(December 2017 Department of the Treasury

Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

OMB No. 1545-0123

Internal Revenue Service Reporting Issuer Part I 2 Issuer's employer identification number (EIN) Issuer's name VIPER ENERGY PARTNERS LP 46-5001985 3 Name of contact for additional information Telephone No. of contact 5 Email address of contact (432) 221-7430 7 City, town, or post office, state, and ZIP code of contact 6 Number and street (or P.O. box if mail is not delivered to street address) of contact 500 WEST TEXAS AVENUE, SUITE 1200 MIDLAND, TX 79701 8 Date of action 9 Classification and description 02/25/2019, 05/20/2019 Limited partner units treated as common stock for US federal income tax purposes 10 CUSIP number 11 Serial number(s) 12 Ticker symbol 13 Account number(s) VNOM 92763M105 Organizational Action Attach additional statements if needed. See back of form for additional questions. Part II Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action On February 25, 2019, Viper Energy Partners LP ("Viper") made a cash distributions to its shareholders. Subsequently, Viper has reasonably estimated that such distribution, as well as Viper's distribution payable on May 20, 2019, should not constitute dividends for U.S. federal income tax purposes but rather should generally constitute non-taxable reductions to the tax basis of each distribution recipient's ownership interest in Viper. This form 8937 is being filed to disclose Viper's reasonable estimate in this regard. 15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis F Generally, non-dividend distributions should reduce the tax basis of the shares of stock owned by the recipient(s) of the non-dividend distributions. The reduction to the tax basis of each share of stock owned should be the amount of the non-dividend distribution received. Viper has reasonably estimated that the entire amount of the distributions should constitute non-dividend distributions and that no part of the distributions should be treated as dividends. Accordingly, each distribution recipient should generally treat the full amount of each of the distributions made on 02/25/2019 and 05/20/2019 as a reduction to the tax basis of the recipient's ownership interest in Viper. Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ► The reduction to the tax basis of each share of stock owned by a recipient of a non-dividend distribution should generally be the amount of the non-dividend distribution received with respect to each share. Accordingly, recipients of the Viper distribution made on 02/25/2019 should generally reduce their tax basis in each share of Viper stock (i.e., limited partner unit) by \$0.51 per share (i.e., per unit); recipients of the Viper distribution payable on 05/20/2019 should generally reduce their tax basis in each share of Viper stock (i.e., limited partner unit) by \$0.38 per share (i.e., per unit) when the distribution is received.

18 Can any resulting loss be recognized? ► No 19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ► The distributions discussed were made on the dates specified in 2019. For calendar year taxpayers, the tax year affected should be calendar year 2019. For taxpayers reporting on the basis of a tax year other than the calendar year, different tax periods may be impacted. Under penalties of perjany, I declare that I have examined this return, including accompanying safetulizes and statements, and to the best of my knowledge and taking the control of	Part		Organizational Action (continued	()		
18 Can any resulting loss be recognized? ➤ No 19 Provide any other information necessary to implement the adjustment, such as the reportable tax year. ► In olds/ribuillons discussed were made on the dates specified in 2019. For calendar year taxonyers, the tax year affected should be calendar year 2019. For taxonyers reporting on the basis of a tax year other than the calendar year, different tax periods may be impacted. Under periodic of perjacy, I declare that the calendar year, different tax periods may be impacted. Under periodic of perjacy, I declare that These exemined this return, including accompanying schedules and determents, and to the best of my tonovietige and belief, it is that, corner, and complete. Sections of present of the than efficiely is based on all information of which prepare the eny workedge. Signature Date						
19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ► The distributions discussed were made on the dates specified in 2019. For calendar year different tax periods may be impacted. Provide any other information necessary to implement the adjustment, such as the reportable tax year ► The distributions discussed were made on the dates specified in 2019. For calendar year different tax periods may be impacted. Under penalties of priyay, I declare that there exemined the return, including accompanying schedules and statements, and to the best of my snowledge and best file in tax, cornect, and complete. Declaration of program (either than officed is based on all information of which preparer has any knowledge.) Sign Print your name ► Teresa L. Dick Preparer's signature Date ►				n(s) and subsection(s) upon w	hich the tax treatment is ba	ased ►
19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ► The distributions discussed were made on the dates specified in 2019. For calendar year taxpayers, the tax year affected should be calendar year 2019. For taxpayers reporting on the basis of a tax year other than the calendar year, different tax periods may be impacted. Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge are belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge. Signature ►	Section	301(0	C)(2)			
19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ► The distributions discussed were made on the dates specified in 2019. For calendar year taxpayers, the tax year affected should be calendar year 2019. For taxpayers reporting on the basis of a tax year other than the calendar year, different tax periods may be impacted. Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge are belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge. Signature ►						
19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ► The distributions discussed were made on the dates specified in 2019. For calendar year taxpayers, the tax year affected should be calendar year 2019. For taxpayers reporting on the basis of a tax year other than the calendar year, different tax periods may be impacted. Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge are belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge. Signature ►						
19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ► The distributions discussed were made on the dates specified in 2019. For calendar year taxpayers, the tax year affected should be calendar year 2019. For taxpayers reporting on the basis of a tax year other than the calendar year, different tax periods may be impacted. Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge are belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge. Signature ►						
19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ► The distributions discussed were made on the dates specified in 2019. For calendar year taxpayers, the tax year affected should be calendar year 2019. For taxpayers reporting on the basis of a tax year other than the calendar year, different tax periods may be impacted. Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge are belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge. Signature ►						
19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ► The distributions discussed were made on the dates specified in 2019. For calendar year taxpayers, the tax year affected should be calendar year 2019. For taxpayers reporting on the basis of a tax year other than the calendar year, different tax periods may be impacted. Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge are belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge. Signature ►						
19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ► The distributions discussed were made on the dates specified in 2019. For calendar year taxpayers, the tax year affected should be calendar year 2019. For taxpayers reporting on the basis of a tax year other than the calendar year, different tax periods may be impacted. Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge are belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge. Signature ►						
19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ► The distributions discussed were made on the dates specified in 2019. For calendar year taxpayers, the tax year affected should be calendar year 2019. For taxpayers reporting on the basis of a tax year other than the calendar year, different tax periods may be impacted. Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge are belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge. Signature ►						
19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ► The distributions discussed were made on the dates specified in 2019. For calendar year taxpayers, the tax year affected should be calendar year 2019. For taxpayers reporting on the basis of a tax year other than the calendar year, different tax periods may be impacted. Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge are belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge. Signature ►						
19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ► The distributions discussed were made on the dates specified in 2019. For calendar year taxpayers, the tax year affected should be calendar year 2019. For taxpayers reporting on the basis of a tax year other than the calendar year, different tax periods may be impacted. Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge are belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge. Signature ►						
19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ► The distributions discussed were made on the dates specified in 2019. For calendar year taxpayers, the tax year affected should be calendar year 2019. For taxpayers reporting on the basis of a tax year other than the calendar year, different tax periods may be impacted. Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge are belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge. Signature ►						
19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ► The distributions discussed were made on the dates specified in 2019. For calendar year taxpayers, the tax year affected should be calendar year 2019. For taxpayers reporting on the basis of a tax year other than the calendar year, different tax periods may be impacted. Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge are belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge. Signature ►						
made on the dates specified in 2019. For calendar year taxpayers, the tax year affected should be calendar year 2019. For taxpayers reporting on the basis of a tax year other than the calendar year, different tax periods may be impacted. Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge. Signature ► Date ►	18 C:	an any	y resulting loss be recognized? ► No			
made on the dates specified in 2019. For calendar year taxpayers, the tax year affected should be calendar year 2019. For taxpayers reporting on the basis of a tax year other than the calendar year, different tax periods may be impacted. Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge. Signature ► Date ►						
made on the dates specified in 2019. For calendar year taxpayers, the tax year affected should be calendar year 2019. For taxpayers reporting on the basis of a tax year other than the calendar year, different tax periods may be impacted. Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge. Signature ► Date ►						
made on the dates specified in 2019. For calendar year taxpayers, the tax year affected should be calendar year 2019. For taxpayers reporting on the basis of a tax year other than the calendar year, different tax periods may be impacted. Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge. Signature ► Date ►						
made on the dates specified in 2019. For calendar year taxpayers, the tax year affected should be calendar year 2019. For taxpayers reporting on the basis of a tax year other than the calendar year, different tax periods may be impacted. Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge. Signature ► Date ►						
made on the dates specified in 2019. For calendar year taxpayers, the tax year affected should be calendar year 2019. For taxpayers reporting on the basis of a tax year other than the calendar year, different tax periods may be impacted. Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge. Signature ► Date ►						
made on the dates specified in 2019. For calendar year taxpayers, the tax year affected should be calendar year 2019. For taxpayers reporting on the basis of a tax year other than the calendar year, different tax periods may be impacted. Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge. Signature ► Date ►						
made on the dates specified in 2019. For calendar year taxpayers, the tax year affected should be calendar year 2019. For taxpayers reporting on the basis of a tax year other than the calendar year, different tax periods may be impacted. Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge. Signature ► Date ►						
made on the dates specified in 2019. For calendar year taxpayers, the tax year affected should be calendar year 2019. For taxpayers reporting on the basis of a tax year other than the calendar year, different tax periods may be impacted. Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge. Signature ► Date ►						
made on the dates specified in 2019. For calendar year taxpayers, the tax year affected should be calendar year 2019. For taxpayers reporting on the basis of a tax year other than the calendar year, different tax periods may be impacted. Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge. Signature ► Date ►						
made on the dates specified in 2019. For calendar year taxpayers, the tax year affected should be calendar year 2019. For taxpayers reporting on the basis of a tax year other than the calendar year, different tax periods may be impacted. Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge. Signature ► Date ►						
made on the dates specified in 2019. For calendar year taxpayers, the tax year affected should be calendar year 2019. For taxpayers reporting on the basis of a tax year other than the calendar year, different tax periods may be impacted. Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge. Signature ► Date ►						
made on the dates specified in 2019. For calendar year taxpayers, the tax year affected should be calendar year 2019. For taxpayers reporting on the basis of a tax year other than the calendar year, different tax periods may be impacted. Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge. Signature ► Date ►						
made on the dates specified in 2019. For calendar year taxpayers, the tax year affected should be calendar year 2019. For taxpayers reporting on the basis of a tax year other than the calendar year, different tax periods may be impacted. Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge. Signature ► Date ►						
reporting on the basis of a tax year other than the calendar year, different tax periods may be impacted. Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge. Sign Print your name ► Teresa L. Dick	19 Pr	rovide	any other information necessary to imple	ement the adjustment, such as	s the reportable tax year	The distributions discussed were
Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge. Signalture ► Print your name ► Teresa L. Dick Print/Type preparer's name Preparer's signature Date Check if self-employed Firm's name ► Firm's name ► Firm's address ► Phone no.	made o	n the	dates specified in 2019. For calendar y	ear taxpayers, the tax year a	affected should be calend	ar year 2019. For taxpayers
belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge. Sign Here Signature ▶ Print your name ▶ Teresa L. Dick Print/Type preparer's name Preparer's signature Preparer's signature Preparer's signature Firm's name Firm's name Firm's address Phone no.	reportir	ng on	the basis of a tax year other than the c	alendar year, different tax p	eriods may be impacted.	
belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge. Sign Here Signature ▶ Print your name ▶ Teresa L. Dick Print/Type preparer's name Preparer's signature Preparer's signature Preparer's signature Firm's name Firm's name Firm's address Phone no.						
belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge. Sign Here Signature ▶ Print your name ▶ Teresa L. Dick Print/Type preparer's name Preparer's signature Preparer's signature Preparer's signature Firm's name Firm's name Firm's address Phone no.						
belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge. Sign Here Signature ▶ Print your name ▶ Teresa L. Dick Print/Type preparer's name Preparer's signature Preparer's signature Preparer's signature Firm's name Firm's name Firm's address Phone no.						
belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge. Sign Here Signature ▶ Print your name ▶ Teresa L. Dick Print/Type preparer's name Preparer's signature Preparer's signature Preparer's signature Firm's name Firm's name Firm's address Phone no.						
belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge. Sign Here Signature ▶ Print your name ▶ Teresa L. Dick Print/Type preparer's name Preparer's signature Preparer's signature Preparer's signature Firm's name Firm's name Firm's address Phone no.						
belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge. Sign Here Signature ▶ Print your name ▶ Teresa L. Dick Print/Type preparer's name Preparer's signature Preparer's signature Preparer's signature Firm's name Firm's name Firm's address Phone no.						
belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge. Sign Here Signature ▶ Print your name ▶ Teresa L. Dick Print/Type preparer's name Preparer's signature Preparer's signature Preparer's signature Firm's name Firm's name Firm's address Phone no.						
belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge. Sign Here Signature ▶ Print your name ▶ Teresa L. Dick Print/Type preparer's name Preparer's signature Preparer's signature Preparer's signature Firm's name Firm's name Firm's address Phone no.						
belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge. Sign Here Signature ▶ Print your name ▶ Teresa L. Dick Print/Type preparer's name Preparer's signature Preparer's signature Preparer's signature Firm's name Firm's name Firm's address Phone no.						
belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge. Sign Here Signature ▶ Print your name ▶ Teresa L. Dick Print/Type preparer's name Preparer's signature Preparer's signature Preparer's signature Firm's name Firm's name Firm's address Phone no.						
belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge. Sign Here Signature ▶ Print your name ▶ Teresa L. Dick Print/Type preparer's name Preparer's signature Preparer's signature Preparer's signature Firm's name Firm's name Firm's address Phone no.		11-1-				or and a she had a few horself and a second
Here Signature ►						
Here Signature ►	Sign					
Print your name ► Teresa L. Dick Title ► CFO of General Partner Paid Preparer Use Only Firm's name ► Firm's address ► Title ► CFO of General Partner Check if self-employed Firm's signature Preparer's signature Print/Type preparer's name Preparer's signature Print/Type preparer's name		Signa	ature ►		Date ►	
Paid Preparer Use Only Print/Type preparer's name Preparer's signature Date Check ☐ if self-employed Firm's name Firm's address Print/Type preparer's name Preparer's signature Date Check ☐ if self-employed Firm's address Phone no.						
Paid Preparer Use Only Firm's name ► Firm's address ► Check if self-employed Firm's sell ► Phone no.		Print				of General Partner
Preparer Use Only Firm's name ► Firm's address ►	Paid		Print/Type preparer's name	Preparer's signature	Date	Check I if
Firm's address ► Phone no.	Prepa					
	Use C	Only				
	Send Fo	orm ac		to: Department of the Treasu	ry Internal Revenue Service	