Memorial Resource Development Corp. Form 425 June 27, 2016

Company Presentation
June 27, 2016
FILED BY RANGE RESOURCES CORPORATION PURSUANT TO RULE 425
UNDER THE SECURITIES ACT OF 1933 AND DEEMED FILED PURSUANT TO
RULE 14a-12 UNDER THE SECURITIES EXCHANGE ACT OF 1934
REGISTRATION NO. 333-211994
SUBJECT
COMPANY: MEMORIAL RESOURCE DEVELOPMENT CORP.

FILE NO. 001-36490

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Forward-Looking Statements

This communication contains certain forward-looking statements within the meaning of federal securities laws, including w Securities Litigation Reform Act of 1995 that are not limited to historical facts, but reflect Range s and MRD s current belief will, anticipate, such as may, could, should, expect, plan, project, intend, believe, estimate, expressions are intended to identify such forward-looking statements. The statements in this press release that are not historica timetable for completing the proposed transaction, benefits and synergies of the proposed transaction, costs and other anticipat combined company s plans, objectives, future opportunities for the combined company and products, future financial perform

regarding Range s and MRD s future expectations, beliefs, plans, objectives, financial conditions, assumptions or future even looking statements within the meaning of the federal securities laws.

Furthermore, the statements relating to the proposed transaction are subject to numerous risks and uncertainties, many of which cause actual results to differ materially from the results expressed or implied by the statements. These risks and uncertainties is votes of Range s or MRD s shareholders; the timing to consummate the proposed transaction; satisfaction of the conditions to that the closing of the proposed transaction otherwise does not occur; the risk that a regulatory approval that may be required for subject to conditions that are not anticipated; the diversion of management time on transaction-related issues; the ultimate timing Range and MRD; the effects of the business combination of Range and MRD, including the combined company soft further finance potential adverse reactions or changes to business relationships resulting from the announcement or completion of the proposed the proposed transaction and the ability of Range to realize such synergies and other benefits; expectations regarding regulators settlements and investigations; and actions by third parties, including governmental agencies; changes in the demand for or priby weakness in the worldwide economy; consequences of audits and investigations by government agencies and legislative borproceedings by such agencies; compliance with environmental laws; changes in government regulations and regulatory required exploration; compliance with laws related to income taxes and assumptions regarding the generation of future taxable income; customers; delays or failures by

customers to make payments owed to us; impairment of oil and natural gas properties; structural changes in the oil and natural maintaining a highly skilled workforce.

Range s and MRD s respective reports on Form 10-K for the year ended December 31, 2015, Form 10-Q for the quarter ended other SEC filings discuss some of the important risk factors identified that may affect these factors and Range s and MRD s recondition. Range and MRD undertake no obligation to revise or update publicly any forward-looking statements for any reason these forward-looking statements that speak only as of the date hereof.

The SEC permits oil and gas companies, in filings made with the SEC, to disclose proved reserves, which are estimates that ge certainty to be recoverable in future years from known reservoirs under existing economic and operating conditions as well as Range has elected not to disclose the Company s probable and possible reserves in its filings with the SEC. Range uses certain resource potential, "unproved resource potential" or "upside" or other descriptions of volumes of resources potentially recove that may include probable and possible reserves as defined by the SEC's guidelines. Range has not attempted to distinguish pr classifications. The SEC s rules prohibit us from including in filings with the SEC these broader classifications of reserves. T estimates of proved, probable and possible reserves and accordingly are subject to substantially greater risk of actually being reinternal estimates of hydrocarbon quantities that may be potentially discovered through exploratory drilling or recovered with reviewed by independent engineers. Unproved resource potential does not constitute reserves within the meaning of the Socie Management System and does not include proved reserves. Area wide unproven resource potential has not been fully risked b recovery, refers to our management s estimates of hydrocarbon quantities that may be recovered from a well completed as a p constitute or represent reserves within the meaning of the Society of Petroleum Engineer s Petroleum Resource Management Actual quantities that may be recovered from Range's interests could differ substantially. Factors affecting ultimate recovery i directly affected by the availability of capital, drilling and production costs, commodity prices, availability of drilling and com transportation constraints, regulatory approvals, field spacing rules, recoveries of gas in place, length of horizontal laterals, act and mechanical factors affecting recovery rates and other factors. Estimates of resource potential may change significantly as data.

In addition, our production forecasts and expectations for future periods are dependent upon many assumptions, including esting the undertaking and outcome of future drilling activity, which may be affected by significant commodity price declines or drill the disclosure in our most recent Annual Report on Form 10-K, available from our website at www.rangeresources.com or by Worth, Texas 76102. You can also obtain this Form 10-K on the SEC s website at www.sec.gov or by calling the SEC at 1-80

Range s Keys for Success

High quality, large scale acreage position containing repeatable projects with good returns improving further as costs are reduced

Low cost structure with ability to continue driving costs down

Improving capital efficiency

New takeaway capacity projected to improve realizations for natural gas, NGLs and condensate

Shallow base decline rate, 19% in 1 st year, allows a minimal level of capex to hold production flat, ~\$300 million for 2017

Low-cost takeaway capacity with built-in flexibility

Strong 2016 hedges and ample liquidity with no near-term debt maturities

Driving Down Unit Costs 2011

2016E

- DD&A \$1.69
- \$1.62
- \$1.44
- \$1.30
- \$1.14
- \$0.96
- (2)
- LOE
- (1)
- \$0.60
- \$0.41
- \$0.36
- \$0.35
- \$0.26
- \$0.23
- Prod. Taxes
- \$0.14
- \$0.15
- \$0.13
- \$0.10
- \$0.07
- \$0.06
- G&A
- (1)
- \$0.56
- \$0.46
- \$0.42
- \$0.35
- \$0.27
- \$0.24
- Interest
- \$0.69
- \$0.61
- \$0.51
- \$0.40
- \$0.33 \$0.29
- Trans. &
- Gathering
- \$0.62
- \$0.70
- \$0.75
- \$0.76
- \$0.78
- Total
- \$4.30
- \$3.95 \$3.61
- \$3.26

\$2.85 \$2.58 \$0.00 (1) Excludes non-cash stock compensation (2) 1Q 2016 DD&A was \$0.96 (3)

Includes additional NGL & natural gas firm transport agreements. Propane transport costs were previously netted against NGI Incremental natural gas & NGL revenue, including additional ethane production, will more than offset the 2016 increase in tra-

(4) Expected improvement in differentials as a result of additional transportation capacity (\$0.25)

(4)

\$1.05

(3)

\$0.50

\$1.00

\$1.50

\$2.00

\$2.50

\$3.00

\$3.50

\$4.00

\$4.50

Near-Term Price Enhancements

Range will be able to utilize a full year of Spectra s Uniontown to Gas City project, which takes ~200 Mmcf per day of Range gas production from local Appalachia M2 to Midwest markets

Additional takeaway projects could strengthen local pricing differentials

Range is the only producer with capacity on the Mariner East project to Marcus Hook

20,000 barrels per day of ethane transportation to fulfill contract with **INEOS**

20,000 barrels per day of propane transportation with access to international propane markets

Range initiated a new marketing arrangement in 3Q15 which improved Marcellus

condensate net realized prices

Natural Gas Differential

Natural Gas Differential

NGL (Natural Gas Liquids) Differential

NGL (Natural Gas Liquids) Differential

Condensate Differential

Condensate Differential

\$0.00

Midpoint

Midpoint

Midpoint

\$(0.62)

\$(0.42)

\$(0.70)

\$(0.60)

\$(0.50)

\$(0.40)

\$(0.30)

\$(0.20)

\$(0.10)

2015

2016E

RRC Marcellus NG Differential to NYMEX

18%

24%

0%

5%

10%

15%

20%

25%

30%

2015

2016E RRC Corporate NGL Price as % of WTI \$(14.93) \$(13.50) \$(15.50) \$(15.00) \$(14.50) \$(14.00) \$(13.50) \$(13.50) \$(12.50) 2015 2016E

RRC Corporate Condensate Differential to WTI

6

Mariner East: Opening New Lanes

First
Ethane
Shipments

Faster Propane

Loading Combined with VLGC Ships

A ship waits in the harbor as another ship is being loaded.

Range is the only producer with current capacity on Mariner East

Historic first shipments of ethane from U.S. to Europe

Optionality of selling propane internationally or in local markets

Expect uplift in ethane and propane realizations in 2016 for Range Ethane loading in progress

7
First VLGC Loading of Range Propane for Export

8
Regional Direction
Projected
Avg. 2016
Projected
Avg. 2017
Mmbtu/day
Transport



not include current intermediary pipeline capacity (gathering) of >650,000 Mmbtu/day and assumes full utilization. Based on pipeline operator s anticipated project start dates. (1) Based on expected utilization of capacity and forward pricing with differentials as of April 2016

(1)

9

Gas In Place (GIP) Analysis Shows Greatest Potential in SW PA

Note: Townships where Range holds ~2,000+ acres (as of January 2016) and estimated as prospective, are outlined green. GIR Range estimates.

When

GIP

analysis

from

the

Marcellus,

Upper

Devonian

and

Point

Pleasant

are

combined,

the

largest

stacked

pay

resource

is

located

in

SW

PA

where

Range

has

concentrated

its

acreage

position

10 SW/NE Pennsylvania Stacked Pays Upper Devonian 335,000 180,000 515,000 335,000 290,000

625,000

-

400,000

400,000

670,000 870,000 1,540,000

Marcellus

Utica/Point

Pleasant

Wet

Acreage

Dry

Acreage

Total

Net

Acreage

(1)

(1) Excludes Northwest PA -

280,000 net acres, largely HBP

Stacked pays allow for multiple development opportunities

11 Over 180 Existing Pads Facilitate Future Development

124 pads with 5 or fewer wells, 59 pads with 6 to 9 wells

Most pads designed to accommodate ~20 wells with the flexibility to drill Marcellus, Utica/Point Pleasant or Upper Devonian formations

Significant time and cost savings are realized minimal permitting required reuse of existing roads, surface facilities and gathering system

12
Range Marcellus
2016 Well Economic Summary
See appendix for complete assumptions and data on each area
SW Super-Rich
SW Wet
SW Dry
NE Dry

EUR 16.0 Bcfe 1,450 Mbbls & 7.3 Bcf 20.6 Bcfe 1,756 Mbbls & 10.1 Bcf 17.6 Bcf 14.1 Bcf EUR/1,000 ft. lateral 2.4 Bcfe 3.0 Bcfe 2.5 Bcf 2.5 Bcf EUR/stage 485 Mmcfe 589 Mmcfe 503 Mmcf 504 Mmcf Well Cost \$5.9 MM \$5.8 MM \$5.2 MM \$2.9 MM Cost/1,000 ft. lateral \$881 K \$832 K \$743 K \$518 K Stages 33 35 35 28 Lateral Length 6,660 ft. 6,970 ft. 7,000 ft. 5,660 ft. IRR -\$3.00 26% 25% 54% 58%

Industry leading EUR/1,000 ft. and Cost/1,000 ft. in SW Appalachia

13
Appalachian Peers Well Cost Comparison
Average
Well Cost*
Average
Lateral Length
Cost
per

1,000 ft.

(\$000 s)

(feet)

(per 1,000

feet)

Range

\$5,630

6,876

\$819 K

Peer A

6,300

7,000

900

Peer B

8,500

9,000

944

Peer C

6,700

7,000

957

Peer D

7,350

7,500

980

Peer E

7,100

7,700

925

Peer Average

\$7,195

7,640

\$942 K

Peer group includes AR, COG, EQT, RICE, SWN. Peer data comes from most recent presentations.

^{*} Costs should include surface facilities.

14
Unhedged Recycle Ratio
Assumed 2017 Natural Gas price*:
~\$3.00
Less: 2016 Expected Corp. differential
\$0.42
2016 Expected All-in cash unit costs
\$1.87

Adjusted Margin ~\$0.71 Expected future development Cost for PUD reserves \$0.40 Unhedged Recycle Ratio 1.8

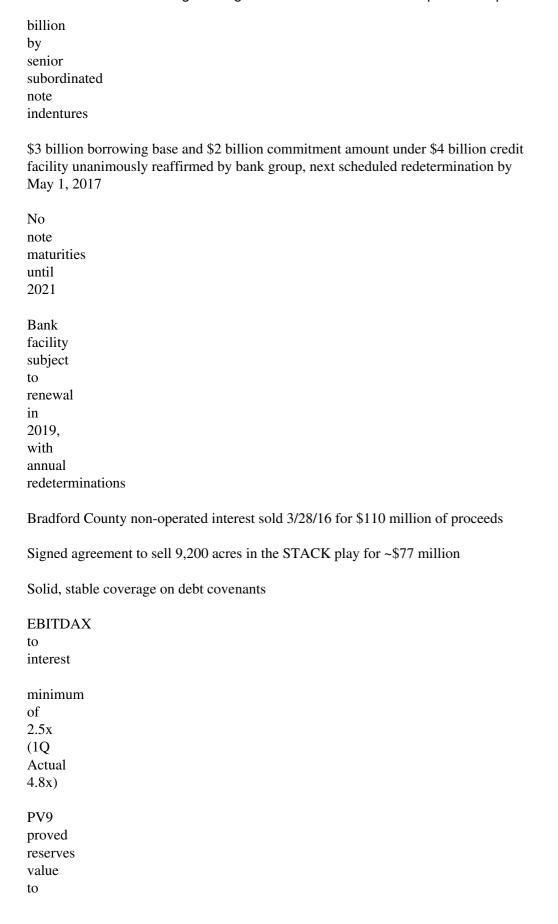
Recycle Ratio: (Margin divided by F&D)

* Natural gas strip price as of 4/27/16

15 Liquidity and Leverage Outlook (Range pre-merger)

\$1.2

At March 31, 2016, Range had \$1.7 billion liquidity under bank commitments, which is currently limited to



debt

minimum

of

1.5x

(1Q

Actual

2.4x)

Hedges on 80% of 2016 production at ~\$3.24

16 Range s Keys for Success

Assets, Team, Agreements & Strategy Low cost structure with ability to continue driving costs lower High-grading asset sales lowered operating costs

Lower debt balances reduce interest expense

Headcount reduced by 31% YoY Improving capital efficiency

Longer laterals; 2016 plan average \sim 7,000 , 2017 plan est. to average \sim 8,000

Improved targeting and completions

Existing pad locations with facilities and gathering

2017 maintenance capex estimated at ~\$300 million Better realizations from additional takeaway capacity and sales agreements

Unique marketing arrangements coming on line

Ability to reach premium markets and deliver products outside Marcellus, including international exports Low-cost takeaway capacity with built-in flexibility

First-mover advantage allowed Range to secure capacity on low-cost expansion projects

Anticipated excess infrastructure build-out and avoided contracting for excessive firm transport Strong 2016 hedges and ample liquidity

Approximately 80% hedged on

natural gas at ~\$3.24 Mmbtu

At 3/31/16, only \$31 million drawn on \$2 billion credit facility

2016 program expected to use cash flow and asset sales, preserving liquidity
High quality, large scale acreage position containing repeatable projects with good returns

Optionality and flexibility due to quality of acreage position, gathering system, available locations on existing pads

Further improvements expected

17
Range Resources/Memorial Resource
Development Proposed Merger
Announced May 16, 2016
Closing
expected
late
3

```
rd
Qtr.
/
early
4
th
Qtr.
2016
```

Highlights of Merger
Core acreage positions in two of the most prolific high-quality natural gas plays in North America
Immediately cash flow accretive and credit enhancing
Combination of two low-cost gas producers with
opportunities to drive costs lower, improve returns and
increase cash flow

Complementary assets positioned near expanding natural gas and NGL demand centers

19 Transaction Details Consideration

Range Resources (Range) merges with Memorial Resource Development (MRD) for $0.375~\rm shares$ of Range per MRD share; All-stock transaction

Implied value of \$15.75 per MRD share, a 17% premium based on closing prices as of May 13, 2016
Pro Forma
Ownership and
Corporate

MRD shareholders will own ~31% of the combined company

MRD will have the right to nominate an independent director to a seat on Range s Board

Combined company will be led by current Range senior management team
Key Conditions
and Timing

Range shareholder approval and MRD shareholder approval

Customary regulatory approvals

Closing expected late 3 rd quarter

Governance

or

early 4

th

quarter

of

2016

20 Immediately Accretive & Credit Enhancing Annual Consensus Metrics * Existing RRC Pro

Forma

RRC

% Change

2016E Production

520 Bcfe

670 Bcfe

+29%

2016E Production per day

1,420 Mmcfe

1,830 Mmcfe

+29%

2016E Cash Flow

\$375 Million

\$780 Million

+108%

2016E Cash Flow per share

\$2.24

\$3.20

+43%

2016E Cash Margin per Mcfe

\$0.72

\$1.17

+62%

YE 2016E Debt to EBITDAX

4.8x

3.5x

+27%

YE 2016E Debt to Cap

50%

37%

+26%

* Using 5/13/16 Consensus estimates

Significant Enhancement to both

Cash Flow Per Share and Credit Metrics

21 Marketing and Operational Efficiencies Marketing

MRD s position gives Range a presence in the Gulf Coast in advance of additional transportation availability out of Appalachia

Opportunities to optimize Range s transportation portfolio

Creates an expanding and improved Range customer base in or near multiple demand areas Operational

Modified drilling and targeting techniques

Capital cost reductions through leveraging service provider relationships and reducing drilling or completion times

Overhead efficiencies
Marcellus
Terryville
Existing infrastructure connects
the two acreage positions

22 Appendix

23

Sustained Growth with Improving Capital Efficiency

* 2016 production estimated at midpoint of guidance with capital budget of \$495 million

\$ Capex per incremental mcfe Production

Production (Mmcfepd)

Range has one of the most capital efficient spending programs in the sector

1,500

1,250

1,000 750 500 250 0 2011 2012 2013 2014 2015 2016E* \$30 \$25 \$20 \$15 \$10

\$5 \$-

24
Cost & Efficiency Improvements
SW
Pennsylvania
1,000
2,000
3,000

```
4,000
5,000
6,000
7,000
8,000
2012
2013
2014
2015
2016 E
Average Lateral Length
$-
$500
$1,000
$1,500
$2,000
$2,500
2012
2013
2014
2015
2016 E
Well Cost / Lateral Length
$-
$200
$400
$600
$800
$1,000
$1,200
2012
2013
2014
2015
2016 E
Drilling Cost / Lateral Length
(includes vertical)
$-
$200
$400
$600
$800
```

\$1,000 \$1,200 \$1,400 2012 2013 2014 2015 2016 E

25 Source Bentek, Jefferies as of April 2016 Monthly Y/Y % Growth

Total
US
Dry
Gas
U.S. Natural Gas Production Growth has Slowed Considerably
December 2015 marked the first Y/Y supply decrease since February 2010
December 2015 marked the first Y/Y supply decrease since February 2010
12.0%
10.0%
8.0%
6.0%
4.0%
2.0%
0.0%
-2.0%

26

Track Record of Impressive Reserve Replacement at Low Cost

(1)

Includes performance and price revisions, excludes SEC required PUD removal due to 5-year rule

From all sources, including price, performance and SEC required PUD removal due to 5-year rule (3)

Percentages shown are compounded annual growth rate

2011 2012 2013 2014 2015 3-Year Average 5-Year Average Reserve Replacement All sources excluding PUD removals (1) 849% 680% 745% 793% 436% 638% 669% All sources (2) 849% 680% 636% 649% 207% 469% 546% Finding Costs Drill bit only without acreage (1) \$0.76 \$0.76 \$0.47 \$0.44 \$0.37 \$0.43 \$0.53 Drill bit only with acreage (1) \$0.89 \$0.86 \$0.52 \$0.51 \$0.40 \$0.48

\$0.60

All sources excluding PUD removals (2) \$0.89 \$0.86 \$0.52 \$0.54 \$0.40 \$0.50 \$0.61 All sources (2) \$0.89 \$0.76 \$0.61 \$0.67 \$0.84

\$0.68 \$0.75 26

27 \$0.00 \$0.25

\$0.50 \$0.75

\$1.00 \$1.25

\$1.50

```
$1.75
$2.00
$2.25
$2.50
Range
Peer 1
Peer 2
Peer 3
Peer 4
Peer 5
Peer 6
Peer 7
Adds + perform + price rev into D & C
Adds + all adjustments into total cost
Peers included
Antero, Cabot, Consol, EQT, Gulfport, Rice & Southwestern
N
e
g
a
t
i
v
e
A
d
d
i
t
i
o
n
S
N
e
g
a
t
i
\mathbf{v}
e
A
d
d
i
t
i
0
n
```

N e g a \mathbf{v} e A d d i o n S N e g a v e A d d i t i 0 n Appalachia Producer s 2015 F & D Costs Core Acreage Has Big Impact on Value of Reserves

28

Range: Low-Cost, Large Scale Source: Wood Mackenzie

February 2016

0.00

0.50

1.00

1.50

2.00 2.50 3.00 3.50 4.00 4.50 5.00 5.50 0 20 40 60 80 100 120 140 160 Remaining net risked resource (tcfe) Range - Southwest Rich EQT - Southwest Rich EQT - WV Rich Southwestern - Rich Gas Core CONSOL - Southwest Rich Noble - Southwest Rich Rice - Greene Antero - WV Rich Range - Pittsburgh Rex - Pittsburgh Magnum Hunter - WV Rich **CONSOL** - Allegheny Mountains Noble - Allegheny Mountains Range - Rich Gas Core Range - Greene Chevron - Greene ExxonMobil - Pittsburgh Antero - WV Dry EXCO - Pittsburgh CONSOL - Rich Gas Core CONSOL - WV Rich Rice - Southwest Rich AEP - WV Rich EQT - WV Dry Chevron - Rich Gas Core Southwestern - WV Rich CONSOL - WV Dry Chevron - Allegheny Mountains ExxonMobil - WV Dry EQT - Allegheny Mountains Noble - WV Rich Southwestern - WV Dry

Noble - WV Dry
Chevron - Pittsburgh
Wood Mackenzie 2016 Henry
Hub price forecast
(US\$2.60/mcf)
140 tcfe in the Southwest
Marcellus alone
Range has lowest breakeven price in the SW
Marcellus per Wood Mackenzie
Range has lowest breakeven price in the SW
Marcellus per Wood Mackenzie

29

SW PA Super-Rich Area Marcellus Projected 2016 Well Economics

Southwestern

PA

(High

Btu

case) 110,000 Net Acres **EUR** / 1,000 ft. 2.40 Bcfe **EUR** 16.0 Bcfe (226 Mbbls condensate, 1,224 Mbbls NGLs & 7.3 Bcf gas) Drill and Complete Capital \$5.87 MM(\$881 K per 1,000 ft.) Average Lateral Length 6,660 ft. F&D \$0.44/mcfe **NYMEX** Gas Price **ROR** Strip -22% \$3.00 -26% Estimated **Cumulative Recovery** for 2016 Production Forecast Condensate (Mbbls) Residue (Mmcf) NGL w/

Ethane

(Mbbls) 1 Year 48 661 111 2 Years 73 1,142 192 3 Years 92 1,555 261 5 Years 120 2,246 378 10 Years 161 3,517 591 20 Years 195 5,157 867 **EUR**

2267,2791,224

Price includes current and expected differentials less gathering, transportation and processing costs

For flat pricing, oil price assumed to be \$40/bbl for 2016, \$50/bbl for 2017 then \$65/bbl to life with no escalation

NGL is average price including ethane with escalation

Ethane price tied to ethane contracts plus same comparable escalation

Strip dated 12/31/15 with 10-year average \$52.14/bbl and \$3.25/mcf

30 Southwest PA -Super-Rich Area 2016 Turn in Line Forecast Improvements Between Years EUR (Bcfe) Well Costs (\$ MM)

Lateral
Lengths (ft.)
2015 Type Curve TIL
12.9
\$5.9
5,367
2016 Type Curve TIL
16.0
\$5.9
6,660
System designed to maximize project economics

31

Southwest PA

Super-Rich Marcellus

All comparisons based on Turned in Line (TIL) wells for each year

2,000

2,500

3,000

3,500

```
4,000
4,500
5,000
5,500
6,000
6,500
7,000
2014
2015
2016
Horizontal Length (TIL)
5
10
15
20
25
30
35
2014
2015
2016
Average Number of Stages
0.0
0.5
1.0
1.5
2.0
2.5
3.0
3.5
2014
2015
2016
EUR per 1,000 ft.
0.0
5.0
10.0
15.0
20.0
2014
2015
2016
EUR by Year
Gas
NGLs
```

Condensate

32 SW PA Wet Area Marcellus Projected 2016 Well Economics

Southwestern PA (Wet Gas case)

225,000 Net Acres

EUR / 1,000 ft. 2.95 Bcfe

EUR 20.6 Bcfe (56 Mbbls condensate, 1,700 Mbbls NGLs & 10.1 Bcf gas)

Drill and Complete Capital \$5.8 MM (\$832 K per 1,000 ft.)

Lateral Length 6,970 ft.

F&D \$0.34/mcfe

Price includes current and expected differentials less gathering, transportation and processing costs

For flat pricing, oil price assumed to be \$40/bbl for 2016, \$50/bbl for 2017 then \$65/bbl to life with no escalation

NGL is average price including ethane with escalation

Ethane price tied to ethane contracts plus same comparable escalation

Strip dated 12/31/15 with 10-year average \$52.14/bbl and \$3.25/mcf

NYMEX

Gas Price

ROR

Strip -

20%

\$3.00 -

25%

Estimated

Cumulative Recovery

for 2016 Production Forecast

Condensate

(Mbbls)

Residue

(Mmcf)

NGL w/

Ethane

(Mbbls)

1 Year

20

1,211

204

2 Years

30

2,014

339

3 Years

36

2,665

449

5 Years

44

3,694

622

10 Years

51

5,470

921

20 Years

55

7,654

1,289

EUR

56

10,100

1,700

33
Southwest PA Wet Area 2016 Turn in Line Forecast
Improvements Between Years
EUR
(Bcfe)
Well Costs
(\$ MM)

```
Lateral
Lengths (ft.)
2015 Type Curve
-
TIL
17.6
$5.9
5,955
2016 Type Curve -
TIL
20.6
$5.8
6,970
System designed to maximize project economics
```

34

Southwest PA

Wet Marcellus

34

2,000 3,000 4,000

5,000

```
6,000
7,000
8,000
2014
2015
2016
Horizontal Length (TIL)
5
10
15
20
25
30
35
40
2014
2015
2016
Average Number of Stages
1.0
1.5
2.0
2.5
3.0
3.5
2014
2015
2016
EUR per 1,000 ft.
0.0
5.0
10.0
15.0
20.0
25.0
2014
2015
2016
EUR by Year
Gas
NGLs
Condensate
```

All comparisons based on Turned in Line (TIL) wells for each year

77

35

Southwestern PA (Dry Gas case)

180,000 Net Acres

EUR / 1,000 ft.

2.52 Bcf

EUR

17.6 Bcf

Drill and Complete Capital \$5.2 MM (\$743 K per 1,000 ft.)

Average Lateral Length 7,000 ft.

F&D

\$0.36/mcf

NYMEX

Gas Price

ROR

Strip -

41%

\$3.00 -

54%

Estimated

Cumulative Recovery

for 2016 Production Forecast

Residue

(Mmcf)

1 Year

3,039

2 Years

4,674

3 Years

5,866

5 Years

7,609

10 Years

10,392

20 Years

13,633

EUR

17,641

Price includes current and expected differentials less gathering and transportation costs

Strip dated 12/31/15 with 10-year average \$52.14/bbl and \$3.25/mcf SW PA Dry Area Marcellus Projected 2016 Well Economics Based on Washington County well data

36 SW PA Dry Area 2016 Turn in Line Forecast Improvements Between Years EUR (Bcf) Well Costs (\$ MM)

Lateral
Lengths (ft.)
2015 Type Curve TIL
17.1
\$6.0
6,798
2016 Type
Curve TIL
17.6
\$5.2
7,000
System designed to maximize project economics
Based on Washington County well data

37
Southwest PA
Dry Marcellus
37
Based on Washington County well data
2,000
3,000
4,000

```
5,000
6,000
7,000
8,000
2014
2015
2016
Horizontal Length (TIL)
5
10
15
20
25
30
35
40
2014
2015
2016
Average Number of Stages
1.0
1.5
2.0
2.5
3.0
2014
2015
2016
EUR per 1,000 ft.
0.0
5.0
10.0
15.0
20.0
2014
2015
2016
EUR by Year
```

All comparisons based on Turned in Line (TIL) wells for each year

38 Utica Wells Wellhead Pressure vs. Cumulative Production Early Time Production Data (Including Flowback/Test Data) Normalized Gas Cum (Mcf/1000 ft.) RRC DMC Properties well one of the best in the Utica ~25 Mmcfd

~30 Mmcfd

- ~18 Mmcfd
- ~12 Mmcfd
- ~20 Mmcfd

*TVD (total vertical depth) With an average pressure gradient of .85 to .95 for these wells, greater TVD equals higher cost and higher pressure

13,200 TVD*

13,400 TVD*

11,850 TVD*

9,206 TVD*

39 Utica/Point Pleasant Update

1 st well estimated

```
to
have
15
Bcf
EUR, or 2.8 Bcf per 1,000 lateral
foot
2
nd
well
completed
with
higher
sand concentration and brought
online in Q3 2015 with choke
management at 13 Mmcf per day
2
nd
well
EUR
appears
to
be
greater than the first well
3
rd
well
appears
to
be
one
of
the
best dry gas Utica wells in the
basin
400,000 net acres in SW PA
prospective
Note: Townships where Range holds ~2,000+ or more acres are
```

shown outlined above (as January 2016)

40 Cost & Efficiency Improvements Northern Marcellus

88

,

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Normalized Production Results of Marcellus Tighter Spacing Projects

Tighter spaced wells turned to sales in 2009 and 2010

Average lateral length of these wells is 2,861 feet

Well performance not reflective of improved targeting and completion designs

500 foot spaced wells produced 77% of 1,000 foot spaced wells through the life of the current production

Tighter spaced wells turned to sales in 2009 and 2010

Average lateral length of these wells is 2,861 feet

Well performance not reflective of improved targeting and completion designs

500 foot spaced wells produced 77% of 1,000 foot spaced wells through the life of the current production 41

Targeting/Down Spacing Test Results Encouraging

Optimized targeting shows a ~53% increase in cumulative production after 600 days

Normalized well costs

were \$850,000 less than original wells

No detrimental production impact seen on the original wells Represents New Optimized Completion Method 42

43

43

Returning to Existing Pads

SW Wet

Avg EUR/1000 ft.: 3.6+ Bcfe

Ability to target our best areas with 3.6+ Bcfe/1,000 ft.

New wells have EURs 22% higher than the average wet well

Significant cost savings

Drilled

wells -

2015

Future

Locations

Additional 5 wells

Drilled

wells -

2010

44
44
Returning to Existing Pads
SW Dry
Additional 3 wells
Avg EUR/1000 ft.: 3.0+ Bcfe

Ability to target our best areas with 3.0+ Bcfe/1,000 ft.

New wells have EURs 20% higher than the average dry well

Significant cost savings

Drilled

wells -

2015

Drilled

wells -

2014

Future

Locations

45

Gas In Place (GIP)

Marcellus Shale

Note: Townships where Range holds ~2,000+ acres (as of January 2016) and estimated as prospective, are outlined green. GII Range estimates.

GIP is a function of pressure, temperature, thermal

maturity, porosity, hydrocarbon saturation and net thickness

Two core areas have been developed in the Marcellus

Condensate and NGLs are in gaseous form in the reservoir

Gas In Place (GIP)
Point Pleasant
Bold, outlined portion represents
the area of the highest pressure
gradients in the Point Pleasant
Note: Townships where Penga by

Note: Townships where Range holds ~2,000+ acres (as of January 2016) and estimated as prospective, are outlined green. GII Range estimates.

47 Gas In Place (GIP) Upper Devonian Shale

The greatest GIP in the Upper Devonian is found in SW PA

A significant portion of the GIP

in the Upper Devonian is located

in the wet gas window

Note: Townships where Range holds ~2,000+ acres (as of January 2016) and estimated as prospective, are outlined green. GII Range estimates.

48 Macro Section

49

Significant Natural

Gas

Demand

Growth

Projected

Beginning in 2016 LONG TERM US NATURAL GAS DEMAND ROADMAP (BCF/D) 2016 2017 2018 2019 2020 Cumulative 2015-2020 **LNG Exports** Sabine Pass 1.2 1.2 0.7 3.1 Freeport 0.5 1.0 1.5 **Cove Point** 0.8 0.8 Cameron 1.2 0.6 1.8 Corpus Christi 0.8 0.8 1.6 LNG Sub-Total 1.2 1.6 2.6 3.1 0.8 8.9 Mexico/Canada Exports Mexico Net Exports 0.5 0.3 0.3 0.3 0.4 1.8 1.8 Canada net Exports

0.1

```
0.1
0.1
0.1
0.1
0.5
Mexico/Canada
Sub-Total
0.6
0.4
0.4
0.4
0.5
2.3
Power Generation
Coal Plant Retirements
0.4
0.3
0.1
0.0
0.3
1.1
Nuclear Retirements
01.1
0.1
0.2
0.4
Incremental Electricity Demand
0.1
0.1
0.1
2.0
2.0
4.3
Power Generation Sub-Total
0.5
0.4
0.4
0.3
0.7
2.
2.3
Industrial
Methanol
0.3
0
0
0
```

0

0.4 Ethylene 0 0.4 0.1 0.1 0.6 Ammonia 0.5 0.1 0.2 0.1 0.1 1.0 Industrial Sub-Total 0.8 0.4 0.3 0.1 0.2 2.0 Transportation New Fueling Opportunities 0.1 0.1 0.1 0.3 Transportation Sub-Total 0.1 0.1 0.1 0.3 2016 2017 2018 2019 2020 2020 Total 3.1 2.5 3.7 4.0

2.215.8

Research report dated 04/08/2016

50
U.S. LNG Exports Expected to be ~8 Bcf/day by 2020
per TPH
Research report dated 10/08/2015

51
U.S. Natural Gas Exports to Mexico
Source
PointLogic, Bloomberg
Mexico exports have recently been larger than
forecast, with the trend expected to continue
0.0
0.5

- 1.0
- 1.5
- 2.0
- 2.5
- 3.0
- 3.5
- Jan-07
- Jan-08
- Jan-09
- Jan-10
- Jan-11
- Jan-12
- Jan-13
- Jan-14
- Jan-15

52

U.S. Domestic Oil Production Appears to Have Peaked

7 major regions account for 95% of domestic oil production growth

Production appears

to

2 nd Qtr. 2015
Significant reduction in capital spending in the 7 regions would suggest the trend will continue
Associated gas estimated to be 8 Bcf per day from growth in oil production. Declines in oil production are also impacting associated gas. April EIA data for the 7 Major Growth Producing Regions
Marcellus,
Eagle
Ford,
Permian,
Haynesville,
Niobrara,
Utica
&
Bakken
3,000
3,500
4,000
4,500
5,000
5,500
6,000
Jan-13
Apr-13
Jul-13
Oct-13
Jan-14
Apr-14 Jul-14
Oct-14
Jan-15
Apr-15

Jul-15

Oct-15

Jan-16

Associated Gas Production
Source
Bentek, Jefferies as of April 2016
Monthly Y/Y % Growth
Associated US Dry Gas
Gas production from oil plays expected to continue
declining in 2016 due to a lack of drilling within these plays

-10.0% -5.0%

0.0%

5.0% 10.0%

15.0%

20.0%

54
Source
Bentek, EIA
Non-Appalachian Gas Basins
Growth by Area
Year over Year % Growth

8%

-6%

-4%

2%

0%

2%

4%

```
Appalachian Pipeline Flow Data by Region (Mcf/d)
Source
RS Energy Group, raw data from Ventyx Velocity Suite and Bloomberg, as of 4/19/2016
0
1,000,000
2,000,000
3,000,000
```

4,000,000

5,000,000

6,000,000

7,000,000

7,000,000

8,000,000

9,000,000

10,000,000

Jan-10

Jan-11

Jan-12

Jan-13

Jan-14

Jan-15

Jan-16

NE PA

SW PA

WV

Utica

56 Source Bentek, EIA Total U.S. Natural Gas Production Growth by Area Year over Year % Growth

4%

0%

4%

8% 12%

Total Gas

57

Utica/Point Pleasant rig count down 86% from the peak in 2014

Marcellus rig count down 86% from the

2014 pools
2014 peak
Appalachian Rig Counts Declining
Source
RigData as of 6/3/2016
0
10
20
30
40
50
60
Utica / Point Pleasant Rig Count
0
30
60
90
120
150

Marcellus Rig Count

58

(1)

Based on estimated NGL volumes in 1Q 2016

(2)

Based on Mont Belvieu NGL prices and weighted average barrel composition for Marcellus Marcellus NGL Pricing

Realized Marcellus NGL Prices

2015

2016 1Q 2Q 3Q 4Q 1Q **NYMEX** WTI (per bbl) \$48.62 \$57.88 \$46.61 \$42.22 \$33.56 Mont Belvieu Weighted Priced Equivalent \$18.05 \$18.32 \$17.16 \$17.24 \$13.60 Plant Fees plus Diff. (7.16)(10.64)(11.20)(8.43)(5.30)Marcellus average price before NGL hedges \$10.89 \$7.71 \$5.96 \$8.81 \$8.30 % of WTI (NGL Prehedge / Oil NYMEX) 22% 13% 13% 21% 25% (2) 51% 27% 3% 9% 10% Weighted Avg. Composite Barrel

(1)
Ethane C2
Propane C3
Iso Butane iC4
Normal Butane NC4
Natural Gasoline C5+

```
59
2015
2016
2017
2018
Appalachia Production Year End Exit Rate
20.6
22.0
```

```
24.0
26.5
Appalachia Consumption + Injections
14.4
14.4
14.9
15.4
A
Appalachia Gas Surplus for Export
6.2
7.6
9.1
11.1
Takeaway Projects -
Northeast (cumulative)
1.1
1.8
3.1
7.8
Takeaway Projects -
Southwest (cumulative)
3.3
5.9
15.2
20.4
Total Takeaway Projects (cumulative)
4.4
7.7
18.3
28.3
Excess Takeaway (B
A)
(1.8)
0.1
9.2
17.1
Appalachian Production, Consumption & Takeaway -
2015-2018
Source: Analyst estimates
LNG exports starting in early 2016
Appears to have sufficient takeaway
capacity by 2017
Freely
Flowing
Overbuilt
```

Summer Constrained

10
20
30
40
50
North East Consumption
Regional Storage Injections
Announced Takeaway Additions
North East Production

60

Northeast

PA

Operator Main Line

Market

Start-up*

Capacity

Bcf/d Fully Committed Approved or with FERC 2015 Niagara Expansion Kinder Morgan **TGP** Canada Q4'15 0.2 Y Y Northern Access 2015 **NFG** National Fuel Canada Q4'15 0.1 Y Y Leidy Southeast Williams Transco Mid-Atlantic/SE Q4'15 0.5 Y Y East Side Expansion Nisource Columbia Mid-Atlantic/SE Q4'15 0.3 Y Y 2016 SoNo Iroquois Access Dominion Iroquois Canada Q2'16 0.3 N Algonquin AIM Spectra Algonquin

NE Q4'16 0.4 Y Y 2017 Northern Access 2016 NFG National Fuel Canada H2'17 0.4 Y Y Constitution Williams Constitution NE H2'17 0.7 Y Y Atlantic Bridge Spectra Algonquin NE H2'17 0.7 N Y 2018 Atlantic Sunrise Williams Transco Mid-Atlantic/SE H1'18 1.7 Y Y Access Northeast Spectra Algonquin NE H2'18 1.0 N Y

Diamond East Williams Transco NE H2'18 1.0 N N PennEast **AGT** NE H2 18 1.0 Y Y Southwest Operator Main Line Market Start-up Capacity Bcf/d Fully Committed Approved or with FERC 2015 REX Zone 3 Full Reversal Tall Grass **REX** Midwest Q2'15 1.2 Y Y TGP Backhaul / Broad Run Kinder Morgan **TGP Gulf Coast** Q4'15 0.6 Y Y TETCO OPEN Spectra TETCO **Gulf Coast** Q4'15 0.6 Y Y

Uniontown to Gas City

Spectra

TETCO Midwest Q3'15 0.4 Y Y 2016 Gulf Expansion Ph1 Spectra **TETCO Gulf Coast** Q4'16 0.3 Y Y Clarington West Expansion Tall Grass **REX** Midwest Q4'16 1.6 N N Zone 3 Capacity Enhancement Tall Grass **REX** Midwest Q4'16 0.8 Y Y Announced Appalachian Basin Takeaway Projects 1 of 2 Note: Data subject to change as projects are approved and built. Highlighted projects where Range is participating.

* Start-up dates reflect announced operator in-service dates

61 Southwest Operator Main Line Market Start-up* Capacity Bcf/d Fully Committed Approved or with FERC 2017 Rover Ph1 **ETP** Midwest/Canada/ **Gulf Coast** Q2'17 1.9 Y Y Rayne/Leach Xpress Nisource Columbia **Gulf Coast** Q3'17 1.5 Y Y SW Louisiana Kinder Morgan **TGP Gulf Coast** Q3'17 0.9 Y Y Rover Ph2 ETP Midwest/Canada/ **Gulf Coast** Q3'17 1.3 Y Y Adair SW Spectra **TETCO Gulf Coast** Q4'17 0.2 Y Y Access South

Spectra TETCO Gulf Coast Q4'17 0.3 Y Y Gulf Expansion Ph2 Spectra **TETCO Gulf Coast** Q4'17 0.4 Y Y **NEXUS** Spectra Midwest/Canada Q4'17 1.5 Y Y ANR Utica Transcanada **ANR** Midwest/Canada Q4'17 0.6 N N Cove Point LNG Dominion NE Q4'17 0.7 Y Y 2018 TGP Backhaul / Broad Run Expansion Kinder Morgan **TGP Gulf Coast** Q2 18 0.2 Y Y Mountain Valley NextEra/EQT Mid-Atlantic/SE Q4'18 2.0 Y Y

Western Marcellus

Williams Transco Mid-Atlantic/SE Q4'18 1.5 N N Atlantic Coast Duke/Dominion Mid-Atlantic/SE Q4'18 1.5 Y Y Total NE Appalachia to Canada 1.0 Total NE Appalachia to NE 4.4 Total NE Appalachia to Mid-Atlantic/SE 2.5 Total NE Appalachia Additions 7.8 Total SW Appalachia to Mid-Atlantic/SE 5.0 Total SW Appalachia to Midwest/Canada 8.2 Total SW Appalachia to Gulf Coast 6.5 Total SW Appalachia to NE 0.7 Total SW Appalachia Additions 20.4 Overall Total Additions for Appalachian Basin 28.3 Announced Appalachian Basin Takeaway **Projects** 2 of 2 Note: Data subject to change as projects are approved and built. Highlighted projects where Range is participating.

* Start-up dates reflect announced operator in-service dates (2015 2018) Existing capacity added by YE 2014 2.8 SW

.6 NE

3.4 Total

62

What Does the Future s Strip Price Indicate for Regional Basis?

TCO Pool

2015

-\$0.12

2020

-\$0.21

Dom South

- 2015
- -\$1.21
- 2020
- -\$0.53
- TETCO M3
- 2015
- -\$0.44
- 2020
- \$0.00
- Chicago CG
- 2015
- \$0.15
- 2020
- \$0.04
- CG Mainline
- 2015
- -\$0.07
- 2020
- -\$0.05
- Dawn
- 2015
- \$0.30
- 2020
- -\$0.06
- MichCon
- 2015
- \$0.19
- 2020
- \$0.05
- Algonquin
- 2015
- \$2.24
- 2020
- \$1.05
- Transco Z6 (NY)
- 2015
- \$1.01
- 2020
- +\$1.03
- Transco Z4
- 2015
- -\$0.01
- 2020
- +\$0.03
- Source = Bloomberg, Inside-FERC Basis (04/22/16)
- Prices \$/Mmbtu
- North East anticipated
- takeaway projects should
- improve future basis in the
- Appalachian Basin

North East anticipated takeaway projects should improve future basis in the Appalachian Basin Leidy 2015 -\$1.57 2020 -\$0.71 Transco Z6 (NNY)

2015

\$0.51

2020

\$0.31

63 Financial Detail Appendix

Range Maintains an Orderly Debt Maturity Ladder Senior Secured Revolving Credit Facility Senior Subordinated Notes Senior Notes Interest Rate 1.8% 5.75%

5.0% 5.0% 4.875% \$31 Million Drawn Borrowing Base -\$3 Billion \$31 \$500 \$600 \$750 \$750 0 500 1,000 1,500 2,000 2,500 3,000 2016 2017 2018 2019 2020 2021 2022 2023 2024 2025 **Bond Incurrence Limit** \$1.5 Billion **Bank Commitment** \$2 Billion

65

Strong, Simple Balance Sheet

YE 2013

YE 2014

Q1 2015

Q2 2015 Q3 2015

Q4 2015

Q1 2016 (\$ in millions) Bank borrowings (1) \$500 \$723 \$912 \$364 \$987 \$95 \$31 Sr. Notes (1) 750 750 750 750 Sr. Sub. Notes (1) 2,641 2,350 2,350 2,350 1,850 1,850 1,850 Less: Cash (0)(0)(0)(0)(0)(0)(0)Net debt 3,141 3,073 3,262 3,464 3,587 2,695 2,631 Common equity 2,414 3,456 3,490 3,381 3,085 2,760

2,672

Total capitalization \$5,555 \$6,529 \$6,752 \$6,845 \$6,672 \$5,455 \$5,303 Debt-to capitalization 57% 47% 48% 50% 54% 49% 50% Debt/EBITDAX 2.8x 2.6x 2.9x3.3x3.7x3.0x 3.3xLiquidity (2) \$1,166 \$1,172 \$980 \$1,527 \$876 \$1,267 (3) \$1,238 (3) (1) Excludes unamortized debt issuance costs Liquidity based on bank commitment amount, which excludes additional liquidity under total borrowing base

Liquidity limited based on senior subordinated notes indenture provision

Debt at lowest level in past 3 years

June

2014

Called high cost 8% notes, reducing annual interest expense by \$24 million or \$0.06 mcfe Redemption funded by an equal sized equity offering aimed at accelerating balance sheet October

2014

Renewed bank credit agreement with larger facility size, borrowing base, bank group and enhanced flexibility Annual borrowing base redeterminations and a 5-year maturity

Ability to release collateral during transition to investment grade

March

2015

Unanimous reaffirmation of \$3 billion borrowing base and \$2 billion commitments

Elimination of debt-to-ebitdax covenant; replaced with interest coverage test and a forward-looking asset coverage test Announced closure of Oklahoma City office, saving approximately \$18 million annually in administrative costs

May

2015

Opportunistically accessed a strong high yield debt market issuing \$750 million 10-year notes at 4.875%

Issued senior notes continuing to lay foundation for an investment grade balance sheet

Coupon remains the lowest of any high yield energy issuer of any rating year-to-date

August

2015

Portion of proceeds from 4.875% senior notes offering used to redeem 6.75% senior subordinated notes due 2020

Reduction in coupon on \$500 million principal redeemed of 1.875% amounts to annual interest savings of ~\$9.4 million 2016

Sold Nora field for \$876 million on 12/30/15, paying down revolving credit facility

Bradford county assets sold 3/28/16 for \$110 million

Signed purchase and sale agreement for central Oklahoma assets for \$77 million

Early, Continuous Action Taken to Prepare for Low Prices

66

67

Range Bonds Continue to Trade Well

67

Source: Bloomberg as of 6/13/2016

Since December highs, Range bonds tightened significantly and continue to trade well relative to a group of high quality peer bonds of similar duration

0.0%

2.0%

4.0% 6.0% 8.0% 10.0% 12.0% 14.0% Range Resources 4.875% 15-MA

Range Resources 4.875% 15-MAY-25 Antero Resources 5.625% 01-JUN-23 Cimarex

4.375% 01-JUN-24

Concho Resources 5.500% 01-APR-23 Continental Resources 3.800% 01-JUN-24 Newfield Exploration 5.625% 01-JUL-24

69
Period
Volumes Hedged
(Mmbtu/day)
Average Floor Price
(\$/Mmbtu)
Gas Hedging
2Q 2016 Swaps

- 3Q 2016 Swaps
- 4Q 2016 Swaps
- 760,000
- 760,000
- 760,000
- \$3.21
- \$3.22
- \$3.24
- 2017 Swaps
- 2018 Swaps
- 205,000
- 50,000
- \$2.83
- \$2.88
- Oil Hedging
- 2Q 2016 Swaps
- 3Q 2016 Swaps
- 4Q 2016 Swaps
- 6,000
- 5,750
- 5,750
- \$59.21
- \$58.73
- \$58.73
- 2017 Swaps
- 1,000
- \$50.13

Gas and Oil Hedging Status

As of 04/25/2016

For quarterly detail of hedges, see RRC website

70
Period
Volumes Hedged
(bbls/day)
Hedged
Price
(1)
(\$/gal)

Ethane (C2) 2H 2016 Swaps 2017 Swaps 500 1,000 \$0.22 \$0.25 Propane (C3) **2016** Swaps 5,500 \$0.60 Normal Butane (NC4) 2Q 2016 Swaps 2H 2016 Swaps 3,918 4,000 \$0.66 \$0.66 Natural Gasoline (C5)2Q 2016 Swaps 2H 2016 Swaps 2017 Swaps 3,250 3,500 1,000 \$1.14 \$1.11 \$0.92 Natural Gas Liquids Hedging Status (1) NGL hedges have Mont Belvieu as the underlying index **Conversion Factor:**

One barrel = 42 gallons

As of 04/25/2016

For quarterly detail of hedges, see RRC website

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offer to buy or sell or the solicitation of an offer to buy or sell any securities or a solicitation of any vote or approval. This communication relates to a proposed business combination between Range and MRD. In connection with the proposed transaction, Range intends to file

with the SEC a

registration

statement

on

Form

S-4

that

will

include

a

joint

proxy

statement

of

Range

and

MRD

that

also

constitutes

a

prospectus

of

Range.

Each

of

Range

and

MRD

also

plan

to

file

other

relevant

documents

with

the

SEC

regarding

the

proposed

transactions.

No

offering

of

securities

shall

be

made

except by means of a prospectus meeting the requirements of Section 10 of the U.S. Securities Act of 1933, as amended. Any definitive joint proxy statement/prospectus(es) for Range and/or MRD (if and when available) will be mailed to shareholders of Range and/or MRD, as applicable. **INVESTORS AND SECURITY HOLDERS**

OF

RANGE AND

MRD
ARE
URGED
TO
READ
THE
PROXY
STATEMENT(S),
REGISTRATION
STATEMENT(S),
PROXY
STATEMENT/PROSPECTUS
AND
OTHER DOG OF TENERS
DOCUMENTS
THAT
MAY
BE
FILED
WITH
THE
SEC
CAREFULLY
AND
IN
THEIR
ENTIRETY
IF Control of the con
AND
WHEN
THEY
BECOME
AVAILABLE
BECAUSE
THEY
WILL
CONTAIN
IMPORTANT
INFORMATION.
Investors and security holders will be able to obtain free copies of these documents (if and when available) and other documen
containing important information about Range and MRD, once such documents are filed with the SEC through the website
maintained
by
the
SEC
at
http://www.sec.gov.
Copies
Copies

of the documents filed with the **SEC** by Range will be available free of charge on Range s internet website at http://www.rangeresources.com or by contacting Range s Investor Relations Department by email lsando@rangeresources.com, damend@rangeresources.com, mfreeman@rangeresources.com, or by phone at 817-869-4267. Copies of the documents filed with the SEC by MRD will be available free of charge on MRD s internet website at http://www.memorialrd.com or by phone at 713-588-8339. Range, **MRD** and certain of their respective directors and executive officers may be deemed to be participants in the solicitation of

proxies

in

respect

of

the

proposed

transaction.

Information

about

the

directors

and

executive

officers

of

MRD

is

set

forth

in

MRD s

proxy

statement

for

its

2016

annual

meeting

of

shareholders,

which

was

filed

with

the

SEC

on

April 1,

2016.

Information

about

the

directors

and

executive

officers

of

Range

is

set

forth

in

its

proxy

statement

for

its

2016

annual

meeting

of

shareholders,

which

was

filed

with

the

SEC

on

April

8,

2016.

These

documents

can

be

obtained

free

of

charge

from

the

sources

indicated

above.

Other

information

regarding

the

participants

in

the

proxy

solicitations

and

a

description

of

their

direct and indirect interests, by security holdings or otherwise, will be contained in the joint proxy statement/prospectus and other relevant materials to be filed with the **SEC** when such materials become available. Investors should read the joint proxy statement/prospectus carefully when it becomes available before making any

voting or

investment

decisions.

You

may

obtain

free

copies

of

these

documents

from

Range

or

MRD

using

the

sources

indicated

above.