

**IN THE UNITED STATES DISTRICT COURT
IN AND FOR THE DISTRICT OF DELAWARE**

ROBERT HURWITZ, on Behalf of Himself and All
Others Similarly Situated,

Plaintiff,

v.

ERIC MULLINS, CHARLES W. ADCOCK, JONATHAN
C. FARBER, TOWNES G. PRESSLER, JR., JOHN A.
BAILEY, JONATHAN P. CARROLL, SCOTT W. SMITH,
RICHARD A. ROBERT, W. RICHARD ANDERSON,
BRUCE W. MCCULLOUGH, and LOREN
SINGLETARY,

Defendants.

Case No.: 1:15-cv-00711-MAK

NOTICE OF PENDENCY OF CLASS ACTION

THIS NOTICE MAY AFFECT YOUR RIGHTS – PLEASE READ IT CAREFULLY

To: ALL PERSONS OR ENTITIES:

- (A) **HOLDING LRR ENERGY, L.P. ("LRR") COMMON UNITS AS OF AUGUST 28, 2015 THROUGH THE OCTOBER 5, 2015 CLOSE OF VANGUARD NATURAL RESOURCES, LLC'S ("VANGUARD") ACQUISITION OF LRR, WERE DAMAGED AND ASSERT CLAIMS PRESENTLY SUSTAINED IN THE MARCH 13, 2017, DECEMBER 29, 2017, AND MARCH 8, 2018 ORDERS UNDER SECTIONS 14(A) AND 20(A) OF THE SECURITIES EXCHANGE ACT OF 1934; AND,**
- (B) **RECEIVING VANGUARD COMMON UNITS IN EXCHANGE FOR THEIR LRR COMMON UNITS ON OR ABOUT OCTOBER 5, 2015 UNDER THE REGISTRATION STATEMENT, AS AMENDED, WERE DAMAGED, AND ASSERT CLAIMS PRESENTLY SUSTAINED IN THE MARCH 13, 2017, DECEMBER 29, 2017, AND MARCH 8, 2018 ORDERS UNDER SECTIONS 11 AND 15 OF THE SECURITIES ACT OF 1933; BUT**
- (C) **EXCLUDING: DEFENDANTS; MEMBERS OF THE IMMEDIATE FAMILY OF EACH INDIVIDUAL DEFENDANT; AN OFFICER OR DIRECTOR OF VANGUARD OR LRR; A FIRM, TRUST, CORPORATION, OFFICER OR OTHER ENTITY IN WHICH A DEFENDANT HAS OR HAD A CONTROLLING INTEREST; PERSONS PARTICIPATING IN THE ALLEGED MATERIAL OMISSIONS OR MISREPRESENTATIONS; AND THE LEGAL REPRESENTATIVES, AGENTS, AFFILIATES, HEIRS, BENEFICIARIES, SUCCESSORS-IN-INTEREST, OR ASSIGNS OF AN EXCLUDED PERSON OR ENTITY (THE "CLASS").**

THIS NOTICE OF PENDENCY OF CLASS ACTION DESCRIBES YOUR RIGHTS AS A CLASS MEMBER WITH RESPECT TO THE CERTIFIED CLASS ACTION AGAINST ERIC MULLINS, CHARLES W. ADCOCK, JONATHAN FARBER, TOWNES G. PRESSLER, JR., JOHN A. BAILEY, JONATHAN P. CARROLL, SCOTT W. SMITH, RICHARD A. ROBERT, W. RICHARD ANDERSON, BRUCE W. MCCULLOUGH, AND LOREN SINGLETARY (COLLECTIVELY "DEFENDANTS").

The purpose of this Notice is to advise you that:

1. Presently pending before the U.S. District Court for the District of Delaware (the "Court") is a consolidated securities case captioned *Hurwitz v. Mullins, et al.*, No. 1:15-cv-00711-MAK. On January 2, 2018, U.S. District Court Judge Mark A. Kearney entered an Order preliminarily certifying this securities case as a class action to proceed on behalf of the Class. Lead Plaintiff Robert Hurwitz has been appointed Class Representative. On March 8, 2018, LRR and Vanguard were dismissed from this case.

2. Pursuant to Judge Kearney's January 2, 2018 Order preliminarily certifying the Class, the questions of law and fact common to the Class include claims and defenses regarding whether:

- (a) Defendants omitted and/or misrepresented material facts in the September 3, 2015 Registration Statement and Proxy regarding the possibility of post-acquisition defaults in Vanguard's debt ratios in its credit facilities;

- (b) Defendants omitted and/or misrepresented material facts in the September 3, 2015 Registration Statement and Proxy regarding Vanguard's ability to pay cash distributions after the Vanguard transaction;
- (c) Class members sustained damages calculated through a uniform methodology which will define a class wide basis for a monetary value in this securities omission and misrepresentation case representing the losses during the Class Period;
- (d) Vanguard's earlier publicly filed disclosures of concerns with potential defaults in its credit facilities are altered by omissions or representations in the Proxy and Registration Statement;
- (e) Defendants violated Sections 14(a) and 20(a) of the Securities Exchange Act of 1934;
- (f) Defendants violated Sections 11 and 15 of the Securities Act of 1933; and
- (g) Defendants violated Section 20(a) of the Exchange Act.

3. If you do not wish to remain a member of the Class described above, you must mail a written request for exclusion from the class action to the address set forth below, postmarked no later than May 29, 2018.

I. NATURE AND STATUS OF THE LITIGATION

1. The above-captioned litigation is pending in the U.S. District Court for the District of Delaware. A trial of this matter before the Court is currently scheduled to begin on July 30, 2018.

2. This federal securities class action arises out of Vanguard's 2015 merger with LRR in a unit-for-unit transaction through which LRR's former unitholders received 0.55 Vanguard units in exchange for each LRR unit they previously owned. The Amended Class Action Complaint (the "Complaint") alleges that the Registration Statement and Proxy disseminated in connection with the acquisition of LRR misrepresented or omitted material facts in violation of sections 11 and 15 of the Securities Act of 1933, and sections 14(a) and 20(a) of the Securities and Exchange Act of 1934. The Class Representative seeks, for himself and all other similarly situated persons or entities, compensatory damages, rescissory damages, interest, and reasonable costs and expenses, including attorneys' fees and expert fees.

3. More specifically, the Complaint alleges that the Registration Statement and Proxy misrepresented or failed to disclose material information concerning Vanguard's ability to maintain compliance with certain debt covenants in its credit facility. The Complaint also alleges that the Registration Statement and Proxy misrepresented or failed to disclose material information concerning the impact of Vanguard's debt covenants on the Company's ability to pay unitholder distributions. Further, the Complaint alleges that members of the Class were damaged by Defendants' alleged material misrepresentations and omissions in the Registration Statement and Proxy.

4. The sending of this Notice is not an expression by the Court of any opinion on the likelihood of recovery by the Class Representative or on the merits of any defense asserted by Defendants. This Notice is provided only so that you may decide what steps, if any, to take in relation to your continued participation in the Class.

II. DEFENDANTS' DENIAL OF LIABILITY

1. Defendants have denied and continue to deny all claims of wrongdoing or liability against them arising out of any of the conduct, statements, acts, or omissions alleged in the Complaint, including any violations of the federal securities laws or any other legal obligation or duty potentially giving rise to the claims in the Complaint. Defendants have denied and continue to deny each of the claims alleged by the Class Representative on behalf of the Class, including all claims in the Complaint. Defendants believe that they have meritorious defenses to all claims asserted or that could have been asserted based on the Complaint. Defendants also have denied and continue to deny, among other things, that: the Class was properly certified; the Registration Statement/Proxy misrepresented or omitted material information; the omissions alleged in the Complaint rendered any portion of the Registration Statement/Proxy misleading; the Class Representative and the Class have suffered any damage as a result of conduct alleged in the Complaint; and the Class Representative and the Class were otherwise harmed in any other way by the conduct alleged in the Complaint. Moreover, Defendants believe that the evidence developed to date supports their position and assert that the allegations in the Complaint have no merit and should be dismissed as a matter of law.

III. PROCEDURE TO REQUEST EXCLUSION

1. If you are a member of the Class and do not wish to be bound by future orders of the Court or participate in any future potential settlement or judgment regarding the Class, you must request to be excluded from the Class. If you wish to be excluded, you must submit a written request for exclusion from the Class, addressed to *LRR Energy Securities Litigation*, c/o GCG, P.O. Box 10532, Dublin, Ohio 43017-4532. You may also download a copy of the Notice at www.LRREnergySecuritiesLitigation.com.

2. THE REQUEST FOR EXCLUSION MUST BE POSTMARKED ON OR BEFORE MAY 29, 2018 and must clearly identify the name and address of the person seeking exclusion, and clearly state that the person requests to be excluded from the Class. A REQUEST FOR EXCLUSION SHALL NOT BE EFFECTIVE UNLESS IT IS POSTMARKED WITHIN THE TIME AND SUBMITTED IN THE MANNER PROVIDED FOR ABOVE.

3. A Class member who duly requests to be excluded will not be bound by any orders or judgments entered in this action relating to this class action, whether favorable or unfavorable to the Class under the Federal Rules of Civil Procedure.

IF YOU WISH TO REMAIN IN THE CLASS, YOU DO NOT NEED TO TAKE ANY ACTION. IF YOU REMAIN IN THE CLASS, YOU WILL BE BOUND BY ANY DECISION, FAVORABLE OR UNFAVORABLE, IN THIS CASE.

IV. REPRESENTATION BY COUNSEL AND FURTHER PROCEEDINGS

1. As a member of the Class, you will be represented by Lead Class Counsel and Liaison Counsel, identified below, and will have no individual liability for attorneys' fees and costs.

LEAD CLASS COUNSEL:

Brian J. Robbins
Stephen J. Oddo
Nichole T. Browning
Eric M. Carrino
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600 B Street, Suite 1900
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LIAISON CLASS COUNSEL:

Blake A. Bennett
COOCH AND TAYLOR, P.A.
The Brandywine Building 1000 West
Street, 10th Floor Post Office Box 1680
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Telephone: (302) 984-3800
Facsimile: (302) 984-3939
bbennett@coochtaylor.com

2. Lead Class Counsel and Liaison Class Counsel will represent you as a part of the Class. You will not be individually charged for these lawyers. You may, if you so desire, enter an appearance through an attorney who will then represent you. You will, however, be responsible for the fees and costs charged by your own attorney appearing on your behalf.

3. If you have any questions, please contact the Notice Administrator at (800) 324-2941.

4. This Notice does not fully describe all of the claims and contentions of the parties. Complete copies of the pleadings, orders, and other documents filed in this litigation may be examined and copied at any time during regular office hours at the office of the Clerk of the Court, U.S. District Court for the District of Delaware, 844 North King Street, Unit 18, Wilmington, Delaware 19801. In addition, certain of these documents are also available for viewing at www.LRREnergySecuritiesLitigation.com.

PLEASE DO NOT CONTACT THE COURT OR THE CLERK'S OFFICE REGARDING EXPLANATION OF THIS NOTICE

Dated: January 17, 2018

BY ORDER OF THE UNITED STATES DISTRICT
COURT FOR THE DISTRICT OF DELAWARE