

XTO Energy Inc

Bear Stearns Global Credit Conference
May 16

XTO Energy: Positioned as a GROWTH COMPANY

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Long-lived production supports growth

- Decline-curve management
- Measured drilling pace
- Improving hydrocarbon recovery

Prolific inventory for the future

- Low-risk repeatable development wells
- Visibility to schedule growth
- High economic return projects

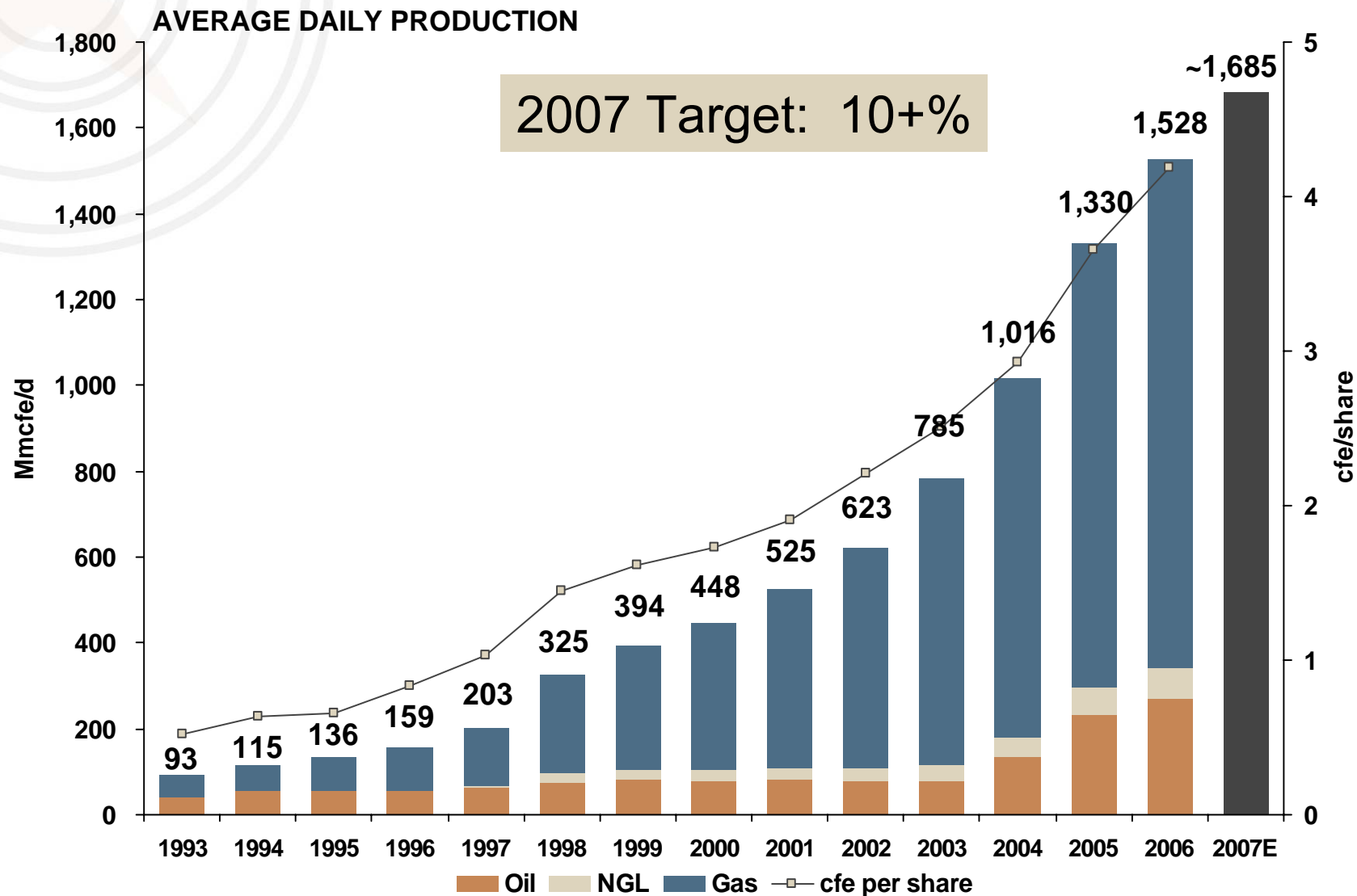
Free cash-flow grows value

- Utilizing commodity hedges
- >70% of cash-flow available above maintenance
- Accelerating strong investment returns

A Strategy of Measured PRODUCTION Growth

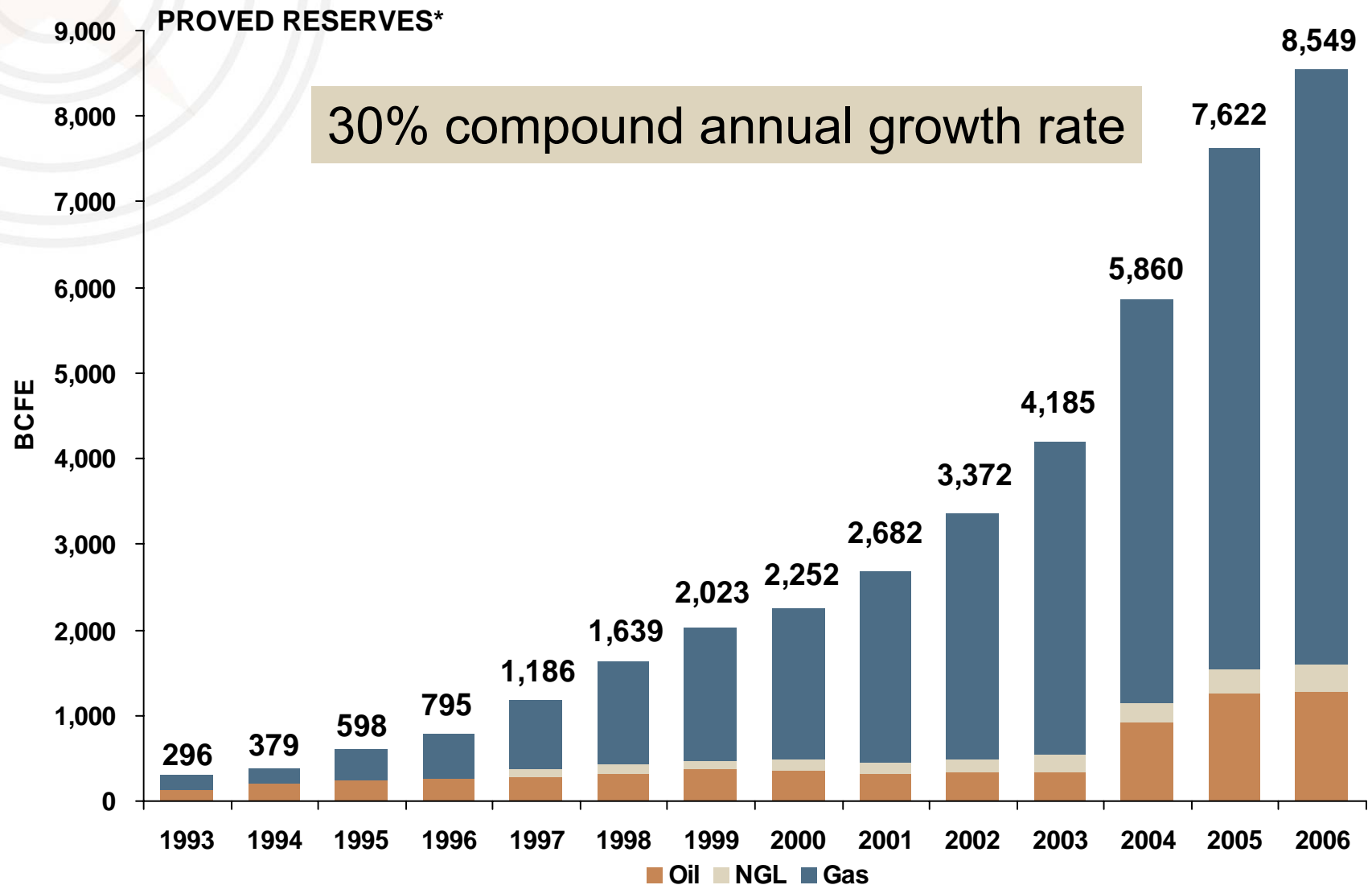
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A Strategy of Measured RESERVE Growth

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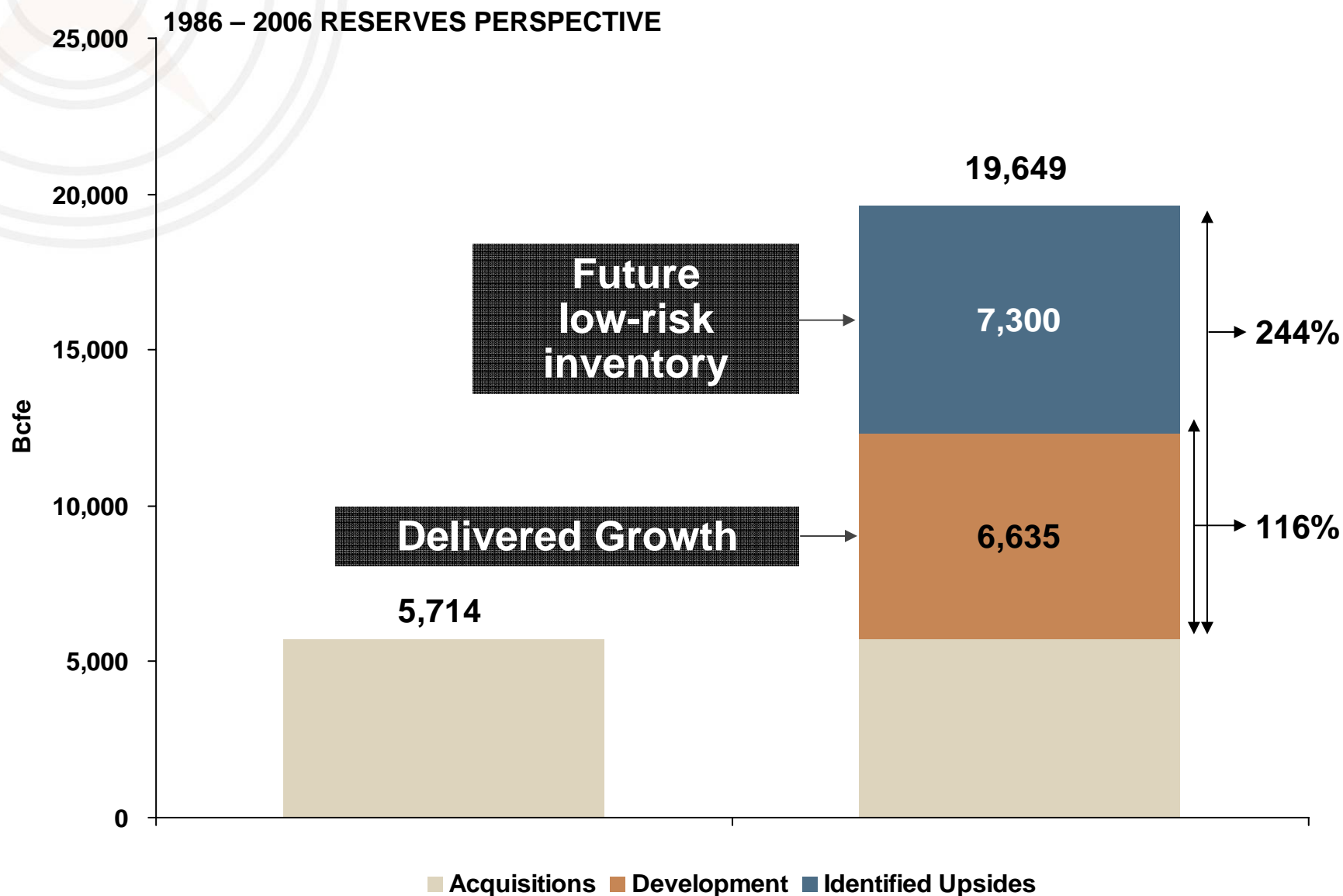


* Proved reserves for each year-end are 100% outside engineered by Miller & Lents

A Good Acquisition Company Must be a GREAT Development Company

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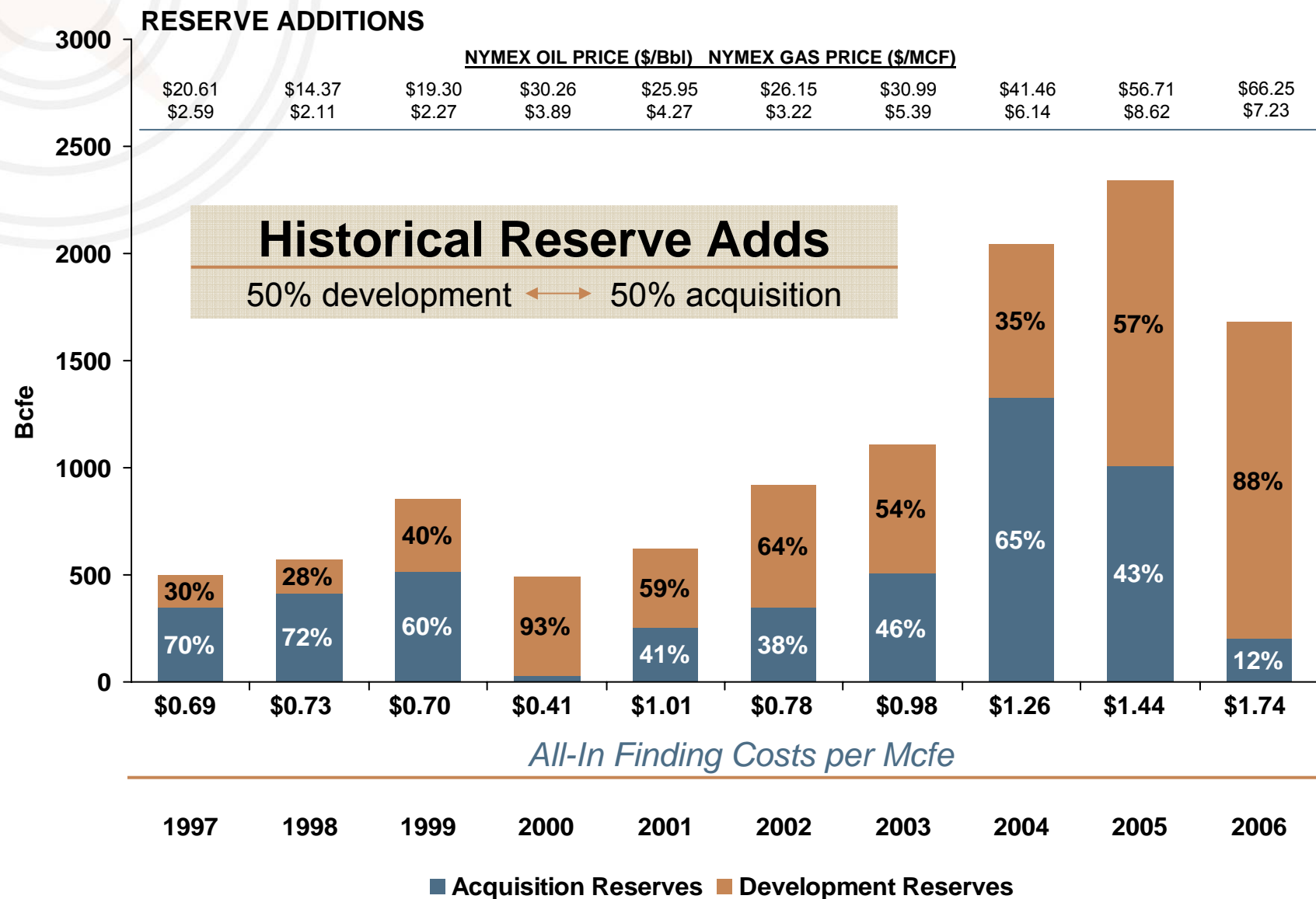
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Acquire and Exploit Strategy

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Performance Highlights

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**CASH MARGIN
REVENUES = 68%**

	2003	2004	2005	2006	1Q07
Revenue (\$MM):	\$1,190	\$1,948	\$3,519	\$4,576	\$1,169
Net Income (\$MM):	\$322	\$582	\$1,160	\$1,543	\$406
Op. Cash Flow (\$MM):	\$792	\$1,286	\$2,276	\$3,078	\$794
Annual ROCE:	15.0%	17.2%	21.1%	20.6%	19.2%
Daily Production	785	1,016	1,330	1,528	1,602
Production Growth / Share:	16.7%	17.4%	20.0%	14.3%	8.9%
EOP Market Cap (\$B):	\$5.3	\$9.2	\$16.0	\$17.5	\$20.2
EOP Share Price:	\$16.33	+53% \$25.51	+56% \$42.25	+66% \$47.05	+11% \$54.81
Realized Prices					
Natural Gas:	\$4.07	\$5.04	\$7.04	\$7.69	\$7.37
Oil:	\$28.59	\$38.38	\$47.03	\$60.96	\$66.62
Cash Margin / Mcfe	\$2.77	\$3.46	\$4.69	\$5.52	\$5.51

Capital Discipline at Work

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\$MM	2002	2003	2004	2005	2006
Total Debt	\$ 1,118	\$ 1,252	\$ 2,043	\$ 3,109	\$ 3,451
Stockholders' Equity (\$0 AOCI)	\$ 969	\$ 1,518	\$ 2,628	\$ 4,141	\$ 5,379
Total Book Capitalization	\$ 2,087	\$ 2,770	\$ 4,671	\$ 7,250	\$ 8,830
Total Debt / Total Capitalization	54%	45%	44%	43%	39%
Acquisitions (including unproved)	\$ 358	\$ 629	\$ 1,927	\$ 1,982	\$ 786
Development (including exploration)	\$ 356	\$ 462	\$ 587	\$ 1,393	\$ 2,145
Equity Issued	-	\$ 248	\$ 580	\$ 347	\$ 19

\$5.7 Billion in Acquisitions
\$4.9 Billion in Development
\$1.2 Billion in Common Equity Issued

Over \$10 Billion in Capital Deployed

XTO's Hedging Positions

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Production:	MCF or BBLS per day	NYMEX Price per MCF or BBLS
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Natural Gas

May – Dec 2007	900,000	\$ 9.19
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Jan - Dec 2008	300,000	\$ 8.71
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Oil

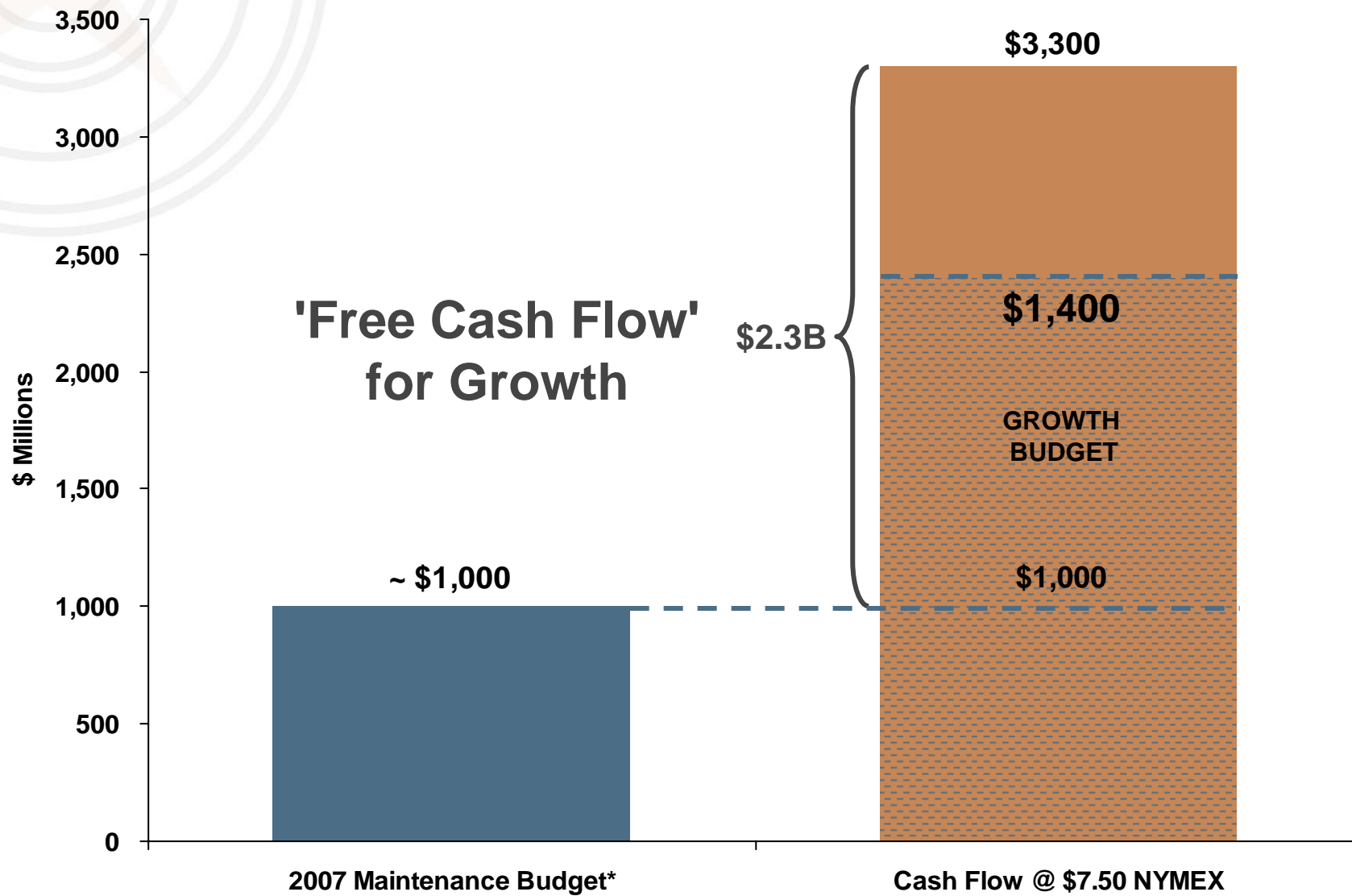
May – Dec 2007	37,500	\$74.40
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Jan – Dec 2008	22,500	\$74.26
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> 65% Hedged in 2007 @ \$9.83/Mcfe

2007 'Free Cash Flow' Perspective

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* To maintain flat production and reserves

Building on Trend-ology

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The XTO Advantage

Hand-picked property acquisitions

Extensive hydrocarbon columns

Technical innovation

Grow at a measured pace

'Bolt-on' and expand



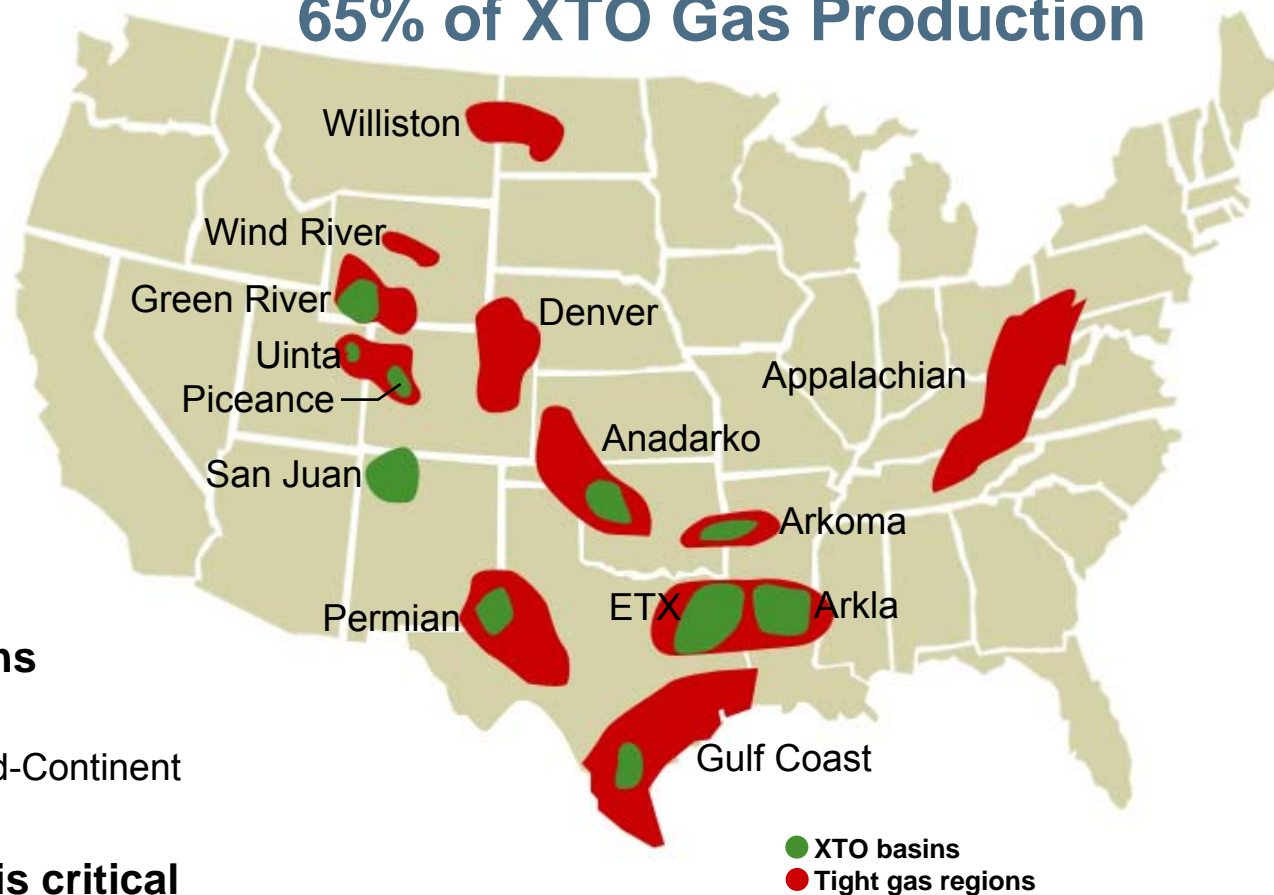
The Properties

- **Tight Gas**
- **Shale Gas**
- **Coal Bed Methane**
- **Tight Oil**
- **Long-lived conventional**

The Plan

- **Budget of \$2.4 B**
- **70 - 80 operated rigs**
- **Drill ~ 1,150 wells**
- **Acquire 'bolt-ons'**

65% of XTO Gas Production



Built growth positions

- Freestone Trend
- Arkoma Basin/Mid-Continent
- San Juan Basin

Technical expertise is critical

- Enhancing recovery
- Discovering new reserves

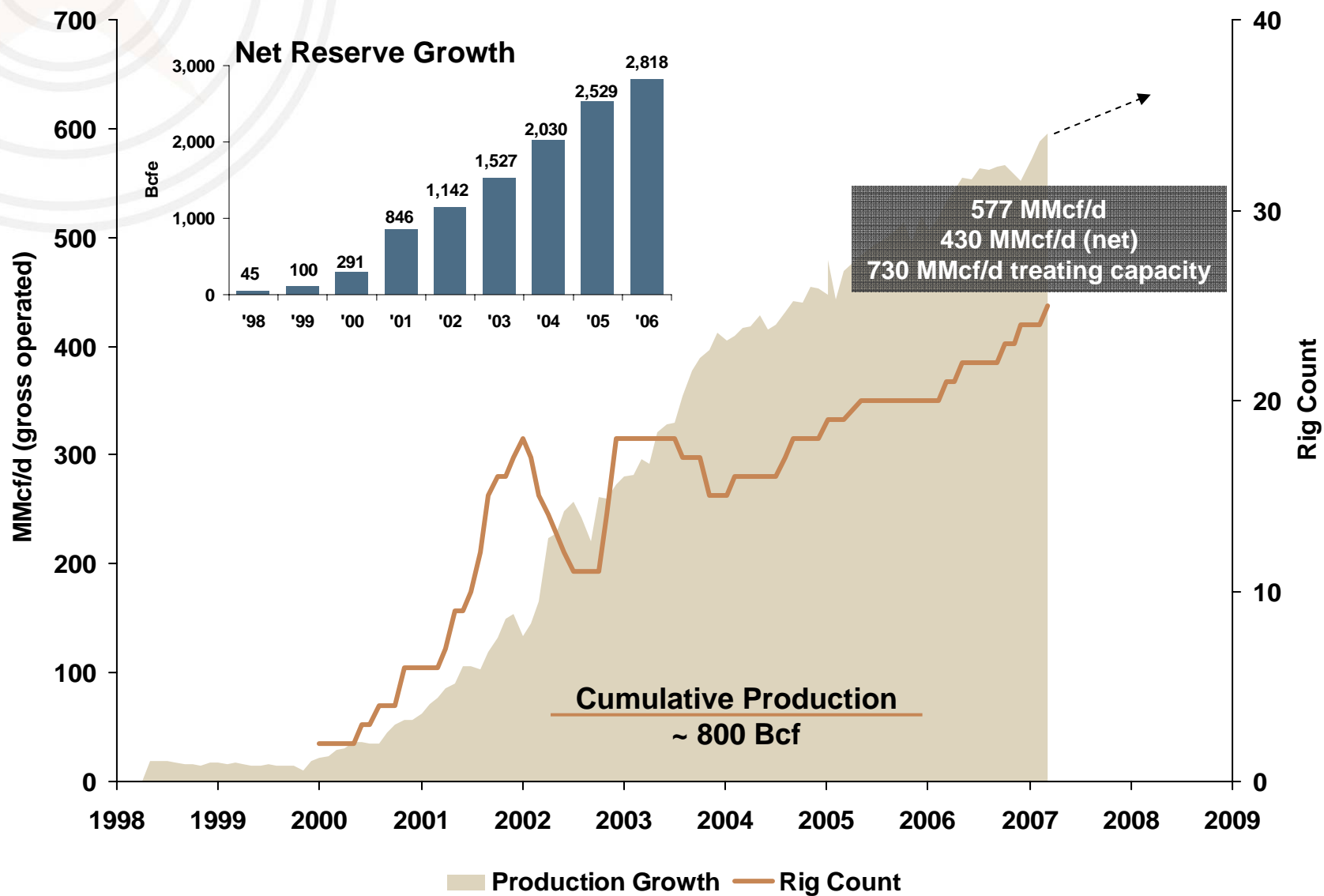
Expanding to new regions

- Piceance Basin: 2 - 4 Tcfe target

Eastern Region Freestone Trend

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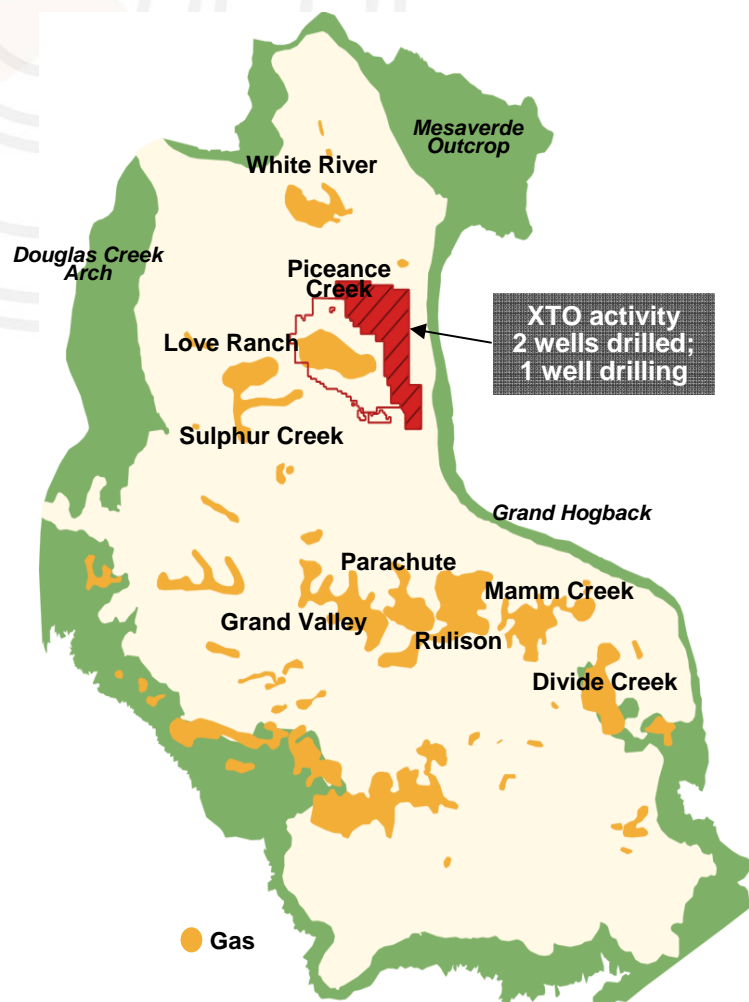
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Piceance Basin

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Resource Potential
2 – 4 TCFE

Overview:

- 70,000 acre farm-in
- XTO operates with 50% working interest
- GIP 400 Bcfe per 640 acres

Ongoing Evaluation:

- Gas filled column \pm 4,000 ft.
- Net pay: 850 - 1,000'
- Deeper drilling to 14,000 - 16,000'
- Current well cost: \$9 - 10 MM
- Potential reserves: 3 - 6 Bcfe/well

ACTION: Testing well performance to establish reserve targets and cost model

Shale Gas Basins

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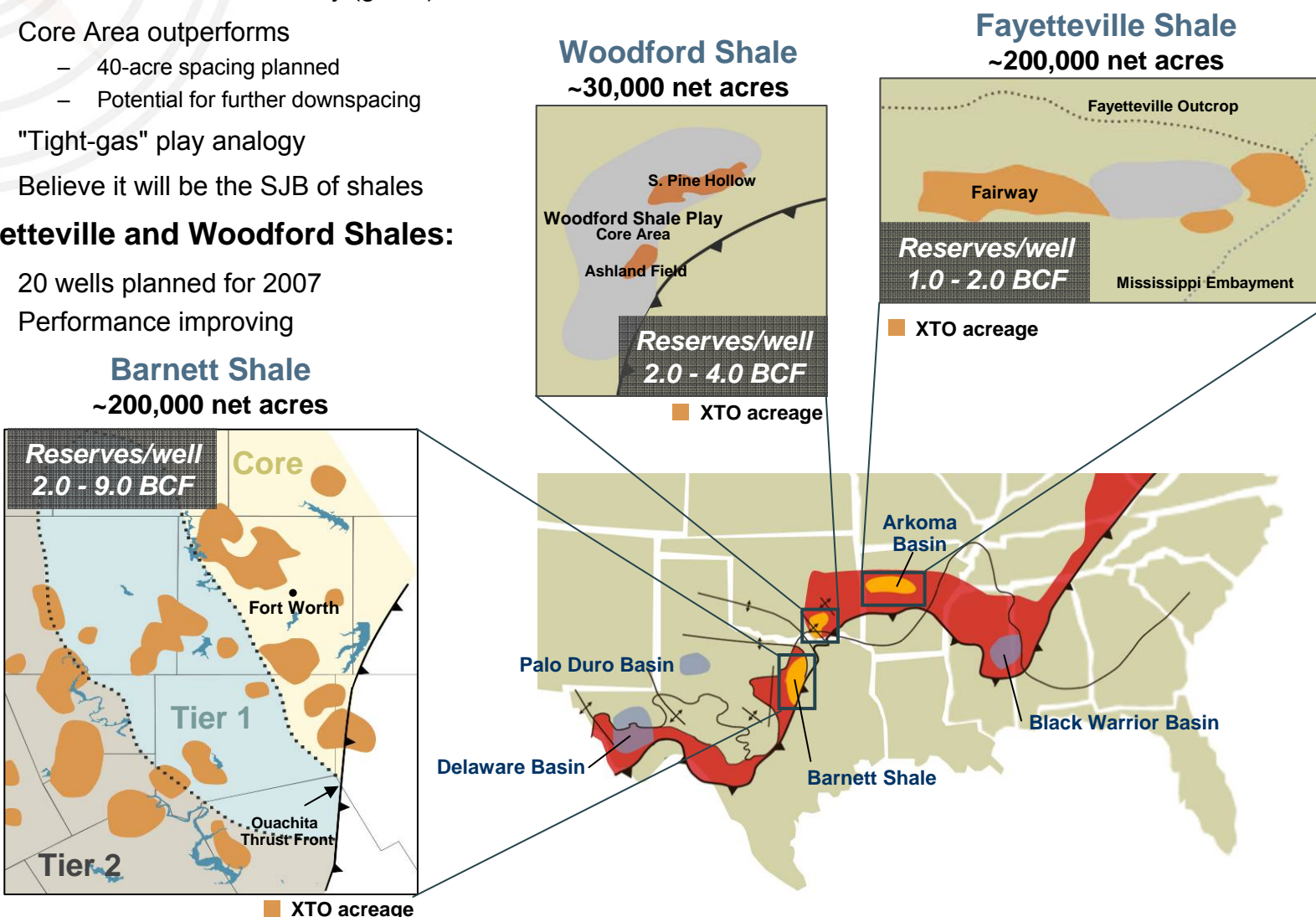
▪ XTO is a **BIG** producer in the Barnett

- Production > 350 MMcf/day (gross)
- Core Area outperforms
 - 40-acre spacing planned
 - Potential for further downspacing
- "Tight-gas" play analogy
- Believe it will be the SJB of shales

▪ Fayetteville and Woodford Shales:

- 20 wells planned for 2007
- Performance improving

17% of XTO Gas Production



Coal Bed Methane Basins

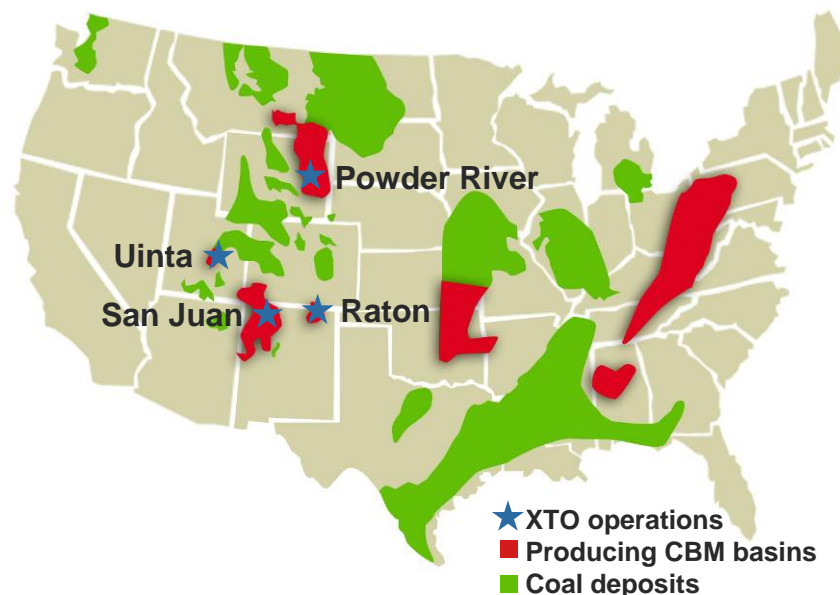
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XTO to **GROW** from
170 MMcf/d to 300+ MMcf/d

- **Focusing on Rockies**
 - Higher gas content and better deliverability
- **Large hydrocarbon resource**
 - Low F&D cost
- **Fine-tuning technical expertise**
 - Better frac's, better recovery
- **CBM Production profile:** build for 1 - 2 years and plateau for 2 - 5 years

10% of XTO Gas Production

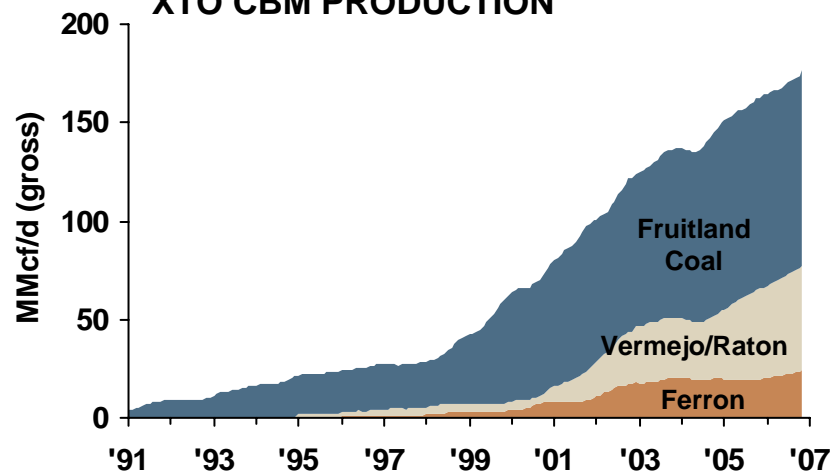


Regional Performance

Area	Well Cost (000's)	Reserves BCF/well
SJB	\$450	1.1
Raton*	\$600	1.1
Uinta	\$1,000	1.7
PRB	\$180	0.5

* 100% W.I./ 100% NRI

XTO CBM PRODUCTION



'Tight Oil' Properties

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▪ **ENHANCING RECOVERY**

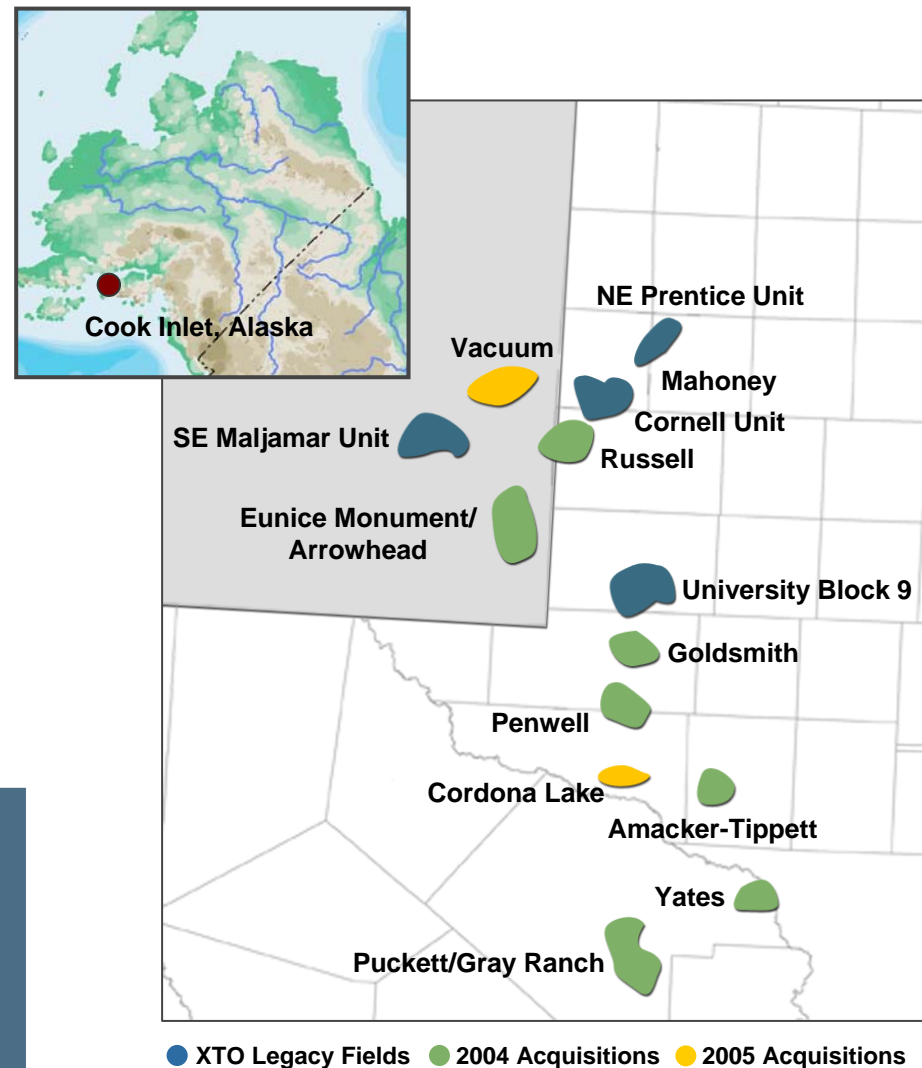
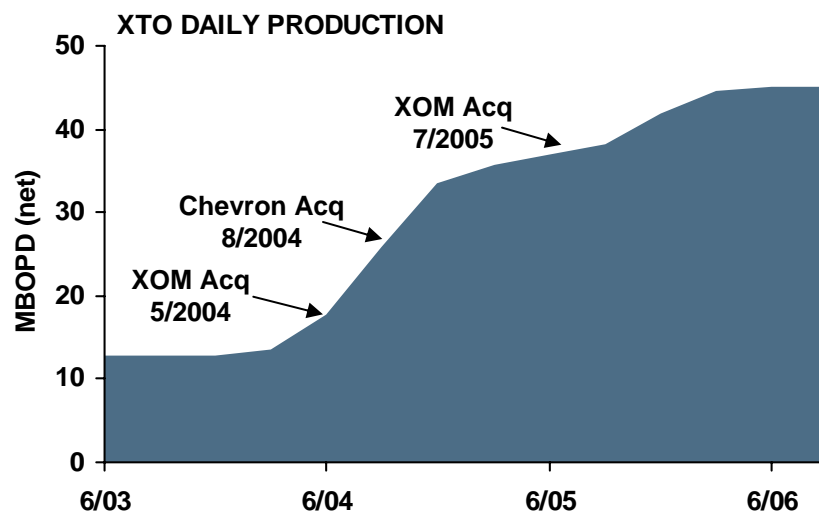
- Optimizing waterfloods, CO₂
- Horizontal drilling
- Better completion techniques

▪ **Revitalizing quality reservoirs**

- Reserves up 200 - 500%

▪ **Improving operational efficiency**

▪ **New reserves from new pay zones**



2007 Inventory for Development

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AREA	Drill Well Inventory	Estimated XTO Reserve Potential (BCFE, net)	Estimated F&D Cost (\$/Mcfe)
Eastern Region/Freestone	1,800 - 2,100	3,900	\$.80 - 1.70
Barnett Shale	1,800 - 2,000	3,200	\$.80 - 1.80
Arkoma/Fayetteville/Woodford	700 - 800	800	\$1.00 - 1.90
San Juan, Raton & Uinta	950 - 1,100	800	\$.50 - 1.00
Permian	1,050 - 1,150	750	\$1.30 - 1.90
Eastern Region/Other	450 - 550	500	\$1.20 - 1.70
Total	6,750 – 7,700	9,950*	

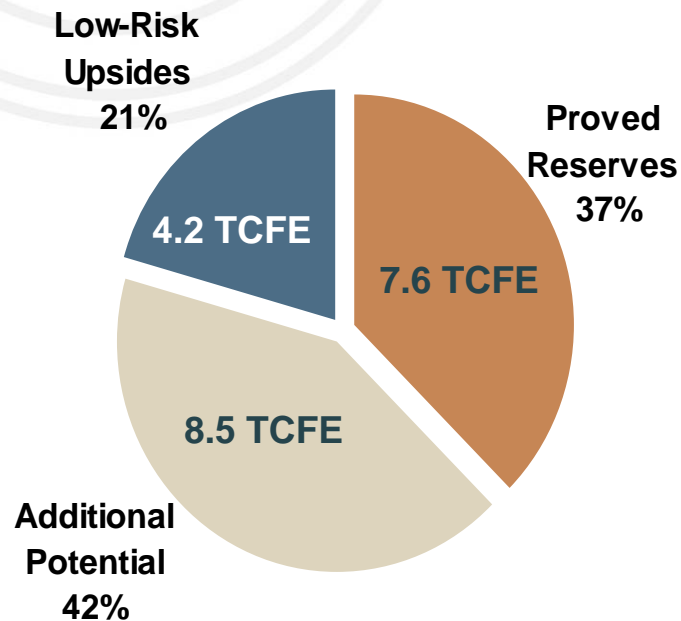
Unbooked Low Risk Upsides: 7.3 TCFE

* Includes proved undeveloped reserves of ~2,650 Bcfe

Building Future Value in Captured Resource

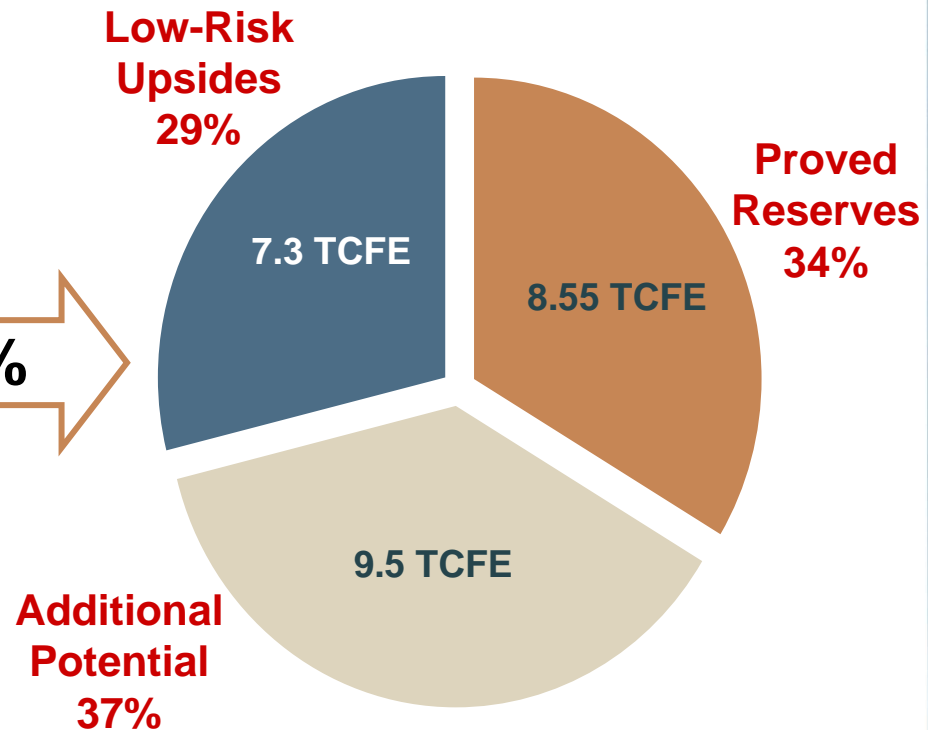
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2006 Resource



**20.3 Tcfe
Captured Inventory**

2007 Resource

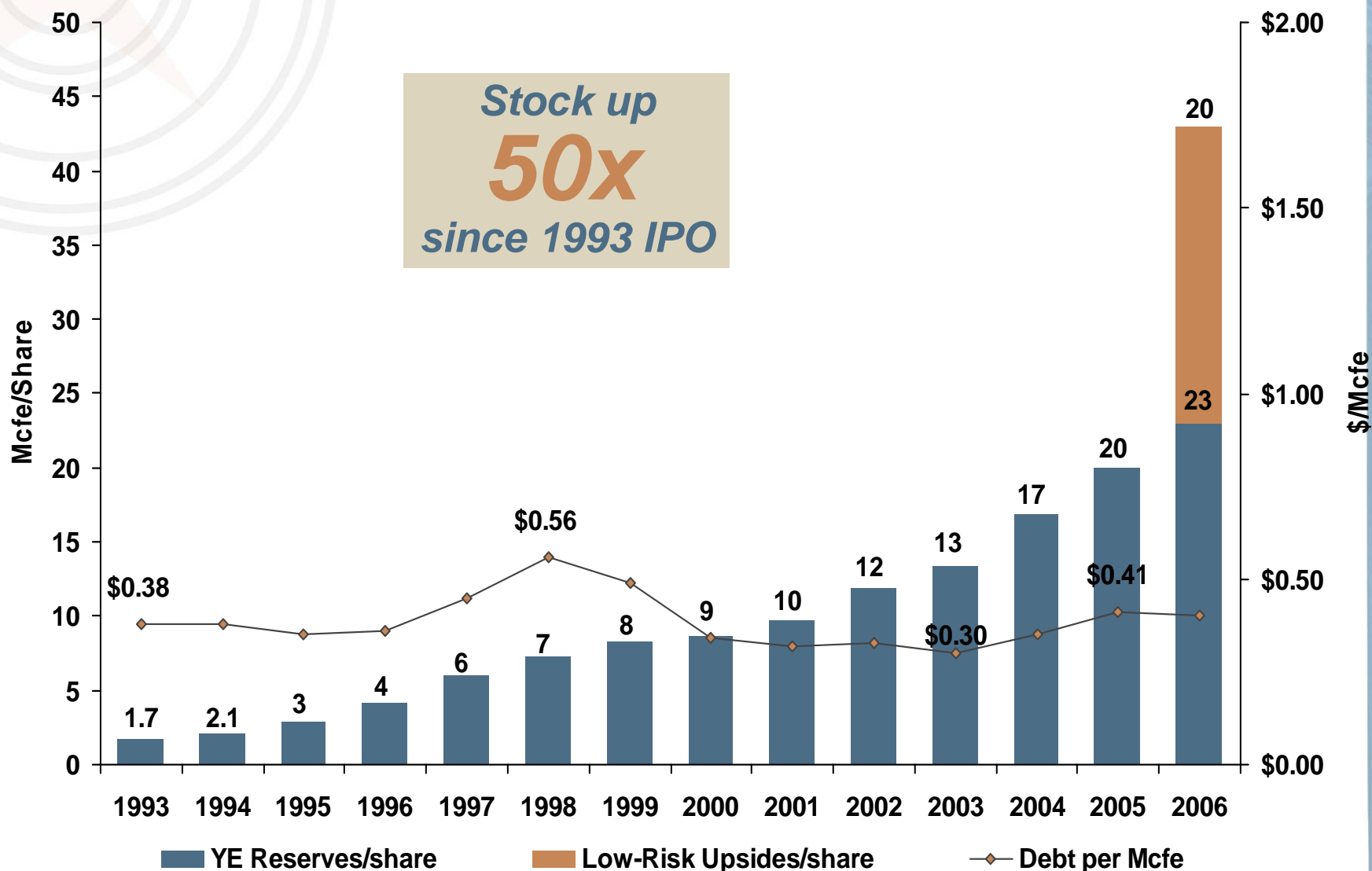



**25.3 Tcfe
Captured Inventory**

25%

Building Shareholder Value Every YEAR

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Statements concerning production growth, cash-flow margins, finding costs, future gas prices, reserve potential and debt levels are forward-looking statements. Financial results are subject to audit by independent auditors. These statements are based on assumptions concerning commodity prices, drilling results, production, administrative costs and interest costs that management believes are reasonable based on currently available information; however, management's assumptions and the Company's future performance are both subject to a wide range of business risks and uncertainties, and there is no assurance that these goals and projections can or will be met. In addition, acquisitions that meet the Company's profitability, size and geographic and other criteria may not be available on economic terms. Further information on risks and uncertainties is available in the Company's filings with the Securities and Exchange Commission, which are incorporated by this reference as though fully set forth herein.

This presentation includes certain non-GAAP financial measures. Reconciliation and calculation schedules for the non-GAAP financial measures can be found on our website at www.xtoenergy.com.

Reserve estimates and estimates of reserve potential or upside with respect to the pending acquisition were made by our internal engineers without review by an independent petroleum engineering firm. Data used to make these estimates were furnished by the seller and may not be as complete as that which is available for our owned properties. We believe our estimates of proved reserves comply with criteria provided under rules of the Securities and Exchange Commission.

The Securities and Exchange Commission has generally permitted oil and gas companies, in their filings made with the SEC, to disclose only proved reserves that a company has demonstrated by actual production or conclusive formation test to be economically and legally producible under existing economic and operating conditions. We use the terms reserve "potential" or "upside" or other descriptions of volumes of reserves potentially recoverable through additional drilling or recovery techniques that the SEC's guidelines may prohibit us from including in filings with the SEC. These estimates are by their nature more speculative than estimates of proved reserves and accordingly are subject to substantially greater risk of being actually realized by the company.

