

**JONES ENERGY, INC.**  
Filed by  
**BLACKSTONE HOLDINGS I L.P.**

**FORM SC 13G**  
(Statement of Ownership)

Filed 03/05/15

Address	807 LAS CIMAS PARKWAY SUITE 350 AUSTIN, TX 78746
Telephone	512-328-2953
CIK	0001573166
Symbol	JONE
Fiscal Year	12/31

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

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**SCHEDULE 13G**

**Under the Securities Exchange Act of 1934  
(Amendment No.    )\***

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**JONES ENERGY, INC.**  
(Name of Issuer)

**Class A Common Stock, \$0.001 par value per share**  
(Title of Class of Securities)

**48019R108**  
(CUSIP Number)

**February 23, 2015**  
(Date of Event Which Requires Filing of this Statement)

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Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- ☐ Rule 13d-1(b)
- ☒ Rule 13d-1(c)
- ☐ Rule 13d-1(d)

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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## SCHEDULE 13G

CUSIP No. 48019R108

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1	Names of reporting persons	
	Blackstone Group Management L.L.C.	
2	Check the appropriate box if a member of a group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC use only	
4	Citizen or place of organization	
	Delaware	
Number of shares beneficially owned by each reporting person with	5	Sole voting power
		2,380,953
	6	Shared voting power
		0
	7	Sole dispositive power
		2,380,953
	8	Shared dispositive power
		0
9	Aggregate amount beneficially owned by each reporting person	
	2,380,953	
10	Check if the aggregate amount in Row (9) excludes certain shares	
	Not Applicable	
11	Percent of class represented by amount in Row 9	
	9.5%	
12	Type of reporting person	
	OO (Limited Liability Company)	

SCHEDULE 13G

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1	Names of reporting persons	
	The Blackstone Group L.P.	
2	Check the appropriate box if a member of a group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC use only	
4	Citizen or place of organization	
	Delaware	
Number of shares beneficially owned by each reporting person with	5	Sole voting power
		2,380,953
	6	Shared voting power
		0
	7	Sole dispositive power
		2,380,953
	8	Shared dispositive power
		0
9	Aggregate amount beneficially owned by each reporting person	
	2,380,953	
10	Check if the aggregate amount in Row (9) excludes certain shares	
	Not Applicable	
11	Percent of class represented by amount in Row 9	
	9.5%	
12	Type of reporting person	
	PN	

1	Names of reporting persons	
	Blackstone Holdings I/II GP Inc.	
2	Check the appropriate box if a member of a group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC use only	
4	Citizen or place of organization	
	Delaware	
Number of shares beneficially owned by each reporting person with	5	Sole voting power
		2,380,953
	6	Shared voting power
		0
	7	Sole dispositive power
		2,380,953
	8	Shared dispositive power
		0
9	Aggregate amount beneficially owned by each reporting person	
	2,380,953	
10	Check if the aggregate amount in Row (9) excludes certain shares	
	Not Applicable	
11	Percent of class represented by amount in Row 9	
	9.5%	
12	Type of reporting person	
	CO	

1	Names of reporting persons	
	Blackstone Holdings I L.P.	
2	Check the appropriate box if a member of a group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC use only	
4	Citizen or place of organization	
	Delaware	
Number of shares beneficially owned by each reporting person with	5	Sole voting power
		1,587,302
	6	Shared voting power
		0
	7	Sole dispositive power
		1,587,302
	8	Shared dispositive power
		0
9	Aggregate amount beneficially owned by each reporting person	
	1,587,302	
10	Check if the aggregate amount in Row (9) excludes certain shares	
	Not Applicable	
11	Percent of class represented by amount in Row 9	
	6.3 %	
12	Type of reporting person	
	PN	

1	Names of reporting persons	
	Blackstone Holdings II L.P.	
2	Check the appropriate box if a member of a group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC use only	
4	Citizen or place of organization  Delaware	
Number of shares beneficially owned by each reporting person with	5	Sole voting power  793,651
	6	Shared voting power  0
	7	Sole dispositive power  793,651
	8	Shared dispositive power  0
9	Aggregate amount beneficially owned by each reporting person  793,651	
10	Check if the aggregate amount in Row (9) excludes certain shares  Not Applicable	
11	Percent of class represented by amount in Row 9  3.1%	
12	Type of reporting person  PN	

1	Names of reporting persons	
	GSO Advisor Holdings L.L.C.	
2	Check the appropriate box if a member of a group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC use only	
4	Citizen or place of organization  Delaware	
Number of shares beneficially owned by each reporting person with	5	Sole voting power  1,587,302
	6	Shared voting power  0
	7	Sole dispositive power  1,587,302
	8	Shared dispositive power  0
9	Aggregate amount beneficially owned by each reporting person  1,587,302	
10	Check if the aggregate amount in Row (9) excludes certain shares  Not Applicable	
11	Percent of class represented by amount in Row 9  6.3 %	
12	Type of reporting person  OO (Limited Liability Company)	



1	Names of reporting persons <b>GSO Capital Partners LP</b>	
2	Check the appropriate box if a member of a group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC use only	
4	Citizen or place of organization  <b>Delaware</b>	
Number of shares beneficially owned by each reporting person with	5	Sole voting power  <b>1,587,302</b>
	6	Shared voting power  <b>0</b>
	7	Sole dispositive power  <b>1,587,302</b>
	8	Shared dispositive power  <b>0</b>
9	Aggregate amount beneficially owned by each reporting person  <b>1,587,302</b>	
10	Check if the aggregate amount in Row (9) excludes certain shares  <b>Not Applicable</b>	
11	Percent of class represented by amount in Row 9  <b>6.3%</b>	
12	Type of reporting person  <b>PN</b>	

1	Names of reporting persons	
	GSO Special Situations Fund LP	
2	Check the appropriate box if a member of a group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC use only	
4	Citizen or place of organization  Delaware	
Number of shares beneficially owned by each reporting person with	5	Sole voting power  797,009
	6	Shared voting power  0
	7	Sole dispositive power  797,009
	8	Shared dispositive power  0
9	Aggregate amount beneficially owned by each reporting person  797,009	
10	Check if the aggregate amount in Row (9) excludes certain shares  Not Applicable	
11	Percent of class represented by amount in Row 9  3.2%	
12	Type of reporting person  PN	

1	Names of reporting persons	
	GSO Special Situations Overseas Fund Ltd.	
2	Check the appropriate box if a member of a group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC use only	
4	Citizen or place of organization	
	Cayman Islands	
Number of shares beneficially owned by each reporting person with	5	Sole voting power
		790,293
	6	Shared voting power
		0
	7	Sole dispositive power
		790,293
	8	Shared dispositive power
		0
9	Aggregate amount beneficially owned by each reporting person	
	790,293	
10	Check if the aggregate amount in Row (9) excludes certain shares	
	Not Applicable	
11	Percent of class represented by amount in Row 9	
	3.1%	
12	Type of reporting person	
	CO	

1	Names of reporting persons	
	GSO Special Situations Overseas Master Fund Ltd.	
2	Check the appropriate box if a member of a group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC use only	
4	Citizen or place of organization	
	Cayman Islands	
Number of shares beneficially owned by each reporting person with	5	Sole voting power
		790,293
	6	Shared voting power
		0
	7	Sole dispositive power
		790,293
	8	Shared dispositive power
		0
9	Aggregate amount beneficially owned by each reporting person	
	790,293	
10	Check if the aggregate amount in Row (9) excludes certain shares	
	Not Applicable	
11	Percent of class represented by amount in Row 9	
	3.1%	
12	Type of reporting person	
	CO	

1	Names of reporting persons	
	GSO Holdings I L.L.C.	
2	Check the appropriate box if a member of a group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC use only	
4	Citizen or place of organization  Delaware	
Number of shares beneficially owned by each reporting person with	5	Sole voting power  793,651
	6	Shared voting power  0
	7	Sole dispositive power  793,651
	8	Shared dispositive power  0
9	Aggregate amount beneficially owned by each reporting person  793,651	
10	Check if the aggregate amount in Row (9) excludes certain shares  Not Applicable	
11	Percent of class represented by amount in Row 9  3.1%	
12	Type of reporting person  OO (Limited Liability Company)	

1	Names of reporting persons	
	GSO Energy Market Opportunities Associates LLC	
2	Check the appropriate box if a member of a group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC use only	
4	Citizen or place of organization  Delaware	
Number of shares beneficially owned by each reporting person with	5	Sole voting power  793,651
	6	Shared voting power  0
	7	Sole dispositive power  793,651
	8	Shared dispositive power  0
9	Aggregate amount beneficially owned by each reporting person  793,651	
10	Check if the aggregate amount in Row (9) excludes certain shares  Not Applicable	
11	Percent of class represented by amount in Row 9  3.1%	
12	Type of reporting person  OO (Limited Liability Company)	

1	Names of reporting persons	
	GSO Energy Market Opportunities Fund LP	
2	Check the appropriate box if a member of a group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC use only	
4	Citizen or place of organization  Delaware	
Number of shares beneficially owned by each reporting person with	5	Sole voting power  793,651
	6	Shared voting power  0
	7	Sole dispositive power  793,651
	8	Shared dispositive power  0
9	Aggregate amount beneficially owned by each reporting person  793,651	
10	Check if the aggregate amount in Row (9) excludes certain shares  Not Applicable	
11	Percent of class represented by amount in Row 9  3.1%	
12	Type of reporting person  PN	

1	Names of reporting persons	
	Stephen A. Schwarzman	
2	Check the appropriate box if a member of a group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC use only	
4	Citizen or place of organization	
	United States	
Number of shares beneficially owned by each reporting person with	5	Sole voting power
		2,380,953
	6	Shared voting power
		0
	7	Sole dispositive power
		2,380,953
	8	Shared dispositive power
		0
9	Aggregate amount beneficially owned by each reporting person	
	2,380,953	
10	Check if the aggregate amount in Row (9) excludes certain shares	
	Not Applicable	
11	Percent of class represented by amount in Row 9	
	9.5%	
12	Type of reporting person	
	IN	



1	Names of reporting persons	
	Bennett J. Goodman	
2	Check the appropriate box if a member of a group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC use only	
4	Citizen or place of organization	
	United States	
Number of shares beneficially owned by each reporting person with	5	Sole voting power
		0
	6	Shared voting power
		2,380,953
	7	Sole dispositive power
		0
	8	Shared dispositive power
		2,380,953
9	Aggregate amount beneficially owned by each reporting person	
	2,380,953	
10	Check if the aggregate amount in Row (9) excludes certain shares	
	Not Applicable	
11	Percent of class represented by amount in Row 9	
	9.5%	
12	Type of reporting person	
	IN	

1	Names of reporting persons	
	J. Albert Smith III	
2	Check the appropriate box if a member of a group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC use only	
4	Citizen or place of organization	
	United States	
Number of shares beneficially owned by each reporting person with	5	Sole voting power
		0
	6	Shared voting power
		2,380,953
	7	Sole dispositive power
		0
	8	Shared dispositive power
		2,380,953
9	Aggregate amount beneficially owned by each reporting person	
	2,380,953	
10	Check if the aggregate amount in Row (9) excludes certain shares	
	Not Applicable	
11	Percent of class represented by amount in Row 9	
	9.5%	
12	Type of reporting person	
	IN	

1	Names of reporting persons  Douglas I. Ostrover	
2	Check the appropriate box if a member of a group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC use only	
4	Citizen or place of organization  United States	
Number of shares beneficially owned by each reporting person with	5	Sole voting power  0
	6	Shared voting power  2,380,953
	7	Sole dispositive power  0
	8	Shared dispositive power  2,380,953
9	Aggregate amount beneficially owned by each reporting person  2,380,953	
10	Check if the aggregate amount in Row (9) excludes certain shares  Not Applicable	
11	Percent of class represented by amount in Row 9  9.5%	
12	Type of reporting person  IN	

**ITEM 1. (a) Name of Issuer:**

Jones Energy, Inc. (the "Issuer")

**(b) Address of Issuer's Principal Executive Offices:**

807 Las Cimas Parkway, Suite 350, Austin, TX 78746

**ITEM 2. (a) Name of Person Filing:**

Each of the following is hereinafter individually referred to as a "Reporting Person" and collectively as the "Reporting Persons." This statement is filed on behalf of:

Blackstone Group Management L.L.C.  
The Blackstone Group L.P.  
Blackstone Holdings I/II GP Inc.  
Blackstone Holdings I L.P.  
Blackstone Holdings II L.P.  
GSO Advisor Holdings L.L.C.  
GSO Capital Partners LP  
GSO Special Situations Fund LP  
GSO Special Situations Overseas Fund Ltd.  
GSO Special Situations Overseas Master Fund Ltd.  
GSO Holdings I L.L.C.  
GSO Energy Market Opportunities Associates LLC  
GSO Energy Market Opportunities Fund LP  
Stephen A. Schwarzman  
Bennett J. Goodman  
J. Albert Smith III  
Douglas I. Ostrover

**(b) Address or Principal Business Office:**

The address for each of the Reporting Persons is c/o GSO Capital Partners LP, 345 Park Avenue, New York, NY 10154.

**(c) Citizenship of each Reporting Person is:**

GSO Special Situations Overseas Fund Ltd. and GSO Special Situations Overseas Master Fund Ltd. are organized under the laws of the Cayman Islands. Messrs. Schwarzman, Goodman, Smith and Ostrover are citizens of the United States. Each of the other Reporting Persons is organized under the laws of the state of Delaware.

**(d) Title of Class of Securities:**

Class A Common Stock, \$0.001 par value per share (“Common Stock”).

**(e) CUSIP Number:**

48019R108

**ITEM 3.**

Not applicable.

**ITEM 4. Ownership****Ownership (a-c)**

The ownership information presented below represents beneficial ownership of Common Stock of the Issuer as of the date of this filing, based upon 25,208,402 shares of Common Stock outstanding as of February 23, 2015.

Reporting Person	Amount beneficially owned	Percent of class:	Sole power to vote or to direct the vote:	Shared power to vote or to direct the vote:	Sole power to dispose or to direct the disposition of:	Shared power to dispose or to direct the disposition of:
Blackstone Group Management L.L.C.	2,380,953	9.5%	2,380,953	0	2,380,953	0
The Blackstone Group L.P.	2,380,953	9.5%	2,380,953	0	2,380,953	0
Blackstone Holdings I/II GP Inc.	2,380,953	9.5%	2,380,953	0	2,380,953	0
Blackstone Holdings I L.P.	1,587,302	6.3%	1,587,302	0	1,587,302	0
Blackstone Holdings II L.P.	793,651	3.1%	793,651	0	793,651	0
GSO Advisor Holdings L.L.C.	1,587,302	6.3%	1,587,302	0	1,587,302	0
GSO Capital Partners LP	1,587,302	6.3%	1,587,302	0	1,587,302	0
GSO Special Situations Fund LP	797,009	3.2%	797,009	0	797,009	0
GSO Special Situations Overseas Fund Ltd.	790,293	3.1%	790,293	0	790,293	0
GSO Special Situations Overseas Master Fund Ltd.	790,293	3.1%	790,293	0	790,293	0
GSO Holdings I L.L.C.	793,651	3.1%	793,651	0	793,651	0
GSO Energy Market Opportunities Associates LLC	793,651	3.1%	793,651	0	793,651	0
GSO Energy Market Opportunities Fund LP	793,651	3.1%	793,651	0	793,651	0
Stephen A. Schwarzman	2,380,953	9.5%	2,380,953	0	2,380,953	0
Bennett J. Goodman	2,380,953	9.5%	0	2,380,953	0	2,380,953
J. Albert Smith III	2,380,953	9.5%	0	2,380,953	0	2,380,953
Douglas I. Ostrover	2,380,953	9.5%	0	2,380,953	0	2,380,953

GSO Special Situations Fund LP, GSO Special Situations Overseas Master Fund Ltd. and GSO Energy Market Opportunities Fund LP (collectively, the “GSO Funds”) are the record holders of 797,009, 790,293 and 793,651 shares of Common Stock, respectively.

GSO Special Situations Overseas Fund Ltd. is the majority shareholder of GSO Special Situations Overseas Master Fund Ltd. and may be deemed to beneficially own the shares of Common Stock held of record by GSO Special Situations Overseas Master Fund Ltd.

GSO Capital Partners LP is the investment manager of each of GSO Special Situations Fund LP, GSO Special Situations Overseas Fund Ltd. and GSO Special Situations Overseas Master Fund LP. GSO Advisor Holdings L.L.C. is the general partner of GSO Capital Partners LP. Blackstone Holdings I L.P. is the sole member of GSO Advisor Holdings L.L.C.

GSO Energy Market Opportunities Associates LLC is the general partner of GSO Energy Market Opportunities Fund LP. GSO Holdings I L.L.C. is the managing member of GSO Energy Market Opportunities Associates LLC. Blackstone Holdings II L.P. is the managing member of GSO Holdings I L.L.C. with respect to shares of Common Stock that may be deemed to be beneficially owned by GSO Energy Market Opportunities Associates LLC.

Blackstone Holdings I/II GP Inc. is the general partner of each of Blackstone Holdings I L.P. and Blackstone Holdings II L.P. The Blackstone Group L.P. is the controlling shareholder of Blackstone Holdings I/II GP Inc. Blackstone Group Management L.L.C. is the general partner of The Blackstone Group L.P. Blackstone Group Management L.L.C. is wholly-owned by Blackstone's senior managing directors and controlled by its founder, Stephen A. Schwarzman.

In addition, each of Bennett J. Goodman, J. Albert Smith III and Douglas I. Ostrover may be deemed to have shared voting, investment and/or dispositive power with respect to the shares of Common Stock held by the GSO Funds.

Each Reporting Person expressly disclaims any assertion or presumption that it and the other persons on whose behalf this statement is filed or who are otherwise party to the Joint Filing Agreement (as filed hereto as Exhibit 99) constitute a "group" for the purposes of Sections 13(d) and 13(g) of the Securities Exchange Act of 1934, as amended (the "Act") and the rules thereunder. The filing of this statement should not be construed to be an admission that any member of the Reporting Persons are members of a "group" for the purposes of Sections 13(d) and 13(g) of the Act.

**ITEM 5. Ownership of Five Percent or Less of a Class**

Not applicable.

**ITEM 6. Ownership of More than Five Percent on Behalf of Another Person**

Not applicable.

**ITEM 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company**

Not applicable.

**ITEM 8. Identification and Classification of Members of the Group**

Not applicable.

**ITEM 9. Notice of Dissolution of Group**

Not applicable.

**ITEM 10. Certification**

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under § 240.14a-11.

**SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

**Date** : March 5, 2015

**Blackstone Group Management L.L.C.**

By: /s/ John G. Finley  
Name: John G. Finley  
Title: Chief Legal Officer

**The Blackstone Group L.P.**

By: Blackstone Group Management L.L.C., its  
general partner

By: /s/ John G. Finley  
Name: John G. Finley  
Title: Chief Legal Officer

**Blackstone Holdings I/II GP Inc.**

By: /s/ John G. Finley  
Name: John G. Finley  
Title: Chief Legal Officer

**Blackstone Holdings I L.P.**

By: Blackstone Holdings I/II GP Inc.,  
its general partner

By: /s/ John G. Finley  
Name: John G. Finley  
Title: Chief Legal Officer

**Blackstone Holdings II L.P.**

By: Blackstone Holdings I/II GP Inc.,  
its general partner

By: /s/ John G. Finley  
Name: John G. Finley  
Title: Chief Legal Officer



**GSO Advisor Holdings L.L.C.**

By: Blackstone Holdings I L.P., its sole member  
By: Blackstone Holdings I/II GP Inc., its general partner

By: /s/ John G. Finley  
Name: John G. Finley  
Title: Chief Legal Officer

**GSO Capital Partners LP**

By: /s/ Marisa Beeney  
Name: Marisa Beeney  
Title: Authorized Signatory

**GSO Special Situations Fund LP**

By: GSO Capital Partners LP, its investment advisor

By: /s/ Marisa Beeney  
Name: Marisa Beeney  
Title: Authorized Signatory

**GSO Special Situations Overseas Fund Ltd.**

By: GSO Capital Partners LP, its investment advisor

By: /s/ Marisa Beeney  
Name: Marisa Beeney  
Title: Authorized Signatory

**GSO Special Situations Overseas Master Fund Ltd.**

By: GSO Capital Partners LP, its investment advisor

By: /s/ Marisa Beeney  
Name: Marisa Beeney  
Title: Authorized Signatory

**GSO Holdings I L.L.C.**

By: /s/ Marisa Beeney  
Name: Marisa Beeney  
Title: Authorized Signatory

**GSO Energy Market Opportunities Associates LLC**

By: /s/ Marisa Beeney  
Name: Marisa Beeney  
Title: Authorized Signatory

**GSO Energy Market Opportunities Fund LP**

By: GSO Energy Market Opportunities Associates  
LLC, as its General Partner

By: /s/ Marisa Beeney

Name: Marisa Beeney

Title: Authorized Signatory

**Stephen A. Schwarzman**

/s/ Stephen A. Schwarzman

Stephen A. Schwarzman

**Bennett J. Goodman**

By: /s/ Marisa Beeney

Name: Marisa Beeney

Title: Attorney-in-Fact

**J. Albert Smith III**

By: /s/ Marisa Beeney

Name: Marisa Beeney

Title: Attorney-in-Fact

**Douglas I. Ostrover**

By: /s/ Marisa Beeney

Name: Marisa Beeney

Title: Attorney-in-Fact

**LIST OF EXHIBITS**

<b><u>Exhibit No.</u></b>	<b><u>Description</u></b>
24.1	Power of Attorney – Bennett J. Goodman
24.2	Power of Attorney – J. Albert Smith III
24.3	Power of Attorney – Douglas I. Ostrover
99	Joint Filing Agreement.

**POWER OF ATTORNEY**

KNOW ALL MEN BY THESE PRESENTS, that I, BENNETT J. GOODMAN, hereby make, constitute and appoint MARISA BEENEY, acting individually, as my agent and attorney-in-fact for the purpose of executing in my name, (a) in my personal capacity or (b) in my capacity as an executive, member of or in other capacities with GSO Capital Partners LP, GSO Capital Advisors LLC or GSO / Blackstone Debt Funds Management LLC and each of their affiliates or entities advised by me, GSO Capital Partners LP, GSO Capital Advisors LLC or GSO / Blackstone Debt Funds Management LLC, all documents, certificates, instruments, statements, filings and agreements ("documents") to be filed with or delivered to any foreign or domestic governmental or regulatory body or required or requested by any other person or entity pursuant to any legal or regulatory requirement relating to the acquisition, ownership, management or disposition of securities, futures contracts or other investments, and any other documents relating or ancillary thereto, including without limitation all documents relating to filings with any stock exchange, self-regulatory association, the Commodities Futures Trading Commission and National Futures Association, the United States Securities and Exchange Commission (the "SEC") pursuant to the Securities Act of 1933 or the Securities Exchange Act of 1934 (the "Act") and the rules and regulations promulgated thereunder, including all documents relating to the beneficial ownership of securities required to be filed with the SEC pursuant to Section 13(d) or Section 16(a) of the Act and any information statements on Form 13F required to be filed with the SEC pursuant to Section 13(f) of the Act, including without limitation Form 3, 4, 5, 144, or Schedules 13D, 13F and 13G and any amendments to said forms or schedules, in each case, as determined by such person to be necessary or appropriate. Any such determination shall be conclusively evidenced by such person's execution, delivery, furnishing and/or filing of the applicable document.

All past acts of the attorneys-in-fact in furtherance of the foregoing are hereby ratified and confirmed.

This power of attorney shall be valid from the date hereof until the date revoked in writing by the undersigned, and this power of attorney does not revoke or replace any other power of attorney that the undersigned has previously granted.

IN WITNESS WHEREOF, I have executed this instrument as of the 8th day of June, 2010.

/s/ BENNETT J. GOODMAN

Bennett J. Goodman

**POWER OF ATTORNEY**

KNOW ALL MEN BY THESE PRESENTS, that I, J. ALBERT SMITH III, hereby make, constitute and appoint MARISA BEENNEY, acting individually, as my agent and attorney-in-fact for the purpose of executing in my name, (a) in my personal capacity or (b) in my capacity as an executive, member of or in other capacities with GSO Capital Partners LP, GSO Capital Advisors LLC or GSO / Blackstone Debt Funds Management LLC and each of their affiliates or entities advised by me, GSO Capital Partners LP, GSO Capital Advisors LLC or GSO / Blackstone Debt Funds Management LLC, all documents, certificates, instruments, statements, filings and agreements ("documents") to be filed with or delivered to any foreign or domestic governmental or regulatory body or required or requested by any other person or entity pursuant to any legal or regulatory requirement relating to the acquisition, ownership, management or disposition of securities, futures contracts or other investments, and any other documents relating or ancillary thereto, including without limitation all documents relating to filings with any stock exchange, self-regulatory association, the Commodities Futures Trading Commission and National Futures Association, the United States Securities and Exchange Commission (the "SEC") pursuant to the Securities Act of 1933 or the Securities Exchange Act of 1934 (the "Act") and the rules and regulations promulgated thereunder, including all documents relating to the beneficial ownership of securities required to be filed with the SEC pursuant to Section 13(d) or Section 16(a) of the Act and any information statements on Form 13F required to be filed with the SEC pursuant to Section 13(f) of the Act, including without limitation Form 3, 4, 5, 144, or Schedules 13D, 13F and 13G and any amendments to said forms or schedules, in each case, as determined by such person to be necessary or appropriate. Any such determination shall be conclusively evidenced by such person's execution, delivery, furnishing and/or filing of the applicable document.

All past acts of the attorneys-in-fact in furtherance of the foregoing are hereby ratified and confirmed.

This power of attorney shall be valid from the date hereof until the date revoked in writing by the undersigned, and this power of attorney does not revoke or replace any other power of attorney that the undersigned has previously granted.

IN WITNESS WHEREOF, I have executed this instrument as of the 8th day of June, 2010.

/s/ J. ALBERT SMITH III

J. Albert Smith III

**POWER OF ATTORNEY**

KNOW ALL MEN BY THESE PRESENTS, that I, DOUGLAS I. OSTROVER, hereby make, constitute and appoint MARISA BEENEY, acting individually, as my agent and attorney-in-fact for the purpose of executing in my name, (a) in my personal capacity or (b) in my capacity as an executive, member of or in other capacities with GSO Capital Partners LP, GSO Capital Advisors LLC or GSO / Blackstone Debt Funds Management LLC and each of their affiliates or entities advised by me, GSO Capital Partners LP, GSO Capital Advisors LLC or GSO / Blackstone Debt Funds Management LLC, all documents, certificates, instruments, statements, filings and agreements ("documents") to be filed with or delivered to any foreign or domestic governmental or regulatory body or required or requested by any other person or entity pursuant to any legal or regulatory requirement relating to the acquisition, ownership, management or disposition of securities, futures contracts or other investments, and any other documents relating or ancillary thereto, including without limitation all documents relating to filings with any stock exchange, self-regulatory association, the Commodities Futures Trading Commission and National Futures Association, the United States Securities and Exchange Commission (the "SEC") pursuant to the Securities Act of 1933 or the Securities Exchange Act of 1934 (the "Act") and the rules and regulations promulgated thereunder, including all documents relating to the beneficial ownership of securities required to be filed with the SEC pursuant to Section 13(d) or Section 16(a) of the Act and any information statements on Form 13F required to be filed with the SEC pursuant to Section 13(f) of the Act, including without limitation Form 3, 4, 5, 144, or Schedules 13D, 13F and 13G and any amendments to said forms or schedules, in each case, as determined by such person to be necessary or appropriate. Any such determination shall be conclusively evidenced by such person's execution, delivery, furnishing and/or filing of the applicable document.

All past acts of the attorneys-in-fact in furtherance of the foregoing are hereby ratified and confirmed.

This power of attorney shall be valid from the date hereof until the date revoked in writing by the undersigned, and this power of attorney does not revoke or replace any other power of attorney that the undersigned has previously granted.

IN WITNESS WHEREOF, I have executed this instrument as of the 8th day of June, 2010.

/s/ DOUGLAS I. OSTROVER

Douglas I. Ostrover

**JOINT FILING AGREEMENT**

In accordance with Rule 13d-1(k)(1) promulgated under the Securities Exchange Act of 1934, as amended, the undersigned hereby agree to the joint filing with each other on behalf of each of them of such a statement on Schedule 13G with respect to the common stock beneficially owned by each of them of Jones Energy Inc. This Joint Filing Agreement shall be included as an Exhibit to such Schedule 13G.

IN WITNESS WHEREOF, the undersigned hereby execute this Joint Filing Agreement as of the 5th day of March, 2015.

**Blackstone Group Management L.L.C.**

By: /s/ John G. Finley  
Name: John G. Finley  
Title: Chief Legal Officer

**The Blackstone Group L.P.**

By: Blackstone Group Management L.L.C.,  
its general partner

By: /s/ John G. Finley  
Name: John G. Finley  
Title: Chief Legal Officer

**Blackstone Holdings I/II GP Inc.**

By: /s/ John G. Finley  
Name: John G. Finley  
Title: Chief Legal Officer

**Blackstone Holdings I L.P.**

By: Blackstone Holdings I/II GP Inc.,  
its general partner

By: /s/ John G. Finley  
Name: John G. Finley  
Title: Chief Legal Officer

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**Blackstone Holdings II L.P.**

By: Blackstone Holdings I/II GP Inc.,  
its general partner

By: /s/ John G. Finley

Name: John G. Finley

Title: Chief Legal Officer

**GSO Advisor Holdings L.L.C.**

By: Blackstone Holdings I L.P. , its sole member

By: Blackstone Holdings I/II GP Inc., its general  
partner

By: /s/ John G. Finley

Name: John G. Finley

Title: Chief Legal Officer

**GSO Capital Partners LP**

By: /s/ Marisa Beeney

Name: Marisa Beeney

Title: Authorized Signatory

**GSO Special Situations Fund LP**

By: GSO Capital Partners LP, its investment advisor

By: /s/ Marisa Beeney

Name: Marisa Beeney

Title: Authorized Signatory

**GSO Special Situations Overseas Fund Ltd.**

By: GSO Capital Partners LP, its investment advisor

By: /s/ Marisa Beeney

Name: Marisa Beeney

Title: Authorized Signatory

**GSO Special Situations Overseas Master Fund Ltd.**

By: GSO Capital Partners LP, its investment advisor

By: /s/ Marisa Beeney

Name: Marisa Beeney

Title: Authorized Signatory



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**GSO Holdings I L.L.C.**

By: /s/ Marisa Beeney  
Name: Marisa Beeney  
Title: Authorized Signatory

**GSO Energy Market Opportunities Associates LLC**

By: /s/ Marisa Beeney  
Name: Marisa Beeney  
Title: Authorized Signatory

**GSO Energy Market Opportunities Fund LP**

By: GSO Energy Market Opportunities Associates  
LLC, as its General Partner

By: /s/ Marisa Beeney  
Name: Marisa Beeney  
Title: Authorized Signatory

**Stephen A. Schwarzman**

/s/ Stephen A. Schwarzman  
Stephen A. Schwarzman

**Bennett J. Goodman**

By: /s/ Marisa Beeney  
Name: Marisa Beeney  
Title: Attorney-in-Fact

**J. Albert Smith III**

By: /s/ Marisa Beeney  
Name: Marisa Beeney  
Title: Attorney-in-Fact

**Douglas I. Ostrover**

By: /s/ Marisa Beeney  
Name: Marisa Beeney  
Title: Attorney-in-Fact