

# Exhibit C

**IN THE CIRCUIT COURT OF DODDRIDGE COUNTY, WEST VIRGINIA  
BUSINESS COURT DIVISION**

**ANTERO RESOURCES CORPORATION,**

**Petitioner,**

**v.**

**Civil Action No. 19-AA-1  
Honorable Christopher C. Wilkes  
Presiding Judge**

**MATTHEW R. IRBY, WEST VIRGINIA  
STATE TAX COMMISSIONER,  
DAVID SPONAUGLE, ASSESSOR OF DODDRIDGE COUNTY, and  
THE COUNTY COMMISSION OF DODDRIDGE COUNTY,**

**Respondents.**

**BRIEF OF RESPONDENTS MATTHEW R. IRBY, WEST VIRGINIA STATE TAX  
COMMISSIONER AND DAVID SPONAUGLE, ASSESSOR OF DODDRIDGE COUNTY**

Two years ago, Antero Resources Corporation (hereinafter, “Antero”) failed to convince the Supreme Court of Appeals that the State Tax Commissioner’s exclusion of post-production expenses from the average operating expense deduction for the 2016 and 2017 tax years was arbitrary, capricious, or unreasonable. *Steager v. Consol Energy, Inc.*, 242 W. Va. 209, 224, 832 S.E.2d 135, 149 (2019). It also failed to persuade the court that excluding these expenses assessed its property contrary to “true and actual” value. *Id.* at 222, 832 S.E.2d at 148. The court found that the Tax Commissioner violated constitutional “equal and uniform” and “equal protection” principles by using “two differing formulas”—a percentage and a monetary average—to calculate operating expenses.” *Id.* at 220, 832 S.E.2d at 146. But *Consol* resolved this “unconstitutionally” inequality by mandating that the operating expense deduction be calculated using “a singular monetary average.” Syl. Pt. 12, *id.* at 213, 832 S.E.2d at 137. Following *Consol*, the Tax Commissioner revalued Antero’s wells for the 2018 and 2019 tax years using a “singular monetary average” deduction without the percentage-based deduction *Consol* prohibited.

Now, Antero invites this Court to ignore *Consol* and find that its “actual postproduction expenses” are deductible for the 2019 tax year. Petitioner’s Brief, at 4, (Aug. 24, 2021) (hereinafter, “Petr’s Br. at \_\_\_”). It also claims that each of its wells should receive a \$946,500 deduction, Petr’s. Br. at 2, instead of the \$175,000 singular monetary average *Consol* mandated. This Court should reject Antero’s unfounded claims. The Tax Commissioner’s revaluation properly applied *Consol* and should be adopted. And in stark contrast, Antero fails to present clear and convincing evidence of the total value it would prefer. Instead, it simply rests on the assertion that the revaluations are excessive. This is insufficient to sustain Antero’s burden.

Moreover, its arguments are without merit. Antero says that the Tax Commissioner has violated the Administrative Procedures Act, W. Va. Code §§ 29A-1-1 *et seq.* (hereinafter, the “APA”) and due process because he refuses to retroactively apply a single-page letter from former Tax Commissioner, Dale Steager, entitled *Important Notice to Producers of Natural Gas and Oil for Property Tax Year 2021* (June 30, 2020) (hereinafter, *2020 Notice*) (reference by Antero as “*June 30, 2020, Guidance*”). Petr. Br. Ex. A. It also argues that the Tax Commission violated equal protection and the dormant commerce clause. Petr’s Br. at 22-24.

But Mr. Steager’s *2020 Notice* was unlawful because it violated rulemaking requirements. Recognizing this, he withdrew it roughly three months later. Petr’s Br. Ex. B. Even if the notice was valid, Antero could not rely on it for the 2019 tax year because it expressly applied prospectively to the 2021 tax year. Any attempt to apply it to past tax years would violate the APA’s requirement that all rules only have “future effects.” W. Va. Code § 29A-1-2(j). It is not arbitrary, capricious, or in violation of due process for the current Tax Commissioner to refuse to apply the now-withdrawn *2020 Notice*. And when Antero’s property is assessed under *Consol*, equal protection and the commerce clause are satisfied because every producer in a class is treated equally and interstate commerce is not disfavored. Antero’s *Petition* should be rejected.

## **BACKGROUND**

### **I. THE TAX COMMISSIONER’S APPRAISES ANTERO’S WELLS FOR 2019.**

The Tax Commissioner annually appraises producing wells, which are then assessed by the counties at “sixty percent of [their] true and actual value.” W. Va. Code § 11-6K-1(a). To determine the value of each well, the Tax Commissioner applies a multi-component yield capitalization formula established by legislative rule. W. Va. Code R. §§ 110-1J-1 *et seq.* (2005). The formula takes the gross receipts producers report on their yearly returns and adjusts “for production decline to reflect the income available” during the assessment year. W. Va. Code R. § 11-1J-4.6 (2005). “Gross receipts” is defined as the “total income received” from each well’s “production, at the field line point of sale.” *Id.* § 110-1J-3.8. The “average annual industry operating expenses” are then deducted to determine the well’s “net receipts,” *id.* § 110-1J-4.3 & 4.1, which are then capitalized to determine taxable value. *Id.* § 110-1J-4.1. “Operating expenses” in turn, are defined as “ordinary expenses which are directly related to the maintenance and production of natural gas and/or oil.” *Id.* § 110-1J-3.16. Each year, the Tax Commissioner also publishes the summaries of the variables used in this formula in the State Register. W. Va. Code R. § 110-1J-4.12. He also publishes an administrative notice in the State Register that details the available average operating expense deduction. From this formula, the Tax Commissioner prepares tentative appraisals that are given to producers by December 1 each year and finalized fifteen days later. W. Va. Code §§ 11-6K-4(e)(1), 11-6K-6(a)-(b).

Antero operates 241 horizontal Marcellus Shale wells in Doddridge County. Pet. at 2. For the 2019 tax year, the Tax Commissioner appraised these wells under the 2019 valuation variables and Administrative Notice 2019-08, which set the operating expense deduction for Marcellus horizontal wells at 20% of gross receipts “not to exceed \$175,000” for gas and “\$5,750 for oil”

production. Pet. Ex. A (Hr'g Exs. 8 & 10). As in prior years, the Tax Commissioner did not include Antero's post-production expenses in the deduction. *Cf. Id.* (Hr'g Ex. 9). Doddridge County then assessed Antero based on the appraisal, and Antero protested. *Id.* (Hr'g Ex. 1).

## **II. CONSOL MANDATES A SINGULAR MONETARY AVERAGE DEDUCTION.**

While Antero's protest was pending, the Supreme Court of Appeals issued its opinion in *Consol*. There, the Tax Commissioner applied the same methodology to appraise Antero's wells for the 2016 and 2017 tax years. He had expressed the operating expense deduction as a percentage and as a monetary average. He also excluded post-production expenses from the deduction. Antero argued that the monetary average "overvalued" its wells, *Consol*, 242 W. Va. at 220, 832 S.E.2d at 146, and it advocated for a percentage-based deduction. *Id.* at 224 n.21, 832 S.E.2d at 150 n.21. It also argued that the Tax Commissioner had to include gathering compressing, processing, and transportation expenses in the operating expense deduction "since gross receipts must be calculated at the 'field line point of sale.'" *Id.* at 222, 832 S.E.2d at 148.

But *Consol* rejected these arguments. It found that the "use of two differing formulas"—a percentage and a monetary average—violated constitutional equal and uniform and equal protection principles. *Id.* at 220, 832 S.E.2d at 146. But it resolved this impermissible inequality by mandating that the "average annual industry operating expense" be expressed as "a singular monetary average deduction," Syl. Pt. 12, *id.* at 213, 832 S.E.2d at 137. The court also held that the exclusion of Antero's post-production expenses was not "arbitrary, capricious, or manifestly contrary" to statutory true and actual value requirements. *Consol*, 242 W. Va. at 223, 832 S.E.2d at 149. And it deferred to the Tax Commissioner's position that these expenses were not "directly related" to the "maintenance and production" of natural gas—and therefore, not deductible. *Id.*

**III. THE BOARD OF ASSESSMENT APPEALS AFFIRMS THE VALUATION AND THE TAX COMMISSIONER REVALUES THE WELLS BASED ON *CONSOL*.**

After *Consol* was decided, Antero appeared before the Board of Assessment Appeals (hereinafter, the “Board”). It acknowledged that *Consol* required the use of a “singular monetary average” deduction. Pet. Ex. A (Hr’g Tr. at 6, ln.9-10). And it admitted that this “singular monetary average” was \$175,000 for gas and \$5,750 for oil. *Id.* (Hr’g Tr. at 24, ln.6-8). But it claimed that this “monetary average” overstated the value of its wells because it “does not reflect all the expenses necessary to get production to the point of sale.” *Id.* (Hr’g Tr. at 10, ln.14-15). It also argued that *Consol* created a “uniformity issue,” *id.* (Hr’g Tr. at 10, ln.13), but it admitted that each wells received the same \$175,000 operating expense deduction. *id.* (Hr. Tr. at 18, ln.5-6).

The Board affirmed the Tax Commissioner’s original valuation on October 15, 2019. Pet. Ex. B. On April 20, 2020, Antero appealed to circuit court and its case was referred to this Business Court. In its *Petition*, Antero conceded that *Consol* “required” the “application of [a] \$175,000 singular monetary average” deduction per well. Pet. at 2; *see also* Pet. at 8 (same). And it requested that this Court set the total value of its wells at “\$1,131,174,949 based on [*Consol*’s] required ‘singular monetary average’ of \$175,000 per well.” Pet. at 8.

Subsequently, the Tax Commissioner also revalued Antero’s Doddridge County wells for the 2019 tax year. He revalued each gas producing well using an operating expense deduction of \$175,000. Tax Br. Ex. A (Hoover Aff’d ¶ 16).<sup>1</sup> For each well that produced oil, he used a \$5,570 deduction. *Id.* (Hoover Aff’d ¶ 17). And for each well he disregarded the 20 percent and 35 percent

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<sup>1</sup> An affidavit from Cynthia R. Hoover, the former Tax & Revenue Manager of the West Virginia State Tax Department’s Property Tax Division, is attached as Exhibit A to this *Brief of Respondents* (hereinafter, Tax Br. Ex. A). Typically, an appeal from a board of assessment appeals “shall be determined . . . from the record” below. W. Va. Code § 11-3-25(c) (2014). But in similar appeals, courts may also rely on “affidavits” from the Tax Commissioner which “explain[] [his] course of conduct or grounds for his decision.” Syl. Pt. 4, *Frymier-Halloran v. Paige*, 193 W. Va. 687, 689, 458 S.E.2d 780, 782 (1995). Ms. Hoover’s affidavit explains the revaluation conducted based on *Consol* and thus falls under *Frymier-Halloran*’s exception.

deductions that *Consol* found impermissible. *Id.* (Hoover Aff’d ¶¶ 16-17). He determined that the total value of Antero’s wells in Doddridge County for the 2019 tax year was \$1,134,194,179. The Tax Commissioner forwarded this revaluation to Antero on March 25, 2021, and filed notice of it with this Court in August 17, 2021. Tax Br. Ex. B.

#### **IV. THE 2020 NOTICE IS ISSUED AND WITHDRAWN.**

Meanwhile, Antero continued to advocate for a change in the law. In the next Legislative Session, the House and Senate introduced bills which would have allowed producers to deduct “gathering, compression, processing, and transportation” costs. *See* W. Va. Acts 2020, Intr. S.B. 655 (Jan. 29, 2020) (proposing amendment to W. Va. Code § 11-1C-10(d)); W. Va. Acts 2020, Intr. H.B. 4460 (Jan. 22, 2020) (same). But these bill did not pass. The Tax Commissioner also filed a proposed legislative rule that would have permitted deductions for post-production expenses. *Notice of Public Comment*, W. Va. Code R. §§ 110-1J-1 *et seq.* (Aug. 21, 2020). But it was withdrawn on November 18, 2020.<sup>2</sup>

After the 2020 session bills failed, Mr. Steager published the *2020 Notice* (on the Tax Department’s website). Petr’s Br. Ex. A. The notice informed producers that their 2021 property tax returns were due on August 3, 2020. Petr’s Br. Ex. A. It noted that producers were required to report “total income from production on any well, at the field line point of sale” “before subtract[ing] any” expenses. Petr’s Br. Ex. A (quoting W. Va. Code R. § 110-1J-3.8). But for the upcoming 2021 returns, Mr. Steager directed producers to instead “adjust[]” their gross receipt reporting “to approximate the gross receipts [they] would have received had the sales been a field line sales transaction.” Petr’s Br. Ex. A. He claimed that the adjustment was necessary “[t]o avoid

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<sup>2</sup> A legislative rule may be “withdrawn by the agency any time before passage of a law authorizing . . . or directing its passage.” W. Va. Code § 29A-3-14(a). To do so, the agency must simply “file a notice of” the withdrawal “in the state register.” *Id.* For an interpretive rule, an agency may simply decline to final file the rule within six months of the close of public comments. *Id.* § 29A-3-8(a).

having [their] wells overvalued.” Petr’s Br. Ex. A.

But on October 9, 2020, Mr. Steager reconsidered the *2020 Notice* and published (on the Tax Department’s website) a *Notice of Withdrawal* (hereinafter, the “*Withdrawal*”) finding that the *2020 Notice* was “issued without legal authority, was void, and is ineffective.” Petr’s Br. Ex. B. He recognized that the *2020 Notice* had purported to “materially change the” Tax Department’s “longstanding” exclusion of post-production expenses which was affirmed and upheld by *Consol.* Petr’s Br. Ex. B. And by attempting to change that construction for the 2021 tax year, he had “substantially and materially affect[ed] private and public interests” that had relied on the past construction. Petr’s Br. Ex. B. Such “material changes,” he concluded, could only be accomplished through rulemaking or by statute. Petr’s Br. Ex. B. But as Mr. Steager recognized, the *2020 Notice* had complied with none of the mandatory procedures for promulgating a legislative rule (or any rule). So, Mr. Steager found that the *2020 Notice* was “void and ineffective” and must be withdrawn. Petr’s Br. Ex. B (quoting *Coordinating Council for Indep. Living, Inc. v. Palmer*, 209 W. Va. 274, 284, 546 S.E.2d 454, 464 (2001)). But he acknowledged that the appraisal formula could be “subject to” changes by a future Legislature. Petr’s Br. Ex. B.

That is precisely what occurred in the 2021 Session through House Bill 2581. Among other things, the Legislature prospectively redefined the “[a]ctual annual operating costs” deduction to include the “gathering, compression, processing, separation, fractionation, and transportation charges” that were previously excluded from the appraisal formula. W. Va. Acts 2021, c. 261, *amending* W. Va. Code § 11-1C-10(d)(3)(B) (Apr. 10, 2021).

Still, Antero remained dissatisfied. It filed its *Brief of Petitioner* on August 24, 2021. Therein, it advocates for the application of the withdrawn *2020 Notice*. It argues that the *2020 Notice* was “an ‘interpretive rule’ under the APA, Petr’s Br. at 9, and that it applies retroactively to the 2019 tax year because it merely clarifies the availability of a deduction for post-production



expenses. *Id.* at 10-11. Even though the 2020 Notice was issued after the Board’s decision, it argues that the Board violated the APA and due process by refusing to apply the 2020 Notice to its 2019 assessment. *Id.* at 20-21. Finally, Antero asserts that the Board’s decision violated equal protection and the dormant commerce clause. *Id.* at 21-24.

### **STANDARD OF REVIEW**

The standards for this petition are well defined. This Court’s primarily serves “an appellate function” that is “limited to roughly the same scope permitted under the” APA. *In re Tax Assessment Against Am. Bituminous Power Partners, L.P.*, 208 W. Va. 250, 255, 539 S.E.2d 757, 762 (2000). It must presume “that valuations for taxation purposes fixed by an assessor are correct.” Syl. Pt. 2, *W. Pocahontas Props., Ltd. v. Cnty. Comm’n of Wetzel Cnty.*, 189 W. Va. 322, 322, 431 S.E.2d 661, 661 (1993). To overcome that presumption, a taxpayer must “demonstrating by clear and convincing evidence that the tax assessment is erroneous.” *Id.* The Tax Commissioner’s interpretation and application of legislative rules are “subject to *de novo* review.” Syl. Pt. 1, *Appalachian Power Co. v. State Tax Dep’t of W. Va.*, 195 W. Va. 573, 578, 466 S.E.2d 424, 429 (1995). But even under *de novo* review, courts must “examine a regulatory interpretation of a statute by standards that include appropriate deference to agency expertise and discretion”, *W. Va. Emp’rs Mut. Ins. Co. v. Bunch Co.*, 231 W.V a. 321, 332, 745 S.E.2d 212, 223 (2013), and avoid “substituting its determinations . . . in matters expressly delegated to” the agency. *Erie Ins. Property & Cas. Co. v. King*, 236 W. Va. 323, 330, 779 S.E.2d 591, 598 (2015).

### **ARGUMENT**

#### **I. ANTERO’S VALUE SHOULD BE SET ACCORDING TO THE REVALUATION.**

The total value of Antero’s wells in Doddridge County should be set at \$1,134,194,179 according to the revaluation filed on August 17, 2021. Tax Br. Ex. A (Hoover Aff’d ¶ 20). The revaluation properly complied with *Consol* and Antero has not presented clear and convincing

evidence that it is erroneous.

**a. The revaluation was conducted according to *Consol*.**

The revaluation should be adopted because it was conducted under *Consol*. For the original valuation, the Tax Commissioner appraised Antero pursuant to the 2019 valuation variables and related administrative notices. Tax Ex. A, ¶¶ 6-7. These gave horizontal Marcellus producers—like Antero—a 20 percent deduction from their reported gross receipts “not to exceed \$175,000” for gas production and “\$5,750 for oil” production. Pet. Ex. A (Hr’g Exs. 8 & 10). But *Consol* determined that the “use of two differing formulas to calculate operating expenses” was impermissible, 242 W. Va. at 221, 832 S.E.2d at 147, and it found that the applicable legislative rules did not permit the “use of a percentage expression of the operating expense deduction.” *Id.* at 225, 832 S.E.2d at 151. Instead, *Consol* found that W. Va. Code R. § 110-1J-4.3 required the use of a “singular monetary average deduction.” Syl. Pt. 12, *id.* at 213, 832 S.E.2d at 137.

The revaluation complied with *Consol*’s directions. The Tax Commissioner recalculated the value of each of Antero’s 241 wells in Doddridge County. In doing so, he used the \$175,000 deduction for gas production that Antero admits is the “singular monetary average” required by *Consol*. Tax Br. Ex. A (Hoover Aff’d ¶ 16); Pet. at 2 & 8. He also applied a \$5,750 deduction for oil production. Tax Br. Ex. A (Hoover Aff’d ¶ 17). Each amount was determined by taking producers’ “ordinary expenses” that were “directly related to the maintenance and production of” gas or oil and averaging them to arrive at a “singular monetary” amount. *Cf. id.* at 225, 832 S.E.2d at 151. The Tax Commissioner did not apply the percentage-based deductions that *Consol* found impermissible. Tax Br. Ex. A (Hoover Aff’d ¶ 16-17); *Consol*, 242 W. Va. at 225, 832 S.E.2d at 151. And the revaluation also did not provide Antero a deduction for its post-production expenses because these are not “directly related” to the “maintenance and production” of gas or oil—and therefore, do not fall within the definition of “operating expenses.” W. Va. Code R. § 110-1J-3.16.

*Consol* concluded that excluding these expenses was not “arbitrary, capricious, or manifestly contrary to the” Tax Commissioner’s “enabling taxation statute.” *Consol*, 242 W. Va. at 225, 832 S.E.2d at 151. The revaluations of Antero’s wells in Doddridge County for the 2019 tax year complied with *Consol* and therefore, should be adopted.

**b. Antero has failed to meet its burden to challenge the revaluation.**

Antero has also not met its burden. Valuations “fixed by an assessing officer are presumed to be correct.” Syl. Pt. 7, *In re Tax Assessments Against Pocahontas Land Co.*, 172 W. Va. 53, 54, 303 S.E.2d 691, 693 (1983). To overcome that presumption, a taxpayer must “demonstrate by clear and convincing evidence that the tax assessment is erroneous.” Syl. Pt. 2, *W. Pocahontas*, 189 W. Va. at 322, 431 S.E.2d at 661. A taxpayer may not rest on allegations that the valuation is excessive. It must also “offer . . . evidence of the true and actual value of the . . . property.” *Mountain Am., LLC v. Huffman*, 224 W. Va. 669, 687, 687 S.E.2d 768, 786 (2009).

Antero has failed to meet this burden. It has not presented “clear and convincing” evidence of the true and actual value of its property. In its *Petition*, Antero requested that the total value of its wells be set at \$1,131,174,949 based on *Consol*’s “required ‘singular monetary average’ [deduction] of \$175,000 per well.” Pet. at 8. But in its *Petitioner’s Brief*, it claims that this \$175,000 deduction “is impossibly low,” Petr’s Br. at 3, and “overstates the value of Antero’s” wells. Petr’s Br. at 6. But Antero does not provide this Court any alternative value. In fact, it says nothing of the total value of its property. It simply asserts that the Tax Commissioner’s revaluation (and the valuation requested in its *Petition*) are excessive and leaves it to this Court to select a different value that Antero would prefer. But “judges are not like pigs, hunting for truffles buried . . . somewhere in the lower [tribunal’s] files.” *State v. Honaker*, 193 W. Va. 51, 56 n.4, 454 S.E.2d 96, 101 n.4 (1994). It was Antero’s burden to offer alternative “evidence of the true and actual

value of [its] property,” *Mountain Am.*, 224 W. Va. at 687, 687 S.E.2d at 786, and Antero has failed to meet it.

## **II. ANTERO’S ARGUMENTS ARE NOT ON THE RECORD BELOW.**

Antero’s criticisms of the Board should be rejected because they were not raised on the record below. Here, Antero argues that the Board violated the APA, due process, equal protection, and the commerce clause. But these arguments were not raised below; so, Antero has no “right to raise [them] on appeal.” *Hoover v. W. Va. Bd. of Med.*, 216 W. Va. 23, 26, 602 S.E.2d 466, 469 (2004). And Antero supports these arguments with several exhibits that were never presented to the Board and do not appear on the certified record. *See* Petr’s Br. Exs. A-B, D & F; *but see* Petr’s Br. Ex. F (containing excerpts from the hearing below). These new exhibits cannot be considered. This Court serves “an appellate function” that is “limited to roughly the same scope permitted under the” APA. *Am. Bituminous*, 208 W. Va. at 255, 539 S.E.2d at 762. In that capacity, “judicial review” must focus on the “record already in existence, not some new record made initially in the reviewing court.” *Frymier-Halloran*, 193 W. Va. at 696, 458 S.E.2d at 788. This Court must “determined” the appeal “from the record” certified by the Board. W. Va. Code § 11-3-25.

Some exceptions to this rule exist. *See, e.g.*, Syl. Pt. 4, *Frymier-Halloran*, 193 W. Va. at 696, 458 S.E.2d at 788 (permitting circuit court to rely on “affidavits” from the Tax Commissioner which “explain[] [his] course of conduct or grounds for [its] decision.”). But these are “limited” to circumstances where such additional evidence is necessary to “explain the [agency’s] course of conduct or grounds of the decision.” *Id.* And here, Antero’s new exhibits do not fall within the limited scope of this Court’s review. Instead, they relate to arguments not raised below and subsequent events unrelated to the tax year at issue. Antero’s exhibits (and its arguments from these exhibits) should be rejected.

### **III. ANTERO’S CRITICISMS OF THE BOARD’S DECISION ARE WITHOUT MERIT.**

Even if Antero arguments are considered, they should be rejected as meritless.

#### **a. Antero’s APA claims are without merit.**

Antero argues that the exclusion of its post-production expenses violates the APA by “‘grossly’ overstat[ing] the value” of its wells in violation of statutory “true and actual” value requirements. Petr’s Br. at 6. It also argues that the Tax Commissioner’s refusal to apply the 2020 *Notice* retroactively to the 2019 tax year is arbitrary and capricious. *Id.*

##### *i. Consol is controlling and authorizes the exclusion of Antero’s post-production expenses.*

But *Consol* affirmed the Tax Commissioner’s authority to not deduct Antero’s post-production expenses. By rule, the only expenses that are deductible are the “ordinary expenses” “directly related to the maintenance and production of” gas or oil. W. Va. Code R. § 110-1J-3.16. For nearly thirty years, post-production expenses have been treated as non-deductible. Tax Br. Ex. A, (Hoover Aff’d ¶ 9). *Consol* acknowledged that the Tax Commissioner considered these expenses as “not ‘directly related’” to maintenance or production and therefore, non-deductible. And it concluded that this position was not “arbitrary, capricious, or manifestly contrary to” statutory true and actual value requirements. *Consol*, 242 W. Va. at 223, 832 S.E.2d at 149.

Antero tries to avoid *Consol* by arguing that the 2020 *Notice* permits the deduction of post-production expenses under a “different” part of the appraisal formula than *Consol* addressed. It says *Consol* only considered the definition of “operating expenses,” under W. Va. Code R. § 110-1J-3.16, while the 2020 *Notice* permits an adjustment of “gross receipts” (for the same post-production expenses) under W. Va. Code R. § 110-1J-3.8. *See* Petr’s Br. at 16-17.

But this is a distinction without a difference. The appraisal formula begins by taking the “gross receipts” reported on producers’ returns and subtracting “operating expense.” W. Va. Code

R. § 110-1J-4.1. Antero argued in *Consol* that its post-production expenses should be included in the definition of “operating expenses” and thus, deducted from reported “gross receipts.” *Consol*, 242 W. Va. at 222, 832 S.E.2d at 148. This argument was rejected. *Id.*, at 223, 832 S.E.2d at 149. So, now it contends that it should be permitted to “*adjust*” its gross receipts *before* it reports them to the Tax Commissioner “to account for” those same expenses. Petr’s Br. at 16-17. But whether it tries to deduct its post-production expenses after it reports them (as argued in *Consol*) or adjusts for the same expenses before it reports them (as argued now), makes no difference. It is still seeking to subtract its post-production expenses from its gross receipts.

Antero cannot do this. The legislative rule does not provide for such an adjustment. It requires producers to report as “gross receipts” the “total income received from production on any well.” W. Va. Code R. § 110-1J-3.8. This reporting must be made “before subtraction of any . . . expenses.” *Id.* For decades, the Tax Commissioner has not permitted producers to deduct their post-production expenses from reported gross receipts. Tax Br. Ex. A (Hoover Aff’d ¶ 9). These expenses “are not ‘directly related’” to “maintenance and production.” W. Va. Code R. § 110-1J-3.16. And *Consol* affirmed that treatment. 242 W. Va. at 223, 832 S.E.2d at 149.

Antero has not presented “some urgent and compelling reason” to depart from *Consol*. *Dailey v. Betchtel Corp.*, 157 W. Va. 1023, 1029, 207 S.E.2d 169, 173 (1974). Nor has it demonstrated “changing conditions or serious judicial error in [*Consol*’s] interpretation” that is “sufficient to compel deviation from” *stare decisis*. *State ex rel. W. Va. Dep’t of Transp. v. Reed*, 228 W. Va. 716, \_\_\_, 724 S.E.2d 320, 323 (2012). *Consol*’s conclusion is controlling. The exclusion of Antero’s post-production expense is not “arbitrary and capricious” and it does not overvalue Antero’s wells. *Consol*, 242 W. Va. at 223, 832 S.E.2d at 149. The revaluation was conducted under *Consol* and should be adopted.

ii. *The 2020 Notice is void, ineffective, and properly withdrawn.*

A. Antero tries to avoid *Consol* by arguing that the *2020 Notice* is an interpretive rule that “merely changes a prior agency interpretation.” Petr. Br. at 15. It argues that the *2020 Notice* allows deductions for “actual postproduction expenses,” Petr’s Br. at 6, by permitting producers to “adjust[]” their gross receipts to account for them. Petr’s Br. at 17.

But the *2020 Notice* cannot change the longstanding treatment of post-production expenses. On October 9, 2020, Mr. Steager properly concluded that the *2020 Notice* must be withdrawn because it was “issued without legal authority, was void, and is ineffective.” Petr’s Br. Ex. B. He reached this conclusion because (1) the *2020 Notice* affected a substantive change that must be implemented by either a legislative rule or statute and (2) it violated the procedures for promulgating any rule (even an interpretive rule). Petr’s Br. Ex. B.

Both conclusions are correct. State officials only have the authority “expressly or implicitly” conferred by their enabling statutes. *State ex rel. Hoover v. Smith*, 198 W. Va. 507, 512, 482 S.E.2d 124, 129 (1997). Most officials (including the Tax Commissioner) cannot make changes to their “standard[s] or statement[s] of policy or interpretation of general application” except by promulgating a rule through the APA. *Id.* § 29A-1-2(j) (defining a rule); *id.* § 29A-3-1. Rules that “grant[] or den[y] a specific benefit” or are “determinative on any issue affecting constitutional, statutory or common law rights, privileges or interests” are considered substantive and may only be promulgated as “legislative rules.” *Id.* § 29A-1-2(e).

To promulgate a legislative rule, an agency must comply with robust rulemaking procedures. It must obtain the written consent of the cabinet secretary under which it is incorporated. W. Va. Code § 5F-2-2(a)(13). Then, it must file a notice of proposed rulemaking and the text of the proposed rule in the State Register. *Id.* § 29A-3-5. The notice must provide the public an opportunity for comment. *Id.* Once the period for public comment closes, the agency must “respond to [the] public comment[s]” it received and then re-file the proposed rule in the

State Register. *Id.* This filing is deemed as an application to the Legislature for permission to promulgate the proposed legislative rule, *id.* § 29A-3-9, and the rule cannot be enforced until (1) it is authorized by the Legislature and (2) the promulgating agency files a final rule in the State Register which fixes its prospective effective date. *Id.* § 29A-3-13(b).

**B.** The *2020 Notice* plainly exceeded the Tax Commissioner’s statutory authority because it purported to affect a substantive change without compliance with legislative rulemaking procedures. *First*, it changed the way post-production expenses were treated. Prior to the *2020 Notice*, the Tax Commissioner excluded post-production expenses from the operating expense deduction. Tax Br. Ex. A (Hoover Aff’d ¶ 9). The *2020 Notice* purported to change this by allowing producers to adjust gross receipts to account for the same post-production expenses. Petr’s Br. Ex. A. *Second*, this change is plainly substantive. Like a legislative rule, the *2020 Notice* purported to grant a specific benefit to producers: it authorizes them “adjust” their gross receipts to “approximate” those they would have received if their sales occurred at the field line. Petr’s Br. Ex. A. Antero says this specific benefit would permit it to deduct \$1,178,500 from the gross receipts of each well. Petr’s Br. at 2. Antero also argues that the *2020 Notice* should be “determinative” of its “constitutional [and] statutory . . . rights, privileges [and] interests.” W. Va. Code § 29A-1-2(e); *see* Petr’s Br. at 20 (arguing that the notice should entitle it to a deduction of post-production expenses). The *2020 Notice* similarly purported to be “determinative” of the Doddridge County’s authority to collect property taxes for the 2021 tax year. The *2020 Notice* did not simply “provide information or guidance” like an interpretive rule, W. Va. Code § 29A-1-2(c), or as Antero’s description of the notice as “guidance” or “instructions” suggests. *See, e.g.*, Petr’s Br. at 4, 17. The purported effect of the *2020 Notice* was plainly substantive.

The proper way to enact such substantive changes is by legislative rule or by statute. Petr’s Br. Ex. B. House Bill 2581 demonstrates this point. There, the Legislature prospectively redefined



the “[a]ctual annual operating costs” deduction to include the “gathering, compression, processing, separation, fractionation, and transportation charges” that were previously excluded from the appraisal formula. W. Va. Acts 2021, c. 261, *amending* W. Va. Code § 11-1C-10(d)(3)(B) (Apr. 10, 2021). But it made this change in open session and by statute.

In stark contrast, the *2020 Notice* did not even comply with legislative rulemaking procedures. It was not promulgated with the Cabinet Secretary of the Department of Revenue’s “written consent.” W. Va. Code §§ 5F-2-2(a)(13), 5F-2-1(j)(1). Mr. Steager did not file a notice of rulemaking or the text of the *2020 Notice* in the State Register, *id.* § 29A-3-5, and he did not give the public an opportunity for prior comment. *Id.* § 29A-3-5. He also did not submit the *2020 Notice* for approval by the Legislature. *Id.* § 29A-3-13. He simply issued it to producers.

The consequence of this is clear: where agencies fail to utilize appropriate rulemaking procedures, the rule is “void and ineffective.” *Coordinating Council*, 209 W. Va. at 284, 546 S.E.2d at 464. In *Coordinating Council*, the Tax Commissioner “attempted to levy [a] tax” on certain health care providers “after a lengthy period of not” doing so. 209 W. Va. 274, 283, 546 S.E.2d 454, 463 (2001). But after five years, the Tax Commissioner changed his mind and notified the providers of their tax liability by “issu[ing] a letter.” *Id.* at 279, 546 S.E.2d at 459. This Court found that “by simply issuing a letter to the affected taxpayers,” the Tax Commissioner violated the APA. *Id.* at 283, 546 S.E.2d at 463. The letter “‘affected private rights, privileges or interests’ and involve[d] the . . . ‘implementation, extension, application, or interpretation’ of the law.” *Id.* at 284, 546 S.E.2d at 464 (internal alterations omitted). So, the letter “constitute[d] an agency rule that was required to comply with” APA rulemaking procedures. *Id.* And “[u]ntil” it did so, the letter “remain[ed] a nullity.” Syl. Pt. 6, *id.* at 276, 546 S.E.2d at 456.

C. Antero disputes this consequence. It argues that the failure to use legislative rulemaking procedures “ends the inquiry” and proves that the *2020 Notice* was an “interpretive

rule” under the APA. Petr’s Br. at 9. But Antero has no authority for this conclusion. Rather, when a rule “grants or denies a specific benefit” or “is determinative on any issue affecting constitutional, statutory, or common law rights, privileges or interests,” the rule “*is a legislative rule*,” W. Va. Code 29A-1-2(e) (emphasis added), regardless of the agency’s selected process for its issuance. For example, in *Chico Dairy Co. v. W. Va. Human Rights Comm’n*, the agency promulgated a rule that expanded the statutory definition of a “handicapped person.” 181 W. Va. 238, 242, 382 S.E.2d 75, 79 (1989). In doing so, it utilized interpretive rulemaking procedures and labeled the rule as “interpretive.” *Id.* But the court rejected that label. *Id.* at 244, 382 S.E.2d at 81. It found that the rule “extended [] statutory definition[s]”, “confer[ed] a right not provided” by the statute, and “affect[ed] private rights and purports to regulate private conduct.” *Id.* Thus, *Chico Dairy* concluded that the rule was “legislative” and not “interpretive.” *Id.* Because the agency used interpretive rule procedures and had not “submitted” the rule for the approval of the Legislature, *Chico Dairy* also found that the rule was unenforceable and had “no effect” under the APA. *Id.*

Likewise, the Tax Commissioner’s “selected process” for issuing the *2020 Notice* is irrelevant. Like a legislative rule, the notice plainly purports to grant “a specific benefit” to producers. W. Va. Code § 29A-1-2(e). And like a legislative rule, Antero argues that it is “determinative” of its “constitutional [and] statutory” rights to millions of dollars in tax deductions. *Id.* But Mr. Steager failed to submit the *2020 Notice* to the Legislature for approval. So, it cannot remain effective under the APA and was properly withdrawn.

iii. *If the 2020 Notice was an interpretive rule, it remains ineffective and void.*

Antero tries to skirt the APA’s procedures by claiming that the *2020 Notice* was an “interpretive rule.” Petr’s Br. at 10. This claim is unfounded because the *2020 Notice*’s effect is plainly legislative. W. Va. Code § 29A-1-2(e)(3). Even if it was an interpretive rule, it remains void because Mr. Steager did not follow the APA procedures required to issue such rules. All rules

must be promulgated “only in accordance with” the APA. W. Va. Code § 29A-1-3. Non-legislative rules (including interpretive rules) “need not go through the legislative authorization process.” *Appalachian Power*, 195 W. Va. at 583, 466 S.E.2d at 434. But they must comply with other demands of the APA. Petr’s Br. Ex. B. To issue an interpretive rule, an agency must obtain the “written consent” of its cabinet secretary. W. Va. Code § 5F-2-2(a)(13). Then it must file a notice of proposed rulemaking and the text of the proposed rule in the State Register. *Id.* § 29A-3-4. The notice must provide the public time for comments. *Id.* § 29A-3-5. And the agency must “respond to [the] public comment[s].” *Id.* Only then can the agency finally adopt an interpretive rule by filing it “with [a] notice of adoption in the State Register.” *Id.* § 29A-3-8(b).

The *2020 Notice* complied with none of these requirements. Petr’s Br. Ex. B. It was simply issued to producers and published on the Tax Department’s website. As with legislative rules, the failure to issue the *2020 Notice* in “accordance with” the APA was fatal to its validity. The APA is plain: “every rule . . . shall be promulgated . . . *only in accordance* with this article and shall be and *remain effective only to the extent* that it has been or is promulgated in accordance with this article.” W. Va. Code § 29A-3-1 (emphasis added). The *2020 Notice* was not issued according to the APA. It is plainly void and ineffective, and was necessarily withdrawn. Petr’s Br. Ex. B.

*iv. Antero’s reasons for ignoring the Withdrawal are unavailing.*

Antero contends that the *2020 Notice* remains effective for four reasons. But each is wrong. *First*, it argues that the *Withdrawal* is a concession. By asserting that the *2020 Notice* was not issued using “legislative rule-making [or] statutory procedures,” Petr’s Br. Ex. B, Antero says that the Tax Commissioner has admitted that it must be an interpretive rule. Petr’s Br. at 11. This is not true. Rather, the *Withdrawal* recognized that the *2020 Notice* was issued without “[e]ven the less-robust notice and comment requirements for other rules.” Petr’s Br. Ex. B. The failure to use APA procedures does not prove that the *2020 Notice* is interpretive, it proves that it is invalid.

*Second*, Antero says that the *Withdrawal* was not “reasoned” and was “implausible.” Petr’s Br. at 12-17. It compares the *Withdrawal* to cases where agencies failed to “identify any statutory” basis for their actions. Petr’s Br. at 13 & n.54 (quoting *Casa De Md. v. U.S. Dep’t of Homeland Sec.*, 924 F.3d 684, 704-05 (4th Cir. 2019)). But the *Withdrawal* identified several sections of the APA that the *2020 Notice* violated. It also explained why these violations invalidated the notice and required its withdrawal. Petr’s Br. Ex. B. The *Withdrawal* was well reasoned.

*Third*, Antero contends that the *Withdrawal* is inconsistent. It notes that *Consol* deferred to the Tax Commissioner’s exclusion of post-production expenses even though this construction was never formalized in a rule. From this, it reasons that Mr. Steager did not need to promulgate a rule to provide producers an adjustment of gross receipts. Petr’ Br. at 17-18.

Antero misunderstands the basis for the deference provided in *Consol*. True, when an agency properly promulgate a legislative rule that interprets a statute it is given deference unless it “exceed[s] its constitutional or statutory authority or is arbitrary or capricious.” Syl. Pt. 6, *Murray Energy Corp. v. Steager*, 241 W. Va. 629, 632, 827 S.E.2d 417, 419 (2019). But that is not the only way agencies interpret their statutes or rules. And it is not the only time courts give such interpretations deference. Agencies are also empowered to perform administrative and executive functions. To do so, they often must construe and interpret their statutory and regulatory authority to fit the circumstances of a particular case. An agency may not modify or rewrite its rules “under the guise of ‘interpretation.’” Syl. Pt. 5, *Consol*, 242 W. Va. at 213, 832 S.E. 2d at 137. But courts “examine [such] regulatory interpretations” with “appropriate deference to agency expertise and discretion.” *W. Va. Emp’rs’ Mut. Ins. v. Bunch Co.*, 231 W. Va. 321, 332, 745 S.E.2d 212, 223 (2013). As long as the agency has acted “consistent with the plain meaning of [its]” statutes, *id.*, its “longstanding, consistent interpretation[s]” are “entitled to judicial deference.” *Amedisys W. Va. v. Pers. Touch Home Care of W. Va.*, \_\_ W. Va. \_\_, 859 S.E.2d 341, 358 (2021).

Similarly, *Consol* appropriately deferred to the Tax Commissioner’s longstanding exclusion of post-production expenses. “Ascertaining [the] value of property” is “primarily an ‘executive’ or ‘administrative function.’” Syl. *Norfolk & W. Ry. Co. v. Bd. of Pub. Works*, 124 W. Va. 562, 21 S.E.2d 143, 143 (1942). Each year, the Tax Commissioner performs that function by reviewing producers’ reported gross receipts, W. Va. Code § 11-6K-4, and appraising each well. *Id.* § 11-6K-6. To do so, he must apply statutes and legislative rules to the particulars of each appraisal. For nearly thirty years, he did so without deducting post-production expenses. Tax Br. Ex. A (Hoover Aff’d ¶ 9). So when he appraised Antero’s property in 2019, he treated its post-production expenses the same way and excluded them. *Consol* properly deferred to that decision because it was not “arbitrary, capricious, or manifestly contrary to the enabling statute.” *Consol*, 242 W. Va. at 223, 832 S.E.2d at 149. That does not mean that the Tax Commissioner can publish changes to longstanding “standard[s] or statement[s] of policy or interpretation of general application” without complying with rulemaking procedures. W. Va. Code § 29A-1-2(j). For such statements, he must promulgate a rule. *Coordinating Council*, 209 W. Va. at 284, 546 S.E.2d at 464. He failed to do so when he issued the *2020 Notice*, so it was “void and ineffective.” *Id.*

*Fourth*, Antero contends that the *Withdrawal* should be disregarded because it “entirely failed to consider reliance interests.” Petr’s Br. at 19. This is also not true. The *Withdrawal* explicitly considered the “substantial and material . . . public and private interest” that the *2020 Notice* had unsettled. Petr’ Br. Ex. B. Antero ignores this part of the *Withdrawal*. Petr’s Br. at 19.

Antero’s reliance is also contrary to settled West Virginia law. Its reliance on the *2020 Notice* is entirely unilateral. A “unilateral expectation . . . does not create a” protected “interest.” *W. Va. Bd. of Ed. v. Marple*, 236 W. Va. 654, 666, 783 S.E.2d 75, 87 (2015). On its face, the *2020 Notice* has no application to prior tax years. And as Antero admits, the Tax Commissioner has consistently disputed Antero’s claim that it applies retroactively. Petr’s Br. at 6-7. Even for tax

year 2021 (where the notice at least purported to apply) reliance on it was not settled. The tentative appraisals for producing wells were not due until December 1, 2020, and the final appraisals were not due until December 15, 2020. W. Va. Code §§ 11-6K-4(e)(1), 11-6K-6(a). Before then, changes to appraisals are both statutorily authorized and legitimately expected. *E.g., id.* § 11-6K-4(e)(1). Antero may have unilaterally wished that the *2020 Notice* applied, but that desire was clearly unfounded. Such unilateral expectations are not the basis for protected interests.

Also, it is well-settled that Antero cannot rely on Mr. Steager's invalid or unauthorized actions. The State "is not bound by the legally unauthorized acts of its officers." Syl. Pt. 3, *Freeman v. Polling*, 175 W. Va. 814, 815, 338 S.E.2d 415, 417 (1985). Likewise, "all persons"—including Antero—"must take note of the legal limitations" of State officials' "power and authority," *id.*, and they "may not rely on" official's conduct that is "contrary to law." *Id.* at 819, 338 S.E.2d at 420. This principle "ensure[s] that" a public official's mistakes do not "thwart[]" the "will" of the Legislature. *Id.* at 819, 338 S.E.2d at 420.

The Legislature has willed that "all rules 'be promulgated . . . only in accordance with'" the APA. W. Va. Code § 29A-3-1. For legislative rules, this requires compliance with the legislative authorization process. *Id.* § 29A-3-13. Other rules (including interpretive rules) require compliance with the prior public notice and comment provisions of W. Va. Code §§ 29A-3-4, 29A-3-5, and 29A-3-8. And any rule that ignores or bypasses these requirements is "void and ineffective." *Coordinating Council*, 209 W. Va. at 284, 546 S.E.2d at 464. The *2020 Notice* did not comply with legislative rulemaking requirements, Petr' Br. Ex. B, and it failed to comply with "[e]ven the less-robust notice and comment requirements for other rules." *Id.* Antero "must take note of the legal limit[s]" of the former Tax Commissioner's rulemaking authority, Syl. Pt. 3, *Freeman*, 175 W. Va. at 815, 338 S.E.2d at 417, and where those limits are exceeded, Antero cannot rely on his conduct.

v. *Even if it is valid, the 2020 Notice cannot apply retroactively.*

**A.** Even if its invalidity was not apparent, the *2020 Notice* cannot be applied retroactively because it “expressly prescribed” its prospective “reach” to the 2021 tax year. *Pub. Citizens, Inc. v. First Nat.l Bank in Fairmont*, 198 W. Va. 329, 543, 480 S.E.2d 538, 334 (1996). When statute do so, “there is no need to resort to judicial default rules.” *Landgraf v. USI Film Prods.*, 511 U.S. 244, 279 (1994). The enactment is applied prospectively as written. *Id.*

**B.** But assuming such directions were lacking, the *2020 Notice* could not have applied to past tax years because the APA only permits prospective rules. The APA defines a rule as a “standard or statement of policy or interpretation of general application and *future effect*.” W. Va. Code § 29A-1-2(j) (emphasis added). The definition applies to legislative rules and interpretive rules. *Id.* And this Court has noted that an agency may only “revise or adopt interpretive rules prospectively.” *Appalachian Power*, 195 W. Va. at 583 n.8, 466 S.E.2d at 434 n.8.

Federal precedent similarly bars retroactive agency rules. Like the State APA, federal law defines an agency rule as “an agency statement of general or particular applicability and *future effect*.” 5 U.S.C. § 551(4) (emphasis added). From this definition, federal courts have consistently concluded that “the APA requires that . . . rules be given future effect only,” *Georgetown Univ. Hosp. v. Bowen*, 821 F.2d 750, 757 (D.C. Cir. 1987), *affirmed in* 488 U.S. 204, 208 (1988), and that “retroactive rulemaking” is “forbid[den]” under the federal APA. *Bowen*, 488 U.S. at 208. In fact, Justice Scalia concluded in *Bowen*’s concurrence that “[t]he only plausible reading of the” words “*future effect*” in 5 U.S.C. § 551(4) was that Congress meant “that rules have legal consequences only for the future.” *Bowen*, 488 U.S. at 216 (J.Scalia, concurring) (emphasis in original). Likewise, the Court of Appeal for the District of Columbia has consistently concluded that “rules” adopted under the Federal APA are “prospective in application only,” *Retail, Wholesale & Dep’t Store Union, AFL-CIO v. N.L.R.B.*, 466 F.2d 380, 388 (D.C. Cir. 1972), and

that “interpretive rules, no less than legislative rules, are subject to [the] ban on retroactivity.” *Health Ins. Ass’n of Am. v. Shalala*, 23 F.3d 412, 423 (D.C. Cir. 1994).

Courts consider a law “retroactive” if it “operates upon transactions which have been completed or upon rights which have been acquired or upon obligations which have existed prior to its passage.” Syl. Pt. 5, *Martinez v. Asplundh Tree Expert Co.*, 239 W. Va. 612, 613, 803 S.E.2d 582, 583 (2017). Federal courts apply a similar test to determine if an agency’s rule violates the federal APA’s ban on retroactive rules. They consider “whether the new [rule] attaches new legal consequences to events completed before [the rule’s] enactment,” *Nat’l Min. Ass’n v. Dep’t of Labor*, 292 F.3d 849, 860 (D.C. Cir. 2002), or “changes the legal landscape.” *Arkema Inc. v. E.P.A.*, 618 F.3d 1, 7 (D.C. Cir. 2010). If it does, the agency may only apply the rule retroactively if it has “express congressional authority” to do so. *Nat’l Min.*, 292 F.3d at 859.

Applied here, Antero is trying to enforce the withdrawn *2020 Notice* retroactively to events “completed” and “obligations which have existed prior to” the notice’s issuance. The *2020 Notice* purports to allow producers to adjust the gross receipts reported on their August 3, 2020, tax returns for the 2021 tax year. Antero was obligated to complete similar returns for the 2019 tax year in August of 2018. W. Va. Code § 11-6K-1(c). And its payments based on these returns accrued and were due over two years ago. *Id.* § 11A-1-3(a). Antero seeks to apply the *2020 Notice* to alter events “completed” and “obligations” that “existed” on those dates. Syl. Pt. 5, *Martinez*, 239 W. Va. at 617, 803 S.E.2d at 583. This application would clearly “attach new legal consequences” to those events, *Nat’l Min.*, 292 F.3d at 859, and undisputedly “diminish[] [the] substantive rights” of Doddridge County to retain property taxes and potentially “augment[s] [its] substantive” refund “liability” by millions of dollars. Syl. Pt. 4, *Martinez*, 239 W. Va. at 617, 803 S.E.2d at 583. This application would plainly be retroactive and is expressly prohibited by the APA.



C. Antero tries to avoid the APA’s ban on retroactive rules by claiming that the 2020 Notice “only clarif[ies]” that post-production expenses could be deducted all along. Petr’s Br. at 8-9 (citing *Williams v. Dep’t of Motor Vehicles*, 187 W. Va. 406, 408, 419 S.E.2d 474, 478 (1992)). It says a new federal rule may be applied to pending disputes where it “clarifies” or “reaffirms” an agency’s longstanding position. Pet’r Br. at 17 n.79 (citing to *Clay v. Johnson*, 264 F.3d 744, 749 (7th Cir. 2001)). But such circumstances do not arise where a rule “attaches new legal consequences to” prior events, *Nat’l Min.*, 292 F.3d at 860, “changes the law,” or is “patently *inconsistent* with” an agency’s prior interpretation. *Clay*, 264 F.3d at 749 (emphasis added). There, federal agencies “may not promulgate retroactive rules absent express congressional authority.” *Nat’l Min.*, 292 F.3d at 859. The text of the Federal APA is clear: both legislative and interpretive rules “must be of ‘*future effect*.’” *Health Ins.*, 23 F.3d at 423.

The same reasoning applies here. The 2020 Notice cannot be applied to past tax years because it is patently inconsistent with the Tax Commissioner’s prior exclusion of post-production expenses. *Consol*, 242 W. Va. 223, 832 S.E. 2d at 149. A change of this position cannot be effected retroactively “absent express [Legislative] authority.” *Nat’l Min.*, 292 F.3d at 859. And here, the Legislature has only authorized rules that have “future effect.” W. Va. Code § 29A-1-2(j). “The only plausible reading of the” words “*future effect*” is that the Legislature meant “that rules have legal consequences only for the future.” *Cf. Bowen*, 488 U.S. at 216 (J.Scalia, concurring). And “interpretive rules, no less than legislative rules, are subject to [this] ban on retroactivity.” *Cf. Health Ins.*, 23 F.3d at 423. The 2020 Notice cannot apply retroactively.

**b. Antero’s due process claims are without merit.**

Antero’s due process allegations fair no better. It says that the refusal to apply the 2020 Notice retroactively violates substantive due process. Petr’s Br. at 20. But taxation—like any economic regulation—is subject to a “high level of deference” under due process. *Verizon W. Va.*,

*Inc. v. W. Va. Bureau of Emp't Programs*, 214 W. Va. 95, 121, 586 S.E.2d 170, 196 (2003). Due process concerns only arise where a State official “act[s] in an arbitrary and irrational way.” *Id.* And “only the most egregious official conduct” which “shocks the conscience” is considered “arbitrary in the constitutional sense.” *Cnty. of Sacramento v. Lewis*, 523 U.S. 833, 846 (1998). The continued exclusion of post-production expenses is not arbitrary or capricious in any sense. Rather, the exclusion is based on “a reasonable construction” of the Tax Commissioner’s legal authority and is not “arbitrary [or] capricious.” *Consol*, 242 W. Va. at 223, 832 S.E.2d at 149.

Nor is it “arbitrary and capricious” in any sense (much less in an “egregious” and conscience-shocking sense) for the 2020 Notice not to apply retroactively. “Retroactivity is not favored in the law,” *Bowen*, 488 U.S. at 471, and must “meet a burden” under due process “not faced by [acts] that [have] only future effects.” *Pension Ben. Guar. Corp. v. R.A. Gray & Co.*, 467 U.S. 717, 730 (1984). This is why even statutes are “presumed to operate prospectively,” *Pub. Citizens*, 198 W. Va. at 335, 480 S.E.2d at 545, and agency “rules will not be construed to have retroactive effect unless their language requires this result.” *Bowen*, 488 U.S. at 208. And here, the APA only permits rules that have “future effect.” W. Va. Code § 29A-1-2(j). Antero’s due process rights were plainly not violated when the Tax Commissioner refused to apply the withdrawn 2020 Notice retroactively. The presumptions against retroactivity and the APA dictate that refusal.

**c. Antero’s equal protection and commerce clause arguments are meritless.**

**A.** Antero’s equal protection claims are contrary to settled law. It argues that the exclusion of post-production expenses violates equal protection because it “artificially inflate[s]” Antero’s wells “in relation to local competitor’s” wells. Petr’s Br. at 21. But equal protection is “especially deferential” where “complex tax” systems—like the one at issue here—are concerned. *Murray*, 241 W. Va. at 644, 827 S.E.2d at 433. Here, the use of averages “mathematically under- and over-represent certain values” but this does not “create a taxation equality problem for which

the Constitution demands a remedy.” *Id.* As long as taxes are “rationally related to a legitimate state interest,” *Appalachian Power*, 195 W.Va. at 594, 466 S.E.2d at 445, and treat “all persons within” a class “equally,” Syl. Pt. 9, *Murray*, 241 W. Va. at 632, 827 S.E.2d at 420, they satisfy equal protection requirements. Taxes are considered “rational” as long as the classifications they create are “neither capricious nor arbitrary.” *Id.* at 645, 827 S.E.2d at 433.

Excluding post-production expenses satisfies equal protection. “[A]ll persons within” the class of producers are treated “equally.” Syl. Pt. 9, *id.* at 632, 827 S.E.2d at 420. None of them are permitted to deduct their post-production expenses. Nor do the applicable legislative rules create classes based on in-state or out-of-state sales. They classify deductible expenses based on their relationship to production. W. Va. Code R. § 110-1J-3.16 (“operating expenses” are those “directly related to the maintenance and production”). And *Consol* has already concluded that excluding post-production expenses from the operating expense deduction is not “arbitrary [or] capricious.” 242 W. Va. at 233, 832 S.E.2d at 149. Antero’s equal protection claim is without merit.

**B.** Antero’s dormant commerce clause argument is similarly flawed. A state may run afoul of the commerce clause if it “discriminates” against interstate commerce “facially, in its practical effect, or in its purpose.” *Env’tl. Tech. Council v. Sierra Club*, 98 F.3d 774, 785 (4th Cir. 1996). But taxes that apply “evenhandedly with only ‘incidental’ effects on interstate commerce” typically survive commerce clause review unless they impose a burden on interstate commerce that is “clearly excessive in relation to the putative local benefits.” *Oregon Waste Sys., v. Dep’t of Env’tl. Quality of State of Or.*, 511 U.S. 93, 99 (1994).

Applied here, the exclusion of post-production expenses is “evenhanded” and “does not facially discriminate against interstate” activities. *Am. Trucking Ass’n, v. Mich. Pub. Serv. Comm’n*, 545 U.S. 429, 434 (2005). It does not “treat[]” producers “differently depending on whether” they conduct business “in the State or out of it.” *Armco Inc. v. Hardesty*, 467 U.S. 638,

642 (1984). Nor do the hearing transcripts Antero references reveal any discriminatory purpose. *See, e.g.,* Petr’s Br. Ex. F. Producers’ property is simply not taxed “more heavily when it crosses state lines.” *Oregon Waste*, 511 U.S. at 99. No producer is permitted to deduct their post-production expenses. *Cf. Consol*, 242 W. Va. at 216, 832 S.E.2d at 142. And the distinction between deductible and non-deductible expenses is not based on in-state or out-of-state sales. Rather, whether an expense is deductible depends on its relationship “to the maintenance and production” of gas. W. Va. Code R. § 110-1J-3.16. Ordinary expenses that are “directly related” to maintenance and production are deductible—those that are not “directly related” are not deductible. *Id.* In this system, “cross[ing] state lines” is irrelevant: post-production expenses are excluded whether they are incurred in West Virginia or in any other state.

Antero also says that the exclusion of post-production expenses subjects it to “the risk of multiple taxation.” Petr’s Br. at 23. But the risk of “multiple taxation” only arises where commerce “is subject to more than one tax on its full value.” *Japan Line, Ltd. v. Los Angeles Cnty.*, 441 U.S. 434, 446 (1979). For property taxes, “multiple taxation is possible only if some [other] jurisdiction . . . may constitutionally impose an ad valorem tax” on the same property. *Central R. Co. of Pa. v. Pennsylvania*, 370 U.S. 607, 612 (1962). But here, the property being taxed are the wells entirely located in Doddridge County. The formula uses net receipts as a factor, but its goal is to determine the “true and actual value” of the property located in that county. W. Va. Code § 11-6K-1. The exclusion of post-production expenses is not “manifestly contrary” to that goal. *Consol*, 242 W. Va. at 223, 832 S.E.2d at 149. Nor does the risk of multiple taxation arise because Antero may have to pay “corporate income and/or gross receipts taxes to another state.” Petr’s Br. at 23. Interstate entities are often subject to “a confluence of taxes.” *Okla. Tax Comm’n v. Jefferson Lines, Inc.*, 514 U.S. 175, 192 (1995). But this is merely the “accidental incident of interstate commerce being subject to two different taxing jurisdictions” and not “a structural evil” that offend

the commerce clause. *Id.* Antero's commerce clause arguments are without merit.

### **CONCLUSION**

For the foregoing reasons, this Court should adopt the revaluations submitted on August 17, 2021, and set the total value of Antero's wells in Doddridge County for the 2019 tax year at \$1,134,194,179.

**Respectfully submitted,**

**MATTHEW R. IRBY, WEST VIRGINIA  
STATE TAX COMMISSIONER, and  
DAVID SPONAUGLE, ASSESSOR OF  
DODDRIDGE COUNTY**

**By counsel,**

**PATRICK MORRISEY  
ATTORNEY GENERAL**

*/s/ Sean M. Whelan*

---

**KATHERINE A. SCHULTZ (WVSB #3302)  
SENIOR DEPUTY ATTORNEY GENERAL**

**SEAN M. WHELAN, (WVSB # 12067)  
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[Sean.M.WheLAN@wvago.gov](mailto:Sean.M.WheLAN@wvago.gov)

**IN THE CIRCUIT COURT OF DODDRIDGE COUNTY, WEST VIRGINIA  
BUSINESS COURT DIVISION**

**ANTERO RESOURCES CORPORATION,**

**Petitioner,**

**v.**

**Civil Action No. 19-AA-1  
Honorable Christopher C. Wilkes  
Presiding Judge**

**MATTHEW R. IRBY, WEST VIRGINIA  
STATE TAX COMMISSIONER,  
DAVID SPONAUGLE,  
ASSESSOR OF DODDRIDGE COUNTY, and  
THE COUNTY COMMISSION OF DODDRIDGE COUNTY,**

**Respondents.**

**CERTIFICATE OF SERVICE**

I, Sean M. Whelan, Assistant Attorney General, do hereby certify that the foregoing “*Brief of Respondents Matthew R. Irby, West Virginia State Tax Commissioner and David Sponaugle, Assessor of Doddridge County*” and “*Exhibits*” were electronically filed on the 24<sup>th</sup> day of September, 2021, through the West Virginia electronic filing system, which will send notification of this pleading to:

John J. Meadows, Esq.  
Ancil G. Ramey, Esq.  
Steptoe & Johnson, PLLC  
P.O. Box 1588  
Charleston, WV 25326-1588  
*Counsel for Petitioner*

Tessa Bowers, Esq.  
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380 West South Street  
Martinsburg, WV 25401

Jonathan Nicol, Esq.  
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*Counsel for County Commission of Doddridge County*

**/s/ Sean M. Whelan**  
Sean M. Whelan (WVSB #12067)

**IN THE CIRCUIT COURT OF DODDRIDGE COUNTY, WEST VIRGINIA  
BUSINESS COURT DIVISION**

**ANTERO RESOURCES CORPORATION,**

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**v.**

**Civil Action No. 19-AA-1  
Honorable Christopher C. Wilkes  
Presiding Judge**

**MATTHEW R. IRBY,  
WEST VIRGINIA STATE TAX COMMISSIONER,  
DAVID SPONAUGLE, ASSESSOR OF DODDRIDGE COUNTY, and  
THE COUNTY COMMISSION OF DODDRIDGE COUNTY,**

**Respondents.**

**BRIEF OF RESPONDENTS MATTHEW R. IRBY, WEST VIRGINIA STATE TAX  
COMMISSIONER AND DAVID SPONAUGLE, ASSESSOR OF DODDRIDGE COUNTY**

**EXHIBIT A**

**IN THE CIRCUIT COURT OF DODDRIDGE COUNTY, WEST VIRGINIA  
BUSINESS COURT DIVISION**

**ANTERO RESOURCES CORPORATION,**

**Petitioner,**

**v.**

**Civil Action No. 19-AA-1  
Honorable Christopher C. Wilkes  
Presiding Judge**

**MATTHEW R. IRBY, WEST VIRGINIA  
STATE TAX COMMISSIONER,  
DAVID SPONAUGLE, ASSESSOR OF DODDRIDGE COUNTY, and  
THE COUNTY COMMISSION OF DODDRIDGE COUNTY,**

**Respondents.**

**AFFIDAVIT OF CYNTHIA R. HOOVER**

1. My name is Cynthia R. Hoover. I am currently employed at the Office of the Kanawha County Assessor, Special Properties Section.

2. Prior to this, I had worked at the Property Tax Division of the West Virginia State Tax Department for approximately 30 years

3. From December 16, 2010, to June 30, 2021, I was employed as the Tax & Revenue Manager of the West Virginia State Tax Department, Property Tax Division, Special Properties Section.

4. As the Tax & Revenue Manager, I was familiar with the valuation of Antero Resource's producing oil and gas wells located in Doddridge County, West Virginia, for the 2019 tax year.



5. I valued Antero Resource's producing Marcellus Shale horizontal oil and gas wells for the 2019 tax year.

6. Initially, I valued the producing gas wells using an average annual industry operating expense of 20% of gross receipts derived from natural gas production not to exceed \$175,000 per well for Marcellus Shale horizontal wells.

7. For wells that only produced oil, I utilized an Average Annual Industry Operating Expense of 35% of gross receipts derived from oil production not to exceed \$5,750 per well.

8. The cost of gathering, compression, processing, or transportation were not included in the average annual industry operating expense deduction during the 2018 tax year

9. During the approximately 30 years I worked at the Property Tax Division of the West Virginia State Tax Department, the cost of gathering, compression, processing, or transportation were never included in the average annual industry operating expense deduction.

10. To value Antero's wells for the 2018 tax year, I used the same methodology applied by the Property Tax Division to value every producing Marcellus Shale horizontal well in the state for the 2018 and 2019 tax years.

11. Based on that methodology, I initially determined that the wells Antero owned in Doddridge County for the 2019 tax year had a combined value of \$1,134,655,768.

12. In June of 2019, the West Virginia Supreme Court issued its decision in *Steager v. Consol Energy, Inc.*, 242 W. Va. 209, 832 S.E. 2d 135 (2019).

13. In *Consol Energy*, the Supreme Court of Appeals ruled that the Tax Commissioner could not utilize an average annual industry operating expense deduction of 20% of gross receipts not to exceed \$175,000 per well.

14. Furthermore, the Supreme Court of Appeals ruled that the Tax Commissioner must utilize a standard dollar deduction of \$175,000 per well for Marcellus Shale horizontal wells for the 2017 tax year.

15. Based on *Consol Energy*, I re-valued all of Antero Resource's Marcellus Shale producing oil and gas wells in Doddridge County for the 2019 tax year.

16. For wells that produced only natural gas, I utilized a deduction of \$175,000 per well and disregarded the calculation of 20% percent of gross receipts derived from natural gas.

17. For wells that produced only oil, I utilized a deduction of \$5,750 per well and disregarded the calculation of 35% percent of gross receipts derived from natural gas.

18. Antero's Marcellus Shale wells in Doddridge County produce both oil and natural gas. During the 2019 tax years, such wells received a \$5,750 deduction for oil and a \$175,000 deduction for gas as required by Administrative Notice 2019-08.

19. I revalued all of Antero Resource's producing Marcellus Shale oil and gas wells in Doddridge County using this methodology in Paragraphs 16 through 18.

20. Using this revaluation methodology, the combined total of my initial valuation for the wells in Doddridge County for the 2019 tax year was reduced by \$302,411 to \$1,134,194,179.

21. A copy of the spreadsheet is attached which identifies the revised valuation for every Antero Resources' well on appeal in this matter.

22. In my opinion, I have accurately re-valued Antero Resource's producing Marcellus Shale oil and gas wells located in Doddridge County for the 2019 tax year in accordance with the Supreme Court of Appeals decision in *Consol Energy*.

This Affidavit is filed in support of the *Response Brief of Matthew R. Irby, the West Virginia State Tax Commissioner, David Sponaugle, the Doddridge County Assesor*, in regard to the above-referenced civil action.

Further the Affiant sayeth naught. Dated this 22 day of September, 2021.

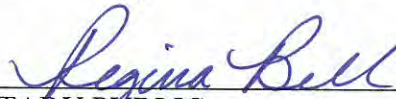


Cynthia R. Hoover  
Former Tax & Revenue Manager  
West Virginia Property Tax Division  
Special Properties Section

STATE OF WEST VIRGINIA  
COUNTY OF KANAWHA, to-wit:

Taken, subscribed and sworn to before me this 22 day of September, 2021.

My commission expires June 23, 2023.



NOTARY PUBLIC



**IN THE CIRCUIT COURT OF DODDRIDGE COUNTY, WEST VIRGINIA  
BUSINESS COURT DIVISION**

**ANTERO RESOURCES CORPORATION,**

**Petitioner,**

**v.**

**Civil Action No. 19-AA-1  
Honorable Christopher C. Wilkes  
Presiding Judge**

**MATTHEW R. IRBY,  
WEST VIRGINIA STATE TAX COMMISSIONER,  
DAVID SPONAUGLE, ASSESSOR OF DODDRIDGE COUNTY, and  
THE COUNTY COMMISSION OF DODDRIDGE COUNTY,**

**Respondents.**

**BRIEF OF RESPONDENTS MATTHEW R. IRBY, WEST VIRGINIA STATE TAX  
COMMISSIONER AND DAVID SPONAUGLE, ASSESSOR OF DODDRIDGE COUNTY**

**EXHIBIT B**



## West Virginia E-Filing Notice

CC-09-2019-AA-1

Judge: Timothy L. Sweeney

**To:** Sean Whelan  
sean.m.whelan@wvago.gov

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### NOTICE OF FILING

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IN THE CIRCUIT COURT OF DODDRIDGE COUNTY, WEST VIRGINIA  
ANTERO RESOURCES CORPORATION v. THE HONORABLE DALE STEAGER  
CC-09-2019-AA-1

The following supporting documents was FILED on 8/17/2021 5:20:46 PM

Notice Date: 8/17/2021 5:20:46 PM

Michele D. Britton  
CLERK OF THE CIRCUIT COURT  
Doddridge County  
108 Court Street Ste 4  
WEST UNION, WV 26456

(304) 873-2331  
Michele.Britton@courtsww.gov

**IN THE CIRCUIT COURT OF DODDRIDGE COUNTY, WEST VIRGINIA  
BUSINESS COURT DIVISION**

**ANTERO RESOURCES CORPORATION,  
Petitioner,**

**v.**

**Civil Action No. 19-AA-1  
Honorable Christopher C. Wilkes  
Presiding Judge**

**THE HONORABLE MATTHEW R. IRBY,  
West Virginia State Tax Commissioner,  
THE HONORABLE DAVID SPONAUGLE,  
Assessor of Doddridge County, and  
THE COUNTY COMMISSION OF DODDRIDGE COUNTY,  
Sitting as a Board of Equalization and Review,**

**Respondents.**

---

**SUPPLEMENTAL NOTICE OF TRANSMITTAL OF REVALUATIONS  
FOR PRODUCING OIL AND GAS WELLS FOR THE 2019 TAX YEAR**

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COMES NOW, the Honorable Matthew R. Irby, the West Virginia State Tax Commissioner, by counsel, to submit a *Supplemental Notice of Transmittal of Revaluation for Producing Oil and Gas Wells*. On February 9, 2021, the Tax Commissioner filed a *Notice of Transmittal* that included the revaluation for Doddridge County, Civil Action No. 18-AA-1, Ritchie County, Civil Action No. 18-AA-1, Harrison County, Civil Action No. 18-P-235, and Tyler County, Civil Action No. 18-AA-1. Separately, on March 25, 2021, the Tax Commissioner transmitted to all counsel of record by email a copy of the revaluations for Doddridge County,

Civil Action No. 19-AA-1. (Copy attached.) But, by inadvertence, it does not appear that a notice of this transmittal for Doddridge County, Civil Action No. 19-AA-1 was filed with the Court.

Consistent with the revaluations included in the February 9, 2021, *Notice of Transmittal*, the producing oil and gas wells located in Doddridge County for the 2019 tax year were revalued pursuant to *Steager v. CONSOL Energy*, 242 W. Va. 209, 832 S.E. 2d 135 (2019).

Respectfully submitted,

MATTHEW R. IRBY, WEST VIRGINIA  
STATE TAX COMMISSIONER,

THE HONORABLE DAVID SPONAUGLE,  
ASSESSOR OF DODDRIDGE COUNTY,

By counsel,

PATRICK MORRISEY  
ATTORNEY GENERAL

/s/ Sean M. Whelan

KATHERINE A. SCHULTZ (WVSB#3302)  
SENIOR DEPUTY ATTORNEY GENERAL  
SEAN M. WHELAN (WVSB#12067)  
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Kathy.A.Schultz@wvago.gov  
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**IN THE CIRCUIT COURT OF DODDRIDGE COUNTY, WEST VIRGINIA  
BUSINESS COURT DIVISION**

**ANTERO RESOURCES CORPORATION,**

**Petitioner,**

**v.**

**Civil Action No. 19-AA-1  
Honorable Christopher C. Wilkes  
Presiding Judge**

**THE HONORABLE MATTHEW R. IRBY,  
West Virginia State Tax Commissioner,  
THE HONORABLE DAVID SPONAUGLE,  
Assessor of Doddridge County, and  
THE COUNTY COMMISSION OF DODDRIDGE COUNTY,  
Sitting as a Board of Equalization and Review,**

**Respondents.**

**CERTIFICATE OF SERVICE**

I, Sean M. Whelan, Assistant Attorney General, do hereby certify that the foregoing “*Supplemental Notice of Transmittal of Revaluations for Producing Oil and Gas Wells for the 2019 Tax Year*” was electronically filed on the 17<sup>th</sup> day of August 2021, through the West Virginia electronic filing system, which will send notification of this pleading to:

John J. Meadows, Esq.  
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Law Clerk to the Honorable Judge  
Christopher Wilkes  
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Jonathan Nicol, Esq.  
R. Terrance Rodgers, Esq.  
Kay Casto & Chaney, PLLC  
P.O. Box 2013  
Charleston, WV 25327  
*Counsel for County Commission of Doddridge County*

/s/ Sean M. Whelan  
Sean M. Whelan (WVSB #12067)



**Delea B. Thomas**

---

**From:** L Wayne Williams  
**Sent:** Thursday, March 25, 2021 1:07 PM  
**To:** Jonathan Nicol; 'R. Terrance Rodgers'; John Meadows; Ancil Ramey  
**Cc:** Delea B. Thomas  
**Subject:** DODDRIDGE RE-VALS 2019 TY 19-AA-1  
**Attachments:** 2021-3-25 C. Hoover's Re-Vals Dodd 2019 TY (M0406123xCECC6).pdf

Counsel,

I have attached Cindi Hoover's Excel Spreadsheet for the Re-Vals for Antero's Doddridge County wells for the 2019 TY. Cindi re-valued the wells according to the WV Supreme Court decision in *Steager v. CONSOL Energy*. It looks like the total value of the wells will be reduced by \$302,411 based on Cindi's spreadsheet.

Let me know if you have any questions.

Wayne.

CY	ACCOUNT	NAME	OPERATOR	CURRENT	AMENDED	DIFFERENCE
09	0120146079	ANTERO RESOURCES CORPORATION	Valentine Unit 2H (10206.1)	\$ 1,459,989	\$ 1,400,711	\$ (59,278)
	0120146083	ANTERO RESOURCES CORPORATION	Valentine Unit 1H (10205.1)	\$ 1,361,202	\$ 1,265,274	\$ (95,928)
	0120156169	ANTERO RESOURCES CORPORATION	Seaborn Unit 1H (10295.1)	\$ 1,964,401	\$ 1,964,401	\$ -
	0120156170	ANTERO RESOURCES CORPORATION	Seaborn Unit 2H (10330.1)	\$ 1,960,812	\$ 1,960,812	\$ -
	0120156187	ANTERO RESOURCES CORPORATION	Dotson Unit 1H (10309.1)	\$ 1,717,286	\$ 1,713,314	\$ (3,972)
	0120156188	ANTERO RESOURCES CORPORATION	Central Unit 2H (10311.1)	\$ 1,645,759	\$ 1,645,759	\$ -
	0120166141	ANTERO RESOURCES CORPORATION	Piggot Unit 2H (10305.1)	\$ 3,223,319	\$ 3,223,319	\$ -
	0120166142	ANTERO RESOURCES CORPORATION	Piggot Unit 1H (10304.1)	\$ 2,583,486	\$ 2,583,486	\$ -
	0120166190	ANTERO RESOURCES CORPORATION	Ahouse Unit 1H (10329.1)	\$ 2,342,494	\$ 2,342,494	\$ -
	0120166191	ANTERO RESOURCES CORPORATION	Ahouse Unit 2H (10387.1)	\$ 2,375,296	\$ 2,375,296	\$ -
	0120166192	ANTERO RESOURCES CORPORATION	Callie Unit 1H (10385.1)	\$ 1,937,155	\$ 1,937,155	\$ -
	0120166193	ANTERO RESOURCES CORPORATION	Callie Unit 2H (10386.1)	\$ 2,496,279	\$ 2,496,279	\$ -
	0120166201	ANTERO RESOURCES CORPORATION	Shale Unit 1H (10364.1)	\$ 3,211,598	\$ 3,211,598	\$ -
	0120166206	ANTERO RESOURCES CORPORATION	Violet Unit 1H (10331.1)	\$ 3,308,379	\$ 3,308,379	\$ -
	0120166207	ANTERO RESOURCES CORPORATION	Shale Unit 2H (10379.1)	\$ 2,661,450	\$ 2,661,450	\$ -
	0120166211	ANTERO RESOURCES CORPORATION	Nero Unit 1H (10746.1)	\$ 2,391,854	\$ 2,391,854	\$ -
	0120166212	ANTERO RESOURCES CORPORATION	Nero Unit 2H (10747.1)	\$ 3,377,549	\$ 3,377,549	\$ -
	0120166213	ANTERO RESOURCES CORPORATION	Vonda Unit 1H (10745.1)	\$ 4,085,492	\$ 4,085,492	\$ -
	0120166266	ANTERO RESOURCES CORPORATION	Marks Unit 1H (10340.1)	\$ 4,021,527	\$ 4,021,527	\$ -
	0120166272	ANTERO RESOURCES CORPORATION	Mash Unit 1H (10341.1)	\$ 2,936,947	\$ 2,936,947	\$ -
	0120166275	ANTERO RESOURCES CORPORATION	Mash Unit 2H (10355.1)	\$ 3,378,939	\$ 3,378,939	\$ -
	0120166289	ANTERO RESOURCES CORPORATION	Pike Unit 1H (10436.1)	\$ 2,004,317	\$ 2,004,317	\$ -
	0120166292	ANTERO RESOURCES CORPORATION	Leggett Unit 1H (10394.1)	\$ 1,953,129	\$ 1,953,129	\$ -
	0120166293	ANTERO RESOURCES CORPORATION	Leggett Unit 2H (10435.1)	\$ 1,743,507	\$ 1,743,507	\$ -
	0120166294	ANTERO RESOURCES CORPORATION	Pike Unit 2H (10437.1)	\$ 2,287,658	\$ 2,287,658	\$ -
	0120166359	ANTERO RESOURCES CORPORATION	Shearer Unit 2H (10501.1)	\$ 2,588,999	\$ 2,588,999	\$ -
	0120166402	ANTERO RESOURCES CORPORATION	Twyford Unit 1H (10502.1)	\$ 3,540,053	\$ 3,540,053	\$ -
	0120166430	ANTERO RESOURCES CORPORATION	Zellerback Unit 1H (10503.1)	\$ 1,792,523	\$ 1,792,523	\$ -
	0120166431	ANTERO RESOURCES CORPORATION	Amanda Unit 1H (10504.1)	\$ 1,622,128	\$ 1,622,128	\$ -
	0120166432	ANTERO RESOURCES CORPORATION	Amanda Unit 2H (10505.1)	\$ 1,780,642	\$ 1,780,642	\$ -
	0120176370	ANTERO RESOURCES CORPORATION	Washington Unit 1H (10562.1)	\$ 2,890,302	\$ 2,890,302	\$ -
	0120176371	ANTERO RESOURCES CORPORATION	Washington Unit 2H (10520.1)	\$ 3,987,389	\$ 3,987,389	\$ -
	0120176415	ANTERO RESOURCES CORPORATION	Hudkins Unit 1H (10591.1)	\$ 2,204,928	\$ 2,204,928	\$ -
	0120176436	ANTERO RESOURCES CORPORATION	Hudkins Unit 2H (10592.1)	\$ 2,444,633	\$ 2,444,633	\$ -
	0120176464	ANTERO RESOURCES CORPORATION	Hayden Unit 1H (10564.1)	\$ 3,168,159	\$ 3,168,159	\$ -
	0120176465	ANTERO RESOURCES CORPORATION	Hayden Unit 2H (10563.1)	\$ 3,284,192	\$ 3,284,192	\$ -
	0120176474	ANTERO RESOURCES CORPORATION	Leason Run Unit 1H (10569.1)	\$ 2,054,027	\$ 2,054,027	\$ -
	0120176475	ANTERO RESOURCES CORPORATION	Leason Run Unit 2H (10590.1)	\$ 2,533,507	\$ 2,533,507	\$ -
	0120176488	ANTERO RESOURCES CORPORATION	McPherson Unit 1H (10521.1)	\$ 6,695,841	\$ 6,695,841	\$ -
	0120176561	ANTERO RESOURCES CORPORATION	Bierstadt Unit 1H (10558.1)	\$ 5,330,749	\$ 5,330,749	\$ -
	0120176562	ANTERO RESOURCES CORPORATION	Bierstadt Unit 2H (10559.1)	\$ 4,503,417	\$ 4,503,417	\$ -
	0120176563	ANTERO RESOURCES CORPORATION	Stella Unit 1H (10556.1)	\$ 5,055,426	\$ 5,055,426	\$ -
	0120176564	ANTERO RESOURCES CORPORATION	Stella Unit 2H (10557.1)	\$ 5,139,419	\$ 5,139,419	\$ -
	0120176619	ANTERO RESOURCES CORPORATION	James Unit 2H (11407.1)	\$ 3,108,479	\$ 3,108,479	\$ -
	0120176620	ANTERO RESOURCES CORPORATION	James Unit 1H (11406.1)	\$ 2,640,996	\$ 2,640,996	\$ -
	0120176621	ANTERO RESOURCES CORPORATION	McGee Unit 1H (10546.1)	\$ 3,494,537	\$ 3,494,537	\$ -
	0120176622	ANTERO RESOURCES CORPORATION	McGee Unit 2H (10545.1)	\$ 2,661,103	\$ 2,661,103	\$ -
	0120176657	ANTERO RESOURCES CORPORATION	Sheep Run Unit 1H (10640.1)	\$ 6,985,005	\$ 6,985,005	\$ -
	0120176658	ANTERO RESOURCES CORPORATION	Sheep Run Unit 2H (10641.1)	\$ 3,199,005	\$ 3,199,005	\$ -
	0120176659	ANTERO RESOURCES CORPORATION	Hileman Unit 1H (10631.1)	\$ 7,042,236	\$ 7,042,236	\$ -
	0120176660	ANTERO RESOURCES CORPORATION	Hileman Unit 2H (10632.1)	\$ 6,694,313	\$ 6,694,313	\$ -
	0120186476	ANTERO RESOURCES CORPORATION	Wentz Unit 1H (10547.1)	\$ 8,108,411	\$ 8,108,411	\$ -
	0120186509	ANTERO RESOURCES CORPORATION	Wentz Unit 2H (10544.1)	\$ 12,807,763	\$ 12,807,763	\$ -
	0120186613	ANTERO RESOURCES CORPORATION	Hiley Unit 1H (10638.1)	\$ 5,659,604	\$ 5,659,604	\$ -
	0120186614	ANTERO RESOURCES CORPORATION	Hiley Unit 2H (10639.1)	\$ 5,061,123	\$ 5,061,123	\$ -
	0120186718	ANTERO RESOURCES CORPORATION	Devonian Unit 1H (11462.1)	\$ 9,759,912	\$ 9,759,912	\$ -
	0120186719	ANTERO RESOURCES CORPORATION	Devonian Unit 2H (11463.1)	\$ 18,919,064	\$ 18,919,064	\$ -
	0120186720	ANTERO RESOURCES CORPORATION	Devonian Unit 3H (11464.1)	\$ 16,077,766	\$ 16,077,766	\$ -
	0120196554	ANTERO RESOURCES CORPORATION	WILHELM UNIT 2H (10621.1)	\$ 7,828,962	\$ 7,828,962	\$ -
	0120196555	ANTERO RESOURCES CORPORATION	HORMELS UNIT 1H (10622.1)	\$ 7,841,506	\$ 7,841,506	\$ -
	0120196556	ANTERO RESOURCES CORPORATION	HORMELS UNIT 2HST (10623.1)	\$ 5,636,533	\$ 5,636,533	\$ -
	0120196626	ANTERO RESOURCES CORPORATION	WILHELM UNIT 1H (10620.1)	\$ 7,695,809	\$ 7,695,809	\$ -
	0120196640	ANTERO RESOURCES CORPORATION	ALDER UNIT 1H (11503.1)	\$ 6,157,192	\$ 6,157,192	\$ -
	0120196641	ANTERO RESOURCES CORPORATION	MURPHY UNIT 1H (11504.1)	\$ 5,471,955	\$ 5,471,955	\$ -
	0120196642	ANTERO RESOURCES CORPORATION	MURPHY UNIT 2HST (11505.1)	\$ 5,172,798	\$ 5,172,798	\$ -
	0120196665	ANTERO RESOURCES CORPORATION	MCGILL UNIT 1H (11570.1)	\$ 7,621,864	\$ 7,621,864	\$ -
	0120196666	ANTERO RESOURCES CORPORATION	MCGILL UNIT 2H (11571.1)	\$ 7,263,194	\$ 7,263,194	\$ -
	0120196667	ANTERO RESOURCES CORPORATION	DUCKBILL UNIT 1H (11568.1)	\$ 7,802,796	\$ 7,802,796	\$ -
	0120196668	ANTERO RESOURCES CORPORATION	DUCKBILL UNIT 2H (11569.1)	\$ 8,297,156	\$ 8,297,156	\$ -
	0120196692	ANTERO RESOURCES CORPORATION	ALDER UNIT 2H (11511.1)	\$ 8,564,583	\$ 8,564,583	\$ -
	0120196699	ANTERO RESOURCES CORPORATION	MARY JANE UNIT 1H (10676.1)	\$ 7,066,858	\$ 7,066,858	\$ -
	0120196700	ANTERO RESOURCES CORPORATION	MARY JANE UNIT 2H (10677.1)	\$ 7,664,385	\$ 7,664,385	\$ -
	0120196701	ANTERO RESOURCES CORPORATION	MARY JANE UNIT 3H (10678.1)	\$ 6,748,706	\$ 6,748,706	\$ -
	0120196702	ANTERO RESOURCES CORPORATION	MAHOGANY UNIT 2H (10699.1)	\$ 8,888,176	\$ 8,888,176	\$ -
	0120196703	ANTERO RESOURCES CORPORATION	HUNTER UNIT 1H (10674.1)	\$ 6,712,358	\$ 6,712,358	\$ -
	0120196704	ANTERO RESOURCES CORPORATION	HUNTER UNIT 2H (10675.1)	\$ 8,285,461	\$ 8,285,461	\$ -
	0120196705	ANTERO RESOURCES CORPORATION	MAHOGANY UNIT 1HST (10698.1)	\$ 9,277,686	\$ 9,277,686	\$ -
	0120196708	ANTERO RESOURCES CORPORATION	KING UNIT 1H (10696.1)	\$ 8,241,345	\$ 8,241,345	\$ -
	0120196749	ANTERO RESOURCES CORPORATION	KING UNIT 2H (10697.1)	\$ 7,274,495	\$ 7,274,495	\$ -
	0120196761	ANTERO RESOURCES CORPORATION	HUGLE UNIT 1H (11757.1)	\$ 6,651,531	\$ 6,651,531	\$ -
	0120196766	ANTERO RESOURCES CORPORATION	DOAK UNIT 1H (11596.1)	\$ 4,963,257	\$ 4,963,257	\$ -
	0120196767	ANTERO RESOURCES CORPORATION	DOAK UNIT 2H (11597.1)	\$ 5,214,944	\$ 5,214,944	\$ -
	0120196772	ANTERO RESOURCES CORPORATION	ODONNELL UNIT 1H (11598.1)	\$ 7,815,639	\$ 7,815,639	\$ -
	0120196773	ANTERO RESOURCES CORPORATION	ODONNELL UNIT 2H (11599.1)	\$ 7,058,316	\$ 7,058,316	\$ -
	0120196777	ANTERO RESOURCES CORPORATION	MOSSOR UNIT 1HST2 (11759.1)	\$ 6,714,127	\$ 6,714,127	\$ -
	0120196778	ANTERO RESOURCES CORPORATION	MOSSOR UNIT 2H (11760.1)	\$ 5,376,185	\$ 5,376,185	\$ -

0120196779	ANTERO RESOURCES CORPORATION	MOSSOR UNIT 3H (11761.1)	\$	3,593,582	\$	3,593,582	\$	-
0120196780	ANTERO RESOURCES CORPORATION	JANICE UNIT 1H (11762.1)	\$	6,711,606	\$	6,711,606	\$	-
0120196781	ANTERO RESOURCES CORPORATION	JANICE UNIT 2H (11763.1)	\$	5,303,322	\$	5,303,322	\$	-
0120196782	ANTERO RESOURCES CORPORATION	JANICE UNIT 3H (11764.1)	\$	5,905,665	\$	5,905,665	\$	-
0120196783	ANTERO RESOURCES CORPORATION	HUGLE UNIT 2H (11758.1)	\$	9,122,778	\$	9,122,778	\$	-
0316164971	ANTERO RESOURCES CORPORATION	Bond 1 (11187.1)	\$	24,078	\$	24,078	\$	-
0320115858	ANTERO RESOURCES CORPORATION	Connelly 3 (10825.1)	\$	92,905	\$	88,466	\$	(4,439)
0320156194	ANTERO RESOURCES CORPORATION	Costlow Unit 1H (10333.1)	\$	3,783,048	\$	3,783,048	\$	-
0320156204	ANTERO RESOURCES CORPORATION	Langfitt Unit 2H (10750.1)	\$	1,806,260	\$	1,801,158	\$	(5,102)
0320156205	ANTERO RESOURCES CORPORATION	Gaskins Unit 2H (10339.1)	\$	2,840,221	\$	2,837,967	\$	(2,254)
0320156260	ANTERO RESOURCES CORPORATION	Gaskins Unit 1H (10368.1)	\$	3,742,995	\$	3,742,995	\$	-
0320166220	ANTERO RESOURCES CORPORATION	Costlow Unit 2H (10343.1)	\$	4,451,571	\$	4,451,571	\$	-
0320166246	ANTERO RESOURCES CORPORATION	Duff Unit 1H (10400.1)	\$	5,570,653	\$	5,570,653	\$	-
0320166247	ANTERO RESOURCES CORPORATION	Duff Unit 2H (10406.1)	\$	6,438,590	\$	6,438,590	\$	-
0320166259	ANTERO RESOURCES CORPORATION	Mishka Unit 1H (10405.1)	\$	3,383,380	\$	3,383,380	\$	-
0320166262	ANTERO RESOURCES CORPORATION	Vanscoy Unit 1H (10448.1)	\$	1,667,630	\$	1,662,699	\$	(4,931)
0320166263	ANTERO RESOURCES CORPORATION	McConnell Unit 2H (10446.1)	\$	1,885,739	\$	1,880,709	\$	(5,030)
0320166267	ANTERO RESOURCES CORPORATION	Koch Unit 2H (10402.1)	\$	2,220,851	\$	2,213,728	\$	(7,123)
0320166268	ANTERO RESOURCES CORPORATION	Mt Salem Revival Unit 2H (10404	\$	1,910,550	\$	1,903,568	\$	(6,982)
0320166269	ANTERO RESOURCES CORPORATION	Mt Salem Revival Unit 1H (10403	\$	1,831,560	\$	1,824,635	\$	(6,925)
0320166301	ANTERO RESOURCES CORPORATION	Heflin Unit 2H (10389.1)	\$	2,405,732	\$	2,398,655	\$	(7,077)
0320166399	ANTERO RESOURCES CORPORATION	Hoskinson Unit 1H (10452.1)	\$	6,366,939	\$	6,366,939	\$	-
0320176218	ANTERO RESOURCES CORPORATION	Gains-Koch Unit 1H (11363.1)	\$	2,051,973	\$	2,045,118	\$	(6,855)
0320176270	ANTERO RESOURCES CORPORATION	Milo Unit 1H (11349.1)	\$	2,967,751	\$	2,960,614	\$	(7,137)
0320176274	ANTERO RESOURCES CORPORATION	Mishka Unit 2H (10388.1)	\$	5,350,711	\$	5,347,959	\$	(2,752)
0320176303	ANTERO RESOURCES CORPORATION	Gibson Unit 1H (11358.1)	\$	7,058,185	\$	7,056,078	\$	(2,107)
0320176372	ANTERO RESOURCES CORPORATION	Gibson Unit 2H (11357.1)	\$	6,847,616	\$	6,845,097	\$	(2,519)
0320176373	ANTERO RESOURCES CORPORATION	Anne Unit 1H (10550.1)	\$	2,866,988	\$	2,866,988	\$	-
0320176374	ANTERO RESOURCES CORPORATION	Anne Unit 2H (10551.1)	\$	3,303,366	\$	3,303,366	\$	-
0320176375	ANTERO RESOURCES CORPORATION	Hardin Unit 1H (10552.1)	\$	3,516,467	\$	3,516,467	\$	-
0320176397	ANTERO RESOURCES CORPORATION	McMillan Unit 3H (10453.1)	\$	5,038,867	\$	5,034,099	\$	(4,768)
0320176398	ANTERO RESOURCES CORPORATION	McMillan Unit 2H (10454.1)	\$	6,339,304	\$	6,336,775	\$	(2,529)
0320176400	ANTERO RESOURCES CORPORATION	Hoskinson Unit 2H (10451.1)	\$	5,581,726	\$	5,580,021	\$	(1,705)
0320176424	ANTERO RESOURCES CORPORATION	Zimka Unit 2H (10462.1)	\$	2,131,126	\$	2,128,235	\$	(2,891)
0320176487	ANTERO RESOURCES CORPORATION	Manser Unit 3H (10585.1)	\$	1,772,574	\$	1,769,841	\$	(2,733)
0320176495	ANTERO RESOURCES CORPORATION	Weinhold Unit 1H (11365.1)	\$	5,077,638	\$	5,077,638	\$	-
0320176496	ANTERO RESOURCES CORPORATION	Weinhold Unit 2H (11364.1)	\$	5,532,195	\$	5,532,195	\$	-
0320176497	ANTERO RESOURCES CORPORATION	Deano Unit 1H (11347.1)	\$	4,299,864	\$	4,299,864	\$	-
0320176498	ANTERO RESOURCES CORPORATION	Deano Unit 2H (10554.1)	\$	3,554,280	\$	3,554,280	\$	-
0320176533	ANTERO RESOURCES CORPORATION	Yoho Unit 2H (11351.1)	\$	6,853,864	\$	6,853,864	\$	-
0320176565	ANTERO RESOURCES CORPORATION	Vinola Unit 1H (11356.1)	\$	6,687,354	\$	6,683,475	\$	(3,879)
0320176566	ANTERO RESOURCES CORPORATION	Vinola Unit 2H (11355.1)	\$	4,946,045	\$	4,940,331	\$	(5,714)
0320186304	ANTERO RESOURCES CORPORATION	Hoskins Unit 2H (10374.1)	\$	8,461,986	\$	8,461,986	\$	-
0320186401	ANTERO RESOURCES CORPORATION	Knight Unit 1H (10519.1)	\$	10,860,717	\$	10,860,717	\$	-
0320186416	ANTERO RESOURCES CORPORATION	Hoskins Unit 1H (10517.1)	\$	9,839,034	\$	9,839,034	\$	-
0320186417	ANTERO RESOURCES CORPORATION	Knight Unit 2H (10518.1)	\$	10,029,289	\$	10,029,289	\$	-
0320186425	ANTERO RESOURCES CORPORATION	Arthur Unit 1H (10396.1)	\$	18,361,743	\$	18,361,743	\$	-
0320186426	ANTERO RESOURCES CORPORATION	Michelle Unit 1H (11354.1)	\$	16,324,734	\$	16,324,734	\$	-
0320186427	ANTERO RESOURCES CORPORATION	Michelle Unit 2H (10395.1)	\$	19,594,982	\$	19,594,982	\$	-
0320186478	ANTERO RESOURCES CORPORATION	Rexal Unit 2H (11366.1)	\$	18,252,231	\$	18,252,231	\$	-
0320196477	ANTERO RESOURCES CORPORATION	REXAL UNIT 1H (10553.1)	\$	8,447,463	\$	8,447,463	\$	-
0320196479	ANTERO RESOURCES CORPORATION	KREITLER UNIT 1H (11386.1)	\$	6,407,935	\$	6,407,935	\$	-
0320196480	ANTERO RESOURCES CORPORATION	KREITLER UNIT 2H (11387.1)	\$	6,897,640	\$	6,897,640	\$	-
0320196534	ANTERO RESOURCES CORPORATION	BRADFORD UNIT 1H (11389.1)	\$	8,361,185	\$	8,361,185	\$	-
0320196535	ANTERO RESOURCES CORPORATION	BRADFORD UNIT 2H (11388.1)	\$	7,878,911	\$	7,878,911	\$	-
0320196654	ANTERO RESOURCES CORPORATION	ROLLINS UNIT 1H (11361.1)	\$	4,424,042	\$	4,421,474	\$	(2,568)
0320196655	ANTERO RESOURCES CORPORATION	MCCUE UNIT 1HST2 (11359.1)	\$	3,721,233	\$	3,716,894	\$	(4,339)
0320196656	ANTERO RESOURCES CORPORATION	MCCUE UNIT 2H (11360.1)	\$	3,793,289	\$	3,788,999	\$	(4,290)
0420166138	ANTERO RESOURCES CORPORATION	Furbey Unit 2H (10350.1)	\$	1,639,039	\$	1,639,039	\$	-
0420166139	ANTERO RESOURCES CORPORATION	Furbey Unit 1H (10349.1)	\$	2,053,879	\$	2,053,879	\$	-
0420166159	ANTERO RESOURCES CORPORATION	Oneacre Unit 2H (10338.1)	\$	2,551,904	\$	2,551,904	\$	-
0420166181	ANTERO RESOURCES CORPORATION	Welling Unit 1H (10491.1)	\$	2,531,008	\$	2,531,008	\$	-
0420166182	ANTERO RESOURCES CORPORATION	White Unit 1H (10490.1)	\$	3,284,292	\$	3,284,292	\$	-
0420166183	ANTERO RESOURCES CORPORATION	Welling Unit 2H (10348.1)	\$	2,028,061	\$	2,028,061	\$	-
0420166210	ANTERO RESOURCES CORPORATION	Gainer Unit 1H (10757.1)	\$	2,081,427	\$	2,081,427	\$	-
0420166219	ANTERO RESOURCES CORPORATION	Bowen Unit 1H (10354.1)	\$	1,676,624	\$	1,676,133	\$	(491)
0420166226	ANTERO RESOURCES CORPORATION	Gainer Unit 2H (10399.1)	\$	2,176,352	\$	2,176,352	\$	-
0420166227	ANTERO RESOURCES CORPORATION	Golden Unit 1H (10346.1)	\$	3,426,210	\$	3,426,210	\$	-
0420166230	ANTERO RESOURCES CORPORATION	Golden Unit 2H (10347.1)	\$	2,339,005	\$	2,339,005	\$	-
0420166245	ANTERO RESOURCES CORPORATION	Irons Unit 1H (10401.1)	\$	2,859,436	\$	2,859,436	\$	-
0420166278	ANTERO RESOURCES CORPORATION	Belton Unit 1H (10429.1)	\$	2,834,215	\$	2,833,665	\$	(550)
0420166279	ANTERO RESOURCES CORPORATION	Carole Unit 1H (10382.1)	\$	2,225,844	\$	2,225,420	\$	(424)
0420166280	ANTERO RESOURCES CORPORATION	Carole Unit 2H (10430.1)	\$	2,480,503	\$	2,479,728	\$	(775)
0420166369	ANTERO RESOURCES CORPORATION	Caswell Unit 1H (10422.1)	\$	3,633,740	\$	3,633,740	\$	-
0420166377	ANTERO RESOURCES CORPORATION	Caswell Unit 2H (10426.1)	\$	2,682,536	\$	2,682,536	\$	-
0420166422	ANTERO RESOURCES CORPORATION	Lettie Unit 1H (10470.1)	\$	5,349,467	\$	5,349,467	\$	-
0420166433	ANTERO RESOURCES CORPORATION	Downs Unit 1H (10481.1)	\$	2,532,629	\$	2,532,629	\$	-
0420166434	ANTERO RESOURCES CORPORATION	Downs Unit 2H (10482.1)	\$	3,816,484	\$	3,816,484	\$	-
0420166435	ANTERO RESOURCES CORPORATION	Lettie Unit 2H (10471.1)	\$	3,562,199	\$	3,562,199	\$	-
0420166450	ANTERO RESOURCES CORPORATION	Arters Unit 1H (10483.1)	\$	4,191,246	\$	4,191,246	\$	-
0420176231	ANTERO RESOURCES CORPORATION	Rikk Unit 2H (10444.1)	\$	1,719,632	\$	1,719,495	\$	(137)
0420176232	ANTERO RESOURCES CORPORATION	IRONS UNIT 2H (10367.1)	\$	2,800,749	\$	2,800,663	\$	(86)
0420176376	ANTERO RESOURCES CORPORATION	Arters Unit 2H (10427.1)	\$	4,747,754	\$	4,747,754	\$	-
0420176454	ANTERO RESOURCES CORPORATION	NESTOR UNIT 1H (10488.1)	\$	4,413,760	\$	4,413,580	\$	(180)
0420176468	ANTERO RESOURCES CORPORATION	BAKER UNIT 1H (10484.1)	\$	5,670,587	\$	5,670,357	\$	(230)
0420176469	ANTERO RESOURCES CORPORATION	Baker Unit 2H (10485.1)	\$	3,323,033	\$	3,322,191	\$	(842)
0420176470	ANTERO RESOURCES CORPORATION	Life Unit 1H (10486.1)	\$	2,833,800	\$	2,832,920	\$	(880)

0420176471	ANTERO RESOURCES CORPORATION	Life Unit 2H (10487.1)	\$	3,004,908	\$	3,004,326	\$	(582)
0420196228	ANTERO RESOURCES CORPORATION	RIKK UNIT 1H (10443.1)	\$	3,247,407	\$	3,247,263	\$	(144)
0420196282	ANTERO RESOURCES CORPORATION	KELLEY UNIT 2H (10393.1)	\$	2,547,143	\$	2,547,078	\$	(65)
0420196306	ANTERO RESOURCES CORPORATION	KELLEY UNIT 1H (10495.1)	\$	2,945,242	\$	2,945,181	\$	(61)
0420196319	ANTERO RESOURCES CORPORATION	CHUMLEY UNIT 1HST (10496.1)	\$	3,009,858	\$	3,009,790	\$	(68)
0420196335	ANTERO RESOURCES CORPORATION	CHUMLEY UNIT 2H (10497.1)	\$	4,412,310	\$	4,412,217	\$	(93)
0420196378	ANTERO RESOURCES CORPORATION	MCCLAIN UNIT 1H (10633.1)	\$	4,392,852	\$	4,391,543	\$	(1,309)
0420196379	ANTERO RESOURCES CORPORATION	RICHARD UNIT 1H (10634.1)	\$	5,275,156	\$	5,273,823	\$	(1,333)
0420196380	ANTERO RESOURCES CORPORATION	RICHARD UNIT 2H (10635.1)	\$	5,128,050	\$	5,126,768	\$	(1,282)
0514144704	ANTERO RESOURCES CORPORATION	Sadler 5 (11258.1)	\$	22,348	\$	22,348	\$	-
0518185450	ANTERO RESOURCES CORPORATION	JW Stark 2 (10818.1)	\$	30,708	\$	30,708	\$	-
0520105434	ANTERO RESOURCES CORPORATION	Braun 2 (10785.1)	\$	95,830	\$	95,830	\$	-
0520105449	ANTERO RESOURCES CORPORATION	JW Stark 1 (10776.1)	\$	26,606	\$	26,606	\$	-
0520105504	ANTERO RESOURCES CORPORATION	Kile A3 (10799.1)	\$	42,260	\$	42,260	\$	-
0520105512	ANTERO RESOURCES CORPORATION	Tate 1 (10822.1)	\$	46,530	\$	46,530	\$	-
0520166119	ANTERO RESOURCES CORPORATION	Statler Unit 1H (10735.1)	\$	3,139,310	\$	3,139,310	\$	-
0520166134	ANTERO RESOURCES CORPORATION	Statler Unit 2H (10736.1)	\$	2,779,638	\$	2,779,638	\$	-
0520166148	ANTERO RESOURCES CORPORATION	Welch Unit 1H (10737.1)	\$	3,528,243	\$	3,528,243	\$	-
0620156082	ANTERO RESOURCES CORPORATION	Tom's Fork Unit 2H (10218.1)	\$	1,813,376	\$	1,808,154	\$	(5,222)
0620156100	ANTERO RESOURCES CORPORATION	Crislip Unit 1H (10249.1)	\$	1,587,500	\$	1,584,921	\$	(2,579)
0620156153	ANTERO RESOURCES CORPORATION	Webbley Fork Unit 1H (10719.1)	\$	2,260,057	\$	2,256,305	\$	(3,752)
0620156157	ANTERO RESOURCES CORPORATION	Little Tom Unit 1H (10321.1)	\$	2,494,668	\$	2,488,386	\$	(6,282)
0620166165	ANTERO RESOURCES CORPORATION	Schulte Unit 1H (10323.1)	\$	2,700,645	\$	2,700,645	\$	-
0620166240	ANTERO RESOURCES CORPORATION	Cross Unit 2H (10363.1)	\$	1,658,604	\$	1,652,950	\$	(5,654)
0620166243	ANTERO RESOURCES CORPORATION	Dorothy Unit 1H (10360.1)	\$	2,264,555	\$	2,258,659	\$	(5,896)
0620166261	ANTERO RESOURCES CORPORATION	Josie Unit 2H (10381.1)	\$	2,034,269	\$	2,034,269	\$	-
0620166265	ANTERO RESOURCES CORPORATION	Josie Unit 1H (10345.1)	\$	2,069,079	\$	2,069,079	\$	-
0620166295	ANTERO RESOURCES CORPORATION	Swisher Unit 1H (10417.1)	\$	2,622,581	\$	2,622,581	\$	-
0620166296	ANTERO RESOURCES CORPORATION	Swisher Unit 2H (10428.1)	\$	3,196,357	\$	3,196,357	\$	-
0620166311	ANTERO RESOURCES CORPORATION	Nickers Unit 2H (10432.1)	\$	3,006,882	\$	3,003,632	\$	(3,250)
0620166333	ANTERO RESOURCES CORPORATION	Nickers Unit 3H (10431.1)	\$	3,108,477	\$	3,105,203	\$	(3,274)
0620166334	ANTERO RESOURCES CORPORATION	Gearhart Unit 2H (10460.1)	\$	3,467,321	\$	3,461,499	\$	(5,822)
0620166358	ANTERO RESOURCES CORPORATION	Grimsdale Unit 2H (10418.1)	\$	1,774,148	\$	1,772,808	\$	(1,340)
0620166362	ANTERO RESOURCES CORPORATION	Farrow Unit 2H (10433.1)	\$	2,540,907	\$	2,538,669	\$	(2,238)
0620166366	ANTERO RESOURCES CORPORATION	Farrow Unit 3H (10434.1)	\$	2,629,681	\$	2,627,387	\$	(2,294)
0620166404	ANTERO RESOURCES CORPORATION	Pennington South Unit 1H (10582)	\$	4,350,486	\$	4,347,464	\$	(3,022)
0620166419	ANTERO RESOURCES CORPORATION	Dufflemeyer Unit 2H (10450.1)	\$	2,882,435	\$	2,882,435	\$	-
0620166429	ANTERO RESOURCES CORPORATION	Aseña Unit 2H (10571.1)	\$	3,368,850	\$	3,368,850	\$	-
0620166453	ANTERO RESOURCES CORPORATION	Carr Unit 2H (10474.1)	\$	5,574,716	\$	5,574,716	\$	-
0620176403	ANTERO RESOURCES CORPORATION	Lincoln Unit 1H (10580.1)	\$	3,233,097	\$	3,231,684	\$	(1,413)
0620176420	ANTERO RESOURCES CORPORATION	Honey Unit 1H (10605.1)	\$	3,382,403	\$	3,382,403	\$	-
0620196273	ANTERO RESOURCES CORPORATION	SWIGER UNIT 1H (10578.1)	\$	8,932,604	\$	8,932,604	\$	-
0620196283	ANTERO RESOURCES CORPORATION	SWIGER UNIT 2H (10579.1)	\$	8,204,591	\$	8,204,591	\$	-
0620196286	ANTERO RESOURCES CORPORATION	RANDALL UNIT 1H (10576.1)	\$	7,806,929	\$	7,806,929	\$	-
0620196287	ANTERO RESOURCES CORPORATION	RANDALL UNIT 2H (10577.1)	\$	9,796,410	\$	9,796,410	\$	-
0820166000	ANTERO RESOURCES CORPORATION	OXFD1 AHS (13253.1)	\$	1,919,442	\$	1,919,442	\$	-
0820166001	ANTERO RESOURCES CORPORATION	OXFD1 BHS (13254.1)	\$	1,676,135	\$	1,676,135	\$	-
0820166223	ANTERO RESOURCES CORPORATION	Livingston Unit 1H (10377.1)	\$	3,298,175	\$	3,298,175	\$	-
0820166224	ANTERO RESOURCES CORPORATION	Livingston Unit 2H (10376.1)	\$	3,091,580	\$	3,091,580	\$	-
0820166225	ANTERO RESOURCES CORPORATION	Vonda Unit 2H (10380.1)	\$	3,139,321	\$	3,139,321	\$	-
0820166258	ANTERO RESOURCES CORPORATION	Squirrel Unit 1H (10378.1)	\$	2,553,477	\$	2,553,477	\$	-
0820166312	ANTERO RESOURCES CORPORATION	Hefflin Unit 1H (10373.1)	\$	3,113,001	\$	3,106,262	\$	(6,739)
0820166316	ANTERO RESOURCES CORPORATION	Joseph Unit 2H (10438.1)	\$	3,351,328	\$	3,344,820	\$	(6,508)
0820166317	ANTERO RESOURCES CORPORATION	McConnell Unit 1H (10447.1)	\$	2,162,797	\$	2,155,705	\$	(7,092)
0820166318	ANTERO RESOURCES CORPORATION	Olivia Unit 2H (10439.1)	\$	1,948,745	\$	1,941,740	\$	(7,005)
0820176002	ANTERO RESOURCES CORPORATION	OXFD1 CHS (13255.1)	\$	1,365,242	\$	1,272,409	\$	(92,833)
0820176327	ANTERO RESOURCES CORPORATION	Joseph Unit 1H (10473.1)	\$	4,696,094	\$	4,689,215	\$	(6,879)
0820176332	ANTERO RESOURCES CORPORATION	Olivia Unit 1H (10549.1)	\$	3,778,907	\$	3,771,771	\$	(7,136)
0820186518	ANTERO RESOURCES CORPORATION	Outback Unit 1H (10608.1)	\$	8,428,804	\$	8,428,804	\$	-
0820186519	ANTERO RESOURCES CORPORATION	Outback Unit 2H (10609.1)	\$	7,549,910	\$	7,549,910	\$	-
0820186559	ANTERO RESOURCES CORPORATION	Morton Unit 1H (10610.1)	\$	13,885,604	\$	13,885,604	\$	-
0820186560	ANTERO RESOURCES CORPORATION	Morton Unit 2H (10611.1)	\$	3,367,519	\$	3,367,519	\$	-
0820186750	ANTERO RESOURCES CORPORATION	Rainer Unit 1H (11506.1)	\$	13,427,049	\$	13,427,049	\$	-
0820186763	ANTERO RESOURCES CORPORATION	Rainer Unit 2H (11549.1)	\$	16,336,504	\$	16,336,504	\$	-
0820196724	ANTERO RESOURCES CORPORATION	GRAPE UNIT 1H (11496.1)	\$	6,614,691	\$	6,614,691	\$	-
0820196725	ANTERO RESOURCES CORPORATION	GRAPE UNIT 2H (11497.1)	\$	7,579,795	\$	7,579,795	\$	-
0820196726	ANTERO RESOURCES CORPORATION	NOVA UNIT 1H (11498.1)	\$	10,420,529	\$	10,420,529	\$	-
0820196727	ANTERO RESOURCES CORPORATION	NOVA UNIT 2H (11499.1)	\$	11,982,422	\$	11,982,422	\$	-
			\$	1,134,655,768	\$	1,134,194,179	\$	(302,411)