## Edgar Filing: Matador Resources Co - Form 4

Matador Reso	ources Co									
Form 4										
February 26, 2	2015									
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION									PPROVAL	
	UNITED		shington,			NGE (	COMMISSION	OMB Number:	3235-0287	
Check this if no longe subject to Section 16 Form 4 or	GES IN BENEFICIAL OWNERSHIP OF SECURITIES					Expires: January 31, 2005 Estimated average burden hours per response 0.5				
Form 5 obligations may contin <i>See</i> Instruct 1(b).	s Section 17(a	suant to Section 1 a) of the Public Un 30(h) of the In	tility Hold	ing Com	pany	Act o	f 1935 or Sectio			
(Print or Type Ro	esponses)									
Ohnimus Steven W Symbo			suer Name <b>and</b> Ticker or Trading bl dor Resources Co [MTDR]				5. Relationship of Reporting Person(s) to Issuer			
(Last) (First) (Middle) 3. Date of			f Earliest Transaction			(Check all applicable)				
			Aonth/Day/Year) 2/24/2015				X_ Director Officer (give below)		6 Owner er (specify	
			nendment, Date Original Ionth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
DALLAS, T	X 75240						Form filed by N Person			
(City)	(State) (	(Zip) Tabl	e I - Non-De	erivative S	Securi	ties Aco	quired, Disposed of	f, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	urity (Month/Day/Year) Execution Date, if		3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A) or			Securities Beneficially Owned Following Reported Transaction(s)	5. Ownership Form: Direct D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common Stock	02/24/2015		Code V A	Amount 1,086 (1)	(D) A	Price \$ 0	(Instr. 3 and 4) 109,868	D		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. ofNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration D (Month/Day/ e	6. Date Exercisable and 7 Expiration Date 4 (Month/Day/Year) U S (		8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title Amount or Number of Shares		

## **Reporting Owners**

Reporting Owner Name / Address	Relationships							
1	Director	10% Owner	Officer	Other				
Ohnimus Steven W 5400 LBJ FREEWAY SUITE 1500 DALLAS, TX 75240	Х							
Signatures								
/s/ Steven W. Ohnimus, by Ky attorney-in-fact	02/26/2015							
**Signature of Report	ting Person			Date				

## **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- Represents restricted stock units granted to the reporting person on February 24, 2015. Such restricted stock units will vest in equal
   (1) annual installments on the first, second and third anniversaries of the date of grant, and an equal number of shares of common stock will be deliverable to the reporting person within 30 days of the third, fourth and fifth anniversaries of the date of grant, respectively.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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