

**UNITED STATES SECURITIES AND EXCHANGE
COMMISSION**

Washington, D.C. 20549

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF
SECURITIES**

OMB APPROVAL

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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>Frenzel Michael D</u> (Last) (First) (Middle) <u>5400 LBJ FREEWAY</u> <u>SUITE 1500</u> (Street) <u>DALLAS TX 75240</u> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>03/31/2022</u>	3. Issuer Name and Ticker or Trading Symbol <u>Matador Resources Co [MTDR]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>SVP, Treasurer (PFO)</u>	5. If Amendment, Date of Original Filed (Month/Day/Year)
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	65,682 ⁽¹⁾⁽²⁾⁽³⁾⁽⁴⁾	D	
Common Stock	250	I	Represents shares held of record by the reporting person's Individual Retirement Account
Common Stock	1,000	I	Represents shares held of record by the reporting person's Roth Individual Retirement Account

**Table II - Derivative Securities Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Employee Stock Option	(5)	02/15/2024	Common Stock	5,439	29.68	D	
Employee Stock Option	(6)	08/27/2025	Common Stock	20,000	14.8	D	
Phantom Units	(7)	(7)	Common Stock	1,809	(8)	D	
Phantom Units	(9)	(9)	Common Stock	2,500	(8)	D	

Explanation of Responses:

- Includes 11,638 shares of restricted stock granted to the reporting person on February 17, 2022 that vest in equal installments on the first, second and third anniversaries of the date of grant.
- Includes 12,500 shares of restricted stock granted to the reporting person on June 4, 2021 that vest in equal installments on the first, second and third anniversaries of the date of grant.
- Includes 3,750 shares of restricted stock granted to the reporting person on June 22, 2020 that vest on the third anniversary of the date of grant.
- Includes 1,809 shares of restricted stock granted to the reporting person on April 29, 2019 that vest on the third anniversary of the date of grant.
- The employee stock options are fully vested and exercisable.
- As of the date of this report, 13,333 employee stock options are fully vested and exercisable and 6,667 employee stock options will vest on the third anniversary of the date of grant, August 28, 2019.
- The phantom units vest on the third anniversary of the date of grant, April 29, 2019.
- Each phantom unit is the economic equivalent of one share of common stock of Matador Resources Company.
- The phantom units vest in equal installments on the second and third anniversaries of the date of grant, June 22, 2020.

Remarks:

/s/ Michael D. Frenzel, by 04/08/2022

Brian J. Willey as
attorney-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 5 (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.

SECTION 16
POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, that the undersigned hereby constitutes and appoints each of Joseph Wm. Foran, Craig N. Adams, Brian J. Willey, Bryan A. Erman and Robert T. Macalik, signing singly, the undersigned's true and lawful attorney-in-fact to:

(1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of Matador Resources Company (the "Company"), Forms 3, 4 and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934, as amended, and the rules thereunder;

(2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5 and timely file such form with the United States Securities and Exchange Commission and any stock exchange or similar authority, including without limitation the filing of a Form ID or any other documents necessary or appropriate to enable the undersigned to file the Forms 3, 4, or 5 electronically with the SEC; and

(3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934, as amended.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 1st day of April, 2022.

/s/ Michael D. Frenzel
Michael D. Frenzel