

Hilcorp Alaska, LLC



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December 27, 2016

DOG Permitting
Alaska Department of Natural Resources
Division of Oil and Gas
550 W. 7th Ave., Suite 800
Anchorage, Alaska 99501-3577

Amendment to Unit Plan of Operations
MPU F Pad Gravel Extension and Additional Wells
LO/NS 94-019
Milne Point Unit

DOG Permitting:

Hilcorp Alaska, LLC (Hilcorp) proposes to add an extension to the existing gravel pad at F Pad and drill eight additional development wells at F Pad, located in the Milne Point Unit (MPU). The purpose of this project is to extend the pad to accommodate additional wells and support facilities. The project engineers are requesting the gravel be placed this winter while the ground is frozen to allow drilling later in 2017. Permitting the gravel extension is a high priority for Hilcorp.

The pad extension is necessary for drill rig access to drill the additional development wells from the southwest side of the pad. The wells must be drilled south of the existing F Pad to reach our targets in the Schrader Reservoir without running into all the other wells on F Pad. Space is required between the wellhead and the edge of the pad for drill rigs and workover rigs on the new wells. Space is also required to provide a buffer from the Simpson Lagoon to the west of the piping, header and wells. When the drill rigs and workover rigs are working on the wells, this buffer zone is necessary to mitigate the risks associated with erosion and ice encroachment. The extension is also required for emergency vehicles, drilling associated equipment and other well servicing equipment to move around the drill rig while the rig is positioned on the wells.

In support of our request, attached are the following:

- Project Description/Plan of Operations;
- Lease/Unit Plan of Operations Application including Figures.

Please note that the drilling of the additional wells is included in our 2016 MPU Unit Plan of Development.

DOG Permitting
December 27, 2016
Page 2 of 2

Thank you for your consideration of this request. If you have any questions, or require additional information, please contact me, Deborah Heebner or Stefan Gogosha at (907)670-3382 or AlaskaNS-EnvironmentalSpecialist@hilcorp.com.

Sincerely,



Deborah Heebner

North Slope Environmental Specialist
Hilcorp Alaska, LLC

Enclosure



Hilcorp Alaska, LLC

**Milne Point Unit
F Pad Gravel Extension and Additional Wells
Project Description**

1.0 INTRODUCTION

Hilcorp Alaska, LLC (Hilcorp) requests approval to add a gravel extension to the existing Milne Point Unit (MPU) F Pad and drill eight new development wells at MPU F Pad. The purpose of the proposed activities is to increase production within MPU.

2.0 PROJECT DESCRIPTION

Hilcorp proposes to drill eight additional wells and install associated infrastructure to facilitate production activities at MPU F Pad. An overview of MPU is provided in Figure 1. Figure 2 shows current facilities and well locations on F Pad. Hilcorp has minimized the footprint necessary for these additional wells and associated infrastructure; however a pad extension is required to accommodate additional wells and support facilities. The pad extension is necessary for drill rig access to drill the additional development wells from the southwest side of the pad. The wells must be drilled south of the existing F Pad to reach our targets in the Schrader Reservoir without running into all the other wells on F Pad. The pad extension is also necessary to have access to all sides of the rig while the rig is drilling the wells. If the rig is blocked in on any one side it will require crane only access to load pipe, for drill cuttings transfer, mud chemical loading and equipment service and repair. While drilling the surface hole, the diverter line may restrict access to certain sides of the rig. The diverter line is required by the Alaska Oil and Gas Conservation Commission (AOGCC). Additional space is also required for drill rig and workover rig movement around the well rows in this location due to the requirement to work on these wells throughout the year. It is also necessary to provide space for emergency vehicles and other well servicing equipment to move around the drill rig, while the rig is positioned on the well.

When F Pad was built in 1994 and expanded in 1997, the gravel footprint was minimized to what was originally needed for the wells and rigs at that time. We are now adding more wells and infrastructure, which will require an extension to the gravel footprint. The rigs currently used are larger than the ones used when the pad was constructed. When the larger drill rigs are positioned on the wellheads additional space to the edge of the pad is required for the drill rigs and workover rigs. The wells in MPU need to be worked over frequently throughout the year due to the downhole electrical submersible pumps. The larger drill rigs are also used to work over wells. Space is also required to provide a buffer from the Simpson Lagoon to the west of the piping, header and wells. When the drill rigs and workover rigs are working on the wells, this buffer zone is necessary to mitigate the risks associated with erosion and ice encroachment. In addition, emergency vehicles, service equipment and snow removal equipment will require access around the drilling rig positioned on the well. In order to minimize risks from simultaneous operations on the pad, additional space is necessary. During the 24 hour Drilling

Operations, personnel are housed on site in a mobile two story camp. The gravel extension is also required for the camp and rig associated equipment.

The proposed pad extension to the existing F Pad will cover approximately 3.2 acres as shown on the attached figures. The surface elevation of the extension will be level with the existing pad surface elevation. Approximately 43,500 cubic yards of gravel will be required to expand the pad as described.

Table 1: Location of MPU F Pad

Pad	Proposed Work	Approximate Pad Center		
		Location	Latitude	Longitude
L	Add a gravel extension to F Pad, drill eight development wells and install associated infrastructure	S6, T13N R10 E, Umiat Meridian	70.507606° N NAD 1983	-149.660607° W NAD 1983

3.0 PROJECT SCHEDULE

Hilcorp proposes to place gravel for the extension in March 2017. The compaction and seasoning of the gravel extension will not be completed until October 2017. Drilling activities are anticipated to begin in November of 2017 and expected to continue through July of 2018.

4.0 PERMITS/AUTHORIZATIONS/APPROVALS

The following permits and approvals will be applied for in support of this project:

- Department of Army Permit Modification; N-940757, Simpson Lagoon 4.
- Alaska Department of Natural Resources Unit Plan of Operations/North Slope (LO/NS) Amendment; The previous F Pad expansion was authorized by LO/NS 94-019 dated 2/14/1997.
- North Slope Borough (NSB) Development Permit;
- Alaska Department of Environmental Conservation (ADEC) Minor General 1 Air Quality Control Permit for Oil or Gas Drilling Rigs;
- Alaska Oil and Gas Conservation Commission (AOGCC) permits to drill and sundry approvals;

5.0 SCOPE

The proposed pad extension will cover approximately 3.2 acres as shown on the attached figure. The surface elevation of the extension will be level with the existing pad surface elevation. Approximately 43,500 cubic yards of gravel will be required to expand the pad as described.

The scope of the project includes:

- Excavation of gravel from existing permitted sources;
- Placement of gravel on tundra by equipment working from existing gravel pad;
- Spread gravel with equipment working from the existing pad;
- Compact gravel pad extension, matching existing pad surface elevation;
- Drill additional wells on F Pad;

- Expand existing infrastructure to tie-in wells to existing production;
- Install additional infrastructure as required to tie-in wells to existing production;
- Install additional piping to tie-in wells to existing production;
- Tie-in new wells to existing infrastructure and production;

The project area is accessible from existing gravel facilities and Hilcorp will use existing infrastructure to support this project. Hilcorp will use existing contractor support for the pad extension and infrastructure installations. Anticipated onsite equipment needs for the gravel extension and associated infrastructure may include, but are not limited to, a dozer, compactor, excavator, mini excavator, super sucker, water truck, heaters, light plants and potentially an Envirovac. Gravel installation and infrastructure installation will be managed by the Milne Point Unit Field Foremen, Mark O'Malley and Rob Handy.

Hilcorp is the operator for all activities associated with the Milne Point Unit production facilities. Drilling activities will be conducted under the direction of Paul Mazzolini, Hilcorp's Drilling Manager (907-777-8369). Major equipment components include the following:

- Drill rig and pipe
- Boilers
- Mud tanks and mud pumps
- Rig Generator
- Work trailers for supervisory and support staff
- Light plants

5.1 Temporary Support Facilities

Drilling will be a 24-hour operation, with personnel housed onsite in a mobile two-story camp.

Due to space constraints on the drill site, some rig support equipment and materials including, but not limited to, dry mud product, cementing equipment, support vehicles, and rig components may be staged at nearby pads. Good mud intended for reuse may be temporarily stored in closed top tanks in a lined, bermed, secondary containment area.

5.2 Gravel Use

Existing Alaska Department of Natural Resources (ADNR) permitted gravel sources will be utilized. All gravel use will be tracked in compliance with applicable Material Sale Contract, ADL #420361.

5.3 Water Use

Existing ADNR permitted water sources will be utilized. All water use will be tracked in compliance with applicable water source permits.

5.4 Waste Management

The project is not expected to generate any significant quantities of waste materials. Any waste material generated as a result of the pad extension will be disposed of in an approved manner at existing facilities. Solid wastes and combustibles will be hauled off-site to the North Slope Borough landfill. Waste will be handled consistent with Hilcorp waste management practices as outlined below:

- Waste will be properly segregated, labeled, and stored to ensure proper disposal.

5.5 Off-Road Travel

There is no tundra travel expected for the placement of gravel for the pad extension. If access to tundra is required for snow removal from the proposed footprint, Hilcorp will obtain agency approval prior to initiating activities.

5.6 Local Hire and Community Relations

Hilcorp employs Arctic Slope Regional Corporation (ASRC) subsidiaries for our Roads and Pads Maintenance Work and they will do this gravel extension. In addition, more than 95 percent of Hilcorp's workforce is comprised of Alaska residents. Hilcorp works with local organizations to encourage growth in the local service sector. While not all contracted services are awarded to local/in-state providers, Hilcorp strives to do business locally whenever possible.

5.7 Environmental, Health, and Safety Training

All employees and contractors receive Environmental, Health, and Safety (EH&S) training, either provided by Hilcorp or their employer. Topics covered include, but are not limited to, the following:

- Job hazards
- Safe work practices
- Drug and alcohol policies
- Permits and regulations
- F Pad Site Specific Environmental Awareness
- Wildlife interactions
- Spill prevention and reporting
- Waste management

In addition to the general EH&S orientation program, individuals are trained according to job-specific requirements, such as drilling operations and construction equipment operations.

5.8 Contingency Plans

Activities, including drilling, at Milne Point Unit are conducted in compliance with the following plans:

- Hilcorp's Oil Discharge Prevention and Contingency Plan for North Slope Facilities (March 2015)
- Hilcorp's Storm Water Pollution Prevention Plan for North Slope Facilities (SWPPP) (January 2016)
- Bear Interaction Plan for Hilcorp Alaska, LLC. North Slope Areas of Operation (December 2015); The applicant will operate under the U.S. Fish and Wildlife Service's Polar Bear and Walrus Interaction Plan and LOA 14-14 and LOA 14-INT-08 as issued by the U.S. Fish and Wildlife Service and the Marine Mammals Management Office, dated November 14, 2014.

5.9 Rehabilitation Plan

Facility infrastructure will be removed from the MPU pads at the time of facility decommissioning. After the Milne Point Unit is no longer producing, the pads will be cleaned and reclaimed in compliance with applicable laws and regulations.

6.0 ATTACHMENTS

- Figure 1, Milne Point Unit F Pad Extension Vicinity Map
- Figure 2, Milne Point Unit F Pad Extension Facility Map
- Figure 3, Milne Point Unit F Pad Gravel Extension Cross-Sections A-A' & B-B'
- Figure 4, Milne Point Unit F Pad Gravel Extension Cross Sections C-C' & D-D'

Describe what and where:

Hilcorp Alaska, LLC requests approval to extend the existing Milne Point Unit (MPU) F Pad and drill up to eight additional wells at MPU F Pad. Hilcorp also proposes to install associated infrastructure to tie-in the wells to existing infrastructure and facilitate production activities from the new wells at MPU F Pad.

SECTION V: LAND STATUS

1. State Mineral Estate:

Are supplemental pages for land status included in Appendix C? Yes No

Affected ADL: ADL# 025509 Date Effective: 2/1/1965 Date Assigned: 11/1/2014

Oil And Gas Lessee(s): Hilcorp Alaska, LLC

Surface Ownership: State of Alaska

Do you have, or anticipate having an Access Agreement: Yes No

Special Use Lands: Special Use Lands under II AAC 96.014, ADL 50666

Jointly Managed Lands: [Click here to enter text.](#)

Other Considerations: [Click here to enter text.](#)

Project Components	Meridian, Township, Range, And Section(s)	GPS Coordinates
F Pad	Umiat Meridian, T13N, R10E, S6	70.507606" N, -149.660607" W (NAD 1983)
Click here to enter text.	Click here to enter text.	Click here to enter text.
Click here to enter text.	Click here to enter text.	Click here to enter text.

2. State of Alaska Surface Lands:

Are supplemental pages for land status included in Appendix C? Yes No

Oil And Gas Mineral Estate Owner:

Access Authorization(s):

Special Use Lands:

Jointly Managed Lands:

Other Considerations: [Click here to enter text.](#)

Project Components	Meridian, Township, Range, And Section(s)	GPS Coordinates
Click here to enter text.	Click here to enter text.	Click here to enter text.
Click here to enter text.	Click here to enter text.	Click here to enter text.

3. Private Lands:

Are supplemental pages for land status included in Appendix C? Yes No

Oil And Gas Mineral Estate Owner: [Click here to enter text.](#)

Surface Ownership And Access Agreement(s): [Click here to enter text.](#)

Special Use Lands: [Click here to enter text.](#)

Jointly Managed Lands: [Click here to enter text.](#)

Other Considerations: [Click here to enter text.](#)

Project Components	Meridian, Township, Range, And Section(s)	GPS Coordinates
Click here to enter text.	Click here to enter text.	Click here to enter text.
Click here to enter text.	Click here to enter text.	Click here to enter text.
Click here to enter text.	Click here to enter text.	Click here to enter text.

SECTION VI: SEQUENCE AND SCHEDULE OF OPERATIONS

Project Milestone #	Project Milestone	Proposed Start Date	Proposed End Date
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1.	Excavate gravel from existing permitted sources.	3/1/2017	10/1/2017
2.	Placement of Gravel on tundra with equipment working from existing pad.	3/1/2017	10/1/2017
3.	Spread gravel with equipment working from existing gravel pad.	3/1/2017	10/1/2017
4.	Compact gravel pad extension, match existing pad surface elevation.	3/1/2017	11/1/2017
5.	Drill additional wells on F Pad	11/1/2017	10/31/2018
6.	Expand existing infrastructure to tie-in wells to existing production;	11/1/2017	10/31/2018
7.	Install additional infrastructure as required for new wells;	11/1/2017	10/31/2018
8.	Install additional piping to tie-in wells to existing production;	12/1/2017	10/31/2018
9.	Install heat trace, power and instrumentation cables in cable trays;	12/1/2017	10/31/2018
10.	Tie-in new wells to existing infrastructure and production.	12/1/2017	10/31/2018

SECTION VII: PROJECTED USE REQUIREMENTS

1. Describe the proposed operations, including the location and design, of Well Sites:

Hilcorp proposes to drill up to eight additional wells and install associated infrastructure to facilitate production activities at MPU F Pad. An overview of MPU is provided in Figure 1. Figure 2 shows current facilities and well locations on F Pad. Hilcorp has minimized the footprint necessary for these additional wells and associated infrastructure; however a pad extension is required to accommodate additional wells and support facilities. The pad extension is necessary for drill rig access to drill the additional development wells from the southwest side of the pad. The wells must be drilled south of the existing F Pad to reach our targets in the Schrader Reservoir without running into all the other wells on F Pad. The pad extension is also necessary to have access to all sides of the rig while the rig is drilling the wells. If it is blocked in on any one side it will require crane only access to load pipe, for drill cuttings transfer, mud chemical loading and equipment service and repair. While drilling the surface hole, the diverter line may restrict access to certain sides of the rig. The diverter line is required by the Alaska Oil and Gas Conservation Commission (AOGCC). Additional space is also required for drill rig and workover rig movement around the well rows in this location due to the requirement to work on these wells throughout the year. It is also necessary to provide space for emergency vehicles and other well servicing equipment to move around the drill rig while the rig is positioned on the well.

When F Pad was built in 1994 and expanded in 1997, the gravel footprint was minimized to what was originally needed for the wells and rigs at that time. We are now adding more wells and infrastructure, which will require an extension to the gravel footprint. The rigs currently used are larger than the ones used when the pad was constructed. When the larger drill rigs are positioned on the well heads, additional space to the edge of the pad is required for the drill rigs and workover rigs. The wells at MPU need to be worked over frequently throughout the year due to the downhole electrical submersible pumps. The larger drill rigs are also used to work over wells. Space is also required to provide a buffer from the Simpson Lagoon to the west of the piping, header and wells. When the drill rigs and workover rigs are working on the wells, this buffer zone is necessary to mitigate the risks associated with erosion and ice encroachment. In addition, emergency vehicles, service equipment and snow removal equipment will require access around the drilling rig positioned on the well. In order to minimize risks from simultaneous operations on the pad, additional space is necessary. During the 24 hour Drilling Operations, personnel are housed on site in a mobile two story camp. The gravel expansion is also required for the camp and rig associated equipment. The proposed pad extension to the existing F Pad will cover approximately 3.2 acres as shown on the attached figure. The surface elevation of the expansion will be level with the existing pad surface elevation. Approximately 43,500 cubic yards of gravel will be required to expand the pad as described.

2. Describe the proposed operations, including the location and design, of Buildings:

Hilcorp will tie the new wells into the existing production facility infrastructure. Existing infrastructure will be expanded as required to accommodate the new wells. Additional infrastructure will be installed as required to tie-in the new wells.

3. Describe the proposed operations, including the location and design, of Fuel and Hazardous Substances:

Approximately 500 barrels of ultra-low sulfur diesel (ULSD) will be stored on site to support drilling operations. Additional hazardous substances that may be onsite include ethylene glycol and/or methanol. All fuel and hazardous substances will be stored and handled in accordance with standard operating procedures.

4. Describe the proposed operations, including the location and design, of Solid Waste Sites:

The project is not expected to generate any significant quantities of waste materials. Any solid waste generated as part of this project will be disposed of in an approved manner at existing North Slope Facilities. Solid wastes and combustibles will be hauled off-site to the North Slope Borough landfill. Waste will be handled consistent with Hilcorp waste management practices as outlined below:

- 1) Waste will be properly segregated, labeled, and stored to ensure proper disposal.

5. Describe the proposed operations, including the location and design, of Water Supplies:

Existing Alaska Department of Natural Resources (ADNR) permitted water sources will be utilized to support drilling operations. All water use will be tracked in compliance with applicable permits.

6. Describe the proposed operations, including the location and design, of Utilities:

Existing utilities will be utilized or expanded as required. At project conclusion, additional flowlines from the new wells to existing infrastructure will be added.

7. Describe the proposed operations, including the location and design, of Material Sites:

Existing permitted gravel sources will be utilized. Gravel use will be tracked in compliance with Hilcorp's Material Sale Contract, ADL #420361. Existing roads and pads will be utilized for access to the Material Site and construction of the gravel extension at F Pad.

8. Describe the proposed operations, including the location and design, of Roads:

The project area is accessible from existing gravel facilities and Hilcorp will use existing roads and pads for the construction of the gravel extension. There is no tundra travel expected for the placement of gravel for the pad extension. If access to tundra is required for snow removal from the proposed footprint, Hilcorp will obtain agency approval prior to initiating activities.

9. Describe the proposed operations, including the location and design, of Airstrips:

N/A

10. Describe the proposed operations, including the location and design, of All Other Facilities and Equipment:

Hilcorp is the operator for all activities associated with MPU production facilities. The scope of the project includes:

- Excavation of gravel from existing permitted sources;
- Placement of gravel on tundra by equipment working from existing gravel pad;
- Spread gravel with equipment working from the existing pad;
- Compact gravel pad extension, matching existing pad surface elevation;
- Drill additional wells on F Pad;
- Expand existing infrastructure to tie-in wells to existing production;
- Install additional infrastructure as required to tie-in wells to existing production;
- Install additional piping to tie-in wells to existing production;
- Tie-in new wells to existing infrastructure and production;

The project area is accessible from existing gravel facilities and Hilcorp will use existing infrastructure to support this project. Hilcorp will use contract support for the gravel extension and infrastructure installations. Anticipated onsite equipment needs for the gravel extension and associated infrastructure may include, but are not limited to excavators, mini excavator, trimmers, rippers, compactors or dozers. Gravel installation and infrastructure installation will be managed by the MPU Field Foremen, Mark O'Malley and Rob Handy (907-670-3330).

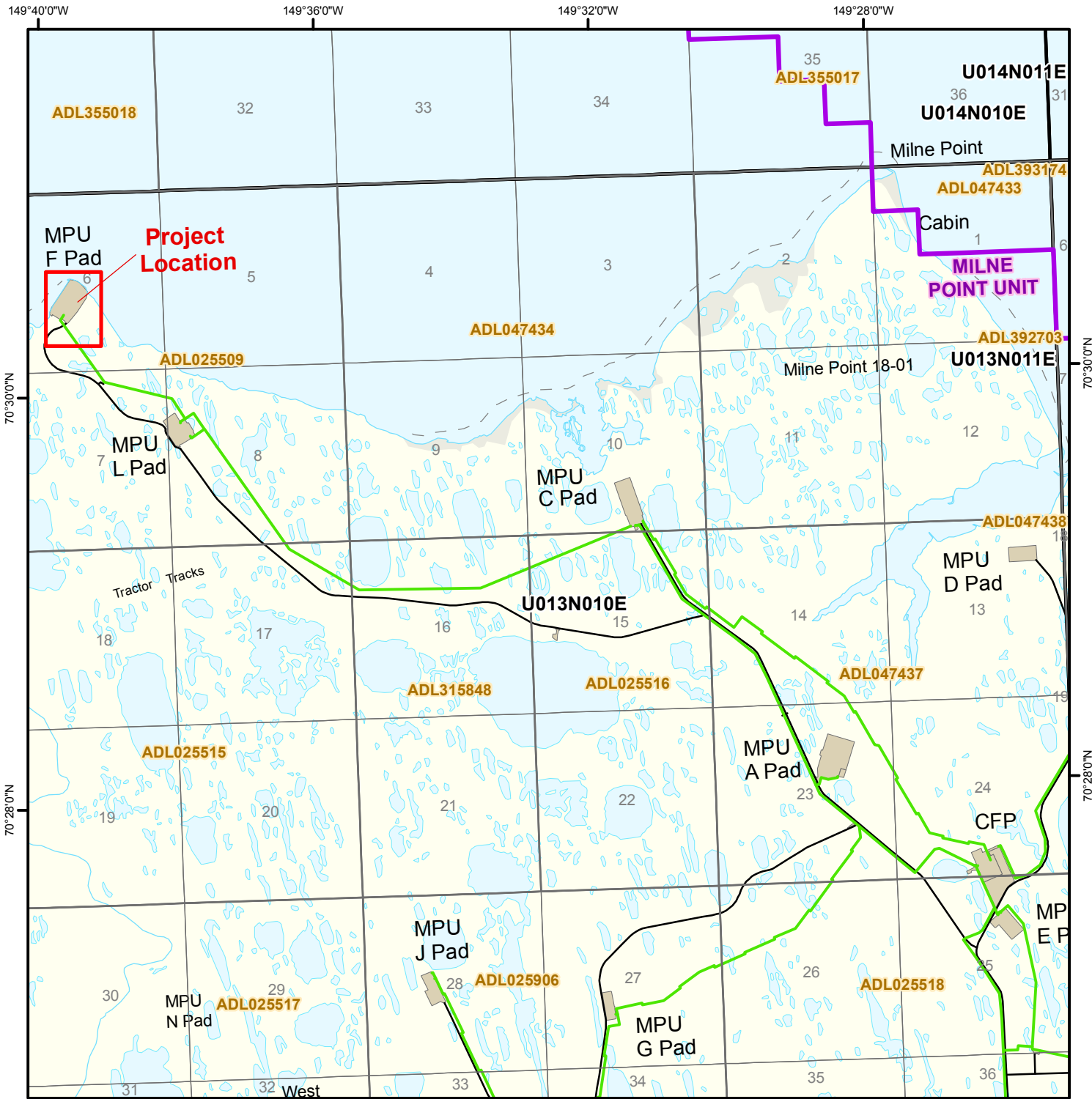
Hilcorp is the operator for all activities associated with the Milne Point Unit production facilities. Drilling activities will be conducted under the direction of Paul Mazzolini, Hilcorp's Drilling Manager (907-777-8369). Major equipment components include the following:

- Drill rig and pipe
- Boilers
- Mud tanks and mud pumps
- Rig Generator
- Work trailers for supervisory and support staff
- Light plants

11. If another permit(s) is required for the above described Projected Use Requirements, provide the following information:

Agency	Permit Type	Permit Number	Application Status	Projected Use
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				Requirement(s)
See Appendix C for permit list.	Enter Permit Type.	Enter Permit Number.	Enter Application Status.	Enter Projected Use Requirement(s).
SECTION VIII: REHABILITATION PLAN				
1. Proposed Level of Infrastructure, Facilities and Equipment Removal:				
Facility infrastructure will be removed from the Milne Point Unit pads at the time of facility decommissioning.				
2. Description of Restoration and Rehabilitation Activities for Vegetation, Habitat, Impacted Wildlife, and Other Applicable Resources:				
After the unit is no longer producing, the roads and pads will be cleaned and reclaimed in compliance with applicable laws and regulations.				
SECTION IX: OPERATING PROCEDURES DESIGNED TO MINIMIZE ADVERSE EFFECTS				
Describe operating procedures designed to prevent or minimize adverse effects on other natural resources and other uses of the Unit area and adjacent areas including:				
Fish and Wildlife Habitats:	All proposed work will be conducted from existing roads and gravel pads within approximately 500 feet of the toe of F Pad and within 150 feet of F Pad Access Road. No fish bearing streams are impacted. Minimizing the footprint of this extension to an existing pad will minimize the impact to wildlife habitat.			
Historic and Archeological Sites:	All proposed work will be conducted from existing roads and gravel pads within approximately 500 feet of the toe of F Pad and within 150 feet of the F Pad Road. Encountering previously unknown historical and/or archeological sites is unlikely.			
Public Use Areas:	There is no public access to the Milne Point Unit. Access is limited and controlled with security checkpoints at the access points to the field. The proposed project does not effect public access to Milne Point Unit.			
Other Uses:	All employees and contractors will receive Environmental, Health, and Safety (EH&S) training, either provided by Hilcorp or their employer. Topics covered include, but are not limited to, the following: job hazards, safe work practices, drug and alcohol policies, F Pad Site Specific Environmental Awareness, permits and regulations, wildlife interactions, spill prevention and reporting and waste management. In addition to the general EH&S orientation program, individuals are trained according to job specific requirements, such as construction and equipment operations. Activities at MPU are conducted in compliance with the following plans: Hilcorp's Oil Discharge Prevention and Contingency Plan for North Slope Facilities (March 2015); Hilcorp's Storm Water Pollution Prevention Plan (SWPPP)(January 2016); Hilcorp's Polar Bear and Walrus Interaction and Mitigation Plan (December 2015); and Hilcorp's Spill Prevention Control and Countermeasures (SPCC) Plan (April 2015).			
SECTION X: GLOSSARY OF TERMS				
Term #	Term	Term Definition		
1.				
2.				
3.				
4.				
5.				
SECTION XI: CONFIDENTIALITY				
The undersigned hereby requests that each page/section of this application <u>marked</u> confidential be held confidential under AS 38.05.035(a)(8).				
APPLICANT CONTACT:				
Signature	Name	Title	Date	



Project Location:
 Milne Point Unit - F-PAD

Latitude (Decimal Degrees): 70.507606, NAD 1983
 Longitude (Decimal Degrees): -149.660607, NAD 1983

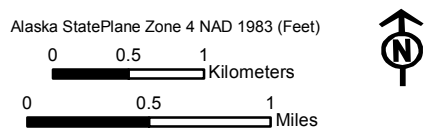
Alaska State Plane Zone 4, NAD 1983
 X = 1193256.2
 Y = 6035247.6

Sec. 6, T13N, R10E, Umiat Meridian

ADL 025509
 Adjacent Property Owner: State of Alaska

- Legend**
- Existing Pipeline
 - Existing Roads
 - Oil and Gas Unit Boundary
 - Gravel Footprints

**Milne Point Unit
 MPU F-PAD
 Pad Extension
 Vicinity Map**



149°40'0"W

149°39'55"W

149°39'50"W

149°39'45"W

70°30'26"N

70°30'24"N

70°30'22"N

70°30'20"N

70°30'18"N

70°30'26"N

70°30'24"N

70°30'22"N

70°30'20"N

70°30'18"N

Simpson Lagoon

MPF-81

MPF-80

MPF-79

MPF-10

MPF-06

MPF-02

MPU F PAD

Sec. 6
ADL025509

U013N010E

MPU F PAD ROAD

B

C

A

B'

D

C'

A'

D'

5.10'

295'

280'

55'

Legend

- Existing Well Surface Hole Locations
- Extension Pad Development Well Locations
- Proposed Pad Extension**
 - ▨ Existing Pad Corner Fill Area
 - ▨ Extension Pad Main Working Surface
 - ▨ Shoulder Areas

MPU F-PAD Proposed Extension -
 Approximate Footprint: 3.2 Acres
 Approximate Surface Area: 152,879 SF
 Approximate Gravel Volume: 43,500 CY

This figure is conceptual and intended for permitting consideration only. Not to be used for engineering.

Alaska StatePlane Zone 4 NAD 1983 (Feet)

1 inch = 100 feet

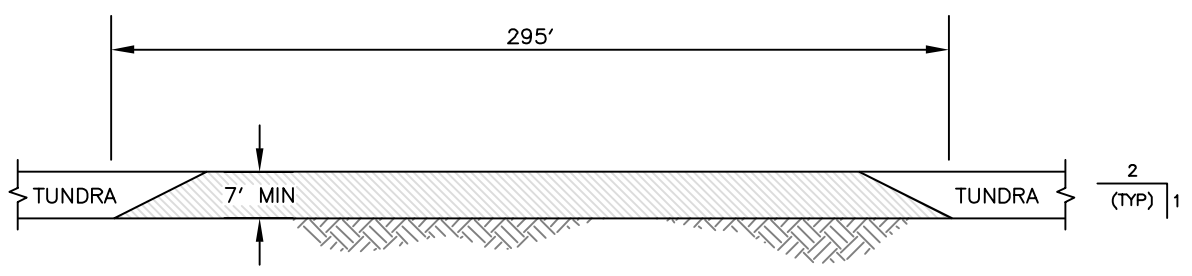
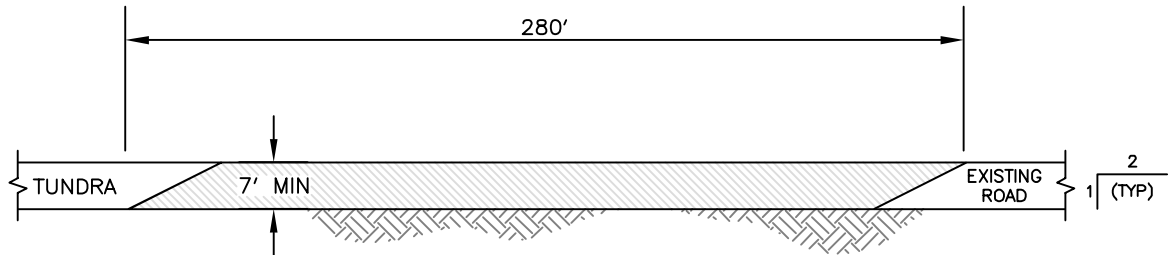
0 10 20 Meters

0 50 100 150 200 Feet




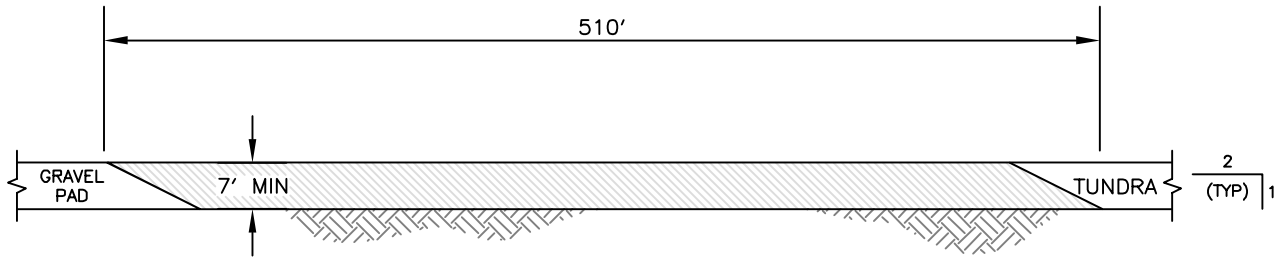
Map Date: 12/27/2016

**Milne Point Unit
 MPU F-PAD
 Pad Extension
 Facility Map**

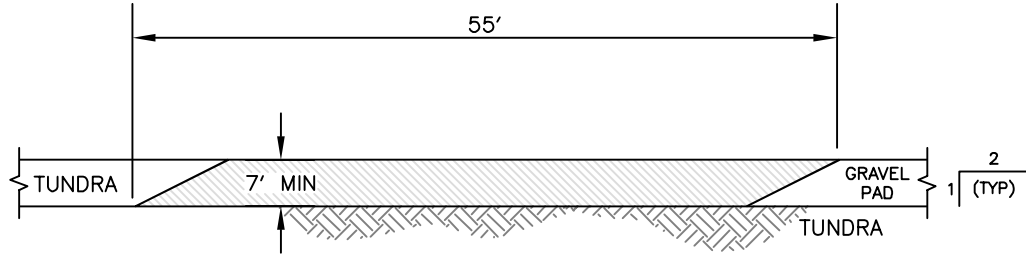


ALL DIMENSIONS ARE APPROXIMATE.
 APPROXIMATE FOOTPRINT: 3.2 ACRES
 APPROXIMATE SURFACE AREA: 152,879 SQ. FT.
 APPROXIMATE GRAVEL VOLUME: 43,500 CU. YD.

 HILCORP ALASKA, LLC		
MILNE POINT UNIT F PAD GRAVEL EXTENSION CROSS-SECTIONS A-A' & B-B'		
DATE: DECEMBER 2016	SCALE: N/A	FIGURE: 3




SECTION C - C'



SECTION D - D'

ALL DIMENSIONS ARE APPROXIMATE.
 APPROXIMATE FOOTPRINT: 3.2 ACRES
 APPROXIMATE SURFACE AREA: 152,879 SQ. FT.
 APPROXIMATE GRAVEL VOLUME: 43,500 CU. YD.

 HILCORP ALASKA, LLC		
MILNE POINT UNIT F PAD GRAVEL EXTENSION CROSS-SECTIONS C-C' & D-D'		
DATE: DECEMBER 2016	SCALE: N/A	FIGURE: 4

APPENDIX B: MITIGATION MEASURES

There are no changes proposed to the operations of the Milne Point Unit. All proposed work will be conducted from existing roads and gravel pads within approximately 500 feet of the toe of F Pad and within 150 feet of F Pad Access Road.

APPENDIX C: OTHER

List of project required permits, per Section VII, Item 11:

Agency	Permit Type	Permit Number	Application Status	Projected Use Requirement
U.S. Army Corps of Engineers (USACE)	Permit Modification	N-940757, Simpson Lagoon 4	PCN submitted	Wetlands fill
ADNR Division of Mining, Land and Water	Temporary Water Use Authorization (TWUA)	Numerous	Permits Issued	Water use
North Slope Borough (NSB)	Development Permit	--	Application submitted	Land Use
ADNR Division of Mining, Land and Water	Material Sale Contract	ADL #420361	Executed Contract	Gravel Use
ADNR Division of Oil and Gas	Unit Plan of Operations/NS(LO/NS) Amendment	LO/NS 94-019	Application submitted	Gravel Pad Expansion and drill additional wells
Alaska Department of Environmental Conservation	Minor General 1 Air Quality Control Permit for Oil and Gas Drilling Rigs	AQ0200MSS06 Transportable Drill Rig Permit Issued		
Alaska Oil and Gas Conservation Commission	Permits to drill and sundry approvals			
ADNR Division of Mining, Land and Water	Land Use Permit	LAS #29964	Notification required under existing LAS #29964 if Off Road Travel is required.	If Off Road Travel is required

