

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 OR 15(d) of The Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): **May 13, 2010 (May 12, 2010)**

**Vanguard Natural Resources, LLC**

(Exact name of registrant as specified in its charter)

**DELAWARE**  
(State or other jurisdiction of  
incorporation)

**001-33756**  
(Commission File Number)

**61-1521161**  
(IRS Employer Identification No.)

**5847 San Felipe, Suite 3000**  
**Houston, Texas 77057**  
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code **(832) 327-2255**

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 8.01. Other Events.**

On May 12, 2010, Vanguard Natural Resources, LLC (the "Company") issued a press release announcing a public offering by the Company of 3,250,000 common units representing limited liability company interests in the Company pursuant to an effective shelf registration statement on Form S-3 filed with the Securities and Exchange Commission. A copy of the press release is attached hereto as Exhibit 99.1.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits.

| <b>EXHIBIT NUMBER</b> | <b>DESCRIPTION</b>               |
|-----------------------|----------------------------------|
| Exhibit 99.1          | Press Release dated May 12, 2010 |

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**VANGUARD NATURAL RESOURCES, LLC**

By: /s/ Scott W. Smith  
Name: Scott W. Smith  
Title: President, Chief Executive Officer and Director

May 13, 2010

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**EXHIBIT INDEX**

**EXHIBIT NUMBER**

**DESCRIPTION**

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Exhibit 99.1

Press Release dated May 12, 2010



# ***NEWS RELEASE***

**EXHIBIT 99.1**

## **Vanguard Natural Resources Announces Public Offering of Common Units**

**Houston, May 12, 2010** – Vanguard Natural Resources, LLC (NYSE: VNR) (“Vanguard” or “Company”) today announced that it has commenced a public offering of 3,250,000 common units representing limited liability company interests in the Company pursuant to an effective shelf registration statement on Form S-3 filed with the Securities and Exchange Commission. The Company intends to grant the underwriters a 30-day option to purchase up to an additional 487,500 common units. The Company intends to use the net proceeds from the offering to repay indebtedness outstanding under its reserve-based credit facility.

Citi, Wells Fargo Securities and RBC Capital Markets will act as joint book-running managers for the offering. When available, a copy of the prospectus supplement and the related base prospectus relating to the offering may be obtained from:

**Citi**

Brooklyn Army Terminal  
140 58th Street, 8th Floor  
Brooklyn, NY 11220  
Phone: (800) 831-9146

**Wells Fargo Securities**

375 Park Avenue  
New York, New York 10152  
Attn: Equity Syndicate  
Phone: (800) 326-5897

**RBC Capital Markets**

Three World Financial Center  
200 Vesey Street, 8th Floor  
New York, NY 10281-8098  
Attention: Equity Syndicate  
Phone: (212) 428-6670

This press release does not constitute an offer to sell or a solicitation of an offer to buy common units or any other securities, nor shall there be any sale of these securities in any jurisdiction in which such an offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction. The offering of these securities may be made only by means of the prospectus supplement and the related base prospectus.

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## **About Vanguard Natural Resources, LLC**

Vanguard Natural Resources, LLC is a publicly traded limited liability company focused on the acquisition, production and development of natural gas and oil properties. The Company's assets consist primarily of producing and non-producing natural gas and oil reserves located in the southern portion of the Appalachian Basin, the Permian Basin and South Texas. More information on the Company can be found at [www.vnrllc.com](http://www.vnrllc.com).

## **Forward-Looking Statements**

This press release includes "forward-looking statements" within the meaning of the federal securities laws. All statements, other than statements of historical facts, included in this press release that address activities, events or developments that the Company expects, believes or anticipates will or may occur in the future are forward-looking statements. These statements are based on certain assumptions made by the Company based on management's experience and perception of historical trends, current conditions, anticipated future developments and other factors believed to be appropriate. Such statements are subject to a number of assumptions, risks and uncertainties, many of which are beyond the control of the Company, which may cause actual results to differ materially from those implied or expressed by the forward-looking statements. These include risks relating to financial performance and results, availability of sufficient cash flow to pay distributions and execute the Company's business plan, prices and demand for oil, natural gas and natural gas liquids, the Company's ability to replace reserves and efficiently develop its current reserves and other important factors that could cause actual results to differ materially from those projected as described in the Company's reports filed with the Securities and Exchange Commission. Please see "Risk Factors" in the Company's public filings.

Any forward-looking statement speaks only as of the date on which such statement is made and the Company undertakes no obligation to publicly correct or update any forward-looking statement, whether as a result of new information, future events or otherwise.

CONTACT: Vanguard Natural Resources, LLC

Investor Relations

Lisa Godfrey, 832-327-2234

[investorrelations@vnrllc.com](mailto:investorrelations@vnrllc.com)