FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

<b>STATEMENT</b>	<b>OF</b>	CHA	NGES

## NGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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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).

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* Foran Joseph Wm					2. Issuer Name and Ticker or Trading Symbol  Matador Resources Co [ MTDR ]								O#i (-i 4i4)-				10% Owner		
(Last) (First) (Middle) 5400 LBJ FREEWAY SUITE 1500						3. Date of Earliest Transaction (Month/Day/Year) 11/29/2019								X Officer (give title Other (specify below)  Chairman and CEO					
(Street) DALLAS	з тх	ζ '	75240		4. If A	4. If Amendment, Date of Original Filed (Month/Day/Year)							Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person     Form filed by More than One Reporting						
(City)	(St	ate)	(Zip)		-								Person						
		Tab	le I - No	n-Deriv	ative	Securities Ac	quired	l, Di	sposed o	f, or Be	nefic	cially	y Owne	ed					
1. Title of Security (Instr. 3)			2. Transaction Date (Month/Day/Y		2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)				Acquired (A) or D) (Instr. 3, 4 and		5. Amount of Securities Beneficially Owned Following Reported		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	ect E	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
						Code	v	Amount	(A) or (D)	Price	•	Transac (Instr. 3	tion(s)						
Common	Stock			11/29/2	2019		P		10,000	A	\$14	1.08	394,	928(1)	I	- 1	See cootnote <sup>(2)</sup>		
Common	Stock												78,5	47 <sup>(3)(4)</sup>	D				
Common	Stock												1,105	5,913 <sup>(1)</sup>	I		See Sootnote <sup>(5)</sup>		
Common	Stock												1,177	7,568 <sup>(1)</sup>	I		See cootnote <sup>(6)</sup>		
Common	Stock												375,	984 <sup>(1)</sup>	I		See cootnote <sup>(7)</sup>		
Common	Stock												4,0	00(1)	I		See ootnote <sup>(8)</sup>		
Common	Stock												39,0	067(1)	I		See cootnote <sup>(9)</sup>		
Common	Stock												39,0	)67 <sup>(1)</sup>	I		See cootnote <sup>(10)</sup>		
Common	Stock												390,	807(1)	I		See cootnote <sup>(11)</sup>		
Common Stock											390,807(1)		I		See cootnote <sup>(12)</sup>				
Common	Stock												324,	013 <sup>(1)</sup>	I		See cootnote <sup>(13)</sup>		
Common Stock											324,	013(1)	I		See cootnote <sup>(14)</sup>				
Common Stock											105,	000(1)	I		See cootnote <sup>(15)</sup>				
Common Stock										40,0	)00 <sup>(1)</sup>	I		See cootnote <sup>(16)</sup>					
		Ta				ecurities Acqualls, warrants,							Owned						
1. Title of Derivative Security (Instr. 3)	L. Title of 2. Service Conversion Date Conversion Date Execution Date, or Exercise (Month/Day/Year) If any		med on Date,	4. Transac Code (Ir 8)	5. Number of		Exercion Da	isable and	7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4)		8. Price of Derivative Security (Instr. 5)	erivative ecurity	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Own Forn Direc or In (I) (Ir		11. Nature of Indirect Beneficial Ownership (Instr. 4)			

		Та	ble II - Deriva (e.g., p				• •	ired, Disp options, o	onvertik		l or	y Owned			
1. Title of	2. Conversion	3. Transaction	3A. Deemed	Code Transa		(5A)Nur	n( <b>10</b> e)r	Expiration Do		7itTëtle	aSolodares	8. Price of	9. Number of derivative	10. Ownership	11. Nature
ESeptiantation	of Elespisas	e(Month/Day/Year)	if any	Code (II	nstr.	Deriva		(Month/Day/\	ear)	Securi	ties	Security	Securities	Form:	Beneficial
(Instr. 3) 1. The reporti	Price of ing person state Derivative	es that neither the filin	(Month/Day/Year) ng of this statement n	or anythir	ng herei	Secur Acqui	ities De dee red	med an admiss	ion that such	" Underl Deriva	for purpos	(Instr. 5) es of Section	Beneficially 16 of the Securitie Owned	Direct (D) or Indirect	Ownership (Instr. 4)
			nese shares. The repor 2012 Savings Trust fo							Securi and 4)	y (mextent	or his pecuni	Following therein Reported	(I) (Instr. 4)	
			ted to the reporting pe							,	ond and thi	rd anniversari	Transaction(s) es of the date of g	rant.	
			ted to the reporting pe										, (msu. 4)	•	•
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 collectively by the LRF 2011 Non-GST Trust, WJF 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 Trusts, retain the power of substitution with respect to the property of the Non-GST Trusts.															
			2012 Security Trust fo					_			-				•
1 .			ng person's spouse th		* •	٠.					· Amount · or		•	•	
9. Represents	shares held of	record by the JWF 2	018-1 GRAT, for whi	ch the rep	orting I	person	is the t	rustee and over	which the re	porting p	e <b>Numbe</b> rso	le voting and	investment power		
10. Represent	ts shares held o	f record by the NNF	2018-1 GRAT, for wh	ni <b>chthe</b> r	worting	g(Agrson	n <b>(is</b> )the	· texercisablev	Expiration erbatech the r	reporting	P <b>SKareb</b> as	sole voting an	d investment pow	er.	

- 11. Represents shares held of record by the JWF 2019-1 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 2019-1 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 2019-2 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 2019-2 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 Joseph Donald Foran Family Trust 2008, for which the reporting person is the co-trustee and over which the reporting person has shared voting and investment power with other members of his family.
- 16. Represents shares held of record by The Foran Family Special Needs Trust for which the reporting person is the co-trustee and over which the reporting person has shared voting and investment power with other members of his family.

## Remarks:

/s/ Joseph Wm. Foran, by Kyle 12/02/2019 A. Ellis as attorney-in-fact

\*\* Signature of Reporting Person

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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