March 31, 2015

WELL WORK PERMIT

Horizontal 6A Well

This permit, API Well Number: 47-5101825, issued to CHEVRON APPALACHIA, LLC, 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 all 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 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.

In addition to the applicable requirements of this permit, and the statutes and rules governing oil and gas activity in WV, this permit may contain specific conditions which must be followed. Permit conditions are attached to this cover letter.

Per 35CSR-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) 926-0499 ext. 1654.

James Martin
Chief

Operator's Well No: TAYLOR C 8H
Farm Name: WILLIAMS OHIO VALLEY MIDS
API Well Number: 47-5101825
Permit Type: Horizontal 6A Well
Date Issued: 03/31/2015

Promoting a healthy environment.
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

1. 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 fifty (50) 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. 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.

8. 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.

9. Operator shall provide the Office of Oil & Gas notification of the date that drilling commenced on this well. Such notice shall be provided by sending an email to DEPOGNotify@wv.gov within 30 days of commencement of drilling.
ORDER
ISSUED UNDER
WEST VIRGINIA CODE, CHAPTER 22, ARTICLE 6A

TO:        Chevron Appalachia, LLC
            800 Mountain View Drive
            Smithfield, WV 15478

DATE:      March 31, 2015
ORDER NO.: 2015-W-3

INTRODUCTION

This Order (hereinafter "Order") is issued by the Office of Oil and Gas (hereinafter "OOG"), by and through its Chief, pursuant to the authority of W. Va. Code §§ 22-1-1, 22-6-1 and 22-6A-1 et seq. to Chevron Appalachia, LLC (hereinafter "Chevron" or "Operator"), collectively the "Parties."

FINDINGS OF THE CHIEF

In support of this Order, the Chief hereby finds the following:

1. OOG, an office within the West Virginia Department of Environmental Protection, is the agency with the duty and authority to execute and enforce W. Va. Code §22-6-1 and §22-6A-1 et seq., and the rules and regulations promulgated thereunder.

2. Chevron is a "person" as defined by W. Va. Code §22-6-1(n), with a corporate address as 800 Mountain View Drive, Smithfield, PA 15478.

3. On November 14, 2014 and February 5, 2015, Chevron submitted applications for gas wells identified as API numbers 47-051-01800, 47-051-01801, 47-051-01802, 47-051-01803, 47-051-01804, 47-51-01805, 47-051-01824, 47-051-01825 and 47-05101826 located on the Taylor C Pad in the Clay District of Marshall County, West Virginia.

4. On February 27, 2015, Chevron requested a waiver for Streams 1 and 2 outlined in Exhibit 1, from well location restriction requirements in W. Va. Code §22-6A-12(b) for gas well permit applications identified as API numbers 47-051-01800, 47-051-01801, 47-051-01802, 47-051-01803, 47-051-01804, 47-51-01805, 47-051-01824, 47-051-01825 and 47-051-01826, located on the Taylor C Pad in the Clay District of Marshall County, West Virginia.
CONCLUSIONS OF LAW

1. West Virginia Code §22-1-6(d) requires, in part, that “[i]n addition to other powers, duties and responsibilities granted and assigned to the secretary by this chapter, the secretary is authorized and empowered to...(3) Enter private lands to make surveys and inspections for environmental protection purposes; to investigate for violations of statutes or rules which the Office of Oil and Gas is charged with enforcing; to serve and execute warrants and processes; to make arrests; issue orders, which for the purposes of this chapter include consent agreements; and to otherwise enforce the statutes or rules which the Office of Oil and Gas is charged with enforcing.”

2. West Virginia Code §22-6A-2(a)(6) requires, in part, that “Concomitant with the broad powers to condition the issuance of well work permits, the secretary should also have broad authority to waive certain minimum requirements of this article when, in his or her discretion, such waiver is appropriate: Provided, That the secretary shall submit a written report of the number of waivers granted to the Legislature commencing January 1, 2013, and each year thereafter.”

3. West Virginia Code §22-6A-12(b) requires, in part, that “[n]o 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 Office of Oil and Gas 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 Office of Oil and Gas 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.”
ORDER

Therefore, the Office of Oil and Gas grants Chevron a waiver for Perennial Streams #1 and #2 from well location restriction requirements in W. Va. Code §22-6A-12(b) for gas well permit applications identified as API numbers 47-051-01800, 47-051-01801, 47-051-01802, 47-051-01803, 47-051-01804, 47-51-01805, 47-051-01824, 47-051-01825 and 47-05101826, located on the Taylor C Pad in Clay District of Marshall County, West Virginia. The Office of Oil and Gas hereby ORDERS that Chevron Appalachia, LLC shall meet the following site construction and operational requirements for the Taylor C well pad:

a. A berm shall be constructed around the perimeter of the pad to contain any potential spills and storm water runoff. Berm is to be at least one and a half feet (1.5’) in height;
b. Super silt fence and erosion control blankets shall be installed on all slopes and down gradient locations of the pad and topsoil pile areas as erosion and sediment controlling BMPs;
c. Perennial Streams #1 and #2 shall have super silt fence installed adjacent to the streams;
d. Disturbed areas not used for operations shall be seeded and mulched per the seeding tables in the WVDEP-OOG Erosion and Sediment Control Manual;
e. Drill cuttings and associated drilling mud shall be disposed of in a permitted landfill;
f. Waste generated by the flowback treatment systems shall be sent to offsite disposal at a permitted landfill;
g. Weekly site inspections shall be conducted to monitor and maintain the integrity of the BMP storm water controls;
h. Weekly storm water and spill prevention inspections shall be conducted focusing on storm water and spill prevention BMPs and maintenance of these BMPs;
i. Inspections of the storm water and spill prevention measures shall be conducted after any major storm event defined as a half inch (½”) rain within any twenty-four (24) hour period;
j. Pad inspections shall be conducted no less than once a week to identify and mitigate potential deficiencies;
k. All records from inspections shall be maintained on site for the life of the project and be available upon request.

Thus ORDERED, the 31th day of March, 2015.

IN THE NAME OF THE STATE OF WEST VIRGINIA:

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

By: [Signature]

JAMES A. MARTIN, CHIEF

Order No. 2015-W-3
STATE OF WEST VIRGINIA
DEPARTMENT OF ENVIRONMENTAL PROTECTION, OFFICE OF OIL AND GAS
WELL WORK PERMIT APPLICATION

1) Well Operator: Chevron Appalachia, LLC ☐ 49449935 Marshall Clay Glen Easton, WV 7.5' Operator ID County District Quadrangle

2) Operator’s Well Number: 8H Well Pad Name: Taylor C

3) Farm Name/Surface Owner: Williams Ohio Valley Midstream Public Road Access: CR 17 Fork Ridge Road

4) Elevation, current ground: 1257’ Elevation, proposed post-construction: 1236’

5) Well Type (a) Gas ☐ Oil ☐ Underground Storage ☐
   Other
   (b) If Gas Shallow ☐ Deep ☐ Horizontal ☐
   [JW 11/17/15]

6) Existing Pad: Yes or No ☐ No

7) Proposed Target Formation(s), Depth(s), Anticipated Thickness and Associated Pressure(s):
   Marcellus, 6535’, 49’ - 0.64 psi/ft

8) Proposed Total Vertical Depth: 6555’

9) Formation at Total Vertical Depth: MARCELLUS

10) Proposed Total Measured Depth: 17,031’

11) Proposed Horizontal Leg Length: 95155

12) Approximate Fresh Water Strata Depths: 528’ GL

13) Method to Determine Fresh Water Depths: 2 mi radius offset wells, freshwater wells, and freshwater base level

14) Approximate Saltwater Depths: 1276’, 1880’-2370’ KB: Francis 1V offset well

15) Approximate Coal Seam Depths: 790’ GL

16) Approximate Depth to Possible Void (coal mine, karst, other): None

17) Does Proposed well location contain coal seams directly overlying or adjacent to an active mine? Yes ☑ No ☐
   (a) If Yes, provide Mine Info: Name: Ireland Mine
   Depth: 790’ GL
   Seam: Pittsburgh No. 8'
   Owner: CONSOL Energy

Received
Office of Oil & Gas
FEB 05 2015
### CASING AND TUBING PROGRAM

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<th>TYPE</th>
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<th>New or Used</th>
<th>Grade</th>
<th>Weight per ft. (lb/ft)</th>
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<th>INTERVALS: Left in Well</th>
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Office of Oil & Gas

FEB 05  2015
19) Describe proposed well work, including the drilling and plugging back of any pilot hole:

Drill 17-1/2" hole to 600 then run and cement 13-3/8" casing to surface covering the fresh water. Drill 12.25" hole to 2,330' then run and cement to surface 9 5/8" casing, covering the Big Injun. Drill 8 1/2" hole to KOP at 5,478'. Drill 8 1/2" curve and lateral to 17,031' MD and 6,555 TVD. Run 5 1/2" production casing and cement back to surface.

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

Chevron will utilize plug and perf method with 44 stages using 8,572 bbl of fluid and 315,000 lbm of sand per stage. Anticipated max pressure: 9500psi.

21) Total Area to be disturbed, including roads, stockpile area, pits, etc., (acres): 22.01

22) Area to be disturbed for well pad only, less access road (acres): 4.66

23) Describe centralizer placement for each casing string:

There will be a bow spring centralizer every two jts on the Water string and intermediate. The production string will have two centralizer every jt in the lateral and curve, then one every jt from KOP to surface.

24) Describe all cement additives associated with each cement type:

For the Water String the blend will contain class A cement, 3% CaCl₂, and flake. The intermediate will contain class A cement, 10% CaCl₂, Salt, and flake. The Production cement will have a lead and tail cement. The lead will contain class A cement, KCl, dispersant, suspension agent, and retarder. The tail will contain class A cement, Calcium Carbonate, KCl, dispersant, de-foamer, suspension agent, and friction reducer.

25) Proposed borehole conditioning procedures:

Well will be circulated a minimum of 3 bottoms up once casing point has been reached on all hole sections and until uniform mud properties are achieved.

Received
Office of Oil & Gas
MAR 11 2015

*Note: Attach additional sheets as needed.
Cement Additives

Water String the blend will contain class A cement, 3% CaCl2, and flake.

The intermediate will contain class A cement, 10% CaCl2, Salt, and flake.

The Production cement will have a lead and tail cement.

The lead will contain class A cement, KCl, dispersant, suspension agent, and retarder.

The tail will contain class A cement, Calcium Carbonate, KCl, dispersant, de-foamer, suspension agent, and friction reducer.
Scenario-1: Marcellus well drilled first as Pilot well:

a. If a void is encountered, we will drill ahead to min 30' or max 50' below mine void and stop drilling.
   - Notify DEP Inspector and obtain permit/approval to plug back hole. The plugback procedure will be as follows:
     o Trip in hole with 2-7/8" tubing cement stinger to 20' above top of void.
     o Mix and pump cement to fill rat hole below void. Trip out of hole and lay down tubing
     o Trip in hole with Open Hole Packer and set at 20' above top of void. Test packer.
     o Trip out of hole and lay down packer running tool
     o TIH w/ 2-7/8" tubing to 5'4"/+ from top of packer
     o Mix and pump 15.6pg cement on top of packer and fill hole to within 10' from surface.
     o Trip out of hole and lay down tubing.
     o Nipple down BOPE and related equipment
     o Cut casing, lay wellhead and casing cut piece
     o Weld on steel plate to cover casing
     o Rig down and skid rig to next well. Note: Cellar ring removal, cellar filling and installation of land mark will be done later

The rest wells original plan will be revised to incorporate a coal casing string as follows:

b. Marcellus Wells Contingency Casing Plan:
   - Drill 26" hole to 688' (min 50' or max 150' beyond freshwater zone)
   - Run 20' 94.5# J-55 BTC casing
   - Cement casing to surface using displacement method with 30% excess
   - Drill 17-1/2" hole to 940' (min 30' or max 50' beyond mine void)
   - Run 13-3/8" 54.5# J-55 BTC casing with cement basket 20' above mine void
   - Cement casing using displacement method to bottom of mine void using 100% excess
   - Grout from surface to cement basket using whatever volume of cement necessary to get cement to surface
   - Drill 12-1/4" hole to 2,311' 100' below the Berea Sand
   - Run 9-5/8" 40# N-80 BTC casing to isolate the Berea, shallow gas sand and salt water zones
   - Cement casing to surface using displacement method with 30% excess
   - Drill 8-1/2" production hole to TD
   - Run 5 7/8" 20# P-110 VA Superior production casing to TD
   - Cement casing to surface using displacement method with 10% excess

c. Utica/Point Pleasant well Contingency Casing Plan: In a situation where there is also Utica/Point Pleasant well(s) to be drilled on same pad, the Point Pleasant/Utica well contingency casing design based on the outcome of the Marcellus pilot well drilled will be as follows:
   - Drill 26" hole to 638' (min 50' or max 150' beyond freshwater zone)
   - Run 24" 186# X-56 DDS casing
   - Cement casing to surface using displacement method with 30% excess
   - Drill 21" hole to 940' (min 30' or max 50' beyond mine void)
   - Run 18-5/8" 87.5# J-55 BTC casing with cement basket 20' above mine void
   - Cement casing using displacement method to bottom of mine void using 100% excess
   - Grout from surface to cement basket using whatever volume of cement necessary to get cement to surface
   - Drill 17-1/2" hole to 2,542' 100' below the Berea Sand
   - Run 13-3/8" 72# N-80 BTC casing to isolate the Berea, shallow gas sand and salt water zones
   - Cement casing to surface using displacement method with 30% excess
   - Drill 12-1/4" hole to 8,846' 100' below the Lockport
Scenario 2: Drilling String/Bottom Hole Assembly Stuck during drilling:

- If the drill string/BHA gets stuck during drilling operation:
  - Make all necessary effort and attempt to free the drill string/BHA.
  - If all effort and attempts proves unsuccessful, will notify WV DEP Inspector of situation and obtain verbal and/or email approval to plug hole back with cement plug(s) and sidetrack well.
  - Cement plug(s) will be set as needed to the desired depth adequate for successful sidetrack of well without compromising anti-collision with the original hole and ghost well(s)/adjacent wells on the same pad.
  - Cement plug(s) additives will contain Class H cement, KCl, Dispersant, Anti-Foam, and Retarder.
  - Trip in hole with Drilling Bottom Hole Assembly
  - Dress/drill cement to proposed kick off point
  - Kick off and sidetrack well and directionally drill sidetrack well to original casing point
Taylor C 8H

Marshall Co., WV
September 18, 2014

Casing & Cementing Details

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- Bow Spring: 1 shoe Jt, 1 every 2nd Jt
- 1 on ea 2.3 ps across previous shoe
- Rigid: 2 within 30 ft of surface

- Deepest Aquifer 523'

- 13.38" Casing 663'

- Basket 715'
- Top Coal 615'
- Deepest Coal 615'

- Horizontal Landing Point 7,416'
- Lateral length = 5,516'
- 5 1/2" Casing 6,104'
- 6 1/2" Casing 6,645'

Ground Level Elevation: 4705101825

- Depths measured from KB 5.5 ft above GL

- Cement to surface
  - Class A @ 10% Cap: 5.75" Casing
    - Yield = 10.86 chf
    - Weight = 15.5 ppg
    - Capacity = 6.95 ft³/chf
    - Acute = 0.025 ft³/chf
    - 3.9 ft³/chf for shoe track
    - Bond = 1,570 psi
    - Caliper = 2,000 psi

- Cement to surface
  - Class B @ 7% Cap: 5.75" Casing
    - Yield = 1.18 chf
    - Weight = 16.5 ppg
    - Capacity = 0.156 ft³/chf
    - Acute = 0.021 ft³/chf
    - 0.4 ft³/chf for shoe track
    - Bond = 2,700 psi
    - Caliper = 3,000 psi

- 42.70 mbd air with water
- Minimum 50 ft past deepest known fresh water

- 30° excess

- Centralization
  - 2 Ton glider per Jt from shoe to KOP
  - 1 single bow per 2 Jt from KOP to surface

- Office of Oil & Gas

- FEB 05 2015

04/03/2015
Chevron Appalachia, LLC

Proposed Revegetation Treatment: Acres Disturbed 22.01 Prevegetation pH 5.5-6.3

Soil test

Lime Tons/acre or to correct to pH 5.0-7.5

Fertilizer type

Fertilizer amount 1,000 lbs/acre

Mulch Straw 2 Tons/acre

Seed Mixtures

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Attach:

Drawing(s) of road, location, pit and proposed area for land application (unless engineered plans including this info have been provided)

Photocopied section of involved 7.5' topographic sheet.

Plan Approved by:

Comments:

Received
Office of Oil & Gas
FEB 05 2015

Title: Oil & Gas Inspector

Field Reviewed? ( ) Yes ( ) No

Date: 12/15/2015

04/03/2015
West Virginia Well Site Safety Plan

Taylor C Site
Well 8H
Marshall County, West Virginia

Prepared in Conformance with:

West Virginia's Code §22-6A and Legislative Rule §35-8-5.7
and

West Virginia Department of Environmental Protection's, Office of Oil and Gas documents:
"Well Site Safety Plan Standards" (issued August 25, 2011), and
"Deep Well Drilling Procedures and Site Safety Plan Requirements" (issued October 22, 2012)

Revised 1

Original: September 2012
Revised: June 2013
Revised: May 2014

Received
Office of Oil & Gas
FEB 05 2015

04/03/2015
NOTE:
THE Bearings AND COORDINATES ARE BASED ON NAD 83,
WEST VIRGINIA NORTH ZONE

TAYLOR "C" WELL SITE SAFETY PLAN #1

FORK RIDGE ROAD
CLAY DISTRICT, MARSHALL COUNTY, WV

PREPARED FOR:
CHEVRON APPALACHIA, LLC
900 MOUNTAIN VIEW DRIVE
SMITHFIELD, PA 15478

WELL PAD
LAT 39° 57' 01"N
LNG 85° 41' 50.06''W
BASED ON NAD 83

1 Inch = 400 feet
TAYLOR C
8H PAGE 2 OF 2

SURFACE OWNER
1 WILLIAMS OHIO VALLEY MIDSTREAM LLC
2 BRENDAN J. MCCARTHY & JOSEPH E. BOJALAD, III
3 PHILIP L. KUHN EST - LIFE
4 MURRAY ENERGY
5 GEORGE B. & MARY L. CROW
6 JAMES POMPEO
7 JAMES POMPEO
8 WILLIAM E. & AMANDA N. TOLAND

LESSOR
A LEE R. & SHELL L. TAYLOR
B ROBERT S. BIRD & BETTY J. BIRD
C HOWARD L. KUHN ET AL, HOWARD LEE KUHN ET AL
D DNX GAS COMPANY, LLC
E CHARLES R. KERMAN ET UX
F FREDDIE C. & VIOLET L. WHITE
G FREDDIE C. & VIOLET L. WHITE ET AL

MARCH 5, 2015

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