



August 5, 2015

Mr. Jerry Williams, P.E.
WV Department of Environmental Protection
Division of Air Quality
601 57th Street, SE
Charleston, WV 25304

**RE: Antero Midstream LLC – Mountain Compressor Station
West Virginia Department of Environmental Protection, Division of Air Quality,
Class I Administrative Update for R13-3166A**

Dear Mr. Williams,

On behalf of Antero Midstream LLC (Antero), please find below the requested Class I Administrative Update for permit number R13-3166A for the Mountain Compressor Station (Facility ID 095-00033) located in Tyler County, West Virginia.

Antero is requesting to modify the permit language for the recordkeeping of the hours of operation for the generators based on suggestion from a WVDEP inspector. Condition 5.1.3. Maximum Yearly Operation Limit should read:

The two (2) 600 kW natural gas fired microturbine generators, Capstone C600 (GEN1, GEN2) are comprised of six (6) 200 kW individual generators and engines. The maximum combined yearly hours of operation for the six (6) individual hour meters on the six (6) 200 kW natural gas fired microturbine generators enclosed within the two Capstone C600 (GEN1, GEN2) shall not exceed 27,780 hours per year. Compliance with the Maximum Yearly Operation Limitation shall be determined using a twelve month rolling total. A twelve month rolling total shall mean the sum of the six (6) hour meters of the hours of operation at any given time during the previous twelve consecutive calendar months.

This request does not alter emissions and is strictly to streamline recordkeeping of the operational hours of the generators (GEN1 and GEN2).

Enclosed is a NSR Application form requesting a Class I Administrative Update. Per 45CSR22, no application fee is required for such an update.

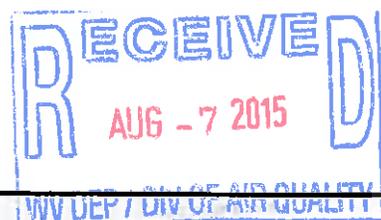
We appreciate your assistance in this matter. Should you have any questions, I can be reached at (719) 632-3593 or by email at msteyskal@kleinfelder.com.

Sincerely,
Kleinfelder

Michele Steyskal
Air Quality Specialist

ID # 095-00033
Reg R13-3166A
Company Antero
Facility Mountain Initials hw

NON-CONFIDENTIAL



WEST VIRGINIA DEPARTMENT OF ENVIRONMENTAL PROTECTION
DIVISION OF AIR QUALITY

601 57th Street, SE
 Charleston, WV 25304
 (304) 926-0475
www.dep.wv.gov/daq

APPLICATION FOR NSR PERMIT
AND
TITLE V PERMIT REVISION
(OPTIONAL)

PLEASE CHECK ALL THAT APPLY TO NSR (45CSR13) (IF KNOWN):

- CONSTRUCTION MODIFICATION RELOCATION
 CLASS I ADMINISTRATIVE UPDATE TEMPORARY
 CLASS II ADMINISTRATIVE UPDATE AFTER-THE-FACT

PLEASE CHECK TYPE OF 45CSR30 (TITLE V) REVISION (IF ANY):

- ADMINISTRATIVE AMENDMENT MINOR MODIFICATION
 SIGNIFICANT MODIFICATION

IF ANY BOX ABOVE IS CHECKED, INCLUDE TITLE V REVISION INFORMATION AS ATTACHMENT S TO THIS APPLICATION

FOR TITLE V FACILITIES ONLY: Please refer to "Title V Revision Guidance" in order to determine your Title V Revision options (Appendix A, "Title V Permit Revision Flowchart") and ability to operate with the changes requested in this Permit Application.

Section I. General

1. Name of applicant (as registered with the WV Secretary of State's Office): Antero Midstream LLC		2. Federal Employer ID No. (FEIN): 45-5517375	
3. Name of facility (if different from above): Mountain Compressor Station		4. The applicant is the: <input type="checkbox"/> OWNER <input type="checkbox"/> OPERATOR <input checked="" type="checkbox"/> BOTH	
5A. Applicant's mailing address: 1615 Wynkoop Street Denver, CO 80202		5B. Facility's present physical address: Co Rd 74/3 Pennsboro, WV 26415	
6. West Virginia Business Registration. Is the applicant a resident of the State of West Virginia? <input type="checkbox"/> YES <input checked="" type="checkbox"/> NO - If YES, provide a copy of the Certificate of Incorporation/Organization/Limited Partnership (one page) including any name change amendments or other Business Registration Certificate as Attachment A. - If NO, provide a copy of the Certificate of Authority/Authority of L.L.C./Registration (one page) including any name change amendments or other Business Certificate as Attachment A.			
7. If applicant is a subsidiary corporation, please provide the name of parent corporation:			
8. Does the applicant own, lease, have an option to buy or otherwise have control of the proposed site? <input checked="" type="checkbox"/> YES <input type="checkbox"/> NO - If YES, please explain: Antero Midstream LLC owns the land for the site - If NO, you are not eligible for a permit for this source.			
9. Type of plant or facility (stationary source) to be constructed, modified, relocated, administratively updated or temporarily permitted (e.g., coal preparation plant, primary crusher, etc.): Natural Gas Compressor Station		10. North American Industry Classification System (NAICS) code for the facility: 221210	
11A. DAQ Plant ID No. (for existing facilities only): 095-00033		11B. List all current 45CSR13 and 45CSR30 (Title V) permit numbers associated with this process (for existing facilities only): R13-3166A	

All of the required forms and additional information can be found under the Permitting Section of DAQ's website, or requested by phone.

<p>12A.</p> <ul style="list-style-type: none"> – For Modifications, Administrative Updates or Temporary permits at an existing facility, please provide directions to the <i>present location</i> of the facility from the nearest state road; – For Construction or Relocation permits, please provide directions to the <i>proposed new site location</i> from the nearest state road. Include a MAP as Attachment B. <p>From Pennsboro, head north on WV-74N / Mountain Drive. In approximately 6.2 miles, turn left on Co Rd. 74/3 – Lizzie's Roost Road. The facility will be in approximately 1.2 miles on the left.</p>		
<p>12.B. New site address (if applicable):</p> <p>Co Rd 74/3 Pennsboro, WV 26415</p>	<p>12C. Nearest city or town:</p> <p>Pennsboro</p>	<p>12D. County:</p> <p>Tyler</p>
<p>12.E. UTM Northing (KM): 4355.880</p>	<p>12F. UTM Easting (KM): 504.148</p>	<p>12G. UTM Zone: 17</p>
<p>13. Briefly describe the proposed change(s) at the facility:</p>		
<p>14A. Provide the date of anticipated installation or change: Upon Permit Issuance</p> <ul style="list-style-type: none"> – If this is an After-The-Fact permit application, provide the date upon which the proposed change did happen: / / 		<p>14B. Date of anticipated Start-Up if a permit is granted:</p> <p style="text-align: center;">Upon Permit Issuance</p>
<p>14C. Provide a Schedule of the planned Installation of/Change to and Start-Up of each of the units proposed in this permit application as Attachment C (if more than one unit is involved).</p>		
<p>15. Provide maximum projected Operating Schedule of activity/activities outlined in this application:</p> <p style="text-align: center;">Hours Per Day 24 Days Per Week 7 Weeks Per Year 52</p>		
<p>16. Is demolition or physical renovation at an existing facility involved? <input type="checkbox"/> YES <input checked="" type="checkbox"/> NO</p>		
<p>17. Risk Management Plans. If this facility is subject to 112(r) of the 1990 CAAA, or will become subject due to proposed changes (for applicability help see www.epa.gov/ceppo), submit your Risk Management Plan (RMP) to U. S. EPA Region III.</p>		
<p>18. Regulatory Discussion. List all Federal and State air pollution control regulations that you believe are applicable to the proposed process (<i>if known</i>). A list of possible applicable requirements is also included in Attachment S of this application (Title V Permit Revision Information). Discuss applicability and proposed demonstration(s) of compliance (<i>if known</i>). Provide this information as Attachment D.</p>		
<p>Section II. Additional attachments and supporting documents.</p>		
<p>19. Include a check payable to WVDEP – Division of Air Quality with the appropriate application fee (per 45CSR22 and 45CSR13).</p>		
<p>20. Include a Table of Contents as the first page of your application package.</p>		
<p>21. Provide a Plot Plan, e.g. scaled map(s) and/or sketch(es) showing the location of the property on which the stationary source(s) is or is to be located as Attachment E (Refer to Plot Plan Guidance).</p> <ul style="list-style-type: none"> – Indicate the location of the nearest occupied structure (e.g. church, school, business, residence). 		
<p>22. Provide a Detailed Process Flow Diagram(s) showing each proposed or modified emissions unit, emission point and control device as Attachment F.</p>		
<p>23. Provide a Process Description as Attachment G.</p> <ul style="list-style-type: none"> – Also describe and quantify to the extent possible all changes made to the facility since the last permit review (if applicable). 		
<p>All of the required forms and additional information can be found under the Permitting Section of DAQ's website, or requested by phone.</p>		

24. Provide **Material Safety Data Sheets (MSDS)** for all materials processed, used or produced as **Attachment H**.
 – For chemical processes, provide a MSDS for each compound emitted to the air.

25. Fill out the **Emission Units Table** and provide it as **Attachment I**.

26. Fill out the **Emission Points Data Summary Sheet (Table 1 and Table 2)** and provide it as **Attachment J**.

27. Fill out the **Fugitive Emissions Data Summary Sheet** and provide it as **Attachment K**.

28. Check all applicable **Emissions Unit Data Sheets** listed below:

<input type="checkbox"/> Bulk Liquid Transfer Operations	<input type="checkbox"/> Haul Road Emissions	<input type="checkbox"/> Quarry
<input type="checkbox"/> Chemical Processes	<input type="checkbox"/> Hot Mix Asphalt Plant	<input type="checkbox"/> Solid Materials Sizing, Handling and Storage Facilities
<input type="checkbox"/> Concrete Batch Plant	<input type="checkbox"/> Incinerator	<input type="checkbox"/> Storage Tanks
<input type="checkbox"/> Grey Iron and Steel Foundry	<input type="checkbox"/> Indirect Heat Exchanger	
<input type="checkbox"/> General Emission Unit, specify:		

Fill out and provide the **Emissions Unit Data Sheet(s)** as **Attachment L**.

29. Check all applicable **Air Pollution Control Device Sheets** listed below:

<input type="checkbox"/> Absorption Systems	<input type="checkbox"/> Baghouse	<input type="checkbox"/> Flare
<input type="checkbox"/> Adsorption Systems	<input type="checkbox"/> Condenser	<input type="checkbox"/> Mechanical Collector
<input type="checkbox"/> Afterburner	<input type="checkbox"/> Electrostatic Precipitator	<input type="checkbox"/> Wet Collecting System
<input type="checkbox"/> Other Collectors, specify :		

Fill out and provide the **Air Pollution Control Device Sheet(s)** as **Attachment M**.

30. Provide all **Supporting Emissions Calculations** as **Attachment N**, or attach the calculations directly to the forms listed in Items 28 through 31.

31. **Monitoring, Recordkeeping, Reporting and Testing Plans.** Attach proposed monitoring, recordkeeping, reporting and testing plans in order to demonstrate compliance with the proposed emissions limits and operating parameters in this permit application. Provide this information as **Attachment O**.
 ➤ Please be aware that all permits must be practically enforceable whether or not the applicant chooses to propose such measures. Additionally, the DAQ may not be able to accept all measures proposed by the applicant. If none of these plans are proposed by the applicant, DAQ will develop such plans and include them in the permit.

32. **Public Notice.** At the time that the application is submitted, place a **Class I Legal Advertisement** in a newspaper of general circulation in the area where the source is or will be located (See 45CSR§13-8.3 through 45CSR§13-8.5 and *Example Legal Advertisement* for details). Please submit the **Affidavit of Publication** as **Attachment P** immediately upon receipt.

33. **Business Confidentiality Claims.** Does this application include confidential information (per 45CSR31)?
 YES NO
 ➤ If YES, identify each segment of information on each page that is submitted as confidential and provide justification for each segment claimed confidential, including the criteria under 45CSR§31-4.1, and in accordance with the DAQ's "**Precautionary Notice – Claims of Confidentiality**" guidance found in the **General Instructions** as **Attachment Q**.

Section III. Certification of Information

34. **Authority/Delegation of Authority.** Only required when someone other than the responsible official signs the application. Check applicable **Authority Form** below:

<input checked="" type="checkbox"/> Authority of Corporation or Other Business Entity	<input type="checkbox"/> Authority of Partnership
<input type="checkbox"/> Authority of Governmental Agency	<input type="checkbox"/> Authority of Limited Partnership

Submit completed and signed **Authority Form** as **Attachment R**.

All of the required forms and additional information can be found under the Permitting Section of DAQ's website, or requested by phone.

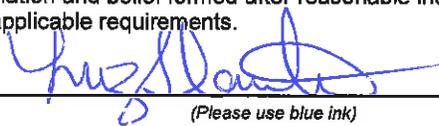
35A. **Certification of Information.** To certify this permit application, a Responsible Official (per 45CSR§13-2.22 and 45CSR§30-2.28) or Authorized Representative shall check the appropriate box and sign below.

Certification of Truth, Accuracy, and Completeness

I, the undersigned **Responsible Official** / **Authorized Representative**, hereby certify that all information contained in this application and any supporting documents appended hereto, is true, accurate, and complete based on information and belief after reasonable inquiry I further agree to assume responsibility for the construction, modification and/or relocation and operation of the stationary source described herein in accordance with this application and any amendments thereto, as well as the Department of Environmental Protection, Division of Air Quality permit issued in accordance with this application, along with all applicable rules and regulations of the West Virginia Division of Air Quality and W.Va. Code § 22-5-1 et seq. (State Air Pollution Control Act). If the business or agency changes its Responsible Official or Authorized Representative, the Director of the Division of Air Quality will be notified in writing within 30 days of the official change.

Compliance Certification

Except for requirements identified in the Title V Application for which compliance is not achieved, I, the undersigned hereby certify that, based on information and belief formed after reasonable inquiry, all air contaminant sources identified in this application are in compliance with all applicable requirements.

SIGNATURE  (Please use blue ink) DATE: 8/5/15 (Please use blue ink)

35B. Printed name of signee: Luz C. Slaughter		35C. Title: Midstream Environmental and Regulatory Manager
35D. E-mail: <u>lslaughter@anteroresources.com</u>	36E. Phone: (303)357-6834	36F. FAX: (303)357-7315
36A. Printed name of contact person (if different from above):		36B. Title:
36C. E-mail:	36D. Phone:	36E. FAX:

PLEASE CHECK ALL APPLICABLE ATTACHMENTS INCLUDED WITH THIS PERMIT APPLICATION:

- | | |
|---|---|
| <input type="checkbox"/> Attachment A: Business Certificate | <input type="checkbox"/> Attachment K: Fugitive Emissions Data Summary Sheet |
| <input type="checkbox"/> Attachment B: Map(s) | <input type="checkbox"/> Attachment L: Emissions Unit Data Sheet(s) |
| <input type="checkbox"/> Attachment C: Installation and Start Up Schedule | <input type="checkbox"/> Attachment M: Air Pollution Control Device Sheet(s) |
| <input type="checkbox"/> Attachment D: Regulatory Discussion | <input type="checkbox"/> Attachment N: Supporting Emissions Calculations |
| <input type="checkbox"/> Attachment E: Plot Plan | <input type="checkbox"/> Attachment O: Monitoring/Recordkeeping/Reporting/Testing Plans |
| <input type="checkbox"/> Attachment F: Detailed Process Flow Diagram(s) | <input type="checkbox"/> Attachment P: Public Notice |
| <input type="checkbox"/> Attachment G: Process Description | <input type="checkbox"/> Attachment Q: Business Confidential Claims |
| <input type="checkbox"/> Attachment H: Material Safety Data Sheets (MSDS) | <input checked="" type="checkbox"/> Attachment R: Authority Forms |
| <input type="checkbox"/> Attachment I: Emission Units Table | <input type="checkbox"/> Attachment S: Title V Permit Revision Information |
| <input type="checkbox"/> Attachment J: Emission Points Data Summary Sheet | <input type="checkbox"/> Application Fee |

Please mail an original and three (3) copies of the complete permit application with the signature(s) to the DAQ, Permitting Section, at the address listed on the first page of this application. Please DO NOT fax permit applications.

FOR AGENCY USE ONLY – IF THIS IS A TITLE V SOURCE:

- Forward 1 copy of the application to the Title V Permitting Group and:
- For Title V Administrative Amendments:
 - NSR permit writer should notify Title V permit writer of draft permit,
- For Title V Minor Modifications:
 - Title V permit writer should send appropriate notification to EPA and affected states within 5 days of receipt,
 - NSR permit writer should notify Title V permit writer of draft permit.
- For Title V Significant Modifications processed in parallel with NSR Permit revision:
 - NSR permit writer should notify a Title V permit writer of draft permit,
 - Public notice should reference both 45CSR13 and Title V permits,
 - EPA has 45 day review period of a draft permit.

All of the required forms and additional information can be found under the Permitting Section of DAQ's website, or requested by phone.

Attachment R
AUTHORITY OF CORPORATION
OR OTHER BUSINESS ENTITY (DOMESTIC OR FOREIGN)

TO: The West Virginia Department of Environmental Protection,
Division of Air Quality

DATE: _____, _____

ATTN.: Director

Corporation's / other business entity's Federal Employer I.D. Number 46-5517375

The undersigned hereby files with the West Virginia Department of Environmental Protection, Division of Air Quality, a permit application and hereby certifies that the said name is a trade name which is used in the conduct of an incorporated business or other business entity.

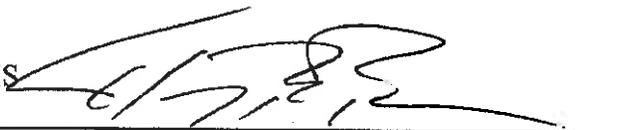
Further, the corporation or the business entity certifies as follows:

(1) Luz Slauter and Lou Ann Lce (is/are) the authorized representative(s) and in that capacity may represent the interest of the corporation or the business entity and may obligate and legally bind the corporation or the business entity.

(2) The corporation or the business entity is authorized to do business in the State of West Virginia.

(3) If the corporation or the business entity changes its authorized representative(s), the corporation or the business entity shall notify the Director of the West Virginia Department of Environmental Protection, Division of Air Quality, immediately upon such change.

Troy Roach, Vice President - EHS



President or Other Authorized Officer
(Vice President, Secretary, Treasurer or other official in charge of a principal business function of the corporation or the business entity)

(If not the President, then the corporation or the business entity must submit certified minutes or bylaws stating legal authority of other authorized officer to bind the corporation or the business entity).

Secretary

Antero Midstream LLC
Name of Corporation or business entity