

ANTERO RESOURCES Corp  
Form 4  
August 12, 2016

**FORM 4**

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

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).

**STATEMENT OF CHANGES IN 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

OMB APPROVAL

OMB  
Number: 3235-0287  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Keenan W Howard JR

(Last) (First) (Middle)

C/O YORKTOWN PARTNERS  
LLC, 410 PARK AVENUE, 19TH  
FLOOR

(Street)

NEW YORK, NY 10022

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

ANTERO RESOURCES Corp [AR]

3. Date of Earliest Transaction  
(Month/Day/Year)

08/10/2016

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner  
☐ Officer (give title below) ☐ Other (specify below)

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 Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership Indirect Beneficial Ownership (Instr. 4)
Common stock, par value \$0.01 per share	08/10/2016		J <sup>(1)</sup>	8,005	A \$ 0 100,047	D	
Common stock, par value \$0.01 per share	08/10/2016		J <sup>(2)</sup>	8,334	A \$ 0 108,381	D	
	08/10/2016		J <sup>(1)</sup>	1,030,191	D \$ 0 235,380 <sup>(3)</sup>	I	

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Common stock, par value \$0.01 per share								See footnote <u>(4)</u>
Common stock, par value \$0.01 per share	08/10/2016	J <sup>(2)</sup>	1,365,498	D	\$ 0	1,540,039 <sup>(3)</sup>	I	See footnote <u>(5)</u>
Common stock, par value \$0.01 per share						7,273,010 <sup>(3)</sup>	I	See footnote <u>(6)</u>
Common stock, par value \$0.01 per share						10,425,078 <sup>(3)</sup>	I	See footnote <u>(7)</u>

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

**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.**

SEC 1474  
(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reporting Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director   10% Owner   Officer   Other

Keenan W Howard JR  
C/O YORKTOWN PARTNERS LLC      X  
410 PARK AVENUE, 19TH FLOOR  
NEW YORK, NY 10022

## Signatures

/s/ W. Howard      08/12/2016  
Keenan, Jr.

     \*\*Signature of Reporting      Date  
   Person

## Explanation of Responses:

- \* 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).
- (1) Pro rata distributions from Yorktown Energy Partners V, L.P. ("Yorktown V") and Yorktown V Company LLC ("Yorktown V Company").
- (2) Pro rata distributions from Yorktown Energy Partners VI, L.P. ("Yorktown VI"), Yorktown VI Company LP ("Yorktown VI Company") and Yorktown VI Associates LLC ("Yorktown VI Associates").
- (3) The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein, and this report shall not be deemed an admission that the reporting person is the beneficial owner of the securities for Section 16 or any other purpose.
- (4) These securities are owned directly by Yorktown V. The reporting person is a member and manager of Yorktown V Company, the general partner of Yorktown V.
- (5) These securities are owned directly by Yorktown VI. The reporting person is a member and manager of Yorktown VI Associates, the general partner of Yorktown VI Company, the general partner of Yorktown VI.
- (6) These securities are owned directly by Yorktown Energy Partners VII, L.P. ("Yorktown VII"). The reporting person is a member and manager of Yorktown VII Associates LLC, the general partner of Yorktown VII Company LP, the general partner of Yorktown VII.
- (7) These securities are owned directly by Yorktown Energy Partners VIII, L.P. ("Yorktown VIII"). The reporting person is a member and manager of Yorktown VIII Associates LLC, the general partner of Yorktown VIII Company LP, the general partner of Yorktown VIII.

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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