

### 1. What was announced?

- This morning we announced that Vanguard Natural Resources (“Vanguard”) has voluntarily filed for relief under chapter 11 of the U.S. Bankruptcy Code in the Southern District of Texas, Houston Division.
- As part of this process, Vanguard has reached an agreement with certain of the Company’s lenders under its first lien credit facility (the “First Lien SteerCo”) on the terms of a debtor-in-possession financing facility and the use of cash on hand and cash generated from operations to support the business during the financial restructuring process.
- This court-supervised process will enable Vanguard to restructure its balance sheet while continuing operations in the normal course.

### 2. Why did Vanguard take this action?

- Our industry continues to operate in an uncertain commodity price environment. Over the past several months, we have responded proactively by reducing spends, decreasing our debt, and focusing on operating cost efficiently.
- We have also been working with our key financial stakeholders on a comprehensive solution to deleverage our balance sheet and strengthen our financial position.
- The actions we are announcing today represent the next step in our efforts to strengthen Vanguard’s balance sheet and position it for success.
- We believe that entering into this agreement and the court-supervised process is the best course of action for Vanguard and maximizes value for our stakeholders.
- We are confident that we are taking the right steps to provide a solid foundation to thrive and emerge as a stronger company.

### 3. How will the restructuring process affect day-to-day operations?

- This is a financial restructuring, and our operations will continue in the normal course throughout this court-supervised process.
- We expect to meet our obligations to vendors on a go-forward basis and continue uninterrupted production, and we expect to pay vendor, royalty, and surety obligations on a go-forward basis according to the terms of our current contracts and consistent with applicable court orders.

### 4. Do you have sufficient liquidity to meet your business obligations?

- We believe Vanguard has sufficient liquidity to continue its operations and support the business in the ordinary course during the financial restructuring process. Additionally, Vanguard has secured approximately \$65 million in additional financing through the restructuring process and fully intends to meet its post filing obligations in the ordinary course.
- We expect to meet our obligations to vendors on a go-forward basis and continue uninterrupted production.

**5. Will vendors be paid for goods or services provided after the March 31 filing date?**

- Yes. We intend to pay vendors in full for all goods and services received on or after the filing date of March 31, 2019.
- Invoices for goods and services provided after the filing date should be submitted through the typical accounts payable channels and payments will be processed in accordance with contract terms, if applicable.
- We value the important relationships that we have developed with our vendors and we intend to work closely with our vendors throughout this process and in the future.

**6. Will vendors be paid for goods and services delivered prior to the filing on March 31, 2019?**

- Under U.S. bankruptcy law, unpaid debts for goods and services provided to Vanguard prior to the filing date of March 31, 2019, also known as “prepetition claims,” generally cannot be paid without specific Bankruptcy Court approval.
- Any claims will be addressed as part of the court-process moving forward. If you believe you have a prepetition claim or an administrative claim for goods and services provided to Vanguard, you may need to file a proof of claim with the Bankruptcy Court to be eligible for payment on your claim. Information about the claims process will be made available at a later date.

**7. Will Vanguard continue to order goods and services from its vendors? Why should I sell you goods and services now?**

- Yes, Vanguard’s operations will continue in the normal course throughout this court-supervised process, and your cooperation and continued supply of goods and services will allow us to maintain our operations.
- We will continue to order and pay for post-petition goods and services to meet our ongoing business needs.
- We value the important relationship we have developed with our vendors and we will continue to work closely with our vendors throughout this financial restructuring process and into the future.

**8. How do I file a proof of claim?**

- Vanguard’s claims agent, Prime Clerk, will be providing the appropriate forms once a deadline for filing claims has been set. Proof of claim forms and other information about the claims process will be available at the following website: <http://cases.primeclerk.com/VNR>.

**9. When is Vanguard expected to emerge from chapter 11?**

- We currently anticipate emerging from this financial restructuring process in early Q3 2019.
- It is our intent to move through this court-supervised process with the support of our key financial stakeholders as quickly and efficiently as possible.
- We are confident that we are taking the right steps to provide a solid foundation for a successful future.

#### **10. How can I get updates and additional information?**

- We will continue to keep you informed of new information as we move through this financial restructuring process.
- A special section of our website, <https://www.vnrenergy.com/restructuring/>, has been developed to provide additional information.
- In addition, our claims agent has set up a website that includes free access to court documents and other information on the Bankruptcy Court process at <http://cases.primeclerk.com/vanguard>.
- We've also established a toll-free information hotline at (844) 216-9850 (U.S.), or (347) 859-8076 (international) to address specific questions and concerns.