

Forward-Looking / Cautionary Statements

This presentation, including any oral statements made regarding the contents of this presentation, contains forward-looking statements as defined under Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. All statements, other than statements of historical facts, that address activities that Vital Energy, Inc. (together with its subsidiaries, the "Company", "Vital" or "VTLE") assumes, plans, expects, believes, intends, projects, indicates, enables, transforms, estimates or anticipates (and other similar expressions) will, should or may occur in the future are forward-looking statements. The forward-looking statements are based on management's current belief, based on currently available information, as to the outcome and timing of future events. Such statements are not guarantees of future performance and involve risks, assumptions and uncertainties.

General risks relating to Vital Energy include, but are not limited to, continuing and worsening inflationary pressures and associated changes in monetary policy that may cause costs to rise; changes in domestic and global production, supply and demand for commodities, including as a result of actions by the Organization of Petroleum Exporting Countries and other producing countries ("OPEC+") and the Russian-Ukrainian or Israel-Hamas military conflicts, the decline in prices of oil, natural gas liquids and natural gas and the related impact to financial statements as a result of asset impairments and revisions to reserve estimates, reduced demand due to shifting market perception towards the oil and gas industry; competition in the oil and gas industry; the ability of the Company to execute its strategies, including its ability to successfully identify and consummate strategic acquisitions at purchase prices that are accretive to its financial results and to successfully integrate acquired businesses, assets and properties, pipeline transportation and storage constraints in the Permian Basin, the effects and duration of the outbreak of disease and any related government policies and actions, long-term performance of wells, drilling and operating risks, the possibility of production curtailment, the impact of new laws and regulations, including those regarding the use of hydraulic fracturing, and under the Inflation Reduction Act (the "IRA"), including those related to climate change, the impact of legislation or regulatory initiatives intended to address induced seismicity on our ability to conduct our operations; hedging activities, tariffs on steel, the impact of hee more ability of the company's transactions, if any, with its securities from time to time, the impact of new environmental, health and safety requirements applicable to the Company's business activities, the possibility of the elimination of federal income tax deductions for oil and gas exploration and development and imposition of any additional

Any forward-looking statement speaks only as of the date on which such statement is made. Vital does not intend to, and disclaims any obligation to, correct, update or revise any forward-looking statement, whether as a result of new information, future events or otherwise, except as required by applicable law.

The SEC generally permits oil and natural gas companies, in filings made with the SEC, to disclose proved reserves, which are reserve estimates that geological and engineering data demonstrate with reasonable certainty to be recoverable in future years from known reservoirs under existing economic and operating conditions, and certain probable and possible reserves that meet the SEC's definitions for such terms. In this presentation, the Company may use the terms "resource play," "estimated ultimate recovery," or "EURs," "type curve" and "standardized measure," each of which the SEC guidelines restrict from being included in filings with the SEC without strict compliance with SEC definitions. These terms refer to the Company's internal estimates of unbooked hydrocarbon quantities that may be potentially discovered through exploratory drilling or recovered with additional drilling or recovery techniques. "Resource potential" is used by the Company to refer to the estimated quantities of hydrocarbons that may be added to proved reserves, largely from a specified resource play potentially supporting numerous drilling locations. A "resource play" is a term used by the Company to describe an accumulation of hydrocarbons known to exist over a large areal expanse and/or thick vertical section potentially supporting numerous drilling locations, which, when compared to a conventional play, typically has a lower geological and/or commercial development risk. "EURs" are based on the Company's previous operating experience in a given area and publicly available information relating to the operations of producers who are conducting operations in these areas. Unbooked resource potential and "EURs" do not constitute reserves within the meaning of the Society of Petroleum Engineer's Petroleum Resource Management System or SEC rules and do not include any proved reserves. Actual quantities of reserves that may be ultimately recovered from the Company's interests may differ substantially from those presented herein. Factors affe

This presentation includes financial measures that are not in accordance with generally accepted accounting principles ("GAAP"), such as Free Cash Flow and Consolidated EBITDAX. While management believes that such measures are useful for investors, they should not be used as a replacement for financial measures that are in accordance with GAAP. For definitions of such non-GAAP financial measures and their reconciliations to the most comparable GAAP measures, please see the Appendix.

Unless otherwise specified, references to "average sales price" refer to average sales price excluding the effects of the Company's derivative transactions. All amounts, dollars and percentages presented in this presentation are rounded and therefore approximate.



Disciplined Permian Basin Producer





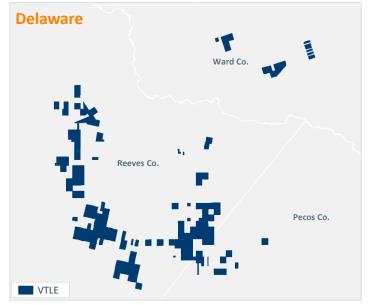
REDUCEDEBT AND LEVERAGE

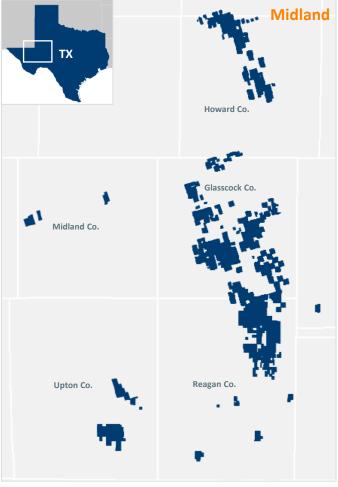






~250,000
101.8 – 105.8 MBOE/d
48%
725







Exceptional Third-Quarter 2023 Performance

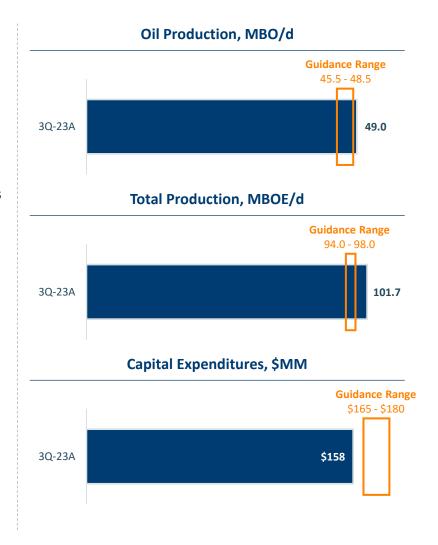




Free Cash Flow¹

Cash Flows from Operating Activities

- 1 Continued execution of acquisition strategy
 - Announced three Permian acquisitions adding a combined 53,000 net acres and 150 high-value gross locations (All three transactions have closed)
 - Successfully integrated Driftwood and Forge acquisitions
- 2 Exceeded high-end of guidance with record oil and total production
 - · Strong performance from recently completed wells across portfolio
- Capital expenditures below guidance
 - Savings on facilities investments on recently acquired assets
 - Reduced Howard County drilling and completions costs





Strong Operational Performance and Accretive Transactions Enhance Outlook





Acquisition Strategy Builds Scale and Extends High-Value Inventory

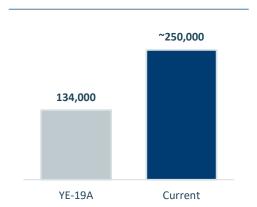
2019 - 22

2023

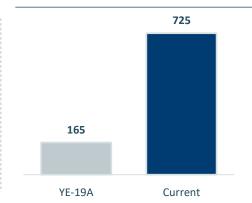
- Howard & W. Glasscock Co. 2019: 2 transactions / ~11,875 net acres
- Howard Co.
 2020: 2 transactions / ~3,850 net acres
- Howard & W. Glasscock Co.
 2021: 2 transactions / ~41,000 net acres
- E. Glasscock & Reagan Co. 2021: WI Divestiture
- Non-Op Divestiture 2022: ~1,650 net acres

- Upton & S. Reagan Co. 1Q-23: ~11,200 net acres
- Delaware Basin Entry 2Q-23: ~24,000 net acres
- Henry Midland & Delaware 3Q-23: ~15,900 net acres
- Maple Delaware 3Q-23: ~15,500 net acres
- Tall City Delaware 3Q-23: ~21,450 net acres

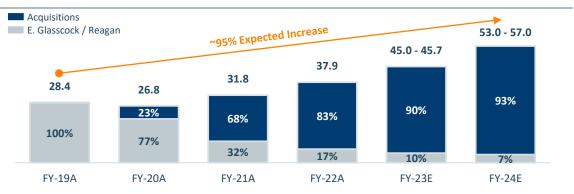
Net Acres



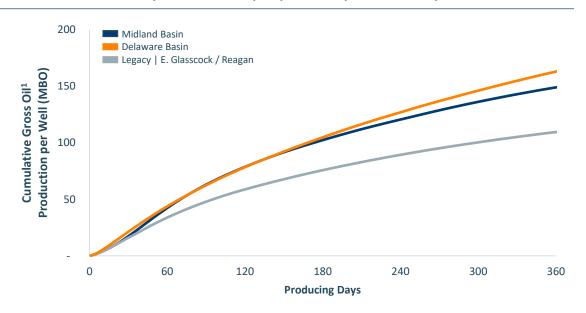
Inventory Locations



Strong Oil Production Growth, MBO/d

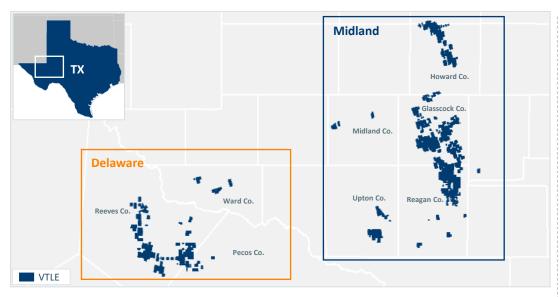


Acquired Inventory Improves Capital Efficiency





Dual Basin Footprint Enables Optimization of High-Return Development



Operated Turn-in-Lines

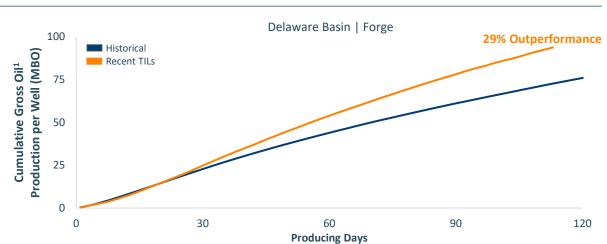


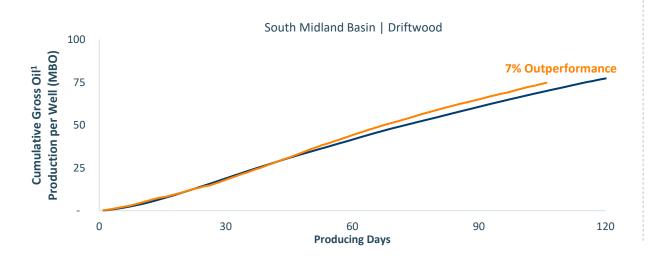
Delaware	Midland	Combined
69,050	181,700	250,750
~200 Gross	~525 Gross	725 Gross
10,000′	10,750′	10,500′
30% of Total	70% of Total	\$175 - \$190 MM
1.3	2.0	3.3
0.5	1.1	1.6
4 Gross (2.0 Net)	17 Gross (13.5 Net)	21 Gross (15.5 Net)
6 Gross (4.5 Net)	8 Gross (7.6 Net)	14 Gross (12.1 Net)
3 Gross (1.6 Net)	10 Gross (9.6 Net)	13 Gross (11.1 Net)
	69,050 ~200 Gross 10,000' 30% of Total 1.3 0.5 4 Gross (2.0 Net) 6 Gross (4.5 Net)	69,050 181,700 ~200 Gross ~525 Gross 10,000' 10,750' 30% of Total 70% of Total 1.3 2.0 0.5 1.1 4 Gross (2.0 Net) 17 Gross (13.5 Net) 6 Gross (4.5 Net) 8 Gross (7.6 Net)



Successful Integration of Recent Acquisitions



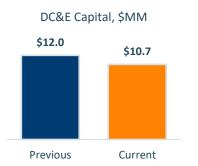




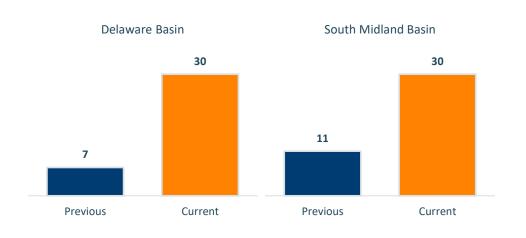
Lower Well Costs, Improving Operations

10% Reduction

of DC&E capital per 10,000' lateral in the Delaware Basin



Operated Wells per Lease Operator





Strong Financial Structure and Cash Flows Protected by Robust 2024 Hedges



~90% of anticipated 2024 oil volume hedged at \$75 WTI



2024 Free Cash Flow¹ targeted for debt reduction

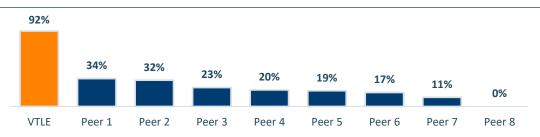


Advantageous debt maturity profile

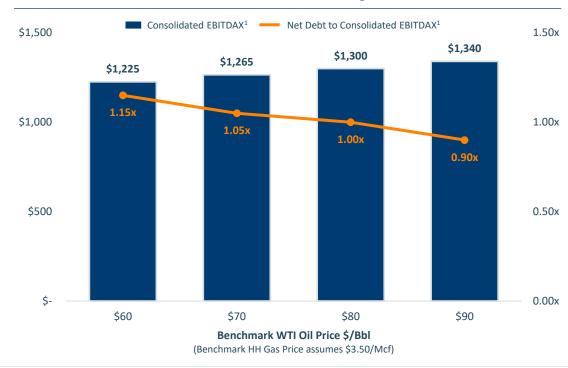
YE-23 Projected Maturity Profile³, \$MM



Active Hedge Program | FY-24E Oil Production Hedged²



FY-24E Free Cash Flow¹ and YE-24E Leverage Price Sensitivities





2022 Sustainability Highlights

Significant Progress Toward Our Environmental Targets

	Category	2019 Baseline	Target	2022 Performance	Target Status
by 2025	Scope 1 GHG emissions intensity	26.03 mtCO ₂ e / MBOE	below 12.5 mtCO ₂ e / MBOE (52% reduction from baseline)	10.70 mtCO ₂ e / MBOE	Achieved (59% reduction from baseline)
	Methane emissions	0.87%1	below 0.20% (77% reduction from baseline)	0.11%	Achieved (87% reduction from baseline)
	Routine flaring	867 MMCF / year	Zero	500 MMCF / year	42% reduction to date
	Recycled water	35% water recycling rate 8 million bbls recycled	50% for completion operations	49% water recycling rate 18.5 million bbls recycled	99% toward our target
by	Combined		below 10		86% toward our target
2030	Scope 1 and 2 GHG emissions intensity	26.53 mtCO ₂ e / MBOE	mtCO ₂ e / MBOE (62% reduction from baseline)	12.37 mtCO ₂ e / MBOE	53% reduction to date

Social and Governance Highlights

Safety		
(+)	0	Employee safety incidents
	0	Employee or contractor fatalities
	0.61	Combined Total Recordable Incident Rate (TRIR), the lowest in Company history
Diversity, E	quity and I	nclusion
0)	60%	Board diversity
	75 %	Board Committees led by diverse directors
	55%	Employee new hires were diverse
Governanc	e	
(+)	2	New board directors
	50%	Of directors have environmental and sustainability expertise
	20%	Of STIP and 15% of executive LTIP tied to sustainability and safety performance



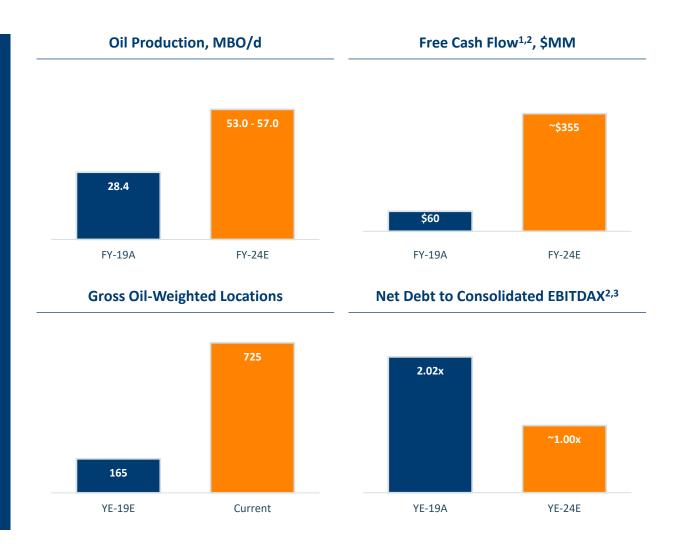
Investment Opportunity Driven by Expected Value Creation in 2024

PROVEN TRACK RECORD OF EXECUTING ACCRETIVE TRANSACTIONS

GROWING FREE CASH FLOW¹
SUPPORTED BY CAPITAL DISCIPLINE

REDUCING LEVERAGE AND
IMPROVING FINANCIAL FLEXIBILITY

CONSISTENTLY ADDING HIGH-RETURN LOCATIONS AND INCREASING SCALE







Appendix

4Q-23 & FY-23 Guidance

Guidance

	4Q-23	FY-23
Production:		
Total Production (MBOE/D)	101.8 - 105.8	93.6 - 94.6
Crude Oil Production (MBO/D)	47.9 - 50.9	45.0 - 45.7
Incurred Capital Expenditures (\$MM):	\$175 - \$190	\$670 - \$685
Average Sales Price Realizations (excluding derivatives):		
Crude Oil (% of WTI)	101%	_
Natural Gas Liquids (% of WTI)	16%	_
Natural Gas (% of Henry Hub)	44%	-
Net Settlements Received (Paid) for Matured Commodity Derivatives (\$MM):		
Crude Oil (\$MM)	\$(29)	-
Natural Gas Liquids (\$MM)	\$0	_
Natural Gas (\$MM)	\$3	-
Operating Costs and Expenses (\$/BOE):		
Lease Operating Expenses	\$8.35	-
Production and Ad Valorem Taxes (% of Oil, NGL & Natural Gas Revenues)	6.50%	_
Oil Transportation and Marketing Expenses	\$1.05	_
Gas Gathering, Processing and Transportation Expenses ¹	\$0.25	_
General and Administrative Expenses (excluding LTIP & Transaction Expense)	\$2.05	-
General and Administrative Expenses (LTIP Cash)	\$0.15	_
General and Administrative Expenses (LTIP Non-Cash)	\$0.30	-
Depletion, Depreciation and Amortization	\$14.15	_

Commodity Prices Used for 4Q-23

	Oct-23	Nov-23	Dec-23	4Q-23 Avg.
Crude Oil:				
WTI NYMEX (\$/BBO)	\$85.82	\$85.26	\$84.40	\$85.16
Brent ICE (\$/BBO)	\$88.92	\$89.16	\$88.26	\$88.78
Natural Gas:				
Henry Hub (\$/MMBTU)	\$2.76	\$3.16	\$3.48	\$3.14
Waha (\$/MMBTU)	\$1.45	\$1.38	\$2.99	\$1.94
Natural Gas Liquids:				
C2 (\$/BBL)	\$11.49	\$10.82	\$11.03	\$11.11
C3 (\$/BBL)	\$28.75	\$27.77	\$27.93	\$28.16
IC4 (\$/BBL)	\$40.09	\$40.74	\$39.01	\$39.94
NC4 (\$/BBL)	\$33.62	\$35.39	\$35.44	\$34.81
C5+ (\$/BBL)	\$65.64	\$65.84	\$66.20	\$65.89
Composite (\$/BBL) ²	\$26.43	\$26.06	\$26.20	\$26.23



Active Hedge Program Protecting Free Cash Flow and Returns

		4Q-23	1Q-24	2Q-24	3Q-24	4Q-24	FY-24	1Q-25	2Q-25	3Q-25	4Q-25	FY-25
	WTI Swaps	2,760	4,571	4,387	4,802	4,525	18,286	1,530	1,547	184	184	3,445
<u></u>	Price	\$75.82	\$73.37	\$74.56	\$76.85	\$76.66	\$75.38	\$75.58	\$75.58	\$75.00	\$75.00	\$75.52
Crude Oil (Volume MBO; Price \$/BBO)	WTI Collars	891	-	-	-	-	-	-	-	-	-	-
rice \$	Bought Put	\$69.60	-	-	-	-	-	-	-	-	-	-
30; P	Sold Call	\$87.04	-	-	-	-	-	-	-	-	-	-
e ME	WTI Three-Way Collars	92	61	56	52	49	217	-	-	-	-	-
/olum	Sold Put	\$45.50	\$50.00	\$50.00	\$50.00	\$50.00	\$50.00	-	-	-	-	-
Oii (>	Bought Put	\$57.64	\$66.57	\$66.50	\$66.47	\$66.45	\$66.51	-	-	-	-	-
rude	Sold Call	\$74.25	\$87.14	\$87.09	\$87.06	\$87.05	\$87.09	-	-	-	-	-
Ō	WTI Midland Basis Swaps	154	82	75	70	66	293	-	-	-	-	-
	Price	\$0.17	\$0.11	\$0.11	\$0.11	\$0.12	\$0.11	-	-	-	-	-
_	Henry Hub Swaps	38,000	6,479,500	6,475,350	6,562,600	6,558,250	26,075,700	-	-	-	-	-
/BTU	Price	\$2.46	\$3.48	\$3.48	\$3.47	\$3.47	\$3.47	-	-	-	-	-
\$/MI	Henry Hub Collars	6,826,534	243,128	214,333	169,320	149,511	776,292	-	-	-	-	-
rice	WTD Floor Price	\$4.11	\$3.40	\$3.36	\$3.44	\$3.40	\$3.40	-	-	-	-	-
TU; F	WTD Ceiling Price	\$8.34	\$6.11	\$6.00	\$6.22	\$6.12	\$6.11	-	-	-	-	-
MMB	Henry Hub Three-Way Collars	33,500	-	-	-	-	-	-	-	-	-	-
nme	Sold Put	\$2.00	-	-	-	-	-	-	-	-	-	-
(Vol	Bought Put	\$2.50	-	-	-	-	-	-	-	-	-	-
Natural Gas (Volume MMBTU; Price \$/MIMBTU)	Sold Call	\$3.01	-	-	-	-	-	-	-	-	-	-
atura	Waha Basis Swaps	10,578,034	6,722,628	6,689,683	6,731,920	6,707,761	26,851,992	-	-	-	-	-
Z	Price	(\$1.53)	(\$0.74)	(\$0.74)	(\$0.74)	(\$0.74)	(\$0.74)	-	-	-	-	-



Common Stock Outstanding

Conversion of 2.0% Cumulative Mandatorily Convertible Series A Preferred Stock

On November 29, 2023, each outstanding share of Series A Preferred Stock will automatically convert into one (1) share of common stock. The number of shares of common stock issuable on conversion was determined as set forth in the Certificate of Designations.

Upon conversion the Series A Preferred Stock will no longer be outstanding and all rights with respect to the Series A Preferred Stock will cease and terminate following receipt of the number of shares of common stock issuable upon conversion of the Series A Preferred Stock.

	November 29, 2023	November 6, 2023	October 31, 2023
Common Stock Outstanding	34,803,196 ^{1,2}	28,671,8782	24,760,683
2.0% Cumulative Mandatorily Convertible Series A Preferred Stock	_	6,131,381	_



Free Cash Flow

Free Cash Flow is a non-GAAP financial measure that the Company defines as net cash provided by operating activities (GAAP) before net changes in operating assets and liabilities and non-budgeted acquisition costs, less incurred capital expenditures, excluding non-budgeted acquisition costs. Management believes Free Cash Flow is useful to management and investors in evaluating operating trends in its business that are affected by production, commodity prices, operating costs and other related factors. There are significant limitations to the use of Free Cash Flow as a measure of performance, including the lack of comparability due to the different methods of calculating Free Cash Flow reported by different companies.

The following table presents a reconciliation of net cash provided by operating activities (GAAP) to Free Cash Flow (non-GAAP) for the periods presented:

	Year Ended		Three Months End	ed
(in thousands, unaudited)	December 31, 2019	March 31, 2023	June 30, 2023	September 30, 2023
Net cash provided by operating activities	\$475,074	\$116,125	\$248,888	\$214,209
Less:				
Net changes in operating assets and liabilities	(66,193)	(66,756)	38,742	(32,145)
General and administrative (transaction expenses)	_	(861)	861	(3,120)
Cash flows from operating activities before net changes in operating assets and liabilities and non-budgeted acquisition costs	541,267	183,742	209,285	249,474
Less incurred capital expenditures, excluding non-budgeted acquisition costs:				
Oil and natural gas properties ⁽¹⁾	470,455	184,114	144,350	154,865
Midstream and other fixed assets ⁽¹⁾	11,125	3,530	4,239	3,321
Total incurred capital expenditures, excluding non-budgeted acquisition costs	481,580	187,644	148,589	158,186
Free Cash Flow (non-GAAP)	59,687	(\$3,902)	\$60,696	\$91,288



Consolidated EBITDAX

Consolidated EBITDAX is a non-GAAP financial measure defined in the Company's Senior Secured Credit Facility as net income or loss (GAAP) plus adjustments for share-settled equity-based compensation, depletion, depreciation and amortization, impairment expense, gains or losses on disposal of assets, mark-to-market on derivatives, accretion expense, income taxes and other non-recurring income and expenses. Consolidated EBITDAX provides no information regarding a company's capital structure, borrowings, interest costs, capital expenditures, working capital movement or tax position. Consolidated EBITDAX does not represent funds available for future discretionary use because it excludes funds required for debt service, capital expenditures, working capital, income taxes, franchise taxes and other commitments and obligations. However, management believes Consolidated EBITDAX is useful to an investor because this measure:

- is used by investors in the oil and natural gas industry to measure a company's operating performance without regard to items that can vary substantially from company to company depending upon accounting methods, the book value of assets, capital structure and the method by which assets were acquired, among other factors;
- helps investors to more meaningfully evaluate and compare the results of the Company's operations from period to period by removing the effect of the Company's capital structure from the Company's operating structure; and
- is used by management for various purposes, including (i) as a measure of operating performance, (ii) as a measure of compliance under the Senior Secured Credit Facility, (iii) in presentations to the board of directors and (iv) as a basis for strategic planning and forecasting.

There are significant limitations to the use of Consolidated EBITDAX as a measure of performance, including the inability to analyze the effect of certain recurring and non-recurring items that materially affect the Company's net income or loss and the lack of comparability of results of operations to different companies due to the different methods of calculating Consolidated EBITDAX, or similarly titled measures, reported by different companies. The Company is subject to financial covenants under the Senior Secured Credit Facility, one of which establishes a maximum permitted ratio of Net Debt, as defined in the Senior Secured Credit Facility, to Consolidated EBITDAX. See Note 7 in the 2022 Annual Report for additional discussion of the financial covenants under the Senior Secured Credit Facility, as filed with the SEC on November 3, 2022.



Consolidated EBITDAX

The following table presents a reconciliation of net income (GAAP) to Consolidated EBITDAX (non-GAAP) for the periods presented:

		Trailing Twelve	Months ended		
(in thousands, unaudited)	December 31, 2019	March 31, 2023	June 30, 2023	September 30, 2023	
Net income (loss)	(\$342,459)	\$832,233	\$864,498	\$531,868	
Plus:					
Share-settled equity-based compensation	8,290	8,922	9,211	10,510	
Depletion, depreciation and amortization	265,746	324,927	350,132	395,703	
Impairment expense	620,889	40	40	40	
Organizational restructuring expenses	16,371	10,420	10,420	_	
Loss on disposal of assets, net	248	582	1,358	5,491	
Mark-to-market on derivatives:					
(Gain) loss on derivatives, net	(79,151)	(47,583)	(95,466)	140,603	
Settlements (received) paid for matured derivatives, net	63,221	(363,146)	(178,354)	(76,503)	
Settlements paid for early termination of commodity derivatives, net	(5,409)	_	_	_	
Premiums paid for commodity derivatives	(9,063)	_	_	_	
Settlements received for contingent consideration	_	3,912	2,357	2,082	
Accretion expense	4,118	3,759	3,689	3,648	
Interest expense	61,547	121,198	119,920	128,258	
Loss on extinguishment of debt, net	-	1,459	661	1,214	
Write-off of debt issuance costs	935	_	_	_	
Litigation settlement	(42,500)	_	_	_	
Income tax (benefit) expense	(2,588)	7,986	(220,937)	(214,796)	
General and administrative (transaction expenses)	-	861	_	3,120	
Consolidated EBITDAX (non-GAAP)	\$560,195	\$905,570	\$867,529	\$931,238	
Transaction adjustments (Senior Secured Credit Facility covenant compliance) ¹		(21,562)	185,470	133,144	
Consolidated EBITDAX (non-GAAP) (Senior Secured Credit Facility covenant compliance) ¹	\$560,195	\$884,008	\$1,052,999	\$1,064,382	



¹ Calculation conforms to credit facility covenant which requires various treatment of asset transaction impacts.

Consolidated EBITDAX

The following table presents a reconciliation of net cash provided by operating activities (GAAP) to Consolidated EBITDAX (non-GAAP) for the periods presented:

	Trailing Twelve Months ended					
(in thousands, unaudited)	December 31, 2019	March 31, 2023	June 30, 2023	September 30, 2023		
Net cash provided by operating activities	\$475,074	\$775,783	\$656,546	\$688,138		
Plus:						
Interest expense	61,547	121,198	119,920	128,258		
Organizational restructuring expenses	16,371	10,420	10,420	-		
Current income tax expense	_	6,234	2,224	3,648		
Net changes in operating assets and liabilities	66,193	15,148	96,093	119,391		
General and administrative (transaction expenses)	_	861	_	3,120		
Settlements received for contingent consideration	_	3,912	2,357	2,082		
Litigation settlement	(42,500)	_	_	_		
Other, net	(16,490)	(27,986)	(20,031)	(13,399)		
Consolidated EBITDAX (non-GAAP)	\$560,195	\$905,570	\$867,529	\$931,238		



Net Debt

Net Debt is a non-GAAP financial measure defined in the Company's Senior Secured Credit Facility as the face value of long-term debt plus any outstanding letters of credit, less cash and cash equivalents, where cash and cash equivalents are capped at \$50 million when there are borrowings on the Senior Secured Credit Facility. Management believes Net Debt is useful to management and investors in determining the Company's leverage position since the Company has the ability, and may decide, to use a portion of its cash and cash equivalents to reduce debt.

(in thousands, unaudited)	December 31, 2019	March 31, 2023	June 30, 2023	September 30, 2023
Total senior unsecured notes	\$800,000	\$1,054,151	\$1,054,151	\$1,954,151
Senior Secured Credit Facility	375,000	120,000	575,000	-
Letters of credit	_	_	_	_
Total long-term debt	\$1,175,000	1,174,151	1,629,151	1,954,151
Less:				
Cash and cash equivalents	40,857	27,682	50,000	589,695
Net Debt (non-GAAP)	\$1,134,143	\$1,146,469	\$1,579,151	\$1,364,456

Net Debt to Consolidated EBITDAX

Net Debt to Consolidated EBITDAX, a non-GAAP financial measure, is calculated as Net Debt divided by Consolidated EBITDAX, for the previous four quarters, as defined in the Company's Senior Secured Credit Facility. Net Debt to Consolidated EBITDAX is used by the Company's management for various purposes, including as a measure of operating performance, in presentations to its board of directors and as a basis for strategic planning and forecasting.

