

ANTERO RESOURCES Corp
Form 4
May 19, 2015

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Manning Christopher Reid

(Last) (First) (Middle)

1615 WYNKOOP STREET

(Street)

DENVER, CO 80202

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

ANTERO RESOURCES Corp [AR]

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

05/15/2015

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 Indirect Beneficial Ownership (Instr. 4)
Common stock, par value \$0.01 per share					3,344 ⁽¹⁾	D ⁽²⁾	
Common stock, par value \$0.01 per share	05/15/2015		S ⁽³⁾	200,000	\$ 43.07 ⁽⁴⁾	D	See footnote ⁽³⁾
Common stock, par value \$0.01 per share					35,750	I	See footnote

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(3) The Reporting Person is a partner of Trilantic Capital Management L.P. ("Trilantic Capital Partners"). Certain entities managed by Trilantic Capital Partners and its affiliates hold a 8.5% direct voting interest in Antero Resources Investment LLC, a Delaware limited liability company ("Antero Investment"). The Trilantic Capital Partners entities are TCP Antero I-1 Holdco, LLC, TCP Antero I-2 Holdco, LLC and TCP Antero I-4 Holdco, LLC (collectively, the "TCP-Antero LLCs"). As of May 15, 2015, Antero Investment owned 200,165,909 shares of Common Stock and the TCP-Antero LLCs, after giving effect to the reported transaction, owned 295,116 shares of Common Stock. All shares indicated as indirectly owned by the Reporting Person are included because of his affiliation with Trilantic Capital Partners and the TCP-Antero LLCs. The Reporting Person disclaims beneficial ownership of all such securities except to the extent of his pecuniary interest therein.

(4) Sales by the TCP-Antero LLCs. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$42.50 to \$43.44, inclusive. The reporting person undertakes to provide to Antero Resources Corporation, any security holder of Antero Resources Corporation or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote (4) to this Form 4.

(5) Represents shares held by TCP Antero Principals LLC, a Trilantic Capital Partners entity. All shares indicated as indirectly owned by the Reporting Person are included because of his affiliation with the Trilantic Capital Partners entities, as described above. The Reporting Person disclaims beneficial ownership of all such securities except to the extent of his pecuniary interest therein.

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.