

# CIMAREX ENERGY CO Filed by HELMERICH & PAYNE, INC.

# **FORM 425**

(Filing of certain prospectuses and communications in connection with business combination transactions)

## Filed 04/09/02

| Address     | 1700 LINCOLN STREET               |
|-------------|-----------------------------------|
|             | SUITE 3700                        |
|             | DENVER, CO, 80203-4537            |
| Telephone   | 303-295-3995                      |
| CIK         | 0001168054                        |
| Symbol      | XEC                               |
| SIC Code    | 1381 - Drilling Oil and Gas Wells |
| Industry    | Oil & Gas Drilling                |
| Sector      | Energy                            |
| Fiscal Year | 12/31                             |

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# CIMAREX ENERGY CO

## **FORM 425**

(Filing of certain prospectuses and communications in connection with business combination transactions)

## Filed 4/9/2002

| Address     | 1700 LINCOLN STREET SUITE 1800 |
|-------------|--------------------------------|
|             | DENVER, Colorado 80203-4518    |
| Telephone   | 303-295-3995                   |
| СІК         | 0001168054                     |
| Industry    | Oil & Gas Operations           |
| Sector      | Energy                         |
| Fiscal Year | 12/31                          |

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## Filed by Helmerich & Payne, Inc.

Pursuant to Rule 425 under the Securities Act of 1933 and deemed filed pursuant to Rule 14a-12 of the Securities Exchange Act of 1934

Subject Company: Helmerich & Payne Exploration and Production Co. Commission File No.: 132-02238

#1

## **IH&P LOGO OMITTED**

Howard Weil **Energy Conference** April 9, 2002

Hans C. Helmerich President and Chief Executive Officer

George S. Dotson President, Helmerich & Payne IDC

#2 [H&P LOGO Helmerich & Payne Inc. **OMITTED**]

The information contained within this presentation is forward looking and involves risks and uncertainties that could significantly impact expected results. A discussion of these risks and uncertainties is contained in the Company's Form 10-K filed with the Securities and Exchange Commission on December 27, 2001.

#3 [H&P LOGO OMITTED]

## A New Look For An 82 Year Old Company

>> H&P to Become a "Pure Play" [PIE CHART GRAPHIC OMITTED]

>> H&P's Total Rig Fleet to Increase by 33% from 2001 & 2003 [BAR CHART GRAPHIC OMITTED]

> #4 [H&P LOGO

OMITTED]

HELMERICH & PAYNE, INC. (pre-transaction)

### [PIE CHART GRAPHIC OMITTED]

| Contract Drilling | E&P      | Portfolio |
|-------------------|----------|-----------|
|                   |          |           |
| 101 rigs          | 245 Bcfe | \$310MM   |

~ \$2.0 billion market cap >

> ~ 50 million shares outstanding

#5

H&P LOGO OMITTED] Exploration & Production Division Spun Off As Cimarex Energy Co.

[PIE CHART GRAPHIC OMITTED]

H&P \_\_\_\_\_ Contract Drilling Cimarex \_\_\_\_\_ Cimarex to H&P Shareholders

| 18       LELMERICH & PAYNE, INC.         Emerican Series (PEE CHART GRAPHIC ONITTED)       > Suff5 million, (\$9.50 per Häß share) based on recent häß share)         47       (Hap LOGO ONITTED)       > Portfolio market value at highlich, (\$9.50 per Häß share)         47       (Hap LOGO ONITTED)       > Portfolio market value at highlich, (\$9.50 per Häß share)         48       (HEP LOGO ONITTED)       > Increase focus and visibility         48       (HEP LOGO ONITTED)       WHY KEY FRODUCTION?         5       Strengthen E&P division's position       >         6       OMITTED)       WHY KEY FRODUCTION?         7       Impressive people and organization       >         7       Complementary and overlapping asset base       >         9       (HEP LOGO ONITTED)          9       (HEP LOGO PERTIES)       2001         9       (HEP LOGO ES Share)       \$ 3       \$ 34         9       (HEP LOGO Share)       \$ 3       \$ 177         9       (HEP LOGO Share)       \$ 3       \$ 107  | Portfolio  |   |                       |
|--|--|---|-----------------------|
| NHITED] HELMERICH & PAYNE, INC.  HEMPICO MITTED] HELMERICH & PAYNE, INC.  HAP LOGO COMPTED  HAP Portfolio market value at 4-1-02 of \$310 million (\$6.22 per H&P share) based on recent 4-1-02 of \$310 million (\$6.22 per H&P share)  Portfolio market value at 4-1-02 of \$310 million (\$6.22 per H&P share)  Portfolio market value at 4-1-02 of \$310 million (\$6.22 per H&P share)  Portfolio market value at 4-1-02 of \$310 million (\$6.22 per H&P share)  Portfolio market value at 4-1-02 of \$310 million (\$6.22 per H&P share)  Portfolio market value at 4-1-02 of \$310 million (\$6.22 per H&P share)  Portfolio market value at 4-1-02 of \$310 million (\$6.22 per H&P share)  Portfolio market value at 4-1-02 of \$310 million (\$6.22 per H&P share)  Portfolio market value at 4-1-02 of \$310 million (\$6.22 per H&P share)  Portfolio market value at 4-1-02 of \$310 million (\$6.22 per H&P share)  Portfolio market value at 4-1-02 of \$310 million (\$6.22 per H&P share)  Portfolio market value at 4-1-02 of \$310 million (\$6.22 per H&P share)  Portfolio market value at 4-1-02 of \$310 million (\$6.22 per H&P share)  Portfolio market value at 4-1-02 of \$310 million (\$6.20 million (\$6. | #6   |   |                       |
| HELMERICH & PAYNE, INC.  EAP  (PIE CHART GRAPHIC OMITTED)  * Increase focus and visibility  * Use financial strength to enhance shareholder value at 4-1-02 of \$310 million (\$6.22 per H&P share)  *  (H&P LOGO SPIN/MERGE GOALS  * Increase focus and visibility  * Use financial strength to enhance shareholder value * Strengthen E&P division's position * Capture tax efficiency  *  *  (H&P LOGO OMITTED) WHY KEY PRODUCTION? * Impressive people and organization * Complementary and overlapping asset base * Strong balance sheet * Similar philosophies and cultures  *  *  *  *  *  *  *  *  *  *  *  *  *   |  |   |                       |
| Implied value of EkP divisions (99.50 per HAP share) based on recent HAP share) Portfolio market value at 4-1-02 of \$310 million (\$6.22 per HAP share) *7 (HEP LOGO OMITTED) > Increase focus and visibility > Use financial strength to enhance shareholder value > Strengthen EkP division's position > Capture tax efficiency #8 (HEP LOGO OMITTED) WHY KEY PRODUCTION? > Impressive people and organization > Complementary and overlapping asset base > Strong balance sheet > Similar philosophies and cultures #9 (HEP LOGO KEY PRODUCTION RECORD OF GROWTH OMITTED) (\$ in millions) (\$ in millions) (\$ 3 \$ \$ 34 Stock price (\$/share) \$ 3 \$ \$ 17 Reserves (Bcfe) 3.6 10.5 Production (Bcfe) COMBINED PROPERTIES  |  | & PAYNE, INC.                           |                       |
| <pre>&gt; Implied value of EEP divisio<br/>%475 million.(\$9.50 per<br/>KP share) based on recent<br/>KP stock price (\$18)<br/>&gt; Portfolio market value at<br/>4-1-02 of \$310 million<br/>(\$6.22 per H&amp;P share)<br/>#7<br/>[HeP LOGO SPIN/MERGE GOALS<br/>OMITTED]<br/>&gt; Increase focus and visibility<br/>&gt; Use financial strength to enhance shareholder value<br/>&gt; Strengthen E&amp;P division's position<br/>&gt; Capture tax efficiency<br/>#8<br/>[H&amp;P LOGO<br/>(MITTED] WHY KEY FRODUCTION?<br/>&gt; Impressive people and organization<br/>&gt; Complementary and overlapping asset base<br/>&gt; Strong balance sheet<br/>&gt; Similar philosophies and cultures<br/>#9<br/>[HEP LOGO<br/>(MITTED]<br/>(\$ in millions) 1992 2001<br/><br/>Market Cap \$ 25 \$ 2400<br/>Debt \$ 3 \$ 17<br/>Reserves (Bcfe) \$ 3.6 10.5<br/>Production (Bcfe) \$ 3.6 10.5<br/>Production (Bcfe) 8.3 26.0</pre>  | E&P  |   |                       |
| <pre>4-1-02 of \$310 million<br/>(\$6.22 per H&amp;P share) #7 [H&amp;P LOGO<br/>OMITTED] SFIN/MERGE GOALS</pre>   |  | \$475 million, (\$9<br>H&P share) based | 9.50 per<br>on recent |
| [HEP LOGO<br>OMITTED]       SPIN/MERGE GOALS         > Increase focus and visibility       Use financial strength to enhance shareholder value         > Strengthen E&P division's position       Strengthen E&P division's position         > Capture tax efficiency       Capture tax efficiency         #8       [H&P LOGO<br>OMITTED]       WHY KEY PRODUCTION?         > Impressive people and organization       Complementary and overlapping asset base         > Strong balance sheet       Similar philosophies and cultures         *9       [H&P LOGO<br>OMITTED]       KEY PRODUCTION RECORD OF GROWTH<br>OMITTED]         (\$ in millions)       1992<br>2001<br>2001<br>(\$ in millions)       1992<br>2 \$ \$ \$ \$ 240         Debt       \$ 3       \$ 34         Stock price (\$/share)       \$ 3       \$ 17         Reserves (Bcfe)       3.6       10.5         Production (Bcfe)       8.3       26.0         #10       [H&P LOGO       COMEINED PROPERTIES  |  | 4-1-02 of \$310 m                       | illion                |
| <ul> <li>&gt; Use financial strength to enhance shareholder value</li> <li>&gt; Strengthen E&amp;P division's position</li> <li>&gt; Capture tax efficiency</li> <li>#8         <ul> <li>(H&amp;P LOGO<br/>OMITTED)</li> <li>WHY KEY PRODUCTION?</li> <li>&gt; Impressive people and organization</li> <li>&gt; Complementary and overlapping asset base</li> <li>&gt; Strong balance sheet</li> <li>&gt; Similar philosophies and cultures</li> </ul> </li> <li>#9         <ul> <li>(H&amp;P LOGO<br/>OMITTED)</li> <li>KEY PRODUCTION RECORD OF GROWTH<br/>OMITTED)</li> <li>(\$ in millions)</li> <li>1992<br/>1001<br/>1000</li> <li>2001<br/>1000</li> <li>1992<br/>2001<br/>1000</li> <li>240</li> <li>25</li> <li>240</li> <li>25</li> <li>240</li> <li>25</li> <li>240</li> <li>25</li> <li>240</li> <li>264</li> <li>264</li> <li>265</li> <li>240</li> <li>264</li> <li>263</li> <li>264</li> <li>264</li> <li>27</li> <li>28</li> <li>29</li> <li>2001<br/>1000</li> <li>2001<br/>1000</li> <li>26</li> <li>27</li> <li>28</li> <li>29</li> <li>2001<br/>1000</li> <li>2001<br/>1000<td>[H&amp;P LOGO S</td><td>SPIN/MERGE GOALS</td><td></td></li></ul></li></ul>  | [H&P LOGO S  | SPIN/MERGE GOALS                        |                       |
| <ul> <li>&gt; Strengthen E&amp;P division's position</li> <li>&gt; Capture tax efficiency</li> <li>#8         <ul> <li>(HEP LOGO<br/>OMITTED) WHY KEY PRODUCTION?</li> <li>&gt; Impressive people and organization</li> <li>&gt; Complementary and overlapping asset base</li> <li>&gt; Strong balance sheet</li> <li>&gt; Similar philosophies and cultures</li> </ul> </li> <li>#9         <ul> <li>(HEP LOGO<br/>OMITTED)</li> <li>KEY PRODUCTION RECORD OF GROWTH</li> <li>(\$ in millions)</li> <li>1992</li> <li>2001</li> <li></li> <li></li> </ul> </li> <li>Market Cap         <ul> <li>\$ 25</li> <li>\$ 240</li> <li>Debt</li> <li>\$ 3</li> <li>\$ 17</li> <li>Reserves (Bcfe)</li> <li>38</li> <li>147</li> <li>Reserves (Mcfe/share)</li> <li>\$ 3.6</li> <li>10.5</li> <li>Production (Bcfe)</li> <li>COMEINED PROPERTIES</li> </ul> </li> </ul>  | > Increase focus and vis   | ibility                                 |                       |
| <ul> <li>&gt; Capture tax efficiency</li> <li>#8         <ul> <li>[H&amp;P LOGO OMITTED] WHY KEY PRODUCTION?</li> <li>&gt; Impressive people and organization</li> <li>&gt; Complementary and overlapping asset base</li> <li>&gt; Strong balance sheet</li> <li>&gt; Similar philosophies and cultures</li> </ul> </li> <li>#9         <ul> <li>[H&amp;P LOGO OMITTED]</li> <li>KEY PRODUCTION RECORD OF GROWTH</li> <li>(\$ in millions)</li> <li>1992</li></ul></li></ul>   | > Use financial strength   | to enhance shareholder va               | lue                   |
| <pre>#8 [H&amp;P LOGO<br/>OMITTED] WHY KEY PRODUCTION?</pre>   | > Strengthen E&P divisio   | on's position                           |                       |
| [H&P LOGO<br>OMITTED] WHY KEY PRODUCTION?<br>> Impressive people and organization<br>> Complementary and overlapping asset base<br>> Strong balance sheet<br>> Similar philosophies and cultures<br>*9<br>[H&P LOGO KEY PRODUCTION RECORD OF GROWTH<br>OMITTED]<br>(\$ in millions) 1992 2001<br>2001<br><br>Market Cap \$ 25 \$ 240<br>Debt \$ 3 \$ 34<br>Stock price (\$/share) \$ 3 \$ 17<br>Reserves (Bcfe) \$ 3 \$ 17<br>Reserves (Mcfe/share) \$ 3.6 10.5<br>Production (Bcfe) 8.3 26.0  | > Capture tax efficiency   | ,                                       |                       |
| <pre>#9   [H&amp;P LOGO KEY PRODUCTION RECORD OF GROWTH OMITTED] (\$ in millions) 1992 2001 Market Cap \$ 25 \$ 240 Debt \$ 3 \$ 34 Stock price (\$/share) \$ 3 \$ 34 Stock price (\$/share) \$ 3 \$ 17 Reserves (Bcfe) 38 147 Reserves (Mcfe/share) 3.6 10.5 Production (Bcfe) 8.3 26.0 #10   [H&amp;P LOGO COMBINED PROPERTIES</pre>   | [H&P LOGO<br>OMITTED] WHY KEY PRO<br>> Impressive people and<br>> Complementary and over<br>> Strong balance sheet | organization<br>lapping asset base      |                       |
| Debt \$ 3 \$ 34<br>Stock price (\$/share) \$ 3 \$ 17<br>Reserves (Bcfe) 38 147<br>Reserves (Mcfe/share) 3.6 10.5<br>Production (Bcfe) 8.3 26.0<br>#10<br>[H&P LOGO COMBINED PROPERTIES   | #9<br>[H&P LOGO KEY PRODUCTIC<br>OMITTED]  | NN RECORD OF GROWTH                     | 2001                  |
| Debt \$ 3 \$ 34<br>Stock price (\$/share) \$ 3 \$ 17<br>Reserves (Bcfe) 38 147<br>Reserves (Mcfe/share) 3.6 10.5<br>Production (Bcfe) 8.3 26.0<br>#10<br>[H&P LOGO COMBINED PROPERTIES   | Market Cap   | \$ 25                                   | \$ 240                |
| Reserves (Bcfe) 38 147<br>Reserves (Mcfe/share) 3.6 10.5<br>Production (Bcfe) 8.3 26.0<br>#10<br>[H&P LOGO COMBINED PROPERTIES   | -  | \$ 3                                    | ·                     |
| Reserves (Mcfe/share) 3.6 10.5<br>Production (Bcfe) 8.3 26.0<br>#10<br>[H&P LOGO COMBINED PROPERTIES   | Stock price (\$/share)   | \$ 3                                    | \$ 17                 |
| Production (Bcfe) 8.3 26.0<br>#10<br>[H&P LOGO COMBINED PROPERTIES   | Reserves (Bcfe)  | 38                                      | 147                   |
| #10<br>[H&P LOGO COMBINED PROPERTIES   | Reserves (Mcfe/share)  | 3.6                                     | 10.5                  |
| [H&P LOGO COMBINED PROPERTIES  | Production (Bcfe)  | 8.3                                     | 26.0                  |
|  | [H&P LOGO COME   | SINED PROPERTIES                        |                       |

Helmerich & Payne, Inc. Proved reserves (Bcfe) 245 % Natural gas 87% Production (MMcfe/d) 116 Net undeveloped acres 150,401

| Denver                              | Key Production Company |         |  |  |  |
|-------------------------------------|------------------------|---------|--|--|--|
| Tulsa<br>District Operating Offices | Proved reserves (Bcfe) | 147     |  |  |  |
|                                     | % Natural gas          | 62%     |  |  |  |
|                                     | Production (MMcfe/d)   | 74      |  |  |  |
|                                     | Net undeveloped acres  | 119,251 |  |  |  |
| #11<br>[H&P LOGO<br>OMITTED]        | CIMAREX ENERGY         |         |  |  |  |
|                                     | Key H&P Combin         | ed      |  |  |  |
| YE01 Proved reserves (Bcfe)         | 147 245 392            |         |  |  |  |
| 2002E Production, MMcfe/d           | 74 116 190             |         |  |  |  |
| % Gas Production                    | 65% 90% 80             | 00      |  |  |  |

 2001 EBITDAX
 \$80
 \$146
 \$226

 Employees
 95
 150
 245

#12

[H&P LOGO OMITTED]

#### EQUITY MARKET CAP

[BAR GRAPH graphic omitted

| (\$ in | millions | з)  |     |     |     |      |     |     |      |         |     |     |     |      |     |
|--------|----------|-----|-----|-----|-----|------|-----|-----|------|---------|-----|-----|-----|------|-----|
| KP     | NEV      | MHR | PRZ | KWK | DNR | ROIL | EAC | POG | MARY | Cimarex | COG | EVG | WRC | TMBR | PRS |
|        |          |     |     |     |     |      |     |     |      |         |     |     |     |      |     |
| 222    | 242      | 257 | 271 | 336 | 355 | 359  | 396 | 559 | 566  | 600     | 631 | 679 | 896 | 965  | 996 |

#13

[H&P LOGO OMITTED]

#### CIMAREX ENERGY RECAP

- > New independent with critical mass of people and assets
- > \$700MM equity market cap
- > Limited debt and substantial financial capacity
- > Predominantly Mid-Continent production base
- > Gulf Coast and Mid-Continent oriented exploration programs
- > Strong management team with proven track record

[H&P LOGO OMITTED] Helmerich & Payne, Inc.

## Balance Sheet as of 12/31/01

|                     | Consolidated | H&P E&P  | H&P, Inc. |
|---------------------|--------------|----------|-----------|
| Current Assets      | \$ 268.1     | \$ 39.2  | \$ 228.9  |
| Investments         | 230.1        | 0        | 230.1     |
| PP&E (net)          | 860.7        | 162.1    | 698.6     |
| Other               | 13.4         | . 2      | 13.2      |
|                     |              |          |           |
| Total Assets        | \$1,372.3    | \$ 201.5 | \$1,170.8 |
|                     | ======       | ======   | =======   |
| Current Liabilities | \$ 79.8      | \$ 40.2  | \$ 39.6   |
| Long-Term Debt      | 50.0         | 0        | 50.0      |

| Deferred Taxes / Other                        | 186.4     | 21.8               | 164.6     |
|---|-----------|--------------------|-----------|
| Shareholders' Equity                          | 1,056.1   | 139.5              | 916.6     |
| Total Liabilities and<br>Shareholders' Equity | \$1,372.3 | \$ 201.5<br>====== | \$1,170.8 |

## #15 [H&P LOGO Helmerich & Payne, Inc. **OMITTED**]

What makes H&P attractive as a "pure play" contract drilling company?

## > Unique Strategy

## > Expanding Rig Fleet

> Strong balance sheet

> Additional analyst coverage and ownership interest

#16 [H&P LOGO Helmerich & Payne, Inc. **OMITTED**]

## [BAR GRAPH GRAPHIC OMITTED]

|     |                       |   | Total                         |                   |              |              |
|-----|-----------------------|---|-------------------------------|-------------------|--------------|--------------|
|     | 1998                  | 1999  | 2000                          | 2001              | 2002E        | 2003E        |
|     | 90                    | 90  | 88                            | 96                | 113          |              |
| #17 | [H&P LOGO<br>OMITTED] |   | Helmeric                      | h & Payne,        | Inc.         |              |
|     |                       |   | H&P RIG I                     |                   |              |              |
|     | [ ]                   | IORTH AMERICA,  | SOUTH AMER                    | ICA MAP GRA       | PHICS OMITTH | ED}          |
| >   | 70 U.S.               | rigs<br>U.S.<br>Gulf of Mex:  | 58<br>ico 12                  |                   |              |              |
| >   | 33 Inter              | mational rigs<br>Offshore Col<br>Ecuador<br>Venezuela<br>Bolivia<br>Argentina | lombia 3<br>8<br>14<br>6<br>2 |                   |              |              |
| >   | 103 Total             | rigs  | 103                           |                   |              |              |
|     | 4 Manag               | gement Contrad  | cts                           |                   |              |              |
| #18 | [H&P LOGO<br>OMITTED] |   | Helmeric                      | h & Payne,        | Inc.         |              |
|     |                       |   | P                             | Rigs<br>.vailable | Working ,    | / Contracted |

|                                  | Available | Working / Contracted |
|----------------------------------|-----------|----------------------|
|                                  |           |                      |
| U.S. Land, Mobile & FlexRigs(TM) | 29        | 100%                 |
| U.S. Land, Conventional          | 29        | 69%                  |
| U.S. Platform                    | 12        | 83%                  |
| International Land               | 33        | 48%                  |
|                                  |           |                      |

### FlexRig(TM) hereinafter referred to as FlexRig

#19 [H&P LOGO U.S. Land Rigs **OMITTED**]

## **Rig Utilization**

This slide contains a chart that indicates rig utilization for US land rigs of Helmerich & Payne compared with the industry during the period from July 2001 until April 2002. Helmerich & Payne had greater percentage of rig utilization in that period. As of April 2002, Helmerich & Payne's rig utilization is 84% compared to the industry rig utilization of 53%.

## #20 [H&P LOGO Safety **OMITTED]**

Total H&P vs. IADC safety performance 2001\*

|            | H&P                      | IADC  | Difference  |
|------------|--------------------------|---|---|
|            | 1.83                     | 4.72  | 61% lower   |
| (LTI)      | 0.12                     | 1.26  | 90% lower   |
|            |                          |   |   |
| Operations |                          |   |   |
| Shell U.S. | PdVSA                    | BP  | Conoco  |
| 5.0        | 2.9                      | 2.5   | 1.5   |
| 39         | 24                       | 20  | 25  |
| 8.0        | 3.7                      | 1.5   | 3.7   |
|            |                          |   |   |
|            |                          |   |   |
| Helm       | erich & Pa               | ayne, Ind   | с.  |
|            |                          |   |   |
| Helm       | erich & Pa               | ayne, Ind   | с.  |
|            | 5.0<br>39<br>8.0<br>Helm | 1.83<br>(LTI) 0.12<br>Operations<br>Shell U.S. PdVSA<br>5.0 2.9<br>39 24<br>8.0 3.7<br>Helmerich & Pa | 1.83     4.72       (LTI)     0.12     1.26       Operations     Shell U.S.     PdVSA     BP       5.0     2.9     2.5       39     24     20 |

[Pictures omitted]

#23 [H&P LOGO OMITTED]

FlexRig

The BEST VALUE rig for a wide range of wells

25 new FlexRigs delivered May 2002 - June 2003

#24 [H&P LOGO U.S. Rigs Drilling 1982 **OMITTED**]

This slide contains a graphic depicting the total percentage of Helmerich & Payne's U.S. rigs drilling at various well depths from 1982-2001. In 1982, 1% were drilling at greater than 20,000 feet, 3% at 17,501 feet to 20,000 feet, 5% at 15,001 feet to 17,500 feet, 29% at 10,001 to 15,000 feet and 62% at 0 to 10,000 feet. In 2001, 2% were drilling at greater than 20,000 feet, 4% at 17,501 feet to 20,000 feet, 7% at 15,001 feet to 17,500 feet, 4% at 10,001 to 15,000 feet to 17,500 feet and 44% at 0 to 10,000 feet.

| #25 | [H&P LOGO<br>OMITTED] | Strengths of FlexRigs   |
|-----|-----------------------|---|
| 1.  | Safety:               | During 1998-2001, 36% fewer injuries (TRIR) vs<br>H&P conventional rigs |

| 2.                                | Activity:                  | 96% activity fo                                      | or all Mobile & 1 | FlexRigs since | July 1994 |  |  |  |
|-----------------------------------|----------------------------|--|-------------------|----------------|-----------|--|--|--|
| #2                                | 6<br>[H&P LOGO<br>OMITTED] | Streng   | gths of FlexRigs  |                |           |  |  |  |
| 3. Fast move times - 1500 HP Rigs |                            |  |                   |                |           |  |  |  |
| Average days per 40 mile move     |                            |  |                   |                |           |  |  |  |
|                                   |                            | FlexRigs (257 moves)<br>Conventional Rigs (49 moves) |                   | days<br>days   |           |  |  |  |
|                                   | -                          | H&P LOGO<br>OMITTED]                                 | Strengths         | of FlexRigs    |           |  |  |  |

## 4. Flexible Depth Range Wells

### R168 Nov '99 - March '02

Depth # of Wells 8-9,000 5 9-11,000 2 11-14,000 6 14-18,000 6 #28 [H&P LOGO Total Rigs OMITTED]

This slide graphically depics the number of total rigs for years 1998 - 2003 (estimated), as well as the number of mobile and flex rigs in each year. In 1998, the total number of rigs was 90, 16 of which were mobile and flex rigs. In 1999, the total number of rigs was 89, 17 of which were mobile and flex rigs. In 2000, the total number of rigs was 88, 17 of which were mobile and flex rigs. In 2001, the total number of rigs was 96, 25 of which were mobile and flex rigs. In 2002, it is estimated that the total number of rigs will be 113, 39 of which are estimated to be mobile and flex rigs. In 2003, it is estimated that the total number of rigs will be 128, 54 of which are estimated to be mobile and flex rigs.

[Pictures omitted]

## #29 [H&P LOGO EBITDA (\$MM) OMITTED]

EBITDA is represented graphically for the years 1992, in which it was under \$50 million, through 2001, in which it was approximately \$190 million. It is estimated that EBITDA for 2002 will be approximately \$150 million. The peak run rate for 2003 would result in EBITDA of over \$350 million.

#30 [H&P LOGO OMITTED]

Invitation to visit a FlexRig duting OTC, May 7 & 8

Tour new FlexRig 210 Visit the H&P fabrication & training facilities View new platform Rig 206 (self-moving)

#31 [H&P LOGO OMITTED]



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