

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

FORM 8-K

**CURRENT REPORT
Pursuant to Section 13 OR 15(d) of The Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): **July 17, 2018**

Vanguard Natural Resources, Inc.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation)

001-33756
(Commission File Number)

80-0411494
(IRS Employer Identification
No.)

**5847 San Felipe, Suite 3000
Houston, Texas 77057**
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code **(832) 327-2255**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 7.01. Regulation FD Disclosure.

Vanguard Natural Resources, Inc., a Delaware corporation (the “Company”), hereby announces that it has made available to its stockholders a Notice of Annual Meeting of Stockholders (the “Notice”) and a proxy card (the “Proxy Card”) relating to the Company’s Annual Meeting of Stockholders (the “Meeting”) to be held at the Company’s offices located at 5847 San Felipe, Suite 3000, Houston, Texas 77057, on August 6, 2018, at 1:00 p.m. central time. The Notice and Proxy Card were mailed on or about July 11, 2018 to stockholders of record as of July 6, 2018. A copy of the Notice and the form of the Proxy Card are furnished as Exhibits 99.1 and 99.2 to this Current Report on Form 8-K, respectively, and are incorporated herein by reference.

The information in this Current Report shall not be deemed “soliciting material” or “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”) or otherwise subject to the liabilities of that Section. The information in this Current report shall not be incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

EXHIBIT NUMBER DESCRIPTION

Exhibit 99.1	Notice of Annual Meeting of Stockholders, dated July 11, 2018
Exhibit 99.2	Form of Proxy of Vanguard Natural Resources, Inc., dated July 11, 2018

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

VANGUARD NATURAL RESOURCES, INC.

Dated: July 17, 2018

By: /s/ Jonathan C. Curth

Name: Jonathan C. Curth

Title: General Counsel & Secretary

VANGUARD NATURAL RESOURCES, INC.
NOTICE OF 2018 MEETING OF STOCKHOLDERS

Dear Stockholder:

The Annual Meeting of Stockholders of Vanguard Natural Resources, Inc., a Delaware corporation (the "**Company**"), will be held on August 6, 2018, at 1:00 p.m., central time, at the Company's offices, located at 5847 San Felipe, Suite 3000, Houston Texas 77057.

The following business will be transacted at the meeting:

1. The election of seven (7) directors; and
2. Any other business that properly comes before the meeting or any adjournment thereof.

The Board of Directors of the Company (the "**Board**") has fixed the close of business on July 6, 2018, as the record date for the determination of the holders of our common stock entitled to notice of, and to vote at the Annual Meeting. Only holders of record of the Company's common stock at the close of business on July 6, 2018, will be entitled to notice of and to vote at the Annual Meeting and any adjournment or postponement.

Each of the seven (7) nominees for director will be elected by a plurality of the votes cast with respect to that nominee. Any other proposals to be considered at the Annual Meeting will be determined by a majority of the votes cast affirmatively or negatively, on such proposal.

The Board recommends that:

- Randall M. Albert
- Michael V. Alexander;
- Joseph M. Citarrella;
- W. Greg Dunlevy;
- Joseph Hurliman, Jr.;
- Graham A. Morris; and
- R. Scott Sloan,

each of whom currently serves as a member of the Board, be reelected as directors. For additional information regarding directors, officers, and corporate governance, please refer to our Annual Report on Form 10-K for the fiscal year ended December 31, 2017.

Your vote is very important. Whether or not you plan to attend the annual meeting and regardless of the number of shares of the Company's common stock that you own, you are encouraged to submit your proxy or voting instructions as soon as possible so that your shares of the Company's common stock can be voted at the annual meeting. You may vote your shares over the Internet or via a toll-free telephone number. If you received a paper copy of a proxy or voting instruction card by mail, you may submit your proxy or voting instruction card for the Annual Meeting by completing, signing, dating and returning your proxy or voting instruction card in the preaddressed envelope provided. Stockholders of record and beneficial owners in attendance will be able to vote their shares at the Annual Meeting. Submitting a vote before the Annual Meeting will not preclude you from voting your shares at the meeting should you decide to attend.

For specific instructions on voting, please refer to the enclosed instructions.

By Order of the Board of Directors,


Jonathan Curth, Secretary
July 11, 2018

ANNUAL MEETING OF STOCKHOLDERS OF
VANGUARD NATURAL RESOURCES, INC.

August 6, 2018

GO GREEN

e-Consent makes it easy to go paperless. With e-Consent, you can quickly access your proxy material, statements and other eligible documents online, while reducing costs, clutter and paper waste. Enroll today via www.astfinancial.com to enjoy online access.

NOTICE OF INTERNET AVAILABILITY OF PROXY MATERIAL:

The Notice of Meeting and proxy card are available at <http://www.astproxyportal.com/ast/21659>

Please sign, date and mail
your proxy card in the
envelope provided as soon
as possible.

↓ Please detach along perforated line and mail in the envelope provided. ↓

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THE BOARD OF DIRECTORS RECOMMENDS YOU VOTE "FOR" THE FOLLOWING NOMINEES:
PLEASE SIGN, DATE AND RETURN PROMPTLY IN THE ENCLOSED ENVELOPE. PLEASE MARK YOUR VOTE IN BLUE OR BLACK INK AS SHOWN HERE

1. Election of Directors:

FOR ALL NOMINEES

WITHHOLD AUTHORITY FOR ALL NOMINEES

FOR ALL EXCEPT (See instructions below)

NOMINEES:

- Randall M. Albert
- Michael V. Alexander
- Joseph M. Citarrella
- W. Greg Dunlevy
- Joseph Hurliman, Jr.
- Graham A. Morris
- R. Scott Sloan

In their discretion, the proxies are authorized to vote upon such other business as may properly come before the Annual Meeting. This proxy when properly executed will be voted as directed herein by the undersigned shareholder. **If no direction is made, this proxy will be voted FOR ALL NOMINEES in Proposal 1.**

INSTRUCTIONS: To withhold authority to vote for any individual nominee(s), mark "FOR ALL EXCEPT" and fill in the circle next to each nominee you wish to withhold, as shown here: ●

To change the address on your account, please check the box at right and indicate your new address in the address space above. Please note that changes to the registered name(s) on the account may not be submitted via this method.

MARK "X" HERE IF YOU PLAN TO ATTEND THE MEETING.

Signature of Stockholder Date: Signature of Stockholder Date:

Note: Please sign exactly as your name or names appear on this Proxy. When shares are held jointly, each holder should sign. When signing as executor, administrator, attorney, trustee or guardian, please give full title as such. If the signer is a corporation, please sign full corporate name by duly authorized officer, giving full title as such. If signer is a partnership, please sign in partnership name by authorized person.

VANGUARD NATURAL RESOURCES, INC.
2018 ANNUAL MEETING OF STOCKHOLDERS – ADMISSION TICKET

THIS ADMISSION TICKET IS IN RESPECT OF THE 2018 ANNUAL MEETING OF STOCKHOLDERS OF VANGUARD NATURAL RESOURCES, INC., A DELAWARE CORPORATION (THE "COMPANY"), TO BE HELD ON AUGUST 6, 2018, AT 1:00 P.M., CENTRAL TIME, AT THE COMPANY'S OFFICES, LOCATED AT 5847 SAN FELIPE, SUITE 3000, HOUSTON, TEXAS 77057

If you are a stockholder of record and you plan to attend the annual meeting, please let us know when you vote your proxy. Please bring the notice of meeting which you received with you to the meeting. **This card will serve as your ticket.**

If you are a "street name" stockholder, tell your broker or nominee that you're planning to attend the meeting and would like a "legal proxy." Bring that form to the meeting and you will be provided a ticket at the door.

If you can't get a legal proxy in time, we can still give you a ticket at the door if you bring a copy of your brokerage account statement showing that you were our stockholder as of the record date, July 6, 2018.

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VANGUARD NATURAL RESOURCES, INC.

THIS PROXY IS IN RESPECT OF THE 2018 ANNUAL MEETING OF STOCKHOLDERS OF VANGUARD NATURAL RESOURCES, INC., A DELAWARE CORPORATION (THE "COMPANY"), TO BE HELD ON AUGUST 6, 2018, AT 1:00 P.M., CENTRAL TIME, AT THE COMPANY'S OFFICES, LOCATED AT 5847 SAN FELIPE, SUITE 3000, HOUSTON, TEXAS 77057

The stockholder(s) hereby appoint(s) Jonathan C. Curth, Secretary of the Company, as proxy, with the power to appoint his substitute, and hereby authorizes him to represent and to vote, as designated on the reverse side of this Proxy Card, all of the shares of the Company that the stockholder(s) is/are entitled to vote at the 2018 Annual Meeting of Stockholders of the Company, to be held on August 6, 2018, at 1:00 P.M., central time, at the Company's offices, located at 5847 San Felipe, Suite 3000, Houston Texas 77057, and any adjournment or postponement or continuation thereof, hereby revoking any proxies previously given. The undersigned hereby further authorizes such proxies to vote in their discretion upon such other matters as may properly come before such meeting and at any adjournment or postponement or continuation thereof.

(Continued and to be signed on the reverse side.)