



2019 Corporate Responsibility Report

A photograph of an oil pumpjack in a natural landscape. The pumpjack is a large, light-colored metal structure with a long, angled arm and a counterweight, situated on a grassy hillside. In the foreground, there is a body of water reflecting the sky and the surrounding vegetation. The background shows a steep, grassy hillside under a clear blue sky. The overall scene is a blend of industrial and natural elements.

THE NATURE OF OUR BUSINESS

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Our Report

At Denbury, our corporate responsibility strategy focuses on four areas: Our Company, Our People, Our Environment and Our Communities. There are potential issues in each of these areas that are important, and could impact Denbury’s success and the well-being of our stakeholders. These material issues provide the foundation of our 2019 Corporate Responsibility Report and are discussed in detail throughout the four sections of this Report.

This Report has been prepared in accordance with the Global Reporting Initiative’s (“GRI”) Sustainability Reporting Standards (“GRI Standards”). We have also consulted and included indicators from the Sustainability Accounting Standards Board’s (“SASB”) Oil and Gas Exploration and Production Sustainability Accounting Standards (“SASB Standards”) and recommendations from the Task Force on Climate-related Financial Disclosures (“TCFD”).



MESSAGE FROM OUR CEO

I am immensely proud to introduce Denbury's 2019 Corporate Responsibility Report, highlighting our continued focus on the four pillars of our sustainability strategy: Our Company, Our People, Our Environment, and Our Communities. Concentrating on sustained improvement in these areas has made Denbury stronger and better positioned for long-term success.

This Report illustrates our commitment to transparency regarding our economic, environmental, social and governance performance. We continually analyze our performance to both better understand the impacts of our projects and operations as well as to determine pertinent risks, their effects, and mitigation measures. This Report also contains significant information regarding our sustainability values, objectives and performance, reinforcing our desire to engage with our stakeholders in any one or more of these areas.

> Our Company

We are committed to exemplifying Denbury's core values of integrity, teamwork, respect, excellence, and innovation. Our desire to have a positive impact in everything we do is what drives us. This starts with our Board of Directors and management team, who champion sustainability and believe that it is fundamental to our corporate citizenship, enhancing investor value while ensuring the economic health and profitability of Denbury. We believe that operating a sustainable company is an essential part of being a responsible corporate citizen, and Denbury is committed to engaging on climate change and carbon emission reduction topics with our investors, policy makers, regulators, industry, and communities.

As the world demands more energy to fuel its economy and provide a better quality of life, it also demands a reduction in the atmospheric CO₂ emissions resulting from the production of this vital energy source. Being an industry leader in carbon dioxide enhanced oil recovery (CO₂ EOR), Denbury is in a key position to help solve this dual challenge. To seriously address and meet both of these challenges and to provide a sustainable path forward, we believe that Denbury, as well as all other oil and gas companies, should not only consider the Scope 1 and Scope 2 emissions associated with their operations when accounting for their carbon footprint, but also account for the Scope 3 emissions associated with the refining and combustion of the hydrocarbons they produce.

Our extensive use of industrial-sourced CO₂ EOR in our operations prevents the release of this CO₂ into the atmosphere while allowing us to reduce our use of naturally-occurring CO₂. I'm pleased to share that the Scope 1 and Scope 2 emissions associated with Denbury's operations are currently carbon negative, as we more than offset those emissions by annually injecting over three million tons of industrial-sourced CO₂ into the ground as part of our CO₂ EOR process. Importantly, we believe Denbury has the potential to also fully offset our Scope 3 emissions. We believe this can be accomplished through Denbury's strategy of continually seeking to increase the proportion of industrial-sourced CO₂ used in our CO₂ EOR operations and by leveraging our expertise and our strategic assets into a growing carbon capture, use, and storage (CCUS) industry. As this new CCUS industry evolves, we have set a target to fully offset our emissions, including Scope 3 emissions, within this decade. We believe that reaching carbon negative emissions company-wide is both achievable and sustainable.

This Report focuses not only on our company, but also on how we positively impact the other areas we care about most: our people, our environment, and our communities. We understand that Denbury's long-term success demands our focus and strong performance in these areas.

> Our People

We have built an outstanding team of dedicated employees with the skills and expertise that enable us to pursue our unique strategy. Our employees are the engine that drives Denbury, and our results are directly attributable to their extraordinary efforts. We leverage the talents of our highly skilled, dedicated and motivated workforce in every aspect of our business. Our employees continue to identify innovative ways to improve our operating efficiency and reduce costs, making our business stronger. We are committed to supporting our employees, and their safety, training, professional development, and well-being are a key part of Denbury's sustainability. I am privileged to have the opportunity to work with this exceptional group every day.

> Our Environment

Driving strong environmental stewardship is not just a key component of our strategic vision; it is the right thing to do for our employees, their families and our communities. Denbury is not your typical oil company. We bring decades-old, legacy oilfields back to life through CO₂ EOR. While doing so, we utilize the existing footprint and strive to leave the condition of each field significantly improved from how we found it, all while minimizing the impact we have on the surrounding environment.

> Our Communities

Denbury is an integral part of the communities where we operate. We believe that by operating responsibly, both Denbury and our communities can mutually benefit. By applying our CO₂ EOR process to otherwise depleted fields, we bring high-paying jobs and meaningful economic activity back to these local economies. We believe that being a good neighbor is a vital part of our business, and we take every opportunity to engage with and positively impact our communities.

I hope that this Report gives you relevant insight into Denbury and the values and principles that guide the way we do business. While we continue to seek to improve our economic, environmental, social, and governance performance, we also want to improve our reporting and transparency in these areas. Therefore, I invite you to engage with us and offer us comments and feedback regarding this Report and our performance. We believe that by reviewing and analyzing our past performance and striving for continual improvement, we can meet and exceed the expectations of all our stakeholders.

Sincerely,



CHRISTIAN S. KENDALL
President and
Chief Executive Officer



March 2020

THE DENBURY DIFFERENCE

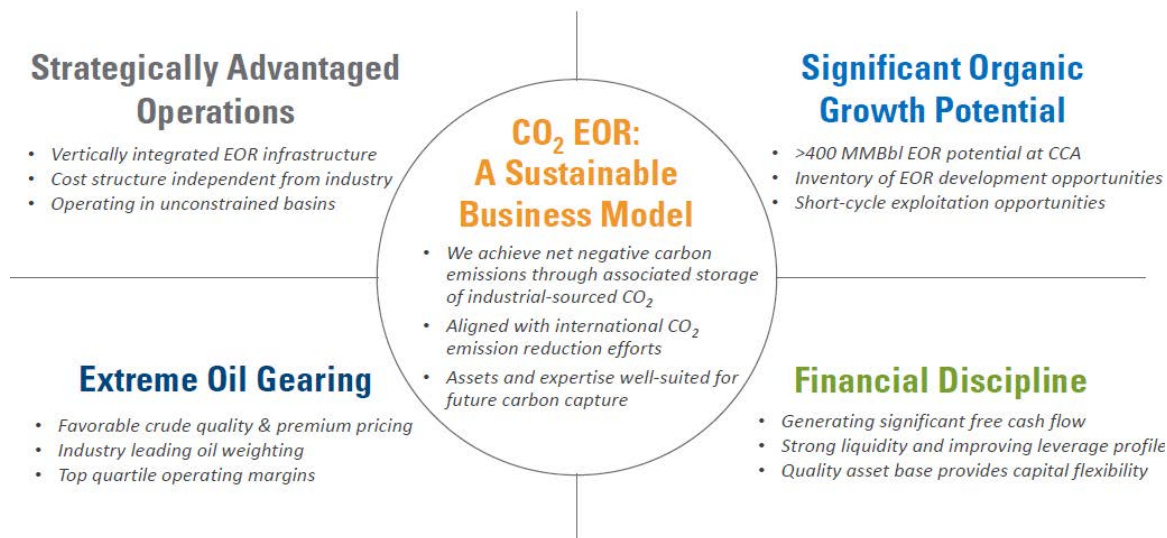
Welcome to Denbury, a unique energy company. Our strategic focus on CO₂ EOR and carbon capture, utilization and storage truly differentiates us in the energy industry. In 2018, through our significant use of industrial-sourced CO₂ in our EOR operations, Denbury removed nearly twice the amount of CO₂ from the atmosphere than we emitted to produce our oil. We have set a target to fully offset our emissions, including Scope 3 emissions associated with the refining and combustion of our produced hydrocarbons, within this decade.

As the only U.S. public company of scale where injecting CO₂ into the ground to produce oil is our primary business, Denbury is a key part of the solution to reducing atmospheric CO₂ emissions, while at the same time providing a vital energy source for the world's economy. This is a solution that has broad and bipartisan appeal and we see great opportunities to expand our impact in the coming years. Carbon capture, transportation, and secure geologic storage will become an essential business, and Denbury's assets and expertise position the Company to be a leader as this market develops.

Denbury is committed to performing safely, consistently delivering on our promises to deploy our differentiated carbon dioxide enhance oil recovery ("CO₂ EOR") focused strategy, being good environmental stewards, and making steady progress every day toward securing our long-term success.

- › Denbury is focused on creating value for our investors while accomplishing our goals
- › Denbury has set a target to fully offset our emissions, including Scope 3 emissions associated with the refining and combustion of our produced hydrocarbons, within this decade
- › In 2018, through our significant use of industrial-sourced CO₂ in our EOR operations, Denbury removed nearly twice the amount of CO₂ from the atmosphere than we emitted to produce our oil
- › In 2020, Denbury formed a Carbon Solutions team, reporting directly to our Chief Executive Officer, tasked with accelerating progress toward realizing our goal of leading the industry in carbon capture, utilization and storage ("CCUS")
- › The CO₂ captured from industrial sources used to support Denbury's EOR operations would otherwise be released into the atmosphere
- › Denbury has been purchasing and utilizing CO₂ from industrial sources since 2012, totaling nearly 20 million metric tons at year-end 2019
- › Denbury's focus on using CO₂ more efficiently in operations means a higher proportion of industrial-sourced CO₂ utilized in EOR in lieu of our natural CO₂ source at Jackson Dome
- › Investments required to implement and operate Denbury's CO₂ EOR projects generate high-paying jobs and tax revenues for local governments

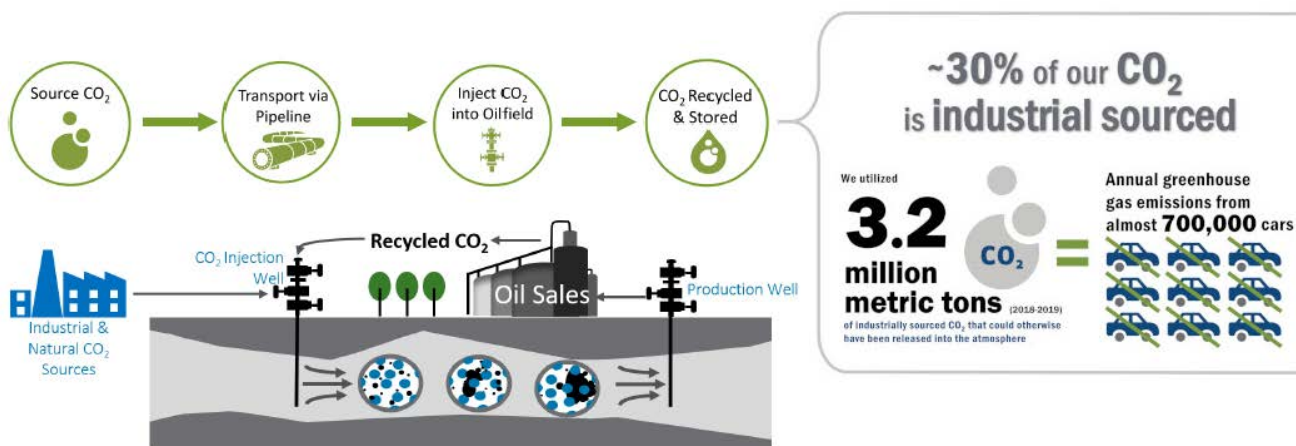
> Uncommon Company, Extraordinary Potential



> ESG – Capturing CO₂ for Enhanced Oil Recovery & Sustainably Leveraging the Denbury Difference

Environment

We are a different kind of oil company – Denbury is the only U.S. public company of scale where injecting CO₂ into the ground to produce oil is our primary business



Denbury's 2018 Scope 1 and Scope 2 CO₂ Emissions Balance

Combined Scope 1 & 2 Emissions 1.8 million metric tons	-	Captured Industrial Sourced CO ₂ 3.3 million metric tons	=	Net Negative CO₂ Emissions - 1.5 million metric tons
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Denbury's 2017 Scope 1 and Scope 2 CO₂ Emissions Balance

Combined Scope 1 & 2 Emissions 1.7 million metric tons	-	Captured Industrial Sourced CO ₂ 2.8 million metric tons	=	Net Negative CO₂ Emissions - 1.1 million metric tons
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Social

We maintain a long-standing commitment to the highest standards for the safety and development of our employees, contractors and local communities

- › **Achieved our best** Total Recordable Incident Rate (“TRIR”) in 2019
- › Safety targets explicitly **tied to executive compensation**
- › **Comprehensive training and development program** including safety, leadership and diversity training
- › **Matched >\$250,000 employee charitable donations over** last 5 years
- › Chaired **2019 Dallas Heart Walk** for the American Heart Association

Governance

Strong corporate governance is essential to fulfilling our obligations to our stakeholders and to operating as a responsible corporate citizen

- › **7 out of 8** directors are independent, including independent Chairman of the Board
- › **Female board representation**
- › ISS Governance **Rating of “1”** (Best Possible)
- › **Code of Conduct and Ethics Rated “A”** by NYSE Governance Services (Top 1%)



Total Recordable Incident Rate (TRIR)



Recipient of the 2018
Excellence in Safety Award
by North Dakota Petroleum Council

ISS
GOVERNANCE
RATING “1”

DOING
RIGHT

REPORT CONTENT

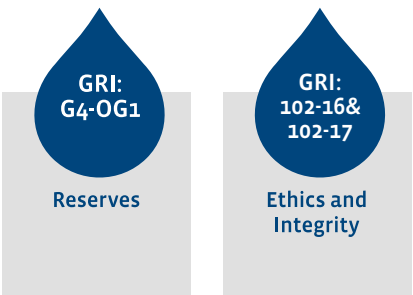
At Denbury, our corporate responsibility strategy focuses on four areas: Our Company, Our People, Our Environment and Our Communities. There are potential issues in each of these areas that are important and could impact Denbury’s success and the well-being of our Board of Directors, senior management, employees, investors, business partners and communities (“stakeholders”). These material issues provide the foundation of our 2019 Corporate Responsibility Report (“Report”) and are discussed in detail throughout the four sections of this Report.

This Report has been prepared in accordance with the Global Reporting Initiative’s (“GRI”) Sustainability Reporting Standards (“GRI Standards”). We have also consulted and included indicators from the Sustainability Accounting Standards Board’s (“SASB”) Oil and Gas Exploration and Production Sustainability Accounting Standards (“SASB Standards”) and recommendations from the Task Force on Climate-related Financial Disclosures (“TCFD”).

> Our Company

The sustainability of our business is critical to our investors, employees and communities—they depend on, and benefit from, our continued successful operations. We recognize that in order to run a sustainable company, we must have successful, ethical and responsible operations. Maximizing investor value through sound corporate strategies, fostering our core values and integrating good corporate governance standards and practices are the most material issues for our business and our stakeholders when considering the sustainability of our business.

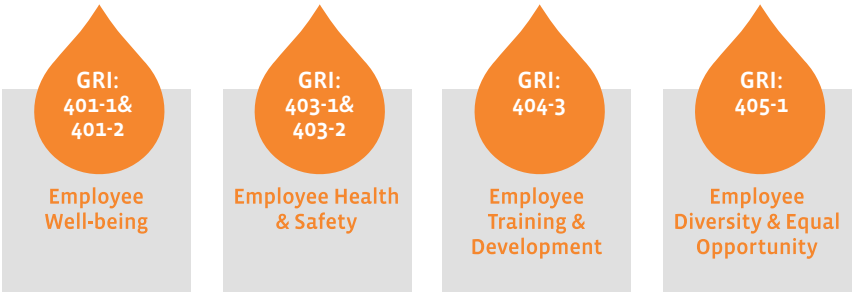
The specific GRI topics that we discuss in this section of the Report are:



> Our People

Our employees are our greatest resource, and each individual helps shape Denbury into a unique and exceptional place to work. We recognize that our employees are crucial to Denbury’s future, and we care about our employees’ and their families’ well-being beyond the work environment. Safety, training and development, well-being and engagement and fostering a diverse work culture are the most material issues for our business and our stakeholders when considering our employees.

The specific GRI topics that we discuss in this section of the Report are:



> Our Environment

We and our stakeholders care about the environmental impact of our operations. We recognize that providing and integrating sound environmental policies, procedures and practices into our broader health, safety and environmental programs are key to our success as a company. We strive to be environmentally responsible in all aspects of our operations. Managing our carbon and environmental footprints, avoiding spills and releases, focusing on sound environmental policies, procedures and practices, and establishing Health, Safety and Environment (“HSE”) Management Systems are the most material issues for our business and our stakeholders when considering our environment.

The specific GRI topics that we discuss in this section of the Report are:



> Our Communities

We are honored and privileged to be a part of the communities in which we operate. Rather than merely being a dependable and ethical business presence in our communities, we feel obligated to find ways to give, volunteer and invest in community campaigns and philanthropic organizations that stimulate local economies. Additionally, we believe that community engagement through open dialogue and communication is an essential part of being a responsible corporate citizen. Local economic investments, charitable giving and community engagement are the most material issues for our business and our stakeholders when considering our communities.

The specific GRI topics that we discuss in this section of the Report are:



REPORT FRAMEWORK

Unless otherwise noted, this Report covers our operations during the 2017 and 2018 calendar years. Following the publication of our last four reports in 2014, 2015, 2016 and 2018, we received feedback and input from both internal and external stakeholders regarding our report and our sustainability initiatives which aided in our development of this Report. As a reflection of our commitment to economic, environmental, and social and governance issues, and in an effort to enhance our disclosure to our stakeholders, we currently intend to release an updated report at least biennially.

This is our fifth report to be prepared in accordance with the GRI Standards, a voluntary, internationally recognized framework for sustainability reporting that focuses on economic, environmental and social issues and efforts and enables all companies and organizations to measure, understand and communicate this information.

GRI is a non-profit organization that promotes the use of sustainability reporting as a way for organizations to become more sustainable and contribute to sustainable development. We have continued to utilize GRI's updated GRI Standards, including the G4 Oil and Gas Sector Disclosures, and have developed this Report in accordance with the GRI Standards' "Core" reporting option. However, we have included disclosures beyond the "Core" reporting requirements to increase our disclosures to our stakeholders. For example, we have addressed many of the GRI Standards' General Disclosure items related to corporate governance, which are only required under the "Comprehensive" reporting option.

This year, we have further expanded our sustainability reporting by consulting and including indicators from the SASB Standards and recommendations from the TCFD. SASB is a non-profit, independent standards-setting organization that establishes and maintains industry-specific standards which assist companies in providing voluntary disclosures to investors on environmental, social and governance issues that are financially material. TCFD is a global task force that developed a set of voluntary, consistent climate-related financial risk disclosures that enable companies to inform their investors and other stakeholders about the risks they face related to climate change.

Denbury Resources Inc. and its subsidiaries operate as "Denbury." Throughout this Report, unless otherwise noted, "Denbury," "Company," "we," "our" and "us" refer to Denbury Resources Inc. and its subsidiaries.

› Reporting Principles

We prepared this Report in accordance with the reporting principles suggested in the GRI Standards. We also incorporated reporting principles suggested in the SASB Standards and recommendations from TCFD where applicable. The principles guided us both in defining the content of this Report and in defining the quality of this Report.

The principles for defining report content are:

- › Stakeholder Inclusiveness—We sought input from our key stakeholders and sought to report on issues which are important not only to our business, but also to our stakeholders;
- › Sustainability Context—This Report presents our performance in the wider context of sustainability issues, including our long-term organizational strategy;
- › Materiality—The issues discussed and disclosures included in this Report pertain to those economic, environmental, social and governance impacts which are most important to our business and key stakeholders; and
- › Completeness—In preparing this Report, we included issues and disclosures broad enough to reflect the significant economic, environmental, social and governance impacts of our Company, both inside and outside of our organization, and to enable our stakeholders to assess our performance.

The principles for defining report quality are:

- › Balance—This Report reflects our overall performance, including both the positive aspects of our performance and those areas in which we are striving for improvement;
- › Comparability—The issues discussed and disclosures included in this Report under the GRI Standards, SASB Standards, and TCFD-related disclosures will allow us to report on these issues consistently in the coming years which will enable comparison of our performance over time;
- › Accuracy—The information included in this Report is sufficiently accurate and detailed to allow for the proper assessment of our sustainability performance;

- › Timeliness—We will report at least on a biennial basis so that information will be available in sufficient time for stakeholders to make informed decisions;
- › Clarity—We have prepared this Report in such a way as to present information that is understandable, accessible and usable by our stakeholders; and
- › Reliability—We have gathered, recorded, compiled, analyzed and disclosed information in a way that establishes the quality and materiality of the information in this Report.

› Materiality Assessment

This Report focuses on those sustainability issues and activities which are most material to Denbury as a company and to our stakeholders, as determined by a materiality analysis. Input was solicited and received from our key stakeholders, including interviews with investors and feedback from senior management and our Board of Directors. The data and comments received during the materiality analysis were then used to create lists of the most material issues where Denbury has a significant sustainability impact based on both the impact the issues have on our business success and the importance of those issues to our stakeholders. This Report includes the issues which are most important to our business success and which are most important to our stakeholders. For example, our employees indicated that safety of our employees and contractors is one of the most material issues of our business. We heard from various investors interested in learning about our carbon emissions. All of our stakeholders believed that avoiding spills and releases, and limiting the impact of any that do occur, is a material issue.

Those material issues are the foundation of this Report. Using the GRI Standards as our guide and including indicators from the SASB Standards and recommendations from the TCFD, we determined the topics that aligned with our material issues. This Report includes discussion, disclosures and analysis of our material sustainability issues and, to the extent those material issues dovetail with GRI, SASB, and/or TCFD topics, we have responded to the appropriate general disclosure or topic-specific standard. Our Index includes a list of all of our GRI Standards, SASB Standards, and TCFD-related disclosures and indicates the location in this Report where information about each disclosure can be found.

› Feedback

We believe Denbury must seek to continuously improve in all areas of operations, implement high standards of environmental protection and ethical conduct, and work proactively to be a good corporate citizen by aligning our interests as a company with the interests of our stakeholders. Our Board of Directors and management teams, both local and at our headquarters in Plano, Texas, want to hear from you so we can address any concerns and continuously improve in the areas important to us and our stakeholders.

Please reach out to the appropriate contact if you have a concern about our operations, an idea about how we can improve, or anything you want to bring to our attention. Additionally, we would like to hear your thoughts on this Report. As we prepare future reports, we will consider input from a wide range of stakeholders with respect to their expectations for our sustainability reporting and performance.

Below are a few contacts but more can be found at Denbury.com.

***Board of Directors of
Denbury Resources Inc.***

Please contact Denbury's Board of Directors at:

Denbury Resources Inc.
Attn: Corporate Secretary
5320 Legacy Drive
Plano, TX 75024

Email: secretary@denbury.com

***Corporate Responsibility
Team***

Please contact Denbury's Corporate Responsibility Team at:

Denbury Resources Inc.
Attn: Corporate Responsibility
5320 Legacy Drive
Plano, TX 75024

Email: responsibility@denbury.com

***Investor Relations
Team***

Please contact Denbury's Investor Relations Team at:

Denbury Resources Inc.
Attn: Investor Relations
5320 Legacy Drive
Plano, TX 75024

Email: IR@denbury.com

› Forward-Looking Statements and Other Information

This Report contains, and references other documents (e.g., our Annual Report on Form 10-K) that contain, forward-looking statements that reflect Denbury Resources Inc.'s views about future events as of the date of this Report or the date of the referenced document. Such forward-looking information is based upon management's current plans, expectations, estimates and assumptions and is subject to a number of risks and uncertainties that could significantly affect current plans, anticipated actions, the timing of such actions and our financial condition and results of operations. As a consequence, actual results may differ materially from expectations, estimates or assumptions expressed in or implied by any forward-looking statements made by us or on our behalf. We do not assume any obligation to update forward-looking statements should circumstances or management's estimates or opinions change.

Investors are urged to closely consider the disclosure and risk factors in our most recent Annual Report on Form 10-K and in other reports on file with the Securities and Exchange Commission, available at Denbury's website, www.denbury.com.



Our Company

What We Do

Core Values

Corporate
Governance



Our Strategic Vision for CO₂ EOR

Our Company

Denbury Resources Inc. is an independent oil and natural gas company. Our operations are focused in two key operating areas: the Gulf Coast and Rocky Mountain regions. Our goal is to increase the value of our properties through a combination of exploitation, drilling and proven engineering extraction practices, with the most significant emphasis relating to carbon dioxide enhanced oil recovery (“CO₂ EOR”) operations. Denbury Resources Inc. is a publicly traded company and has been listed on the New York Stock Exchange (NYSE: DNR) since 1997. Our corporate headquarters is located in Plano, Texas.

Welcome to Denbury, a unique energy company. Here, we work to achieve our objectives and are accountable for our performance. Our strategic focus on CO₂ EOR and carbon capture, utilization and storage truly differentiates us in the energy industry.



What We Do



Core Values

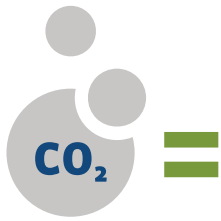


Sustainability Governance

Average Utilization of

3.2
million
metric tons of

for our CO₂ EOR operations annually that could otherwise be released into the atmosphere from industrial sources (2018–2019)



Reduced
as of 12/31/2019

\$1.3 billion
since 12/31/2014

Net Debt Principal

ISS
GOVERNANCE
RATING "1"

OVER
1 billion
BOE

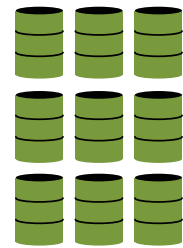
Proved + EOR and
exploitation potential

Over
1,100
miles of
pipelines

CO₂

38,134
Bbls/d

tertiary production in 2018



Recipient of the 2018

**Excellence in
Safety Award**

by North Dakota Petroleum Council



Produced over

190
million

gross barrels of otherwise
stranded oil from CO₂ EOR
to date (as of 12/31/2018)



What We Do

Denbury is focused on revitalizing America's mature oil fields with CO₂ EOR, bringing new life and energy from these fields to provide oil for our nation for decades to come. CO₂ EOR provides an economic and technically feasible method of utilizing CO₂ provided by industrial facilities, that also results in associated underground storage incidental to hydrocarbon recovery, reducing our nation's dependence on foreign oil and making our nation more energy secure.

GRI:
G4-OG1

Reserves

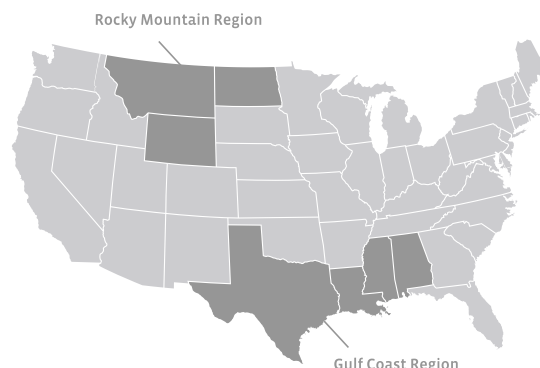
OUR CO₂ STORY

Denbury is unique among domestic oil and gas companies because our primary corporate strategy and focus is on developing significant and otherwise stranded reserves of oil from depleted reservoirs through CO₂ EOR.

In many U.S. oil fields, it is estimated that only about 30% to 40% of the original oil in place ("OOIP") is recoverable through primary and secondary methods. Our experience has shown that CO₂ EOR can recover another 10% to 20% of the OOIP. While the technology used in CO₂ EOR may not be considered new, we apply several concepts learned over time to improve and increase CO₂ utilization efficiency within the reservoirs. For example, we are focused on using CO₂ more efficiently in our operations which allows us to decrease the amount of naturally-occurring CO₂ injected in our operations, thereby increasing the proportion of industrial-sourced CO₂ utilized in EOR. Implementing this strategy improves the economics of the process and makes CO₂ EOR operations economically viable on a wider scale, even in a lower oil price environment.

We began our CO₂ EOR operations in 1999 when we acquired Little Creek Field in Mississippi, followed by our acquisition of Jackson Dome CO₂ reserves and the Northeast Jackson Dome ("NEJD") Pipeline in 2001. Based upon our success at Little Creek and the ownership of significant CO₂ reserves at Jackson Dome, we began to transition our capital spending and acquisition efforts to focus predominantly on CO₂ EOR. Today, our asset base primarily consists of current CO₂ EOR projects, future CO₂ EOR projects and assets that produce, process and transport much of the CO₂ that we use.

Our oil and natural gas properties are concentrated in the Gulf Coast and Rocky Mountain regions of the United States.



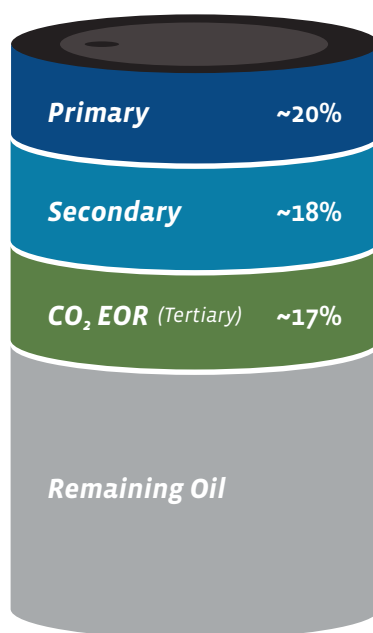
THE STAGES OF OIL RECOVERY

For many years, oil has been produced from the earth using a variety of different production techniques, typically occurring in three phases: primary, secondary and tertiary oil recovery. Primary oil recovery is limited to hydrocarbons that naturally rise to the surface, or those that use artificial lift devices, such as pump jacks. In secondary production, water is typically injected to re-pressure the target formation, providing energy and mobility to sweep the remaining recoverable liquids to the wellbore for recovery. Utilizing only primary and secondary recovery methods can leave up to 70% of the OOIP.

Tertiary production occurs after both primary and secondary recovery production is complete. This phase of production requires a catalyst that will interact with the stranded oil so that it will flow through the rock reservoir to the wellbore. Pressurized CO₂ injection is a proven tertiary EOR technique and can recover, on average, an additional 10% to 20% of the OOIP.

In 2018, CO₂ EOR accounted for approximately 2.9% of average U.S. daily production, or approximately 310,000 barrels of oil per day (“BOPD”) or over 110 million barrels per year. CO₂ transportation pipelines currently cover over 5,000 miles.

> EOR Can Deliver Almost as Much Oil as Primary and Secondary Recovery¹



¹ Based on original oil in place at Denbury's Little Creek Field.

> Financial Impacts of Tertiary Recovery

The economics of a tertiary field differ from conventional oil and gas plays. While it is difficult to accurately forecast future production, tertiary recovery operations provide significant long-term growth potential at reasonable return metrics, with relatively low risk, assuming crude oil prices are at levels that support the development of those projects. Denbury's tertiary operations represent a significant portion of our overall operations and have become our primary strategic focus. We have been developing tertiary oil properties for over 19 years, and the financial impact of such operations is reflected in our historical financial statements. For more information on how tertiary operations have impacted our financial statements, *see Annual Report on Form 10-K: Item 7, Management's Discussion and Analysis of Financial Condition and Results of Operations – Financial Overview of Tertiary Operations.*

OUR CO₂ EOR PROCESS*



PLAY THE VIDEO



> STEP 1: CO₂ Sources and Capture

The first step in implementing a CO₂ EOR project is to secure access to substantial volumes of CO₂. Denbury sources CO₂ both from naturally-occurring underground reservoirs and from industrial sources which capture, process and then compress the CO₂ for delivery into a pipeline network. The CO₂ captured from industrial sources (which is sometimes referred to as anthropogenic or man-made CO₂) could otherwise be released into the atmosphere. For our Gulf Coast assets, Denbury sources naturally-occurring CO₂ from Jackson Dome in Mississippi and industrial CO₂ from two facilities: one in Port Arthur, Texas and one in Geismar, Louisiana. For our Rocky Mountain region, Denbury sources CO₂ from the Lost Cabin gas plant and the Shute Creek plant in Wyoming.

Our CO₂ EOR operations provide an environmentally responsible method of utilizing CO₂ for the primary purpose of oil recovery that also results in the associated underground storage of CO₂ while also making our nation more energy secure.



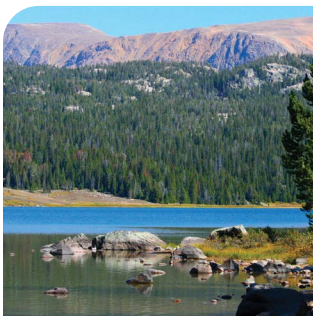
> STEP 2: CO₂ Transportation

The second step is transporting the CO₂ from the source to the oil field. We operate or control over 1,100 miles of CO₂ pipelines and are continually expanding this network to transport naturally-occurring CO₂ and CO₂ from industrial sources to our tertiary fields. Between 2018 and 2019 we utilized an average of approximately 160 million cubic feet of CO₂ from industrial sources per day and anticipate additional CO₂ from industrial sources from currently planned or future construction of facilities in our Gulf Coast region.



> STEP 3: CO₂ Injection

The third step is to inject the CO₂ into the oil-bearing reservoir through a wellbore. The injected CO₂ moves through the reservoir, mixing with the remaining crude oil. The CO₂ acts to separate the oil from the reservoir rock and increase the oil's mobility within the reservoir. The mixture is driven through the formation into a producing wellbore, where it then comes to the surface, increasing the field's oil production. To date, our CO₂ EOR operations have resulted in the gross production of over 190 million barrels of oil that may not have otherwise been recovered.



> STEP 4: CO₂ EOR Benefits & Storage

CO₂ EOR operations provide considerable economic and environmental benefits. The economic benefits of CO₂ EOR include the creation of jobs due to investments required to implement and operate a CO₂ EOR project, along with tax payments to local governments. Our CO₂ EOR operations provide an environmentally responsible method of utilizing CO₂ for the primary purpose of oil recovery that also results in the associated underground storage of CO₂ while also making our nation more energy secure.

* In this section any references to "Denbury," "our" or "we" refers to Denbury Onshore, LLC, or in case of references to CO₂ pipeline infrastructure, an affiliate of Denbury Onshore, LLC.

USE OF CO₂ FROM INDUSTRIAL SOURCES*

Denbury is currently party to several contracts to purchase CO₂ from industrial sources (CO₂ from these sources is also known as anthropogenic or man-made CO₂) to use in our EOR operations. We have contracts to purchase CO₂ from an industrial facility in Port Arthur, Texas, an ammonia plant in Geismar, Louisiana and the Lost Cabin Gas Plant in Wyoming. Between 2018 and 2019, these three sources supplied over 65 MMcf/d of CO₂ for our EOR operations. Denbury also owns an interest in the CO₂ at LaBarge Field in Wyoming, which is captured from the Shute Creek Plant. Between 2018 and 2019, this source supplied approximately 90 MMcf/d of CO₂ for our EOR operations. The CO₂ captured from these industrial sources could otherwise be released into the atmosphere. Additionally, we are in ongoing discussions with other parties who have plans to construct plants near the Green Pipeline.

We continue to have ongoing discussions with owners of existing plants of various types that emit CO₂ that we may be able to purchase and/or transport. In order to capture such volumes, we (or the plant owner) would need to install additional equipment, which includes, at a minimum, compression and dehydration facilities. Most of these existing plants emit relatively small volumes of CO₂, generally less than our contracted sources, but such volumes may be attractive if the source is located near CO₂ pipelines. The capture of CO₂ could also be influenced by potential federal legislation, which could impose economic penalties for atmospheric CO₂ emissions. For example, Section 45Q of the Internal Revenue Code (Title 26 of U.S. Code) when implemented could result in significant increased capture of industrial-sourced CO₂. We believe that we could play a significant role in the capture, transportation and storage of CO₂ because of the scale of our tertiary operations and our CO₂ pipeline infrastructure.

** In this section any references to "Denbury," "our" or "we" refers to Denbury Onshore, LLC, or in case of references to CO₂ pipeline infrastructure, an affiliate of Denbury Onshore, LLC.*

Starting in 2012, we began purchasing and utilizing CO₂ from industrial sources in our tertiary operations in the Gulf Coast region. These projects illustrate our unique ability to use captured CO₂ that would otherwise be released into the atmosphere.





At Denbury, we all share the responsibility to create a culture that fosters and supports our five core values. Our Board of Directors and senior management believe that leading by example is the best way to inspire honesty and integrity in others. These core values impact the way we treat others at Denbury and within our communities, and the way we handle our work. We are committed to “Doing Right” and by following our values we make sure that every business decision is the result of “Doing Right.”

GRI:
102-16

Ethics and
Integrity

Our Code of Conduct and Ethics (“Code”), together with all Company policies, serves as our guide to “Doing Right” and operating in accordance with our core values. Our Code applies to everyone who works for Denbury—every day, in every location. This includes all Denbury directors, officers, employees and contractors. We are all expected to know and follow all laws, regulations and Company policies that apply to the work we do. Annually, everyone affiliated with Denbury is required to certify their compliance with the Code and disclose any potential violations.

***Our actions define us as people;
and our people define us as a
company.***

Denbury’s Code of Conduct and Ethics: “Doing Right”

In order for our Code to align with management’s commitment to ethics and compliance, it is structured as a values-based document organized around Denbury’s five core values: Integrity, Teamwork, Innovation, Excellence and Respect. Our Code exemplifies Denbury’s commitment to “Doing Right” in the conduct of its business. The Code is organized and written in a way that promotes employee comprehension. The Code contains numerous “What Should I Do?” and “Conduct Tip” aids, which provide guidance to employees on common risk topics. This theme is carried forward to Denbury’s Compliance Hotline via a personalized URL (DoingRight.Denbury.com) and phone number (1-844-DOING-RT).



CORE VALUES

TEAMWORK

- ◆ We work with those inside and outside of our Company to achieve our objectives.
- ◆ We take responsibility and ownership of our role on the team.
- ◆ We are accountable to others for our performance as a team member.
- ◆ We look out for the safety of our peers and for those in the communities in which we operate.

EXCELLENCE

- ◆ We passionately strive to do our best in all aspects of our work and our lives.
- ◆ We continuously improve; learning from our successes and failures.
- ◆ We put all of our heart, mind and strength into our work.
- ◆ We pursue our objectives with a priority on the health and safety of our employees and business partners.

INTEGRITY

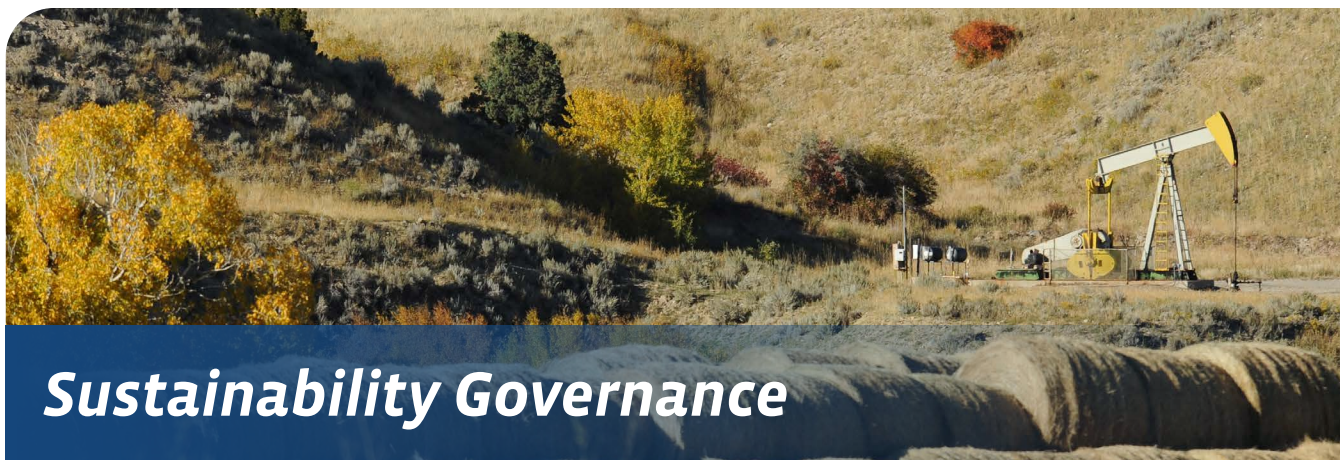
- ◆ We act with honesty and integrity without compromising the truth.
- ◆ We take responsibility for our actions and their consequences.
- ◆ We act in ways that are ethically sound and represent the highest ethical standards.
- ◆ We earn the trust of others through our actions.

RESPECT

- ◆ We consistently demonstrate respect for each other, the environment and our communities.
- ◆ We treat each other fairly and respectfully; in ways in which we like to be treated.
- ◆ We recognize the importance of family in the lives of our employees.
- ◆ We value and benefit from individual and cultural diversity.

INNOVATION

- ◆ We develop creative ideas that have the potential to change our world.
- ◆ We encourage creativity and discovery of improvements.
- ◆ We foster a learning culture.
- ◆ We search for ways to work more safely and to minimize our environmental footprint.



Sustainability Governance

Denbury believes that responsible sustainability governance is essential to fulfilling our obligations to our stakeholders and operating as a good corporate citizen. The manner in which we conduct ourselves and our business operations directly affects our ability to sustain our business and operate responsibly. Our Board of Directors and senior management spend a great deal of time implementing corporate governance policies and practices that uphold our core values, align with our corporate governance commitments and support our business sustainability.

GOVERNANCE HIGHLIGHTS

- › Executive compensation linked to Environmental, Social, and Governance (“ESG”) performance
- › ESG risks overseen by senior management and independent Board committees
- › Third-party compliance reporting tools available at any time to anonymously report ethical concerns or violations of our Code of Conduct and Ethics
- › 7 out of 8 directors are independent, including an independent Chairman of the Board
- › Board and senior management subject to stock ownership guidelines

We believe that responsible sustainability governance is essential to fulfilling our obligations to our stakeholders and to operating as a good corporate citizen.



DENBURY'S CODE OF CONDUCT AND COMPANY POLICIES

> Code of Conduct and Ethics

Denbury's Code of Conduct and Ethics ("Code"), together with our Company policies, serves as our guide to "Doing Right" and operating with our core values of Integrity, Teamwork, Respect, Excellence and Innovation. Our Board of Directors ("Board") is responsible for developing and approving our Code. Denbury conducts annual training on the Code, and each year, employees are required to certify that they have read and understand the Code. Denbury's Code can be found at www.denbury.com under the "About Denbury – Corporate Governance" link.

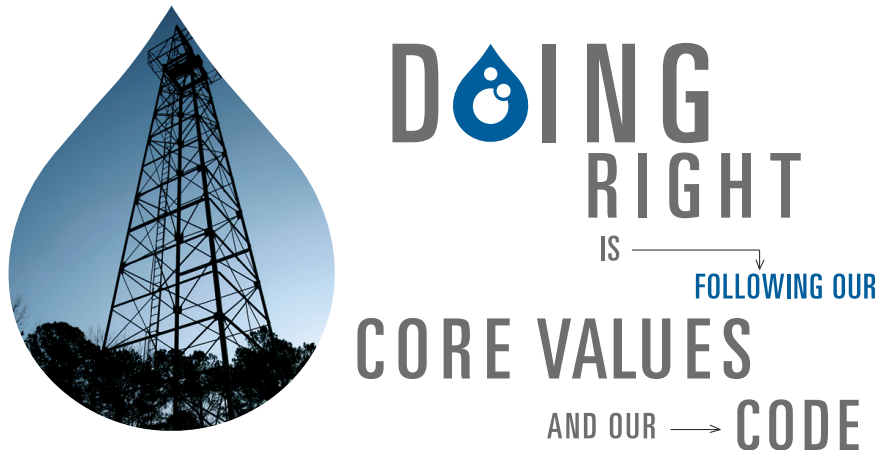
Additionally, Denbury participates annually in National Corporate Compliance and Ethics Week, during which employees receive communications and training on key areas of corporate compliance that are aligned with, and designed to highlight, our core values.

> Compliance Hotline and Grievance Reporting

The cornerstone of good corporate governance is having a reliable and trustworthy grievance system, or process for reporting grievances and violations of our Code, and ensuring that the process is communicated to our employees and other stakeholders. Our Code prohibits any retaliation against anyone from coming forward with a concern or making a good faith report of suspected misconduct, regardless of the outcome. Internal and external parties can call the Denbury Compliance Hotline at any time to anonymously submit any ethical concern or violation of our Code.

GRI:
102-17

Ethics and
Integrity



You are expected to bring matters of concern to your manager first. If there are reasons you are uncomfortable doing so, or think the issue needs attention from a different perspective, you may turn to any of the following resources:

- Your Department or Regional Vice President
- Your HR Employee Relations Representative
- Our Compliance Team (compliance@denbury.com)
- Our Compliance Hotline

DENBURY COMPLIANCE HOTLINE - 24/7

☎ 1-844-DOING-RT (364-6478) 💻 DOINGRIGHT.DENBURY.COM

> HSE Policy

In 2019, Denbury revised our Health, Safety and Environmental Policy ("HSE Policy") to update our guiding principles and better reflect our company-wide approach to health, safety and the environment.

Our HSE Policy can be found at www.denbury.com under the "Responsibility" link.

RISK OVERSIGHT

› Board and Management Responsibility

The Board is responsible for oversight of our risk assessment and risk management. The Board strives to effectively oversee our enterprise-wide risk management while maximizing the long-term value for our investors, with due regard for our employees and other stakeholders. The Board receives regular updates from, and maintains an active dialogue with, members of our management team and Internal Audit Department about existing risk management processes and how management identifies, assesses and responds to our most significant risk exposures. These interactions enable the Board to evaluate whether management is appropriately managing our most significant risks.

› Board Committees

The Board also relies on, and has delegated certain aspects of its oversight responsibility to, its committees to assist the Board with its overall risk assessment and risk management responsibilities. Each committee reviews and assesses with management risk-related matters within the scope of its responsibilities and reports regularly to the Board on such risk-related matters. For example: the Audit Committee oversees our guidelines and policies with respect to risk assessment and risk management, as well as our financial reporting and regulatory compliance risk exposures and the steps management has taken to monitor and control such exposures; the Risk Committee oversees our principal business and operational risks, and our other material risks and exposures, and the actions, activities and initiatives we undertake to mitigate such risks and exposures; the Nominating/Corporate Governance Committee oversees risks relating to our corporate governance matters and legislative affairs and activities and matters related thereto; the Compensation Committee oversees the extent to which risks arising from our compensation policies and practices are reasonably likely to have a material adverse effect on us; and the Reserves and Health, Safety and Environmental Committee oversees the independent reserves engineers' identification of issues and business risks and exposures, and our health, safety and environmental policies, practices and procedures and management's assessments of high risk areas with respect thereto.

› Climate Change Risk Management

Our Board and management regularly consider climate change-related risks as a part of our ongoing risk assessment and risk management processes. For example, our Board and management consider and discuss forecasts of future oil supply and demand and pricing in energy markets and changes in government regulations and policy. When forming our long-term investment and development plans, we also consider a range of scenarios, which can include how such scenarios impact climate change and carbon emissions, and CCUS. These assessments are integrated into our overall risk management processes. As discussed throughout this Report, we are committed to engaging with stakeholders, policy makers, regulators and our industry on climate change issues and risks and to considering our impact on the environment.

› Executive Compensation and ESG Performance

The annual incentive bonus of every Denbury employee, including our executive officers, is tied, in part, to Denbury's ESG performance. In 2018, HSE Performance accounted for ten percent (10%) of the quantitative metrics and was made up of the following:

HSE Performance Metric*	2018 Target	2018 Results
Serious Injury & Fatality Rate	1.16	1.10
Total Recordable Incident Rate	1.00	0.89
Significant Spill Rate	0.17	0.15

**For more information regarding HSE performance and the 2018 annual incentive bonus program see 2019 Proxy Statement.*



Our People

Employee &
Contractor Safety

Employee Training
& Development

Employee Well-being
& Engagement



Our People

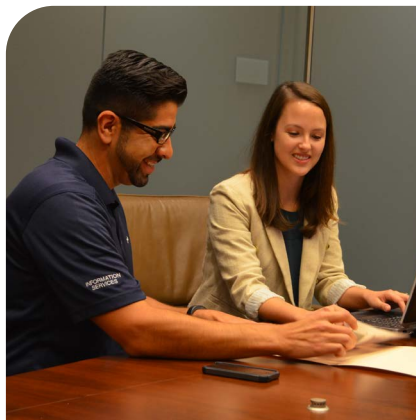
Our employees are our greatest resource, and each individual helps shape Denbury into a unique and exceptional place to work. Our employees' ideas, passion and collective efforts are what produce winning results for our Company. We support a talented and diverse workforce that lives our core values and embodies our culture. We inspire each other to make Denbury better.

We recognize that our employees are a crucial part of our success and we thank them for their continued hard work and support.

We operate in a highly competitive industry where our success depends on our strong team of dedicated professionals working together to deliver results. The material impact our employees have on Denbury cannot be understated. We strive to be responsive and forward-thinking to meet the needs of our employees so that, as a company, we can effectively deliver on all of our goals and commitments. In order to build such a successful team, we focus on the safety, training, development and well-being of our employees.



**Employee &
Contractor Safety**



**Employee Training &
Development**



**Employee Well-being &
Engagement**



Employee & Contractor Safety

Denbury has a long-standing commitment to the highest standards for the health and safety of our employees, contractors and local communities. We recognize that providing and integrating a sound health and safety program into our business is key to our success. As we continue the evolution of our safety culture, we stress the importance of individual choices and the impact they have on our lives, both at work and at home. Our logo and theme, “Zero by Choice”, is a reminder that each employee or contractor can achieve a zero-incident workplace by making the right choices in everything we do.



CORPORATE SAFETY STRUCTURE

Denbury’s dedication to safety is built into our management structure, starting at the highest levels and extending to our field offices. Three members of Denbury’s Board are representatives on the Board’s Reserves and Health, Safety and Environmental (“HSE”) Committee. One of the Committee’s primary oversight responsibilities is to review and assess with senior management the Company’s health and safety policies, practices and procedures.

Denbury has an established HSE Department that provides corporate guidance and standardization across the organization on HSE matters and is tasked with ensuring that Denbury meets or exceeds safety and environmental regulations. Our Vice President of HSE works closely with a dedicated safety team consisting of five corporate and twelve field safety employees integrated into our field operations.

Denbury has an HSE Committee comprised of senior managers from each operations department. This team meets on a regular basis to review, discuss and address safety and compliance performance. The Safety Committee identifies those areas that need improvement and then develops, launches and champions new safety programs and initiatives.

We understand that we are individually responsible for our own safety and the safety of those around us. We know that every task can be completed injury free.

GRI:
403-1

Employee Health
& Safety

It is Denbury's policy to conduct business in a manner that respects the environment, as well as the health, safety and security of its stakeholders.

General guiding principles for the Company, its employees and contractors:

- › Implement and maintain an HSE management system to achieve the objectives outlined in our HSE Policy.
- › Comply with all applicable HSE laws, rules and regulations, not just because it is legally required, but also because we believe it is the responsible way to conduct our business.
- › Educate and train employees and contractors to provide them with the knowledge, skills, and understanding to perform their responsibilities and duties at the highest level and maintain a safe, secure and healthy work environment.
- › Continue to minimize the impact of our business activities on the environment by implementing economically feasible projects that promote energy efficiency and use natural resources effectively.
- › Achieve continuous HSE improvement and compliance by setting HSE leading and lagging performance targets annually, auditing assets and business practices, reviewing results and regularly reporting our performance.
- › Routinely review and verify performance with audits, evaluations and other quality assurance and quality control methods.
- › Identify and assess potential risks, hazards and threats to people, the environment, and our assets, and implement reasonable and practicable actions to eliminate, mitigate, or manage these risks.
- › Empower and expect employees and contractors of the Company to immediately “Stop Work” without fear of reprisal when an unsafe condition or act is observed which could affect the safety of personnel and/or the environment and to report noncompliance or unsafe conditions and take immediate action to prevent injuries or environmental incidents.
- › Work proactively with stakeholders to develop and advance effective approaches to health, safety, security and environmental protection.
- › Provide resources necessary to manage and communicate our HSE commitment, expectations and accountability in the same manner as any other critical business function.

Compliance with our HSE Policy and working safely are conditions of employment for all employees of the Company, as well as for contractors to work with the Company. Every Denbury employee is expected to take personal responsibility to understand and comply with our HSE Policy.



SAFETY PERFORMANCE

Each year, Denbury establishes corporate goals specifically related to employee and contractor safety performance and monitors them throughout the year. The performance statistics are continually reported to the Board, senior management and all employees to reinforce their importance. The compensation of every Denbury employee is tied, in part, to achievement of these goals, which further reinforces that safety is integral to everything we do.

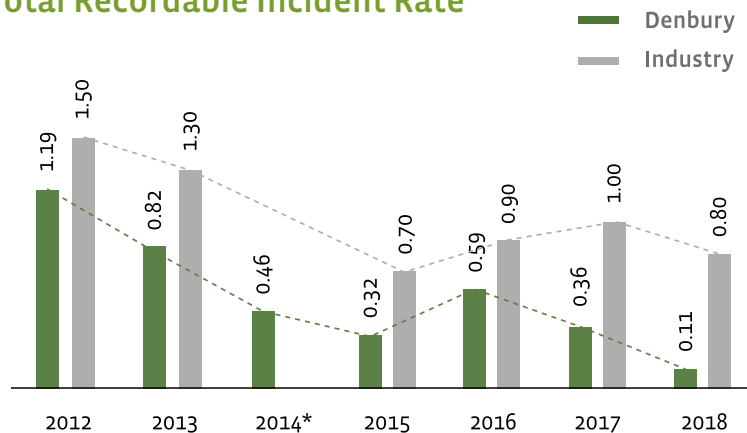
GRI:
403-2

Employee Health
& Safety

Two performance indicators that Denbury closely monitors are Total Recordable Incident Rate (“TRIR”) and Days Away/Restricted or Transfer Rate (“DART”). TRIR is a rate that represents the number of Occupational Safety and Health Administration (“OSHA”) recordable incidents for every 200,000 hours worked. In 2018, our TRIR target was set to 1.00 as we strived to improve upon previous year’s performance. DART is a rate that represents the number of days away from work, work restriction or job transfer resulting from OSHA recordable incidents and illnesses for every 200,000 hours worked.

As shown in the charts below, Denbury has consistently outperformed our industry’s average TRIR and DART in recent years. The most recently published Bureau of Labor Statistics data for the oil & gas extraction sector indicated an average TRIR of 1.00 for 2017 and 0.80 for 2018. By comparison, Denbury’s TRIR was 0.36 in 2017 and 0.11 in 2018. Likewise, the oil & gas extraction sector indicated an average DART of 0.60 for 2017 and 0.40 for 2018 while Denbury’s DART was 0.27 in 2017 and 0.00 in 2018. We strive to have zero safety-related incidents each year.

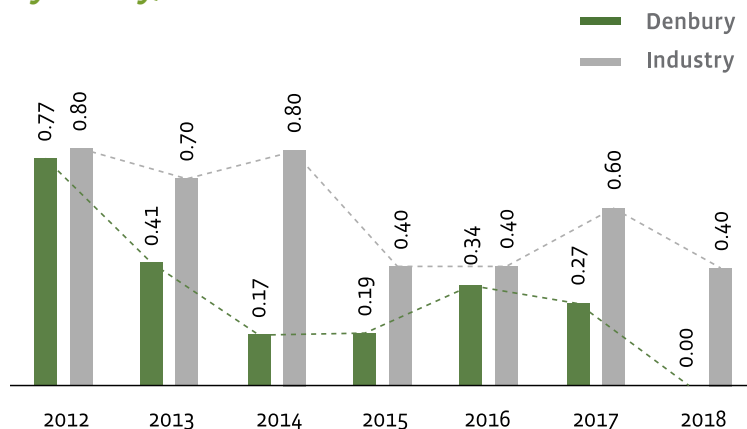
> Total Recordable Incident Rate



* The Bureau of Labor Statistics has not published an industry average TRIR for the year 2014.

The information above relates to Denbury’s employees only. It does not include data for contractors working for Denbury.

> Days Away/Restricted or Transfer Rate



The information above relates to Denbury’s employees only. It does not include data for contractors working for Denbury.

HSE ROAD SHOW

Denbury's focus on safety is highlighted by our annual HSE Road Show. Company leaders, including our CEO and senior operations executives, toured every operating location to meet with all employees to discuss our commitment to safety and compliance in 2018 and 2019. Our 'Zero by Choice' motto was reinforced and past performance and future expectations were discussed. We plan to continue the annual HSE Road show each year going forward, and also plan to conduct a similar conference for all contractors.

CONTRACTOR SAFETY

Contractors are an integral part of Denbury's business, and the well-being and safety of our contractor partners is equally as important as the safety of Denbury's employees. Our employees' engagement with contractors about safety is a standard practice. Contractor orientations and pre-job safety reviews promote both a safe work environment and clear communications.

Denbury HSE personnel conduct annual and post-incident audits of our contractors. Denbury also partners with ISN, a global leader in supplier and contractor management, to conduct HSE program audits of select contractors connected to Denbury in ISN.



We invite our contractors to inspirational safety presentations with our employees because we believe their well-being and safety is equally as important as Denbury's employees.

ZERO BY CHOICE REPORTING TOOL

In 2018, Denbury implemented our Zero by Choice ("ZBC") Program ("Program") and developed the ZBC Reporting Tool application ("ZBC Reporting Tool"). One of the cornerstones of our Program is identifying, mitigating, and communicating hazards. We encourage our employees and contractors to share their hazard observations as well as positive behaviors such as 'Safety Conversations', 'Stop the Job' examples and 'Safe Acts'. Leading indicators, such as hazard observations of behavioral or operational conditions, provide key information regarding our culture and maintenance philosophies, which allow us to act before an incident occurs. This focus on leading indicators impacts the performance of our employees and contractors and influences the daily business objectives.

Leading indicators of behavioral and operational conditions are vital to business performance and integral to enhancing our focus on creating favorable outcomes. These indicators include substantial amounts of business related activities such as:

- › [Asset Integrity](#) – Maintenance work orders (Preventative & Corrective))
- › [Hazard Observations](#) (Stop Work Authority, Unsafe Conditions, & Unsafe Behaviors)

- › [Safety Conversations](#) (Tool utilized to track field engagements)
- › [Safe Acts](#) (Tool utilized to recognize safe behaviors of teams)

The ZBC Reporting Tool captures all leading indicators (Hazard Observations, Safety Conversations, and Safe Acts) in one place, and allows front-line workers to send in leading indicators in real time from their mobile devices, instead of relying on the old method of using either paper forms and/or emails.

Additionally, the ZBC Reporting Tool communicates with our SAP-Enterprise Asset Management (EAM) corrective maintenance program. If a report contains a Hazard Observation on a fixed piece of equipment, a notification is automatically sent to the SAP-EAM to create the corrective maintenance work order. This not only creates transparency of the hazards identified in the workplace, but also ensures maintenance is being performed to correct the hazard, and in some cases, prompt continued preventative maintenance.

The ZBC Reporting Tool has a series of reports, notifications, and dashboards that allow visibility of the data entered into the system to field and corporate leaders. Those reports and notifications are as follows:

- › [Daily Report](#) – An automated report that is emailed to the entire Operational Organization and provides an overview of the entries from the previous day
- › [Stop Work Authority Notification](#) – An automated email notification to Business Unit & Corporate Leaders advising that an engagement that required the stoppage of work took place. The notification provides the location in which the Stop Work Authority event occurred and what was done to correct it
- › [Hazard Observation](#) – If a Hazard Observation involving an Unsafe Condition on Denbury-fixed piece of equipment is reported, an automated work order notification is sent to SAP-EAM
- › [Spotfire Dashboard](#) – This dashboard displays real time data that allows business leaders and field personnel to adapt and actively improve business performance

This internal solution allows Denbury to progress our ZBC initiative through enhanced focus on reporting and sharing of leading indicators. It also allows us to further assess our HSE culture to determine if additional training, resources, or equipment are needed to help our workers perform their jobs safer and more efficiently. Additionally, this solution provides:

- › One consistent, company-wide platform of reporting, analyzing, and trending leading indicators;
- › Integration of our behavior based observation and corrective maintenance program with the ability to track a work order from the time it is entered to completion; and
- › Encouragement for our managers and personnel to engage workers throughout the organization through Safety Conversations and reporting of Safe Acts.

In 2018, the North Dakota Petroleum Council (NDPC) selected Denbury's implementation of the ZBC Program and the development of the ZBC Reporting Tool as the recipient of their annual Excellence in Safety Award.



LONE WORKER MONITORING

There are times where our workers are required to work and/or travel alone in the normal course of business. In these situations, we believe it is important to have a means for our employees to seek help when needed. Denbury initiated a Lone Worker Safety program using satellite and cellular based devices capable of issuing an alert if our employee falls or triggers a SOS. In either of these situations, the alerts trigger a communication to our Control Center located at our corporate office that is monitored 24 hours a day, 7 days a week. The GPS capability of the devices also provides our employee's exact location, so help can be directed as efficiently as possible.



Employee Training & Development

Denbury is committed to the development of its employees. Denbury's training and development programs are designed to advance our employees, both personally and professionally, and to continuously improve our health and safety performance. As with our safety performance, overall employee compensation is tied to completion of required training programs. We also support and encourage our employees to take outside industry-specific continuing education workshops and classes.

Examples of annual training classes:

- › Code of Conduct and Ethics
- › CPR/AED/First Aid
- › Crucial Conversations
- › Harassment in the Workplace
- › HIPPA
- › Influencing without Authority
- › Leadership Training
- › SHIFT (team building platform)
- › Substance Abuse
- › Valuing Diversity
- › Wells Surveillance
- › Workplace Violence (provided by the Plano Police Department)

CAREER DEVELOPMENT TRAINING

Denbury provides employees with many ways to expand their skills and develop their careers. We believe this is critical to each employee's individual success, as well as our success as a company. Through training and development initiatives, our employees are offered:

- › In-person courses to increase both technical knowledge and soft skills such as communication, management and leadership;
- › Tools to support them in planning for, and developing, their own unique career paths;



Throughout Denbury's buildings there are Denbury University library carts with books dedicated to career development and managerial topics for employees to borrow free of charge.

- › Tools to support them in planning for, and developing, their own unique career paths;
- › Computer and web-based training in support of individual employee development and company policies and initiatives; and

› Performance Reviews

We believe that one of the most important aspects to a successful development and training program is a robust performance review process. All of our employees participate in our annual performance review process, which is a year-long cycle that promotes open dialog between employees and their managers and helps motivate employees to deliver superior performance. It starts at the beginning of each year with the setting of individual and team goals, continues throughout the year through periodic discussions between manager and employee and ends with a review of the employee's performance. The performance review process is continually evolving to ensure it is providing useful and constructive feedback to our employees to increase their future potential.

› Mentorship Program

Denbury offers a coaching and mentoring program for new hires in the engineering department to ensure they have the skills and qualifications to perform their job. New engineers are paired with more experienced engineers who support and guide them through projects, enhancing their skills and career development.

HSE TRAINING WORKSHOPS

Computer Based Training ("CBT") has historically been an efficient means to provide consistent training for many companies including Denbury. Over the years we have required our HSE related CBTs to be completed on an annual basis and they have provided a great avenue to expose new employees to important job-related safety disciplines, as well as providing a refresher for more experienced staff, all while meeting regulatory training requirements.

In our continued efforts to improve our safety culture, we have made a few changes in our approach to training resulting in a workshop format that has replaced all of the CBTs. In addition to improved consistency, these new HSE workshops were developed to promote more hands-on skills and communal learning. Although the core of the training materials consists of a classroom presentation, each session includes a hands-on exercise that better engages our employees.

HSE workshops are offered on a quarterly basis for field employees, and each workshop covers three or four different core HSE elements such as Safe Work Operations; Lockout, Tagout, Tryout (LOTOTO); Hot Work; Electrical Safety; Excavations; Spill Prevention, Control, and Countermeasure (SPCC); Confined Space; Respiratory Protection; Fall Protection; and Waste Disposal. Corporate-based employees that have direct interaction with field activities are offered an HSE Rules & Requirements workshop. We believe that this new training method supports our Zero by Choice goal and ensures that we go home at the end of the day safely to our families and with minimal impact to the environment.

GRI:
404-3

Employee
Training &
Development



Employees participating in CPR and AED classroom training.



Employee Well-being & Engagement

We strive to make Denbury a great place to work because we believe it is an important driver to employee well-being, retention and corporate success. We are dedicated to creating a workplace where every employee has the support and tools necessary to succeed. At Denbury, our work culture is relaxed, rewarding, focused, challenging and friendly. We work to create an atmosphere of trust and teamwork that brings out each employee's unique talents. We believe our most important resource and our biggest competitive advantage is our highly skilled, knowledgeable and diverse workforce.

All of our employees are encouraged to use their skills and creativity in their areas of expertise, creating an atmosphere of cooperation and respect. We work as a team to develop innovative solutions that exceed expectations.

We believe in our employees' right to a safe work environment, excellent work culture and competitive compensation. A culture of empowerment frees employees to develop ideas for tomorrow to facilitate the continued success of Denbury.

GRI:
401-1

Employee
Well-being

OUR DIVERSE CULTURE

At Denbury, we strive for diversity and inclusiveness to be a part of our culture. Our Board of Directors and management are responsible for promoting diversity at Denbury and have included "Promoting Diversity" among the Core Values included in our Code of Conduct and Ethics. We recognize the benefits we all share as a result of a diverse culture and are continually looking for ways to foster a diverse and inclusive work environment.

GRI:
405-1

Employee
Diversity & Equal
Opportunity



Commitment to Equal Employment and Nondiscrimination

Our Company provides equal employment opportunities to all employees and applicants without regard to race, color, religion, sex (including pregnancy status, sexual orientation or gender identity), national origin, disability, age, veterans' status, marital status, genetic information (including family medical history) or any other category protected by applicable law. Denbury makes employment related decisions, including with respect to hiring, job assignment, promotion, remuneration, training and benefits, without regard to any legally-protected status.

Denbury's objective is to provide a work environment that fosters mutual respect and working relationships free from unlawful discrimination, harassment or retaliation. Our management is charged with creating an atmosphere free from such conduct, and employees are responsible for respecting the rights of their co-workers.

In accordance with our Company policies, discrimination, harassment and retaliation are strictly prohibited at Denbury. Such conduct violates our Code of Conduct and Ethics, our Core Values, our Nondiscrimination, Anti-Harassment and Anti-Retaliation Policy, and local, state and federal law and will not be tolerated at Denbury.

> Recruiting Diverse Talent

In 2018, women and minorities accounted for approximately 20% and 13% of our workforce, respectively, while women and minority new hires accounted for approximately 26% and 24% of our workforce, respectively. In 2019, women and minorities accounted for approximately 21% and 13% of our workforce, respectively, while women and minority new hires accounted for approximately 35% and 19% of our workforce, respectively.

Denbury aims to ensure equal opportunity in recruitment. We broaden our pool of diverse candidates by utilizing a digital recruiting program which posts available employment opportunities to websites worldwide, several of which are specifically targeted at diverse candidates such as Diversity.com, iHispano.com, and VeteranJobListings.com.

Additionally, the Company's primary STEM recruitment efforts are based with the University of Texas, Texas A&M University, Colorado School of Mines, Oklahoma State University and the University of North Dakota. We utilize a combination of on-campus recruiting at career fairs as well as participation in activities put on by diversity organizations to build out our staffing needs. In 2019, our recruiting team participated in an interview training session from the Society of Women Engineers and a panel discussion at a STEM science camp for Aggie STEM.

> Diversity Training

To foster a diverse and collaborative workplace, Denbury requires all employees to complete annual training modules to raise awareness about and encourage diversity and inclusion. Each year, our employee training program includes courses related to diversity, anti-discrimination, or anti-harassment to help employees understand diversity, cultural differences, recognize unconscious bias, and increase collaboration.



> Diverse Network

Denbury looks for ways to expand our support for female and minority employees. This includes sponsoring organizations such as the Women's Energy Network and establishing a women's network at Denbury called GROW—Growth in Relationships and Opportunities for Women, to raise awareness about opportunities at Denbury. These associations provide networking and development opportunities for our employees.

For example, many female employees at Denbury are members of, and partake in events hosted by, the Women's Energy Network – Dallas and Fort Worth Chapters. At the October 2018 Women's Energy Network Fort Worth luncheon, Denbury's own Kelly Richmond, Asset Integrity Manager, was a featured speaker delivering a speech on "Taking Risks and Capitalizing from Them."

Further, employee participation and interest in our GROW events has led to the establishment of monthly small group discussions where Denbury women can share their experiences with each other and discuss topics, books or current events that are of interest to them.



In 2019, female employees formed a women's network called GROW — Growth in Relationships and Opportunities for Women. The goal of the group is to give women at Denbury the tools and resources needed to support them in the workplace and enhance their overall presence in the Company.

ENGAGEMENT

Senior management believes that engagement and transparency with our employees is an important part of building trust and helping our employees feel rewarded, heard and secure about Denbury and their jobs. We have a number of company initiatives that focus on employee engagement.

> Town Hall Updates

Periodically, our senior management team invites all employees to employee town halls, led by our CEO, which includes an update on our business and company performance, charitable activities, and safety updates, highlighting key achievements and individuals, followed by a candid Q&A session. Additionally, periodically throughout the year, officers of the Company travel to different field offices to speak in-person with field employees.



Officers of the Company visit a field office to speak in-person with field employees.

> Lunch with the Leaders

On a frequent basis, members of the senior management team invite a small rotating group of employees to an informal lunch. An update is provided on business initiatives and projects, and employees have a direct opportunity to engage with, and ask questions of, our senior management team.

INVESTING IN HEALTH AND WELLNESS

Denbury believes that promoting health and wellness among our employees and their families is critical to our success and necessary as part of our commitment to our employees. Our focus on the health and wellness of our employees goes beyond compliance with occupational health and safety regulations.

> Wellness Program

Denbury's wellness program serves to encourage, educate and empower employees to take action toward improving and maintaining their health and well-being. Denbury provides its employees the opportunity to participate in "Vitality." Vitality is an interactive and personalized wellness program that helps employees meet their wellness goals like losing weight, quitting smoking, becoming more active, improving diets and maintaining a healthy lifestyle.



> Wellness Screening

Each year, wellness screenings are conducted on-site in Plano as well as at various field locations with services offered to both employees and their spouses. Preventive care is covered 100% under the Denbury health plan for enrolled employees and their dependents. In addition, flu shots are offered on-site and free of charge to employees and their dependents (spouse and children).



> Advocacy Care

Through Advocacy Care, employees have unlimited confidential access to personal health advocates who can answer questions and help get them the right care on a wide range of issues such as: supporting medical issues, from common to complex, answering questions about diagnoses and treatments, researching the latest treatment options, finding the right in-network doctors and make appointments, researching and arranging expert second opinions, resolving insurance claims and billing issues, providing confidential help with personal issues, and finding local services.

> Employee Assistance Program

Through Denbury's Employee Assistance Program, employees can get help with matters such as balancing work and family, staying healthy, finding legal help, locating child care and handling finances.

> Employee Emergency Fund

In response to the Hurricane Harvey disaster in 2017 which impacted some Denbury employees and their families, Denbury set up the Employee Emergency Fund. The program is intended to provide financial assistance to employees affected by catastrophic events or natural disasters. The fund is made up of contributions from employees which can be collected by items sold, fundraisers, or straight donations. Our employees have made contributions to the Employee Emergency Fund from the sale of office furniture, art, laptops, t-shirts, and monetary donations to help fellow employees in need. Since its creation, the Employee Emergency Fund has assisted employees in need as a result of: the Hurricane Harvey disaster, unexpected funeral arrangements, medical expenses, and flooded homes.

Since the fund's inception, Denbury and our employees have raised over \$43,000 to help fellow employees impacted by catastrophic events or natural disasters.



A GREAT PLACE TO WORK

Denbury has a long-standing tradition of offering exceptional benefits to its employees. These benefits are designed to help us attract and retain talented employees by creating a great working environment for our employees. We have been working hard to reduce costs and have taken a close look to determine the employee benefits that provide the most value to our employees. We have changed many practices, events and benefits during the last few years in order to be as cost-conscious as possible while still providing the great working environment that is a foundation of Denbury.

> Competitive Compensation

Denbury closely monitors industry and geographical compensation information to ensure that its employees are being paid fairly and competitively.

GRI:
401-2

Employee
Well-being

> Flexible Work Schedule

Denbury offers flexible work schedules including flexible workday start and end times and a 9/80 compressed work schedule for eligible employees at the Company's headquarters. Denbury also offers generous sick and vacation leave to eligible employees.

> Medical Benefits

Denbury provides its employees with multiple low-cost medical, dental and vision coverage options so each employee can participate in a plan that is appropriate for the needs of their family.

> 401(k)

Denbury matches 100% of the first 6% of each employee's pay contributed by the employee to their 401(k) plan. Annually, our 401(k) vendor provides educational sessions throughout the country discussing marketplace conditions, retirement planning and investment options.

> Life Insurance

We want to provide for our employees and their families in the event of a death or serious injury. Denbury provides employees with basic life and accidental death and disability insurance at no cost to the employee. We also offer additional life insurance at a modest cost.

> Disability

Denbury's disability program protects our employees financially if they are unable to work as a result of an illness or injury. Denbury provides short-term and long-term disability coverage at no cost to the employee.

> Cafeteria

At Denbury's headquarters we have an on-site cafeteria, the Denbury Café, which provides breakfasts and lunches to our employees. The Café is a daily meeting place for employees to gather and share work ideas or take a break and relax with co-workers. The Café is mutually beneficial because our employees do not need to spend time preparing meals at home to bring to the office and they are also able to be more efficient and productive since they are not required to use valuable work hours to leave our campus to eat out.

> Matching Gift Program

Under Denbury's matching gifts program, we match, dollar-for-dollar, up to \$500 donated by an employee to any eligible charitable organization.



Throughout Denbury's headquarters you will find photos taken by employees.



Denbury employee enjoying the Denbury Café at lunch.

> Denbury Events

Denbury sponsors and hosts many events for its employees and their families. These events create an employee-focused and family-oriented environment.



Employees gathered at Denbury's headquarters in Plano, Texas for a Mardi Gras themed parade.



At the American Heart Association's 2019 Dallas Heart Walk, Denbury sponsored a Survivor Lane, awarding medals to heart disease and stroke survivors at the finish line. Denbury employees and their families participated in the walk to help fight our nation's No. 1 and No. 5 killers—heart disease and stroke.



Denbury employees participated in the Susan G. Komen 3-Day challenge in honor of a fellow employee who passed away recently from breast cancer. Denbury also held a bake sale to raise money for the cause.



Denbury employees participated in the 2019 Grandscape Walk to End Alzheimer's in The Colony, Texas. Denbury families were invited to walk together in support of the cause.



Denbury hosted the 2nd annual Hallway Golf Tournament to raise funds and awareness for the Dallas Heart Walk. Various departments at Denbury participated in a competition to build the best mini golf course hole. All proceeds were donated to the American Heart Association.



Denbury hosted a Trick or Treat event full of Halloween activities for Denbury families at our headquarters in Plano, Texas.



Employees participate in a Denbury sponsored softball team to compete with other oil & gas companies.



Denbury summer interns took a field trip to our Hastings and Conroe fields.



Denbury sponsors Children's Hospital's Red Balloon Run and Ride by having a tent at the event, where Denbury volunteers serve dipped bananas to participants.

HUMAN RIGHTS

Our Company is committed to human rights in the workplace. This commitment includes respecting the dignity and worth of all individuals, encouraging all individuals to reach their full potential, encouraging the initiative of each employee, and providing equal opportunity for development to all employees.

Specifically, Denbury recognizes our responsibility with regards to:

- › Workplace health and safety
- › The prohibition of forced and child labor
- › A workplace free from harassment or any form of discrimination
- › Freedom of association
- › Complying with all laws regarding hours and wages
- › Employee privacy

Denbury respects international human rights principals and our commitments to human rights are guided by the United National Global Compact and the International Labor Organization's Declaration of Fundamental Principals and Rights at Work.

Our Code of Conduct and Human Rights Policy require employees to report any suspected human rights abuses.

Denbury's Human Rights Policy is available on our website at www.denbury.com under "Responsibility" link.



Our Environment

Managing Our
Carbon Footprint

Managing Spills
& Releases

Managing Our
Environmental
Footprint

HSE Management
Systems



Our Environment

At Denbury, we strive to be environmentally responsible in all aspects of our operations. We and our stakeholders care about the environmental impact of our operations, and we are committed to developing our assets in an efficient and responsible manner, utilizing technology and techniques that reduce the risks to—and impacts on—the environment.

Providing and integrating sound environmental policies, procedures and practices into our health, safety and environmental programs are key to our success as a company and fulfilling our commitment to environmental responsibility. Our programs include measures to prevent spills and releases and to quickly respond to incidents if they do occur, efforts to manage, minimize and remediate our environmental impacts, and an operating strategy that is conscious of our carbon footprint.

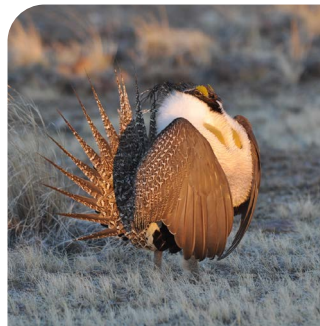
Environmental stewardship is at the core of our corporate responsibility strategy, and we endeavor to operate our business in a way that minimizes our impact on our environment.



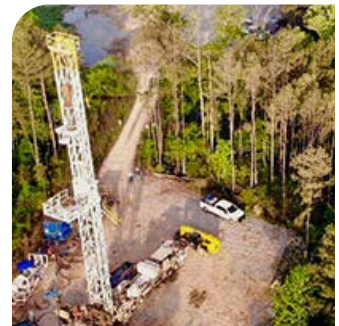
**Managing Our Carbon
Footprint**



**Managing Spills &
Releases**



**Managing Our
Environmental Footprint**



**HSE Management
Systems**



Managing Our Carbon Footprint

Denbury recognizes that climate change is a continuing global concern for governments, businesses, and society. The reduction of carbon emissions is important, and we take the responsibility of protecting our environment seriously. Part of our obligation is to report greenhouse gas (“GHG”) emissions and develop procedures and methods to collect data critical for calculating these emissions. In addition, our operating strategy, which focuses on CO₂ EOR, has measurable environmental benefits. We are committed to utilizing emerging technologies, where feasible, to capture or reduce emissions and to improve our carbon efficiency.

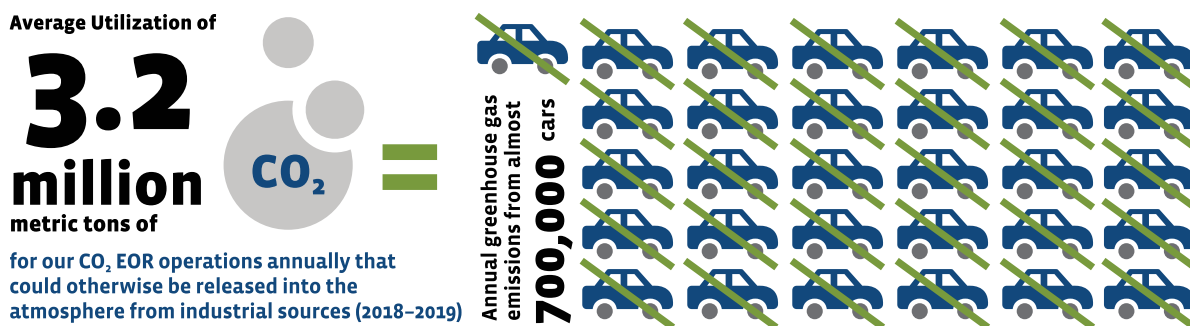
We are committed to engaging with stakeholders, policy makers, regulators, and our industry on climate change issues and to addressing our impact on the environment. As a producer of oil and gas, which will be an important part of the energy mix required to meet global energy demand for the foreseeable future, our goal is to develop and produce these resources in an environmentally responsible and sustainable manner. We have set a target to fully offset our emissions, including Scope 3 emissions associated with the refining and combustion of our produced hydrocarbons, within this decade. We continuously strive to find innovative, efficient, and cost-effective ways to reduce emissions, effluents and waste in our operations as it is our responsibility to take part in the shared effort to protect and preserve our environment.

REDUCING CARBON EMISSIONS THROUGH CO₂ EOR

With our focus on CO₂ EOR, we offer environmental benefits not generally associated with oil and gas operations. Perhaps most significantly, CO₂ EOR can reduce carbon emissions. We inject CO₂ captured from industrial sources into depleting oil reservoirs in order to increase oil recovery, and as a result, CO₂ is incidentally stored underground. Between 2018 and 2019 we utilized an average of over 3.2 million metric tons of CO₂ per year from industrial sources for our CO₂ EOR operations that could have otherwise been released into the atmosphere. Based on information from the EPA’s Greenhouse Gas Equivalencies Calculator, this amount equals the annual greenhouse gas emissions from almost 700,000 passenger vehicles. Our CO₂ EOR process provides an economical and technically feasible method to develop otherwise stranded oil reserves with the added benefit of associated CO₂ storage. Putting CO₂ to work as a commodity, rather than as a waste, is integral to Denbury’s operations.

As policy makers search for ways to capture CO₂ from industrial sources, it is clear that utilizing depleting oil reservoirs is the best proven opportunity to safely make carbon capture and associated long-term storage a reality in the near-term. Recent federal government research shows that CO₂ EOR has the potential to produce billions of barrels of oil that are not recoverable today and result in the associated storage of billions of metric tons of CO₂.

Denbury is advancing our program of CO₂ pipeline development to expand our CO₂ transportation network capability to reach our oil fields. Denbury's business model is an excellent example of how to combine technology, economics and science to take a proven, safe process to a new level. We believe our investments, experience and acquired knowledge give us a strategic and competitive advantage, and expect to be a leader in this arena for many years.



GREENHOUSE GAS REPORTING

> Environmental Protection Agency GHG Reporting

On October 30, 2009, the EPA finalized the regulation to report GHGs from various sources covered under several industrial sectors. This rule is published in 40 CFR (the Code of Federal Regulations) under Part 98 and is referred to as the Greenhouse Gas Reporting Program (“GHGRP”). The threshold to report GHGs is 25,000 metric tons of CO₂ equivalent (CO₂e). Denbury has been utilizing applicability determinations, definitions, calculation methodologies, exemptions and monitoring methods that are listed under applicable subparts of GHGRP for reporting purposes. The data reported by Denbury is available to the public via the EPA’s website. Under this program, we report data under Subparts PP (CO₂ produced), UU (CO₂ injected) and W (CO₂ emitted).

GRI:
305-1,
305-2, 305-3
& 305-4

Managing Our
Carbon Footprint

> Environmental Protection Agency GHG Reporting

An effective corporate climate change strategy requires a detailed understanding of a company’s GHG emissions. Denbury reports direct GHG emissions resulting from its operations as well as indirect GHG emissions associated with the consumption of electricity.

> Scope 1 Emissions

Scope 1 emissions are direct emissions from owned or controlled sources.

> Scope 2 Emissions

Scope 2 emissions are indirect emissions from the generation of purchased electricity, steam, heating and cooling consumed by a reporting company. Denbury reports information on Scope 2 emissions based on actual electricity consumption and EPA’s Emissions & Generation Resource Integrated Database (eGRID) data for power grids utilized in our operations.

> Scope 3 Emissions

Scope 3 emissions are all other emissions generated from corporate value chain activities not accounted for in Scope 1 or Scope 2 emissions. Denbury reports information related to Scope 3 emissions from third-party use of our products, which account for a vast majority of our total Scope 3 emissions.

As illustrated by the charts below, because of Denbury's significant use of industrial-sourced CO₂ in 2017, our operations removed more than one and a half times the amount of CO₂ from the atmosphere than we emitted to produce our oil; and, in 2018, our operations removed nearly twice the amount of CO₂ from the atmosphere than we emitted to produce our oil.

NET GHG EMISSIONS – YEAR ENDED DECEMBER 31, 2017 & DECEMBER 31, 2018

YEAR	SCOPE 1	SCOPE 2	INDUSTRIAL SOURCED CO ₂ INJECTIONS (TONNES)	SCOPE 1 & 2 NET
2018	878,749	967,006	3,290,833	(1,445,078)
2017	772,916	948,320	2,753,940	(1,032,704)

GHG EMISSIONS – YEAR ENDED DECEMBER 31, 2018

REGION	SCOPE 1	SCOPE 2	SCOPE 3	CO ₂ E (TONNES)	INDUSTRIAL SOURCED CO ₂ INJECTIONS (TONNES)
Rocky Mountain	333,985	338,505	3,866,659	4,539,149	2,204,434
Gulf Coast	544,764	624,900	8,343,966	9,513,630	1,086,399
Headquarters	-	3,601	-	3,601	-
Total	878,749	967,006	12,210,625	14,056,380	3,290,833

REGION	SCOPE 1 NET	SCOPE 1 & 2 NET	SCOPE 1, 2 & 3 NET
Rocky Mountain	(1,870,449)	(1,531,944)	2,334,715
Gulf Coast	(541,635)	83,265	8,427,231
Headquarters	-	3,601	3,601
Total	(2,412,084)	(1,445,078)	10,765,547

GHG EMISSIONS – YEAR ENDED DECEMBER 31, 2017

REGION	SCOPE 1	SCOPE 2	SCOPE 3	CO ₂ E (TONNES)	INDUSTRIAL SOURCED CO ₂ INJECTIONS (TONNES)
Rocky Mountain	281,528	330,112	3,780,766	4,392,406	1,477,556
Gulf Coast	491,350	614,330	8,752,712	9,858,392	1,276,384
Headquarters	38	3,878	-	3,916	-
Total	772,916	948,320	12,533,478	14,254,714	2,753,940

REGION	SCOPE 1 NET	SCOPE 1 & 2 NET	SCOPE 1, 2 & 3 NET
Rocky Mountain	(1,196,028)	(865,916)	2,914,850
Gulf Coast	(785,034)	(170,704)	8,582,008
Headquarters	38	3,916	3,916
Total	(1,981,024)	(1,032,704)	11,500,774

COMMITMENT TO CARBON EFFICIENCY

As part of our commitment to increasing energy efficiency, we evaluate our operations on an ongoing basis to ensure we are using the most efficient feasible technology. Denbury implements updates and changes throughout our operations to reduce our carbon footprint and increase our efficiency. Increasing energy efficiency benefits both our economic results as well as our environmental efforts.

Denbury's initiative to update the technology and processes we use in our facilities and operations has aided in the continued control and monitoring of our carbon emissions. For example, many of our recent EOR facilities have been designed to capture low-pressure gases from our tanks and other processes by incorporating vapor recovery units which prevent the ventilation of those gases into the atmosphere and reduce our CO₂ emissions to de minimus levels. As a result, all of our EOR facilities capture nearly all of the pressurized CO₂ returning from our producing wells by separating the CO₂ from produced liquids. The separated CO₂ is then re-injected into the oil-bearing reservoir, continuing the repeatable process of enhanced oil recovery and increasing overall production. This control technology is now standard in all of Denbury's EOR facility designs.

We also evaluate and monitor all of our operations for methane emissions and, where possible, control technologies are utilized to minimize the amount of methane being emitted into the atmosphere. We deploy both capture and combustion systems to limit our methane emissions. In addition, we have implemented an in-house emissions leak detection process to monitor equipment for fugitive emissions.

DENBURY CARBON SOLUTIONS TEAM

In 2020, Denbury will accelerate our progress on the course toward realizing our vision of leading the industry in CCUS. To this end, we have formed a Denbury Carbon Solutions team, consisting of Denbury employees and reporting directly to our Chief Executive Officer. The Denbury Carbon Solutions team is tasked with accelerating progress toward realizing our CCUS goal and taking initial steps towards implementing that plan.

Denbury installed a natural gas liquids extraction plant at our Delhi Field in Louisiana, which came into service during the second half of 2016. Recovered methane is used to power a turbine to generate electricity for the operation of the gas plant and our other field operations. In addition, the improved purity of CO₂ used for re-injection results in increased CO₂ utilization efficiency.





Denbury's environmental responsibility strategy starts with preventing spills and releases and having measures in place to respond to incidents or other emergencies if they do occur. Our environmental policies and measurement of our HSE performance form the foundation of our management of spills and releases. We also focus on spill prevention in all aspects of our operations, and we have put emergency preparedness and emergency response programs in place in order to respond to any incidents that may occur.

ENVIRONMENTAL POLICIES & PERFORMANCE

Denbury seeks to continuously improve our HSE performance by focusing on training and preparedness with established measurement systems to monitor our results. Denbury has a long-standing commitment to setting and achieving high standards for protecting the environment. To accomplish our goals, we focus on the safety of our employees, implement high standards of environmental stewardship and ethical conduct, and work proactively to be a good corporate citizen by aligning our interests with those of our neighbors.

We are committed to eliminating all environmental incidents in our operations. Our commitment begins with our leadership and extends to our employees and contractors. Everyone is empowered and expected to work safely and protect the environment by recognizing and proactively addressing potential hazards and stopping any job they believe to be unsafe or which poses an environmental threat. The success of our HSE programs hinges on a commitment from our senior management and awareness, training and actions of our employees.

We track performance indicators designed to measure progress towards our environmental goals including spill prevention and regulatory compliance. These metrics are monitored and reported to the Board and all employees to reinforce their importance. The compensation of all Denbury employees is partially tied to the achievement of these goals to further reinforce the importance of safety in everything we do.

It is Denbury's policy to conduct business in a manner that respects the environment, as well as the health, safety and security of its stakeholders.

General guiding principles for the Company, its employees and contractors:

- › Implement and maintain an HSE management system to achieve the objectives outlined in our HSE Policy.
- › Comply with all applicable HSE laws, rules and regulations, not just because it is legally required, but also because we believe it is the responsible way to conduct our business.
- › Educate and train employees and contractors to provide them with the knowledge, skills, and understanding to perform their responsibilities and duties at the highest level and maintain a safe, secure and healthy work environment.
- › Continue to minimize the impact of our business activities on the environment by implementing economically feasible projects that promote energy efficiency and use natural resources effectively.
- › Achieve continuous HSE improvement and compliance by setting HSE leading and lagging performance targets annually, auditing assets and business practices, reviewing results and regularly reporting our performance.
- › Routinely review and verify performance with audits, evaluations and other quality assurance and quality control methods.
- › Identify and assess potential risks, hazards and threats to people, the environment, and our assets, and implement reasonable and practicable actions to eliminate, mitigate, or manage these risks.
- › Empower and expect employees and contractors of the Company to immediately “Stop Work” without fear of reprisal when an unsafe condition or act is observed which could affect the safety of personnel and/or the environment and to report noncompliance or unsafe conditions and take immediate action to prevent injuries or environmental incidents.
- › Work proactively with stakeholders to develop and advance effective approaches to health, safety, security and environmental protection.
- › Provide resources necessary to manage and communicate our HSE commitment, expectations and accountability in the same manner as any other critical business function.

Compliance with our HSE Policy and working safely are conditions of employment for all employees of the Company, as well as for contractors to work with the Company. Every Denbury employee is expected to take personal responsibility to understand and comply with our HSE Policy.

THE ENVIRONMENTAL PARTNERSHIP

In 2018, Denbury became a participant in the American Petroleum Institute's The Environmental Partnership. The Environmental Partnership is comprised of 65 U.S. oil and natural gas companies who are committed to continuously improving the oil and natural gas industry's environmental performance. The Environmental Partnership's key focus is furthering action to reduce the oil and natural gas industry's air emissions, including methane, GHG and Volatile Organic Compounds ("VOC"), associated with oil and natural gas production. As part of our membership in The Environmental Partnership, Denbury is committed to implementing and phasing into our operations certain leak detection and repair programs, and we track and annually report the results of these programs to The Environmental Partnership.

SPILL PREVENTION EFFORTS

Denbury's HSE policy emphasizes spill prevention and minimization with a focus on sound design and engineering standards to prevent spills from occurring.

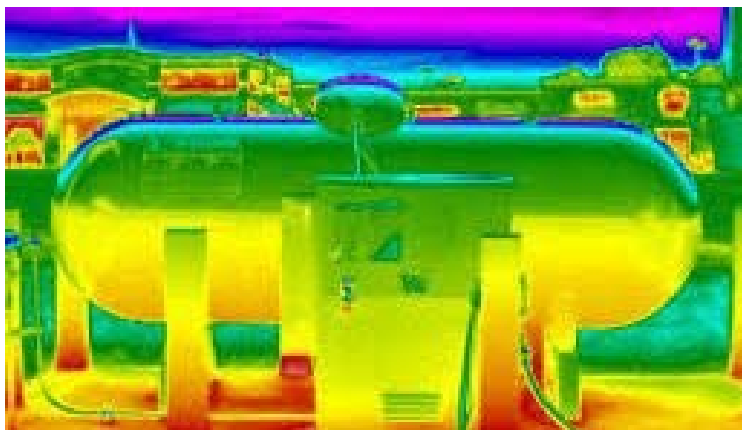
Our operations are somewhat unique because the fields we operate often contain wellbores drilled, and subsequently plugged and abandoned, decades ago by prior operators. The CO₂ EOR process involves injecting CO₂ back into mature reservoirs to mobilize stranded oil. Therefore, it is important for the previously plugged and abandoned wells to maintain well integrity. To help ensure that all wellbores in a field are appropriately secured, we have developed an internal review process in order to evaluate wells. Wells that need additional work are designated for repair to help ensure their integrity. Denbury has experienced engineering teams that focus on this review program.

In an effort to learn from every opportunity, we encourage and support incident reporting at all levels. By studying the root cause of actual events, near misses and close calls, we can work towards removing and/or mitigating the circumstances that might have led to the unwanted event. Any identified corrective actions are implemented to prevent similar occurrences.

CORPORATE LDAR PROGRAM — THERMOGRAPHY PROGRAM

Denbury has instituted a thermography program in response to Leak Detection and Reporting ("LDAR") regulations and to aid in emissions monitoring across our operations. While the program's main focus is to support compliance with LDAR standards, Denbury has also exploited these new capabilities to utilize Optical Gas Imagery ("OGI") (infrared cameras that visualize leaks that are invisible to the human eye) to help with maintenance and reliability of our equipment. The use of OGI in normal operations allows operators to visualize and repair methane and VOC leaks

more completely company-wide which is a benefit to federal and state air quality standards. In addition, greater prevention of leaks and facility upsets minimizes the loss of fluids further conserving natural resources.



GRI:
306-3

Spill Prevention

CORPORATE COMPLIANCE INSPECTION AND VERIFICATION

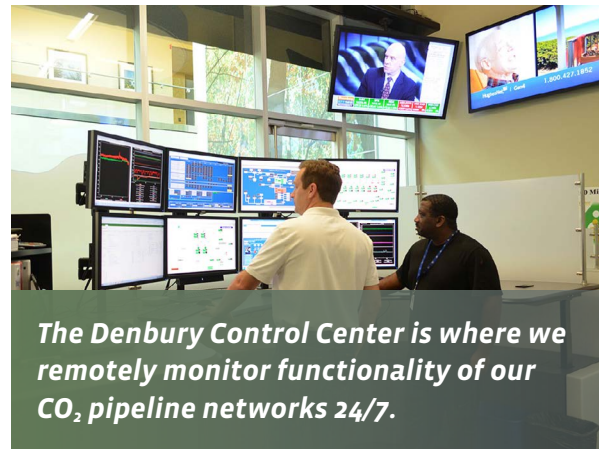
Denbury core values include operating in compliance and doing what is right. To achieve these goals, internal corporate inspection programs allow Denbury to carry out our values. Compliance with emissions, air quality and greenhouse gas standards is attained in part with the implementation of emission compliance inspections programs. These field inspection and corrective action implementation programs are supported by internal environmental scientists and engineers, specialized commercial software, company-wide training and Denbury leadership's commitment to providing the corporate resources necessary to make these programs functional. Denbury has conceptualized, developed and implemented an emission compliance program in our northern region of operations, and we have initiated the implementation of this practice across our operations.

EMERGENCY RESPONSE PLAN

At Denbury, we focus on prevention of incidents through our project designs, planning, implementation and execution. However, we also remain prepared to respond quickly and effectively to an incident.

Denbury has a company-wide Emergency Response Plan that covers various types of emergencies, including spill response, well-control events, natural disasters, fire and pandemics. Emergency Response Plans, Facility Response Plans, Spill Prevention Control and Countermeasure Plans are employed at our field locations, where applicable. Emergency response procedures are routinely communicated through orientations, drills, exercises and routine training meetings.

Denbury also has staff trained and experienced in emergency response procedures. We manage all incidents using the National Incident Management System ("NIMS") and the Incident Command System ("ICS"). Each year, key employees are trained in ICS to be prepared to respond to any incident. Our first priorities in any incident are the safety of our personnel and the public and the protection of the environment.





Managing Our Environmental Footprint

Protecting the environment requires proper implementation and execution of our development plans. Denbury addresses wildlife protection, soil quality, plant species and other natural resources as a part of our development, reclamation and remediation efforts.

Denbury is subject to a variety of federal, state and local HSE laws and regulations. We strive to fully comply with all regulatory requirements and to minimize our operational “footprint” on the environment. Because we typically acquire mature properties, we are often faced with the challenge of correcting existing adverse environmental issues, in addition to minimizing future impacts. To ensure compliance with regulations, as well as company policies and procedures, audits are regularly conducted to identify matters that require corrective action.

We take great effort to minimize impacts to the environment. When constructing new projects, the following mitigation sequence is followed: Avoid, Minimize, Restore, Compensate. This process starts in the very early stages of planning a project with site selection, routing and mitigation included as integral parts of the analysis for any project.

REMOVAL OF FACILITIES

Denbury has a restoration program to remove out-of-service facilities in our newly acquired fields to reduce the overall footprint of our operations. In fields in which we are commencing CO₂ EOR operations, facilities and sites that are no longer needed are systematically targeted for removal and restoration. Removal of obsolete facilities and restoration of these fields reflects our commitment to environmental stewardship.

ADDING ENVIRONMENTAL VALUE TO U.S. OIL FIELDS

Older, depleted U.S. oil fields that we acquire often suffer from mechanical or environmental conditions that we remedy as our CO₂ EOR operations commence. Denbury’s program to rejuvenate these fields and increase oil production from mature oil fields begins by initiating a comprehensive environmental assessment and remediation plan that addresses environmental issues, equips the field with updated technology and results in a more environmentally benign operation that is cleaner and “greener” than what existed prior to our work. As a rule, we review and address all areas of state-mandated regulatory compliance.

These actions, taken together, ensure identification of any age-related problems associated with an older facility, while adding improvements through new equipment and technology to modernize the facility and prepare it for CO₂ injection.

THE GREATER SAGE GROUSE CONSERVATION EFFORTS

The habitat for sage grouse encompasses most of Denbury's North Region operations; therefore, it is important to help lead the effort in Montana to ensure that there are adequate policies in place to not only protect the bird from an Endangered Species Act ("ESA") listing, but to allow continued development of our EOR operations and exploration activities.

Denbury was an active participant in many stakeholder meetings and legislative hearings in the State of Montana to develop a Montana State sage grouse conservation strategy that will work for our industry while still protecting the sage grouse from a listing under the ESA. Denbury was an industry leader in the passage of Senate Bill 261 in the 2015 legislative session that created the Montana Sage Grouse Stewardship Act (the "Act"). The Act required several things including the creation of the sage grouse conservation program, the Montana Sage Grouse Oversight Team, the development of a grant program, a habitat quantification tool ("HQT") to evaluate habitat, and a compensatory mitigation program. Denbury was active in a stakeholder group that developed a policy document on compensatory mitigation and a HQT.



Sage Grouse in wintering habitat

In 2019, as part of our Cedar Creek Anticline development project, Denbury established the first ever private conservation easement for sage grouse in Montana. Through a permittee-responsible approach, Denbury secured mitigation offsets through the combination of land preservation and restoration. These efforts include the following:

> Preservation

Denbury secured perpetual conservation easements within sage grouse habitat. While traditional agricultural uses continue, surface uses are restricted under the terms of the easements. The easements total approximately 23,500 physical acres. The land is largely undeveloped and comprises known sage grouse leks within three miles of the property boundaries.

Additionally, as part of the Hammond field reclamation project, the relinquishment of 7,278 federal lease acres will decrease the habitat loss and fragmentation already within existing historical sage grouse habitat.

> Restoration

Denbury secured an agreement with Remuda Energy to permanently plug and abandon 21 gas wells and associated facilities within the Hammond Field in Carter County, Montana. Denbury will complete the final reclamation on those well pads and other activities throughout the lease area.

GREENCORE PIPELINE RECLAMATION

Denbury met reclamation standards for Wyoming Department of Environmental Quality and Montana Department of Environmental Quality, in cooperation with the U.S. Bureau of Land Management, for restoration of the Greencore pipeline construction activities that took place in 2011 and 2012. Successful restoration in the arid regions of Wyoming and Montana can take multiple years to achieve. Denbury's restoration effort was completed within five years after construction was complete.



These reclaimed areas included an area greater than 200 miles in length comprised of both public and private lands and continue to provide sustainable habitats for sensitive species like the greater sage grouse. Denbury continues to manage invasive and noxious weeds associated with the pipeline as the restoration continues to thrive.



Elk near our western Wyoming operations

WESTERN WYOMING ELK STUDY

Denbury is providing financial resources to mitigate any potential direct or indirect impacts to elk from our operations in western Wyoming. Mitigation efforts focus on the following three specific objectives as they relate to our operations in western Wyoming: elk damage prevention, elk monitoring and research, and elk habitat enhancement. These objectives are designed to prevent damage to private property caused by that portion of the Piney Elk Herd near our operations, determine elk response to our operations, and to enhance alternative habitats to offset any impact as a result of our operations.

SOUND MITIGATION

When appropriate, Denbury employs noise control mitigation as a means of reducing the impact of sound “emissions.” Although, in most cases, the noise generated by the drilling rig is confined to the location and is a temporary disturbance, we consider the potential effects our operations may have on adjacent populated areas while adhering to applicable noise regulations.

When appropriate, we employ practical and efficient noise control as dictated by engineered sound studies to reduce the effects, including sound barriers and blankets to reduce the noise originating from drill sites. “Quiet Mode Plans” are sometimes used to reduce the noise at the well site during night hours. The plans may include training, installation of sound barriers and operations scheduling/planning with noise monitoring equipment to determine their effectiveness.

LEED BUILDING

In 1998, the U.S. Green Building Council established and launched the first Leadership in Energy and Environmental Design (“LEED”) Pilot Project Program. This program created a rating system to help define and measure “green” buildings. Ratings are based on credits achieved, with a set number of points attached to each credit. These credits are broken down into different categories: Sustainable Sites, Water Efficiency, Energy and Atmosphere, Materials and Resources, Indoor Environmental Quality, Innovation in Design and Regional Priority.



When Denbury was in the early stages of designing our corporate headquarters, our commitment to sustainability was evidenced by making LEED certification a top priority. The design-build team preparing our headquarters space knew that green building practices reduce negative impacts on the environment and also reduce operating costs and increase workers’ productivity. Denbury was proud to receive this certification for our headquarters.



HSE Management Systems

Denbury's HSE program's success is dependent on the integration of several system processes. Denbury is working to formalize both Occupational Health and Safety Management Systems ("OHSMS") and Environmental Management Systems ("EMS") to conform to national and international standards. ANZI Z10/ISO 45001 are the national and international standards respectively for OHSMS, and ISO 14001 is the international standard for EMS. Denbury is defining and developing the elements of both management systems to ensure that business activities are conducted in a manner to minimize potential risks and impacts.

OCCUPATIONAL HEALTH AND SAFETY MANAGEMENT SYSTEMS

The OHSMS standards prescribe a strategic approach to deploying health and safety programs across our organization. The program is a systems-based approach designed around the Plan-Do-Check-Act model. The overall objectives of the OSHMS are:

- › Establish policies and procedures governance
- › Implement procedures, processes, and job instruction
- › Review and audit for operational effectiveness and performance
- › Management support for implementing corrective actions for continuous improvement

ENVIRONMENTAL MANAGEMENT SYSTEMS

The EMS describes the methodology utilized to achieve Denbury's environmental targets and goals, while formulating a road map to existing Denbury programs and procedures. Furthermore, the EMS establishes appropriate responsibilities and guidance for continual program improvements. The overall objectives of the EMS are:

- › Capture strategies employed to incorporate business management principles with environmental awareness
- › Provide documentation basis required for a functioning EMS program
- › Identify targets/goals and corresponding rating system to facilitate continuous improvement



Our Communities

Investing

Giving

Communicating



We Serve and Support Our Communities

Our Communities

Denbury is honored and privileged to be a part of the communities in which we operate. Local economic investments, charitable giving and community engagement are an essential part of the way we do business. Rather than merely being a dependable and ethical business presence in our communities, we feel obligated to find ways to invest in community campaigns, philanthropic organizations and to be stewards of the environment. Engagement with our communities ensures that they are well informed about our projects and helps them better understand our business operations.

We are extremely proud of the generosity of our employees and how their generosity is exhibited in the communities where they live and work.



Investing



Giving



Communicating



Investing

Denbury's strong desire and commitment to invest in our communities has many positive economic, environmental and social impacts. Our activities reinvigorate labor markets, businesses and the local environment. Our projects are generational, and our long-term investments will generate millions of dollars in tax revenue and other economic activity for our states and communities.

GRI:
201-1 &
203-2

Economic
Investments &
Impacts

STATE AND COMMUNITY INVESTMENT

Denbury is unique among domestic oil and gas companies, because our primary corporate strategy and focus is aimed at developing significant stranded reserves of oil from depleted reservoirs through CO₂ EOR. During the CO₂ EOR process, we reinvest in our areas of operation by cleaning up legacy fields, making future growth and long-term community development possible.

Facility development and field improvements provide a significant economic injection to both state and local economies. Well work, field infrastructure improvements, land acquisition, CO₂ recycle facility construction, power installation and other capital expenditures can be in the hundreds of millions of dollars per field. Direct and indirect impacts include new job creation and growth in labor income and gross regional product, resulting in added value to the area through state and local tax revenue, royalty income and product sales. Our projects generally can span between 10-20 years of consistent investment.

Our process rejuvenates fields as we install equipment with cutting-edge technology to ensure identification of age-related problems and modernization of facilities to prepare them for CO₂ injection. CO₂ EOR operations require specialized equipment that replaces and consolidates older equipment and facilities, resulting in a smaller environmental footprint from production operations. Areas of field improvement routinely include:

- › mechanical integrity review of wellbores and surface production facilities;
- › pressure testing of existing casing and replacement (if necessary) of old tubing;



- › installation of new wellhead equipment;
- › installation of emissions reduction equipment;
- › installation of remote telemetry field monitoring equipment that reduces vehicle traffic;
- › installation of sound barriers, silencers and landscaping;
- › reclamation of land after removal of old and unneeded equipment;
- › replacement of old production flow lines with new flow lines; and
- › installation of other updated technical equipment to assist with 24/7 operations and safety monitoring activities.

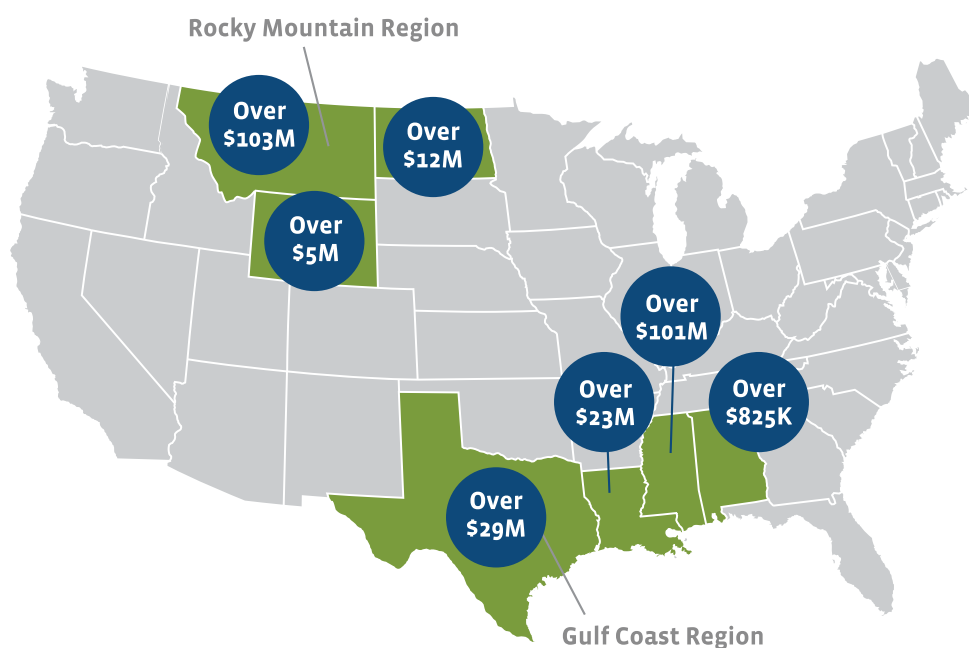
POSITIVE ECONOMIC IMPACT

Our operations have a positive economic impact on many groups inside and outside our local communities. Denbury's royalty interest owners share in the benefits of our projects and their interests are closely aligned with ours. Local employees also benefit by receiving competitive salaries and benefits, which in turn support their families and allows them to invest in their communities. Millions of dollars in tax revenue are generated annually by our activities in our states and communities. Additionally, the groups and individuals that finance our business through the purchase of Denbury bonds earn a share of the value we create in the form of interest payments.

› A Look at Denbury's Investment in the Gulf Coast & Rocky Mountain Regions

Denbury has a strong, long-term commitment in the Gulf Coast and Rocky Mountain regions through our growing oil production, operations, and investments in our CO₂ development and transportation projects.

For the fiscal year ending December 31, 2018, Denbury made the following capital investments¹ in Texas, Louisiana, Mississippi, Alabama, Montana, North Dakota, and Wyoming:



¹ Excludes capitalized interest, end-of-life P&A, capitalized exploration (not recorded by state), acquisitions and sales.

For the fiscal year ending December 31, 2018, it is estimated that our oilfield activities had the following direct economic impact in Texas, Louisiana, Mississippi, Alabama, Montana, North Dakota, and Wyoming²:

ANNUAL MAINTENANCE & SEVERANCE TAXES		ANNUAL ROYALTY PAYMENTS	
Montana:	~\$34M	Montana:	~\$33M
North Dakota:	~\$13M	North Dakota:	~\$24M
Wyoming:	~\$1M	Wyoming:	~\$1M
Louisiana:	~\$49K	Louisiana:	~\$71M
Texas:	~\$13M	Texas:	~\$71M
Mississippi:	~\$17M	Mississippi:	~\$115M
		Alabama:	~\$4M
TOTAL:	~\$78M	TOTAL:	~\$319M

ANNUAL PAYROLL & BENEFITS		OILFIELD EMPLOYEES	
Montana:	~\$13M	Montana:	114
North Dakota:	~\$1M	North Dakota:	16
Wyoming:	~\$6M	Wyoming:	42
Louisiana:	~\$5M	Louisiana:	41
Texas:	~\$14M	Texas:	103
Mississippi:	~\$28M	Mississippi:	233
Alabama:	~\$1M	Alabama:	7
TOTAL:	~\$68M	TOTAL:	556

² The information above relates to all oilfield employees employed by Denbury during 2018. It does not include data for employees located in Denbury's corporate headquarters.

REDUCTION OF DEPENDENCE ON FOREIGN OIL

The U.S. Department of Energy has estimated that 83 billion barrels of technically recoverable oil may be produced utilizing CO₂ EOR.³ It has been estimated that it may be feasible to expand U.S. production from EOR to as much as four million barrels of oil per day if conditions permit. Denbury is positioned to play a critical role in this expansion. Our two operating areas, the Gulf Coast and Rocky Mountain regions, are strategically located in areas in which the DOE estimates there are up to 16 billion barrels of oil that could be recovered through CO₂ EOR. As EOR grows to contribute significant and stable U.S. oil supplies from existing fields within our borders, it will positively impact all sectors of the U.S. economy and substantially contribute to American energy security.

83
billion



**Technically recoverable U.S. oil
produced utilizing CO₂ EOR**

16
billion



**CO₂ EOR oil potential in
Denbury's regions**

³ Source: 2013 DOE NETL Next Gen EOR.



Denbury actively and enthusiastically supports community-based programs and organizations that address educational, cultural and social issues—improving the quality of life in the areas where we work and live. Our commitment includes financial contributions as well as coordination and support of volunteer services by our employees. Our employees are encouraged to give generously to charitable organizations of their choosing, with Denbury providing a matching contribution to support their efforts. Together, we have made a difference in our communities through contributions to numerous local charities and organizations.

DALLAS HEART WALK

Annually, Denbury employees participate in the American Heart Association’s annual Heart Walk in Dallas. The walk promotes awareness of cardiovascular diseases and stroke while raising funds to support cardiovascular research and educational programs to save lives. As a corporate sponsor, in 2018, Denbury sponsored hands-only CPR training for walk participants, and in 2019, Denbury sponsored a Survivor Lane at the finish line where survivors of heart disease and stroke were presented with medals. In the past two years, Denbury and our employees raised over \$212,000 for the American Heart Association.



Denbury seeks out opportunities to provide financial support to charitable organizations to which Denbury employees donate their time and resources.

SUSAN G. KOMEN 3-DAY

In November 2019, a team of fifteen Denbury employees participated in the Susan G. Komen 3-Day challenge in honor of a fellow employee who passed away recently from breast cancer. The 3-day challenge is a 60-mile walk over the course of three days which promotes awareness of breast cancer and raises funds to help end breast cancer. Denbury and our employees raised over \$31,000 for the Susan G. Komen 3-Day.



MATCHING GIFTS PROGRAM

Denbury has established a matching gifts program that matches up to \$500 donated by each employee to any eligible charitable organization. During the last two years, employees have personally donated approximately \$62,000 of their own dollars to schools, hospitals, community projects and other charitable organizations, which Denbury has matched.

SERVICE

Investing in our communities is not purely about monetary donations. In addition to financial contributions, Denbury is committed to encouraging and supporting our employees' involvement in community service and philanthropic events and projects. To support our employees in their commitment to volunteer, we provide a paid day off from work to participate in service projects of their choosing. Additionally, Denbury coordinates group participation in fundraising and service projects about which our employees are passionate.

> You will find Denbury faces helping all over our communities



Denbury's Legal department volunteered at a local food bank, Minnie's Food Pantry in Plano, Texas.



Each year Denbury employees volunteer and participate in the annual Red Balloon Run and Ride supporting the Children's Medical Center Foundation.



Denbury's Accounting and Investor Relations departments volunteered at the Salvation Army of Plano.

“

It is because of organizations like Denbury, we are able to support our mission to bring people together to build homes, communities and hope.

— Larry Pietenpol, Past President - North Collin County Habitat for Humanity Board of Directors

”

“

The ongoing commitment of corporate partners like Denbury Resources is crucial to advancing the mission and vision of Children's Health. We greatly value their passionate support and advocacy for the children and families we serve.

— Brent E. Christopher, president of Children's Medical Center Foundation

”

CHARITY DRIVES

Throughout the year, Denbury employees organize collections of items for people in need, such as new clothing, books, toys and school supplies. Collection areas are located throughout our headquarters in Plano, Texas, and delivered to the charities. Charitable organizations include The North Texas Food Bank, Assistance Center of Collin County Tools for School, Toys for Tots, Anna ISD (in honor of a fellow employee who recently passed away), among many others. Our field offices also have collection drives throughout the year for local charitable organizations.



BLOOD DONATIONS

Denbury organizes and encourages employees to give blood on-site. Giving blood is also a way for donors to gain access to vital information about their own health. A free mini-physical is given at the time of donation, which includes a screening of blood pressure, temperature, iron level and cholesterol level.



Denbury believes that community engagement through dialogue is an essential part of being a responsible corporate citizen. Through public awareness programs and investor and government relations initiatives, Denbury seeks to educate and communicate with all community stakeholders on matters including safety, public policy advocacy and understanding of our business operations.

COMMUNITY RELATIONS

As part of Denbury’s formal HSE Policy, we are committed to conducting business in a manner that respects the health, safety and security of the communities in which we operate. Our management team is directly responsible for community relations. We also address human rights considerations throughout the process, including during due diligence and risk identification, mitigation and management. When we enter a new area of operations, we take steps to get familiar and consult with the local communities and community officials. For example, in some instances, we conduct open houses for the public before we begin a new project to proactively identify, mitigate and manage certain risks that can impact our activities or the communities in which we operate. Where our operations are ongoing, we conduct periodic reviews that take into account new and emerging risks and develop recommended mitigating actions. We are committed to community outreach and value the interests and opinions of the people in our communities. In some of our communities, we also participate in local job training programs hosted by community colleges. We also recognize and support the impact of local resources for our business needs. We seek to identify opportunities in our supply chain to provide lasting economic benefit through local job creation.

PUBLIC AWARENESS PROGRAM

Safety of the public and of company personnel is Denbury’s highest priority. Beyond achieving regulatory compliance, we strive to go the extra mile to establish a solid working relationship with communities in our areas of operations. More than simply “doing the right thing,” we listen to our constituents and seek to anticipate issues so we may offer solutions to resolve problems and minimize impacts. Denbury’s public awareness program promotes open communication and cooperation with local organizations to inform and improve public awareness of safe operations for first responders, public officials and the neighboring public in the communities where we operate. We believe that education about our operations helps to keep our communities safe.



Among many awareness initiatives, we educate community members about the purpose of 811: Call Before You Dig, the national one-call number for damage prevention of underground utility infrastructure. Our initiative also includes measures to take appropriate steps in the event of a pipeline release or emergency.

MINERAL OWNERS

Our operations are possible due to the private ownership of mineral rights held by our mineral interest owners, and we recognize the importance of providing them with the highest quality of service and operational education. Through various means, members of this community are provided a platform to contact Denbury and receive information regarding their ownership, answers to operational questions and educational presentations.



GOVERNMENTAL RELATIONS

Denbury participates in the federal, state and local political process because public policy decisions can and do impact our company, employees and investors. We believe that the long-term success of our business partially lies in educating governmental representatives and groups about our operations and goals.

The Denbury Political Action Committee (“Denbury PAC”) is a fund supported by Denbury employees, who voluntarily pool their resources to support political candidates who support the U.S. oil and gas industry along with a fair and sustainable business environment. As a nonpartisan entity, the Denbury PAC makes contributions that reflect the interests of Denbury and not individual employees, officers or directors. No contribution is made in exchange for, or with the expectation of, official action by the recipient. Employees have the right to refuse to participate without fear of retaliation and also understand they will not be reimbursed for making such a voluntary contribution.



The use of company assets or funds for political purposes, as well as contributions from the Denbury PAC, must be recommended by the Governmental Relations department and approved in advance by Denbury’s senior management.

State and federal laws require Denbury to report expenditures associated with activities that support lobbying. Denbury employs and also contracts with registered lobbyists and makes expenditures to individuals and outside organizations, such as trade associations, who conduct lobbying activities. Denbury also follows all applicable federal, state and local rules pertaining to gifts to government officials. Employees are expected and trained to know the rules and must seek permission from the Governmental Relations department in advance of giving a covered gift to a governmental official.

INVESTOR RELATIONS

Denbury has an investor relations team dedicated to providing information about Denbury not only to our investors and employees, but to our community stakeholders as well. We encourage you to visit Denbury.com periodically to find information about Denbury’s business operations, finances, safety awareness, recent public announcements and webcasts, upcoming events and much more. We continually update our site to provide the most current information.



Global Reporting Initiative (GRI) Content Index

GRI STANDARD	DISCLOSURE TITLE	DISCLOSURE AND/OR LOCATION OF DISCLOSURE
GRI 101: FOUNDATION		
101-1	Reporting Principles	Our Report—Report Content and Report Framework
GRI 102: GENERAL DISCLOSURES		
Organizational Profile		
102-1	Name of the organization	Denbury Resources Inc.
102-2	Activities, brands, products, and services	Annual Report on Form 10-K : Item 1. Business and Properties-General
102-3	Location of headquarters	5320 Legacy Drive, Plano, Texas, 75024
102-4	Location of operations	1 country; United States of America <i>See also</i> , “Our Company—What We Do & Our CO ₂ Story” for our operational map
102-5	Ownership and legal form	Delaware corporation
102-6	Markets served	Annual Report on Form 10-K : Item 1. Business and Properties
102-7	Scale of organization.	Annual Report on Form 10-K : - Item 1. Business and Properties - Consolidated Financial Statements
102-8	Information on employees and other workers	See charts below

YEAR ENDED DECEMBER 31, 2017

	Employee	Contractor	Total
Employment Group by Gender:			
Male	713	113	826
Female	166	16	182
Total	879	129	1,008
Employment Group by Region:			
Gulf Coast (TX, LA, MS, AL)	381	55	436
Rockies (WY, MT, ND)	149	31	180
Headquarters (Plano, TX)	349	43	392
Total	879	129	1,008

YEAR ENDED DECEMBER 31, 2017

	Male	Female	Total
Employment Type by Gender:			
Full-time Employees	711	166	877
Part-time Employees	2	0	2
Total	713	166	879
Region & Gender:			
Gulf Coast (TX, LA, MS, AL)	365	16	381
Rockies (WY, MT, ND)	137	12	149
Headquarters (Plano, TX)	211	138	349
Total	713	166	879


YEAR ENDED DECEMBER 31, 2018

	Employee	Contractor	Total
Employment Group by Gender:			
Male	677	146	823
Female	170	14	184
Total	847	160	1,007
Employment Group by Region:			
Gulf Coast (TX, LA, MS, AL)	339	79	418
Rockies (WY, MT, ND)	145	36	181
Headquarters (Plano, TX)	363	45	408
Total	847	160	1,007

YEAR ENDED DECEMBER 31, 2018

	Male	Female	Total
Employment Type by Gender:			
Full-time Employees	676	170	846
Part-time Employees	1	0	1
Total	677	170	847
Employment Group by Region:			
Gulf Coast (TX, LA, MS, AL)	323	16	339
Rockies (WY, MT, ND)	134	11	145
Headquarters (Plano, TX)	220	143	363
Total	677	170	847

A Significant portion of Denbury's activities are completed by Denbury's contractors and suppliers. A majority of these contractors and suppliers work in our fields in the Gulf Coast and Rocky Mountain regions.

GRI STANDARD	DISCLOSURE TITLE	DISCLOSURE AND/OR LOCATION OF DISCLOSURE
102-9	Supply chain	Denbury's supply chain is comprised of thousands of suppliers and independent contractors, ranging from multinational corporations to local businesses, who provide Denbury with products, materials and services integral to our business. Our supply chain department consists of procurement professionals who seek an ethical, diverse and highly distributed supply chain to reduce costs and procure high quality products and services. In 2017 and 2018, Denbury spent approximately \$368 million and \$417 million, respectively, in procurement costs company-wide.
102-10	Significant changes to the organization and its supply chain	Annual Report on Form 10-K: - Item 1. Business and Properties - Item 7. Management's Discussion and Analysis of Financial Condition and Results of Operations
102-11	Precautionary principle or approach	Not addressed by the organization
102-12	External initiatives	None
102-13	Membership of associations	<p>We are members and hold governance positions in a few organizations and institutions in the oil and gas sector or related to professional fields. See below for a selection of current positions.</p> <p><i>Dan Cole , Vice President – Commercial Development and Governmental Relations:</i></p> <ul style="list-style-type: none"> • Board of Directors for the Texas Oil & Gas Association • Member of the Energy Advance Center <p><i>Greg Schnacke , Executive Director, Governmental Relations:</i></p> <ul style="list-style-type: none"> • Board of Directors for the Louisiana Oil & Gas Association • Board of Directors for the Montana Petroleum Association • Board of Directors for the Wyoming Petroleum Association • Member of the Energy Advance Center
Strategy		
102-14	Statement from senior decision-maker	CEO Message p.3
102-15	Key impacts, risks, and opportunities	CEO Message p.3
Ethics and integrity		
102-16	Values, principles, standards, and norms of behavior	See p.20 

GRI STANDARD	DISCLOSURE TITLE	DISCLOSURE AND/OR LOCATION OF DISCLOSURE
102-17	Mechanisms for advice and concerns about ethics	<p>Denbury has a Compliance Hotline that is managed by an independent, third-party provider and is available 24 hours a day/7 days a week via phone (1-844-DOING-RT (364-6478)) or online (doingright.denbury.com). All reports submitted to the Compliance Hotline will be appropriately investigated and, as applicable, reported to the Audit Committee of the Denbury Board of Directors.</p> <p>Internally, employees are expected to first bring matters of concern to their manager. If there are reasons one is uncomfortable doing so or thinks the issue needs attention from a different perspective, employees may turn to any of the following: (1) a manager or the vice president of the employee's department or region, (2) a human resource employee relations representative, or (3) Denbury's Compliance team or Legal department.</p>
Governance		
102-18	Governance structure	<p>Our Company—Sustainability Governance p.21</p> <p>Proxy Statement:</p> <ul style="list-style-type: none"> - Governance of the Company - Board Meetings, Attendance and Committees
102-19	Delegating authority	<p>The business, properties, and affairs of the organization are managed by the Chief Executive Officer under the direction of the Board of Directors. The Board of Directors has responsibility for establishing broad corporate policies and for the overall performance and direction of the Company, which includes economic, environmental, and social topics.</p>
102-20	Executive-level responsibility for economic, environmental, and social topics	<p>Our senior management team is responsible for overseeing economic, environmental, and social topics that impact our business and our stakeholders. While senior management reports to our CEO, our senior management team also has direct interaction with our Board of Directors on these matters.</p>
102-21	Consulting stakeholders on economic, environmental, and social topics	<p>The Board of Directors has approved a process by which stakeholders may contact the members of the Board of Directors regarding economic, environmental, and social topics of concern. Please write to Denbury Resources Inc., Attention Corporate Secretary, 5320 Legacy Drive, Plano, Texas 75024. In addition, stakeholders may email the Corporate Secretary and Board members at: secretary@denbury.com.</p>
102-22	Composition of the highest governance body and its committees	<p>Proxy Statement:</p> <ul style="list-style-type: none"> - Proposal One: Election of Directors - Governance of the Company—Director Independence


GRI STANDARD	DISCLOSURE TITLE	DISCLOSURE AND/OR LOCATION OF DISCLOSURE
102-23	Chair of the highest governance body	Denbury's Chairman of the Board is not an executive officer. <i>See also</i> , "Our Company—Corporate Governance." p.21 Proxy Statement : - Governance of the Company—Board Leadership Structure
102-24	Nominating and selecting the highest governance body	Proxy Statement : - Governance of the Company—Identification of Director Candidates - Stockholder Proposals for Our 2020 Annual Meeting of Stockholders
102-25	Conflicts of interest	Related party transactions are monitored and approved by our Nominating/Corporate Governance Committee pursuant to Denbury's Related Party Transactions Policy. The Company discloses such transactions as required pursuant to the Securities and Exchange Commission's rules and regulations. Additionally, Denbury's Code of Conduct and Ethics governs conflicts of interest. Waivers to the Code of Conduct and Ethics are disclosed to the extent and in the manner required by applicable laws, rules (including any rule of any applicable stock exchange), or regulations.
102-26	Role of highest governance body in setting purpose, values, and strategy	The business, properties and affairs of the organization are managed by the Chief Executive Officer under the direction of the Board of Directors. The Board of Directors has responsibility for establishing broad corporate policies and for the overall performance and direction of the Company, which includes economic, environmental and social topics.
102-30	Effectiveness of risk management processes	The Board of Directors has an oversight role with respect to the risk management processes for many economic, environmental and social topics. In certain instances the Board has delegated this duty to an appropriate Board Committee. For example, Denbury's Reserves and Health, Safety and Environmental Committee has an oversight role with respect to the risk management process for environmental matters; the Compensation Committee has an oversight role with respect to the risk management process for compensation-related matters; and the Risk Committee has an oversight role with respect to the Company's principal business, financial and operational risks.
102-31	Review of economic, environmental, and social topics	As necessary throughout the year
102-32	Highest governance body's role in sustainability reporting	Reserves and Health, Safety, and Environmental Committee of the Board of Directors

GRI STANDARD	DISCLOSURE TITLE	DISCLOSURE AND/OR LOCATION OF DISCLOSURE
102-33	Communicating critical concerns	All stakeholders wishing to communicate with the Board are encouraged to email the corporate secretary and Board members or address letters to the following address: Denbury Resources Inc., Attn: Corporate Secretary, 5320 Legacy Drive, Plano, TX 75024. You may also send an email to: secretary@denbury.com . Additionally, see GRI 102-17
102-35	Remuneration policies	Proxy Statement: - Executive Compensation - Compensation of Directors
102-36	Process for determining remuneration	Proxy Statement: - Executive Compensation—Roles in Setting Executive Officer Compensation
102-37	Stakeholders' involvement in remuneration	Proxy Statement: - Executive Compensation—Proposal Two: Advisory Vote to Approve Named Executive Officer Compensation
Stakeholder engagement		
102-40	List of stakeholder groups	The primary stakeholders with whom we engaged are: Denbury employees, Denbury's senior management, Denbury's Board of Directors, investors, prospective investors, business partners, and local community organizations
102-41	Collective bargaining agreements	None
102-42	Identifying and selecting stakeholders	The organization encourages an open dialogue with all stakeholders. We consider stakeholder engagement a necessary part of good business and corporate governance practices. Management uses its judgment to determine the stakeholder groups with whom to engage. We respond diligently to all stakeholders that contact us and believe that engagement with our employees is always necessary.
102-43	Approach to stakeholder engagement	The organization's approach to stakeholder engagement is an on-going and constant process. In 2017 and 2018, Denbury engaged with many of its institutional investors as part of a robust investor engagement campaign. The Chairwoman of the Compensation Committee at the time was available to attend each meeting in the investor engagement process. See also, GRI 102-42 and "Our Report—Report Framework" p.9 for more information. Proxy Statement: - Executive Compensation—2018 Say-on-Pay Results and Stockholder Engagement

GRI STANDARD	DISCLOSURE TITLE	DISCLOSURE AND/OR LOCATION OF DISCLOSURE
102-44	Key topics and concerns raised	<p>The key topics and concerns that have been raised through stakeholder engagement are the material topics identified in this Report. Our stakeholders were relatively consistent in the identification of key topics and concerns.</p> <p>See also, “Our Report—Report Content p.8</p> <p>Proxy Statement:</p> <p>- Executive Compensation—2018 Say-on-Pay Results and Stockholder Engagement</p>
Reporting practice		
102-45	Entities included in the consolidated financial statements	Annual Report on Form 10-K : Exhibit 21 contains a list of our significant subsidiaries. Data in this Report includes all of our subsidiaries unless otherwise noted
102-46	Defining report content and topic boundaries	Our Report—Report Content p.8 and Report Framework p.9
102-47	List of material topics	Our Report—Report Content p.8
102-48	Restatements of information	Not applicable
102-49	Changes in reporting	None
102-50	Reporting period	2017 and 2018. 2019 data is included in sections where relevant and helpful
102-51	Date of most recent previous report	Our 2018 report was released in January of 2019
102-52	Reporting cycle	At least biennially
102-53	Contact point for questions regarding the report	Please send an email to Denbury’s Corporate Responsibility Team at responsibility@denbury.com
102-54	Claims of reporting in accordance with the GRI Standards	This report has been prepared in accordance with the GRI Standards: Core option
102-55	GRI content index	GRI Index
102-56	External assurance	Our report has not been externally assured
GRI 103: MANAGEMENT APPROACH		
103-1	Explanation of the material topic and its Boundary	See chart below

Denbury Material Issue	GRI Category	GRI Material Topic	Material Within Denbury	Material Outside Denbury	Relevance
Economic Investments & Impacts	Economic	Economic Performance (GRI 201-1)	✓	✓	The economic value we generate and distribute impacts not only our financials but also state and local governments, our capital providers, our employees, and our communities.
	Economic	Indirect Economic Impacts (GRI 203-2)		✓	Our operations reinvigorate local labor markets, businesses, and the economies of our communities while generating millions of positive dollars of tax revenue and other economic activities.
Reserves	Economic	Reserves (GRI G4 OG1)	✓		Our CO ₂ EOR operations provide an economically and technically feasible method of utilizing CO ₂ to recover otherwise stranded reserves of oil from depleted reservoirs, which results in incidental underground CO ₂ storage and reduces our nation's dependence on foreign oil.
Employee Well-being	Social	Employment (GRI 401-1 & 401-2)	✓		Our employees are key to Denbury's success and we strive to make Denbury a great place to work by providing a safe work environment, excellent work culture, and competitive compensation to all our employees.
Employee Health & Safety	Social	Occupational Health & Safety (GRI 403-1 & 403-2)	✓		Providing and integrating a sound health and safety program is key to our success which is why we have a long-standing commitment to the highest standards for health and safety of our employees and contractors that is built into our management structure.



Denbury Material Issue	GRI Category	GRI Material Topic	Material Within Denbury	Material Outside Denbury	Relevance
Employee Training & Development	Social	Training & Education (GRI 404-3)	✓	✓	Training and developing employees not only contributes to Denbury's long-term success but also the success and quality of the current and future global workplace.
Employee Diversity & Inclusion	Social	Diversity & Equal Opportunity (GRI 405-1)	✓		We are committed to maintaining a diverse and inclusive environment for all employees and applicants because we recognize the benefits we all share as a result of a diverse culture.
Managing our Carbon Footprint	Environmental	Emissions (GRI 305-1, 305-2, 305-3 & 305-4)	✓	✓	Carbon emissions reduction is an important issue to Denbury and many Denbury stakeholders and this material topic is relevant in all our areas of operations, as part of our commitment to environmental stewardship.
Spill Prevention	Environmental	Effluents & Waste (GRI 306-3)	✓	✓	Spills have the potential to adversely affect the communities in which they occur and the environment; therefore, we continue to strive to eliminate all environmental incidents.

GRI STANDARD	DISCLOSURE TITLE	DISCLOSURE AND/OR LOCATION OF DISCLOSURE
103-2	The management approach and its components	See GRI 201-1 , 203-2 , 401-1 , 401-2 , 403-1 , 403-2 , 404-3 , 405-1 , 305-1 , 305-2 , 305-3 , 305-4 , 306-3 , and G4-OG1 .
103-3	Evaluation of the management approach	See GRI 201-1 , 203-2 , 401-1 , 401-2 , 403-1 , 403-2 , 404-3 , 405-1 , 305-1 , 305-2 , 305-3 , 305-4 , 306-3 , and G4-OG1 .
GRI 200: ECONOMIC		
Economic Performance		
201-1	Direct economic value generated and distributed	See p.55  See charts below

Year Ended December 31, 2017			In thousands (\$)
Direct Economic Value Generated	Revenues	Combined total of oil, natural gas, and related product sales; CO ₂ sales and transportation fees; and other income	1,129,786
Economic Value Distributed	Operating Costs ⁽¹⁾	Combined total of lease operating expenses; marketing expenses; CO ₂ discovery and operating expenses; and general and administrative expenses	604,524
	Capital Investment	Capitalized expenditures (excluding acquisitions), which includes, but is not limited to, capitalized employee wages and benefits	240,826
	Payments to Providers of Capital	Combined total of cash interest expense and settlements of commodity derivatives	224,377
	Payments to Government	Combined total of taxes other than income and current income taxes	66,334

Year Ended December 31, 2018			In thousands (\$)
Direct Economic Value Generated	Revenues	Combined total of oil, natural gas, and related product sales; CO ₂ sales and transportation fees; and other income	1,473,625
Economic Value Distributed	Operating Costs ⁽¹⁾	Combined total of lease operating expenses; marketing expenses; CO ₂ discovery and operating expenses; and general and administrative expenses	614,033
	Capital Investment	Capitalized expenditures (excluding acquisitions), which includes, but is not limited to, capitalized employee wages and benefits	322,670
	Payments to Providers of Capital	Combined total of cash interest expense and settlements of commodity derivatives	361,980
	Payments to Government	Combined total of taxes other than income and current income taxes	88,669

⁽¹⁾ Operating costs includes employee wages and benefits, net of (i) operator recovery charges and (ii) capitalized exploration and development costs, which are presented within capital investment.

GRI STANDARD	DISCLOSURE TITLE	DISCLOSURE AND/OR LOCATION OF DISCLOSURE
Indirect Economic Impacts		
203-2	Significant indirect economic impacts	See p.55 
GRI G4 OGSS: RESERVES		
GRI G4-OG1	Volume and type of estimated proved reserves and production	See p.15  See information and charts below

PROVED RESERVES DATA YEAR ENDED DECEMBER 31, 2018

As of December 31, 2018, Denbury's proved reserves were approximately 262 million barrels of oil equivalent ("MMBOE"), consisting of 255 million barrels of crude oil, condensate and natural gas liquids (together, "liquids"), and 7 MMBOE (or 43 Bcf) of natural gas. Reserves were 97% liquids and 88% proved developed, and 58% of such reserves were attributable to Denbury's CO₂ EOR operations. Total tertiary reserves at December 31, 2018 were 151 MMBOE and total non-tertiary reserves were 111 MMBOE.

Tertiary Properties	Oil (MBbls)	Natural Gas (MMcf)	TOTAL MBOEs
Gulf Coast Region	126,744	–	126,744
Rocky Mountain Region	24,005	–	24,005
Total Tertiary	150,749	–	150,749
Non-Tertiary Properties			
Gulf Coast Region	20,705	17,356	23,598
Rocky Mountain Region	83,588	25,652	87,863
Total Non-Tertiary	104,293	43,008	111,461
Total	255,042	43,008	262,210

The reserve estimates were prepared in accordance with Financial Accounting Standards Board Codification Topic 932, *Extractive Industries – Oil and Gas*, using the arithmetic averages of the first-day-of-the-month NYMEX commodity price for each month during 2018. These prices were \$65.56 per Bbl for crude oil and \$3.10 per MMBtu for natural gas.

PRODUCTION DATA YEAR ENDED DECEMBER 31, 2018

Denbury's 2018 production totaled 58,532 barrels of oil per day ("Bbls/d") and 10,854 thousand cubic feet ("Mcf") of natural gas per day. Oil production included 38,134 Bbls/d from tertiary properties and 20,398 Bbls/d from non-tertiary properties.

Tertiary Properties	Oil (Bbls/day)	Natural Gas (Mcf/day)
Gulf Coast Region	31,905	–
Rocky Mountain Region	6,229	–
Total Tertiary	38,134	–
Non-Tertiary Properties		
Gulf Coast Region	5,038	5,405
Rocky Mountain Region	15,360	5,449
Total Non-Tertiary	20,398	10,854
Total	58,532	10,854

A complete report of our estimated proved reserves, production, our report methodology and definitions is included in our [Annual Report on Form 10-K](#). Specifically see pp. 3-4, 8-13, and 98-102.

GRI 300: ENVIRONMENTAL

Emissions

305-1 Direct (Scope 1) GHG emissions

See [p.42](#) 

See information and charts below

We report GHG emissions in accordance with the Environmental Protection Agency's ("EPA") Greenhouse Gas Reporting Program ("GHGRP"). We report under the following subparts and in accordance with the following criteria:

Subpart PP — Suppliers of CO₂

Subpart PP was finalized by the EPA in October 2009 and has undergone subsequent revisions since it was published. We submitted our first Subpart PP report in September 2011 for the reporting year 2010. Under this subpart, we are required to annually report the amount of CO₂ supplied from our CO₂ production fields and the amount delivered to various industrial customers, including our enhanced oil recovery ("EOR") operations.

Subpart UU — Injection of CO₂

Subpart UU of the GHGRP was finalized by the EPA in 2011 and the first reports were due in September 2012. Subpart UU requires reporting for a well or group of wells that inject CO₂ into the subsurface. This includes Underground Injection Control (UIC) Class II wells in which CO₂ is injected for the purposes of EOR. This subpart does not include UIC Class VI wells into which CO₂ is injected for the purpose of permanent geologic sequestration. Denbury currently does not operate any Class VI injection wells.

The amount of CO₂ reported under this subpart does not include the amount of post-separation CO₂ recycled at the central oil production facility and re-injected via CO₂ injection wells. We reported the CO₂ injection amounts under this subpart for 14 EOR fields in our Gulf Coast operating region in 2011 and 2012. Two additional fields were reported in 2013 which are located in Montana (Bell Creek) and Wyoming (Grieve).

Subpart W — Petroleum and Natural Gas Systems

The EPA finalized Subpart W of the GHGRP in 2011. This subpart has been through several revisions since it was first published. The first annual report under this subpart was due in September 2012 for the reporting year 2011. The EPA has included 8 industry segments under this subpart. Our oil production fields fall under the "Onshore Petroleum and Natural Gas Production" industry segment and our Riley Ridge facility falls under the "Onshore Natural Gas Processing" industry segment.

Under this subpart, the EPA requires operators to report emissions under each geological basin in which they operate. These basin boundaries have been identified on the Geologic Provinces Code Map published by the American Association of Petroleum Geologists. Currently, our operations fall under three geologic basins in the Gulf Coast region and three basins in the Rocky Mountain region. Denbury has been reporting under this subpart since 2011 for basins exceeding the reporting thresholds.

Under Subpart W, the EPA requires operators to report CO₂, CH₄ (methane) and N₂O (nitrous oxide) emissions from various sources and processes listed under the subpart. These GHG emissions are converted to CO₂ equivalent ("CO₂e") emissions by using the respective Global Warming Potentials ("GWPs") for each pollutant. The GWPs published by the EPA in 2013 are listed in the table below.

Greenhouse Gases	GWPs
CO ₂	1
CH ₄	25
N ₂ O	298

The following are Denbury's Scope 1¹ – GHG emissions and Vehicle Fuel Consumption emissions for 2017 and 2018 presented in metric tons (tonnes) or gallons (gal). These emissions coincide with emissions calculations using EPA's GHG Subpart W reporting requirements and applicability as described above.²

SCOPE 1 – GHG EMISSIONS:

YEAR ENDED DECEMBER 31, 2017³

Region	CO ₂ (tonnes)	CH ₄ (tonnes)	N ₂ O (tonnes)	CO ₂ e (tonnes)
Rocky Mountain	216,200	2,519	-	279,187
Gulf Coast	320,584	6,714	0.23	488,496
Total	536,784	9,233	0.23	767,683

YEAR ENDED DECEMBER 31, 2018

Region	CO ₂ (tonnes)	CH ₄ (tonnes)	N ₂ O (tonnes)	CO ₂ e (tonnes)
Rocky Mountain	218,753	4,503	0.18	331,390
Gulf Coast	393,189	6,290	0.64	542,160
Total	611,942	10,793	0.82	873,550

SCOPE 1 – VEHICLE FUEL CONSUMPTION EMISSIONS:

YEAR ENDED DECEMBER 31, 2017

Region	Gasoline (gal)	Diesel (gal)	CO ₂ e (tonnes)
Rocky Mountain	260,679	2,411	2,341
Gulf Coast	317,956	2,822	2,854
Headquarters	4,284	-	38
Total	582,919	5,233	5,233

YEAR ENDED DECEMBER 31, 2018

Region	Gasoline (gal)	Diesel (gal)	CO ₂ e (tonnes)
Rocky Mountain	291,096	753	2,595
Gulf Coast	288,804	3,711	2,604
Headquarters	-	-	-
Total	579,900	4,464	5,199

¹ Scope 1 emissions are direct emissions from owned or controlled sources of a company.

² Denbury monitors and reports NO_x, SO_x, PM and VOC emissions as required by various air emissions permits across our operations. Our operations do not generate HFCs, PFCs or SF₆ emissions and, therefore, we do not report them under EPA's GHG Subpart W. GWPs for 2017 and 2018 were used to calculate CO₂e.

³ Emissions reported may differ slightly from prior year's reporting due to internal auditing and EPA's changes to the reporting rule.

GRI STANDARD	DISCLOSURE TITLE	DISCLOSURE AND/OR LOCATION OF DISCLOSURE
305-2	Energy indirect (Scope 2) GHG emissions	See p.42  See information and charts below

The following are Denbury's Scope 2¹ emissions for 2017 and 2018 presented in metric tons (tonnes) and electricity usage presented in megawatt hours (MWh).²

YEAR ENDED DECEMBER 31, 2017³

Region	MWH	CO ₂ (tonnes)	CH ₄ (tonnes)	N ₂ O (tonnes)	CO ₂ e (tonnes)
Rocky Mountain	573,388	327,861	31	5	330,112
Gulf Coast	1,374,073	611,422	44	6	614,330
Headquarters	8,429	3,860	0	0	3,878
Total	1,955,890	943,143	75	11	948,320

YEAR ENDED DECEMBER 31, 2018

Region	MWH	CO ₂ (tonnes)	CH ₄ (tonnes)	N ₂ O (tonnes)	CO ₂ e (tonnes)
Rocky Mountain	586,747	336,199	32	5	338,505
Gulf Coast	1,400,731	621,949	45	7	624,900
Headquarters	7,827	3,584	0	0	3,601
Total	1,995,305	961,732	77	12	967,006

¹ Scope 2 emissions are indirect emissions from the generation of purchased electricity, steam, heating and cooling consumed by a reporting company.

² Electricity usage presented in megawatt hours (MWh). Scope 2 emissions are based on actual electricity consumption and EPA's Emissions & Generation Resource Integrated Database (eGRID) data for power grids utilized in our operations.

³ Emissions reported may differ slightly from prior year's reporting due to internal auditing and EPA's changes to the reporting rule.

GRI STANDARD	DISCLOSURE TITLE	DISCLOSURE AND/OR LOCATION OF DISCLOSURE
305-3	Energy indirect (Scope 3) GHG emissions	See p.42  See information and charts below

The following are Denbury's Scope 3¹ emissions for 2017 and 2018.²

YEAR ENDED DECEMBER 31, 2017

Region	MBBLS	EPA Factor ³	CO ₂ e (tonnes)
Rocky Mountain	8,391	0.43	3,608,312
Gulf Coast	17,714	0.43	7,616,922
Total	26,105	0.43	11,225,234

YEAR ENDED DECEMBER 31, 2018

Region	MBBLS	EPA Factor ³	CO ₂ e (tonnes)
Rocky Mountain	8,667	0.43	3,726,662
Gulf Coast	16,770	0.43	7,211,127
Total	25,437	0.43	10,937,789

¹ Scope 3 emissions include all other indirect emissions that occur in a company's value chain.

² Scope 3 emissions reported are limited to downstream commodities production including crude oil and natural gas. The emission totals assume combustion of both products using EPA CO₂ emission factors for each.

³ 5.80 mmbtu/barrel x 20.31 kg C/mmbtu x 44 kg CO₂/12 kg C x 1 metric ton/1,000 kg = 0.43 metric tons CO₂/barrel

<https://www.epa.gov/energy/greenhouse-gases-equivalencies-calculator-calculations-and-references>

GRI STANDARD	DISCLOSURE TITLE	DISCLOSURE AND/OR LOCATION OF DISCLOSURE
305-4	GHG emissions intensity	See p.42  See information and charts below

GHG Intensity ¹	2017 ²	2018
Oil production (bbls)	26,105,195	25,436,718
Water production (bbls)	327,916,547	326,497,909
CO ₂ e emissions (tonnes)	767,683	873,550
GHG intensity per barrel of oil (tonnes/bbls)	0.02941	0.03434
GHG intensity per barrel of water (tonnes/bbls)	0.00234	0.00268
GHG intensity per barrel of total fluids (tonnes/bbls)	0.00217	0.00248

¹ Emissions are presented in metric tons (tonnes) and coincide with emissions calculations using EPA's GHG Subpart W reporting requirements and applicability. GWPs for 2017 and 2018 were used to calculate CO₂e. Oil and water production volumes include all operational areas. All data year ended December 31, 2017 and December 31, 2018.

² Emissions reported may differ slightly from prior year's reporting due to internal auditing and EPA's changes to the reporting rule.

Effluents and Waste

306-3

Significant spills

See [p.46](#) 

See information and charts below

YEAR ENDED DECEMBER 31, 2017¹


Oil	Rockies	Gulf Coast	Total
Oil Spills (bbls) ²	422	3,552	3,974
Gross Oil Production (Mbbls)	8,391	17,714	26,105
Oil Spill Volume as a % of Production	0.005%	0.020%	0.015%
Water	Rockies	Gulf Coast	Total
Water Spills (bbls) ²	9,499	22,413	31,912
Water Production (Mbbls)	115,196	212,721	327,917
Water Spill Volume as a % of Production	0.008%	0.011%	0.010%

YEAR ENDED DECEMBER 31, 2018

Oil	Rockies	Gulf Coast	Total
Oil Spills (bbls) ²	306	511	817
Gross Oil Production (Mbbls)	8,667	16,770	25,437
Oil Spill Volume as a % of Production	0.004%	0.003%	0.003%
Water	Rockies	Gulf Coast	Total
Water Spills (bbls) ²	7,650	2,880	10,530
Water Production (Mbbls)	123,892	202,606	326,498
Water Spill Volume as a % of Production	0.006%	0.001%	0.003%

¹ Data may differ slightly from prior year's reporting due to internal auditing.

² Includes only spills >1 bbl.

GRI STANDARD	DISCLOSURE TITLE	DISCLOSURE AND/OR LOCATION OF DISCLOSURE
GRI 400: SOCIAL		
Employment		
401-1	New employee hires and employee turnover	See p.33 
		See information and charts below

New Hires	2017		2018	
Number of New Hires by Age:				
> 50 years old	12	26%	4	7%
30 – 50 years old	25	53%	35	65%
< 30 years old	10	21%	15	28%
Total	47		54	
New Hires by Gender				
Female	7	15%	14	26%
Male	40	85%	40	74%
Total	47		54	
New Hires by Region				
Gulf Coast (TX, LA, MS, AL)	16	34%	4	8%
Rockies (WY, MT, ND)	13	28%	12	22%
Headquarters (Plano, TX)	18	38%	38	70%
Total	47		54	
Rate of New Hires (calculated using the average employee number during the reporting year)	5% (47/998)		6.2% (54/865)	

Turnover:	2017		2018	
Turnover by Age:				
> 50 years old	84	37%	33	38%
30 – 50 years old	121	54%	46	54%
< 30 years old	21	9%	7	8%
Total	226		86	
Turnover by Gender				
Female	70	31%	10	12%
Male	156	69%	76	88%
Total	226		86	
Turnover by Region				
Gulf Coast (TX, LA, MS, AL)	54	24%	43	50%
Rockies (WY, MT, ND)	22	10%	16	19%
Headquarters (Plano, TX)	150	66%	27	31%
Total	226		86	
Rate of Employee Turnover (calculated using the average employee number during the reporting year)	23% (226/998)		9.9% (86/865)	
Rate of Turnover Excluding Involuntary Terminations and Retirements (calculated using the average employee number during the reporting year)	7% (65/998) ¹		6.1% (53/865)	

¹ As part of our efforts to reduce overhead and operating costs in response to the continuing decline in oil prices in 2017, we reduced our employee headcount through an involuntary workforce reduction, which contributed to an overall headcount reduction of approximately 16% in 2017.

All data year ended December 31, 2017 and December 31, 2018.

401-2

Benefits provided to full-time employees that are not provided to temporary or part-time employees



See [p.33](#) 

See chart below which contains a list of the primary benefits offered to full and part-time employees (employees who work less than 30 hours per week). Denbury has historically had a very low number of part-time employees. In the past 5 years part-time employees made up less than 1% of our employee base. See GRI 102-8. Employees in all of Denbury's regions have access to the benefits provided below.

Benefits	Full-Time Employees	Part-Time Employees
Medical coverage	X	
Dental coverage	X	
Vision coverage	X	
Life insurance	X	
Whole Life Insurance	X	
Critical Illness Coverage	X	
Disability Insurance (Short- and Long-Term)	X	
Flexible Spending and Health Savings Accounts	X	
Teladoc	X	
Employee Assistance Program	X	X
Travel Assistance Program	X	X
Adoption Assistance Program	X	
Wellness Program	X	
Holidays (10)	X	
Vacation and Sick Time	X	X ¹
Long Term Incentives	X ²	
401(k)	X	X

¹ Employees who work less than 40 hours but more than 20 hours a week will have their vacation and sick time pro-rated accordingly. Employees who work less than 20 hours/week are not eligible for vacation or sick time.

² Eligible employees only.

GRI STANDARD	DISCLOSURE TITLE	DISCLOSURE AND/OR LOCATION OF DISCLOSURE
Occupational Health and Safety		
403-1	Occupational health and safety management system	See p.25  Denbury's HSE Committee has employee representatives from our CO ₂ Business Unit, Enterprise Asset Management, Gulf Coast Business Unit, HSE & Regulatory, Maintenance & Repair, North Business Unit, Operations, Operations Efficiency, Operations Excellence, Operations Services, Project Management, and Well Completions & Workover departments. 100% of our operational employees are represented by the HSE Committee, which is approximately 70% of all Denbury employees.
403-2	Hazard identification, risk assessment, and incident investigation	See p.25  See charts below

YEAR ENDED DECEMBER 31, 2017

Region	Injuries (TRIR) ¹	DART ²	Lost Time Days	Diseases	Fatalities
Rocky Mountain Region	0.58	0.58	11	0	0
Gulf Coast Region	0.66	0.44	90	0	0
Headquarters	0.00	0.00	0	0	0
Denbury Total	0.36	0.27	101	0	0
Industry Average	1.00	0.60			

YEAR ENDED DECEMBER 31, 2018


Region	Injuries (TRIR) ¹	DART ²	Lost Time Days	Diseases	Fatalities
Rocky Mountain Region	0.65	0.00	0	0	0
Gulf Coast Region	0.00	0.00	0	0	0
Headquarters	0.00	0.00	0	0	0
Denbury Total	0.11	0.00	0	0	0
Industry Average	0.80	0.40			

¹ Total Recordable Incident Rate (TRIR) is the number of Occupational Safety and Health Administration (OSHA) recordable incidents for every 200,000 hours worked.

² Days Away/Restricted or Transfer Rate (DART) is the number of days away from work, work restriction or job transfer resulting from OSHA recordable incidents and illnesses for every 200,000 hours worked.

³ Lost Time Days may differ slightly from prior year's reporting due to internal auditing.

The information above relates to Denbury's employees only. It does not include data for contractors working for Denbury, and we do not record information based on gender. All data year ended December 31, 2017 and December 31, 2018.

GRI STANDARD	DISCLOSURE TITLE	DISCLOSURE AND/OR LOCATION OF DISCLOSURE
Training and Education		
404-3	Percentage of employees receiving regular performance and career development reviews	See p.31  100% of our employees (male and female), in every job category, are eligible and encouraged to participate in our performance and career development review each year. In 2017, 92% of our employees participated and in 2018, 89% of our employees participated.
Diversity and Equal Opportunity		
405-1	Diversity of governance bodies and employees	See p.33  See charts below

YEAR ENDED DECEMBER 31, 2017

Category	Gender		Age			Minorities	Total
	Male	Female	<30 Yrs.	30-50 Yrs.	>50 Years		
Board of Directors	7	1	0	0	8	0	8
Executives	12	2	0	8	6	1	14
Managers	136	24	0	88	72	9	160
Non-Managers	565	140	50	401	254	93	705
Total Employees ¹	713	166	50	497	332	103	879

YEAR ENDED DECEMBER 31, 2018

Category	Gender		Age			Minorities	Total
	Male	Female	<30 Yrs.	30-50 Yrs.	>50 Years		
Board of Directors	7	1	0	0	8	0	8
Executives	12	2	0	7	7	1	14
Managers	137	24	0	87	74	10	161
Non-Managers	528	144	48	383	241	98	672
Total Employees ¹	677	170	48	477	322	109	847

¹ Excludes Board of Directors

SUSTAINABILITY ACCOUNTING STANDARDS BOARD'S (SASB) OIL & GAS — EXPLORATION & PRODUCTION SUSTAINABILITY ACCOUNTING STANDARD INDEX

SASB CODE	DISCLOSURE TITLE	DISCLOSURE AND/OR LOCATION OF DISCLOSURE
Activity Metric		
EM-EP-000.A	Oil and Natural Gas Production	Annual Report on Form 10K, pp. 12-18
EM-EP-000.C	Number of Terrestrial Sites	Annual Report on Form 10K, pp. 12-18
Greenhouse Gas Emissions		
EM-EP-110a.1	Gross Global Scope 1 Emissions	See GRI 305-1 See also, “Our Environment—Managing Our Carbon Footprint”
EM-EP-110a.2	Gross Global Scope 1 Emissions by Source	See GRI 305-1 See also, “Our Environment—Managing Our Carbon Footprint”
EM-EP-110a.3	Emission Reduction Plans, Targets and Performance	See “Our Report—The Denbury Difference” and “Our Environment—Managing Our Carbon Footprint”
Water Management		
EM-EP-140a.2	Volume of Produced Water and Flowback Generated, Discharged, Injected and Recycled	See GRI 305-4 and 306-3
Biodiversity Impacts		
EM-EP-160a.1	Environmental Management Policies and Practices for Active Sites	See “Our Environment—Managing Our Environmental Footprint” and “Our Environment—HSE Management Systems”
EM-EP-160a.2	Number and Aggregate Volume of Hydrocarbon Spills	See GRI 306-3 See also, “Our Environment—Managing Spills & Releases”
Security, Human Rights & Rights of Indigenous Peoples		
EM-EP-210a.3	Engagement and Due Diligence Practices on Human Rights and Indigenous Rights	See “Our People—Employee Well-being & Engagement—Human Rights”
Community Relations		
EM-EP-210b.1	Process to Manage Risk and Opportunities Associated with Community Rights and Interests	See “Our Communities—Investing” and “Our Communities—Communicating”
Workforce Health & Safety		
EM-EP-320a.1	Safety Performance and Training	See GRI 403-2 See also, “Our People—Employee & Contractor Safety” and “Our People—Employee Training & Development—HSE Training Workshops”
EM-EP-320a.2	Management Systems Used to Integrate a Culture of Safety	See “Our People—Employee & Contractor Safety” and “Our People—Employee Training & Development—HSE Training Workshops”

SASB CODE	DISCLOSURE TITLE	DISCLOSURE AND/OR LOCATION OF DISCLOSURE
Business Ethics & Transparency		
EM-EP-510a.1	Percentage of Reserves in Countries with 20 Lowest Rankings in Transparency International's Corruption Perception Index	None
EM-EP-510a.2	Management System for Prevention of Corruption and Bribery Throughout the Value Chain	See “Our Company—Core Values” and “Our Company—Sustainability Governance—Denbury's Code of Conduct and Company Policies” See also, Denbury's Code of Conduct and Ethics
Critical Incident Risk Management		
EM-EP-540a.1	Tier 1 Loss of Primary Containment Events	See GRI 306-3 and 403-2 See also, “Our Environment—Managing Spills & Releases” and “Our People—Employee & Contractor Safety”
EM-EP-540a.2	Management Systems Used to Identify and Mitigate Catastrophic and Tail-end Risks	See “Our Environment—Managing Spills & Releases—Emergency Response Plan”

TASK FORCE FOR CLIMATE-RELATED FINANCIAL DISCLOSURES (TCFD) INDEX

DISCLOSURE TITLE	DISCLOSURE AND/OR LOCATION OF DISCLOSURE
Governance	
Board's Oversight of Climate-Related Risks and Opportunities	See "Our Company—Sustainability Governance—Risk Oversight"
Management's Role in Assessing and Managing Climate-Related Risks and Opportunities	See "Our Company—Sustainability Governance—Risk Oversight"
Strategy	
Climate-Related Risks and Opportunities Identified	See "Our Report—The Denbury Difference", "Our Environment—Managing Our Carbon Footprint", "Our Environment—Managing Our Environmental Footprint" and "Our Environment—Managing Spills & Releases"
Impact of Climate-Related Risks and Opportunities on Businesses, Strategy and Financial planning	See "Our Environment—Managing Our Carbon Footprint"
Risk Management	
Process for Identifying and Assessing Climate-Related Risks	See "Our Company—Sustainability Governance—Risk Oversight" and "Our Environment—Managing Our Carbon Footprint"
Process for Managing Climate-Related Risks	See "Our Company—Sustainability Governance—Risk Oversight" and "Our Environment—Managing Our Carbon Footprint"
Process for Identifying, Assessing and Managing Climate-Related Risks in Overall Risk Management	See "Our Company—Sustainability Governance—Risk Oversight" and "Our Environment—Managing Our Carbon Footprint"
Metrics and Targets	
Metrics Used to Assess Climate-Related Risks and Opportunities	See GRI 305-1, 305-2, and 305-3 See also, "Our Environment—Managing Our Carbon Footprint"
Greenhouse Gas Emissions (Scope 1, 2 and 3)	See GRI 305-1, 305-2, and 305-3 See also, "Our Environment—Managing Our Carbon Footprint" and "Our Report—The Denbury Difference"
Targets Used to Manage Climate-Related Risks and Opportunities and Performance	See "Our Environment—Managing Our Carbon Footprint" and "Our Report—The Denbury Difference"



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Forward Looking Statements and Other Information

This Corporate Responsibility Report (this “Report”) contains, and references other documents (e.g., our Annual Report on Form 10-K) that contain, forward-looking statements that reflect Denbury Resources Inc.’s views about future events as of the date of this Report or the date of the referenced document. Such forward-looking information is based upon management’s current plans, expectations, estimates and assumptions and is subject to a number of risks and uncertainties that could significantly affect current plans, anticipated actions, the timing of such actions and our financial condition and results of operations. As a consequence, actual results may differ materially from expectations, estimates or assumptions expressed in or implied by any forward-looking statements made by us or on our behalf. We do not assume any obligation to update forward-looking statements should circumstances or management’s estimates or opinions change.

Investors are urged to consider closely the disclosure and risk factors in our most recent [Annual Report on Form 10-K](#) and in other reports on file with the Securities and Exchange Commission, available at Denbury’s website, www.denbury.com.