

west virginia department of environmental protection

Office of Oil and Gas 601 57th Street SE Charleston, WV 25304 (304) 926-0450 (304) 926-0452 fax Earl Ray Tomblin, Governor Randy C. Huffman, Cabinet Secretary www.dep.wv.gov

January 26, 2015

WELL WORK PERMIT

Horizontal 6A Well

This permit, API Well Number: 47-8510176, issued to NOBLE ENERGY, INC., 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: PEN 20 PHS

Farm Name: COKELEY, LAWRENCE & ANGEI

API Well Number: 47-8510176

Permit Type: Horizontal 6A Well

Date Issued: 01/26/2015

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. <u>Failure to adhere to the specified permit conditions may result in enforcement action.</u>

CONDITIONS

- Operator shall take additional measures with this permitted activity to avoid communication with offset wells.
 Such additional measures are described in the attached addendum. This addendum is part of the terms of the
 well work permit, and includes a description of depth and completed formations of offset wells. Also included
 is a description of monitoring activities that will take place during fracturing operations of the permitted well
 work.
- 1. This proposed activity may require permit coverage from the United States Army Corps of Engineers (USACOE). Through this permit, you are hereby being advised to consult with USACOE 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.

API Number: 85-10176

PERMIT CONDITIONS

- 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.
- 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 <u>DEPOOGNotify@wv.gov</u> within 30 days of commencement of drilling.

Noble Energy Addendum

Pennsboro PEN-20 site proposed well procedures

- Intermediate casing has been revised to extend below the Alexander.
- The two Marcellus wells operated by Antero will be plugged prior to any fracing operations.
- Operators of all offset wells will be contacted for monitoring as per tables below:

Offset Deep Wells (Alexander or deeper):

API	TD	Lease	Current Operator	TVD_SS	Formation
4708505459	5500	Homer Hammett 1	TRIAD HUNTER LLC	-4470	Rhinestreet Sh
4708505457	5504	Herschel Pifer 1	PETRO MARK INC	-4484	Rhinestreet Sh
4708507977	5453	John A Smith 9	PARDEE EXPLORATION CO	-4391	Alexander
4708509636	6072	Russell E Fox Sr	ANTERO RESOURCES	-5256	Marcellus Sh
4708509672	6300	Russell Fox Sr	ANTERO RESOURCES	-5238	Marcellus Sh
4707301462	5477	PEIPHER H ET AL	PETRO MARK INC	-4517	Rhinestreet Sh

- Noble will contact these operators prior to fracturing, offer to assess the surface pressure handling capabilities of their equipment and offer recommendation for upgrading prior to fracing operations commence.
- Noble will continuously keep the above offset well operators appraised about the proximity and progress in fracing the horizontal Marcellus wells underlying their deep vertical wells.
- Noble will offer to monitor the above wells during fracing operations within 500' of the vertical well location and notify all appropriate vested parties in the event of a watered out or anomalously high pressure detected.

Description of Monitoring

Pressure transducers, and/or visual monitoring of existing pressure gauges, shall be conducted no less frequently than once every four hours while fracing operations are being conducted within 500' of the vertical well in question. For the deepest wells in the Rhinestreet and Marcellus we may recommend shutting in the wells for pressure monitoring.

- Well communication will likely be in one of two forms: a) a higher than expected pressure is
 found at an offset well, or b) the offset well is watered out and indicates a zero pressure.
 Anything more than 100 psi above expected pressures or at 0 psi would be considered an event.
- Our fracturing treatments will be designed to reach close to 90 bpm, use a slick water formulation. Typically our sand volumes will be between 250,000 and 600,000 pounds of sand per stage.
- The plan is to tracture all of the laterals prior to flowback procedures. However, in the event of an event will cease pumping that frac stage and continue with the following stage until that lateral is fully stimulated. If we see high pressure in excess of 500 psi above normal flowing

tubing pressure in any monitored well, we will immediately cease fracing operations and flow back the stimulated lateral to alleviate pressure seen in the offset well prior to commencing operations again.

Contingency:

1) Offset wells watering out – We are recommending that an affected offset operator wait for Noble to complete operations on that particular lateral including flowback to alleviate potential pressure surges before any offset operator intervenes to swab the affected well and bring it back on production

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

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1) Well Operator:	Noble Energy,	Inc.	494501907	085-Ritchie	Clay	Ellenboro
	X 		Operator ID	County	District	Quadrangle
2) Operator's We	ll Number: PE	N 20 PHS	Well Pad	Name: PEN	20	
3) Farm Name/Su	rface Owner:	Lawrence B. and Angela	Cokeley Public Roa	d Access: Bor	nds Creel	<
4) Elevation, curr	ent ground:	1081' El	evation, proposed	post-construction	on: 1028.	7
2 2.	a) Gas	Oil	Unde	erground Storag	ge	
	o)If Gas Shal	low	Deep			
	Hori	zontal	,	<u>, </u>		
6) Existing Pad: Y	Yes or No No					
5 50 50	27.570	, Depth(s), Antic Thick / 4118 psi	ipated Thickness a	nd Associated l	Pressure(s)	•
8) Proposed Total	Vertical Depth	a: 6220'				
9) Formation at T	otal Vertical De	epth: Marcellus	3			
10) Proposed Tota	al Measured De	epth: 13,119				
11) Proposed Hor	izontal Leg Lei	ngth: 5472'				
12) Approximate	Fresh Water St	rata Depths:	398'			
13) Method to De	termine Fresh	Water Depths: _r	nearest offset well	s		
14) Approximate	Saltwater Dept	hs: 1244'				
15) Approximate	Coal Seam Dep	oths: none				
16) Approximate	Depth to Possil	ole Void (coal mi	ne, karst, other): _	none		
17) Does Propose directly overlying			ns Yes	No	V	
(a) If Yes, provi	de Mine Info:	Name:				
		Depth:				
		Seam:		0=11/12/1		
		Owner:	RE	CEIVED		
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CASING AND TUBING PROGRAM

ТҮРЕ	<u>Size</u>	New or Used	<u>Grade</u>	Weight per ft. (lb/ft)	FOOTAGE: For Drilling	INTERVALS: Left in Well	CEMENT: Fill-up (Cu. Ft.)
Conductor	20"	New	LS	94	40'	40'	GTS
Fresh Water	13 3/8"	New	J-55	54.5	550'	550'	15.6 ppg Type 1 40% excess Yield = 1.18
Coal		New					
Intermediate	9 5/8"	New	HCK-55	36.0	5229'	5229'	15.6 ppg Class A tail slurry CTS
Production	5 1/2"	New	HCP-110	20.0	13119'	13119'	14.8 ppg Class A tail slurry to inside intermediate casing
Tubing							
Liners							-

ТҮРЕ	Size	Wellbore Diameter	Wall Thickness	Burst Pressure	Cement Type	Cement Yield (cu. ft./k)
Conductor	20"	26"	0.25		GTS	GTS
Fresh Water	13 3/8"	17.5"	.380	2730	Type 1	15.6 ppg Type 1 40% excess Yield = 1.18
Coal						
Intermediate	9 5/8"	12.25"	.352	3520	Class A	50 bbls 10 ppg specer, 12.0 ppg lead stury, (800') of 15.6 ppg Class A tail stury comented to surface.
Production	5 1/2"	8.75"	.361	12,640	Class A	lead skurry to 2000' to recover SOBM, 14.9 ppg Class A tail sturry to inside intermediate casing
Tubing						
Liners						

PACKERS

Kind:		
Sizes:		
Depths Set:		

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19) Describe proposed well work, including the drilling and plugging back of any pilot hole:
Drill the vertical depth to the Marcellus at an estimated total vertical depth of approximately 6220 feet. Drill Horizontal leg - stimulate and produce the Marcellus Formation. Should we encounter a unanticipated void we will install a minimum of 20' of casing below the void but not more than 50' set a basket and grout to surface.
20) Describe fracturing/stimulating methods in detail, including anticipated max pressure and max rate:
The stimulation will be multiple stages divided over the lateral length of the well. Stage spacing is dependent upon engineering design. Slickwater fracturing technique will be utilized on each stage using sand, water, and chemicals. Please see attached list.
21) Total Area to be disturbed, including roads, stockpile area, pits, etc., (acres):
22) Area to be disturbed for well pad only, less access road (acres): 7.0
23) Describe centralizer placement for each casing string:
Conductor - No centralizers used. Fresh Water/Surface - Bow spring centralizers every three joints to surface. Intermediate - Bow Springs centralizers every joint to KOP, one every third joint from KOP to Surface. Production - Rigid bow springs every third joint from KOP to TOC, rigid bow springs every joint to KOP.
24) Describe all cement additives associated with each cement type:
See attached sheets - Conductor - Grout to Surface. Fresh Water - 15.6 Type 1 +2% CaCl, 0\25# Lost Circ 40% excess Yield = 1.18. Intermediate- 50 bbls 10 ppg spacer, 12.0 ppg lead slurry, (800') of 15.6 ppg Class A tail slurry cemented to surface. Production: 120 bbls spacer with density and rheology hierarchy, lead slurry to 2000' to recover SOBM, 14.8 ppg Class A tail slurry to inside intermediate casing.
25) Proposed borehole conditioning procedures:
Conductor - The hole is drilled w/ air and casing is run in air. Apart from insuring the hole is clean via air circulation at TD, there are no other conditioning procedures. Fresh Water -The hole is drilled w/air and casing is run in air. Once casing is on bottom, the hole is filled w/ KCl water and a minimum of one hole volume is circulated prior to pumping cement. Coal - The hole is drilled w/air and casing is run in air. Once casing is at setting depth, the hole is filled w/ KCl water and a minimum of one hole volume is circulated prior to pumping cement—Intermediate - Once surface casing is set and cemented Intermediate hole is drilled either on air or SOBM and filled w/ KCl water once drilled to TD. The well is conditioned with KCl

*Note: Attach additional sheets as needed.

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circulation prior to running casing. Once casing is at setting depth, the well is circulated affiningum of one hole volume prior to pumping cement.

Production - The hole is drilled with synthetic oil base mud and once at TD the hole is circulated at maximum allowable drilling pump rate for at least 6X

bottoms up. Once on bottom with casing, circulate a minimum of one hole volume prior to pumping cement.

H	Fresh Water Protetcion String: Spacer and Cement Additives	Cement Additives	
Allied Material Name	Additive (Material) Type	Additive (Material) Description	CAS#
CCAC (Class A Common)	Base Cement	Grey powder	65997-15-1
			10043-52-4
00-100	Occupant	White flake	7447-40-7
		Daniel Comme	7732-18-5
			7647-14-5
CLC-CPF (Cellophane Flakes)	Lost Circulation Aid	White and colored flake	Non-Hazardous

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API Number 47 -	085	-
Operator's	Well No.	PEN 20 PHS

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

FLUIDS/ CUTTINGS DISPOSAL & RECLAMATION PLAN

Operator Name_Noble Energy, Inc.	OP Code 494501907
Watershed (HUC 10) North Fork Hughs River / Bonds Creek Quadra	ingle Ellenboro
Elevation 1028.7 County 085-Ritchie	District_ Clay
Do you anticipate using more than 5,000 bbls of water to complete the prop Will a pit be used? Yes No	
If so, please describe anticipated pit waste: closed loop-no ut Will a synthetic liner be used in the pit? Yes No	
Will a synthetic liner be used in the pit? Yes No No	_ If so, what ml.?
Land Application	
Underground Injection (UIC Permit Number)
Reuse (at API Number at next anticipated well	
Off Site Disposal (Supply form WW-9 for dispo	
Drilling medium anticipated for this well (vertical and horizontal)? Air, fre	shwater, oil based, etc. SOBM Air/Water based mud through intermediate string then
-If oil based, what type? Synthetic, petroleum, etc.Synthetic	
Additives to be used in drilling medium? Please see attached sheet	
Drill cuttings disposal method? Leave in pit, landfill, removed offsite, etc	Landfills
-If left in pit and plan to solidify what medium will be used? (cem	ent, lime, sawdust)
-Landfill or offsite name/permit number?please see attached shee	et .
l 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 Departure of the permit are enforceable by law. Violations of any term of law or regulation can lead to enforcement action. I certify under penalty of law that I have personally examined application form and all attachments thereto and that, based on my in obtaining the information, I believe that the information is true, accurate penalties for submitting false information, including the possibility of fine of	rtment of Environmental Protection. I understand that the or condition of the general permit and/or other applicable and am familiar with the information submitted on this quiry of those individuals immediately responsible for e, and complete. I am aware that there are significant
Company Official Signature VIII	Official Seal Notary Public
Company Official (Typed Name) Jessica Leska	State of West Virginia
Company Official Title Regulatory Clerk	235 Cottage Avenue R CEIVED
	Committee of the commit
Subscribed and sworn before me this 18 day of Alex	, 20 <u>/4</u> DEC 1 8 2014
Ala S	Notary Public WV Department of
My commission expires 9.19.23	Environmental 40/30/201

Field Reviewed?

4708510176

form ww-9		Operator	's Well No
Noble Energy, In	C.		
Proposed Revegetation Tre	atment: Acres Disturbed	8.9 Prevegetation	n pH
Lime 2-3		et to pH	
	10-20 or equal		
Fertilizer amount_	500	lbs/acre	
	Straw at 2		
i e e e e e e e e e e e e e e e e e e e		Seed Mixtures	
ר	Semporary	Per	manent
Seed Type	lbs/acre	Seed Type	lbs/acre
Tall Fescue	40	Tall Fescue	40
Ladino Clover	5	Ladino Clover	5
**alternative seed mixtures	are shown on the Site Desig	n.	
provided)	n, pit and proposed area for longer and longer and longer and longer and longer area for longer and longer and longer area for longer area	land application (unless engineered plans	s including this into have b
Plan Approved by:	Dan On Clau		
Comments: Drug	ed a milch	lall all area	mantan
allers	dusin on	-P. DECENE)
	John John	Office of Cili and	d Gas
		QCT 0 3 (8°	4
		WV Daraim	ent of
		Environmental	Protection
Title: Oil and Gas Insp	pector	Date: 2-20	-14

Cuttings Disposal/Site Water

Cuttings – Haul off Company:

Eap Industries, Inc. DOT # 0876278 1575 Smith Two State Rd. Atlasburg, PA 15004 1-888-294-5227

Waste Management 200 Rangos Lane Washington, PA 15301 724-222-3272

Environmental Coordination Services & Recycling (ECS&R) 3237 US Highway 19
Cochranton, PA 16314
814-425-7773

Disposal Locations:

Apex Environnemental, LLC Permit # 06-08438 11 County Road 78 Amsterdam, OH 43903 740-543-4389

Westmoreland Waste, LLC Permit # 100277 111 Conner Lane Belle Vernon, PA 15012 724-929-7694

Sycamore Landfill Inc. Permit #R30-079001 05-2010 4301 Sycamore Ridge Road Hurricane, WV 25526 304-562-2611

Max Environnemental Technologies, Inc. facility Permit # PAD004835146 / 301071 233 Max Lane Yukon, PA 25968 724-722-3500

Max Environnemental Technologies, Inc. Facility Permit # PAD05087072 / 301359 200 Max Drive Bulger, PA 15019 724-796-1571

Waste Management Kelly Run Permit # 100663 1901 Park Side Drive Elizabeth, PA 15037

Waste Management South Hills (Arnoni) Permit # 100592 3100 Hill Road Library, PA 15129 724-348-7013

Waste Management Arden Permit # 100172 200 Rangos Lane Washington, PA 15301 724-222-3272

Waste Management Meadowfill Permit # 1032 1488 Dawson Drive Bridgeport, WV 26330

Brooke County Landfill Permit # SWF-103-97 / WV 0109029 Rd 2 Box 410 Colliers, WV 26035 304-748-0014 RECEIVED
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Wetzel County Landfill Permit # SWF-1021-97 / WV 0109185 Rt 1 Box 156A New Martinsville, WV 26035 304-455-3800

Energy Solutions, LLC Permit # UT 2300249 423 West 300 South Suite 200 Salt Lake City, UT 84101

Energy Solutions Services, Inc. Permit # R-73006-L24 1560 Bear Creek Road Oak Ridge, TN 37830

Water Haul off Companies:

Dynamic Structures, Clear Creek DOT # 720485 3790 State Route 7 New Waterford, OH 44445 330-892-0164

Disposal Locations:

Solidification
Waste Management, Arden Landfill Permit # 100172
200 Rangos Lane
Washington, PA 15301
724-225-1589

Solidification/Incineration Soil Remediation, Inc. Permit # 02-20753 6065 Arrel-Smith Road Lowelville, OH 44436 330-536-6825

Adams #1 Permit # 34-031-2-7177 23986 Airport Road Coshocton, OH 43812 740-575-4484

Adams #2 Permit # 34-031-2-7178 740-575-4484

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Site Safety Plan
Noble Energy, Inc.
PEN20 Well Pad
Ritchie County, WV
February 2014: Version 1

For Submission to
West Virginia Department of Environmental Protection,
Office of Oil and Gas

Noble Energy, Inc Appalachia Offices 333 Technology Drive, Suite 116 Canonsburg, PA 15317-9504 Dul 2-20-4

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