FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person*

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL 3235-0287 Estimated average burden hours per response: 0.5

5. Relationship of Reporting Person(s) to Issuer

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

2. Issuer Name **and** Ticker or Trading Symbol

Name and Address of Reporting Person' Foran Joseph Wm					Matador Resources Co [MTDR]							(Check all applicable) X Director 10% Owner X Officer (give title Other (specify below) Chairman and CEO				
(Last) (First) (Middle) 5400 LBJ FREEWAY SUITE 1500					3. Date of Earliest Transaction (Month/Day/Year) 05/18/2021											
(Street)	S TX	7	75240	4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person					
,											Form filed by More than One Reporting Person					
(City)	(50		^{Zip)} • I - Non-Deriv a	tive Se	curities Ac	guired	d. Di	sposed of	. or Be	neficia	llv Own	ed				
1. Title of Security (Instr. 3)			2. Transacti Date (Month/Day/	on 2A Ex (Year) if a	a. Deemed recution Date, any lonth/Day/Year)	3. Transaction Code (Instr. 8)			Acquired (A) or (D) (Instr. 3, 4 and		5. Amount of Securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Direct In ndirect Be r. 4) O	Nature of direct eneficial wnership	
						Code	v	Amount	(A) or (D)	Price	Reported Transact (Instr. 3 a	ion(s)		(Ir	ıstr. 4)	
Common	Common Stock		05/18/20	021		J		36,000(1)	D	\$ <mark>0</mark>	1,141,	,568 ⁽²⁾]		ee ootnote ⁽³⁾	
Common	Stock		05/19/20	021		J		40,000(4)	D	\$0	1,101,	,568(2)]	S fo	ee ootnote ⁽³⁾	
Common	Stock										31,2	279	I)		
Common	Stock										1,105,	.913 ⁽²⁾]		ee ootnote ⁽⁵⁾	
Common	Stock										435,5	566 ⁽²⁾]	So fo	ee ootnote ⁽⁶⁾	
Common	Stock										389,6	634 ⁽²⁾]	S fo	ee ootnote ⁽⁷⁾	
Common	Stock										17,4	88(2)		S fo	ee ootnote ⁽⁸⁾	
Common Stock										60,7	96(2)]	S fo	ee ootnote ⁽⁹⁾		
Common Stock										60,7	96(2)]	S fo	ee ootnote ⁽¹⁰⁾		
Common	Common Stock										114,2	236 ⁽²⁾]	So fo	ee ootnote ⁽¹¹⁾	
Common	Stock										114,2	236 ⁽²⁾	1	I So	ee ootnote ⁽¹²⁾	
Common Stock										473,2	217 ⁽²⁾]	So fo	ee ootnote ⁽¹³⁾		
Common Stock										473,2	217 ⁽²⁾	1	I So	ee ootnote ⁽¹⁴⁾		
Common Stock										290,0)00 ⁽²⁾]	So fo	ee ootnote ⁽¹⁵⁾		
Common Stock											290,0)00 ⁽²⁾]	So fo	ee ootnote ⁽¹⁶⁾	
		Та	ble II - Derivati (e.g., pu	ve Sec its, call	urities Acqı s, warrants	uired, , optic	Dis ons,	posed of, convertib	or Ben le secu	eficiall ırities)	y Owne	d				
1. Title of Derivative Security (Instr. 3)	erivative Conversion Date Execution Date, Transa ecurity or Exercise (Month/Day/Year) if any Code (Transacti Code (Ins		Expira	te Exe ation I th/Day		7. Title a Amount Securitie Underly Derivatin Security 3 and 4)	of es ing ve (Instr.	Derivative Security (Instr. 5)		er of ve es ally ig d tion(s)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Natur of Indired Beneficia Ownersh (Instr. 4)		

		Tal	ole II - Derivati (e.g., pu					ired, Disp options, o	'		l or	-	l l		
1. Title of	2. Conversion	3. Transaction	3A. Deemed Execution Date.	⊈ ode	V	(5A)Nu	n(D) r	6xDatis Eblero	isΩaddee and		e Salnaires		9. Number of derivative	10.	11. Nature
	noorf⊞Respisens	€ tonth/Day/Year)	if any	Transa Code (ative	Expiration Day/Y		Secui	rities	Security	Securities	Ownership Form:	Beneficial
(Instr. 3) 1. Represents	Price of 20,000 shares	distributed from the '		Irust an	d 16,00	Secu Shan Acqu		ibuted from the	MCF 2011 N	Under Deriv	rlying Ative	(Instr. 5) ne respective t	Beneficially rust beneficiaries. Owned	Direct (D) The decision or Indirect	Ownership (Instr. 4)
distribute the	Security ma	de by the trustee of e	ach trust.			. (A) o	r			. Secui	rity (Instr.		Following	(I) (Instr. 4)	` ′
			ng of this statement n												Act of
1934, as amended, or otherwise, the beneficial owner of these shares. The reporting person person beneficial ownership of these shares, except to the extent of Kanasan Scheme Shares.															
3. Represents shares held of record collectively by the LRF 2011 Non-GST Trust, WIF 2011 Non-GST Trust, JNF 2011 Non-GST Trust, SIF 2011 Non-GST Trust and MCF 2011 Non-GST Trust (collectively, the "Non-GST Trusts"). The reporting person and his spouse, as settlors of each of the Non-GST Trust, retain the power of substitution with respect to the property of the Non-GST Trusts.											ıst				
(collectively,	the "Non-GST	Trusts"). The reporti	ng person and his spo	use, as	settlors	of eacl	n of the	e Non-GST Tru	sts, retain the	power (of substituti	on with respe	ct to the property	of the Non-GS	T Trusts.
Represents the trustee of		distributed from each	of the LRF 2011 No	n-GST	Trust ar	nd the J	NF 20	11 Non-GST T	rust to the resp	•			ecision to distribu	te the shares w	as made by
5. Represents shares held of record by Sage Resources, Ltd., which is a limited partnership owned by the reporting person's family, including the reporting person.															
6. Represents shares held of record by the Foran 2012 Savings Trust for which the reporting person's spapuse is a trust span of the control o															
o. Represents	shares neid of	record by the Foran	ZUIZ Saviligs Trust IC	r wnicn	uie rep	orung	person	Date	Expiration		of ·				
7. Represents	shares held of	record by the Foran	2012 Security Trust f	Codect	ı v ne rej	p (M) ng	L(€2) }OI	Exercisable	Date	_ Title	Shares				
8. Represents	shares held of	record by the reporting	ng person's spouse.												_

- 9. Represents shares held of record by the JWF 2019-2 GRAT, for which the reporting person is the trustee and over which the reporting person has sole voting and investment power.
- 10. Represents shares held of record by the NNF 2019-2 GRAT, for which the reporting person is the trustee and over which the reporting person has sole voting and investment power.
- 11. Represents shares held of record by the JWF 2020-1 GRAT, for which the reporting person is the trustee and over which the reporting person has sole voting and investment power.
- 12. Represents shares held of record by the NNF 2020-1 GRAT, for which the reporting person is the trustee and over which the reporting person has sole voting and investment power.
- 13. Represents shares held of record by the JWF 2020-2 GRAT, for which the reporting person is the trustee and over which the reporting person has sole voting and investment power. 14. Represents shares held of record by the NNF 2020-2 GRAT, for which the reporting person is the trustee and over which the reporting person has sole voting and investment power.
- 15. Represents shares held of record by the JWF 2021-1 GRAT, for which the reporting person is the trustee and over which the reporting person has sole voting and investment power.
- 16. Represents shares held of record by the NNF 2021-1 GRAT, for which the reporting person is the trustee and over which the reporting person has sole voting and investment power.

Remarks:

/s/ Joseph Wm. Foran, by

Kyle A. Ellis as attorney-in-05/20/2021

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.

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.