



Bruin E&P Partners, LLC

Notice of Comprehensive Prepackaged Restructuring Transaction

Summary of Terms:

- Bruin E&P Partners LLC and its subsidiaries (together, “Bruin” or the “Company”) have entered into a financial restructuring transaction supported by more than two-thirds of all of Bruin’s funded debt creditors, and by Bruin’s current equity holders.
- Bruin’s transaction will eliminate over \$840 million of Bruin’s funded debt and will de-lever Bruin’s balance sheet and immediately position Bruin for long-term growth; Bruin is to emerge with committed financing to recapitalize its balance sheet and bolster its liquidity.
- The Bruin restructuring is to be implemented through prepackaged Chapter 11 process to be commenced today and on expedited schedule with the support of \$230 million debtor-in-possession financing; Bruin’s mineral interest and royalty owners will be unimpaired and the majority of Bruin’s trade creditors will be unimpaired.
- All of Bruin operations are to continue seamlessly in normal course.

HOUSTON, July 17, 2020 -- Bruin E&P Partners, LLC and its subsidiaries (“Bruin” or the “Company”), an exploration and production company with assets in the Williston Basin, North Dakota, today announced that it has the support of more than two-thirds of all its funded debt creditors, as well as its current equity holders, for a restructuring transaction that will eliminate over \$840 million of the Company’s funded debt.

The restructuring transaction will be implemented through a prepackaged Chapter 11 process that will be financed by a debtor-in-possession (“DIP”) financing facility of \$230 million. Bruin has a solid acreage position in the Williston Basin and a management team with extensive experience. The Bruin restructuring transaction, through the DIP financing and cash from operations, is expected to provide Bruin with the platform to continue near term operational success and long term growth. Bruin remains committed to its partners in the Williston Basin, including those who have supported Bruin over the last five years.

The Company also has secured committed exit financing of \$230 million and will emerge from Chapter 11 with approximately \$230 million in funded debt. The deleveraging transaction and exit financing will poise Bruin, through its extensive operational experience within and outside the Williston Basin, for the balance sheet to enable long term growth.

Bruin expects to file a number of customary motions to allow the Company to continue to pay employee wages and health and welfare benefits, and to continue its accretive relationships with its suppliers and other business partners. Bruin’s business will continue to operate as normal for the duration of the restructuring. Bruin will continue to operate in accordance with applicable laws, rules and regulations, including inspection and maintenance as required pursuant to applicable environmental regulations. In addition, Bruin will continue to place the utmost importance on our employees who have been instrumental to Bruin during the last five years.

Today, the Company commenced solicitation of votes from its equity holders, lenders, and bondholders in support of a prepackaged Chapter 11 Plan of Reorganization (the “Plan”). The Company commenced the prepackaged Chapter 11 filing in the U.S. Bankruptcy Court for the Southern District of Texas (the “Court”). The Company’s support from its equity and creditor constituencies is memorialized in a Restructuring Support Agreement. The Company plans to move swiftly toward Court approval of the Plan, with confirmation expected within approximately 45 days from filing.

“Bruin has been one of the premier operators in the Williston Basin over the last five years and will continue to execute high return projects during the planned short restructuring period,” said Matt Steele, Chief Executive Officer of Bruin. “Bruin places a high value on operating safely and efficiently through responsible development.” Mr. Steele continued saying “This transaction will allow Bruin to continue to support our partners, landowners, leaseholders, employees, contractors and the communities in which we work and live.”

More information about Bruin’s restructuring, including access to Court documents, will be available at www.omniagentsolutions.com/bruin or contact Omni Agent Solutions, the Company's noticing and claims agent, at (866) 680-8161, or email BruinInquiries@OmniAgnt.com.

For inquiries directly to the Company, please contact William Getschow at (281) 990-6953 or wgetschow@bruinep.com.

Kirkland & Ellis LLP is serving as legal counsel to Bruin, PJT Partners LLP is serving as financial advisor, AlixPartners LLP is serving as restructuring advisor, and Jackson Walker L.L.P. is serving as local legal counsel.

About Bruin

We are an independent exploration and production company focused on the acquisition and development of onshore oil and natural gas producing properties in the core of the Bakken Shale and Three Forks formations in the Williston Basin of North Dakota. Bruin is headquartered in Houston, Texas and has offices in North Dakota and Colorado.

Forward-Looking Statements

The information in this communication includes “forward-looking statements.” All statements, other than statements of historical fact, included in this communication regarding our strategy, future operations, financial position, estimated operating results, projected costs, prospects, plans and objectives, including with respect to our financial restructuring transaction, are forward-looking statements. When used in this communication, the words “could,” “believe,” “anticipate,” “intend,” “forecast,” “estimate,” “expect,” “project” and similar expressions are intended to identify forward-looking statements, although not all forward-looking statements contain such identifying words. These forward-looking statements are based on our current expectations and assumptions about future events and are based on currently available information as to the outcome and timing of future events. Any forward-looking statement speaks only as of the date of this communication and, unless legally required, the Company does not undertake any obligation to update any forward-looking statement as a result of new information, future events or otherwise.