SEC Form 4

## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL								
OMB Number: 3235-02								
Estimated average burden								
hours per response.	0.5							

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

# STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*  ANDERSON W RICHARD					2. Issuer Name and Ticker or Trading Symbol  Vanguard Natural Resources, Inc. [ VNR ]									(Chec	Relationship of Reporting Person(s) to Issuer  (Check all applicable)      Director      10% Owner					
(Last) 5847 SA	•	First) SUITE 3000	(Middle)	- 1	3. Date of Earliest Transaction (Month/Day/Year) 08/01/2017								X	Officer (g	give title		Other (specifically below)	·		
(Street) HOUST(		X State)	77057 (Zip)		4. If Amendment, Date of Original Filed (Month/Day/Year)								Line)	Form filed by One Reporting Person Form filed by More than One Reporting Person						
			able I - Non-	-Deriva	tive S	_		cqı		Disp					1					
Date				2. Transact Date Month/Day	Execution Date		e, Transaction Dis Code (Instr.			ecurities Acquired (A) or osed Of (D) (Instr. 3, 4 a			5. Amount Securities Beneficial Owned Fo	Form: (D) or		Direct I Indirect E str. 4)	7. Nature of ndirect Beneficial Ownership			
								Code	v	Amoun	t	(A) or (D)	Price	Reported Transaction (Instr. 3 ar				(Instr. 4)		
Common Units representing LLC units 08/01				08/01/2	1/2017			J		43,0	065 D <sup>(1)</sup>		<b>\$0</b> <sup>(1)</sup>	0			D			
	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																			
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	Code	Transaction Code (Instr.		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)			Securi Deriva	and Am ties Und tive Sec 3 and 4)	erlying	ying Derivative		er of e s ally	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	
				Code	v	(A)					piration te	or Nun		Amount or Number of Shares		Transaction(s) (Instr. 4)				
Phantom Units	(1)(2)	08/01/2017		J			160,256	01/	/04/2017		(1)(2)	Comi	its	160,256	\$0 <sup>(1)(2)</sup>	0		D		

## **Explanation of Responses:**

1. On July 18, 2017, an order confirming the plan of reorganization of Vanguard Natural Resources, LLC ("the Company") and certain of its subsidiaries ("the Plan") was entered by the United States Bankruptcy Court for the Southern District of Texas. On August 1, 2017, the Plan became effective pursuant to its terms and all of the Company's equity was cancelled without the receipt of any consideration.

#### Remarks:

/s/ W. Richard Anderson
\*\* Signature of Reporting Person

08/03/2017

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

<sup>2.</sup> Each phantom unit gave the holder the right to receive a common unit equal to the number of phantom units or the cash value of the vested phantom units as determined by the Compensation Committee at its discretion.

<sup>\*</sup> If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

<sup>\*\*</sup> Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).