by one of the defenses established in subsection (c) of this section, in any action for contamination or deprivation of a fresh water source or supply within one thousand five hundred feet of the center of the well pad for horizontal well, there is a rebuttable presumption that the drilling and the oil or gas well or either was the proximate cause of the contamination or deprivation of the fresh water source or supply. (c) In order to rebut the presumption of liability established in subsection (b) of this section, the operator must prove by a preponderance of the evidence one of the following defenses: (1) The pollution existed prior to the drilling or alteration activity as determined by a predrilling or prealteration water well test. (2) The landowner or water purveyor refused to allow the operator access to the property to conduct a predrilling or prealteration water well test. (3) The water supply is not within one thousand five hundred feet of the well. (4) The pollution occurred more than six months after completion of drilling or alteration activities. (5) The pollution occurred as the result of some cause other than the drilling or alteration activity. (d) Any operator electing to preserve its defenses under subdivision (1), subsection (c) of this section shall retain the services of an independent certified laboratory to conduct the predrilling or prealteration water well test. A copy of the results of the test shall be submitted to the department and the surface owner or water purveyor in a manner prescribed by the secretary. (e) Any operator shall replace the water supply of an owner of interest in real property who obtains all or part of that owner's supply of water for domestic, agricultural, industrial or other legitimate use from an underground or surface source with a comparable water supply where the secretary determines that the water supply has been affected by contamination, diminution or interruption proximately caused by the oil or gas operation, unless waived in writing by that owner. (f) The secretary may order the operator conducting the oil or gas operation to: (1) Provide an emergency drinking water supply within twenty-four hours; (2) Provide temporary water supply within seventy-two hours; (3) Within thirty days begin activities to establish a permanent water supply or submit a proposal to the secretary outlining the measures and timetables to be used in establishing a permanent supply. The total time in providing a permanent water supply may not exceed two years. If the operator demonstrates that providing a permanent replacement water supply cannot be completed within two years, the secretary may extend the time frame on case-by-case basis; and (4) Pay all reasonable costs incurred by the real property owner in securing a water supply. (g) A person as described in subsection (b) of this section aggrieved under the provisions of subsections (b), (e) or (f) of this section may seek relief in court... (i) Notwithstanding the denial of the operator of responsibility for the damage to the real property owner's water supply or the status of any appeal on determination of liability for the damage to the real property owner's water supply, the operator may not discontinue providing the required water service until authorized to do so by the secretary or a court of competent jurisdiction.

Written Comment:

Pursuant to West Virginia Code § 22-6A-11(a), all persons described in subsection (b), section ten of this article may file written comments with the secretary as to the location or construction of the applicant's proposed well work within thirty days after the application is filed with the secretary. All persons described in West Virginia Code § 22-6A-10(b) may file written construction of the applicant's proposed well work to the Secretary at:

Office of Oil and Gas

Chief, Office of Oil and Gas
Department of Environmental Protection
601 57th St. SE
Charleston, WV 25304
(304) 926-0450

AUG 2 8 2017

WV Department of Environmental Protection

Such persons may request, at the time of submitting written comments, notice of the permit decision and a list of persons qualified to test water. NOTE: YOU ARE NOT REQUIRED TO FILE ANY COMMENT.

API NO. 47- 095

OPERATOR WELL NO. Beem Unit 3H
Well Pad Name: Pyle Run Pad

Time Limits and Methods for Filing Comments.

The law requires these materials to be served on or before the date the operator files its Application. You have **THIRTY (30) DAYS** after the filing date to file your comments. Comments must be filed in person or received in the mail by the Chief's office by the time stated above. You may call the Chief's office to be sure of the date. Check with your postmaster to ensure adequate delivery time or to arrange special expedited handling. If you have been contacted by the well operator and you have signed a "voluntary statement of no objection" to the planned work described in these materials, then the permit may be issued at any time.

Pursuant to West Virginia Code § 22-6A-11(c)(2), Any objections of the affected coal operators and coal seam owners and lessees shall be addressed through the processes and procedures that exist under sections fifteen, seventeen and forty, article six of this chapter, as applicable and as incorporated into this article by section five of this article. The written comments filed by the parties entitled to notice under subdivisions (1), (2), (4), (5) and (6), subsection (b), section ten of this article shall be considered by the secretary in the permit issuance process, but the parties are not entitled to participate in the processes and proceedings that exist under sections fifteen, seventeen or forty, article six of this chapter, as applicable and as incorporated into this article by section five of this article.

Comment Requirements

Your comments must be in writing and include your name, address and telephone number, the well operator's name and well number and the approximate location of the proposed well site including district and county from the application. You may add other documents, such as sketches, maps or photographs to support your comments.

Disclaimer: All comments received will be placed on our web site http://www.dep.wv.gov/oil-and-gas/Horizontal-Permits/Pages/default.aspx and the applicant will automatically be forwarded an email notice that such comments have been submitted. The applicant will be expected to provide a response to comments submitted by any surface owner, water purveyor or natural gas storage operator noticed within the application.

Permit Denial or Condition

The Chief has the power to deny or condition a well work permit. Pursuant to West Virginia Code § 22-6A-8(d), the permit may not be issued or be conditioned, including conditions with respect to the location of the well and access roads prior to issuance if the director determines that:

- (1) The proposed well work will constitute a hazard to the safety of persons;
- (2) The plan for soil erosion and sediment control is not adequate or effective;
- (3) Damage would occur to publicly owned lands or resources; or
- (4) The proposed well work fails to protect fresh water sources or supplies.

A permit may also be denied under West Virginia Code § 22-6A-7(k), the secretary shall deny the issuance of a permit if the secretary determines that the applicant has committed a substantial violation of a previously issued permit for a horizontal well, including the applicable erosion and sediment control plan associated with the previously issued permit, or a substantial violation of one or more of the rules promulgated under this article, and in each instance has failed to abate or seek review of the violation within the time prescribed by the secretary pursuant to the provisions of subdivisions (1) and (2), subsection (a), section five of this article and the rules promulgated hereunder, which time may not be unreasonable.

Pursuant to West Virginia Code § 22-6A-10(g), any person entitled to submit written comments to the secretary pursuant to subsection (a), section eleven of this article, shall also be entitled to receive from the secretary a copy of the permit as issued or a copy of the order modifying or denying the permit if the person requests receipt of them as a part of the written comments submitted concerning the permit application. Such persons may request, at the time of submitting written comments, notice of the permit decision and a list of persons qualified to test water.

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WW-6A
(8-13)

047-095-02474

API NO. 47- 095 OPERATOR WELL NO. Beem Unit 3H
Well Pad Name: Pyle Run Pad

Notice is hereby given by:

Well Operator: Antero Resources Corporation/ Telephone: (303) 357-7310

Email: kquackenbush@anteroresources.com

Address: 1615 Wynkoop St

Denver, CO 802002

Facsimile: (303) 357-7315

Oil and Gas Privacy Notice:

The Office of Oil and Gas processes your personal information, such as name, address and telephone number, as part of our regulatory duties. Your personal information may be disclosed to other State agencies or third parties in the normal course of business or as needed to comply with statutory or regulatory requirements, including Freedom of Information Act requests. Our office will appropriately secure your personal information. If you have any questions about our use or your personal information, please contact DEP's Chief Privacy Officer at deprivacyofficer@wv.gov.

My Commission Expires

KARA QUACKENBUSH
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID 20144028297
MY COMMISSION EXPIRES JULY 21, 2018

Subscribed and sworn before me this 25 day of AUGUST 201

Notary Public

RECEIVED Office of Oil and Gas

AUG 2 8 2017

WW-6A Notice of Application Attachment (Pyle Run Pad):

List of Owners with Proposed Disturbance associated with Pyle Run Pad:

SURFACE OWNERS – All owners were notified of all well work permits applications, and have executed signed Surface Use Agreements with Antero Resources Corporation.

Owner:

Loren Bagley

Address:

2543 Conaway Run Road

Alma, WV 26320

Owner:

David I. Beem and Bonita Beem

Address:

924 Tremont St Dover, OH 44622

Owner:

Tyrone L. Beem and Diane J. Beem

Address:

P.O. Box 152

Tuscarawas, OH 44682

Owner:

Tyrone L. Beem and Diane J. Beem

(2nd Address)

Address:

924 Tremont St Dover, OH 44622

SURFACE OWNERS (Road and/or Other Disturbance) – All owners have executed signed Surface Use and/or Road Agreements with Antero Resources Corporation. However, they were only notified if their tract(s) were overlying the oil and gas leasehold being developed by the proposed well work.

Owner:

Loren Bagley

Address:

2543 Conaway Run Road

Alma, WV 26320

Owner:

David I. Beem and Bonita Beem

Address:

924 Tremont St Dover, OH 44622

Owner:

Tyrone L. Beem and Diane J. Beem

Address:

P.O. Box 152

Tuscarawas, OH 44682

Owner:

Tyrone L. Beem and Diane J. Beem

(2nd Address)

Address:

924 Tremont St

Dover, OH 44622

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AUG 2 8 2017

Operator Well No. Beem Unit 3H

Multiple Wells on the Pyle Run Pad

STATE OF WEST VIRGINIA DEPARTMENT OF ENVIRONMENTAL PROTECTION, OFFICE OF OIL AND GAS NOTICE OF ENTRY FOR PLAT SURVEY

Notice Time Requirement: Notice shall be provided at least SEVEN (7) days but no more than FORTY-FIVE (45) days prior to

Date of Notice:	Date of Planned Entry	: *11/27/2015	Antero may beg	at this is an estimated date. gin surveying seven (7) days but no y-five (45) after your receipt of this
Delivery metho	od pursuant to West Virginia Code § 22-6A	-10 a		ver comes first).
☐ PERSONA	AL 🗆 REGISTERED 🔳 ME	THOD OF DEL	IVERY THAT RE	OLURES A
SERVICE			ATURE CONFIR	500 - 100 -
on to the surface but no more that beneath such tra owner of minera and Sediment C Secretary, whice enable the surface	st Virginia Code § 22-6A-10(a), Prior to filing e tract to conduct any plat surveys required print forty-five days prior to such entry to: (1) That that has filed a declaration pursuant to secals underlying such tract in the county tax recontrol Manual and the statutes and rules related the statement shall include contact information are owner to obtain copies from the secretary.	ursuant to this are the surface owner tion thirty-six, are ords. The notice ted to oil and gas, including the ac	of such notice s of such tract; (2) ticle six, chapter to shall include a sta exploration and p	shall be provided at least seven days to any owner or lessee of coal seams wenty-two of this code; and (3) any attement that copies of the state Erosion roduction may be obtained from the
Notice is hereb	y provided to:			
SURFACE			OWNER OR LE	
Name: PLEASE	SEE ATTACHMENT		DECLARATIONS ON REC	
	SEE ATTACHMENT	Address:		
Name:				
Address:			RAL OWNER(s)	
		Name: P	EASE SEE ATTACHMEN	NT
Address:		Address:		
		*please attach	additional forms if ne	cessary
a plat survey on	eby given: st Virginia Code § 22-6A-10(a), notice is here the tract of land as follows:			operator is planning entry to conduct
	West Virginia		ide & Longitude:	Approx. 39.400078, -80.904044
-	Tyler	Public Road A	ccess:	Bearsville-Mole Hole
	Centerville Middlebourne 7.5'	Watershed: Generally used	l farm name:	Outlet Middle Island Creek Tyrone L. Beem, et al
Copies of the st may be obtained Charleston, WV	ate Erosion and Sediment Control Manual and from the Secretary, at the WV Department of 25304 (304-926-0450). Copies of such doche Secretary by visiting www.dep.wv.gov/oil	d the statutes and of Environmenta cuments or additi	I rules related to of Protection headquestion r	il and gas exploration and production uarters, located at 601 57 th Street, SE, elated to horizontal drilling may be RECEIVED Office of Oil and Gas
Well Operator:		Address:	1615 Wynkoop Street	AUG 2 8 2017
Telephone:	(303) 357- 7310		Denver, CO 80202	panartment of
Email:	kquackenbush@anteroresources.com	Facsimile:	(303) 357-7315	WV Department of Environmental Protection
				Lea 1 ·

Oil and Gas Privacy Notice:

The Office of Oil and Gas processes your personal information, such as name, address and telephone number, as part of our regulatory duties. Your personal information may be disclosed to other State agencies or third parties in the normal course of business or as needed to comply with statutory or regulatory requirements, including Freedom of Information Act requests. Our office will appropriately secure your personal information. If you have any questions about our use or your personal information, please contact DEP's Chief Privacy Officer at deprivacyofficer@wv.gov.

WW-6A3 Notice of Entry For Plat Survey Attachment:

Surface Owners:

Tax Parcel ID: 11-3

Owner: Loren Bagley

Address: 2543 Conaway Run Rd.

Alma, WV 26320

Surface Owners:

Tax Parcel ID: 11-4

Owner: Tyrone L. Beem & Diane J. Beem

Address: PO Box 152

Tuscarawas, OH 44682

Owner: Tyrone L. Beem & Diane J. Beem

(2ND Address)

Address: 229 Hammersly Dr.

Tuscarawas, OH 44682

Owner: David I. Beem & Bonita Beem

c/o David Beem

Address: 924 Tremont St.

Dover, OH 44622

Mineral Owners:

Tax Parcel ID: 11-3

Owner: Loren Bagley

Address: 2543 Conaway Run Rd.

Alma, WV 26320

Owner: The Heirs, Successors & Assigns of

Mabel R. Pyle c/o Paul Pyle

Address: 83 Pointe South Ter.

Bluffton, SC 29910

Owner: Charles R. Wince Address: 1406 Capetown Dr.

Grand Prairie, TX 75050

Owner: Mary K. Wince Pickard

Address: 116 McCoy Place

Sewickley, PA 15143

Owner: Howard L. Pyle Address: 728 Tarklin Rd.

Salem, WV 26426

Mineral Owners:

Tax Parcel ID: 11-4

Owner: David I. Beem & Bonita Beem

c/o David Beem

Address: 924 Tremont St.

Dover, OH 44622

Owner: Tyrone L. Beem & Diane J. Beem

Address: PO Box 152

Tuscarawas, OH 44682

Owner: Tyrone L. Beem & Diane J. Beem

(2ND Address)

Address: 229 Hammersly Dr.

Tuscarawas, OH 44682

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AUG 2 8 2017

WW-6A5 (1/12)

Operator Well No. Beem Unit 3H

STATE OF WEST VIRGINIA DEPARTMENT OF ENVIRONMENTAL PROTECTION, OFFICE OF OIL AND GAS NOTICE OF PLANNED OPERATION

Notice Time Requirement: notice sl Date of Notice: 08/25/2017	nall be provided no later than the filing date of permit Date Permit Application Filed: 08/25/2017	application.
Delivery method pursuant to West	Virginia Code § 22-6A-16(c)	
CERTIFIED MAIL RETURN RECEIPT REQUES	TED HAND DELIVERY	
return receipt requested or hand delive the planned operation. The notice of required to be provided by subsection drilling of a horizontal well; and (3) damages to the surface affected by oi	6(c), no later than the date for filing the permit application, give the surface owner whose land will be used for required by this subsection shall include: (1) A copy in (b), section ten of this article to a surface owner whose A proposed surface use and compensation agreement and gas operations to the extent the damages are componentally begiven to the surface owner at the address limited.	or the drilling of a horizontal well notice of of this code section; (2) The information see land will be used in conjunction with the at containing an offer of compensation for pensable under article six-b of this chapter.
Notice is hereby provided to the SU (at the address listed in the records of Name: PLEASE SEE ATTACHMENT		
Address:	Address:	RECEIVED Office of Oil and Gas
Notice is hereby given: Pursuant to West Virginia Code § 22- operation on the surface owner's land State: West Virginia County: Tyler District: Centerville Quadrangle: Middlebourne 7.5' Watershed: Outlet Middle Island Creek	-6A-16(c), notice is hereby given that the undersigned d for the purpose of drilling a horizontal well on the trace and the purpose of drilling a horizontal well on the trace and the purpose of drilling a horizontal well on the trace and the purpose of drilling a horizontal well on the trace and the purpose of drilling a horizontal well on the trace and the purpose of drilling a horizontal well on the trace and the purpose of drilling a horizontal well on the trace and the purpose of drilling a horizontal well on the trace and the purpose of drilling a horizontal well on the trace and the purpose of drilling a horizontal well on the trace and the purpose of drilling a horizontal well on the trace and the purpose of drilling a horizontal well on the trace and the purpose of drilling a horizontal well on the trace and the purpose of drilling a horizontal well on the trace and the purpose of drilling a horizontal well on the trace and the purpose of drilling a horizontal well on the trace and the purpose of drilling a horizontal well on the trace and the purpose of drilling a horizontal well on the trace and the purpose of drilling a horizontal well on the purpose of drilling a horizontal well on the trace and the purpose of drilling a horizontal well on the purpose of drilling a horizontal well on the purpose of drilling a horizontal well on the purpose of drilling a horizontal well of the purpose of drilling a horizontal well on the purpose of drilling a horizontal well a horizontal well on the purpose of drilling a horizontal well a h	well operator has developed a planned www Department of act of land as follows: Environmental Protection 508281m 4361201m Bearsville-Mole Hole Tyrone L. Beem, et al
to be provided by W. Va. Code § horizontal well; and (3) A proposed surface affected by oil and gas opera information related to horizontal dri	Denver, CO 80202	used in conjunction with the drilling of a n offer of compensation for damages to the der article six-b of this chapter. Additional Department of Environmental Protection or by visiting

Oil and Gas Privacy Notice:

The Office of Oil and Gas processes your personal information, such as name, address and telephone number, as part of our regulatory duties. Your personal information may be disclosed to other State agencies or third parties in the normal course of business or as needed to comply with statutory or regulatory requirements, including Freedom of Information Act requests. Our office will appropriately secure your personal information. If you have any questions about our use or your personal information, please contact DEP's Chief Privacy Officer at deepprivacyofficer@wv.gov.

WW-6A5 Notice of Planned Operation Attachment (Pyle Run Pad):

List of Owners with Proposed Disturbance associated with Pyle Run Pad:

SURFACE OWNERS -

Owner:

Loren Bagley

Address:

2543 Conaway Run Road

Alma, WV 26320

Owner:

David I. Beem and Bonita Beem

Address:

924 Tremont St

Dover, OH 44622

Owner:

Tyrone L. Beem and Diane J. Beem

Address:

P.O. Box 152

Tuscarawas, OH 44682

Owner:

Tyrone L. Beem and Diane J. Beem

(2nd Address)

Address:

924 Tremont St

Dover, OH 44622

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AUG 28 2017



WEST VIRGINIA DEPARTMENT OF TRANSPORTATION

Division of Highways

1900 Kanawha Boulevard East • Building Five • Room 110
Jim Justice Charleston, West Virginia 25305-0430 • (304) 558-3505
Governor

Thomas J. Smith, P. E. Secretary of Transportation/ Commissioner of Highways

August 18, 2017

James A. Martin, Chief Office of Oil and Gas Department of Environmental Protection 601 57th Street, SE Charleston, WV 25304

Subject: DOH Permit for the Pyle Run Pad, Tyler County

Beem Unit 3H Well Site

47-015-02474

Dear Mr. Martin,

This well site will be accessed from a DOH permit #06-2014-0700 which has been issued to Antero Resources Corporation for access to the State Road for a well site located off of Tyler County 30/3 SLS.

The operator has signed a STATEWIDE OIL AND GAS ROAD MAINTENANCE BONDING AGREEMENT and provided the required Bond. This operator is currently in compliance with the DOH OIL AND GAS POLICY dated January 3, 2012.

Very Truly Yours,

Gary K. Clayton, P.E.

Bay K. Clayton

Regional Maintenance Engineer Central Office O&G Coordinator

Cc: Kara Quackenbush

Antero Resources Corporation

CH, OM, D-6

File

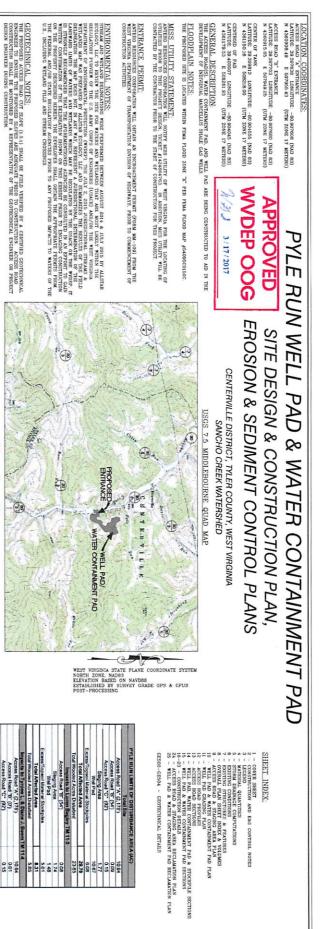
Office of Oil and Gas

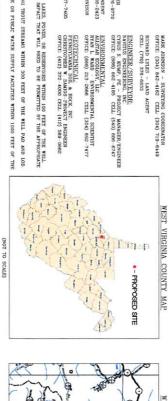
AUG 2 8 2017

WN Department of -mental Protection

List of Anticipated Additives Used for Fracturing or Stimulating Well 047-095-02474

Additives	Chemical Abstract Service Number (CAS #)					
Fresh Water	7732-18-5					
2 Phosphobutane 1,2,4 tricarboxylic acid	37971-36-1					
Ammonium Persulfate	7727-54-0					
Anionic copolymer	Proprietary					
Anionic polymer	Proprietary					
BTEX Free Hydrotreated Heavy Naphtha	64742-48-9					
Cellulase enzyme	Proprietary					
Demulsifier Base	Proprietary					
Ethoxylated alcohol blend	Mixture					
Ethoxylated Nonylphenol	68412-54-4					
Ethoxylated oleylamine	26635-93-8					
Ethylene Glycol	107-21-1					
Glycol Ethers	111-76-2					
Guar gum	9000-30-0					
Hydrogen Chloride	7647-01-0					
Hydrotreated light distillates, non-aromatic, BTEX free	64742-47-8					
Isopropyl alcohol	67-63-0					
liquid, 2,2-dibromo-3-nitrilopropionamide	10222-01-2					
Microparticle	Proprietary					
Petroleum Distillates (BTEX Below Detect)	64742-47-8					
Polyacrylamide	57-55-6					
Propargyl Alcohol	107-19-7					
Propylene Glycol	57-55-6					
Quartz	14808-60-7					
Sillica, crystalline quartz	7631-86-9					
Sodium Chloride	7647-14-5					
Sodium Hydroxide	1310-73-2					
Sugar	57-50-1					
Surfactant	68439-51-0	RECEIVED				
Suspending agent (solid)		ce of Oil and Gas				
Tar bases, quinoline derivs, benzyl chloride-quaternized		UC 0 0 2017				
Solvent Naphtha, petroleum, heavy aliph	64742-96-7	UG 2 8 2017				
Soybean Oil, Me ester		V Department of onmental Protection				
Copolymer of Maleic and Acrylic Acid	52255-49-9	nmental Protection				
DETA phosphonate	15827-60-8					
Hexamthylene Triamine Penta	34690-00-1					
Phosphino Carboxylic acid polymer	71050-62-9					
Hexamethylene Diamine Tetra	23605-75-5					
2-Propenoic acid, polymer with 2 propenamide	9003-06-9					
Hexamethylene diamine penta (methylene phosphonic acid)	23605-74-5					
Diethylene Glycol	111-46-6					
Methenamine	100-97-0					
Polyethylene polyamine	68603-67-8					
Coco amine	61791-14-8					
2-Propyn-1-olcompound with methyloxirane	38172-91-7					
2 110pyn-1-olcompound with methyloxidate	302/2 32 /					





OPERATOR:
ANTER RESOURCES CORPORATION
ANTER OR ANS BLVD.
33 WHITE DAKE BLVD.
HINDLEPORT, WY 26330
PHONE: (304) 842-4100
PAX: (304) 842-4102

RICHARD LYLES - LAND AGENT CELL: (770) 378-6833

MARK JOHNSON - SURVEYING COORDINATOR OFFICE: (304) 842-4162 CELL: (304) 719-6449

CONTACTS

A SHESHEWACE INVESTIGATION OF THE PROPOSED SITE "AS PERFORMED IN PRONSITIVAMA SOIL & ROCK, INC. BEFFREN SETTIAMER 10, 2014 & SETTIAMER 22, 2014. THE REPORT PERFORMED PERMISTIVAMA, SOIL & ROCK, INC. DATED OFFICER 24, 2014, REFLECTS THE RESULTS OF THE SHESHEVACE WITHARD THE SHESHEVACE REPORTANCE OF THE SHESHEVACE WITHARD THE SHESHEVACE REPORTANCE OF THE SHESHEVACE REPORT BY PENNSYLVAMA SOIL & ROCK, INC. PAN ADDITIONAL PROBABILITY, AS NEEDED.

JON MCEVERS - OPERATIONS SUPERINTENDENT OFFICE: (303) 357-6799 CELL: (303) 808-2423 ELI WAGONER - ENVIRONMENTAL ENGINEER
OFFICE: (304) 842-4068 CELL: (304) 476-9770

ENVIRONMENTAL:
ALISTAR ECOLOGY, ULC
RYAN L WARD - ENVIRONMENTAL SCIENTIST
RYAN L WARD - ENVIRONMENTAL SCIENTIST
OFFICE: (886) 213-2866 CELL: (304) 692-7477

CHNICAL:
TVANIA SOIL & BOCK, INC.
TYANIA SOIL & BOCK, INC.
THER W. SAMIOS-PROJECT ENGINEER
(412) 372-4000 CELL: (412) 589-0862

RESTRICTIONS NOTES:

THERE ARE NO PERENNIAL
PAD AND LOD THERE IS A
AGENCIES.

STREAMS.

THERE ARE NO NATURALLY PRODUCING TROUT STREAMS WITHIN

THERE ARE CENTER OF

PLANS WERE CREATED TO BE PLOTTED ON 22°X34" (ANSI D) PAPER. HALF SCALE DRAWINGS ARE ON 11°X17" (ANSI D) PAPER

SCALE OR COLOR PLOTTING AND ANY
SCALE OR COLOR MAY RESULT IN A LOSS OF
NOT BE USED FOR CONSTRUCTION PURPOSES

REPRODUCTION NOTE

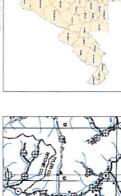
THAN 2.500 SQUARE FEET WITHIN WITHIN 625 FEET OF THE CENTER

625 OF THE WELL PAD.

FEET OF THE

THERE ARE NO OCCUPIED DWELLING

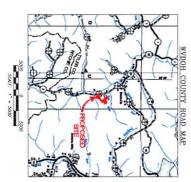
THERE ARE NO APPARENT EXISTING WATER WELLS OR DEVELOPED SPRINGS WITHIN 250 FEET OF THE WELL(S) BEING DRILLED. THERE ARE NO GROUNDWATER INTAKE OR PUBLIC WATER SUPPLY FACILITIES WITHIN WELL PAD AND LOD. ROBERT B. WIRKS - FIELD ENGINEER OFFICE: (304) 642-4100 CELL: (304) 627-7405 AARON KUNZLER - CONSTRUCTION SUPERVISOR CELL: (405) 227-8344





MISS Utility of West Virginia
1-800-245-4848
West Virginia State Law
(Section MV. Chapter 24-C)
Requires that you call two
business days before you dig in
the state of West Virginia.
IT'S THE LAW!

in



000	161	161	PEM Wetand 2 (Staging Area)
101	Total Impact (SF)	FII (SF)	Wedand and Impact Cause
1	I SOUVE LEE	AND MEAC	PILE KUN WEIL

200	Wedand a		Well Pad Elevation	HERIOU	Spock	Unit 2H	Spock	HI PUN	Spock	Unit 3H	Beem	Unit 2H	Beem	HI JINU	Beem	Unit 3H	Heintzman	Unit 2H	Heintzman	HI Inu	Heintzman	
1000	Wedland and Impact Cause	PYLE RUN WI	tion 1,115.0	E 1603267 87	81 DOSCCC N	E 1607278 81	N 333975 95	E 1601209 76	N 330971.71	E 1603260 73	N 330807 47	E 160231 84	N 330363 22	69 29-2034 B	DE BOSCE N	E 1603233 53	N 330354 75	E 160224 47	N DOESTE N	E MC215 42	N 330346 26	
101	FII (SF)	ETLAND IMP		E 1571846.78	N 331014 65	E 1571837 73	N 331010 44	E 1571628.67	N 331006.23	E 157181961	N 331001 95	E 1571810.55	N 335597 72	E 1571801 50	N 200890.43	E 15/1/192 44	N XXXXXX 24	E 1571783.30	N 300905 00	E 1571774.33	N 330080 76	
161	Total Impact	PYLE RUN WETLAND IMPACT (SQUARE FEET		E 500200.64	N 4301204.79	E 506299 90	N 4361203.45	E 508281.17	N 4361202 12	E 506281 43	N 4381200.78	E 505278.69	N 4361199.44	E 500275.95	N 4361198.10	£ 508273.22	N 4361195.76	E 505270.48	N 4361185 43	E 506067.74	N 4361194 00	
3	(AC)	Cas		LONG-80-54-13-4017	LAT 39-24-01 3974	TONG 80 24 13 2162	LAT 39-24-01 0541	LCNG-8054-13.5307	LAT 39-24-01 0108	FSW \$1 15 GB 5NOT	LAT 39-24 00 9075	FEST 1-55 OR - ENCY	LAT 39-24-00 3242	LONG 80 54 13 8743	LAT 39-24-00.8809	LCNG -80-54-14 D856	LAT 39-24-00 5375	TONG -80 54 14 2020	LAT 39-24-00 7542	LONG -80 S4-14 3178	LAT 30-24-00 7509	

PILE	CON EPHEN	HERVIE STREAM	MPACE (LINEAR)	(EEI)	SAND STREET, SAND
	Perma	nent impacts	Temp. Impacts	Temp. Disturb.	Total
Stream and Impact Cause	Culvert /	Inlets/Outlets Structures (LF)	Cofferdam/ E&S Controls (LF)	Lo.D. (LF)	Disturba (LF)
Stream 13 (Well Pad)	0	0	33	44	77
Stream 10 (Stockpile Area B*)	0	0	0	42	42



COVER SHEET

PYLE RUN

WELL PAD & WATER CONTAINMENT PAD CENTERVILLE DISTRICT TYLER COUNTY, WEST VIRGINIA



	DATE	REVISION
	40 7 4 4 70	REVISED PER STREAMS & WETLAND
	11/24/2015	REVISED PER DESIGN UPDATES
	04/14/2016	REVISED PER CONSTRUCTION
	01/18/2017	REVISED PER CONSTRUCTION
	01/25/2017	REVISED WELL NAMES
	01/30/2017	REVISED WELL LOCATIONS
	03/15/2017	REVISION PER WYDEP COMMENTS



