

Matador Resources Co  
Form 8-K  
August 21, 2018

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

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d)**

**of the Securities Exchange Act of 1934**

**Date of Report (Date of Earliest Event Reported) August 21, 2018**

**Matador Resources Company**

**(Exact name of registrant as specified in its charter)**

**Texas**  
**(State or other jurisdiction**

**of incorporation)**

**001-35410**  
**(Commission**

**File Number)**

**27-4662601**  
**(IRS Employer**

**Identification No.)**

**5400 LBJ Freeway, Suite 1500, Dallas, Texas**  
**(Address of principal executive offices)**

**75240**  
**(Zip Code)**

**Registrant's telephone number, including area code: (972) 371-5200**

**Not Applicable**

**(Former name or former address, if changed since last report)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

**Item 7.01 Regulation FD Disclosure.**

On August 7, 2018, Matador Resources Company (the Company ) announced the commencement of a cash tender offer (the Tender Offer ) for any and all of its outstanding 6.875% senior notes due 2023 (the Existing Notes ), of which \$575 million in aggregate principal amount are currently outstanding. On August 21, 2018, the Company issued a press release (the Tender Offer Press Release ) announcing the expiration and the final results of its Tender Offer as of 5:00 p.m., New York City time, on August 20, 2018, the satisfaction or waiver of the conditions to the Tender Offer, and the acceptance by the Company of \$378,915,000 in aggregate principal amount of Existing Notes validly tendered and not validly withdrawn (not including \$2,190,000 in aggregate principal amount of Existing Notes tendered pursuant to the Guaranteed Delivery Procedures (as defined in the Offer to Purchase dated August 7, 2018 (the Offer to Purchase ) ), for which delivery of Existing Notes must be made by the close of business on August 22, 2018). The terms and conditions of the Tender Offer are described in the Offer to Purchase and the Letter of Transmittal relating thereto. A copy of the Tender Offer Press Release is attached hereto as Exhibit 99.1 and incorporated into this Item 7.01 by reference.

The information furnished pursuant to this Item 7.01, including Exhibit 99.1, shall not be deemed to be filed for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, and will not be incorporated by reference into any filing under the Securities Act of 1933, as amended, unless specifically identified therein as being incorporated therein by reference.

**Item 9.01 Financial Statements and Exhibits.**

**(d) Exhibits**

| <b>Exhibit No.</b> | <b>Description of Exhibit</b>                            |
|--------------------|--|
| 99.1               | <u>Tender Offer Press Release, dated August 21, 2018</u> |

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**MATADOR RESOURCES COMPANY**

Date: August 21, 2018

By: /s/ Craig N. Adams

Name: Craig N. Adams

Title: Executive Vice President