

**EXHIBIT D
DEFINITIONS**

**ADL 418975
POINT THOMSON EXPORT PIPELINE
RIGHT-OF-WAY LEASE**

Terms having specific meaning in this Lease and incorporated documents are indicated by capitalization. In the absence of a definition in this Exhibit D, terms shall be defined in accordance with definitions found in any applicable State statute or regulation, and otherwise in accordance with common usage.

Access Roads mean the roads or ice roads on State Lands constructed or used by Lessee within, or for ingress to and egress from, the Pipeline. It does not include the State highways or private roads or those highways and/or roads managed by a municipality, a borough, a city, other local jurisdictions or the Alaska DOT/PF.

As-Built means an engineering diagram that depicts the centerline location of the Pipeline and the improvements as constructed.

Commissioner means the Commissioner of the Alaska Department of Natural Resources and includes the Commissioner's delegates, when a delegation of power to administer all or a portion of the provisions of this Lease is made pursuant to AS 38.35.210.

Construction means all Field Activities by the Lessee or its Contractors located on the Leasehold which involve more than *de minimis* physical disturbance of the existing natural land features or conditions of the Leasehold. Construction is not limited to mean only the actual construction of the Pipeline, but also includes other disturbances such as materials movements and stockpiling, development of borrow pit areas, and the establishment of work-camps and communications facilities. Construction excludes, however, the following kinds of Field Activities: engineering surveys, soil tests, biological and other studies, and any Field Activities in connection with the Termination of the Pipeline.

Construction Segment means a portion of the Pipeline that constitutes a complete physical entity or stage, in and of itself, which can be constructed independently of any other portion or stage of the Pipeline, in a designated area or between two given geographical points reasonably proximate to one another. It is not to be construed as referring to the entirety of the Pipeline.

Contractor means any contractor or subcontractor at any tier, and the employees, representatives, and agents of such a contractor.

Design Basis and Criteria means a document specifying how the design and engineering provides for and meets the performance and operational requirements of the project and meets regulatory requirements, maintains safety, protects the environment and protects public interests. The Design Basis and Criteria covers the Pipeline and Related Facilities.

Field Activity means any Lease-related activity conducted on or in direct support of activities on the Leasehold by the Lessee.

Field Representative means an employee, Contractor, agent, or representative of the Lessee, appointed in writing by the Lessee, with notice to the State, to receive notices and orders from the

Commissioner's authorized representative at any location not part of the Lessee's urban administrative offices during Construction.

Final Design means the stage of the engineering of a Construction Segment when design is essentially complete and includes detailed facility and equipment specifications, process flow diagrams, detailed route maps, Construction drawings, detailed Construction methods, and timing, manpower and equipment requirements.

Fish Rearing Areas mean those areas inhabited by fish during any life stage.

Fish Spawning Beds mean those areas where anadromous and resident fish deposit their eggs.

Hazardous Substance or Hazardous Material means any solid, liquid, or gas that is defined as hazardous under local, State or federal laws or regulations. In particular, any substance defined as hazardous under Alaska Department of Labor, Alaska Department of Environmental Conservation, EPA, OSHA, U.S. DOT/PHMSA and FDA laws and regulations shall be considered hazardous under this Lease.

Initial Construction means all Construction performed by the Lessee or its Contractors that is conducted prior to the first start-up and Operation of the Pipeline.

Lease Anniversary Date means the same day and month as the date this Lease is effective, in each subsequent year that this Lease is in effect.

Leasehold means the State Lands subject to this Lease as those lands are identified in Exhibit B of this Lease and any amendments, modifications and subsequent renewals.

Lessee means the PTE Pipeline LLC or its successors and/or assigns holding an undivided ownership interest in the right-of-way in accordance with the provisions of this Lease.

Maintenance means activities associated with ensuring that the Pipeline and Related Facilities meet all legal, government and regulatory requirements. This may involve repairs, fixes, and replacement of parts.

Notice to Proceed means a permission to initiate Initial Construction that is issued in accordance with the Stipulations set forth in Exhibit A of this Lease.

Oil as defined in AS 38.35.230; includes crude petroleum oil and other hydrocarbons regardless of gravity which are produced at the wellhead in liquid form and the liquid hydrocarbons known as distillate or condensate recovered or extracted from gas, other than gas produced in association with oil and commonly known as casinghead gas.

Operation(s) means all activities connected with the transportation of Oil through the Pipeline including Maintenance of the Pipeline.

Overwintering Areas mean those areas inhabited by fish between freeze-up and break-up.

Person(s) has the same meaning as given in AS 01.10.060(a)(8).

Pipeline means all the facilities of a total system of pipe, whether owned or operated under a contract, agreement, or lease, used by Lessee for transportation of Oil for delivery, for storage, or for further transportation, and including all pipe, pump or compressor stations, station equipment, tanks, valves, Access Roads, bridges, airfields, terminals and terminal facilities, including docks and tanker loading facilities, operations control centers for both the upstream part of the pipeline

and the terminal, tanker ballast treatment facilities, and fire protection systems, communication systems, and all other facilities used or necessary for an integral line of pipe, taken as a whole, to effectuate transportation, including an extension or enlargement of the line.

Pipeline Activities mean activities involving and related to Construction, Operation, Maintenance, and Termination of the Pipeline or any part of the Pipeline.

Pipeline Coordinator see State Pipeline Coordinator.

Preliminary Design means the stage of the engineering for a Construction Segment when the design has been refined enough to include basic facility and equipment specifications, route maps, and Construction methods.

Quality Assurance Program means the programmatic application of planned, systematic quality activities to ensure that the project will employ all processes needed to satisfy the commitments and requirements to ensure the integrity of the Pipeline, and required standards for health, safety, and environment.

Related Facilities mean those structures, devices, improvements, and sites located in, on, or over State Lands subject to this Lease and other lands in the State, other than the pipe itself, the substantially continuous use of which is necessary for the Operation and Maintenance of the Pipeline. Related Facilities include, but are not limited to: pump or compressor stations, station equipment, tanks, valves, Access Roads, bridges, airfields, terminals and terminal facilities, including docks and tanker loading facilities, control center(s) for all operations, tanker ballast treatment facilities, fire protection systems, and communication systems. Related Facilities generally do not include equipment not owned by the Lessee or facilities or Pipelines upstream of the gas treatment facilities or upstream of the first compressor station, except where such equipment constitutes the portion of the operations control center necessary to operate the Pipeline.

Restoration means the return of a disturbed site on the Leasehold upon completion of use by the Lessee to a physical and biological condition consistent with applicable State and federal law, regulations and policies at the time and to the extent acceptable to the Commissioner but in any event no better than its condition prior to the issuance of this Lease nor to original contours. Restoration includes, where appropriate, erosion and sedimentation control, stabilization, habitat reconstruction, Revegetation, and visual amelioration.

Restore means leaving a disturbed site in a condition consistent with applicable State and federal law, regulations and policies at the time and to the extent acceptable to the Commissioner but in any event no better than its condition prior to the issuance of this Lease nor to original contours.

Revegetation means the establishment of native plant cover, unless non-native plant cover is required as a temporary means to reduce erosion, on disturbed lands in a manner consistent with applicable State and federal law and regulations and to the extent acceptable to the Commissioner. Methods or techniques to accomplish this include, but are not limited to, surface protection and preparation, fertilizing, seeding, planting, mulching and watering, and utilizing local growing conditions to dictate the timing for establishment of vegetative cover.

Revegetate means establishing native plant cover, unless non-native plant cover is required as a temporary means to reduce erosion, and reestablish conditions suitable for native plants. The priority of native plant cover for reestablishment shall be plant cover from 1) the immediate area; 2) the regional area; and 3) the State of Alaska.

Roads mean the State highways or private roads or those highways and/or roads managed by a municipality, a borough, a city, other local jurisdictions or the Alaska DOT/PF.

State Land(s) has the same meaning as given in AS 38.35.230(9).

State Pipeline Coordinator means that officer operating under written delegation of authority from the Commissioner with the authority and responsibility of administering a portion or all of the provisions of this Lease.

Termination means all activities connected with the expiration or completion of use of the right-of-way.

Wetlands mean those areas defined as wetlands in State and federal law.

Written Authorization(s) means any authorization issued in writing by the Commissioner other than a Notice to Proceed.