

DATE

SUPPLIER NAME ("Supplier")

ADDRESS

ADDRESS

RE: LETTER AGREEMENT: EARLY PAY PROGRAM with Pioneer Natural Resources USA, Inc., Pioneer Natural Resources Pumping Services LLC, Pioneer Natural Resources Well Services LLC, Pioneer Water Management LLC, and Pioneer Sands LLC (each "Pioneer")

Dear \_\_\_\_\_:

We greatly value our business relationship, and consider you to be an important and trusted supplier for Pioneer. Pioneer has set a bold long-term strategy to significantly grow production over the next 10 years, and we want you to be a part of it.

In connection with that, Pioneer is implementing an early pay program with certain of our preferred suppliers, according to the terms below ("Early Pay Program"). If you choose to participate, you will benefit from shorter payment terms.

**Please review the following terms of the Early Pay Program and, if acceptable, select an option below before signing and returning this letter as indicated.**

1. All invoices shall be submitted through Pioneer’s electronic invoicing service provider within 60 days after completing work.
2. Notwithstanding any other agreement between Pioneer and Supplier that provides terms of payment (including any master agreement, pricing agreement, contract, purchase order, work order, or other writing used by and between Pioneer and Supplier in connection with a transaction), Pioneer shall pay approved invoices 45 days after submission by Supplier, and Pioneer shall be entitled to a discount from the invoiced amount according to the option selected by Supplier, below.
3. Payment by Pioneer of an approved invoice shall be deemed made as of the date that Pioneer initiates payment thereof by electronic transfer.
4. Either party may cancel Supplier’s participation in the Early Pay Program by giving 60 days’ written notice to the other party.
5. Except as otherwise provided herein, this Early Pay Program is subject to the terms and conditions of any master agreement, pricing agreement, contract, purchase order, work order, or other writing used by and between Pioneer and Supplier in connection with a transaction.

<input type="checkbox"/> Net 45 day pay. Discount: <b>5%</b> for full payment of undisputed amount within <b>10 business days</b> after invoice submission, and then decreasing daily on a pro rata basis to 0% 45 calendar days after invoice submission  <b>Example: \$100 invoice:</b> <ul style="list-style-type: none"> <li>o paid on or before 10 business days = \$95</li> <li>o paid on day 45 = \$100</li> </ul>	<input type="checkbox"/> Net 45 day pay. Discount: <b>3%</b> for full payment of undisputed amount within <b>15 business days</b> after invoice submission, and then decreasing daily on a pro rata basis to 0% 45 calendar days after invoice submission  <b>Example: \$100 invoice:</b> <ul style="list-style-type: none"> <li>o paid on or before 15 business days = \$97</li> <li>o paid on day 45 = \$100</li> </ul>	<input type="checkbox"/> Net 45 day pay. Discount: <b>2%</b> for full payment of undisputed amount within <b>30 calendar days</b> after invoice submission, and then decreasing daily on a pro rata basis to 0% 45 calendar days after invoice submission  <b>Example: \$100 invoice:</b> <ul style="list-style-type: none"> <li>o paid on or before 30 calendar days = \$98</li> <li>o paid on day 35 = \$98.67</li> <li>o paid on day 45 = \$100</li> </ul>
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To indicate your agreement with the terms hereof and intention to participate in Pioneer’s Early Pay Program, please select a payment option and sign, date, and return to [jodi.mceville@pxd.com](mailto:jodi.mceville@pxd.com)

AGREED AND ACCEPTED THIS \_\_\_\_\_ DAY OF \_\_\_\_\_, 20\_\_\_\_\_

SUPPLIER

Signature: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_