FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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	OMB APPROVAL										
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1	OMB Number:	3235-0287									
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	Check this box if no longer subject
\neg	to Section 16. Form 4 or Form 5
_	obligations may continue. See
	Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

							()				iipaily Act t										
1. Name and Address of Reporting Person* PARKER TIMOTHY E.						2. Issuer Name and Ticker or Trading Symbol Matador Resources Co [MTDR]								(Ch	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
														_	X Dire	ctor		10% Ov	vner		
(Last) (First) (Middle)					3. Date of Earliest Transaction (Month/Day/Year) 06/09/2023									Offic belo	er (give title w)		Other (s below)	specify			
5400 LB	4 If Ar	4. If Amondment, Date of Original Filed (Month/Day/Most)								6.1	6. Individual or Joint/Group Filing (Check Applicable										
SUITE 1500					4. If Amendment, Date of Original Filed (Month/Day/Year)							Line	Line)								
,	1										X Form filed by One Reporting Person										
(Street) DALLA	•														Form filed by More than One Reporting Person						
, DITELIT	DILLING 1A /3240				Rule	Rule 10b5-1(c) Transaction Indication															
(City)	(St	ate) (Z	Zip)			Tale 2000 2(0) Transaction maleation															
						Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.												ended to			
		Table	l - No	n-Deriva	tive S	ecui	ities	Acq	uired,	Dis	osed of	f, or	Ben	eficia	lly Ow	ned					
1. Title of Security (Instr. 3) 2. Transact Date (Month/Day)					Execution D		Date,	Code (Instr.						Secur Benet Owne Follow	icially d ving		: Direct	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
									Code	v	Amount	() ()	A) or D)	Price		rted action(s) 3 and 4)					
Common Stock 06/09/2						2023			A		2,621(1)		Α	\$0	7	74,257		D			
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																					
		1		(c.g., pu	ıs, cai	13, V	varre		Option	3, C	Onvertio	10 3	CCui	Tues							
1. Title of Derivative Security (Instr. 3)	ative Conversion Date Execution Date, if any			4. Transaction Code (Instr. 8)		Secu Acqu (A) o Disp of (D	vative irities iired ir osed) r. 3, 4	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and		f 1	3. Price of Derivative Security Instr. 5)	9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	Owners Form: Direct (I or Indire (I) (Instr	Ownership	11. Nature of Indirect Beneficial Ownership (Instr. 4)				
					Code	v	(A)	(D)	Date Exercisa		Expiration Date	Title	or Nun of	ount nber ıres							

Explanation of Responses:

1. Represents restricted stock units ("RSUs") granted to the reporting person on June 9, 2023. Such RSUs will vest, and an equal number of shares of common stock will be deliverable to the reporting person, on June 9, 2024, or if sooner, immediately prior to the election of the nominees for director at the 2024 annual meeting of shareholders of the Issuer.

Remarks:

/s/ Timothy E. Parker, by Cale L. Curtin as attorney-in-fact 06/13/2023

** 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.

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 Number.