

Execution Version

PURCHASE AND SALE AGREEMENT

This Purchase and Sale Agreement ("Agreement") is made and entered into as of November 16, 2020 (the "Execution Date"), by and between Legacy Reserves Operating LP, a Delaware limited partnership ("Seller") and SBI II, LLC, a Texas limited liability company ("Buyer", and together with Seller collectively, the "Parties" or each a "Party").

RECITALS

WHEREAS, Seller is willing to sell, transfer, convey, and assign to Buyer, and Buyer is willing to purchase, accept, and pay for, the Assets (as defined below), all upon the terms and conditions set forth in this Agreement;

NOW, THEREFORE, in consideration of the mutual benefits derived and to be derived from this Agreement by each Party, Seller and Buyer agree as follows:

1. **Purchase and Sale.** Upon the terms and subject to the conditions of this Agreement, Seller agrees to sell, transfer, convey, and assign the Assets to Buyer and Buyer agrees to purchase, accept, and pay for the Assets.

2. **Assets.** As used herein, the term "Assets" refers to all of Seller's right, title and interest in and to the following, excluding, however, the Excluded Assets:

(a) all of the oil and gas leases; oil, gas and/or mineral leases; subleases and other leaseholds and leasehold estates created thereby; non-working interests (including any royalty, overriding royalty, net profits interest, volumetric production payment, or other such interest, in all cases other than the Reserved Royalty Interests); carried interests; revisionary rights; operating rights; and other rights, properties and interests described on **Exhibit A-1** (the "Full Leases") as the same may have been ratified, extended or amended, and all rights, property and interests incident thereto, together with the lands covered thereby or pooled (or unitized) therewith including those lands described for the applicable Full Leases on **Exhibit A-1** (the "Full Lease Lands", and together with the Full Leases, the "Full Interests");

(b) all of the oil and gas leases; oil, gas and/or mineral leases; subleases and other leaseholds and leasehold estates created thereby; non-working interests (including any royalty, overriding royalty, net profits interest, volumetric production payment, or other such interest, in all cases other than the Reserved Royalty Interests); carried interests; revisionary rights; operating rights; and other rights, properties and interests described on **Exhibit A-2** (the "Depth Limited Leases") as the same may have been ratified, extended or amended, and all rights, property and interests incident thereto, together with the lands covered thereby or pooled (or unitized) therewith including those lands described for the applicable Depth Limited Leases on **Exhibit A-2** (the "Depth Limited Lease Lands"), in each case, INsofar AND ONLY INsofar as such right, title and interest in and to said Depth Limited Leases and Depth Limited Lease Lands is necessary to produce, sell, and/or market Hydrocarbons from the depths set forth for such Depth Limited Lease on **Exhibit A-2** under the Depth Limited Lands covered thereby (the "Depth Limited Interests");

(c) all of the oil and gas leases; oil, gas and/or mineral leases; subleases and other leaseholds and leasehold estates created thereby; non-working interests (including any royalty, overriding royalty, net profits interest, volumetric production payment, or other such interest, in all cases other than the Reserved Royalty Interests); carried interests; revisionary rights; operating rights; and other rights, properties and interests described on **Exhibit A-3** (the “Wellbore Limited Leases”), and the lands described for the applicable Wellbore Limited Lease or pooled (or unitized) therewith including those lands described for the applicable Wellbore Limited Leases on **Exhibit A-3** (the “Wellbore Limited Lease Lands”), in each case, **INSOFAR AND ONLY INSOFAR** as such right title and interest in and to said Wellbore Limited Lease and Wellbore Limited Lease Lands is necessary to produce, sell and/or market Hydrocarbons produced from (i) the Specified Wellbores as such Specified Wellbores exist on the Effective Time or as re-drilled in the future and (ii) any facilities in the Wellbore Limited Lease Lands related to the Specified Wellbores, and such right, title and interest described in this **Section 2(c)** shall include all of Seller’s rights of ingress and egress through and across the Wellbore Limited Leases **INSOFAR AND ONLY INSOFAR** as such right title and interest in and to said rights of ingress and egress is necessary to produce, sell and/or market Hydrocarbons produced from (i) the Specified Wellbores as such Specified Wellbores exist on the Effective Time or as re-drilled in the future and (ii) any facilities in the Wellbore Limited Lease Lands related to the Specified Wellbores (the “Wellbore Only Interests” and together with the Depth Limited Interests and Full Interests, the “Subject Interests”);

(d) any and all Hydrocarbon, water, CO2, or injection or disposal wells to the extent such wells are located on the Full Interests or on lands pooled, communitized, or unitized therewith, including, but not limited to, the interests in the wells shown on **Exhibit B-1**, and all Hydrocarbons, water, and CO2 in, on, under or produced from the Full Lease Lands or allocated thereto from and after the Effective Time, in each case to the extent such interest is derived from the Full Interests and regardless of whether such wells are producing, non-producing, permanently or temporarily plugged and abandoned, and whether or not fully described on any exhibit or schedule hereto (the “Full Wells”);

(e) any and all Hydrocarbon, water, CO2, or injection or disposal wells to the extent located on the Depth Limited Interests or on lands pooled or communitized or unitized therewith, including, but not limited to, the interests in the wells shown on **Exhibit B-2**, and all Hydrocarbons, water, and CO2 in, on, under or produced from the Depth Limited Lease Lands or allocated thereto from and after the Effective Time, in each case to the extent such interest is derived from the Depth Limited Interests and regardless of whether such wells are producing, non-producing, permanently or temporarily plugged and abandoned, and whether or not fully described on any exhibit or schedule hereto (the “Depth Limited Wells”);

(f) the Hydrocarbon, water, CO2, or injection or disposal wells set forth on **Exhibit B-3**, and all Hydrocarbons, water, and CO2 in, on, under or produced from the Wellbore Limited Lease Lands or allocated thereto from and after the Effective Time, in each case whether producing, non-producing, permanently or temporarily plugged and abandoned (the “Specified Wellbores” and together with the Full Wells and the Depth Limited Wells the “Wells”);

(g) all pooled, communitized, or unitized acreage which includes all or part of any Subject Interest, in each case, to the extent attributable to being pooled, communitized or

unitized with any Subject Interest, and all tenements, hereditaments, and appurtenances belonging thereto (the “Units” and, together with the Wells and Subject Interests, the “Properties”);

(h) all currently existing contracts, agreements, and instruments pertaining to the Properties and the other Assets described in Sections 2(i) and 2(j) (to the extent and only to the extent applicable to the other Assets) including operating agreements; unitization, pooling, and communitization agreements; declarations and orders; area of mutual interest agreements; farmin and farmout agreements; exchange agreements; purchase and sale agreements and other contracts in which Seller acquired interests in any of the Properties or the other Assets described in Sections 2(i) and 2(j); compressor agreements; gathering agreements; agreements for the sale and purchase of Hydrocarbons; disposal agreements; transportation agreements; and processing agreements (the “Contracts”); provided, however, that the term “Contracts” shall not include the Full Leases, the Depth Limited Leases, the Wellbore Limited Leases and other conveyance instruments constituting Seller’s chain of title to the applicable Full Leases, the Depth Limited Leases, the Wellbore Limited Leases;

(i) all easements, surface permits, surface licenses, servitudes, rights-of-way, surface leases, and other rights to use the surface appurtenant to, and used or held for use solely in connection with, the ownership or operation of the Properties (the “Rights of Way”);

(j) all equipment, facilities, machinery, fixtures, and other tangible personal property and improvements that are located on the Properties to the extent that they are used or held for use in connection with the ownership or operation of the Properties or any of the other Assets or the production, treatment, storage, disposal, or transportation of Hydrocarbons or other substances therefrom (including all such wellhead equipment, pumps, pumping units, Hydrocarbon measurement facilities, flowlines, gathering systems, piping, pipelines, compressors, tanks, treatment facilities, injection facilities, disposal facilities, compression facilities, and other materials, supplies, facilities and machinery) (collectively, the “Equipment”);

(k) all Hydrocarbons produced from, or attributable to, the Properties from and after the Effective Time; all Hydrocarbon inventories from or attributable to the Properties that are in storage on the Effective Time; and, to the extent related or attributable to the Properties, all production, plant, and transportation imbalances as of the Effective Time (provided, however, (i) that Buyer’s rights to the inventories and imbalances described in this subsection (k) shall be satisfied solely pursuant to Section 14, and (ii) for the avoidance of doubt, the “Assets” shall not include any amounts held in suspense by Seller on behalf of third Persons or accounts payable out of production of Hydrocarbons that are owed to third Persons); and

(l) all lease files, land files, division order files, abstracts, title opinions, contract files, geological or geophysical data and well and production records of Seller, to the extent relating to the Properties, but excluding, in each case:

(i) all corporate, financial, tax, and legal data and records of Seller that relate to Seller’s business generally (whether or not relating to the Assets) or to Seller’s business, operations, assets, and properties not expressly included in this Agreement;

17. **Disclaimers.** Other than the express representations contained in Section 11 of this Agreement and the special warranty of Defensible Title contained in the Conveyance, **SELLER MAKES NO OTHER EXPRESS OR IMPLIED WARRANTIES OR REPRESENTATIONS AS TO AS TO THE ASSETS WHATSOEVER, INCLUDING, AS TO THE QUALITY, MERCHANTABILITY, OR FITNESS OF THE ASSETS FOR BUYER’S INTENDED USE OR FOR ANY USE WHATSOEVER, AND BUYER ACCEPTS THE ASSETS “AS IS”, “WHERE IS”, “WITH ALL FAULTS”, IN THEIR PRESENT CONDITION AND STATE OF REPAIR.**

19. Indemnification.

(a) Indemnification by Seller. Effective from and after the Closing, subject to the limitations set forth this Section 19 and otherwise in this Agreement, Seller and its successors and assigns shall be responsible for, shall pay, and will DEFEND, INDEMNIFY and HOLD HARMLESS Buyer and its Affiliates, and all of its and their respective equity holders, partners, members, directors, officers, managers, employees, agents and representatives (collectively, the “Buyer Indemnified Parties”) from and against any and all claims, causes of actions, payments, charges, interest assessments, judgments, liabilities, losses, damages, penalties, fines or costs and expenses, including any reasonable fees of attorneys, experts, consultants, accountants and other

EXHIBIT B-1 NEW MEXICO
(FULL WELLS)

300214.10	NM	LEA	JALMAT	JALMAT YATES UNIT 10	3002527073	LEGACY RESERVES OPERATING LP
300214.11	NM	LEA	JALMAT	JALMAT YATES UNIT 11	3002526896	LEGACY RESERVES OPERATING LP
300214.12	NM	LEA	JALMAT	JALMAT YATES UNIT 12	3002509767	LEGACY RESERVES OPERATING LP
300214.13	NM	LEA	JALMAT	JALMAT YATES UNIT 13	3002509768	LEGACY RESERVES OPERATING LP
300214.14	NM	LEA	JALMAT	JALMAT YATES UNIT 14	3002526869	LEGACY RESERVES OPERATING LP
300214.15	NM	LEA	JALMAT	JALMAT YATES UNIT 15	3002526405	LEGACY RESERVES OPERATING LP
300214.16	NM	LEA	JALMAT	JALMAT YATES UNIT 16	3002511652	LEGACY RESERVES OPERATING LP
300214.17	NM	LEA	JALMAT	JALMAT YATES UNIT 17	3002511648	LEGACY RESERVES OPERATING LP
300214.18	NM	LEA	JALMAT	JALMAT YATES UNIT 18	3002526897	LEGACY RESERVES OPERATING LP
300214.19	NM	LEA	JALMAT	JALMAT YATES UNIT 19	3002526406	LEGACY RESERVES OPERATING LP
300214.20	NM	LEA	JALMAT	JALMAT YATES UNIT 20	3002526407	LEGACY RESERVES OPERATING LP
300214.21	NM	LEA	JALMAT	JALMAT YATES UNIT 21	3002509769	LEGACY RESERVES OPERATING LP
300214.22	NM	LEA	JALMAT	JALMAT YATES UNIT 22	3002509766	LEGACY RESERVES OPERATING LP
300214.23	NM	LEA	JALMAT	JALMAT YATES UNIT 23	3002511649	LEGACY RESERVES OPERATING LP
300214.24	NM	LEA	JALMAT	JALMAT YATES UNIT 24	3002511653	LEGACY RESERVES OPERATING LP
300214.25	NM	LEA	JALMAT	JALMAT YATES UNIT 25	3002526408	LEGACY RESERVES OPERATING LP
300214.27	NM	LEA	JALMAT	JALMAT YATES UNIT 27	3002526871	LEGACY RESERVES OPERATING LP
300214.28	NM	LEA	JALMAT	JALMAT YATES UNIT 28	3002526872	LEGACY RESERVES OPERATING LP
300169.01	NM	LEA	REEVES	JELLY BELLY 12 STATE 1	3002538515	LEGACY RESERVES OPERATING LP
300214.29	NM	LEA	JALMAT	JALMAT YATES UNIT 29	3002511651	LEGACY RESERVES OPERATING LP
300214.30	NM	LEA	JALMAT	JALMAT YATES UNIT 30	3002511654	LEGACY RESERVES OPERATING LP
300214.31	NM	LEA	JALMAT	JALMAT YATES UNIT 31	3002526409	LEGACY RESERVES OPERATING LP
300214.32	NM	LEA	JALMAT	JALMAT YATES UNIT 32	3002529148	LEGACY RESERVES OPERATING LP
300214.33	NM	LEA	JALMAT	JALMAT YATES UNIT 33	3002529990	LEGACY RESERVES OPERATING LP
300316.02	NM	LEA	VACUUM	JOHNS HOPPER 30 2	3002535986	LEGACY RESERVES OPERATING LP
300172.01	NM	LEA	FLYING M	JOSHUA STATE 1	3002537515	OXY USA INC
300317.01	NM	LEA	OIL CENTER	KINCHELOE 2 STATE 1	3002524136	LEGACY RESERVES OPERATING LP
300048.01	NM	LEA	YOUNG	LOVE 3 FEDERAL #1	3002531038	LEGACY RESERVES OPERATING LP
300175.02	NM	LEA	SAND SPRINGS	LAGARTO AMZ STATE 2	3002536523	EOG Y RESOURCES INC
300515.01	NM	LEA	HIGH PLAINS	LAGOS 22 ST 1	3002537541	LEGACY RESERVES OPERATING LP
300517.01	NM	LEA	BAUM	LAZY J 27 ST 1H	3002540186	LEGACY RESERVES OPERATING LP
300667.01	NM	LEA	LAZY J	LAZY J B 1	3002501108	LEGACY RESERVES OPERATING LP
300179.04	NM	LEA	OSUDO NORTH	LIBERTY 4	3002535371	READ & STEVENS INC
300522.01	NM	LEA	EIDSON NORTH	LOVINGTON PLAINS 1 STATE COM 1	3002527849	LEGACY RESERVES OPERATING LP
300125.01	NM	LEA	BRONCO	LOWE 20 #1	3002532860	LEGACY RESERVES OPERATING LP
300125.02	NM	LEA	BRONCO	LOWE 20 #2	3002533200	LEGACY RESERVES OPERATING LP
300014.05	NM	LEA	TUBB OIL & GAS (PRO GAS)	LYNCH CHRISTMAS 5C	3002525522	LEGACY RESERVES OPERATING LP
300014.04	NM	LEA	TUBB OIL & GAS (PRO GAS)	LYNCH CHRISTMAS UNIT #4	3002509945	LEGACY RESERVES OPERATING LP
300184.01	NM	LEA	JALMAT	MARALO STATE 1	3002526500	SPECIAL ENERGY CORPORATION
300002.01	NM	LEA	BAGLEY PENN, NORTH	MARY ELLEN DALLAS #1	3002500997	LEGACY RESERVES OPERATING LP
300111.01	NM	LEA	BAGLEY NORTH	MATHERS 1-33	3002523354	OXY USA INC
300532.01	NM	LEA	SALTY DOG	MAXWELL 26 1	3002535864	VANGUARD OPERATING LLC
300327.10	NM	LEA	SHOE BAR NORTHWEST	MAYFLY 14 STATE 10	3002536568	LEGACY RESERVES OPERATING LP
300327.04	NM	LEA	TOWNSEND	MAYFLY 14 STATE 4	3002534865	LEGACY RESERVES OPERATING LP
300327.05	NM	LEA	SHOE BAR NORTHWEST	MAYFLY 14 STATE 5	3002534815	LEGACY RESERVES OPERATING LP
300327.01	NM	LEA	SHOE BAR NORTH	MAYFLY 14 STATE COM 1	3002534695	LEGACY RESERVES OPERATING LP
300327.02	NM	LEA	SHOE BAR NORTH	MAYFLY 14 STATE COM 2	3002534630	LEGACY RESERVES OPERATING LP
300327.03	NM	LEA	SHOE BAR NORTHWEST	MAYFLY 14 STATE COM 3	3002534696	LEGACY RESERVES OPERATING LP
300327.07	NM	LEA	SHOE BAR NORTH	MAYFLY 14 STATE COM 7	3002535078	LEGACY RESERVES OPERATING LP
300327.09	NM	LEA	SHOE BAR NORTH	MAYFLY 14 STATE COM 9	3002535029	LEGACY RESERVES OPERATING LP
300345.01	NM	LEA	BUFFALO	NELLIS FEDERAL 1	3002501663	LEGACY RESERVES OPERATING LP
300345.02.01	NM	LEA	TONTO WEST	NELLIS FEDERAL 2 (BONE SPGS)	3002525782	LEGACY RESERVES OPERATING LP
300345.03	NM	LEA	BUFFALO	NELLIS FEDERAL 3	3002526091	LEGACY RESERVES OPERATING LP
300345.04	NM	LEA	BUFFALO	NELLIS FEDERAL 4	3002529680	LEGACY RESERVES OPERATING LP
300345.05	NM	LEA	BUFFALO	NELLIS FEDERAL 5	3002531607	LEGACY RESERVES OPERATING LP
300345.06	NM	LEA	BUFFALO	NELLIS FEDERAL 6	3002531608	LEGACY RESERVES OPERATING LP
300345.09	NM	LEA	TONTO WEST	NELLIS FEDERAL 9	3002526008	LEGACY RESERVES OPERATING LP
300185.01.01	NM	LEA	LOVINGTON	MONSANTO 30 STATE 1 (PDK)	3002528759	LEGACY RESERVES OPERATING LP
300185.03	NM	LEA	LOVINGTON	MONSANTO 30 STATE 3	3002535777	LEGACY RESERVES OPERATING LP
300185.04	NM	LEA	LOVINGTON	MONSANTO 30 STATE 4	3002535780	LEGACY RESERVES OPERATING LP
300343.01	NM	LEA	HUME NORTH	N H 5 FEDERAL 1	3002529769	LEGACY RESERVES OPERATING LP
300344.01	NM	LEA	BUFFALO	NELLIS C FEDERAL GAS COM 1	3002526799	LEGACY RESERVES OPERATING LP
300346.01	NM	LEA	FLYING M	NEW MEXICO 8 STATE 1	3002524241	LEGACY RESERVES OPERATING LP
300346.02	NM	LEA	FLYING M	NEW MEXICO 8 STATE 2	3002524666	LEGACY RESERVES OPERATING LP
300346.03	NM	LEA	FLYING M	NEW MEXICO 8 STATE 3	3002524797	LEGACY RESERVES OPERATING LP
300552.01	NM	LEA	TOWNSEND	NEW MEXICO AN ST 1	3002501884	LEGACY RESERVES OPERATING LP
300554.01	NM	LEA	HUME NORTH	NH 35 1	3002530122	LEGACY RESERVES OPERATING LP

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BY CARRIE SANDOVAL

EXHIBIT B-1 NEW MEXICO
(FULL WELLS)

300581.02	NM	LEA	TAMANO EAST	RHINO FED 2	3002536606	LEGACY RESERVES OPERATING LP
300367.02	NM	LEA	SHOE BAR	ROC STATE GH COM 2	3002535010	LEGACY RESERVES OPERATING LP
300585.01	NM	LEA	KING	RUM POINT STATE 1	3002535499	MANZANO LLC
300374.02	NM	LEA	GEM EAST	SAPPHIRE FEDERAL SWD 2	3002531198	LEGACY RESERVES OPERATING LP
300585.02	NM	LEA	KING	RUM POINT STATE 2	3002536590	MANZANO LLC
300373.01	NM	LEA	SAN SIMON	SAN SIMON 6 STATE COM 1	3002526949	LEGACY RESERVES OPERATING LP
300654.01	NM	LEA	NADINE	SAPPHIRE 1	3002535568	LEGACY RESERVES OPERATING LP
300654.02	NM	LEA	NADINE	SAPPHIRE 2	3002535949	LEGACY RESERVES OPERATING LP
300654.03	NM	LEA	NADINE	SAPPHIRE 3	3002536142	LEGACY RESERVES OPERATING LP
300587.01	NM	LEA	BRONCO SOUTHWEST	SCHENCK 1 SWD	3002507245	LEGACY RESERVES OPERATING LP
300007.01	NM	LEA	CASEY KNOWLES WEST	SHIPP 34 A#1	3002525053	LYNX OPERATING CO INC
300007.02	NM	LEA	CASEY KNOWLES WEST	SHIPP 34 A#2	3002525078	LYNX OPERATING CO INC
300097.02	NM	LEA	VACUUM NORTH	SHOE BAR 4 #2	3002535821	PENROC OIL CORPORATION
300089.01	NM	LEA	SHOE BAR	SHOE BAR 4 STATE #1	3002535199	MARATHON OIL PERMIAN LLC
300589.01	NM	LEA	CUERNO LARGO	SIDEWINDER ST 1	3002531012	LEGACY RESERVES OPERATING LP
300691.04	NM	LEA	JENKINS	SODBUSTER 21 FEE 4H	3002543704	MANZANO LLC
300027.11	NM	LEA	JALMAT	SOUTH LANGLEIE JAL UT 11	3002511503	FULFER OIL & CATTLE LLC
300027.12	NM	LEA	JALMAT	SOUTH LANGLEIE JAL UT 12	3002511618	FULFER OIL & CATTLE LLC
300027.19	NM	LEA	JALMAT	SOUTH LANGLEIE JAL UT 19	3002511640	FULFER OIL & CATTLE LLC
300027.02	NM	LEA	JALMAT	SOUTH LANGLEIE JAL UT 2	3002511487	FULFER OIL & CATTLE LLC
300027.20	NM	LEA	JALMAT	SOUTH LANGLEIE JAL UT 20	3002511656	FULFER OIL & CATTLE LLC
300027.22	NM	LEA	JALMAT	SOUTH LANGLEIE JAL UT 22	3002511637	FULFER OIL & CATTLE LLC
300027.25	NM	LEA	JALMAT	SOUTH LANGLEIE JAL UT 25	3002511616	FULFER OIL & CATTLE LLC
300027.27	NM	LEA	JALMAT	SOUTH LANGLEIE JAL UT 27	3002511641	FULFER OIL & CATTLE LLC
300027.29	NM	LEA	JALMAT	SOUTH LANGLEIE JAL UT 29	3002511504	FULFER OIL & CATTLE LLC
300027.04	NM	LEA	JALMAT	SOUTH LANGLEIE JAL UT 4	3002511488	FULFER OIL & CATTLE LLC
300027.05	NM	LEA	JALMAT	SOUTH LANGLEIE JAL UT 5	3002511509	FULFER OIL & CATTLE LLC
300027.06	NM	LEA	JALMAT	SOUTH LANGLEIE JAL UT 6	3002511502	FULFER OIL & CATTLE LLC
300027.08	NM	LEA	JALMAT	SOUTH LANGLEIE JAL UT 8	3002511484	FULFER OIL & CATTLE LLC
300027.09	NM	LEA	JALMAT	SOUTH LANGLEIE JAL UT 9	3002511486	FULFER OIL & CATTLE LLC
300017.01	NM	LEA	ARKANSAS JUNCTION	STATE #001	3002534746	MAMMOTH EXPLORATION LLC
300132.01.01	NM	LEA	BAUM	STATE 19 #1 (PENN)	3002522765	LEGACY RESERVES OPERATING LP
300597.01	NM	LEA	KEMNITZ SOUTH	STATE 19 C #1	3002527513	LEGACY RESERVES OPERATING LP
300200.01	NM	LEA	VACUUM	STATE 20 1	3002529778	LEGACY RESERVES OPERATING LP
300099.01	NM	LEA	VACUUM NORTH	STATE 32 #1 V-F	3002534505	V-F PETROLEUM INC
300598.01	NM	LEA	BAGLEY	STATE 3RO 1	3002528770	LEGACY RESERVES OPERATING LP
300092.01	NM	LEA	SHOE BAR WEST	STATE 5 #1	3002535040	V-F PETROLEUM INC
300026.33	NM	LEA	HOBBS	STATE A 33	3002523195	LEGACY RESERVES OPERATING LP
300602.03	NM	LEA	RANGER LAKE	STATE BF 3	3002523055	LEGACY RESERVES OPERATING LP
300019.15.01	NM	LEA	CORBIN WEST MESCALERO ESCARPE	STATE E744 15 #1 DLWR	3002530504	LEGACY RESERVES OPERATING LP
300019.02	NM	LEA	CORBIN WEST MESCALERO ESCARPE	STATE E744 15 #2	3002539747	LEGACY RESERVES OPERATING LP
300013.01	NM	LEA	TOWNSEND	STATE ETA #2	3002502767	WPX ENERGY PERMIAN LLC
300013.02	NM	LEA	TOWNSEND	STATE ETA #3	3002534716	WPX ENERGY PERMIAN LLC
300013.03	NM	LEA	TOWNSEND	STATE ETA #4	3002534813	WPX ENERGY PERMIAN LLC
300399.01	NM	LEA	CAUDILL	STATE GA 1	3002503682	LEGACY RESERVES OPERATING LP
300399.04	NM	LEA	CAUDILL	STATE GA 4 SWD	3002503685	LEGACY RESERVES OPERATING LP
300399.06	NM	LEA	CAUDILL	STATE GA 6	3002503687	LEGACY RESERVES OPERATING LP
300382.01	NM	LEA	SAN SIMON	STATE GC 1	3002526559	LEGACY RESERVES OPERATING LP
300382.02	NM	LEA	SAN SIMON	STATE GC 2	3002538617	LEGACY RESERVES OPERATING LP
300384.01	NM	LEA	KEMNITZ	STATE SA 1	3002501919	LEGACY RESERVES OPERATING LP
300604.01	NM	LEA	FEATHER	STATE UTP 1	3002525345	POGO OIL & GAS OPERATING CO IN
300204.01	NM	LEA	OSUDO SOUTH	STATE WE L COM 1	3002523274	APACHE CORPORATION
300607.02	NM	LEA	FLYING M	SUNBURST SPENCE FED 2	3002530402	LEGACY RESERVES OPERATING LP
300609.01	NM	LEA	E-K	SUPERIOR STATE 1	3002529292	HUNT CIMARRON LP
300115.01	NM	LEA	BRUNSON	T41 #1	3002538049	LEGACY RESERVES OPERATING LP
300614.01	NM	LEA	CUERNO LARGO	TENNECO ST 3RO 1	3002529833	LEGACY RESERVES OPERATING LP
300615.01.01	NM	LEA	D-K	TERRY 1 (ABO)	3002534157	LEGACY RESERVES OPERATING LP
300101.01	NM	LEA	VACUUM NORTHEAST	TMBR 14 STATE #1	3002535392	V-F PETROLEUM INC
300101.02	NM	LEA	VACUUM NORTHEAST	TMBR 14 STATE #2	3002535393	V-F PETROLEUM INC
300101.03	NM	LEA	VACUUM NORTHEAST	TMBR 14 STATE #3	3002532595	V-F PETROLEUM INC
300101.04	NM	LEA	VACUUM NORTHEAST	TMBR 14 STATE #4	3002535698	V-F PETROLEUM INC
300652.01	NM	LEA	NADINE EAST	TOPAZ 1	3002535906	LEGACY RESERVES OPERATING LP
300401.01	NM	LEA	HIGHTOWER	TOWER 1	3002534526	LEGACY RESERVES OPERATING LP
300618.01.01	NM	LEA	MORTON SOUTH	TOWNSTAR ACS ST 1 (PENN)	3002535867	LEGACY RESERVES OPERATING LP
300619.01	NM	LEA	BAGLEY NORTH	TP 11 ST 1	3002521850	LEGACY RESERVES OPERATING LP
300619.02	NM	LEA	BAGLEY NORTH	TP 11 ST 2	3002537143	LEGACY RESERVES OPERATING LP
300620.01	NM	LEA	TRES PAPALOTES	TRES PAPALOTES 1Y	3002536447	LEGACY RESERVES OPERATING LP

LEA COUNTY, NM
KEITH MANES, COUNTY CLERK
000000456

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BY CARRIE SANDOVAL

EXHIBIT B-1 NEW MEXICO
(FULL WELLS)

300129.07	NM	EDDY	RED LAKE	MIDNIGHT MATADOR A 7	3001525156	LEGACY RESERVES OPERATING LP
300341.01	NM	EDDY	LOST TANK	MOLLY STATE 1	3001526815	LEGACY RESERVES OPERATING LP
300341.02	NM	EDDY	LOST TANK	MOLLY STATE 2	3001526830	LEGACY RESERVES OPERATING LP
300341.03	NM	EDDY	LOST TANK	MOLLY STATE 3	3001526831	LEGACY RESERVES OPERATING LP
300341.04	NM	EDDY	LOST TANK	MOLLY STATE 4	3001526855	LEGACY RESERVES OPERATING LP
300250.01	NM	EDDY	COTTONWOOD CREEK	NEW 25 FED 1H	3001534842	LEGACY RESERVES OPERATING LP
300250.02	NM	EDDY	COTTONWOOD CREEK	NEW 25 FED 2H	3001534895	LEGACY RESERVES OPERATING LP
300251.01	NM	EDDY	COLLINS RANCH FIELD	NILE 22 STATE COM 1	3001533597	LEGACY RESERVES OPERATING LP
300188.01	NM	EDDY	BALDRIDGE CANYON	OUTLAW FLATS 1 ST COM 1	3001532220	MEWBOURNE OIL CO
300350.02	NM	EDDY	BURTON FLAT	OXY HOPSING FEDERAL 2	3001532032	LEGACY RESERVES OPERATING LP
300190.01	NM	EDDY	RIO PENASCO	PECOS FED 1	3001535232	MACK ENERGY
300192.01	NM	EDDY	FOUR MILE DRAW WEST	PEMBINA A 33 STATE 1H	3001536129	LEGACY RESERVES OPERATING LP
300193.02	NM	EDDY	FOUR MILE DRAW WEST	PEMBINA B 33 FEDERAL COM 2H	3001536502	LEGACY RESERVES OPERATING LP
300252.02	NM	EDDY	COLLINS RANCH FIELD	PLATTE 23 FEE 2H	3001534489	LEGACY RESERVES OPERATING LP
300253.01	NM	EDDY	COTTONWOOD CREEK	PO A1 FEE 1H	3001535107	LEGACY RESERVES OPERATING LP
300254.01	NM	EDDY	COTTONWOOD CREEK	PO B1 FEE 1HY	3001535650	LEGACY RESERVES OPERATING LP
300254.02	NM	EDDY	COTTONWOOD CREEK	PO B1 FEE 2H	3001534752	LEGACY RESERVES OPERATING LP
300255.01	NM	EDDY	COTTONWOOD CREEK	PO C1 FEE 1H	3001534753	LEGACY RESERVES OPERATING LP
300255.02	NM	EDDY	COTTONWOOD CREEK	PO C1 FEE 2H	3001534754	LEGACY RESERVES OPERATING LP
300256.01	NM	EDDY	COTTONWOOD CREEK	POTOMAC A9 FEE 1H	3001535369	LEGACY RESERVES OPERATING LP
300256.02	NM	EDDY	COTTONWOOD CREEK	POTOMAC A9 FEE 2H	3001535281	LEGACY RESERVES OPERATING LP
300575.01	NM	EDDY	KENNEDY FARMS	RALPH SJ COM 1	3001524063	GRIZZLY OPERATING LLC
300195.01	NM	EDDY	PENASCO DRAW	RED RIVER FEE 1	3001534620	MACK ENERGY
300258.01	NM	EDDY	COTTONWOOD CREEK	RIO GRANDE 23 FED 1H	3001534296	LEGACY RESERVES OPERATING LP
300258.02	NM	EDDY	COTTONWOOD CREEK	RIO GRANDE 23 FED 2H	3001534590	LEGACY RESERVES OPERATING LP
300258.03	NM	EDDY	COTTONWOOD CREEK	RIO GRANDE 23 FED 3H	3001534591	LEGACY RESERVES OPERATING LP
300076.01	NM	EDDY	PENASCO DRAW	RIO GRANDE 9 COM 1	3001533979	MACK ENERGY
300259.02	NM	EDDY	COTTONWOOD CREEK	ROBINSON HW FED COM #2H	3001535811	EOG Y RESOURCES INC
300259.03	NM	EDDY	COTTONWOOD CREEK	ROBINSON HW FED COM #3H	3001535812	EOG Y RESOURCES INC
300260.01	NM	EDDY	FOUR MILE DRAW	SALMON A32 STATE 1H	3001535910	LEGACY RESERVES OPERATING LP
300261.01	NM	EDDY	FOUR MILE DRAW	SALMON B32 STATE 1H	3001535862	LEGACY RESERVES OPERATING LP
300261.02	NM	EDDY	FOUR MILE DRAW	SALMON B32 STATE 2H	3001535912	LEGACY RESERVES OPERATING LP
300262.01	NM	EDDY	COTTONWOOD CREEK	SAN SABA A12 FEE 1H	3001534476	LEGACY RESERVES OPERATING LP
300262.02	NM	EDDY	COTTONWOOD CREEK	SAN SABA A12 FEE 2H	3001534478	LEGACY RESERVES OPERATING LP
300263.01	NM	EDDY	COTTONWOOD CREEK	SAN SABA B12 FEE 1H	3001534478	LEGACY RESERVES OPERATING LP
300263.02	NM	EDDY	COTTONWOOD CREEK	SAN SABA B12 FEE 2HY	3001534837	LEGACY RESERVES OPERATING LP
300264.01	NM	EDDY	COTTONWOOD CREEK	SEINE A6 FEE 1H	3001535106	LEGACY RESERVES OPERATING LP
300265.01	NM	EDDY	COTTONWOOD CREEK	SEINE B6 FEE 1H	3001535611	LEGACY RESERVES OPERATING LP
300265.02	NM	EDDY	COTTONWOOD CREEK	SEINE B6 FEE 2H	3001535612	LEGACY RESERVES OPERATING LP
300266.01	NM	EDDY	COTTONWOOD CREEK	SEINE C6 FEE 1H	3001534801	LEGACY RESERVES OPERATING LP
300266.02	NM	EDDY	COTTONWOOD CREEK	SEINE C6 FEE 2H	3001534800	LEGACY RESERVES OPERATING LP
300267.01	NM	EDDY	RUNYAN RANCH	SNAKE STATE 1	3001510388	LEGACY RESERVES OPERATING LP
300268.01	NM	EDDY	FOUR MILE DRAW	SOURIS 29 STATE 1H	3001535751	LEGACY RESERVES OPERATING LP
300079.01	NM	EDDY	PENASCO DRAW	SOUTHERN CROSS 15 FED COM 1	3001531474	LEGACY RESERVES OPERATING LP
300080.01	NM	EDDY	PENASCO DRAW	SOUTHERN CROSS 15 STATE #2	3001533413	MACK ENERGY
300080.03	NM	EDDY	PENASCO DRAW	SOUTHERN CROSS 15 STATE #3Y	3001534069	MACK ENERGY
300081.02	NM	EDDY	PENASCO DRAW	SOUTHERN CROSS 16 STATE #2Y	3001533510	MACK ENERGY
300081.03	NM	EDDY	PENASCO DRAW	SOUTHERN CROSS 16 STATE #3	3001533780	MACK ENERGY
300081.04	NM	EDDY	PENASCO DRAW	SOUTHERN CROSS 16 STATE #4	3001533779	MACK ENERGY
300082.01	NM	EDDY	PENASCO DRAW	SOUTHERN CROSS 18 COM 1	3001533571	MACK ENERGY
300087.01	NM	EDDY	RIO PENASCO	SOUTHERN CROSS 19 COM 1	3001533479	MACK ENERGY
300083.03	NM	EDDY	PENASCO DRAW	SOUTHERN CROSS 21 STATE #3	3001531437	MACK ENERGY
300084.01	NM	EDDY	PENASCO DRAW	SOUTHERN CROSS 22 STATE #1	3001530898	MACK ENERGY
300085.01	NM	EDDY	PENASCO DRAW	SOUTHERN CROSS 9 COM 1	3001533672	MACK ENERGY
300202.01	NM	EDDY	MOSLEY CANYON	STATE IN 1	3001523380	MEWBOURNE OIL CO
300383.01	NM	EDDY	HOAG TANK	STATE MV COM 1	3001523549	LEGACY RESERVES OPERATING LP
300046.04.01	NM	EDDY	TAMANO	TAMANO (BSSC) #403	3001525399	LEGACY RESERVES OPERATING LP
300046.06.01	NM	EDDY	TAMANO	TAMANO (BSSC) #601	3001525955	LEGACY RESERVES OPERATING LP
300046.06.02	NM	EDDY	TAMANO	TAMANO (BSSC) #602	3001526286	LEGACY RESERVES OPERATING LP
300046.07.01	NM	EDDY	TAMANO	TAMANO (BSSC) #703	3001525736	LEGACY RESERVES OPERATING LP
300046.07.02	NM	EDDY	TAMANO	TAMANO (BSSC) #704	3001525893	LEGACY RESERVES OPERATING LP
300269.01	NM	EDDY	COTTONWOOD CREEK	TIBER A5 FEE 1H	3001535467	LEGACY RESERVES OPERATING LP
300270.01	NM	EDDY	COTTONWOOD CREEK	TIBER B5 FEE 1H	3001534989	LEGACY RESERVES OPERATING LP
300270.02	NM	EDDY	COTTONWOOD CREEK	TIBER B5 FEE 2H	3001534990	LEGACY RESERVES OPERATING LP
300271.01	NM	EDDY	COLLINS RANCH FIELD	TIGRIS A7 FEE 1H	3001534460	LEGACY RESERVES OPERATING LP
300272.02	NM	EDDY	COLLINS RANCH FIELD	TIPPECANOE B7 FEE COM #2H	3001536754	EOG Y RESOURCES INC
300206.01	NM	EDDY	COLLINS RANCH FIELD	TRINITY A 28 STATE 1H	3001535680	LEGACY RESERVES OPERATING LP

STATE OF NEW MEXICO §
COUNTIES OF CHAVES, EDDY, §
LEA AND ROOSEVELT §

STATE OF TEXAS §
§
COUNTIES OF ANDREWS, BORDEN, §
CALLAHAN, CRANE, CROCKETT, DAWSON, §
ECTOR, GAINES, GARZA, GLASSCOCK, HOWARD, §
IRION, LOVING, LUBBOCK, MARTIN, MIDLAND, §
MITCHELL, PECOS, REAGAN, REEVES, UPTON, §
VAL VERDE, WARD, WINKLER AND YOAKUM §

PARTIAL RELEASE OF LIENS AND SECURITY INTERESTS

1. For valuable consideration paid to the undersigned, the receipt and sufficiency of which are hereby acknowledged, the undersigned, in its capacity as Administrative Agent and on behalf of the Lenders, hereby releases and discharges all of those certain Assets (as defined in the Assignment) assigned pursuant to that certain Assignment and Bill of Sale effective as of October 1, 2020 from Legacy Reserves Operating LP, as assignor, to SBI West Texas I, LLC, as assignee (the “Assignment”), attached hereto as Exhibit A, as such rights, titles, interests and liens and security interests were created and are existing under the instrument executed for the benefit of the undersigned and described on Schedule 1 attached hereto and made a part hereof (the “Mortgage”). Capitalized terms used herein but not defined have the meanings assigned such terms in the Mortgage.

2. It is expressly understood and agreed that the right, title or interest reserved by Assignor in the attached Assignment, including, without limitation, the Reserved Wells, Excluded Assets and certain other depths, lands and wellbores referenced therein, is not released herein and remains encumbered by the Mortgage.

3. It is expressly understood and agreed that this is a partial release and shall in no way release, affect or impair the undersigned's rights, titles, interests and liens against any other interest and property described in and covered by the Mortgage.


4. Reference is hereby made to the Mortgage and the recordation thereof for all purposes in connection herewith.

SIGNATURES BEGIN NEXT PAGE

LEA COUNTY, NM
KEITH MANES, COUNTY CLERK
000000456
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01/13/2021 08:37 AM
BY CARRIE SANDOVAL

EXECUTED this 15th day of December, 2020.

WELLS FARGO BANK, N.A., as Administrative
Agent

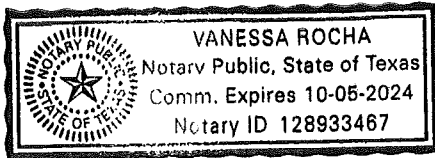
By: 
Name: Matthew Denkler
Title: Vice President

STATE OF TEXAS §
 §
COUNTY OF HARRIS §

This instrument was acknowledged before me on December 15, 2020 by Matthew Denkler, Vice President of Wells Fargo Bank, N.A., a national banking association, on behalf of said banking association.

Seal:


Notary Public



District I
1625 N. French Dr., Hobbs, NM 88240
Phone:(575) 393-6161 Fax:(575) 393-0720
District II
811 S. First St., Artesia, NM 88210
Phone:(575) 748-1283 Fax:(575) 748-9720
District III
1000 Rio Brazos Rd., Aztec, NM 87410
Phone:(505) 334-6178 Fax:(505) 334-6170
District IV
1220 S. St Francis Dr., Santa Fe, NM 87505
Phone:(505) 476-3470 Fax:(505) 476-3462

State of New Mexico
Energy, Minerals and Natural Resources
Oil Conservation Division
1220 S. St Francis Dr.
Santa Fe, NM 87505

COMMENTS

Action 334882

COMMENTS

Operator: LEGACY RESERVES, LP 303 W Wall Ste. 1400 Midland, TX 79701	OGRID: 237265
	Action Number: 334882
	Action Type: [IM-SD] Facility File Support Doc (ENV) (IM-BFF)

COMMENTS

Created By	Comment	Comment Date
amaxwell	Change of operator from Revenir/Legacy Reserves to ExTex.	4/18/2024

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