

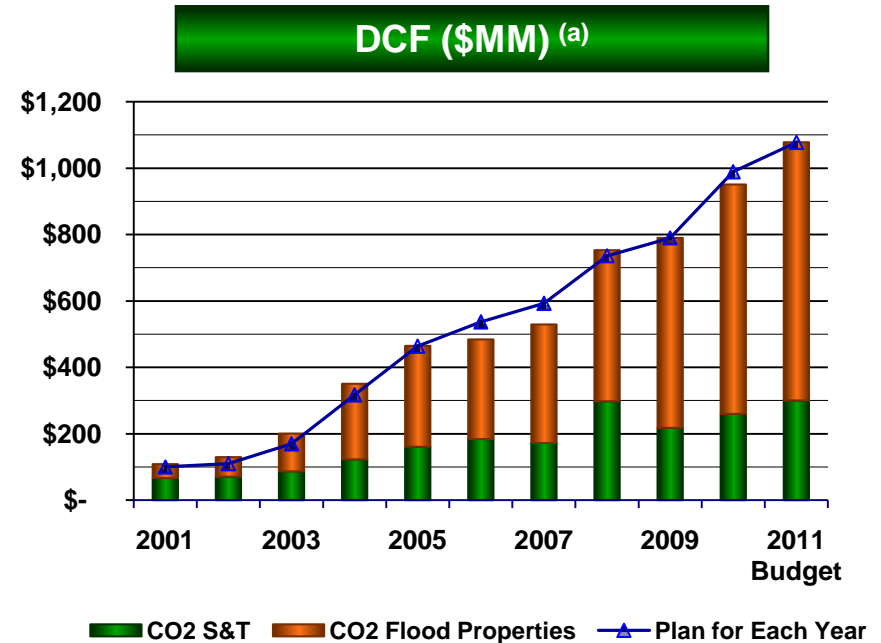
CO₂

Tim Bradley

President CO₂ Group

History of CO₂ Group and Looking Forward

- Shell CO₂ formed in 1998, KM share 20%
- Acquired remaining 80% in April 2000
- Acquired SACROC interests June 2000
- Acquired Yates interests in 2001 and 2003
- Ramped up developments at SACROC 2003+
 - Constructed Centerline pipeline in 2003
 - Constructed power plant in 2005
 - Increased oil production 3X+
- Acquired Wink pipeline in 2004
- Acquired Claytonville and Katz interests 2005-06
- Increased SW Colorado CO₂ capacity 30% 2008
- Commenced injection at Katz CO₂ project in 2010



Our assets, resources and technologies provide us with growth opportunities

- Continued developments at SACROC and Yates
- Katz field development and Eastern Shelf region opportunities
- Continued growth in CO₂ demand

2010 Performance Recap – Missed Plan

Within 98% of plan operationally, price hurt

2010 DCF of \$951MM vs. \$989MM plan ^(a)

SACROC ^(b)

Outperformed

- \$478MM vs. \$471MM plan
- Oil: 29,222 Bbl/d vs. 29,800 Bbl/d
- NGLs: 15,921 Bbl/d vs. 16,673 Bbl/d
- Volume and price hurt, offset by cost reductions

CO₂ Source and Transportation

Underperformed

- \$260MM vs. \$273MM plan
- Volumes on plan, price hurt

Yates

Underperformed

- \$213MM vs. \$245MM plan
- 24,046 Bbl/d vs. 26,150 Bbl/d
- Volume and price hurt, costs helped

Capex

Outperformed

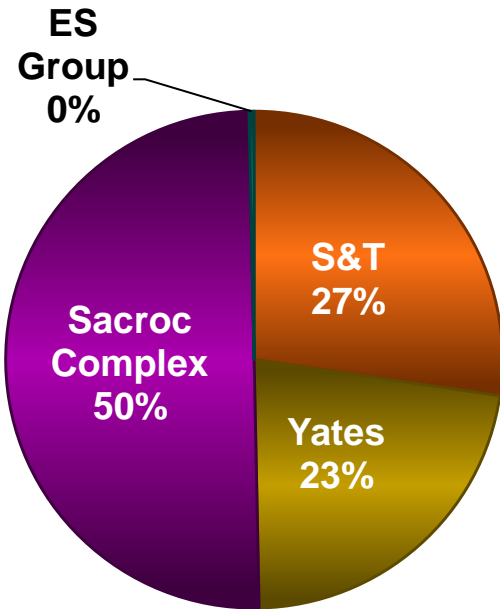
- \$365MM actual vs. plan \$415MM
- Activation pace slower than budgeted

(a) Distributable Cash Flow; segment results shown without elimination.

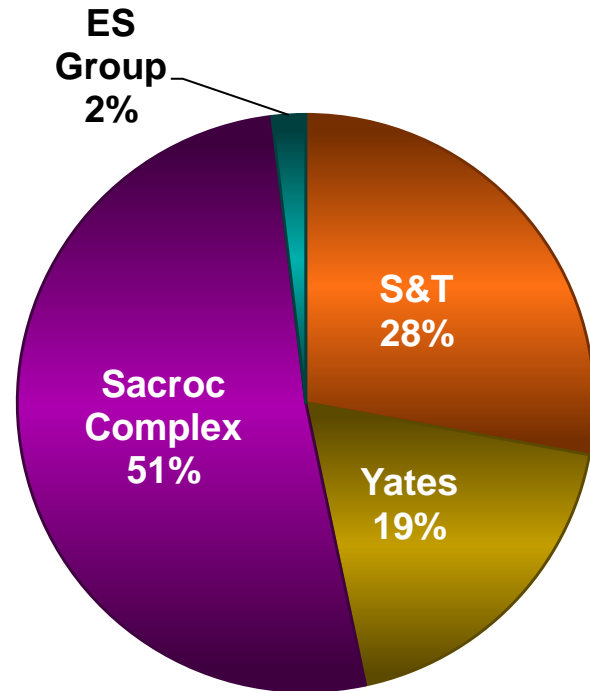
(b) Including SACROC Services and remaining oil and gas assets

2010 and 2011 DCF by Asset Group (a)

2010: \$951MM



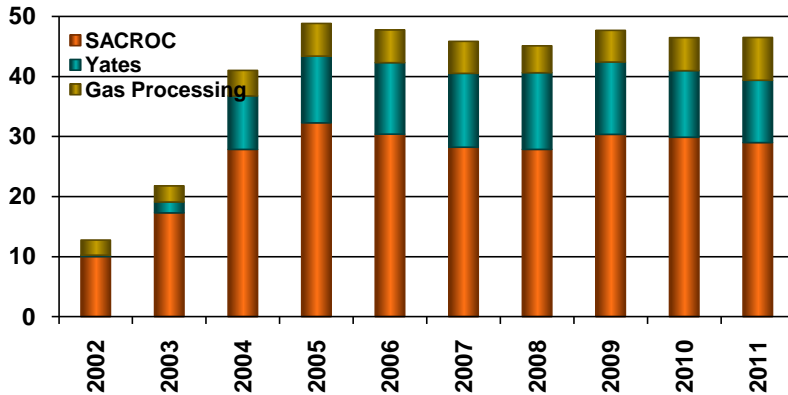
2011: \$1,078MM



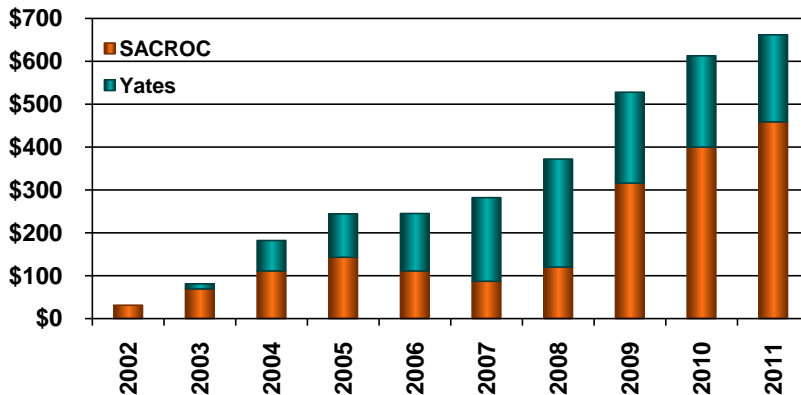
(a) Segments shown without elimination

Oil and Gas Segment: Production and DCF

Net HC Production (MBoe/d)



DCF (\$MM)



Original Oil in Place (billion Bbls)

■ SACROC	2.8
■ Yates	5.0
■ Katz	0.23

Gross Production (Bbl/d) 2010 2011

■ SACROC oil	29,222	29,374
■ SGP NGLs	15,921	17,001
■ Yates	24,046	22,500
■ Katz	284	1,451

DCF (\$MM) 2010 2011

■ SACROC Unit-only	\$400	\$459
■ Yates	\$213	\$203
■ Katz	\$1	\$17

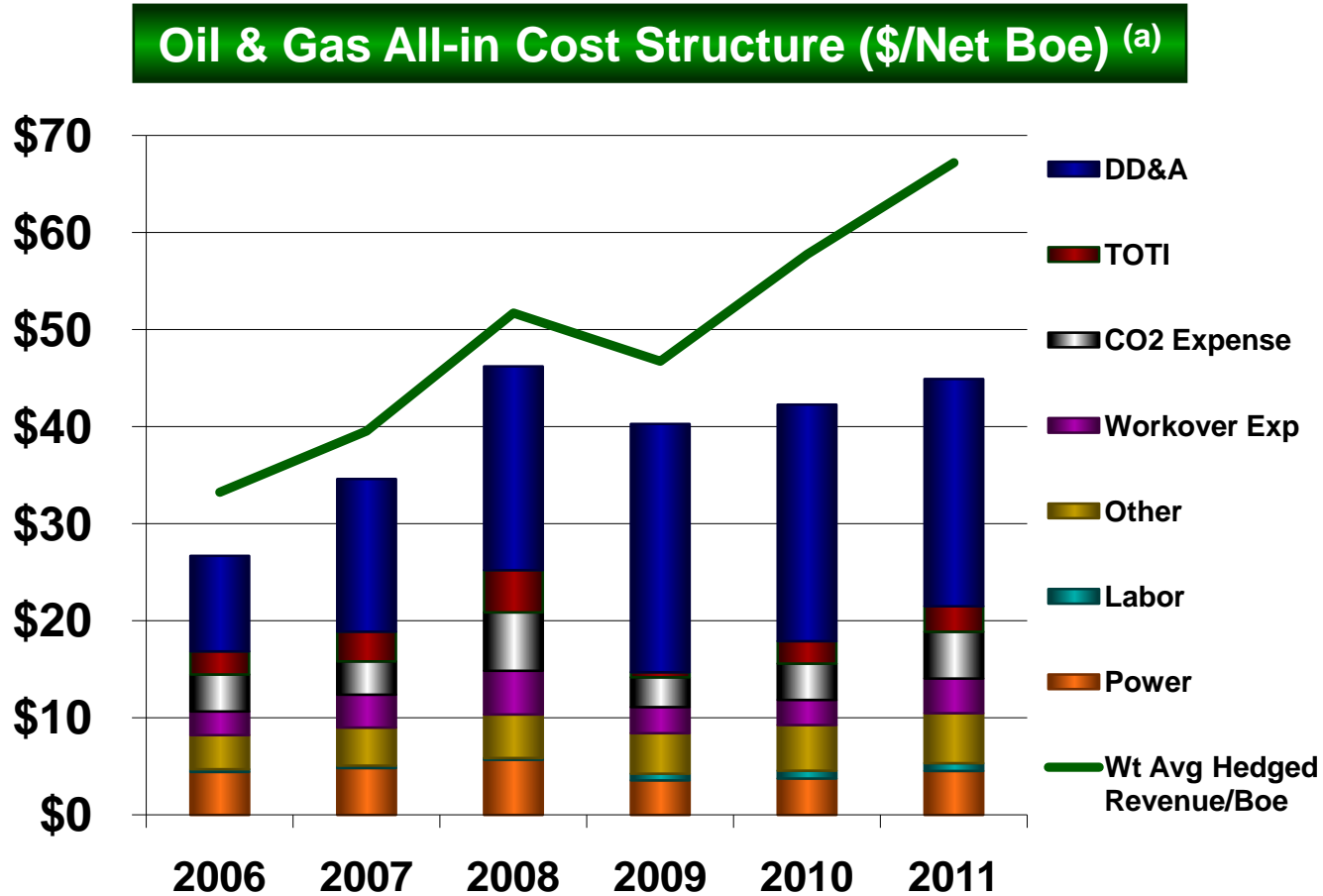
Notes: Yates DCF does not include contribution from MKM

Boe: Oil and NGL = 1:1, Residue gas sales = 6:1

Gas Processing includes net Boe attributable to our plant interests and processing agreements but excluded from reserve report

All-in Cost Structure – Oil & Gas

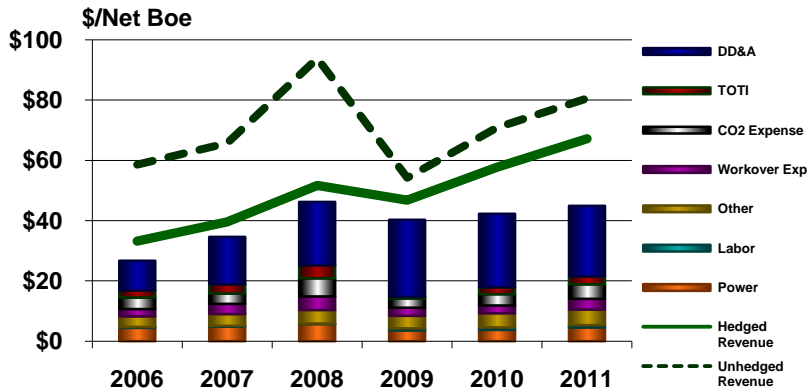
Including Gas Processing Operations



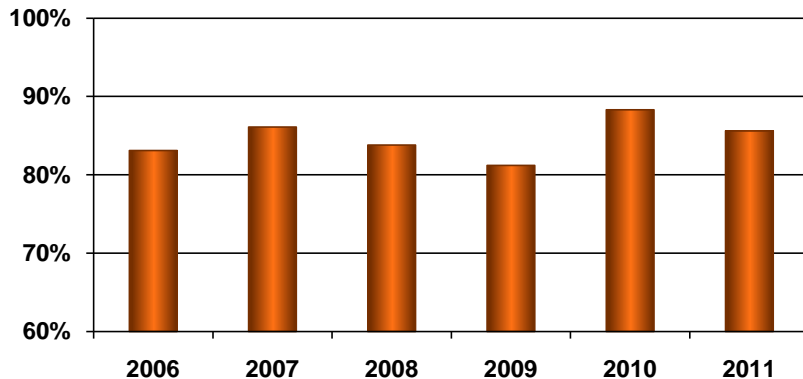
(a) Costs and Revenue per net Boe, including hedges; includes acquisition and all development costs

Basis for Hedging Policy

Oil & Gas All-in Cost Structure (a)



Operating Margin as % of Unhedged Oil Revenue



O&G cost structure has strong correlation to energy prices

- Power is tied to gas prices
- High activity levels have increased staffing and other service costs
- Wellwork and rig contracts now being tied to oil prices
- Purchased CO₂ and TOTI ^(b) are strongly correlated to oil prices

Operating margins (including gas processing activities) have averaged ~85% of our unhedged oil prices

- We target 85% of plan-year production to be hedged
- Gas / oil and NGL / oil price ratios cause some fluctuations

Capital development costs also have a strong correlation to oil prices

- We consider PUD volumes in placing hedges in out years, but consider no more than 50% of those volumes and generally much less

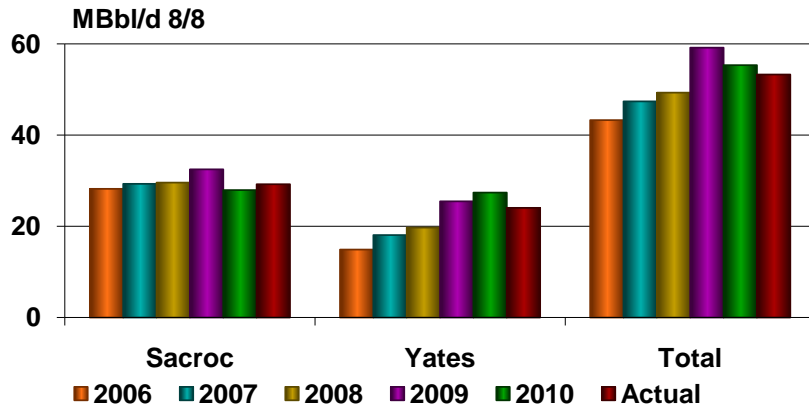
(a) Costs and Revenue per net Boe, including hedges where applicable; includes acquisition and all development costs

(b) Taxes other than income taxes

Oil and Gas Segment Production Forecasts

Production expectations tend to grow over time

Evolution of Forecasted 2010 Production ^(a) over Time

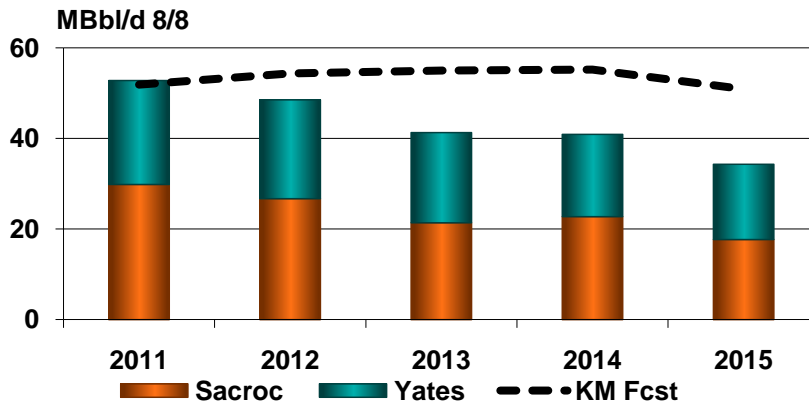


Despite oil price volatility, we have replaced our production with new proved reserves for the past 3 years

We expect production to exceed our reserve report over the long-term

- Higher recoveries and additional targets added to inventory at SACROC
- Addition of Katz project

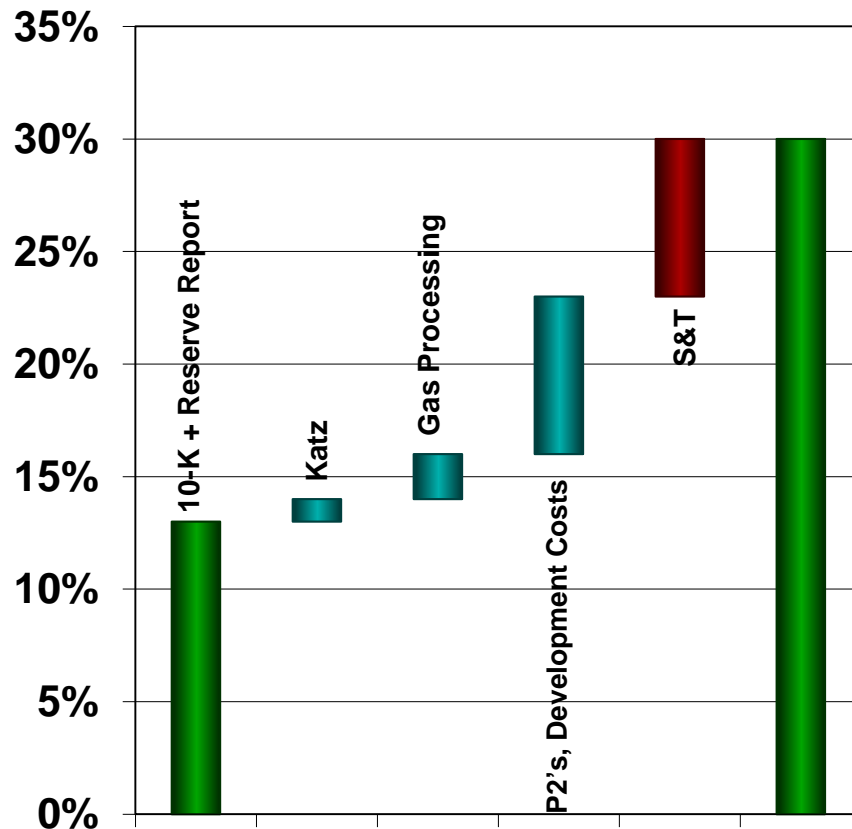
Proved Reserves Production Forecast ^(a)



Current challenge: slow the decline

(a) 2007+ Forecasts based on independent consultant NSAI Reserve Report. Excludes minor properties

Oil & Gas, and Business Unit IRR



All-in O&G IRR (2000-2020) ~23%

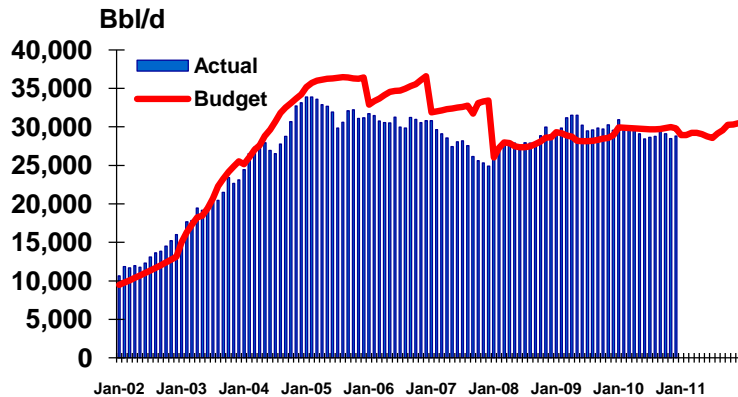
- Required disclosures in 10-K plus proved reserves cash flows: 13%
 - With unhedged prices, IRR would have been 40%
- Adding in Katz and Gas Processing excluded from disclosures increases IRR to 16%
- Adding in reserves discounted to P2 by NSAI, and using planned development costs increases return to 23%

Total Business IRR = 30%

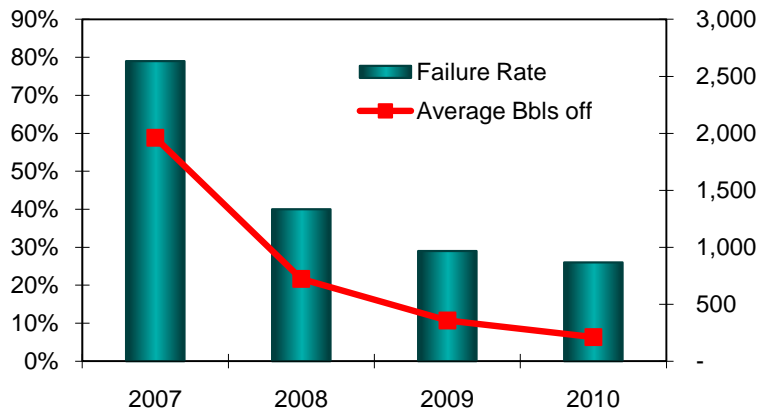
- Includes S&T assuming volumes remain flat, valued at market prices

SACROC Production & Operations Highlights

Oil Production 2001-2010



Sub-pump Improvements



2010 – Review

Oil production 2% below plan

- Platform conformance issues
- Injection rates higher than expected – curtailed pattern activations from 42 to 34
- Field gas production continues to increase
- Sub-pump performance continued to improve
- Compressor run-time improved from 94.7% to 95.5%

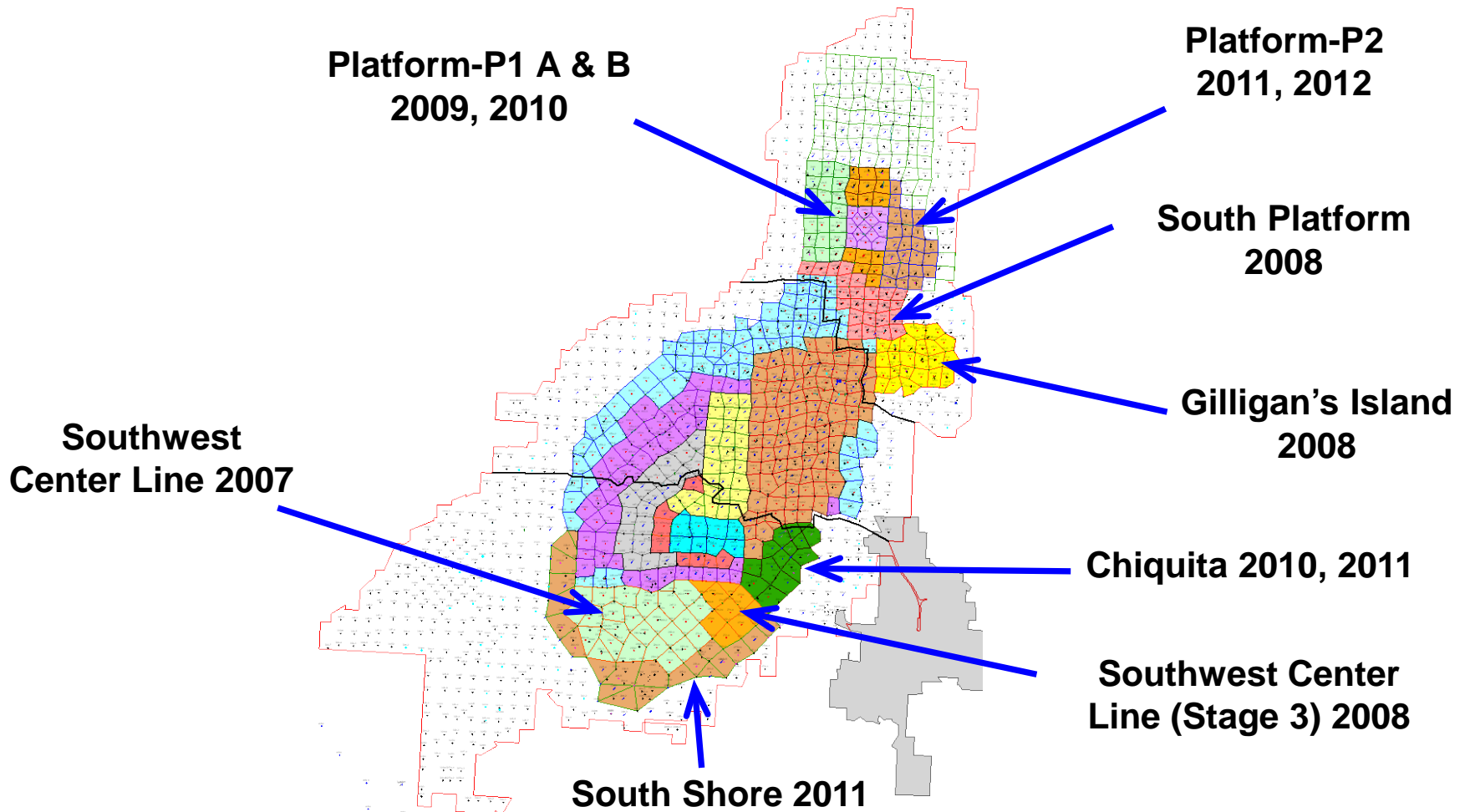
Costs below plan

- Opex/sustaining capex: \$12MM
- Expansion capex: \$35MM
- Lower rig costs due to lower failure rate
- Lower activity level due to pattern selections

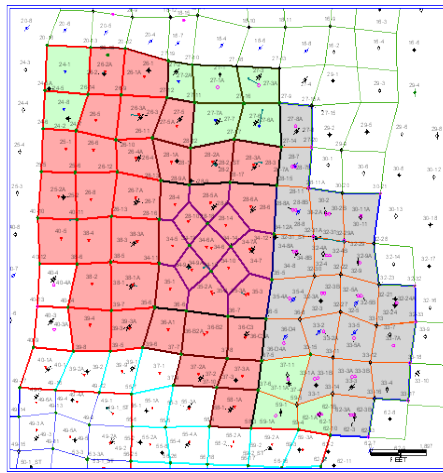
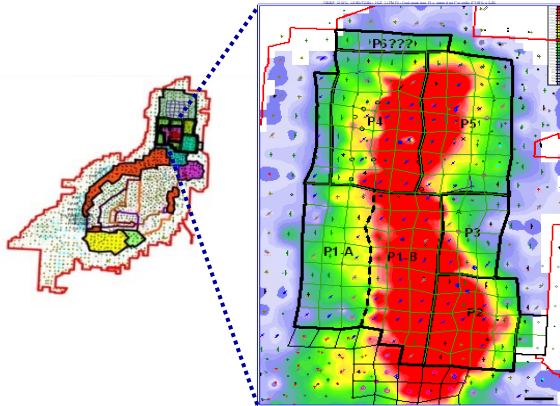
2011 - Focus

- Costs, vendors beginning to push increases
- Add patterns at the right pace, manage gas volumes
- Continue to increase compressor run-time
- Continue Conformance improvement projects

SACROC Expansion Projects



SACROC Development Activities and Plans



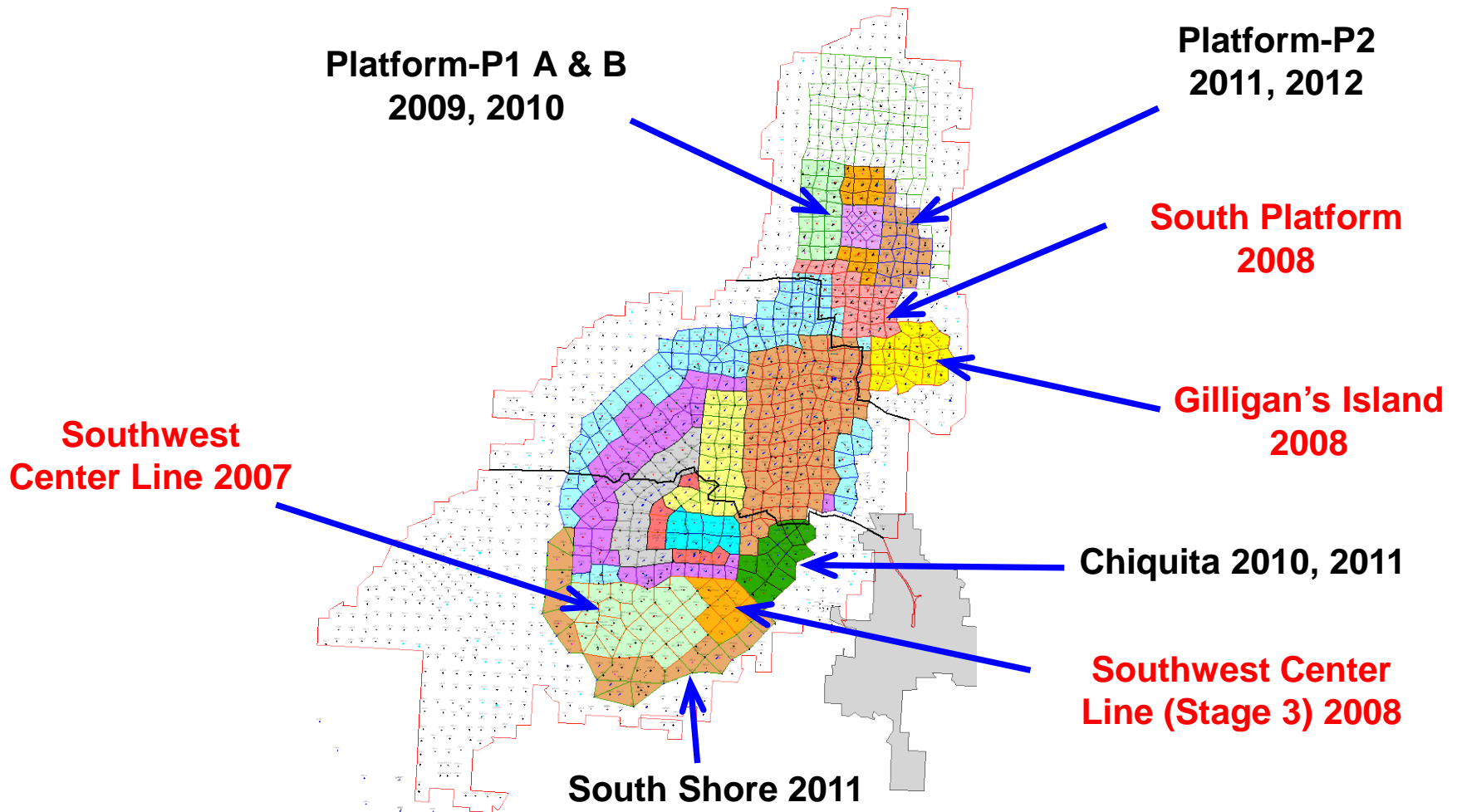
2009 / 2010
 2011

- **2010 Budget – 42 Patterns**
 - Complete 3 patterns in GI
 - Activate 29 P1 patterns
 - Activate 10 of 14 Chiquita patterns

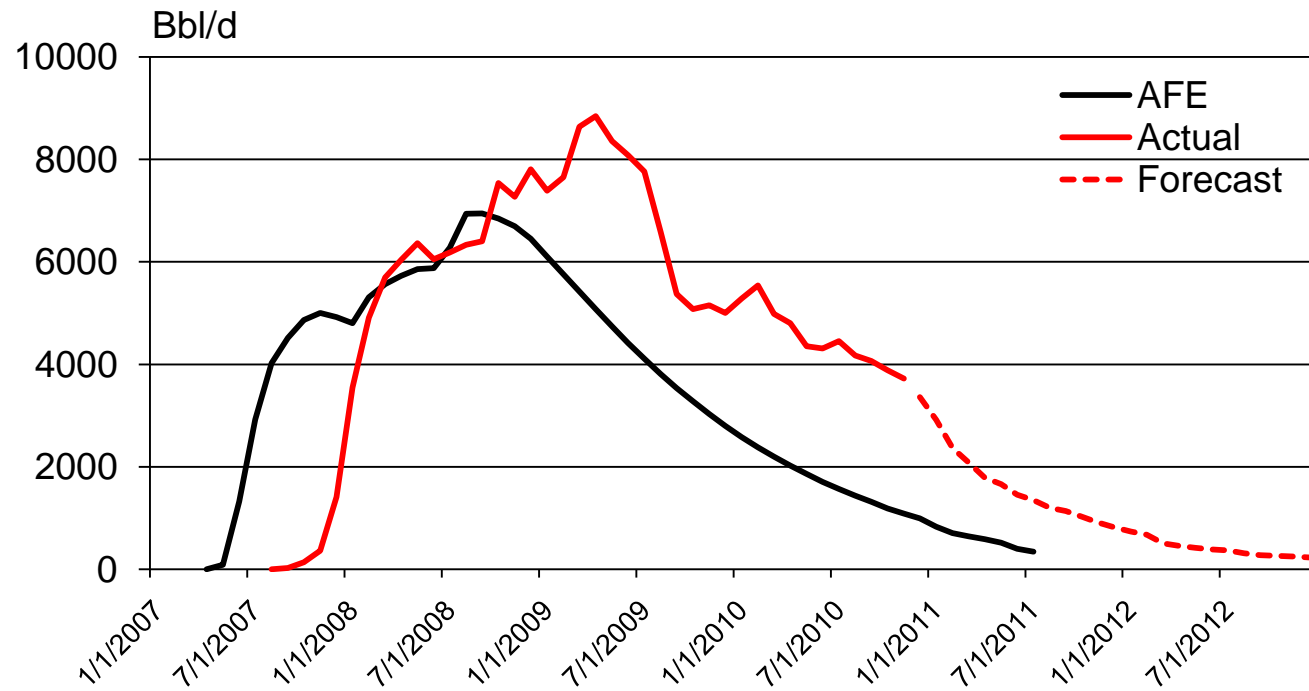
- **2010 Actual – 34 patterns**
 - Activated 2 GI patterns
 - Activated 24 P1 patterns
 - Activated 8 Chiquita patterns

- **2011 Plan – 35 patterns**
 - Finish P1 (7) and Chiquita (6) – 13 patterns
 - Develop South Shore – 19 patterns
 - Develop P2 – 3 patterns
 - P2 patterns have greater conformance risk

SACROC Recent Expansion Projects Look-back

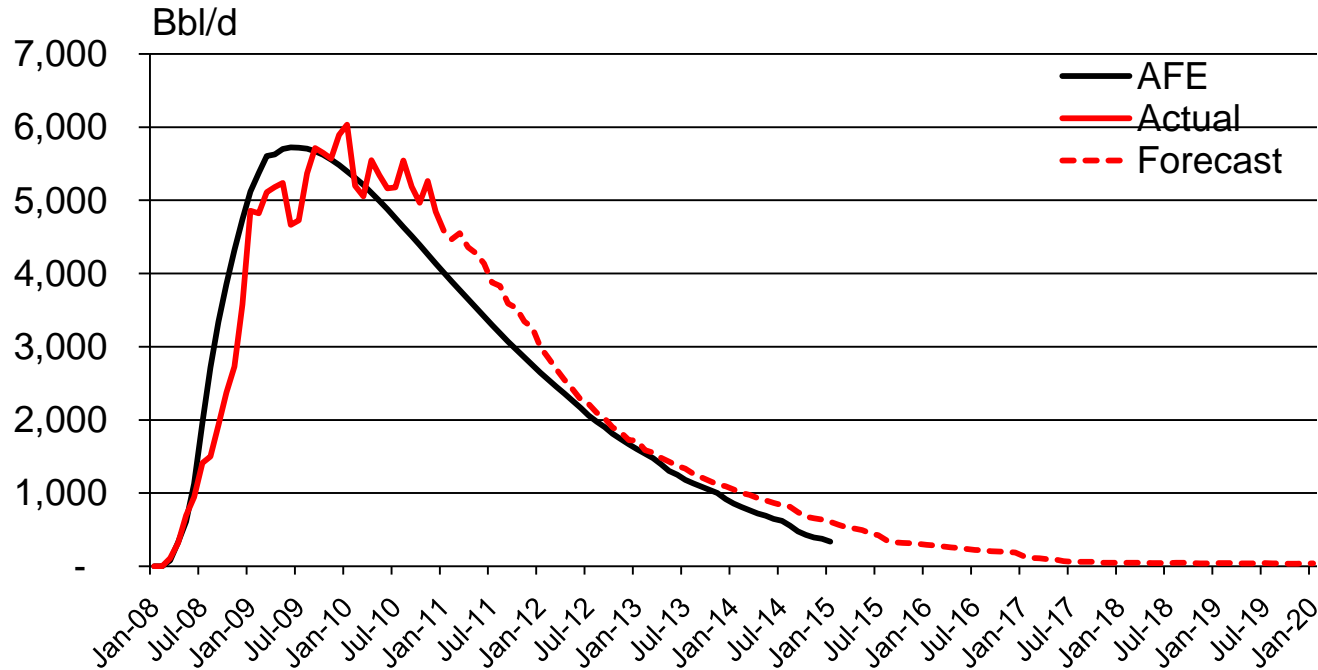


SACROC Unit Look-back: Southwest Centerline Project



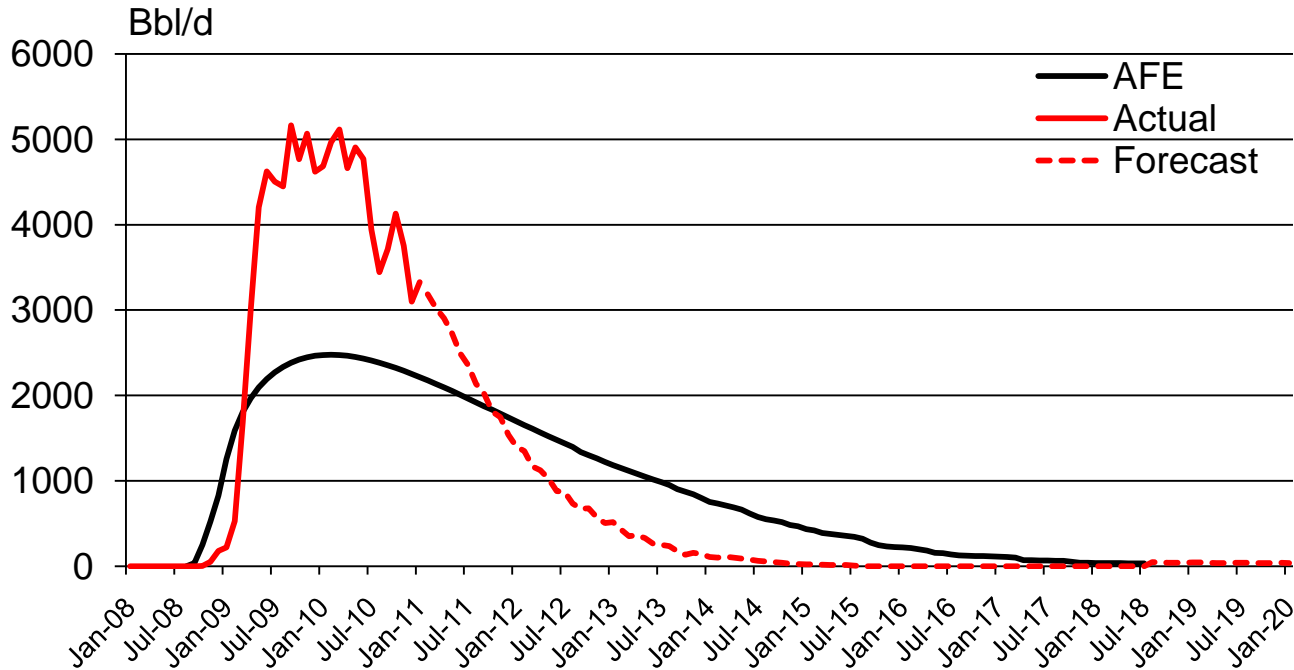
	<u>Capex (\$MM)</u>	<u>Reserves (MMBoe)</u>	<u>Wt. Avg Price (\$/Bbl)</u>	<u>IRR %</u>
AFE	101	5.2	\$63.24	106.8
Actual / Forecast	89	7.8	\$77.92	>107
Actual / Fcst Hedged	89	7.8	\$53.45	29.0

SACROC Unit Look-back: South Platform Project



	Capex (\$MM)	Reserves (MMBoe)	Wt. Avg Price (\$/Bbl)	IRR %
AFE	91.0	7.0	\$68.93	64
Actual / Forecast	83.2	8.6	\$75.59	84
Actual / Fcst Hedged	83.2	8.6	\$66.41	57

SACROC Unit Look-back: Gilligan's Island Project

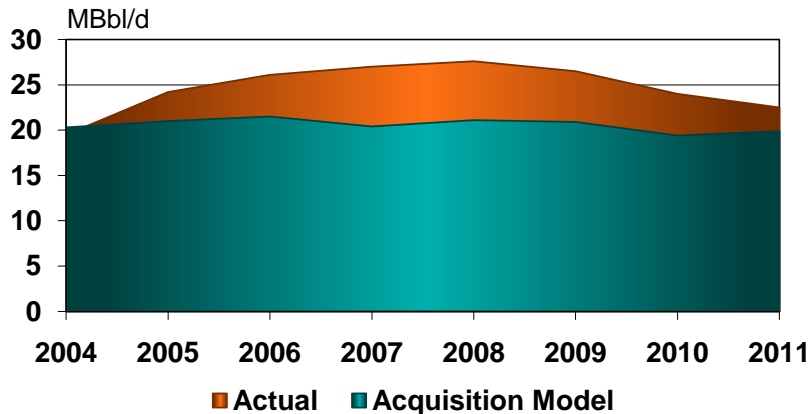


	<u>Capex (\$MM)</u>	<u>Reserves (MMBoe)</u>	<u>Wt. Avg Price (\$/Bbl)</u>	<u>IRR %</u>
AFE	86.6	3.6	\$78.77	29
Actual / Forecast	77.7	4.9	\$76.81	73
Actual / Fcst Hedged	77.7	4.9	\$62.38	44

Yates Production

Behind plan in 2010, but well ahead of 2003 acquisition model

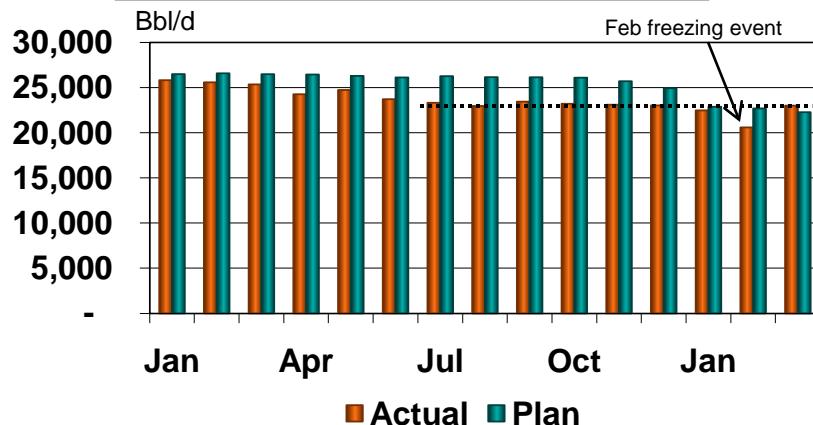
Oil Production 2004-2011



Yates oil production missed plan in 2010

- Oil column thinned to <20' in February; from 2004-2010 we have harvested oil column by thinning it ~10 feet
- Returned to more stable column thickness in 2nd half of year
- HDH drilling success improved in second half

2010-2011 YTD Production



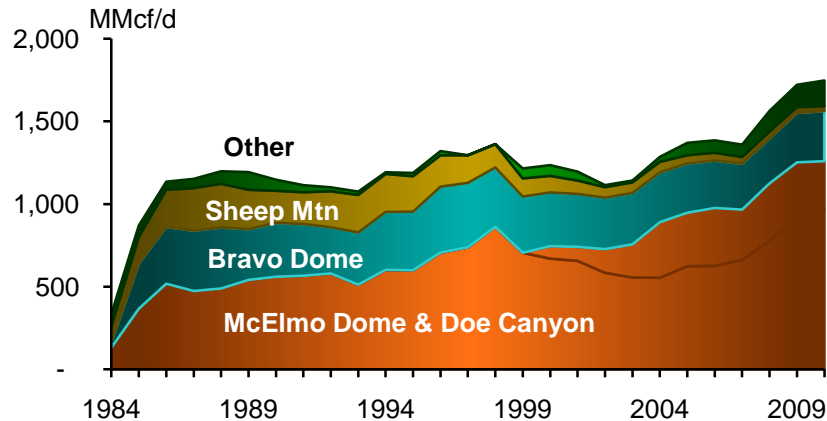
Strategies to add long-term reserves include:

- Increasing pressure to increase CO₂ solubility: this will increase swelling and reduce oil viscosity
- Continue west-side in-fill drilling program
- Continue testing surfactants for oil trapped below producing water level

CO₂ Source & Transportation

Growing Business Opportunities

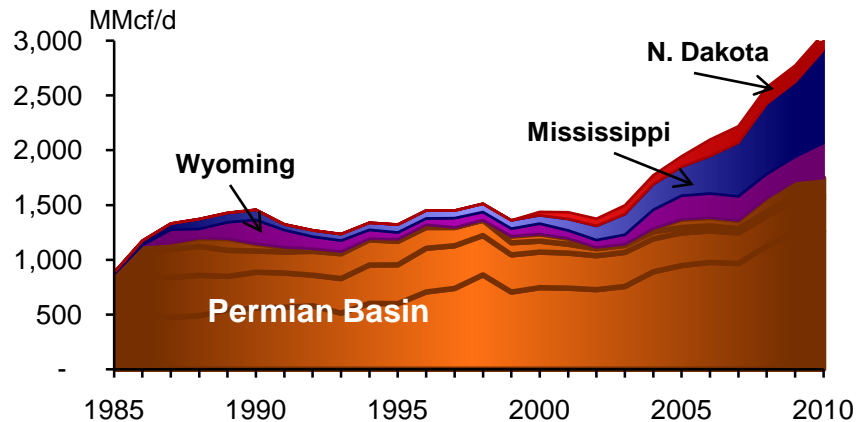
Permian Basin CO₂ Deliveries



Permian Basin

- 2011 supplies are being pro-rated
- Permian Basin demand is growing via new projects and extensions of existing projects

Domestic CO₂ Deliveries

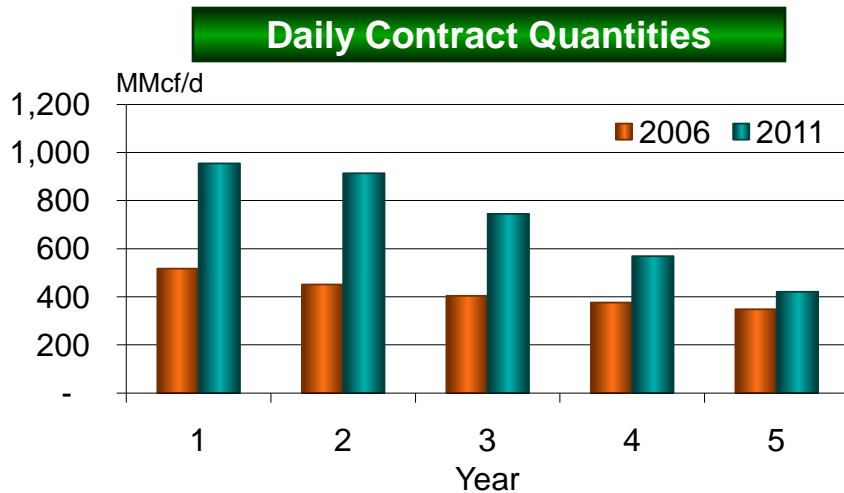


Domestic EOR

- Industry CO₂ EOR activity is increasing
- Naturally occurring sources are being expanded to ultimate capacity
- Several regions have potential
 - Gulf Coast, California, Mid-continent, Canada

Demand Growth and Regeneration

5-year Contracted Volumes



High oil prices have increased long-term demand for CO₂

Contracts typically provide for deliveries at customer EOR project, however

- Some customers have only transportation agreements
- Some customers take CO₂ at Denver City hub

Total contract quantities signed in 2005-2010 represents 2 times our entitled production during that period

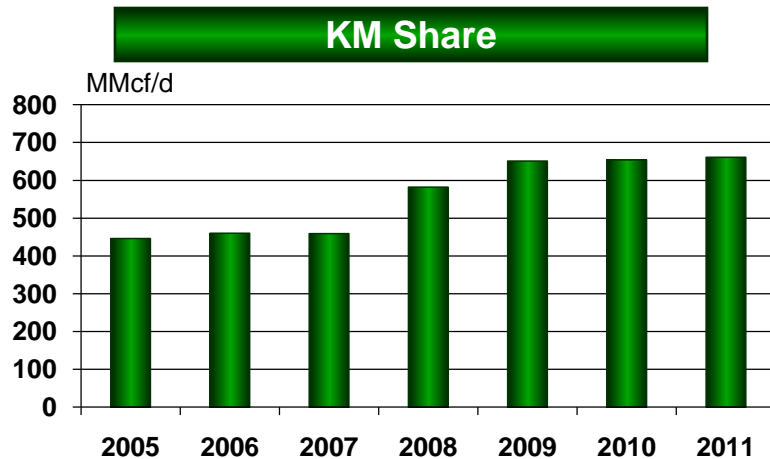
- Weighted average contract life with 3rd parties is 5.3 years

High CO₂ demand has improved contract terms

- Higher floor prices
- Increased upside
- Higher take-or-pay requirements

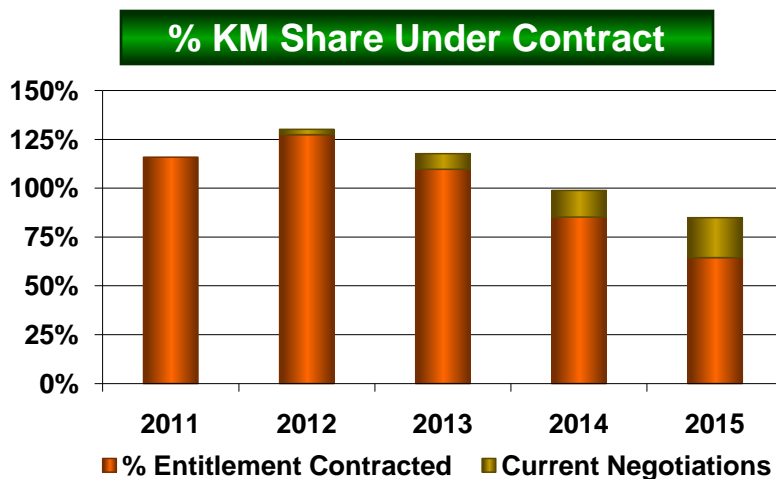
CO₂ Volumes

Produced and Sold to our Customers



Significant growth since 2005:

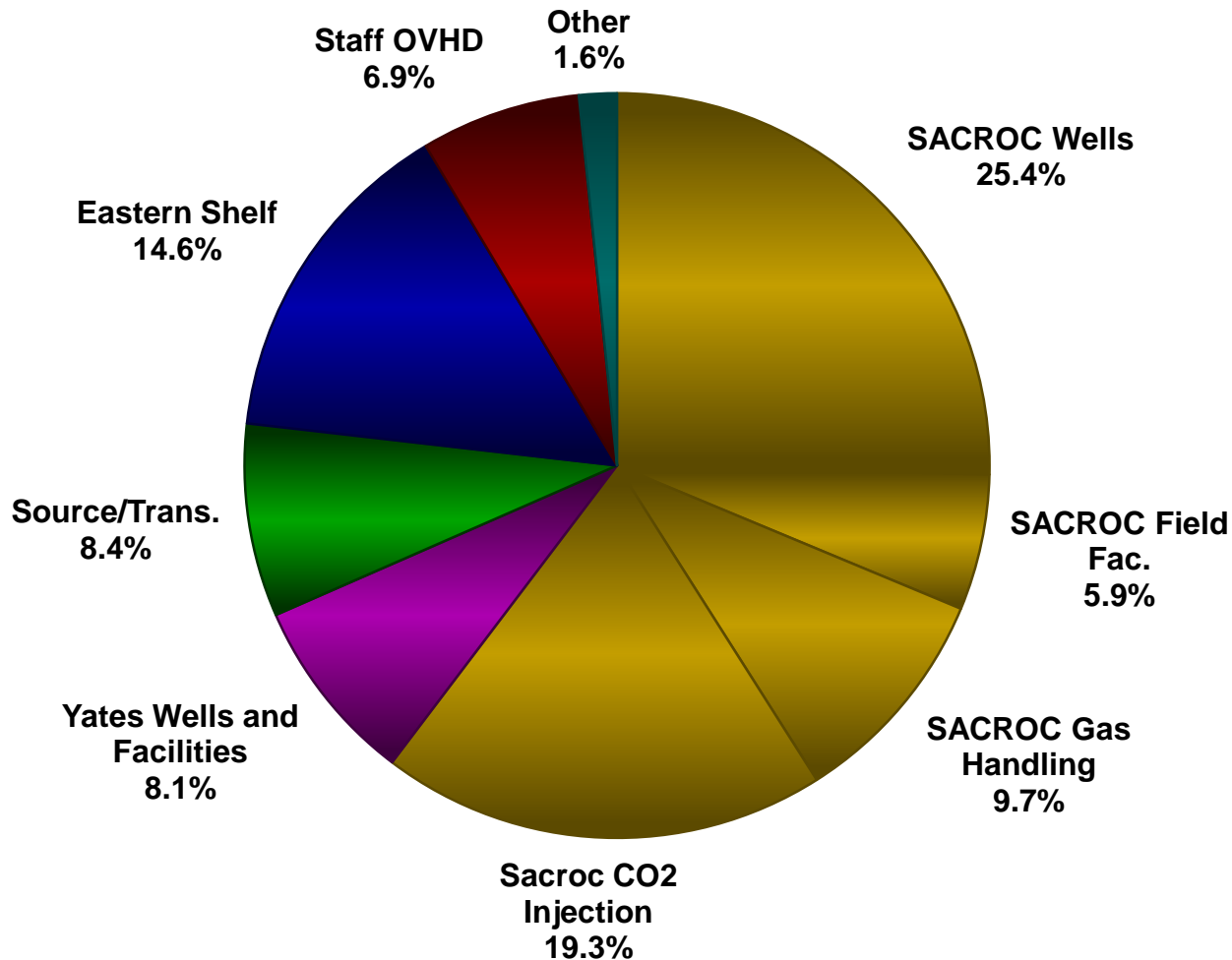
- CAGR: volumes +7.2%, price +15%
- 2011 vs 2010: volumes flat, price +31%



And, just to be clear:

- Although our customer deliveries often have and will exceed our entitlement, sales revenues based on our working interest entitlement and not deliveries
- KM share of EOR demand consumes ~44% of our entitled production in 2011
- Elimination: consolidation results in eliminating profit on sales to ourselves, however we view our S&T and O&G businesses independently, and price sales to ourselves at market prices

2011 Expansion Capital Budget - \$464 Million



Impact of Oil Price / Volume Variance on 2011 DCF

2011 Budget: \$1,078MM

+/- 1,000 Bbl/d

SACROC \$26.3MM

Yates \$13.7MM

+/- 1 \$/Bbl WTI \$5.0MM

CO₂ \$1.7MM

NGL \$2.5MM

Crude \$0.8MM

3rd Party CO₂ Deliveries

+/- 50 MMcf/d \$7.3MM

KM CO₂ Current Outlook

Development Plans 2011-2020

1. SACROC Base Case Forecast

- 65 MMBoe net ^(a), \$866MM KM-share capex (\$255MM CO₂)
- Continue platform development plan; production forecast is based on existing recovery expectations

2. Yates Base Case

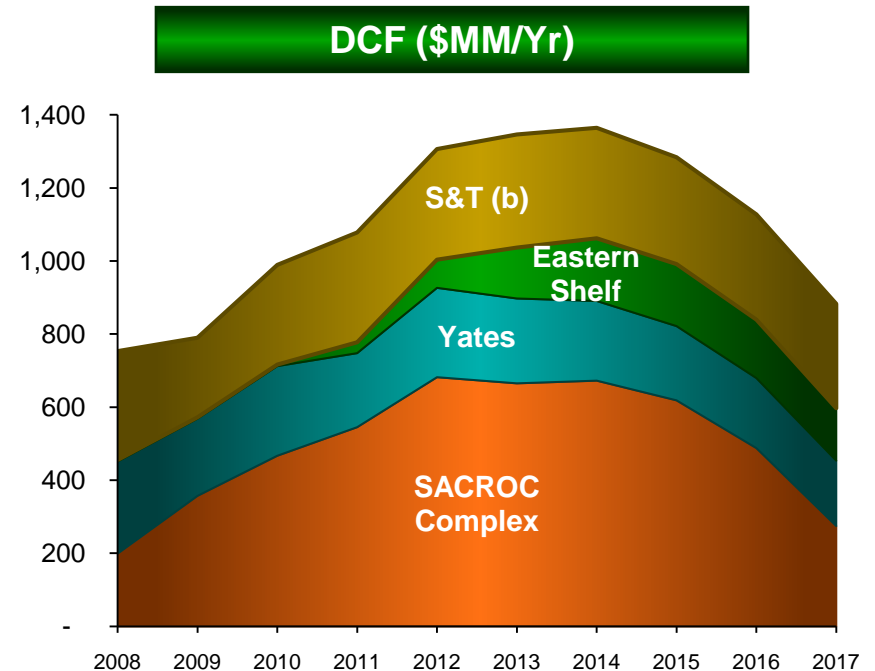
- 31 MMBoe net ^(a), \$219MM KM-share capex (\$69MM CO₂)
- Continue HDH programs and gravity drainage depletion plan; no upside potential included from infill or surfactant

3. Eastern Shelf

- 16MMBoe net ^(a), \$352MM KM-share capex (\$243MM CO₂)
- Start construction and implement development plans at Katz
 - Claytonville CO₂ project not included

4. CO₂ S&T

- \$163MM KM-share capex, 1.35 Bcf/d capacity, includes Eastern Shelf CO₂ pipeline
- Maintain aggressive CO₂ sales program and keep facilities at capacity (production sustained by in-fill drilling; plans could change to inlet compression)



2011 = Budget, 2012+ at \$90/Bbl

Cost Metrics based on 2010 run rate

Development plans may change in different price scenarios

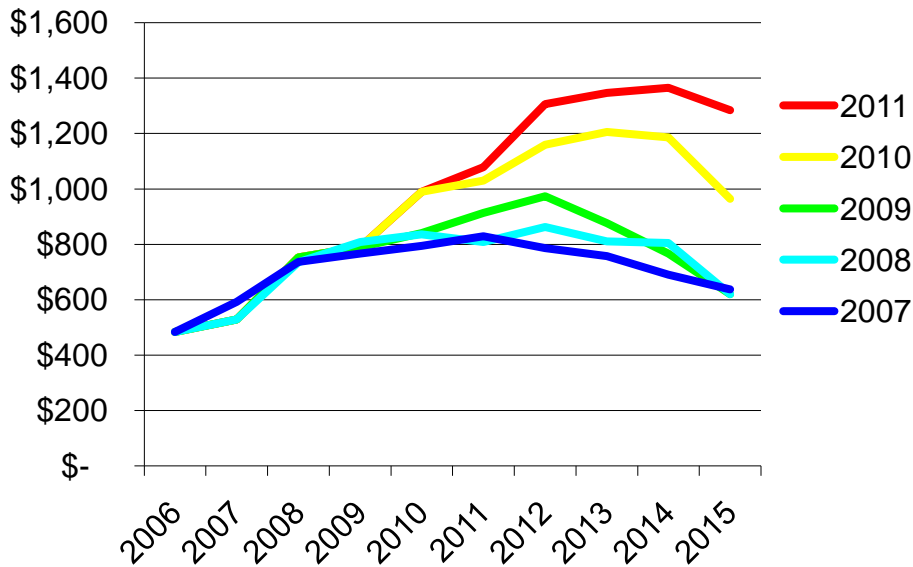
(a) Net Beq = Net Crude plus NGLs plus Residue Gas sold divided by 6.

(b) CO₂ profits not eliminated from S&T

Historical Long-term Outlook

The best is yet to come

Historical DCF Projections (\$MM)



CO₂ segment outlook has continued to grow over past 5 years

- Oil prices have increased from \$50 to \$90/Bbl
 - Increased costs but also opportunities
- Higher ultimate recoveries being achieved
 - Improved operating practices, new areas to exploit
- Katz CO₂ project added
 - Continue to seek acquisition opportunities
- Higher CO₂ volumes and prices
 - Increased demand, improved contract terms