## FORM 5

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

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	Washington,	D.C.	20549

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<b>ANNUAL STATEMENT</b>	OF CHANGES I	N BENEFICIAL

OMB APP	ROVAL
OMB Number:	3235-0362
Estimated average	burden
hours per response	1.0

Check	this box if no lo	onger subject					g.o,	2.0.200							OME	3 APPR	OVAL			
to Sec obligat Instruc	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP  OMB Number: 3235-0362 Estimated average burden hours per response: 1.0																			
Form	3 Holdings Rep			• • • •			•					<u> </u>	nours per r	esponse:	1.0					
Form	1 Transactions	Reported.	File	d pursuant to S or Section 3								4								
1. Name a		2. Issuer Name and Ticker or Trading Symbol  Matador Resources Co [ MTDR ]  5. Relationship of Reporting Person(s) to Issuer (Check all applicable)																		
FORRESTER ROGERS JULIA P.				<u>Matador</u>	Kes	sourc	ces	<u>Co</u> [ N	TTDR ]			Ι'	Check all applicable)  X Director 10% Owner							
(Last) (First) (Middle) 5400 LBJ FREEWAY				3. Statemen 12/31/202		ssuer's	Fisc	al Year E	Inded (M	lonth/Da	ay/Year)			Officer (give title Other (specify below) below)						
SUITE 1		.1																		
												r Joint/0	oint/Group Filing (Check Applicable							
(Street) DALLAS TX 75240					Line)  X Form filed by One Reporting Person  Form filed by More than One Reporting  Person															
(City)	(St	ate)	(Zip)										. 0.00							
		Tabl	e I - Non-Deriv	ative Secur	ities	Acq	uire	d, Dis	posed	of, o	r Bene	ficia	Ily Own	ed						
1. Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any		3. Transaction Code (Instr.		4. Securities Acquire Of (D) (Instr. 3, 4 and			A) or Disp	osed	Securities Beneficially		6. Ownership Form: Direct		7. Nature of Indirect Beneficial				
				(Month/Day/Yea	ar)   8	8)		Amoun	t	(A) or (D) Price			Owned at end Issuer's Fiscal Year (Instr. 3 a 4)		Indirect (I)		Ownership (Instr. 4)			
Common	Stock		12/15/2022		G		14	0(1)	D	<b>\$</b> 0		38,782		I	D					
Common	Stock		12/27/2022		G		10	00 <sup>(1)</sup> D		\$	)	38,682		I	D					
Common Stock													19,785			I r	Represents hares held of record by the eporting person's ndividual Retirement Account.			
Common Stock													5,80	)0 <sup>(2)</sup>		1 "	ootnote <sup>(3)</sup>			
		Т	able II - Derivat (e.g., p	tive Securit uts, calls, v										d						
1. Title of	2.	3. Transaction	3A. Deemed	4.	5. Nu	mber	6. Da	ate Exerc	isable an	d 7.	Title and	Ť	8. Price of		nber of	10.	11. Natu			
Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	r Exercise rice of erivative (Month/Day/Year) if all (Mo		Transaction Code (Instr.	of Deriv Secu Acqu (A) of Dispo	f Experivative (Modernities acquired A) or bisposed f (D) (nstr. 3, 4)		oiration Date onth/Day/Year)			Amount of Securities Underlying Derivative Security (Ins 3 and 4)		Security (Instr. 5)	deriva Securi Benefi Owned Follow Repor	tive ities icially d ving ted action(s)	Ownershi Form: Direct (D) or Indirec (I) (Instr. 4	ip of Indire Benefici Ownersi ct (Instr. 4)			
					(A)	(D)	Date Exer	e rcisable	Expirati Date	on Tit	Amo or Num of Shar	ber								

## **Explanation of Responses:**

- 1. Represents a gift of shares of common stock by the reporting person to charitable donee(s).
- 2. 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 her pecuniary interest therein.
- 3. Represents shares held of record by the reporting person's spouse.

## Remarks:

/s/ Julia P. Forrester Rogers, by Brian J. Willey as attorney- 02/13/2023 in-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.