

### Reduction in Workforce (Not Fayetteville Shale Sale-Related)

In June 2018, the Company notified affected employees of a workforce reduction plan, which resulted primarily from a previously announced study of structural, process and organizational changes to enhance shareholder value and continues with respect to other aspects of the Company's business activities. Affected employees were offered a severance package, which included a one-time cash payment depending on length of service and, if applicable, the current value of a portion of equity awards that were forfeited.

The following table presents a summary of the restructuring charges related to workforce reduction plans included in Operating Income (Loss) for the year ended December 31, 2018:

(in millions)	For the year ended December 31,	
	2018	
Severance (including payroll taxes)	\$	21
Stock-based compensation		—
Other benefits		—
Outplacement services, other		2
<b>Total reduction in workforce-related restructuring charges <sup>(1)</sup></b>	<b>\$</b>	<b>23</b>

(1) Total restructuring charges for the Company's E&P and Marketing segments were \$21 million and \$2 million, respectively, for the year ended December 31, 2018.

### Fayetteville Shale Sale-Related

In December 2018, the Company closed on the sale of the equity in certain of its subsidiaries that owned and operated its Fayetteville Shale E&P and related midstream gathering assets in Arkansas. As part of this transaction, most employees associated with those assets became employees of the buyer although the employment of some was terminated. All affected employees were offered a severance package, which included a one-time cash payment depending on length of service and, if applicable, the current value of a portion of equity awards that were forfeited. As of December 31, 2019, the Company has substantially completed the Fayetteville Shale sale-related employment terminations.

As a result of the Fayetteville Shale sale, the Company relocated certain employees and infrastructure to other locations and began the process of consolidating and reorganizing its office space. These charges related to office consolidation and reorganization have been recognized as restructuring charges.

In July 2019, the Company terminated its existing lease agreement in its headquarters office building and entered into a new 10-year lease agreement for a smaller portion of the building. Approximately \$3 million of the fees associated with the Company's headquarters office consolidation are reflected as restructuring charges for the year ended December 31, 2019. The Company also recognized additional severance costs in the third and fourth quarters of 2019, related to continued organizational restructuring, for which a liability of \$2 million has been accrued as of December 31, 2019. The following table presents a summary of the restructuring charges related to the consolidation and reorganization associated with the Fayetteville Shale sale included in Operating Income on the condensed statements of operations for the years ended December 31, 2019 and 2018:

(in millions)	For the years ended December 31,	
	2019	2018
Severance (including payroll taxes)	\$ 5	\$ 12
Office consolidation	6	4
<b>Total Fayetteville Shale sale-related charges <sup>(1) (2)</sup></b>	<b>\$ 11</b>	<b>\$ 16</b>

(1) Total restructuring charges were \$11 million and \$16 million for the Company's E&P segment for the years ended December 31, 2019 and 2018, respectively.

(2) Does not include a \$4 million gain for the year ended December 31, 2018 related to the curtailment of the other postretirement benefit plan presented in Other Income (Loss), net on the consolidated statements of operations.

### (3) DIVESTITURES

In August 2018, the Company entered into an agreement with Flywheel Energy Operating, LLC to sell 100% of the equity in the Company's subsidiaries that owned and operated its Fayetteville Shale E&P and related midstream gathering assets for \$1,865 million in cash, subject to customary closing adjustments, with an economic effective date of July 1, 2018.

In December 2018, the Company closed the Fayetteville Shale sale and received approximately \$1,650 million, which included purchase price adjustments of approximately \$215 million primarily related to the net cash flows from the economic