

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Baribault Reynald</u>  (Last) (First) (Middle) 5400 LBJ FREEWAY SUITE 1500  (Street) DALLAS TX 75240  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Matador Resources Co [ MTDR ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 06/05/2020	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	04/16/2020		G	V	26,192 <sup>(1)</sup>	D	\$0	8,862	D	
Common Stock	04/16/2020		G	V	26,192 <sup>(1)</sup>	A	\$0	96,692 <sup>(2)</sup>	I	See footnote <sup>(3)</sup>
Common Stock	06/05/2020		A		8,262 <sup>(4)</sup>	A	\$0	17,124	D	
Common Stock								6,500	I	Represents shares held of record by the reporting person's Individual Retirement Account.
Common Stock								7,500 <sup>(2)</sup>	I	See footnote <sup>(5)</sup>

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

Explanation of Responses:

- Represents a gift of shares of common stock by the reporting person to the Reynald A. Baribault Maritalized Revocable Living Trust.
- The reporting person states that neither the filing of this statement nor anything herein shall be deemed an admission that such person is, for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or otherwise, the beneficial owner of these shares. The reporting person disclaims beneficial ownership of these shares, except to the extent of his pecuniary interest therein.
- Represents shares held of record by the Reynald A. Baribault Maritalized Revocable Living Trust for which both the reporting person and his spouse are trustees.
- Represents restricted stock units ("RSUs") granted to the reporting person on June 5, 2020. Such RSUs will vest on June 5, 2021, or if sooner, immediately prior to the election of the nominees for director at the 2021 annual meeting of shareholders of the Issuer (the "Vesting Date"). Pursuant to the Issuer's Nonqualified Deferred Compensation Plan for Non-Employee Directors, the reporting person has deferred delivery of all of such vested RSUs to within 30 days of separation of service (the "Delivery Date"). On the Delivery Date, such vested RSUs will be deliverable to the reporting person in an equal number of shares of common stock.
- Represents shares held of record by the Sally K. Baribault Maritalized Revocable Living Trust for which both the reporting person and his spouse are trustees.

Remarks:

/s/ Reynald A. Baribault, by  
Kyle A. Ellis as attorney-in- 06/09/2020  
fact

\*\* Signature of Reporting Person Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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