

MOR-1**UNITED STATES BANKRUPTCY COURT**

CASE NAME: ULTRA PETROLEUM CORP., et al.
CASE NUMBER: 16-32202 (Jointly Administered)
PROPOSED PLAN DATE: To Be Determined

PETITION DATE: 04/29/16
DISTRICT OF TEXAS: Southern District of Texas
DIVISION: Houston

MONTHLY OPERATING REPORT SUMMARY FOR JUNE 2016

	Jun-16
REVENUES (MOR-6)	50,359,395
OPERATING INCOME (LOSS) (MOR-6)	19,103,813
NET INCOME (LOSS) (MOR-6)	18,402,402
PAYMENTS TO INSIDERS (MOR-9)	208,440
PAYMENTS TO PROFESSIONALS (MOR-9)	0
TOTAL DISBURSEMENTS (MOR-8)	55,867,279

The original of this document must be filed with the United States Bankruptcy Court and a copy must be sent to the United States Trustee

REQUIRED INSURANCE MAINTAINED**AS OF SIGNATURE DATE:**

	Yes/No	EXP. DATE
CASUALTY	Yes	06/26/17
LIABILITY	Yes	06/26/17
VEHICLE	Yes	06/26/17
D&O	Yes	01/31/17
PROPERTY	Yes	06/26/17
WORKERS	Yes	06/26/17
OTHER	Yes	06/26/17

Are all accounts receivable being collected within terms?

☐ Yes

CHECK ONE

☒ No

Are all post-petition liabilities, including taxes, being paid within terms?

☒ Yes

☐ No

Have all tax returns and other required government filings been timely paid?

☒ Yes

☐ No

Have any pre-petition liabilities been paid?

☒ Yes

☐ No

If so, describe Those approved under Dockets 290,291,292,293

Are all funds received being deposited into Debtor in Possession bank accounts?

☒ Yes

☐ No

Were any assets disposed of outside the normal course of business?

☐ Yes

☒ No

If so, describe _____

Are all U.S. Trustee Quarterly Fee Payments current?

☒ Yes

☐ No

What is the status of your Plan of Reorganization?

To Be Determined

ATTORNEY NAME: David R. Seligman
FIRM NAME: Kirkland & Ellis LLP
ADDRESS: 300 North LaSalle
CITY, STATE, ZIP: Chicago, IL 60654
TELEPHONE: 312-862-2463
EMAIL: david.seligman@kirkland.com

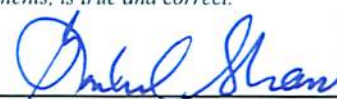
INITIALS _____

DATE _____

UST USE ONLY

I certify under penalty of perjury that the following complete
Monthly Operating Report (MOR), consisting of MOR-1 through
MOR-9 plus attachments, is true and correct.

SIGNED


Garland Shaw, Chief Financial Officer

MOR-1

CASE NAME: ULTRA PETROLEUM CORP., et al.**CASE NUMBER:** 16-32202 (Jointly Administered)

Notes to the Monthly Operating Report

GENERAL:

Debtor-in-Possession Financial Statements - The accompanying schedules MOR-1 through MOR-9 herein are unaudited, preliminary, and may not comply with generally accepted accounting principles in the United States of America ("U.S. GAAP") in all material respects. In addition, the financial statements and the supplemental information contained herein represent the financial information for the following Debtors: Ultra Petroleum Corp. (16-32202), Keystone Gas Gathering, LLC (16-32203), Ultra Resources, Inc. (16-32204), Ultra Wyoming, Inc. (16-32205), Ultra Wyoming LGS, LLC (16-32206), UP Energy Corporation (16-32207), UPL Pinedale, LLC (16-32208), and UPL Three Rivers Holdings, LLC (16-32209).

The Monthly Operating Report is limited in scope, covers a limited time period, and has been prepared solely for the purpose of complying with the monthly reporting requirements of the Bankruptcy Court and the United States Trustee. The unaudited financial statements have been derived from the books and records of the Debtor. The information presented herein has not been subject to all procedures that would typically be applied to financial information presented in accordance with GAAP. Upon the application of such procedures, the financial information could be subject to changes, and these changes could be material. The information furnished in this Monthly Operating Report includes normal recurring adjustments, but does not include all of the adjustments that would typically be made for interim financial statements in accordance with GAAP.

The results of operations contained herein are not necessarily indicative of results that are expected from any other period or for the full year and may not necessarily reflect the combined results of operations, financial position or cash flows of the Debtors in the future.

Reservation of Rights: Given the complexity of the Debtors' business, inadvertent errors, omissions or over inclusion of contracts or leases may have occurred. Accordingly, the Debtors hereby reserve all of their rights to dispute the validity, status, enforceability, or executory nature of any claim amount, representation or other statement in this Monthly Operating Report and reserve the right to amend or supplement this Monthly Operating Report, if necessary, but shall be under no obligation to do so.

CASE NAME: ULTRA PETROLEUM CORP., et al.
CASE NUMBER: 16-32202 (Jointly Administered)

Jun-16

COMPARATIVE BALANCE SHEETS

ASSETS	FILING DATE	MONTH	MONTH
	4/29/16	May-16	Jun-16
CURRENT ASSETS			
Cash and Cash Equivalents	221,528,194	251,443,721	269,458,272
Restricted Cash	3,275,099	3,307,577	3,333,621
Accounts Receivable, Net	62,118,445	72,758,236	71,466,394
Inventory	4,363,859	4,465,630	4,088,324
Deposits and Retainers	13,690,011	13,299,286	13,210,635
Other Current Assets	6,612,386	3,840,626	3,392,705
TOTAL CURRENT ASSETS	311,587,993	349,115,075	364,949,951
NON CURRENT ASSETS			
Oil and Gas Properties, Net	908,316,571	914,787,213	918,268,811
Property, Plant and Equipment, Net	8,261,646	8,126,031	7,992,115
Deferred Income Taxes	0	0	0
Other	19,822,819	1,652,946	1,652,946
TOTAL NON CURRENT ASSETS	936,401,035	924,566,189	927,913,872
TOTAL ASSETS	1,247,989,029	1,273,681,264	1,292,863,823

MOR-2

CASE NAME: ULTRA PETROLEUM CORP., et al.

CASE NUMBER: 16-32202 (Jointly Administered)

Jun-16

COMPARATIVE BALANCE SHEETS

LIABILITIES	FILING DATE	MONTH	MONTH
	4/29/16	May-16	Jun-16
LIABILITIES			
Post-Petition Liabilities (MOR-4)	0	33,301,364	59,420,629
PRE-PETITION LIABILITIES:			
Accounts Payable	3,878,478	9,776,906	5,699,512
Accrued Liabilities	63,831,052	55,494,512	40,603,242
Production Taxes Payable	56,092,261	54,285,347	51,184,971
Unsecured Debt	3,759,000,000	3,759,000,000	3,759,000,000
Interest Payable	99,773,830	99,773,830	99,773,830
Accrued Capital Expenditures	8,425,753	4,433,802	1,721,510
Deferred Gain on Sale of Liquids Gathering System	122,777,045	121,897,634	121,018,224
Asset Retirement Obligations	149,615,437	150,466,346	150,466,346
TOTAL PRE-PETITION LIABILITIES	4,263,393,857	4,255,128,377	4,229,467,635
TOTAL LIABILITIES	4,263,393,857	4,288,429,741	4,288,888,263
EQUITY			
Common Stock	505,296,473	505,778,760	506,100,395
Treasury Stock	(175,969)	(175,969)	(175,969)
Retained Earnings (Loss) - Pre-Petition	(3,520,525,333)	(3,520,525,333)	(3,520,525,333)
Retained Earnings (Loss) - Post-Petition	0	174,065	18,576,465
TOTAL SHAREHOLDERS EQUITY	(3,015,404,828)	(3,014,748,477)	(2,996,024,441)
TOTAL LIABILITIES & EQUITY	1,247,989,029	1,273,681,264	1,292,863,823

MOR-3

CASE NAME: ULTRA PETROLEUM CORP., et al.**CASE NUMBER:** 16-32202 (Jointly Administered)

Jun-16

SCHEDULE OF POST-PETITION LIABILITIES

	FILING DATE	MONTH	MONTH
	4/29/16	May-16	Jun-16
Trade Accounts Payable	0	6,816,645	17,162,658
Severance/Conservation Taxes Payable	0	2,487,638	4,983,240
Ad Valorem Taxes Payable	0	2,519,303	5,050,874
Accrued Gathering Fees	0	7,446,630	5,665,886
Accrued Capital Expenditures	0	6,862,624	5,349,648
Accrued Employee Compensation	0	1,079,798	2,139,347
Other Accrued Liabilities	0	6,004,057	17,994,455
Asset Retirement Obligations	0	84,669	1,074,521
TOTAL POST-PETITION LIABILITIES (MOR-3)	0	33,301,364	59,420,629

MOR-4

CASE NAME: ULTRA PETROLEUM CORP., et al.
CASE NUMBER: 16-32202 (Jointly Administered)

AGING OF POST-PETITION PAYABLE LIABILITIES

MONTH Jun-16

DAYS PAST DUE	TOTAL CONSOLIDATED	Trade Accounts Payable	Severance / Conservation Taxes Payable ⁽²⁾	Ad Valorem Taxes Payable ⁽³⁾	Accrued Gathering Fees	Accrued Capital Expenditures	Other
Current	59,242,485	16,984,514	4,983,240	5,050,874	5,665,886	5,349,648	21,208,323
0-30 Days	178,144	178,144	0	0	0	0	0
31-60 Days	0	0	0	0	0	0	0
61-90 Days	0	0	0	0	0	0	0
91+ Days	0	0	0	0	0	0	0
TOTAL	59,420,629	17,162,658	4,983,240	5,050,874	5,665,886	5,349,648	21,208,323

AGING OF ACCOUNTS RECEIVABLE ⁽¹⁾

DAYS PAST DUE	MONTH Jun-16					
Current	70,828,183					
0-30 Days	2,383					
31-60 Days	452,791					
61-90 Days	964,487					
91+ Days	2,528,562					
Provision for Doubtful Accounts	(3,310,012)					
TOTAL	71,466,394					

(1) - Accounts receivable represent oil and gas sales receivables, joint interest billing receivables, and other miscellaneous receivables.

(2) - Severance/Conservation taxes are payable 55 days following the production month.

(3) - Ad Valorem taxes will be paid in November and May of years following the production month.

MOR-5

CASE NAME: ULTRA PETROLEUM CORP., et al.
CASE NUMBER: 16-32202 (Jointly Administered)

Jun-16

STATEMENT OF INCOME (LOSS)

	MONTH 4/29/16 - 5/31/16	MONTH Jun-16	FILING TO DATE
Oil Sales	10,829,058	10,096,077	20,925,135
Natural Gas Sales	40,873,711	40,263,318	81,137,029
TOTAL OPERATING REVENUE (MOR-1)	51,702,769	50,359,395	102,062,164
OPERATING EXPENSES:			
Lease Operating Expenses	7,401,488	6,373,012	13,774,500
LGS Operating Lease Expense	1,723,833	1,723,833	3,447,666
Production Taxes	4,871,555	4,796,745	9,668,300
Gathering Fees	7,279,898	6,975,097	14,254,995
Transportation Charges	49,365	37,578	86,943
Depreciation, Depletion, and Amortization	10,141,939	11,018,796	21,160,735
General And Administrative	458,864	330,521	789,385
TOTAL OPERATING EXPENSES	31,926,942	31,255,582	63,182,525
OPERATING INCOME (MOR-1)	19,775,826	19,103,813	38,879,639
NON-OPERATING EXPENSES:			
Interest Expense	6,134	134,072	140,206
Deferred Gain on Sale of Liquids Gathering System	(879,410)	(879,410)	(1,758,820)
Restructuring Expense	13,946	(18,563)	(4,617)
Reorganization Items	20,297,903	1,885,069	22,182,972
Interest And Other Income	235,362	(330,687)	(95,325)
TOTAL NON-OPERATING	19,673,934	790,482	20,464,417
NET INCOME BEFORE TAXES	101,893	18,313,331	18,415,222
Income Tax Expense (Benefit)	(72,172)	(89,071)	(161,243)
NET INCOME	174,065	18,402,402	18,576,465

MOR-6

CASE NAME: ULTRA PETROLEUM CORP., et al.
CASE NUMBER: 16-32202 (Jointly Administered)

Debtor Case Number	ULTRA RESOURCES, INC. 16-32204	ULTRA PETROLEUM CORP. 16-32202	UP ENERGY CORPORATION 16-32207	ULTRA WYOMING, INC. 16-32205	UPL THREE RIVERS HOLDINGS, LLC 16-32209	UPL PINEDALE, LLC 16-32208	KEYSTONE GAS GATHERING, LLC 16-32203	ULTRA WYOMING LGS, LLC 16-32206	CONSOLIDATED ULTRA PETROLEUM CORP. 16-32206	CONSOLIDATED ULTRA PETROLEUM CORP.
CASH RECEIPTS AND DISBURSEMENTS	MONTH Jun-16	MONTH Jun-16	MONTH Jun-16	MONTH Jun-16	MONTH Jun-16	MONTH Jun-16	MONTH Jun-16	MONTH Jun-16	MONTH Jun-16	FILING TO DATE
1. CASH-BEGINNING OF MONTH	250,898,752	534,983	9,985	0	0	0	0	0	251,443,721	221,528,194
RECEIPTS:										
2. Natural Gas Receipts	52,188,362	0	0	0	0	0	0	0	52,188,362	97,146,240
3. Oil Receipts	13,943,813	0	0	0	0	0	0	0	13,943,813	24,690,612
4. Joint Interest Billing Receipts	7,297,385	0	0	0	0	0	0	0	7,297,385	12,452,431
5. Other	452,269	0	0	0	0	0	0	0	452,270	744,987
TOTAL RECEIPTS ⁽²⁾	73,881,830	0	0	0	0	0	0	0	73,881,831	135,034,272
DISBURSEMENTS:										
6. Royalty and W.I. Revenue Disbursements	(429,023)	0	0	(8,408,222)	(754,911)	(2,586,450)	0	0	(12,178,606)	(29,526,554)
7. Production Taxes	0	0	0	(1,703,024)	(194,960)	(523,866)	0	0	(2,421,850)	(4,758,094)
8. Non-Operated W.I. Payments	(1,423,963)	0	0	(4,376,613)	0	0	0	0	(5,800,575)	(9,886,917)
9. Vendor Payments	0	(402)	0	(26,088,065)	(2,530,289)	(4,850,793)	0	0	(33,469,549)	(38,557,071)
10. Payroll and Benefits	(1,996,170)	0	0	0	0	0	0	0	(1,996,170)	(4,365,820)
11. Other	0	(529)	0	0	0	0	0	0	(529)	(9,736)
TOTAL DISBURSEMENTS FROM OPERATIONS	(3,849,155)	(931)	0	(40,575,923)	(3,480,160)	(7,961,109)	0	0	(55,867,279)	(87,104,193)
12. Professional Fees	0	0	0	0	0	0	0	0	0	0
13. U.S. Trustee Fees	0	0	0	0	0	0	0	0	0	0
14. Other Reorganization Expenses	0	0	0	0	0	0	0	0	0	0
TOTAL DISBURSEMENTS (MOR-8)	(3,849,155)	(931)	0	(40,575,923)	(3,480,160)	(7,961,109)	0	0	(55,867,279)	(87,104,193)
TRANSFERS										
15. Transfers In	0	55,989	0	40,575,923	3,480,160	7,961,109	0	0	52,073,181	79,509,081
16. Transfers Out	(52,017,192)	(55,989)	0	0	0	0	0	0	(52,073,181)	(79,509,081)
NET TRANSFERS	(52,017,192)	0	0	40,575,923	3,480,160	7,961,109	0	0	0	0
17. Net Cash Flow	18,015,483	(931)	0	0	0	0	0	0	18,014,552	47,930,078
18. CASH - END OF MONTH (MOR-2)	268,914,235	534,052	9,985	0	0	0	0	0	269,458,272	269,458,272

MOR-7

CASE NAME: ULTRA PETROLEUM CORP., et al.
CASE NUMBER: 16-32202 (Jointly Administered)

CASH ACCOUNT RECONCILIATION - CONSOLIDATEDMONTH OF

Jun-16

Debtor Case Number	ULTRA RESOURCES, INC. 16-32204 ⁽¹⁾	ULTRA PETROLEUM CORP. 16-32202 ⁽²⁾	UP ENERGY CORPORATION 16-32207	ULTRA WYOMING, INC. 16-32205	UPL THREE RIVERS HOLDINGS, LLC 16-32209	UPL PINEDALE, LLC 16-32208	KEYSTONE GAS GATHERING, LLC 16-32203	ULTRA WYOMING LGS, LLC 16-32206	CONSOLIDATED ULTRA PETROLEUM CORP.
BANK NAME	Multiple	Multiple	JPM Chase Bank	N/A	N/A	N/A	N/A	N/A	
ACCOUNT TYPE	Multiple	Multiple	Operating Account	N/A	N/A	N/A	N/A	N/A	
ACCOUNT NUMBER	Multiple	Multiple	*****3370	N/A	N/A	N/A	N/A	N/A	All
Bank Balance	271,255,254	534,052	9,985	0	0	0	0	0	271,799,291
Deposits In Transit / Adjustments	0	0	0	0	0	0	0	0	0
Withdrawals In Transit / Adjustments	0	0	0	0	0	0	0	0	0
Outstanding Checks	(2,341,019)	0	0	0	0	0	0	0	(2,341,019)
ADJUSTED BANK BALANCE	268,914,235	534,052	9,985	0	0	0	0	0	269,458,272
Beginning Cash - Per Books	250,898,752	534,983	9,985	0	0	0	0	0	251,443,721
Receipts (MOR-7)	73,881,830	0	0	0	0	0	0	0	73,881,831
Transfers Between Accounts	(52,017,192)	0	0	40,575,923	3,480,160	7,961,109	0	0	0
Checks/Other Disbursements (MOR-7)	(3,849,155)	(931)	0	(40,575,923)	(3,480,160)	(7,961,109)	0	0	(55,867,279)
ENDING CASH - PER BOOKS	268,914,235	534,052	9,985	0	0	0	0	0	269,458,272

(1) - See MOR-8a for detailed breakout of Ultra Resources, Inc. bank accounts.

(2) - See MOR-8b for detailed breakout of Ultra Petroleum Corp. bank accounts.

MOR-8

CASE NAME: ULTRA PETROLEUM CORP., et al.

CASE NUMBER: 16-32202 (Jointly Administered)

CASH ACCOUNT RECONCILIATION - ULTRA RESOURCES, INC.

MONTH OF Jun-16

Debtor Case Number	ULTRA RESOURCES, INC. 16-32204	ULTRA RESOURCES, INC. 16-32204	ULTRA RESOURCES, INC. 16-32204	ULTRA RESOURCES, INC. 16-32204	ULTRA RESOURCES, INC. 16-32204	ULTRA RESOURCES, INC. 16-32204	ULTRA RESOURCES, INC. 16-32204	TOTAL ULTRA RESOURCES, INC.
BANK NAME	Bank of America	JPM Chase Bank	JPM Chase Bank	JPM Chase Bank	Bank of America	Bank of America	Bank of America	
ACCOUNT TYPE	Operating	Operating	Payroll	Settlement	Utilities	Savings	Investment	
ACCOUNT NUMBER	****0648	****8101	****0283	****3958	****7453	****9626	****8004	
Bank Balance	16,214,181	227,516	205,120	9	186,000	254,422,428	0	271,255,254
Deposits In Transit / Adjustments	0	0	0	0	0	0	0	0
Withdrawals In Transit / Adjustments	0	0	0	0	0	0	0	0
Outstanding Checks	(2,284,567)	(31)	(56,421)	0	0	0	0	(2,341,019)
ADJUSTED BANK BALANCE	13,929,614	227,485	148,699	9	186,000	254,422,428	0	268,914,235
Beginning Cash - Per Books	8,072,353	130,439	126,869	9	184,965	242,384,117	0	250,898,752
Receipts (MOR-8)	73,744,181	99,339	0	0	0	38,310	0	73,881,830
Transfers Between Accounts	(66,036,227)	0	2,018,000	0	1,035	12,000,000	0	(52,017,192)
Checks/Other Disbursements (MOR-8)	(1,850,692)	(2,293)	(1,996,170)	0	0	0	0	(3,849,155)
ENDING CASH - PER BOOKS	13,929,614	227,485	148,699	9	186,000	254,422,428	0	268,914,235

MOR-8a

CASE NAME: ULTRA PETROLEUM CORP., et al.

CASE NUMBER: 16-32202 (Jointly Administered)

CASH ACCOUNT RECONCILIATION - ULTRA PETROLEUM CORP.

MONTH OF Jun-16

Debtor Case Number	ULTRA PETROLEUM CORP. 16-32202	ULTRA PETROLEUM CORP. 16-32202	ULTRA PETROLEUM CORP. 16-32202	ULTRA PETROLEUM CORP. 16-32202	TOTAL ULTRA PETROLEUM CORP.
BANK NAME	JPM Chase Bank	JPM Chase Bank	BGL BNP Paribas	Raymond James	
ACCOUNT TYPE	Operating	Operating	Operating	Operating	
ACCOUNT NUMBER	****4101	****4210	****8870	****8819	
Bank Balance	255,612	135,480	142,961	0	534,052
Deposits In Transit / Adjustments	0	0	0	0	0
Withdrawals In Transit / Adjustments	0	0	0	0	0
Outstanding Checks	0	0	0	0	0
ADJUSTED BANK BALANCE	255,612	135,480	142,961	0	534,052
Beginning Cash - Per Books	200,152	135,482	143,361	55,989	534,983
Receipts (MOR-8)	0	0	0	0	0
Transfers Between Accounts	55,989	0	0	(55,989)	0
Checks/Other Disbursements (MOR-8)	(529)	(2)	(400)	0	(931)
ENDING CASH - PER BOOKS	255,612	135,480	142,961	0	534,052

MOR-8b

CASE NAME: ULTRA PETROLEUM CORP., et al.**CASE NUMBER:** 16-32202 (Jointly Administered)**PAYMENTS TO INSIDERS AND PROFESSIONALS**

Jun-16

Of the total disbursements shown for the month, list the amount paid to insiders (as defined in Section 101(31)(A)-(F) of the U.S. Bankruptcy Code) and the professionals. Also, for insiders, identify the type of compensation paid (e.g., salary, commission, bonus, etc.) (Attach additional pages as necessary).

INSIDERS: NAME/COMP TYPE	DEBTOR	MONTH Jun-16	FILING TO DATE
1. Michael D. Watford, CEO & President - Salary/Employee Expenses	Ultra Resources, Inc.	70,357	137,024
2. Garland R. Shaw, Sr. VP and CFO - Salary	Ultra Resources, Inc.	31,250	62,500
3. Brad Johnson, Sr. VP Operations - Salary	Ultra Resources, Inc.	33,333	66,666
4. Kent Rogers, VP Drilling & Completions - Salary	Ultra Resources, Inc.	25,167	50,334
5. Garrett B. Smith, VP & General Counsel - Salary	Ultra Resources, Inc.	23,333	46,666
6. Patrick Ash, VP of Development - Salary	Ultra Resources, Inc.	25,000	50,836
7. W. Charles Helton, Director	Ultra Petroleum Corp.	0	0
8. Stephen J. McDaniel, Director	Ultra Petroleum Corp.	0	0
9. Roger A. Brown, Director	Ultra Petroleum Corp.	0	0
10. Michael J. Keefe, Director	Ultra Petroleum Corp.	0	0
TOTAL INSIDERS (MOR-1)		208,440	414,026

PROFESSIONALS:	DEBTOR	MONTH Jun-16	FILING TO DATE
1. Epiq Bankruptcy Solutions	N/A	0	0
2. Jackson Walker, LLP	N/A	0	0
3. Kirkland & Ellis, LLP	N/A	0	0
4. Petrie Partners Securities, LLC	N/A	0	0
5. Rothschild Inc.	N/A	0	0
6. Weil, Gotshal & Manges, LLP	N/A	0	0
7. PJT Partners	N/A	0	0
TOTAL PROFESSIONALS (MOR-1)		0	0

MOR-9