

Pekar Nathan

Form 3

February 01, 2012

FORM 3**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF
SECURITIES**Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting
Person *

Pekar Nathan

(Last) (First) (Middle)

5400 LBJ FREEWAY, SUITE
1500

(Street)

DALLAS, TX 75240

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

02/01/2012

3. Issuer Name **and** Ticker or Trading Symbol
Matador Resources Co [NONE]4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

☐ Director ☐ 10% Owner☒ Officer ☐ Other

(give title below) (specify below)

BDM & General Counsel

6. Individual or Joint/Group

Filing(Check Applicable Line)

☒ Form filed by One Reporting
Person☐ 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)

Class A Common Stock

15,000 ⁽¹⁾

D

A

Reminder: Report on a separate line for each class of securities beneficially
owned directly or indirectly.

SEC 1473 (7-02)

**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 control number.****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)
Title4. Conversion
or Exercise
Price of
Derivative
Security5. Ownership
Form of
Derivative
Security:
Direct (D)6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Stock Option (right to buy)	Â (2)	09/18/2012	Class A Common Stock	22,500	\$ 10	D	Â
Stock Option (right to buy)	Â (3)	05/21/2013	Class A Common Stock	15,000	\$ 13.33	D	Â
Stock Option (right to buy)	Â (4)	02/21/2020	Class A Common Stock	7,500	\$ 9	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Pekar Nathan 5400 LBJ FREEWAY, SUITE 1500 DALLAS, TX 75240	Â	Â	Â BDM & General Counsel	Â

Signatures

/s/ Nathan Pekar 01/27/2012

__Signature of
Reporting Person

Date

Explanation of Responses:

* 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).

- (1) Represents 15,000 shares of restricted stock granted to the reporting person on October 28, 2010. 3,000 shares of restricted stock vested upon issuance. The remaining 12,000 shares of restricted stock vest in three equal annual installments beginning on October 28, 2011.
- (2) The stock options vest in four equal annual installments beginning on September 19, 2008.
- (3) The stock options vest in four equal annual installments beginning on May 22, 2009.
- (4) The stock options vest in four equal annual installments beginning on February 22, 2011.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.