

XC: Council
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January 24, 2011

Mr. Scott Collier
President, High Plains Diversified Energy Corporation
1500 Broadway, Suite 1200
Lubbock, TX 79401

Dear Mr. Collier,

It is my pleasure to provide to you and the HPDEC Board a complete list of all individuals who are shareholders in Republic Power Partners, LP, Republic Power Group, LP, or Republic Power Holdings, LLC. The names, representing corporations and cities of residence are as follows:

Name	Corporation	Residence
David Alderson		Lubbock
Bradley Ayers	B.W. Ayers Investments, LP	Dallas
Warren T. Ayres		Dallas
William Baker		Lubbock
Joe Beal		Bastrop
Pat Bolin	Eagle Westex Energy Partners, LP Eagle Republic Partners	Dallas
Blaine Bull	ViaNovo ViaNovo Ventures I, LLC	Austin
Ed Coppola	E.C. Energy Partners, LP	Dallas
John Crew	Republic Power Holdings, LLC Eagle Werks Partners, LP	Dallas
Rob Cullen		Austin
J. Rowland Cook	Winco Investment Partnership	Austin
Alan Davis, MD		Dallas
Jimmy Garth	Plains Roofing J&D Partnership	Lubbock
Wm. Ward Greenwood	Republic Power Group, LP	Austin
Jack Hanks	Maple Resources Corporation	Dallas
Arthur Harding		Dallas
Thomas Helfand	Winco Investment Partnership	Austin
Richard Hill		Austin
J. Patrick Horner		Austin
Alan E. Gene	Karper Oil & Gas	Graham
E.A. Karper, Sr.	Karper Oil & Gas	Graham
E.A. Karper, Jr.	Karper Oil & Gas	Graham

Dan Kinsel		Cotulla
Bruce Lemmons	BNL Family Partners, Ltd.	Las Vegas, NV
Matthew Malouf		Dallas
Stephen McCullough		Irving
Robert McMillan	Blue Werks Power, LLC	Graham
Brad Moran		Lubbock
Dale Parsley	J&D Partnership	Lubbock
Philip Rice		Dallas
Gerald Richardson		Beaumont
Wade Richardson		Ozona
Shawn Rosenzweig		San Antonio
Keller Smith	IRA for Keller Smith	Dallas
Tom Stephens	Stephens Properties Stephens Partnership Co. Ltd.	Wichita Falls
Dale T. Walter		Dallas

To my knowledge, none of the above individuals are: (1) a member of any City Council for WTMPA member cities Brownfield, Floydada, Lubbock or Tulia; (2) a member of the WTMPA board; (3) an employee of Lubbock Power & Light; or (4) a member of the Lubbock Power & Light board. Also, I am not aware of any possible remuneration that might occur to anyone holding a political office representing the WTMPA member cities or their utilities.

If you have any additional questions concerning our shareholders or related transactional transparency, please feel free to contact me, as I am more than willing to provide whatever information we have available.

Sincerely,

Republic Power Partners, LP

By: Republic Power Group, LP
Its General Partner

By: Republic Power Holdings, LLC
Its General Partner

By:


John N. Crew, Manager

Cc: Bradford L. Moore