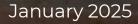
# A Powerful Step Forward

Expanding Asset Base, Density & Commodity Mix with Acquisition of Liquids-Rich Maverick Natural Resources







The information contained in this document (the "Presentation") has been prepared by Diversified Energy Company PLC ("Diversified" or the "Company"). This Presentation is for general information purposes only and does not constitute an invitation or inducement to any person to engage in investment activity.

While the information contained herein has been prepared in good faith, neither the Company nor any of its shareholders, directors, officers, agents, employees or advisers give, have given or have authority to give, any representations or warranties (express or implied) as to, or in relation to, the accuracy, reliability or completeness of the information in this Presentation, or any revision thereof, or of any other written or oral information made or to be made available to any interested party or its advisers (all such information being referred to as "Information") and liability therefore is expressly disclaimed. Accordingly, neither the Company nor any of its shareholders, directors, officers, agents, employees or advisers take any responsibility for, or will accept any liability whether direct or indirect, express or implied, contractual, tortious, statutory or otherwise, in respect of, the accuracy or completeness of the Information or for any of the opinions contained herein or for any errors, omissions or misstatements or for any loss, howsoever arising, from the use of this Presentation.

This announcement includes forward-looking statements. Forward-looking statements are sometimes identified by the use of forward-looking terminology such as "believe", "expects", "targets", "may", "will", "could", "should", "shall", "risk", "intends", "estimates", "aims", "plans", "predicts", "continues", "assumes", "projects", "positioned" or "anticipates" or the negative thereof, other variations thereon or comparable terminology. These forwardlooking statements include all matters that are not historical facts. They appear in a number of places throughout this announcement and include statements regarding the intentions, beliefs or current expectations of management or the Company concerning, among other things, statements regarding the Acquisition, including its timing, benefits and impact, pro forma descriptions of the combined company and its operations, integration and transition plans, synergies, opportunities and anticipated future performance, the results of operations, financial condition, prospects, growth, strategies and dividend policy of the Company and the industry in which it operates. These forward-looking statements involve known and unknown risks and uncertainties, many of which are beyond the Company's control and all of which are based on management's current beliefs and expectations about future events, including the expected timing and likelihood of completion of the Acquisition, including the timing, receipt and terms and conditions of any required government or regulatory approvals of the Acquisition that could reduce anticipated benefits or cause the parties to abandon the Acquisition, the ability to successfully integrate the businesses, the occurrence of any event, change or other circumstances that could give rise to the termination of the merger agreement, the possibility that stockholders of Diversified may not approve the issuance of new shares of common stock in the Acquisition, the risk that the parties may not be able to satisfy the conditions to the Acquisition in a timely manner or at all, risks related to disruption of management time from ongoing business operations due to the Acquisition, the risk that any announcements relating to the Acquisition could have adverse effects on the market price of Diversified's common stock, the risk that the Acquisition and its announcement could have an adverse effect on the ability of Diversified and Maverick to retain customers and retain and hire key personnel and maintain relationships with their suppliers and customers and on their operating results and businesses generally, the risk the pending Acquisition could distract management of both entities and they will incur substantial costs, the risk that problems may arise in successfully integrating the businesses of the

companies, which may result in the combined company not operating as effectively and efficiently as expected, the risk that the combined company may be unable to achieve synergies or it may take longer than expected to achieve those synergies and other important factors that could cause actual results to differ materially from those projected.

Forward-looking statements speak only as of their date and neither the Company nor the Group nor any of its respective directors, officers, employees, agents, affiliates or advisers expressly disclaim any obligation to supplement, amend, update or revise any of the forward-looking statements made herein, except where it would be required to do so under applicable law. In light of these risks, uncertainties and assumptions, the events described in the forward-looking statements in this Presentation may not occur. As a result, you are cautioned not to place undue reliance on such forward-looking statements. Past performance of the Company cannot be relied on as a guide to future performance. No statement in this Presentation is intended as a profit forecast or a profit estimate and no statement in this Presentation should be interpreted to mean that the financial performance of the Company for the current or future financial years would necessarily match or exceed the historical published for the Company.

This Presentation should not be considered as the giving of investment advice by the Company or any of its shareholders, directors, officers, agents, employees or advisers.

The distribution of this Presentation in or to persons subject to other jurisdictions may be restricted by law and persons into whose possession this Presentation comes should inform themselves about, and observe, any such restrictions. Any failure to comply with such restrictions may constitute a violation of the laws of the relevant jurisdiction. Certain key operating metrics that are not defined under IFRS (alternative performance measures) are included in this Presentation, including EBITDA, PV-10, accretion and free cash flow. These non-IFRS measures are used by us to monitor the underlying business performance of the Company from period to period and to facilitate comparison with our peers. Since not all companies calculate these or other non-IFRS metrics in the same way, the manner in which we have chosen to calculate the non-IFRS metrics should not be considered in isolation of, or viewed as substitutes for, the financial information prepared in accordance with IFRS. Certain of the key operating metrics set forth [below][in this Presentation] are based on information derived from our regularly maintained records and accounting and operating systems.

The financial information in this Presentation does not contain sufficient detail to allow a full understanding of the Acquisition. Please refer to the announcement dated January 27, 2025 for more detailed information. It is our intention that all of the information provided during this Presentation or in any follow-up discussion will either be publicly available information or, if not publicly available, information that we do not believe constitutes inside information or material non-public information about the Company. However, you are under an obligation to assess independently for yourself whether you are in possession of inside information, and when you cease to be in possession of inside information.

# STRENGTHENING OUR UNIQUE AND PROVEN STRATEGY

**Commodity Revenue** Diversification

Exposure to Premium Oil Prices and The LNG & Data Center Demands for Natural Gas

## Basin & Geographic Diversification

Operating High-quality Assets Across Appalachia, Oklahoma, Ark-La-Tex & Permian

## Reinvestment Diversification

Optionality to Grow By Targeted Acquisitions & Low-risk Acreage Development Partnerships **Business Segment Diversification** 

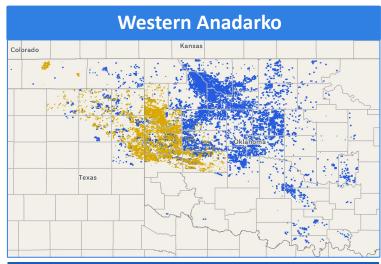
Coal Mine Methane Credits & Next LVL Energy Well Retirement

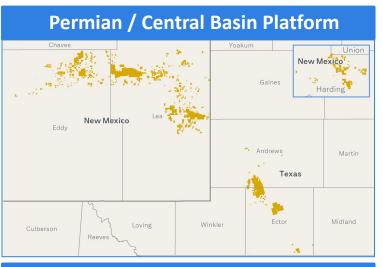
**Combined Company Drives Consistent Free Cash Flow Generation & Shareholder Returns** 

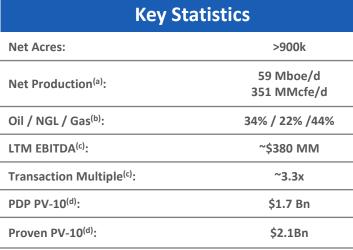
A COMPELLING OPPORTUNITY: MAVERICK NATURAL RESOURCES

Multi-Dimensional Value Creation

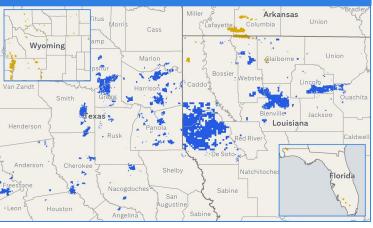
- Commodity Diversification
- ✓ Peer Leading Corporate Declines
- Multi-Basin Portfolio with Asset Density
- Creates Premier WAB/Oklahoma Operator
- ✓ Strong, Stable Financial Profile
- ✓ Introduces New Organic Growth Opportunity
- ✓ Expands Proven Roll-Up Model to Permian
- Commercial Benefits & Significant Synergies







### AR / LA / TX + WY + FL



Diversified Energy Company

Maverick Natural Resources

Source: Company Data

- a) Production presented as average for the month ending September 30, 2024.
- b) Production percentages based on current production for the month ending September 30, 2024.

c) Last Twelve Month Adjusted EBITDA ("LTM EBITDA") presented for the twelve-month period ending September 30, 2024 and excludes certain non-recurring items primarily relating to restructuring and other transactional costs; Transaction

Multiple based on Gross Purchase Price divided by the Acquisition's LTM EBITDA.

d) Calculated using historical production data, asset-specific type curves and an effective date of June 1, 2024 using the 10-year NYMEX strip at January 10, 2025.



# **TRANSACTION OVERVIEW**

	Transaction Structure	•	Acquisition of Maverick Natural Resources, LLC for \$1,275mm (inclusive of the assumption of net debt, and other credit adjustments)
	Consideration	•	~21.2MM Diversified common shares issued <sup>(a)</sup> to Maverick unitholders ~\$207mm cash consideration funded via RBL draw
	Combined Ownership	•	Diversified shareholders: ~70% <sup>(a)</sup> EIG: ~20% <sup>(a)</sup> Other Maverick unitholders: ~10% <sup>(a)</sup>
	Approvals and Timing	•	Expected to close in first half 2025 Diversified shareholder approval [for the issue of shares] Customary regulatory clearance
ŗ£	Leadership and Governance	•	<ul> <li>Rusty Hutson to continue to serve as Chief Executive Officer &amp; member of Board</li> <li>2 EIG designees to be appointed to Diversified Board</li> <li>Representing 2 of 8 total Directors at transaction close</li> </ul>

January

2025

## B HIGHLY IMPACTFUL DEAL WITH MULTIPLE VALUE CREATION LEVERS

DIVERSIFIED

enerav

MAVERICK

### **Enhanced Scale of Company and Operations**

- Increased Operational Scale & Liquids Weighting
- Premier PDP operator with the expansion of roll-up model to Permian Basin
- Provides optionality for capital deployment to acquisitions or organic development through established JV partnerships
- Contiguous Western Anadarko Position; significant operational and corporate synergies

### Well Capitalized Balance Sheet

- ✓ Upsized Credit Facility with \$900 Borrowing Base
- Reduces net leverage and ABS structure provides further natural de-leveraging
- Enhanced free cash flow profile allows for accelerated deleveraging
- ✓ Deployment of low-cost Investment-Grade capital

### **Unlocking Significant Shareholder Value**

- ✓ Attractive acquisition valuation of 3.3x LTM EBITDA<sup>(a)</sup>
- Accretive to Free Cash Flow per share
- Accretive to NAV per share
- Accretive to high quality undeveloped acreage portfolio

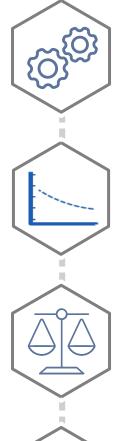
## Peer Leading Shareholder Returns

- ✓ Quarterly dividend of \$0.29/share
- Enhances metrics among public peers on key metrics
- Transformative value proposition with potential equity upside





## **ACQUISITION DRIVES SIGNIFICANT FREE CASH FLOW GROWTH**



### **Complementary Cash Flow Profiles**

Robust and sustainable cash flow profiles from Diversified and Maverick provide platform for continued value creation

### **Benefits of Low Declines**

Differentiated, industry-low corporate declines reduce capital intensity and benefits cash generation

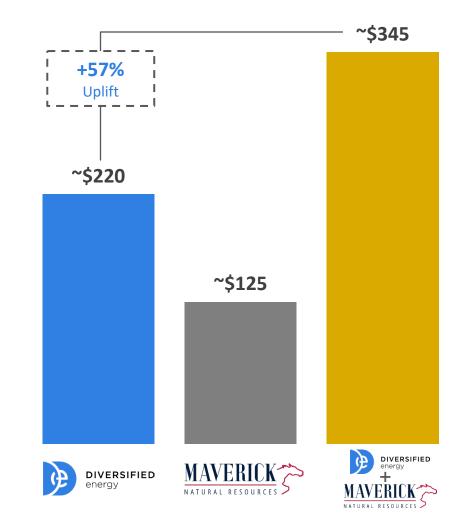
## **Commodity Diversification and Hedging**

Balanced weighting of gas and liquids revenues, combined with geographical diversification insulates realized pricing

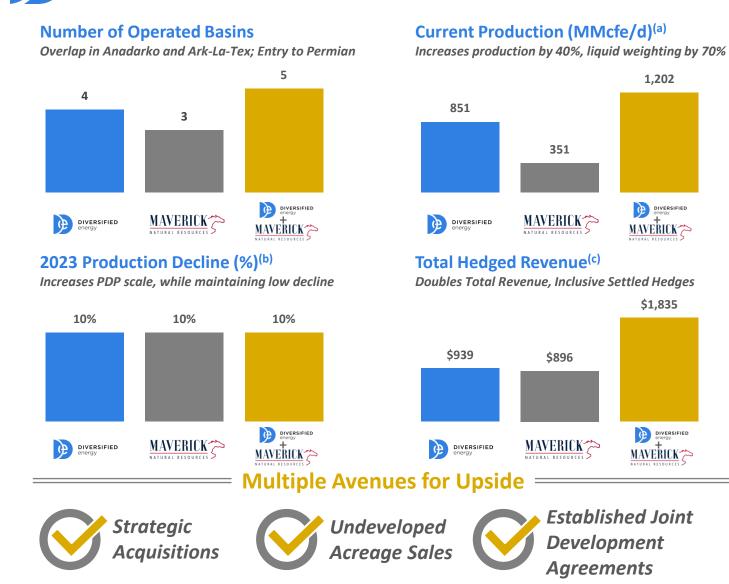
## Additional Upside Through Synergies

Identified expense efficiencies drive sustained and increased free cash flow generation

LTM Free Cash Flow



# **E** LOGICAL, DISCIPLINED, STRATEGIC TRANSACTION



## **Immediate Transaction Benefits**



Increases Operational Scale & Liquids Weighting



Enhances position as premier PDP operator



Expands footprint and acquisition opportunities

a) Average daily production for September 2024.

b) Corporate base decline.

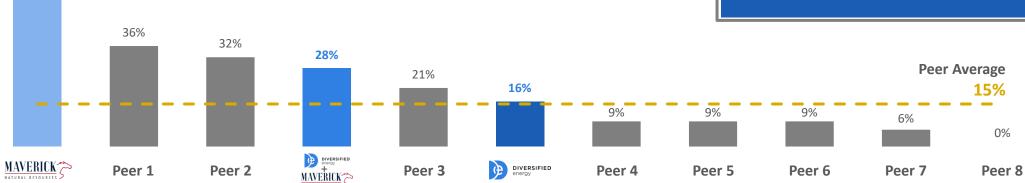
c) For the twelve months ended September 30, 2024, Total Revenue, Inclusive of Hedges is a Non-IFRS metric calculated as Total Revenue, inclusive of the impact of derivatives settled in cash.

# **ENHANCED MARGINS FROM INCREASED LIQUIDS WEIGHTING**



56%



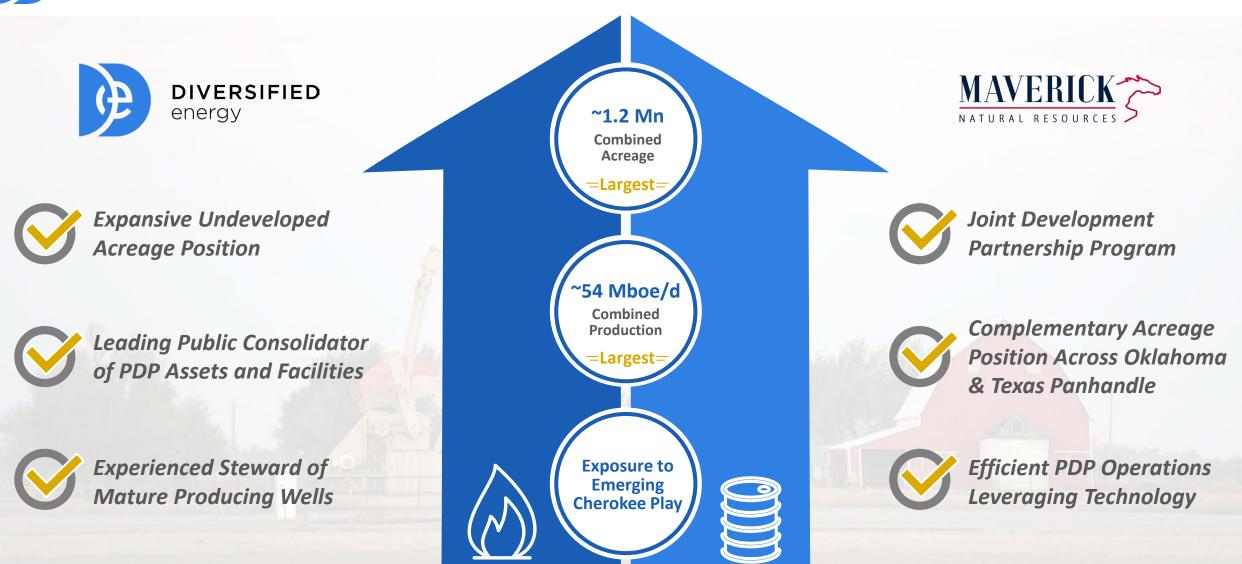


### **EBITDA Margin vs. Peers (\$/Mcfe)**



Source: Company Data; Enverus; Data as of 9/30/2024. Peers include AR, CNX, CRK, EQT, EXE, GPOR, BKV and RRC. As used herein, EBITDA Margin represents Adjusted EBITDA divided by total production for the twelve month period ended September 30, 2024; Adjusted EBITDA for Maverick excludes certain non-recurring items. primarily relating to restructuring and other transactional costs.

## ASSET DENSITY CREATES PREMIER WAB OPERATOR



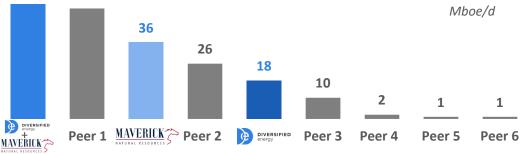
## **WESTERN ANADARKO ASSETS COMPLEMENT EXISTING FOOTPRINT**

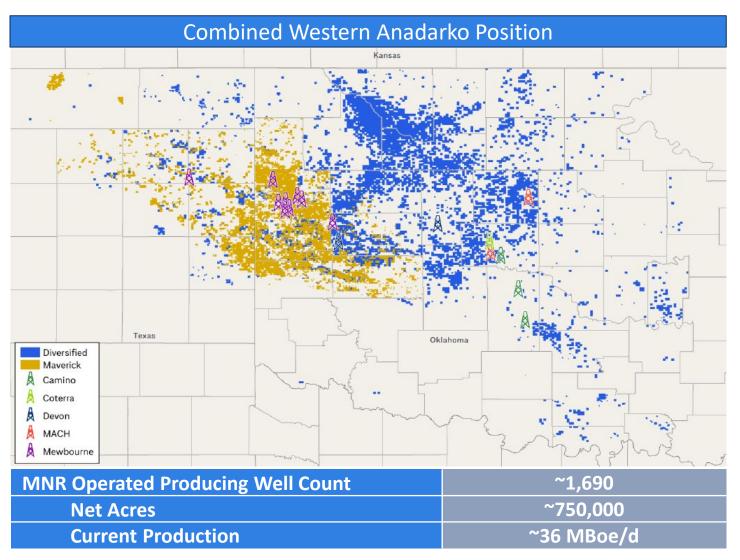
## Western Anadarko Overview

Maverick Assets

- ✓ 750,000 contiguous net acres allows for G&A and operational synergies
- Exhibits highly favorable decline characteristics
- 40% WI long-term joint development agreement in the Excello play
- Robust in-basin infrastructure with significant capacity
- Additional growth through established JV Partnership with highly regarded operator







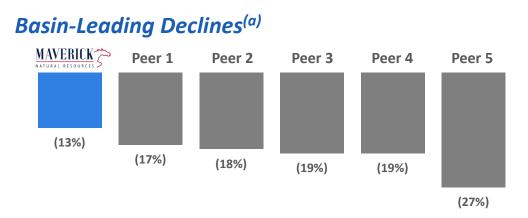


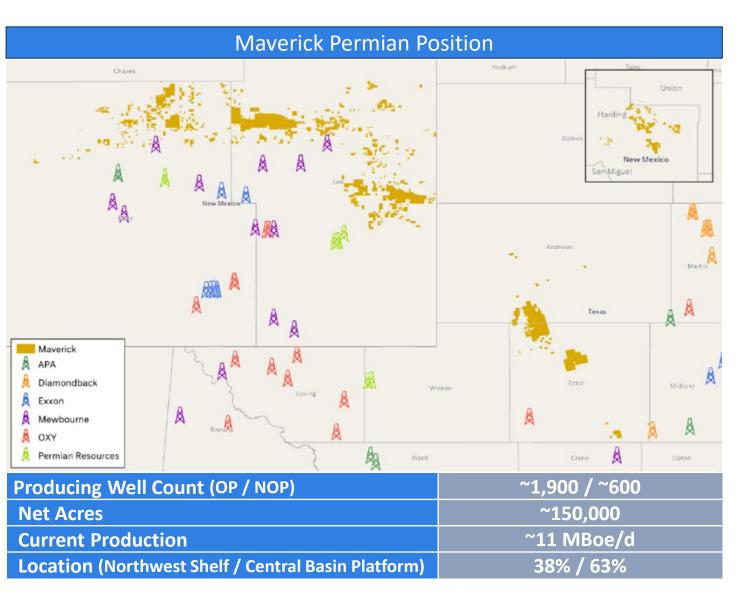
# **ENTRY TO PERMIAN EXPANDS PLATFORM FOR PROVEN STRATEGY**

## **Permian Basin Overview**

Maverick Assets

- Portfolio concentrated in Northwest Shelf and Central Basin Platform
- Low decline floods and efficient operational cost structure yield consistent, high-margin cash flow
- Provides low-risk, high-return workover opportunities from historically underinvested assets

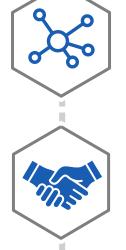




#### Source: Company Data, Enverus; Data as of January 13, 2025. a) Based on 5-year average rate of annual production declines for Delaware Basin assets; Peers include CTRA, FANG, MTDR, OXY, PR; Not reflective of Maverick consolidate base corporate decline



## ADDING ATTRACTIVE UNDEVELOPED OPTIONALITY IN PORTFOLIO



### **Creating Strategic Optionality in Capital Deployment**

Total combined undeveloped acres including the attractive Cherokee interval provides high-return capital deployment option to supplement acquisitions

### Partnering with Experienced Oklahoma Operator

Established Joint Development provides low-risk development opportunities for non-operated working interest



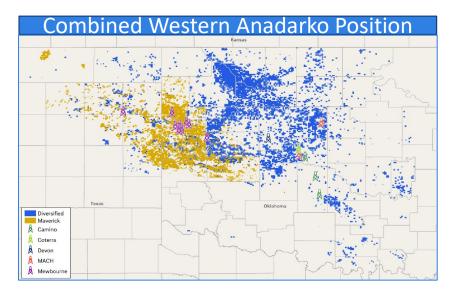
## **Expanding Potential for Undeveloped Acreage Sales**

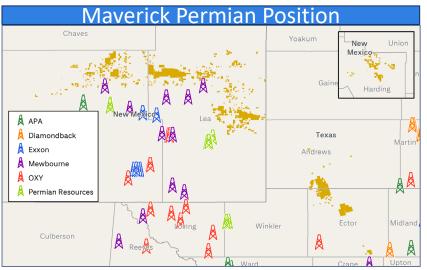
Acquired undeveloped leasehold is contiguous with recently sold Oklahoma acreage with average pricing of ~\$1,100/acre



### Maintaining Industry-Leading Capital Intensity Rates

Combined company continues to retain significant capital reallocation, with capital intensity rate approximately 65% lower than peer average





# DIVERSIFIED'S PLATFORM IS BUILT FOR SCALE



### Unique Infrastructure **PLATFORM** Built to be Accretive Consolidator





Underpinned by superior IT & OT technology stack to drive efficiency, real-time data-driven analytics and create a seamless flow of information from the wellhead to the boardroom

\$585 Million in Acquisitions During 2024 with No Incremental G&A Additions



# Æ

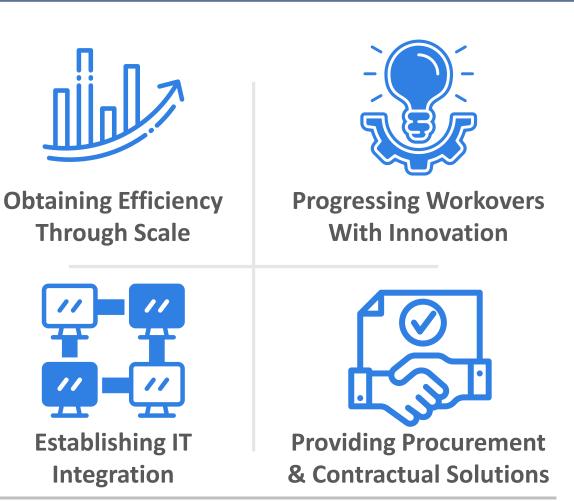
## A PROVEN APPROACH TO SYNERGY CAPTURE

## **Asset Density Accelerates Capturing Synergies**

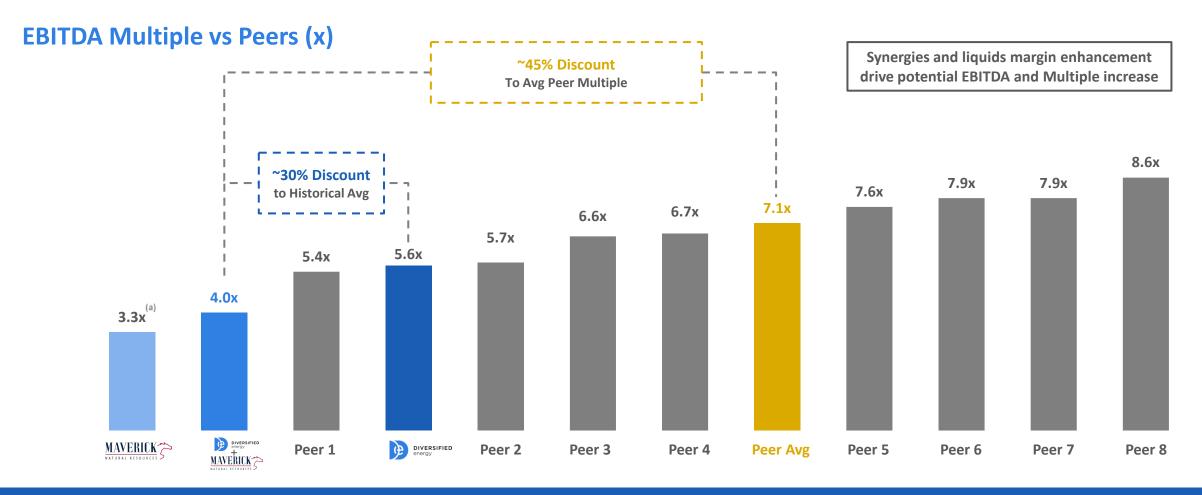
- ✓ Unlocks significant value and provides sustainable opportunities
- Expect fast, effective and efficient integration and unlock of expense savings given familiarity with asset base and Diversified's strong capabilities, processes and established integration playbook
- Provides substantial earnings contribution while identifying overlap
- Empowering workforce drives anticipated run rate operating synergies in year one

Concentrated WAB Asset (illustrative)	DEC	MNR
Number of Operated Wells:	~2,300	~1,700
Total Production (Mboe/d):	~18	~36
Number of Operators:	~100	~150
Compressor Costs:	~\$4,400	~\$15,700
Water Hauling Cost:	~\$5,600	~\$9,000

### **Typical Post-Acquisition Opportunity Areas**







Unique Opportunity for Equity Upside via Multiple Re-rate

Source: Company Data; Factset as of 1/17/2025; Peers include BKV, GPOR, CRK, GPOR, CNX, RRC, AR, EQT, and EXE. Note: Maverick and Diversified calculated using LTM Adjusted EBITDA for the twelve-month period ended September 30, 2024, Peers reflecting FV / 2025E EBITDA. a) Adjusted EBITDA for Maverick excludes certain non-recurring items primarily relating to restructuring and other transactional costs.

**January** 16

## MAINTAINING FLEXIBLE CAPITAL ALLOCATION STRATEGY

## **Systematic Debt Reduction**

Anticipated reduction in borrowings through amortization of \$200 million in 2025 Decrease leverage to lower end of stated range

## **Strategic Share Repurchases**

Conduct strategic and regimented buybacks



## **Fixed Per-Share Dividend**

Provide a meaningful & sustainable capital return structure Annualized dividend of \$1.16 per share<sup>(a)</sup>

## **Opportunistic Growth**

Pursue high-return organic opportunities and bolt-on additions at attractive multiples

Prioritizing Free Cash Flow with the Flexibility to Allocate Across the Highest & Best Uses of Capital to Create Long-Term Shareholder Value

## **CREATING A PREMIER PRODUCTION COMPANY FOR THE 21<sup>ST</sup> CENTURY**

Strategic Transaction to Build Scale in Diversified, Low-Risk Business Model

Substantial Upside Through Multiple Re-Rate, Enhanced Cash Flow, and Achievable Synergies

Transaction Increases Liquids Weighting and Strengthens Margins, Creating the "Must Own" Natural Gas Operator



A Powerful Step Forward in Reinforcing Our Leadership as the Right Company at the Right Time



### <u>Corporate</u>

1600 Corporate Drive Birmingham, Alabama 35238-1087 (USA) <u>div.energy</u>

### Douglas Kris

Senior Vice President Investor Relations & Corporate Communications

> dkris@dgoc.com +1 973 856 2757

### Wren Smith

Senior Manager Investor Relations

<u>cwsmith@dgoc.com</u> +1 205 315 0553