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) January 28, 2013

Matador Resources Company
(Exact name of registrant as specified in its charter)

Texas	001-35410	27-4662601
(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)

5400 LBJ Freeway, Suite 1500, Dallas, Texas	75240
(Address of principal executive offices)	(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))

Item 2.02 Results of Operations and Financial Condition.

Matador Resources Company (the "Company") expects to make presentations concerning its business to potential investors. The materials to be utilized during the presentations (the "Materials") are furnished as Exhibit 99.1 hereto and incorporated herein by reference.

Included in the Materials is the following data with respect to the estimated proved reserves of the Company at December 31, 2012:

Total Proved Reserves	23.8 million BOE (142.9 Bcfe)
PV-10	$423.2 million
Oil Reserves	10.5 million Bbl (44.0% of Total Proved Reserves)

The information furnished pursuant to this Item 2.02, 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 (the "Exchange Act"), and will not be incorporated by reference into any filing under the Securities Act of 1933, as amended (the "Securities Act"), unless specifically identified therein as being incorporated therein by reference.

In the Materials, the Company has included as "non-GAAP financial measures," as defined in Item 10 of Regulation S-K of the Exchange Act, (i) earnings before interest expense, income taxes, depletion, depreciation and amortization, accretion of asset retirement obligations, property impairments, unrealized derivative gains and losses, certain other non-cash items and non-cash stock-based compensation expense, including stock option and grant expense and restricted stock and restricted stock units expense and net gain or loss on asset sales and inventory impairment ("Adjusted EBITDA") and (ii) present value discounted at 10% (pre-tax) of estimated total proved reserves ("PV-10"). In the Materials, the Company has provided reconciliations of the non-GAAP financial measures to the most directly comparable financial measures calculated and presented in accordance with generally-accepted accounting principles ("GAAP") in the United States. In addition, in the Materials, the Company has provided the reasons why the Company believes those non-GAAP financial measures provide useful information to investors.

Item 7.01 Regulation FD Disclosure.

Item 2.02 is incorporated herein 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 Exchange Act and will not be incorporated by reference into any filing under the Securities Act unless specifically identified therein as being incorporated therein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit No.	Description of Exhibit
99.1	Presentation Materials.

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: January 28, 2013	By:	/s/ David E. Lancaster
	Name:	David E. Lancaster
	Title:	Executive Vice President

Exhibit Index

Exhibit No.	Description of Exhibit
99.1	Presentation Materials.

Exhibit 99.1

Investor Presentation

January 2013

Disclosure Statements

Safe Harbor Statement – This presentation and statements made by representatives of Matador Resources Company ("Matador" or the "Company") during the course of this presentation include "forward-looking statements" within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. "Forward-looking statements" are statements related to future, not past, events. Forward-looking statements are based on current expectations and include any statement that does not directly relate to a current or historical fact. In this context, forward-looking statements often address expected future business and financial performance, and often contain words such as "could," "believe," "would," "anticipate," "intend," "estimate," "expect," "may," "should," "continue," "plan," "predict," "potential," "project" and similar expressions that are intended to identify forward-looking statements, although not all forward-looking statements contain such identifying words. Actual results and future events could differ materially from those anticipated in such statements, and such forward-looking statements may not prove to be accurate. These forward-looking statements involve certain risks and uncertainties, including, but not limited to, the following risks related to our financial and operational performance: general economic conditions; our ability to execute our business plan, including whether our drilling program is successful; changes in oil, natural gas and natural gas liquids prices and the demand for oil, natural gas and natural gas liquids; our ability to replace reserves and efficiently develop our current reserves; our costs of operations, delays and other difficulties related to producing oil, natural gas and natural gas liquids; our ability to make acquisitions on economically acceptable terms; availability of sufficient capital to execute our business plan, including from our future cash flows, increases in our borrowing base, joint venture partners and otherwise; weather and environmental conditions; and other important factors which could cause actual results to differ materially from those anticipated or implied in the forward-looking statements. For further discussions of risks and uncertainties, you should refer to Matador's SEC filings, including the "Risk Factors" section of Matador's Annual Report on Form 10-K for the year ended December 31, 2011. Matador undertakes no obligation and does not intend to update these forward-looking statements to reflect events or circumstances occurring after the date of this presentation, except as required by law. You are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date of this presentation. All forward-looking statements are qualified in their entirety by this cautionary statement.

Cautionary Note – The Securities and Exchange Commission (SEC) permits oil and gas companies, in their filings with the SEC, to disclose only proved, probable and possible reserves. Potential resources are not proved, probable or possible reserves. The SEC's guidelines prohibit Matador from including such information in filings with the SEC.



Company Summary

Matador History

Predecessor Entities

Foran Oil & Matador Petroleum

- Founded by Joe Foran in 1983
- Foran Oil funded with $270,000 in contributed capital from 17 friends and family members
- Sold to Tom Brown, Inc.(1) in June 2003 for an enterprise value of $388 million in an all-cash transaction

Matador Today

Matador Resources Company

- Founded by Joe Foran in 2003 with a proven management and technical team and board of directors
- Grown through the drill bit, with focus on unconventional reservoir plays, initially in Haynesville
- In 2008, sold Haynesville rights in approximately 9,000 net acres to Chesapeake for approximately $180 million; retained 25% participation interest, carried working interest and overriding royalty interest
- Relatively early in the play, redeployed capital into the Eagle Ford, acquiring over 30,000 net acres for approximately $100 million, most in 2010 and 2011
- Capital spending focused on developing Eagle Ford and transition to oil
- IPO in February 2012 (NYSE: MTDR) had net cash proceeds of approximately $136.6 million

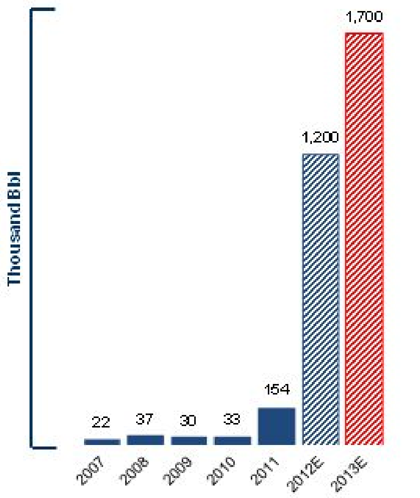
(1) Tom Brown purchased by Encana in 2004

Investment Highlights

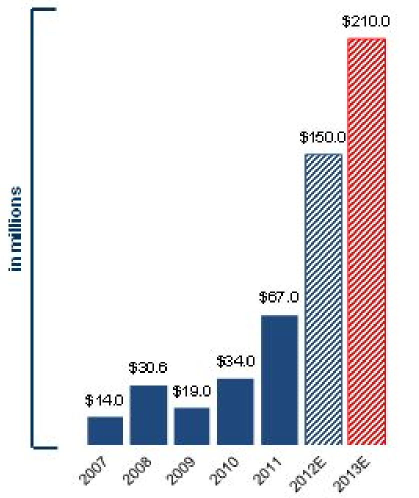
- **Strong Financial Position and Prudent Risk Management**
- **High Quality Asset Base in Attractive Areas**
  - Eagle Ford provides immediate oil-weighted value and upside
  - Expanding acreage position in Delaware Basin in West Texas
  - Other key assets provide long-term option value on natural gas, with Haynesville, Bossier and Cotton Valley assets all essentially held by production (HBP)
- **Proven Management and Technical Team and Active Board of Directors**
  - Management averaging over 25 years of industry experience
  - Board with extensive industry experience and expertise as well as significant company ownership
  - Strong record of stewardship for over 28 years
- **Strong Growth Profile with Increasing Focus on Oil / Liquids**
  - Oil production up almost five-fold in 2011 and projected to increase approximately eight-fold in 2012
  - 2013E capital expenditure program focused on oil and liquids exploration and development

Matador's Continued Growth

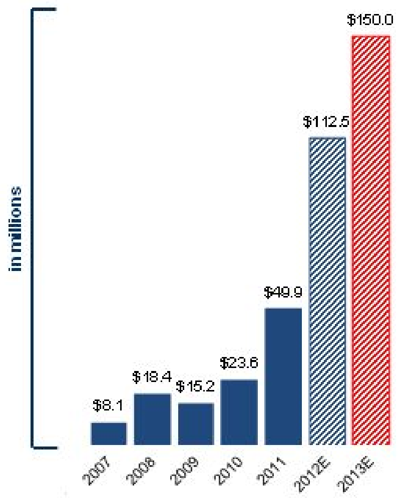
TOTAL OIL PRODUCTION [1]



TOTAL OIL AND NATURAL GAS REVENUES

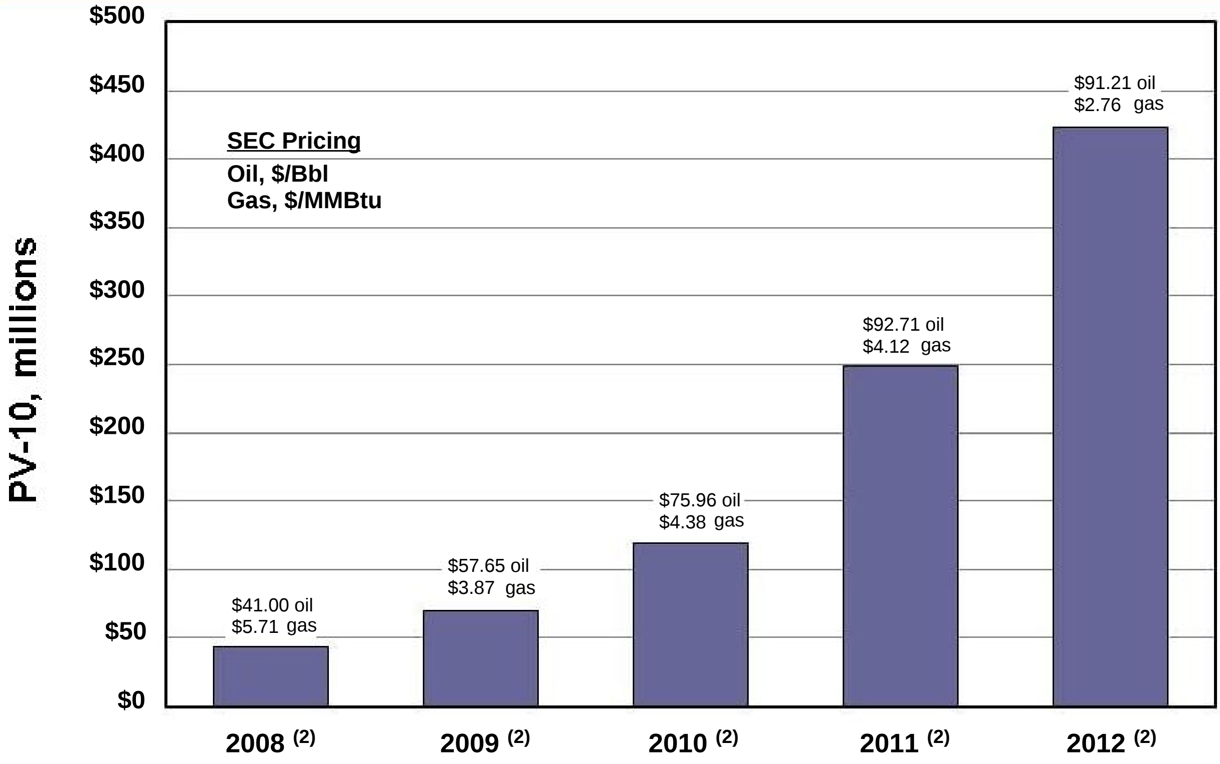


ADJUSTED EBITDA [2]



(1) 2013E Total Oil Production at the mid-point of 2013 guidance of estimated total oil production of 1.6 to 1.8 million barrels
(2) Adjusted EBITDA is a non-GAAP financial measure. For a definition of Adjusted EBITDA and a reconciliation of Adjusted EBITDA to our net (loss) income and net cash provided by operating activities, see Appendix

Growth in PV-10[1] from Proved Reserves



(1) PV-10 is a non-GAAP measure. For a reconciliation of Standardized Measure (GAAP) to PV-10 (non-GAAP), please see Appendix
(2) At December 31 of each respective year



Key Operating Areas

Eagle Ford

South Texas

Eagle Ford and Austin Chalk Overview

Proved Reserves @ 12/31/12	**14.3 Million BOE[(1)]**
% Proved Developed	46%
% Oil / Liquids	72%
Daily Oil Production[(2)]	**3,259 Bbl/d**
Gross Acres[(3)]	**44,326 acres**
Net Acres[(3)]	**29,555 acres**
Eagle Ford[(3)(4)]	29,555 acres
Austin Chalk[(3)(4)]	17,317 acres
2013E Anticipated Drilling	**27.4 net wells**
2013E CapEx Budget	**$242.7 million**

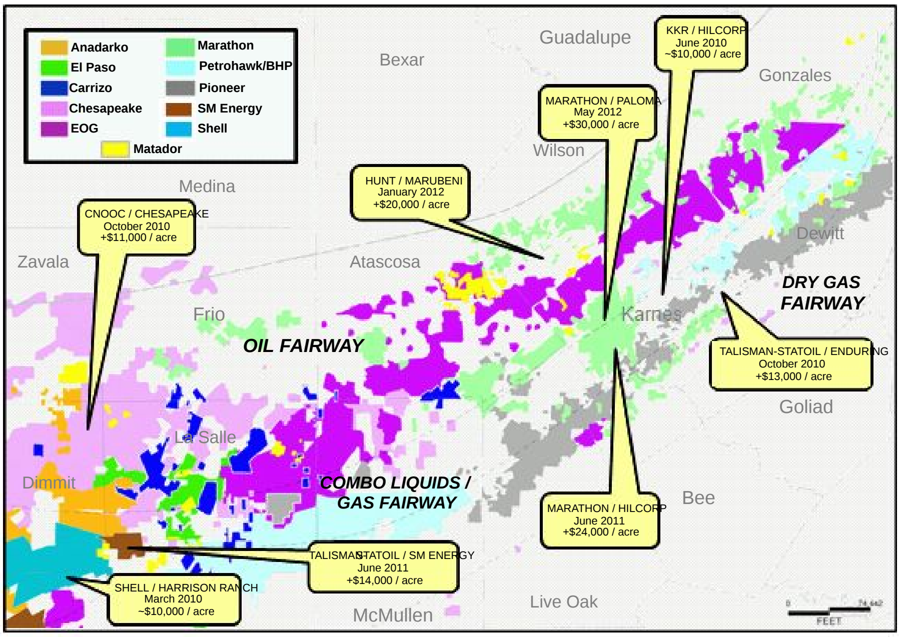
- Acreage positioned in some of the most active counties for Eagle Ford and Austin Chalk (including "Chalkleford")
- Two rigs running, primarily focused on oil and liquids
- 2013E capital expenditure program focused on oil and liquids exploration and development

(1) Compared to 4.7 Million BOE Proved Reserves at December 31, 2012
(2) Estimated average daily oil production for year ended December 31, 2012 compared to 331 Bbl/d for year ended December 31, 2011
(3) As of November 30, 2012
(4) Some of the same leases cover the net acres shown for Eagle Ford and Austin Chalk. Therefore, the sum for both formations is not equal to the total net acreage

Eagle Ford Properties are in Good Neighborhoods

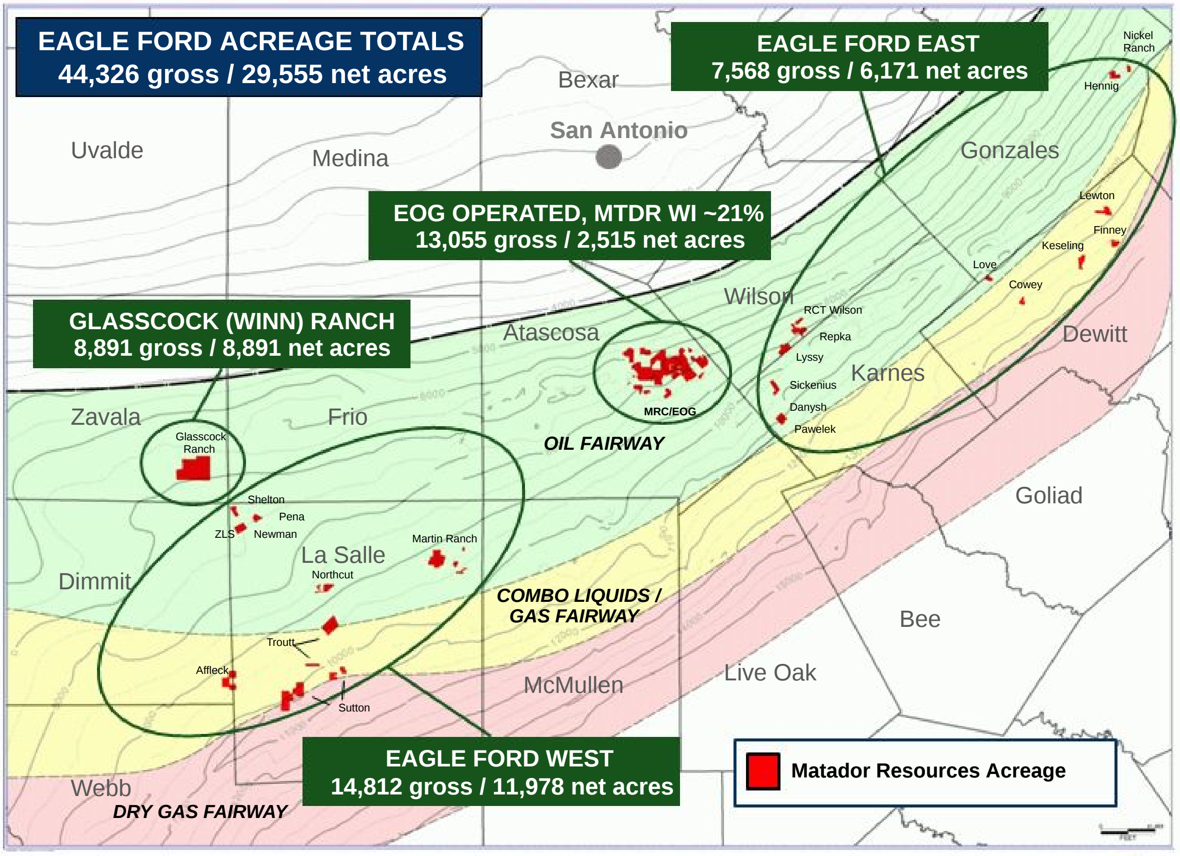
Highlights

- Matador's acreage in counties with robust transaction activity – "good neighborhoods"
- Transaction values ranging from $10,000 to $30,000 per acre
- Matador's Eagle Ford position approximately 30,000 net acres
- Acreage in both the eastern and western areas of the play
- Approximately 90% of acreage in prospective oil and liquids windows
- Acreage offers potential for Austin Chalk, Buda, Pearsall and other formations
- Good reputation with land and mineral owners



Note: All Matador acreage as of November 30, 2012 and all other acreage based on public information

Eagle Ford Properties



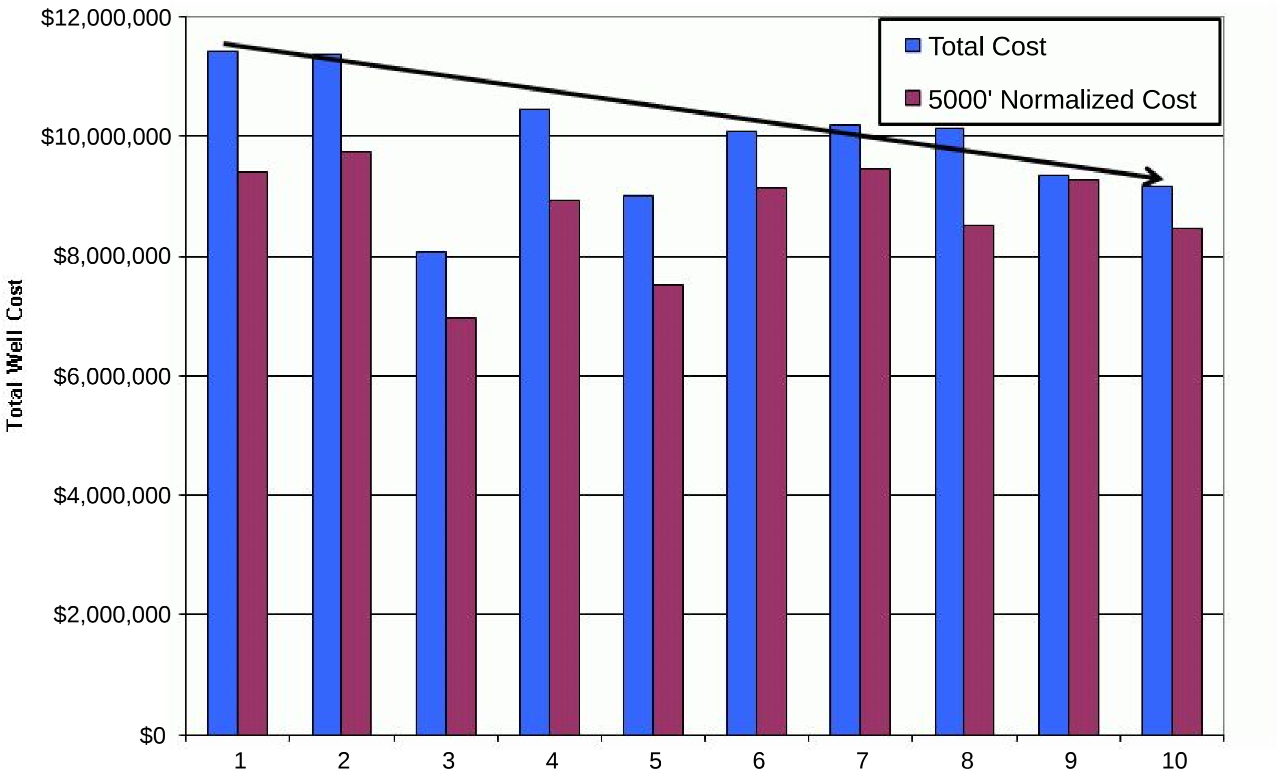
Note: All acreage as of November 30, 2012

2012 Operated Eagle Ford Completion Results – 24 Hour IP Tests

Well Name	County	Completion Date	Perforated Length[1] Total (ft.)	Top Perf[2] (ft.)	Frac Stages	Oil IP[3][4] (Bbl/day)	Gas IP[3][4] (Mcf/day)	Oil Equiv IP[5] (BOE/day)	Choke (inch)	Pressure (psi)
2012 Wells										
Martin Ranch A 8H	La Salle	1/28/2012	6,092	9,559	21	1,089	831	1,228	26/64	1,750
Martin Ranch A 6H	La Salle	2/8/2012	6,509	9,550	22	689	1,714	975	26/64	1,650
Martin Ranch A 7H	La Salle	2/12/2012	4,902	9,502	17	609	481	689	26/64	1,040
Martin Ranch B 4H	La Salle	2/18/2012	3,801	9,701	13	595	968	756	26/64	1,320
Matador Sickenius Orca 1H	Karnes	3/16/2012	5,712	10,897	19	785	540	875	26/64	820
Northcut A 1H	La Salle	3/23/2012	4,446	9,209	15	583	592	682	26/64	1,000
Matador Danysh Orca 1H	Karnes	4/1/2012	4,962	11,537	17	1,012	1,126	1,200	26/64	1,175
Northcut A 2H	La Salle	5/1/2012	4,503	9,273	15	758	761	885	24/64	950
Matador Pawelek Orca 1H	Karnes	6/5/2012	6,103	11,231	20	670	739	793	16/64	2,510
Matador Pawelek Orca 2H	Karnes	6/7/2012	6,202	11,240	28	861	755	987	16/64	2,460
Matador Danysh Orca 2H	Karnes	6/10/2012	5,115	11,331	17	750	746	874	16/64	2,675
Glasscock Ranch 1H	Zavala	6/27/2012	5,352	7,166	18	307	0	307	pump	140
Matador K. Love Orca 1H	DeWitt	8/10/2012	5,077	13,048	17	1,793	2,171	2,155	16/64	5,280
Matador K. Love Orca 2H	DeWitt	8/11/2012	4,871	12,830	17	1,757	2,126	2,111	16/64	5,900
Northcut B 2H	LaSalle	9/6/2012	4,777	9,131	16	410	315	463	16/64	1,175
Northcut B 1H	LaSalle	9/12/2012	4,798	9,085	16	423	169	451	16/64	1,500
Matador Sickenius Orca 2H	Karnes	9/16/2012	5,982	10,829	25	851	556	944	16/64	2,000
Martin Ranch A 12H	LaSalle	10/4/2012	4,897	9,507	21	640	1,955	966	16/64	1,680
Matador K. Love Orca 4H	DeWitt	11/4/2012	4,012	12,611	14	1,509	841	1,649	16/64	4,900
Matador K. Love Orca 3H	DeWitt	11/6/2012	4,777	12,787	16	1,456	1,585	1,720	16/64	4,775
Martin Ranch B 13H	LaSalle	11/22/2012	5,364	9,476	23	519	162	546	14/64	2,125
Martin Ranch B 9RH	LaSalle	11/25/2012	5,364	9,428	23	482	240	522	14/64	2,000
Frances Lewton 2H	DeWitt	12/5/2012	6,277	13,072	21	1,178	4,203	1,879	14/64	6,150
Matador Cowey Orca 1H	DeWitt	12/9/2012	3,332	13,593	13	580	3,325	1,134	12/64	8,000
Northcut A 4H	LaSalle	12/18/2012	4,592	9,069	16	395	139	418	14/64	1,580
Average			**5,113**		**18.4**	**828 Bbl/day**	**1,082 Mcf/day**	**1,008 BOE/day**		

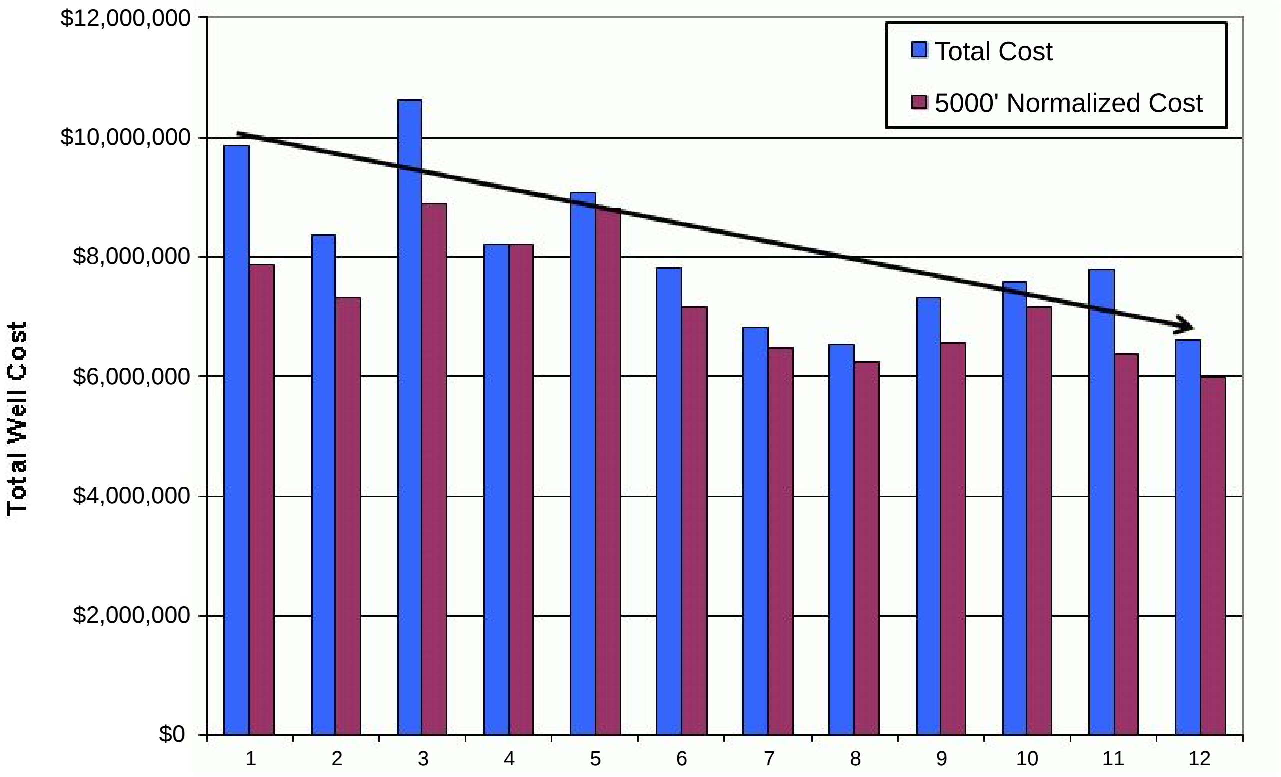
1) Total length of perforated lateral from the first perforation to the last perforation
2) Top perf is measured depth
3) Rates as reported or to be reported to the Texas Railroad Commission via W-2 or G-1 form
4) Rates are based on actual, stabilized, 24 hour production on a constant choke size
5) Oil equivalent rates are based on a 6:1 ratio of six Mcf gas per one Bbl oil

Eagle Ford Well Costs Declined During 2012 – Eastern Acreage



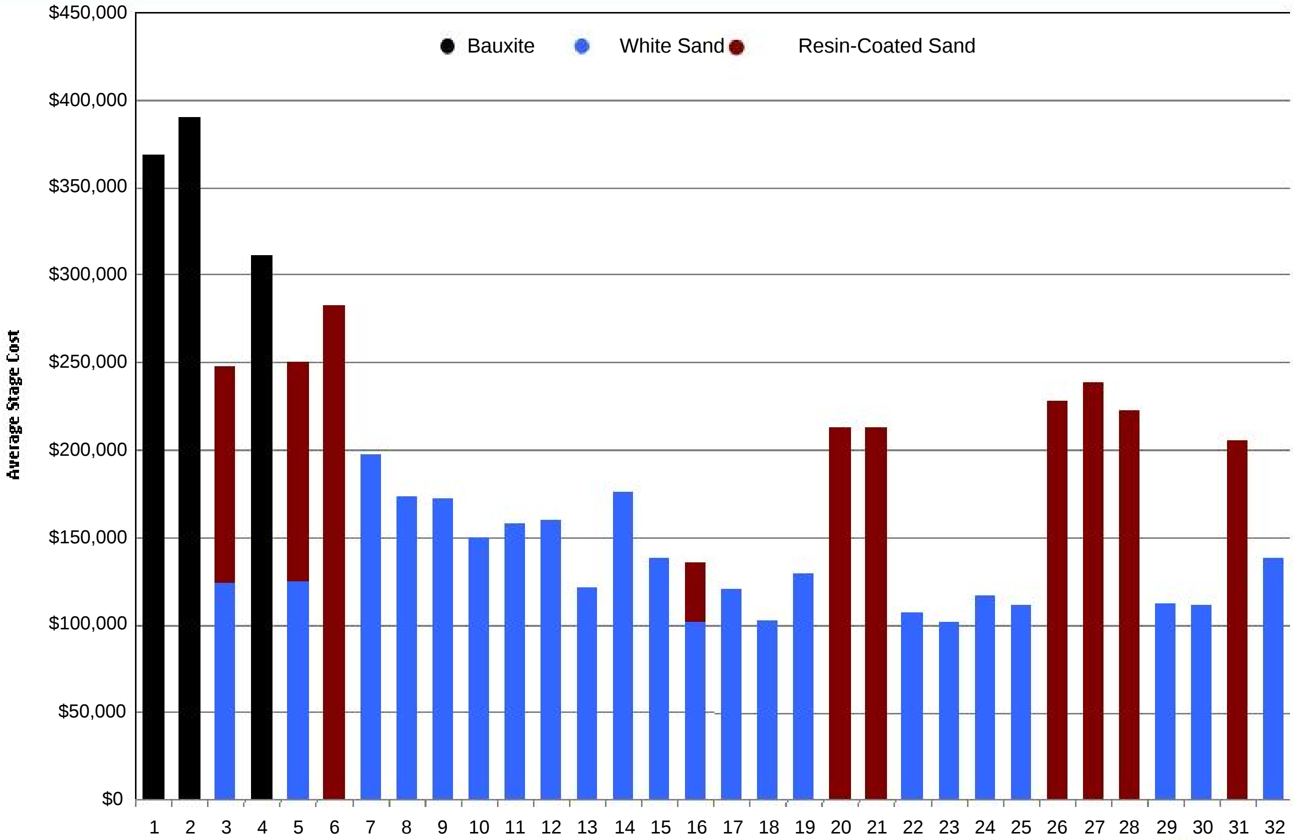
Note: Wells are displayed in chronological order. Wells drilled and completed using two casing strings. Well drilling and completions costs only; costs do not include pipelines and lease facilities.

Eagle Ford Well Costs Declined During 2012 – Western Acreage



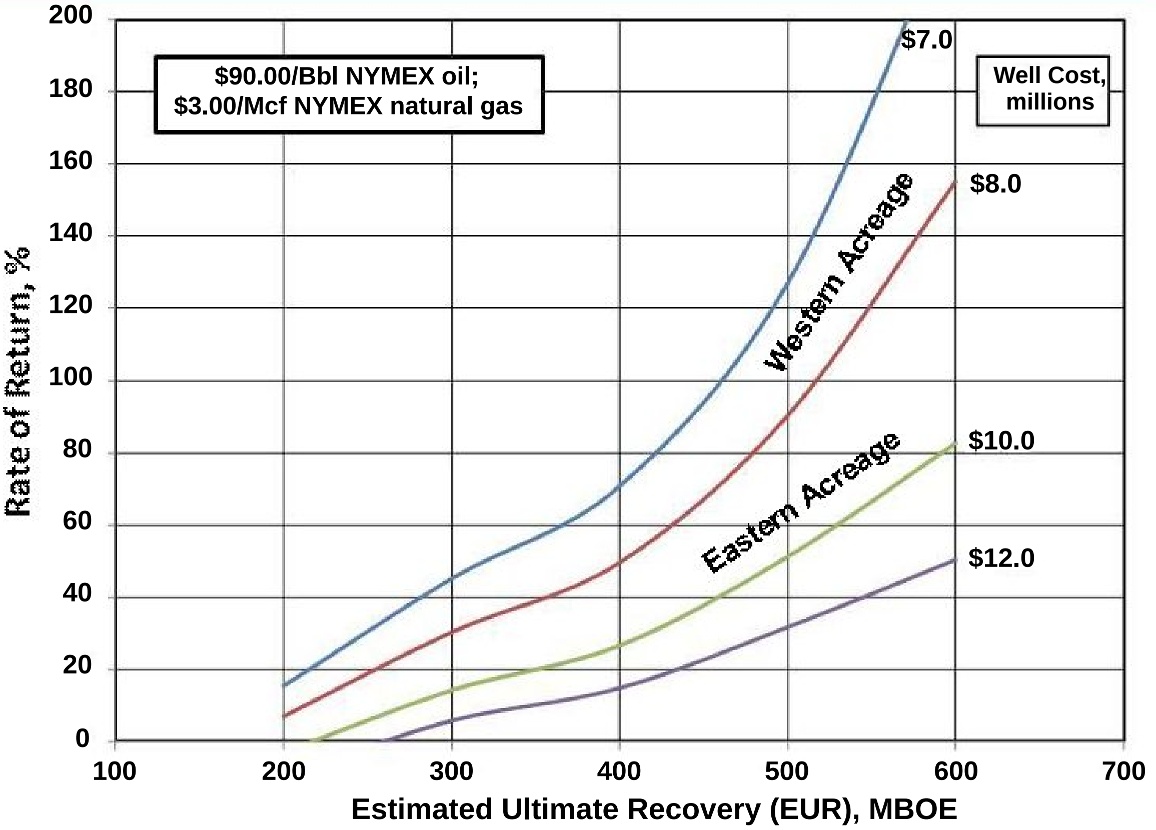
Note: Wells are displayed in chronological order. Wells drilled and completed using two casing strings. Well drilling and completions costs only; costs do not include pipelines and lease facilities.

Average Frac Stage Cost per Well



Note: Wells are displayed in chronological order; includes all Matador operated wells drilled and completed through December 31, 2012

Eagle Ford Well Estimated ROR as a Function of EUR and Well Cost

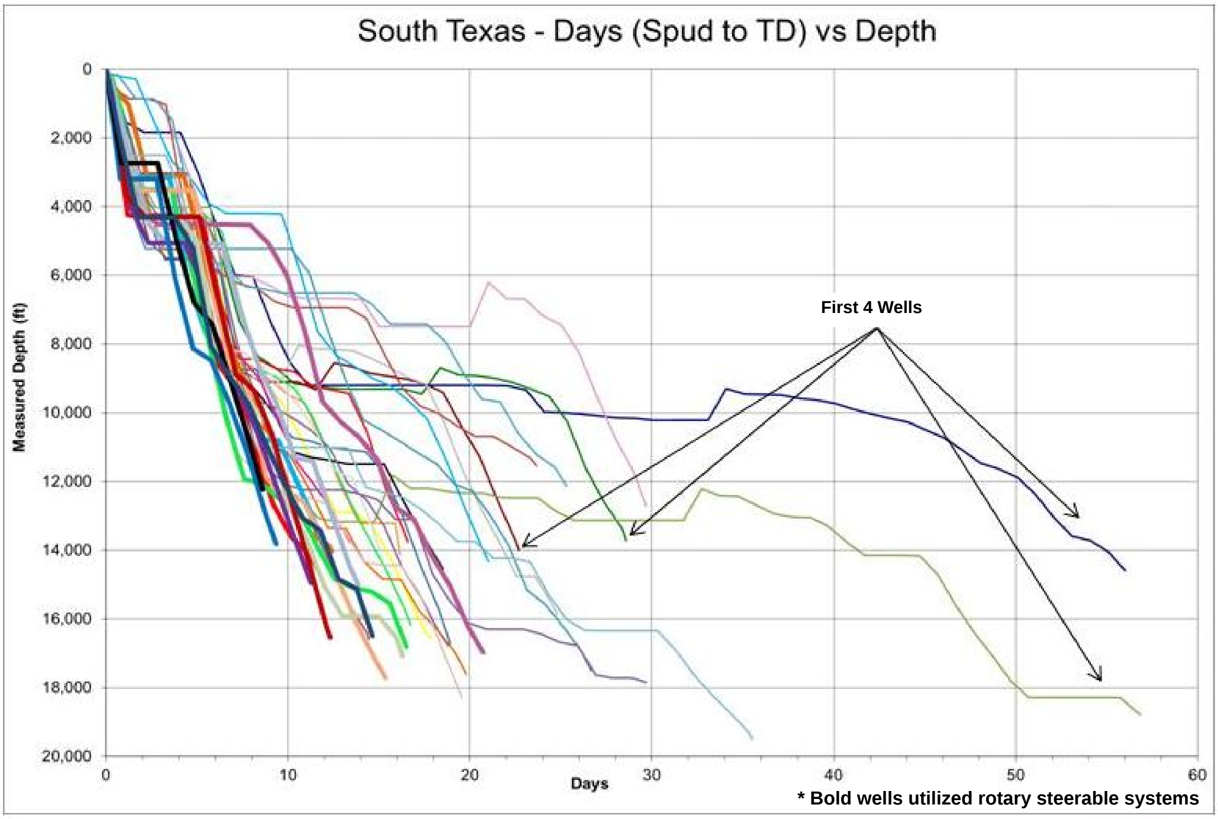


Note: Individual well economics only. NGL price differential +$2.50/Mcf. Oil price differential +$4.30/Bbl.

Technical Advancements in the Eagle Ford

- **Rotary Steerable Tools**
  - Drilling time in curve and lateral reduced by two days
  - Measurement While Drilling (MWD) telemetry closer to drill bit
    - Improves ability to stay in “sweet-spot”
    - Removes sumps and high-angle curves
- **Improved frac design**
  - Increases Stimulated Rock Volume (SRV)
    - Tighter fracture spacing (25% more fractures than previous design)
    - 35 Bbl/ft. frac fluid (75% increase from previous design)
  - Zipper Fracs (simultaneous frac operations)
    - Daily fixed cost reduced by 20%
    - Increases drainage efficiency
- **Choke size reduction**
  - Delays effects of pressure-dependent formation permeability
    - Increases Estimated Ultimate Recovery (EUR)
    - Delays installation of artificial lift
  - Lowers bottom-hole pressure differential
    - Mitigates damage to proppant pack
- **Artificial lift**
  - Pumping units with pump-off controllers on low-gas/oil ratio (GOR) wells
  - Gas-lift valves on high-gas/oil ratio (GOR) wells
  - Electric Submersible Pumps (ESP) to accelerate unloading frac fluids

Drilling Times and Efficiencies



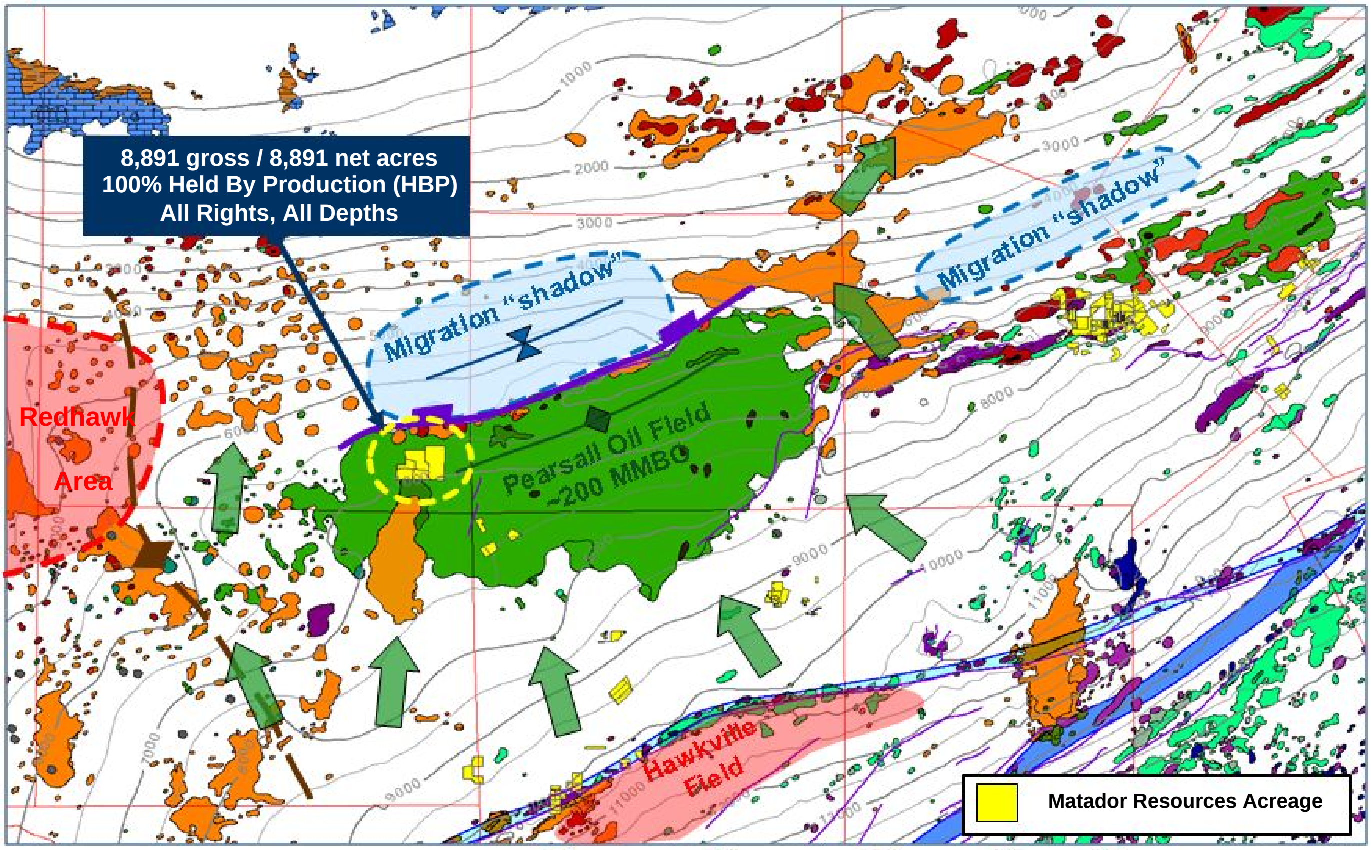
Note: As of January 25, 2013



Zavala County

Eagle Ford & Pearsall Trend

South Texas Multi-Pay Petroleum Systems: Upside Potential in Zavala County

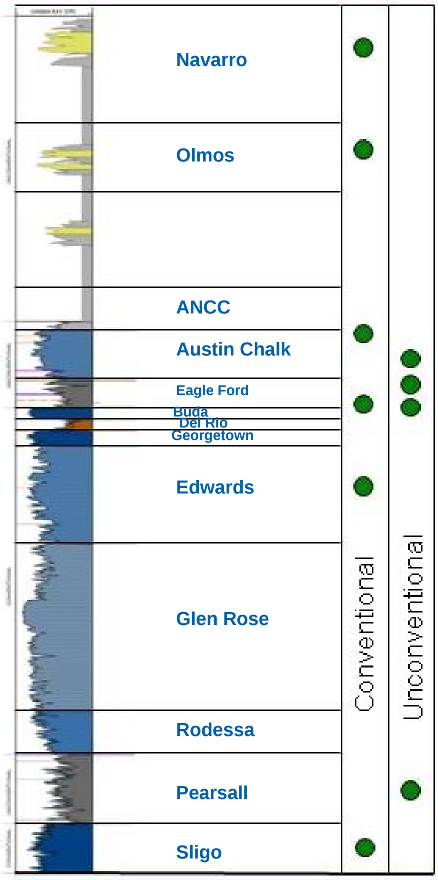


Note: All acreage as of November 30, 2012

Note: Information for Pearsall Oil Field sourced from public information

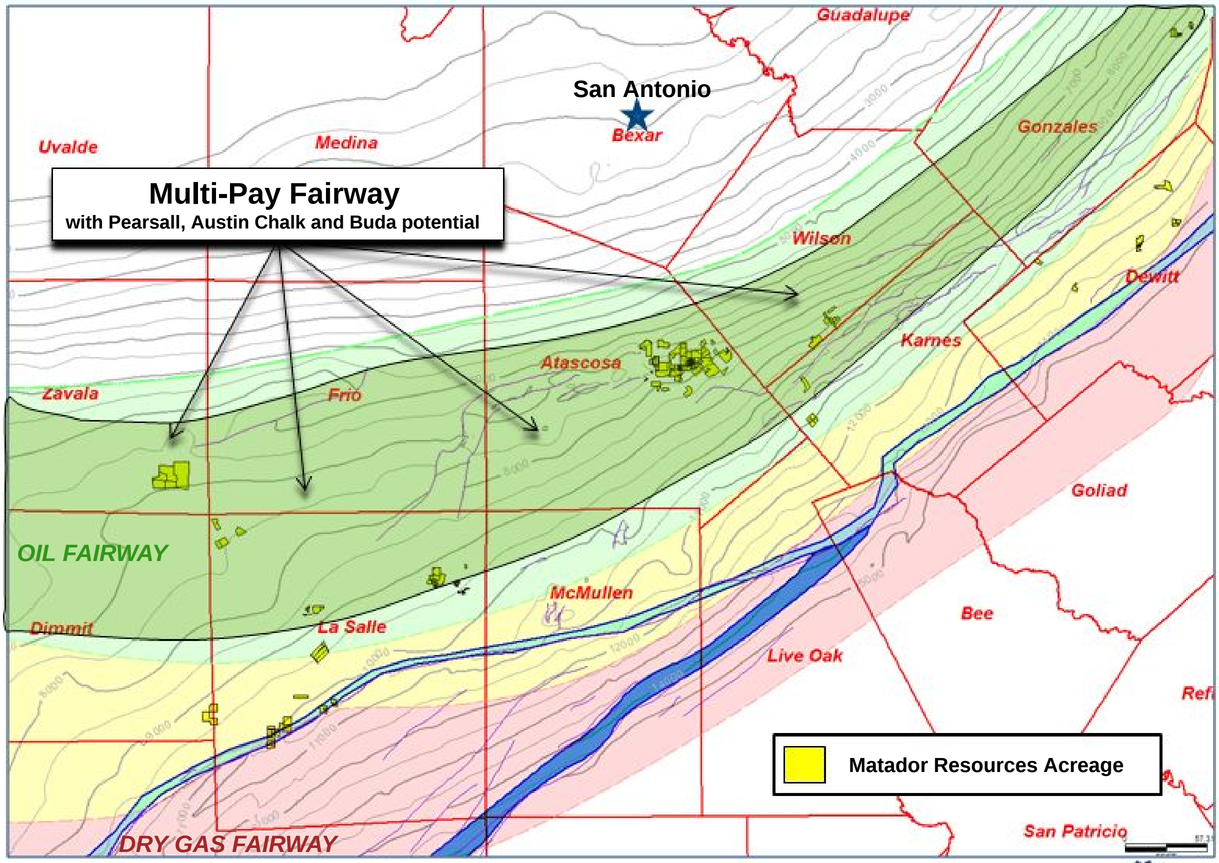
Oil and Gas Fields: Olmos/Navarro, Austin Chalk, Edwards, Buda, Wilcox

Multi-Pay Fairway: Productive and Prospective Pay Zones



- **Historic Conventional Zones**
  - Olmos-Navarro
    - Gas and oil fields in shallow section
  - Austin Chalk
    - Upper Austin horizontal drilling
    - Fractured reservoir
  - Buda
    - Primarily productive on structure
    - Fractured reservoir
  - Edwards
    - Productive on structure
- **"New" Unconventional Zones**
  - "Chalkleford" *(Eagle Ford / Austin Chalk transition zone)*
    - Recent results in Pearsall Field from other operators are positive
  - Eagle Ford
    - Lower costs combined with better completion techniques have improved initial results in northern oil window
  - Horizontal Buda Drilling
    - Exploratory play developing to exploit fracturing within the Buda both on and off structure
  - Pearsall Shale
    - Exploratory play, initial test wells now being drilled

Emerging Multi-Pay Area in Eagle Ford Oil Fairway and MTDR Acreage



Note: All acreage as of November 30, 2012

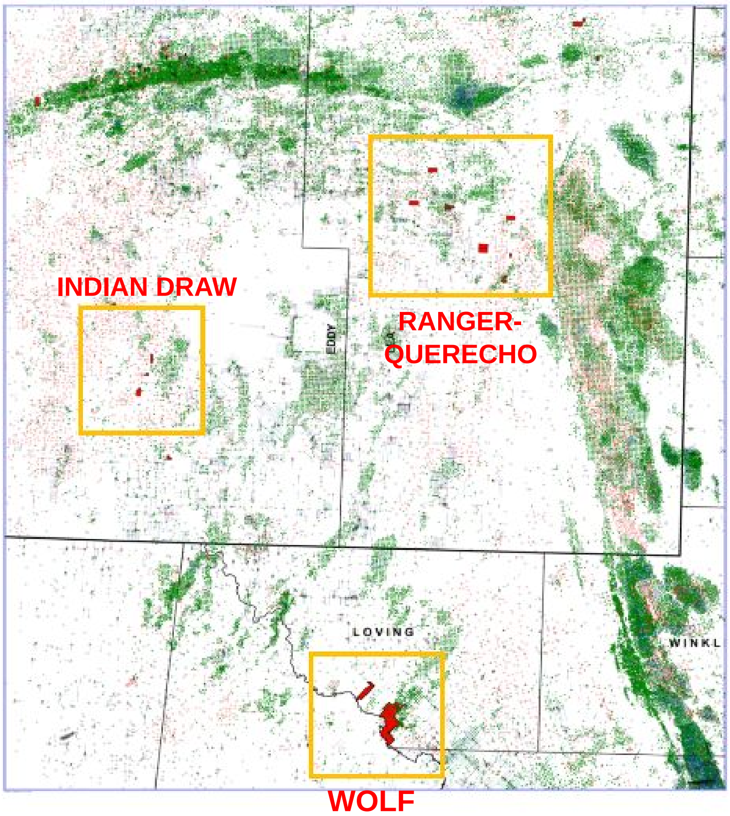
Matador
RESOURCES COMPANY

Key Operating Areas

Delaware Basin

Southeast New Mexico and West Texas

Southeast New Mexico / West Texas

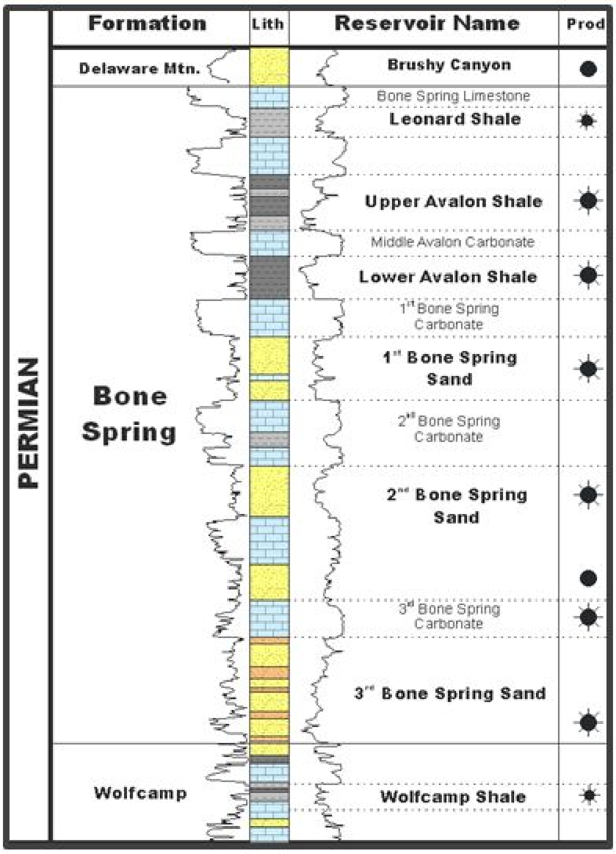


Matador Today	
Gross Acres(1)	**15,860 acres**
Net Acres(1)	**7,638 acres**

- Foothold of existing production and reserves
- On August 10, 2012, acquired approx. 4,900 gross and 2,900 net acres prospective for the Wolfbone play in the Delaware Basin in Loving County, Texas.

(1) As of November 30, 2012

Wolfbone Play in the Delaware Basin (West Texas) Stratigraphic Column



Horizontal Targets

Avalon Shale

Depth: 7,900' – 8,300' (Oil Window)
Density Porosity: 12-14%
Thickness: 300-500 ft.
Normal Pressure (0.45 psi/ft.)
Total Organic Carbon (TOC) 5-8%
XRD: 15-20% clay and 40-60% silica
IP: 100-270 Bbl/d 200-1,200 Mcf/d

1st 2nd 3rd Bone Spring

Depth: 8,500' – 10,600' (Oil Window)
Density Porosity: >10%
Thickness: 10-100 ft.
Normal Pressure (0.45 psi/ft.)
IP: 10-600 Bbl/d 500-2,500 Mcf/d

Upper Wolfcamp

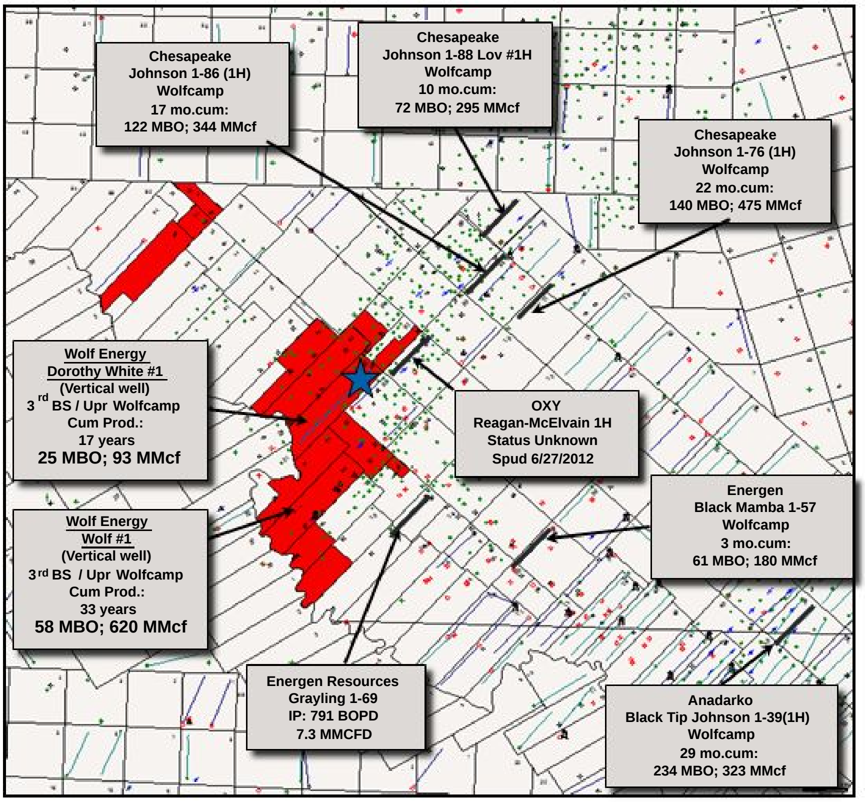
Depth: 10,500' – 10,600' (Oil Window)
Density Porosity: >10%
Thickness: 280-350 ft.
Geopressure (0.7psi/ft.)
IP: 121-900 Bbl/d 250-3,300 Mcf/d

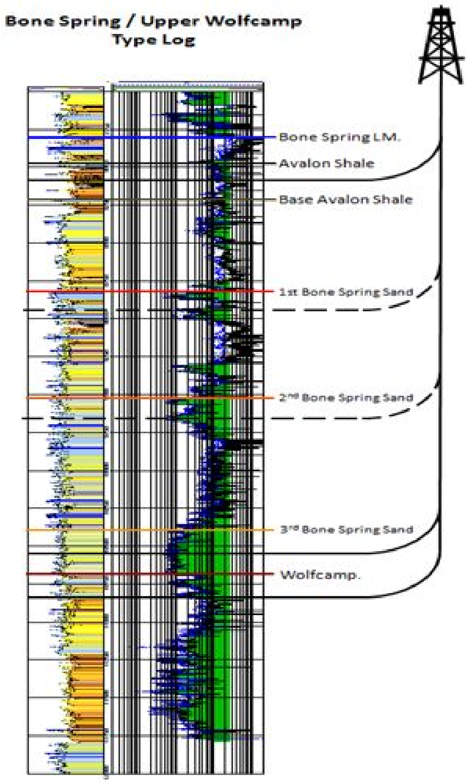
Middle Wolfcamp

Depth: 11,500' – 12,000'
Density Porosity: 12-15%
Thickness: 200-300 ft.
Geopressure (0.7psi/ft.)
Total Organic Carbon (TOC) 2-4%

Note: Information from public sources

Wolf Leasehold: Proposed Wolfbone Multi-Zone Exploration Program and Surrounding Results

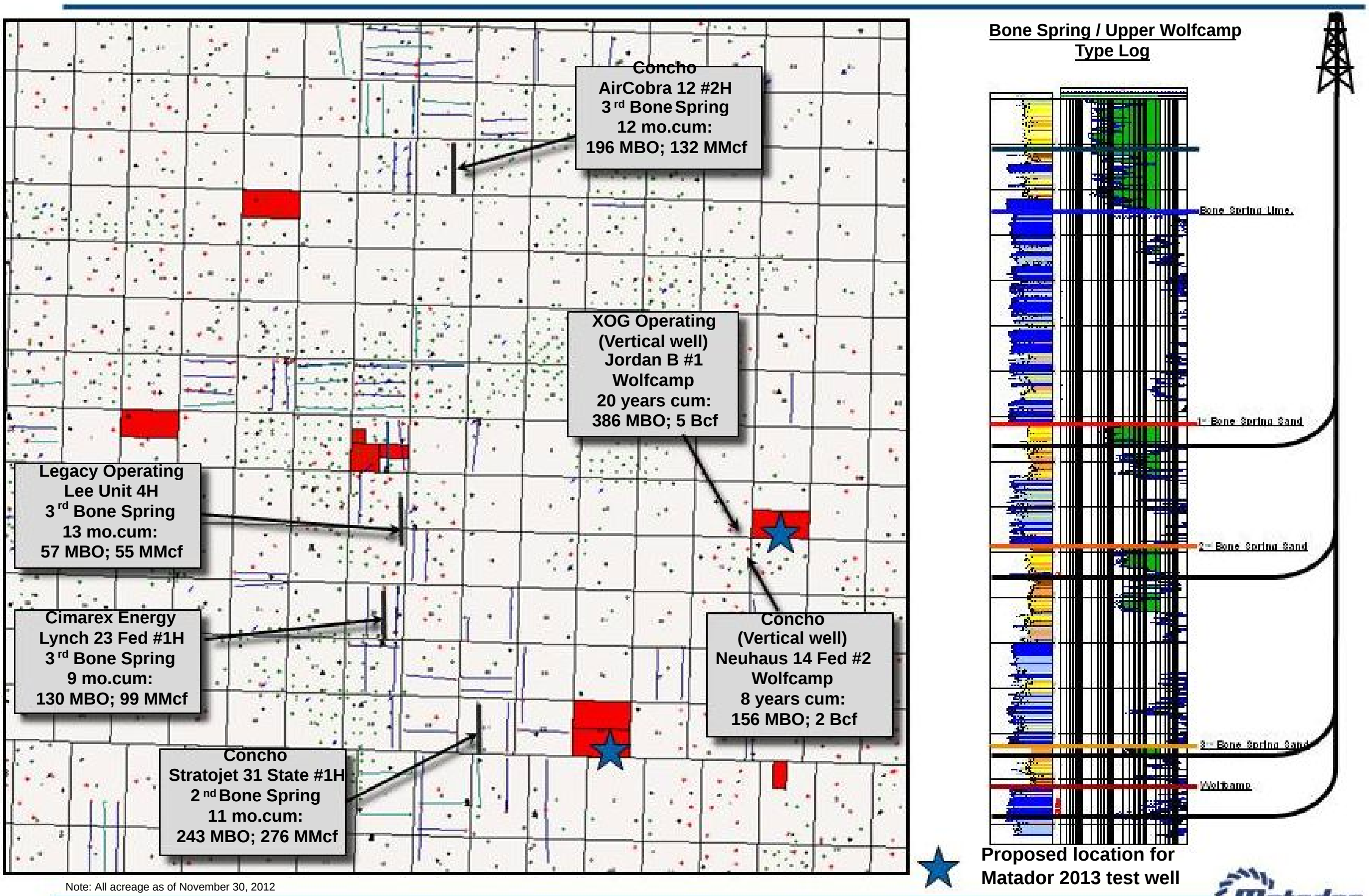




Proposed location for Matador 2013 test well

Note: All acreage as of November 30, 2012

Ranger Prospect Area: Proposed Wolfbone Multi-Zone Exploration Program and Surrounding Results



Note: All acreage as of November 30, 2012

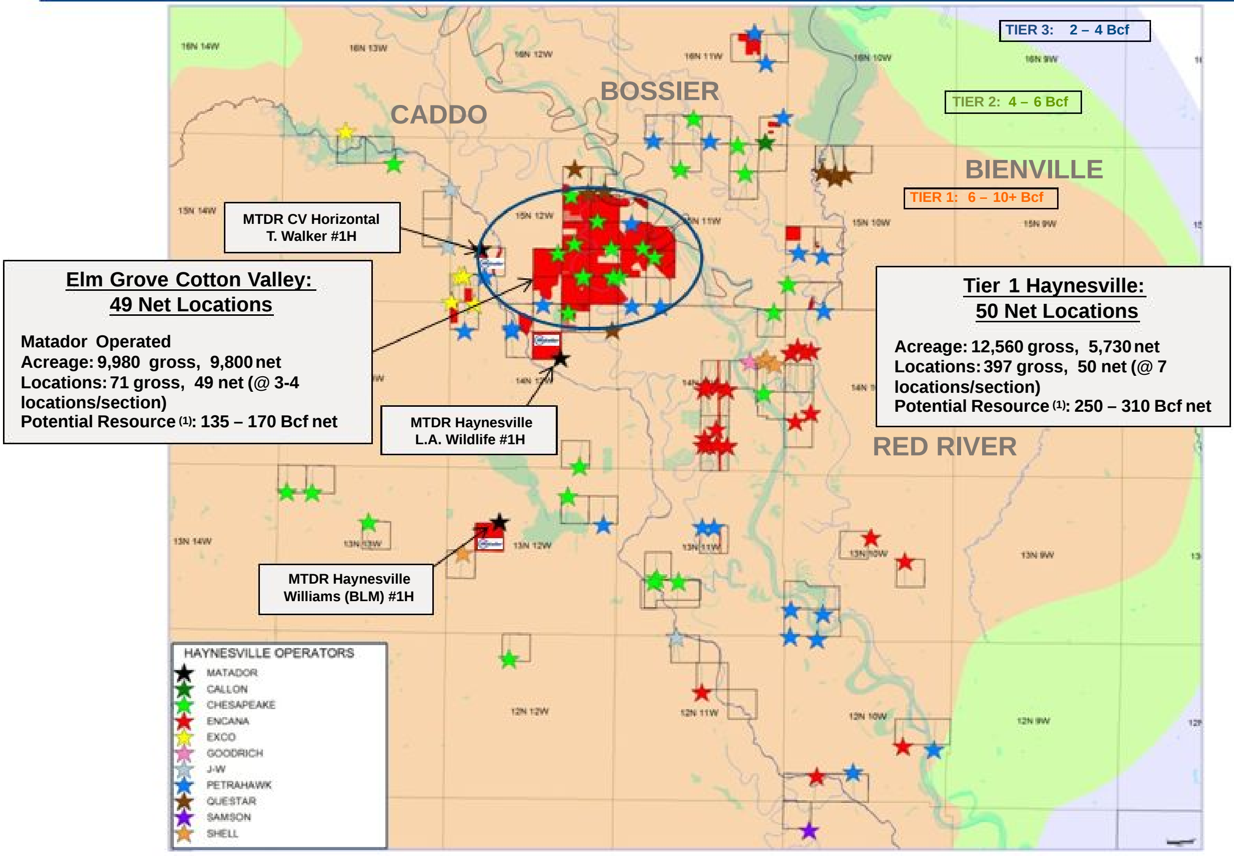


Key Operating Areas

Haynesville & Cotton Valley

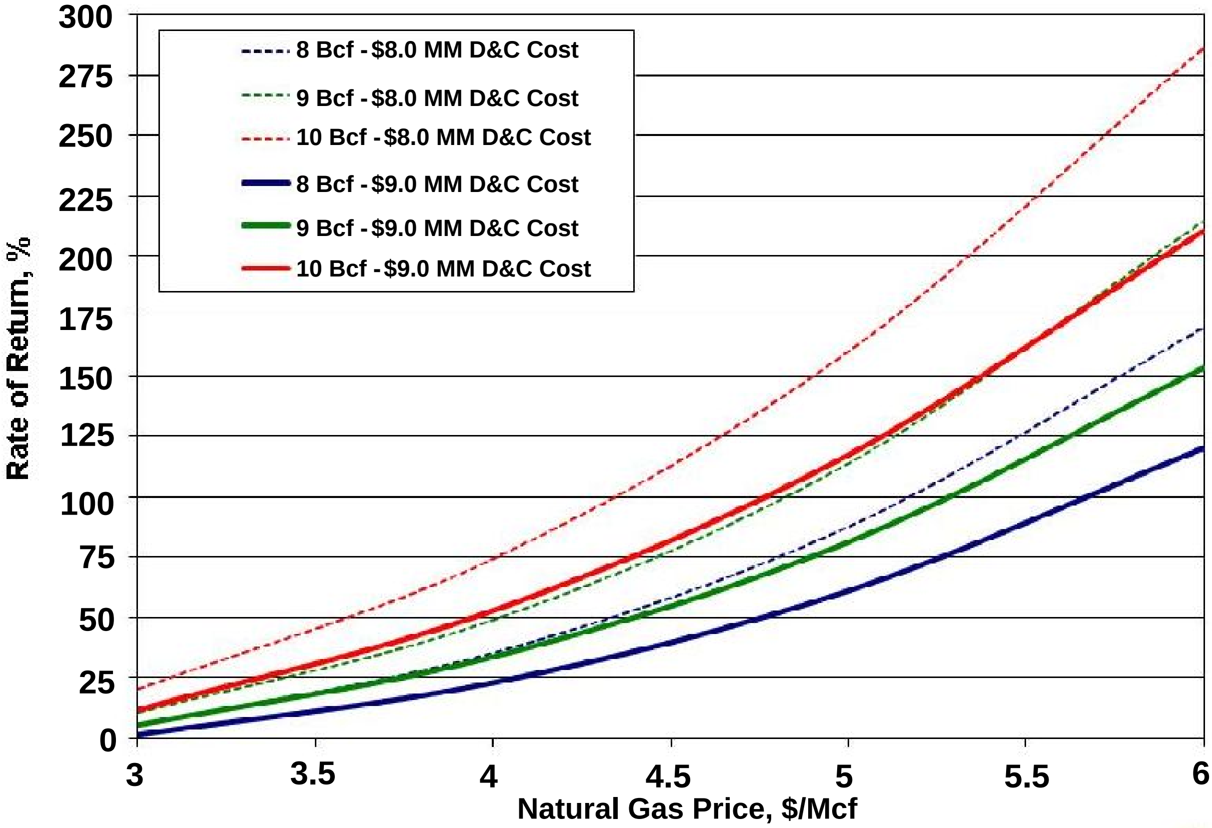
Northwest Louisiana and East Texas

Tier 1 Haynesville and Elm Grove Cotton Valley Acreage Positions – Almost all prospective Haynesville acreage is HBP



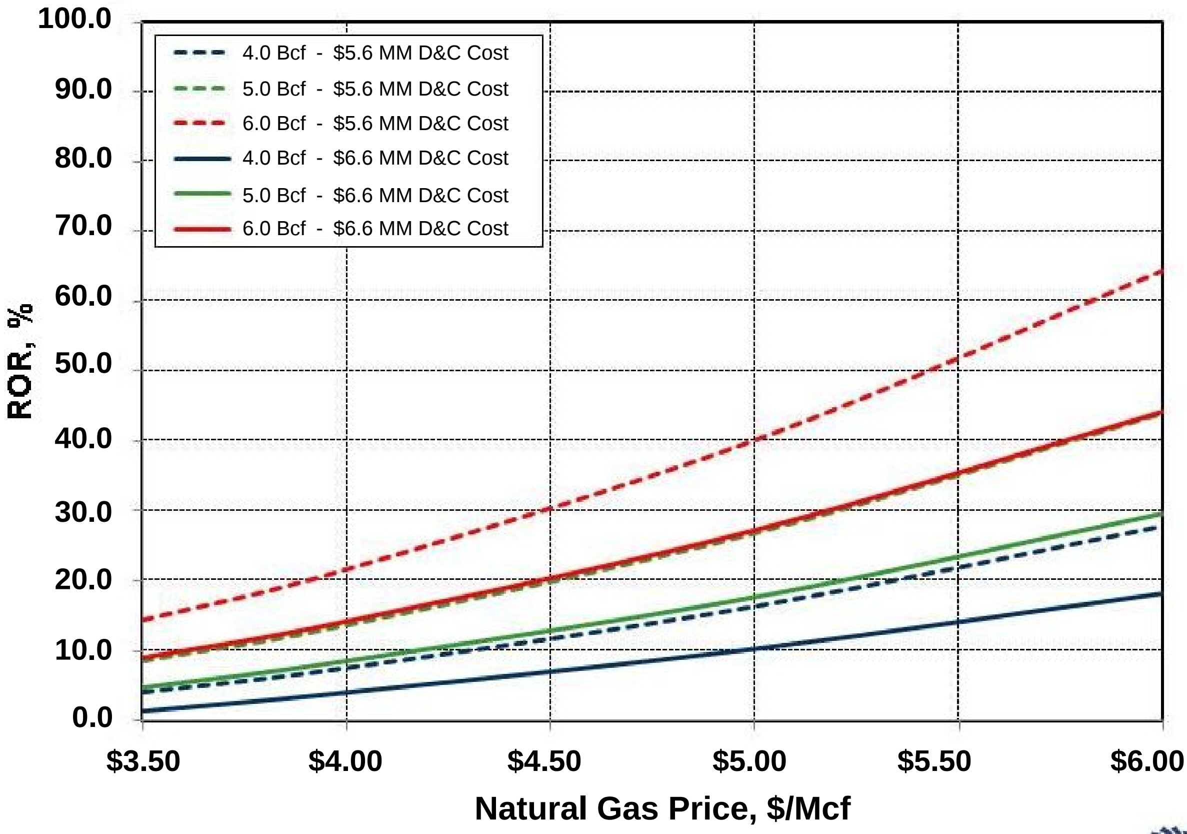
(1) Potential resource should not be considered proved natural gas reserves. Potential resource may be converted to proved natural gas reserves as a result of successful drilling operations and higher natural gas prices
Note: Matador does not include any of this potential resource in its proved natural gas reserves at September 30, 2012
Note: All acreage as of November 30, 2012

Haynesville Well Economics – Tier 1 Area



Note: Individual well economics only. D&C cost = drilling and completion cost. Natural gas price differential = ($0.85)/Mcf.

Cotton Valley Horizontal Well Economics



Note: Individual well economics only. D&C cost = drilling and completion cost. Natural gas price differential = (10%)

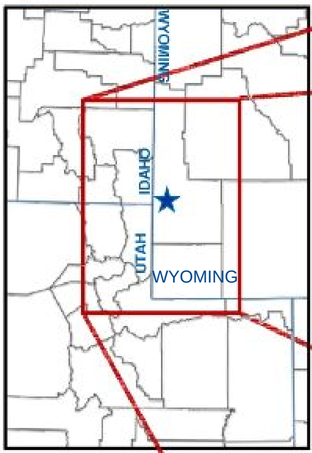


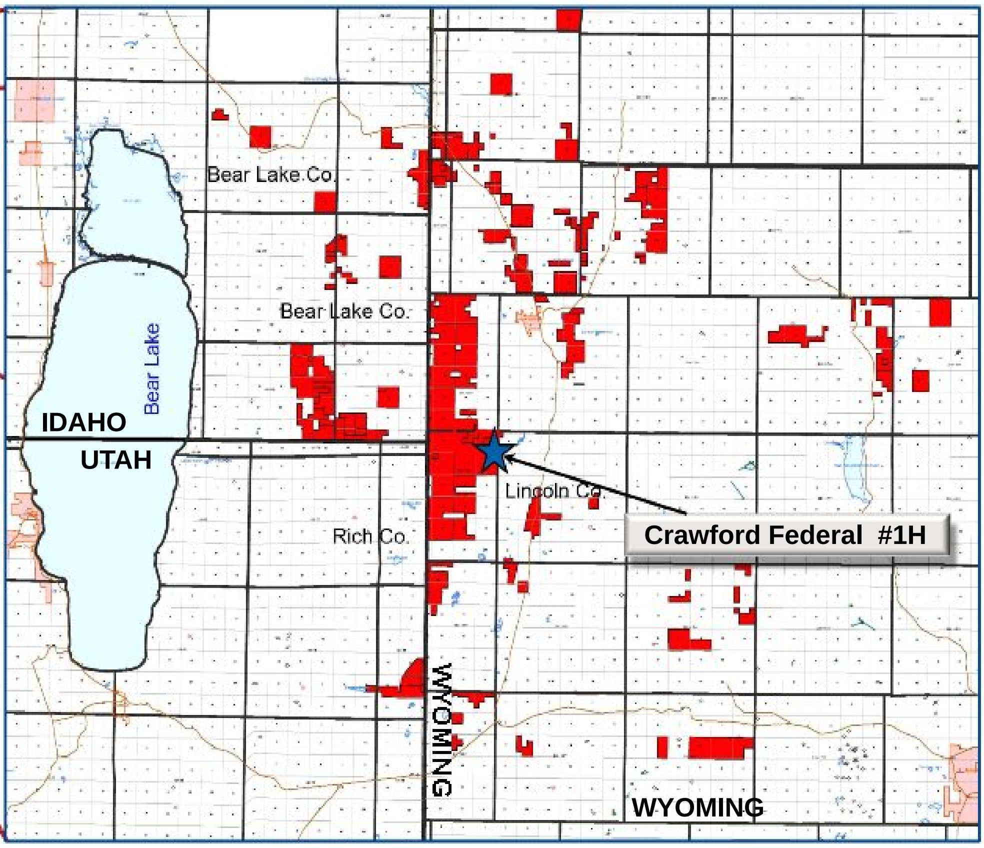
Key Operating Areas

Gracie

Wyoming, Utah and Idaho

Matador Gracie Project Total Prospect Acreage





54,450 gross acres

26,908 net acres

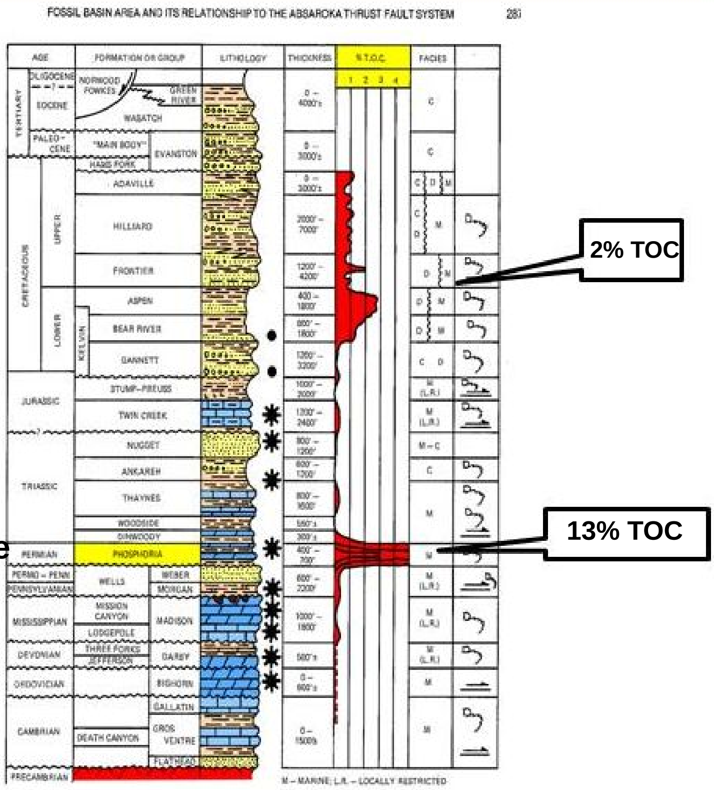
- **Crawford Federal #1H completion scheduled for summer 2013**

Note: All acreage as of November 30, 2012

Southwest Wyoming Stratigraphy and Target Zones

Cretaceous Shales

Meade Peak Shale



Lamberson, Paul, 1982, The Fossil Basin and its Relationship to the Absaroka Thrust System, Wyoming and Utah, RMAG

Crawford Federal #1:

- Drilled straight hole in late 2011
- Encountered 161' Meade Peak with 46' of main pay
- Recovered 50' conventional core across pay zone
- TOC_{ave} 4.52% (Maximum 14.2%)
- Thermally mature: Ro 1.69%
- Porosity Average: 3.0–5.0%
- Micro-Darcy Permeability

Matador
RESOURCES COMPANY



2013 Capital Investment Plan

2013 Capital Investment Plan Highlights

- **2013 projected capital expenditures of approximately $310 million**
  - Drill and complete or participate in 48 gross/31.3 net wells in 2013
    - Including 31.0 gross/25.8 net Eagle Ford Shale and 3.0 gross/3.0 net Bone Spring/Wolfcamp
    - Also, includes 3.0 gross/1.6 net exploratory Austin Chalk, Buda and Edwards test
  - Includes approximately $25 million for pipelines/facilities and $25 million for land/seismic acquisition

- **2013 Production Expectations**
  - Oil production of 1.6 to 1.8 million barrels – up about 40% from 2012
  - Natural gas production of 11.0 to 12.0 Bcf – down about 8% from 2012

- **2013 Financial Expectations**
  - Oil and natural gas revenues(1) of $200 to $220 million – up about 40% from estimated in 2012
  - Adjusted EBITDA(1)(2) of $140 to $160 million – up about 33% from estimated in 2012
  - Total borrowings outstanding estimated to be $310 to $320 million at YE 2013

- **Maintain financial discipline by funding 2013 capital expenditures through operating cash flows and borrowings under revolving credit facility**
  - 2013 oil production volumes well hedged to protect cash flows below about $88/Bbl oil price

(1) Estimated 2013 oil and natural gas revenues and Adjusted EBITDA at midpoint of guidance range using late November 2012 strip prices for oil and natural gas, plus property-specific differentials. Estimated average realized prices for oil and natural gas were $94.00/Bbl and $4.43/Mcf, respectively

(2) Adjusted EBITDA is a non-GAAP financial measure. For a definition of Adjusted EBITDA and a reconciliation of Adjusted EBITDA to our net (loss) income and net cash provided by operating activities, see Appendix

2013 Production Expectations

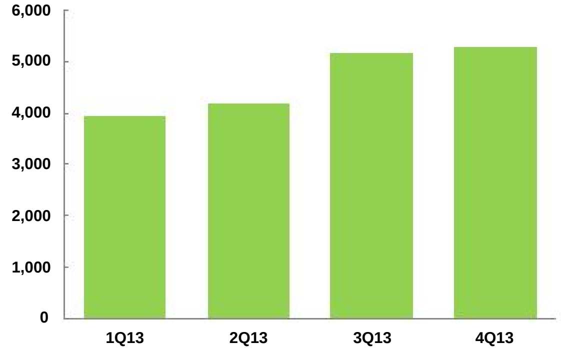
2013 Oil Production

- **Estimated total oil production of 1.6 to 1.8 million barrels**
- **Increase of approximately 40% from 2012**
- **Oil production expected to decline from year-end 2012 levels in early 2013**
  - Production delays, shut-ins due to pad drilling, zipper fracs, etc.
- **Oil production expected to return to over 5,000 Bbl/d during second half of 2013**

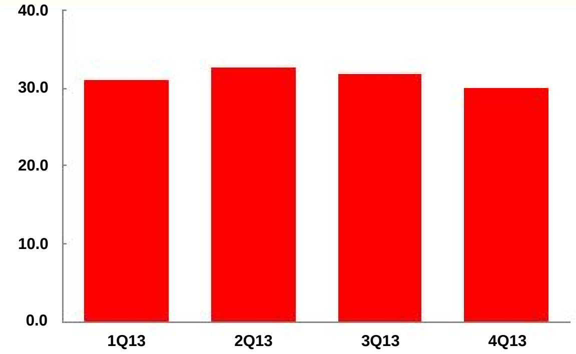
2013 Natural Gas Production

- **Estimated total natural gas production of 11.0 to 12.0 Bcf**
- **Decrease of approximately 8% from 2012**
- **Gas production expected to remain relatively flat during 2013, but should include higher percentage of liquids-rich gas**

Oil Production (1) (Bbl/d)



Natural Gas Production (1) (MMcf/d)



(1) Estimated quarterly average oil and natural gas production at midpoint of guidance range

2013 Financial Expectations

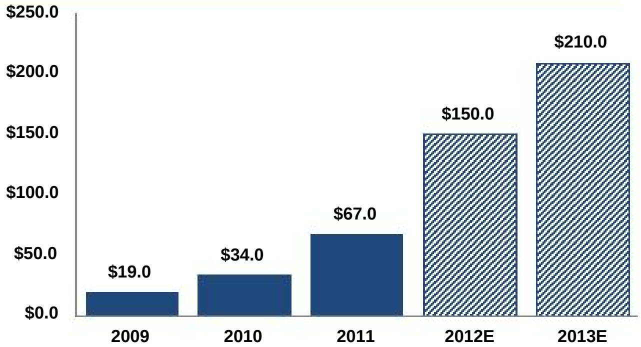
2013 Revenue and Adjusted EBITDA (1)(2)

- **Estimated oil and natural gas revenues of $200 to $220 million**
  - Increase of approximately 40% from estimated $145 to $155 million in 2012
- **Estimated Adjusted EBITDA(1)(2) of $140 to $160 million**
  - Increase of approximately 33% from estimated $110 to $115 million in 2012
- **Adjusted EBITDA(1)(2) growth expected to be impacted by lower oil price realizations and an estimated decrease of approximately $13 million in realized hedging gains compared to 2012**

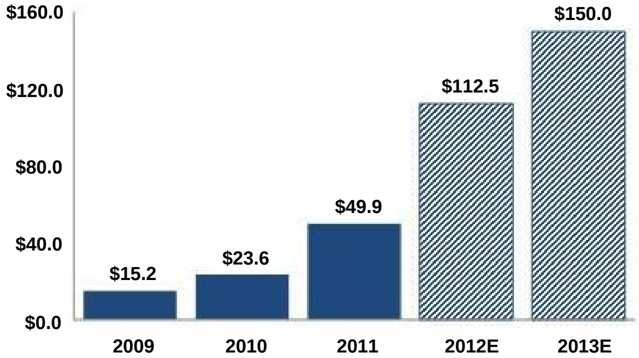
2013 Operating Costs

- **Estimated average unit costs per BOE**
  - Production taxes/marketing = $4.10
  - Lease operating = $8.20
  - G&A = $4.70
  - Operating cash costs, excluding interest = $17.00
  - DD&A = $29.50

Oil and Natural Gas Revenues(2) (millions)



Adjusted EBITDA(1)(2) (millions)



(1) Adjusted EBITDA is a non-GAAP financial measure. For a definition of Adjusted EBITDA and a reconciliation of Adjusted EBITDA to our net (loss) income and net cash provided by operating activities, see Appendix
(2) Estimated 2013 oil and natural gas revenues and Adjusted EBITDA at midpoint of guidance range using late November 2012 strip prices for oil and natural gas, plus property-specific differentials. Estimated average realized prices for oil and natural gas were $94.00/Bbl and $4.43/Mcf, respectively

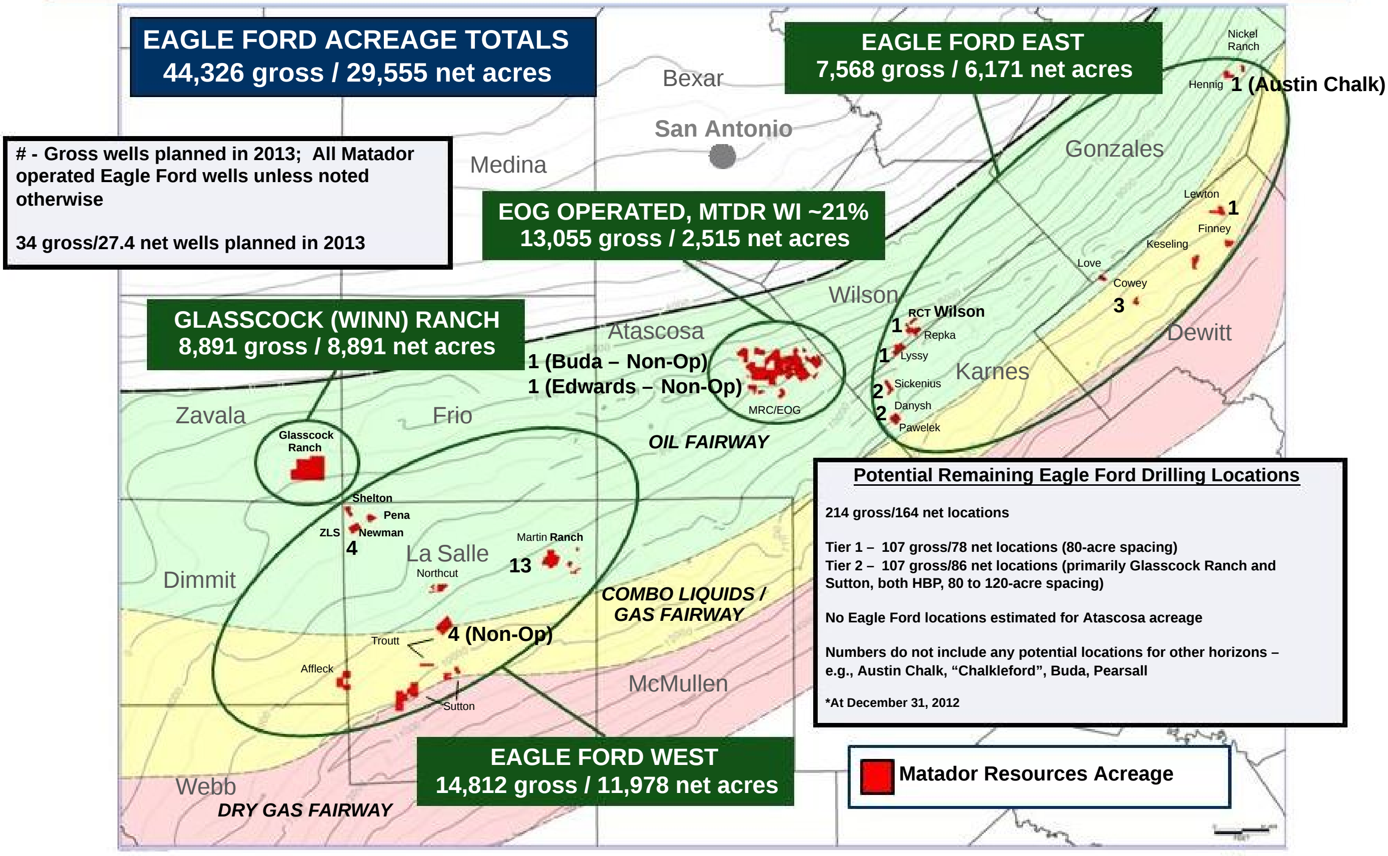
Funding for 2013 Capital Investment Plan

- **Maintain financial discipline by anticipated funding of 2013 capital expenditures through operating cash flows and borrowings under revolving credit facility**
  - Most of 2013 Eagle Ford program is development drilling and largely de-risked by 2012 results
  - 1.5 million barrels of 2013 oil production hedged protecting cash flows below approximately $88/Bbl oil price
- **Credit facility status at January 25, 2013**
  - Borrowing base of $215 million; total facility size of $500 million; facility matures in December 2016
  - Borrowings outstanding of $165 million
- **Ability to request quarterly borrowing base increases with growth in oil and natural gas reserves throughout 2013**
  - Estimated borrowings outstanding of $310 to $320 million at YE 2013
- **Additional flexibility to manage liquidity**
  - No long-term drilling rig or service contract commitments
  - $25 million estimated for discretionary land/seismic acquisitions
  - No significant non-operated well obligations
- **Simple capital structure; no high-yield debt or convertibles on balance sheet**

Continued Oil/Liquids Focus to Fuel 2013 Growth

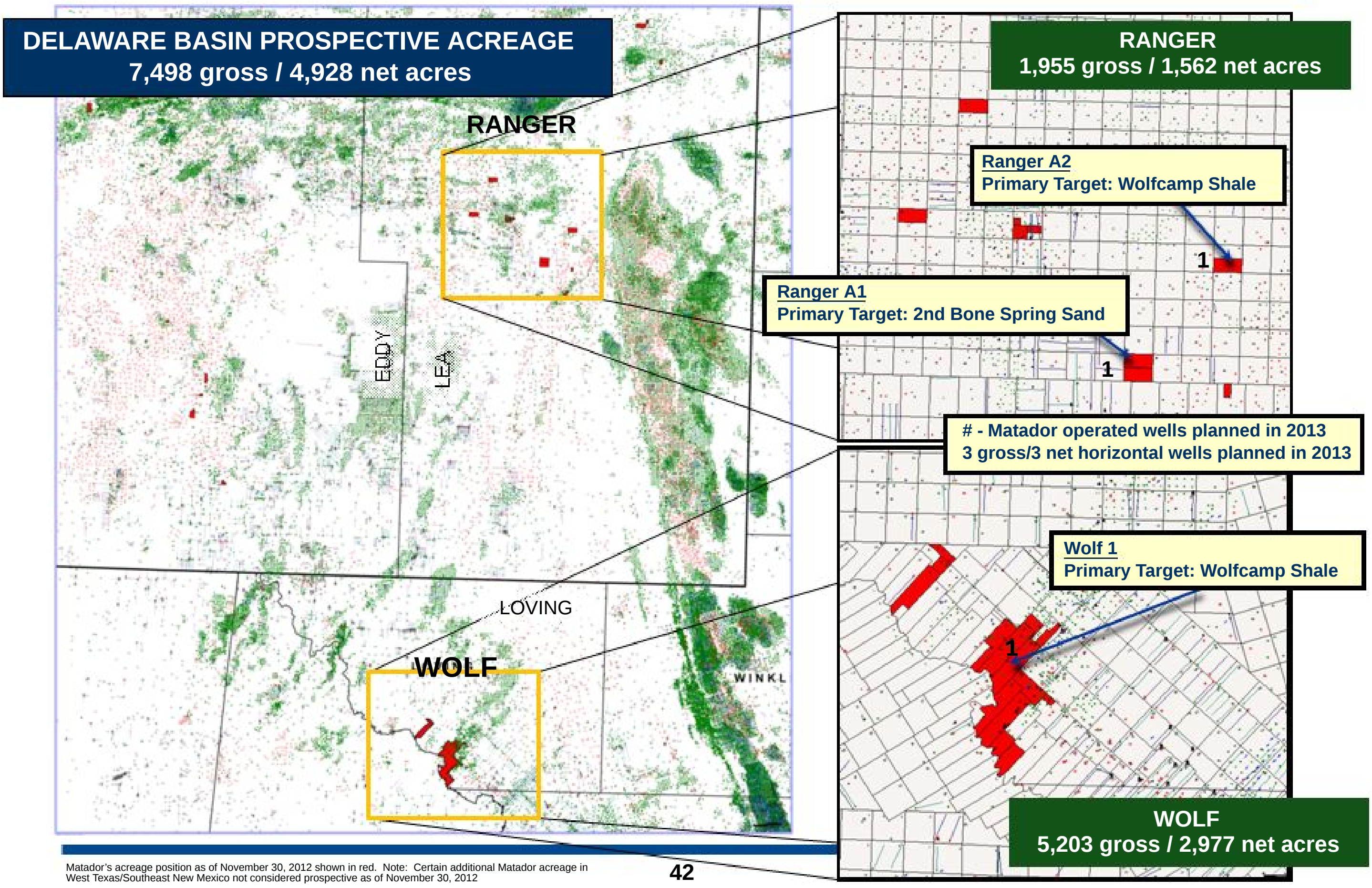
	2013 Anticipated Drilling			2013E CapEx	
	Gross Wells	Net Wells		(in millions)	
	Total	Total	%	Total	%
South Texas					
Eagle Ford Shale	31.0	25.8	82.4%	$217.0	70.1%
Austin Chalk, Buda, Edwards	3.0	1.6	5.1%	$5.9	1.9%
Facilities/Pipelines/Etc.	-	-	-	$19.8	6.4%
Area Total	34.0	27.4	87.5%	$242.7	78.4%
West Texas/Southeast New Mexico					
Bone Spring/Wolfcamp	3.0	3.0	9.6%	$30.2	9.8%
Facilities/Pipelines/Etc.	-	-	-	$5.4	1.7%
Area Total	3.0	3.0	9.6%	$35.6	11.5%
Northwest Louisiana					
Haynesville Shale	10.0	0.5	1.6%	$5.1	1.7%
Southwest Wyoming					
Meade Peak Shale	1.0	0.4	1.3%	$1.0	0.3%
Other					
Land/Seismic/Etc.	-	-	-	$25.0	8.1%
Total	**48.0**	**31.3**	**100.0%**	**$309.4**	**100.0%**

2013 South Texas Drilling Plan



Note: All acreage values at November 30, 2012. Net wells reflect Matador's working interest ownership

Delaware Basin Acreage and 2013 Drilling Plan



Matador's acreage position as of November 30, 2012 shown in red. Note: Certain additional Matador acreage in West Texas/Southeast New Mexico not considered prospective as of November 30, 2012



Financials

January 7, 2013 Operational Update

- **Matador announced that its average production rate during the month of December 2012 was approximately 5,800 barrels of oil per day and 34.6 million cubic feet of gas per day, or approximately 11,500 BOE per day.**
  - The average oil rate for December of 5,800 barrels per day was about 10% higher than the midpoint of the Company's 2012 exit rate guidance of 5,000 to 5,500 barrels per day

- **The Company also announced an increase in its borrowing base to $215 million based on its lenders' review of the Company's proved oil and natural gas reserves at September 30, 2012**

- **There are no other changes to the Company's guidance for its 2012 or 2013 results**

Recent Production and Financial Highlights

- **Record results in Q3 2012**
  - Oil production of 303,000 Bbl, a sequential quarterly increase of 6% from 285,000 Bbl produced in Q2 2012 and a year-over-year increase of 7-fold
  - 25% sequential increase in oil reserves to 8.4 million Bbl and 20% sequential increase in PV-10(1) of proved reserves to $363.6 million (Standardized Measure of $333.9 million)
  - Average daily oil equivalent production of 8,838 BOE per day, including 3,291 Bbl of oil per day and 33.3 MMcf of natural gas per day
  - Oil production of 3,291 Bbl per day, up 7-fold from 465 Bbl per day in Q3 2011; gas production of 33.3 MMcf per day down about 14% from Q3 2011 and flat to Q2 2012
  - Total realized revenues, including hedging, of $41.4 million, a year-over-year increase of 119%; oil and natural gas revenues of $38.0 million, a year-over-year increase of 118%
  - Adjusted EBITDA(2) of $28.6 million, a year-over-year increase of 137%
- **Nine months ended September 30, 2012**
  - Total realized revenues, including hedging, of $114.4 million, a year-over-year increase of 103%; oil and natural gas revenues of $103.3 million, a year-over-year increase of 99%
  - Adjusted EBITDA(2) of $77.9 million, a year-over-year increase of 107%

(1) PV-10 is a non-GAAP financial measure. For a reconciliation of PV-10, see Appendix

(2) Adjusted EBITDA is a non-GAAP financial measure. For a definition of Adjusted EBITDA and a reconciliation of Adjusted EBITDA to our net (loss) income and net cash provided by operating activities, see Appendix

2013 and 2014 Hedging Profile

- 1.5 million barrels of oil hedged for 2013 at weighted average floor and ceiling of $88/Bbl and $107/Bbl, respectively
- 4.7 Bcf of natural gas hedged at weighted average floor and ceiling of $3.34/MMBtu and $4.84/MMBtu, respectively
- 4.9 million gallons of natural gas liquids hedged at weighted average price of $0.79/gal
- As of January 25, 2013, Matador has 840,000 barrels of oil hedged for 2014 at weighted average floor and ceiling of $86/Bbl and $100/Bbl, respectively

Oil Hedges (Costless Collars)	FY 2013
Total Volume Hedged by Ceiling (Bbl)	1,260,000
Weighted Average Price ($ / Bbl)	$110.26
Total Volume Hedged by Floor (Bbl)	1,260,000
Weighted Average Price ($ / Bbl)	$87.14

Oil Hedges (Swaps)	FY 2013
Total Volume Hedged (Bbl)	240,000
Weighted Average Price ($ / Bbl)	$90.43

Natural Gas Hedges (Costless Collars)	FY 2013
Total Volume Hedged by Ceiling (Bcf)	4.65
Weighted Average Price ($ / MMBtu)	$4.84
Total Volume Hedged by Floor (Bcf)	4.65
Weighted Average Price ($ / MMBtu)	$3.34

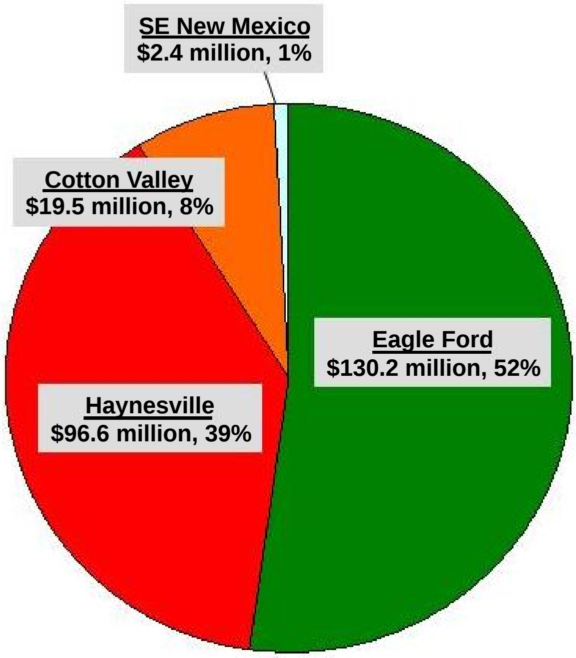
Natural Gas Liquids (NGLs) Hedges (Swaps)	FY 2013
Total Volume Hedged (gal)	4,864,800
Weighted Average Price ($ / gal)	$0.79

Reserves Summary – December 31, 2012

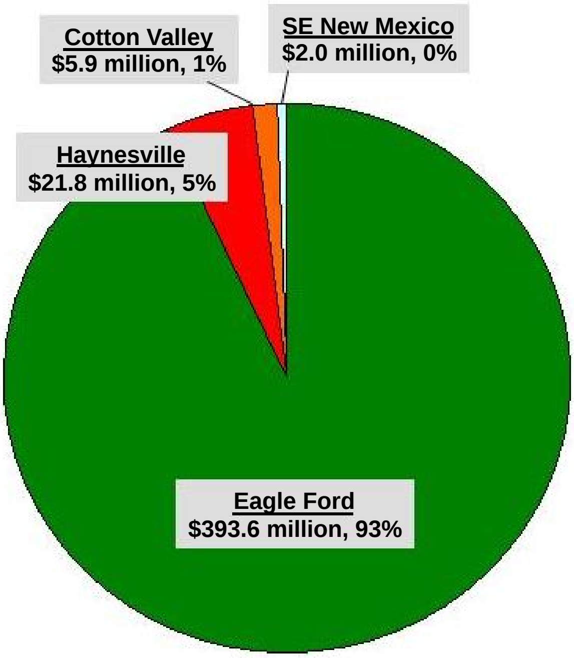
- Total proved reserves: 23.8 million BOE (142.9 Bcfe) at December 31, 2012, including 10.5 million Bbl of oil and 80.0 Bcf of natural gas
- Oil reserves grew 176% to 10.5 million Bbl from 3.8 million Bbl at December 31, 2011
- PV-10(1) increased 70% to $423.2 million from $248.7 million at December 31, 2011, despite removal of close to 100 Bcf of proved undeveloped Haynesville shale gas reserves at June 30, 2012
- Oil reserves comprised 44% (1 Bbl = 6 Mcf basis) of total proved reserves at December 31, 2012, up from 12% at December 31, 2011
- Eagle Ford reserves comprised 93% of total PV-10(1) at December 31, 2012 as compared to 52% at December 31, 2011
- Sequential growth from 9/30/2012 to 12/31/2012
  - Oil reserves grew 25% to 10.5 million Bbl from 8.4 million Bbl at September 30, 2012
  - PV-10(1) increased 16% to $423.2 million from $363.6 million at September 30, 2012

(1) PV-10 is a non-GAAP financial measure. Matador is unable to calculate standardized measure at December 31, 2012 until it completes its audit. For a reconciliation of PV-10, see Appendix

Value of Proved Reserves Up 70% and Shifting to Oil Over Past Year



December 31, 2011
PV-10 (1): $248.7 million
Proved Producing Reserves PV-10 (1): $154.1 Million



December 31, 2012
PV-10 (1): $423.2 million (2)
Proved Producing Reserves PV-10 (1): $297.5 Million

(1) PV-10 is a non-GAAP financial measure. Matador will provide standardized measure at December 31, 2012 with its December 2012 audited financial results. For a reconciliation of PV-10, see Appendix
(2) Future undiscounted net revenue of $704.2 million using YE 2012 SEC pricing of $91.21/Bbl oil and $2.757/MMBtu gas



Appendix

Board of Directors and Special Board Advisors – Expertise and Stewardship

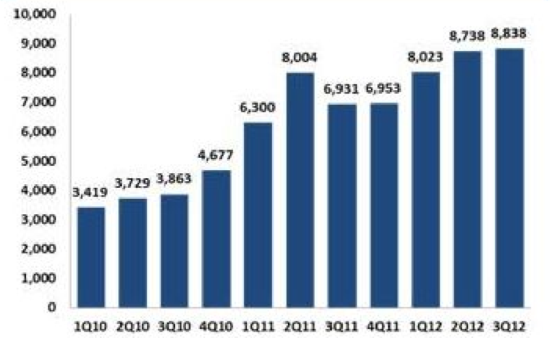
Board Members and Advisors	Professional Experience	Business Expertise
Dr. Stephen A. Holditch Director	- Professor and Former Head of Dept. of Petroleum Engineering, Texas A&M University - Founder / President S.A. Holditch & Associates - Past President of Society of Petroleum Engineers	Oil & Gas Operations
David M. Laney Lead Director	- Past Chairman, Amtrak Board of Directors - Former Partner, Jackson Walker LLP	Law & Investments
Gregory E. Mitchell Director	- President / CEO, Toot'n Totum Food Stores	Petroleum Retailing
Dr. Steven W. Ohnimus Director	- Retired VP and General Manager, Unocal Indonesia	Oil & Gas Operations
Michael C. Ryan Director	- Partner, Berens Capital Management	International Business and Finance
Margaret B. Shannon Director	- Retired VP and General Counsel, BJ Services Co. - Former Partner, Andrews Kurth LLP	Law and Corporate Governance
Mino Capossela Special Board Advisor	- Retired partner Goldman Sachs; Charter Financial Analyst; Private Investor	Finance and Management
Marlan W. Downey Special Board Advisor	- Retired President, ARCO International - Former President, Shell Pecten International - Past President of American Association of Petroleum Geologists	Oil & Gas Exploration
Wade I. Massad Special Board Advisor	- Managing Member, Cleveland Capital Management, LLC - Former EVP Capital Markets, Matador Resources Company - Formerly with KeyBanc Capital Markets and RBC Capital Markets	Capital Markets
Edward R. Scott, Jr. Special Board Advisor	- Former Chairman, Amarillo Economic Development Corporation - Law Firm of Gibson, Ochsner & Adkins	Law, Accounting and Real Estate Development
W.J. "Jack" Sleeper, Jr. Special Board Advisor	- Retired President, DeGolyer and MacNaughton (Worldwide Petroleum Consultants)	Oil & Gas Executive Management

Proven Management Team – Experienced Leadership

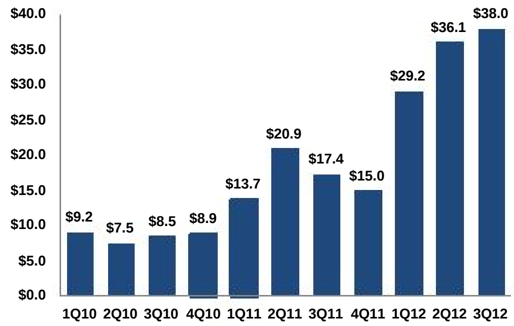
Management Team	Background and Prior Affiliations	Industry Experience	Matador Experience
Joseph Wm. Foran Founder, Chairman and CEO	- Matador Petroleum Corporation, Foran Oil Company, J Cleo Thompson Jr. and Thompson Petroleum Corp.	32 years	Since Inception
David E. Lancaster EVP and COO	- Schlumberger, S.A. Holditch & Associates, Inc., Diamond Shamrock	33 years	Since 2003
Matthew V. Hairford EVP and Head of Operations	- Samson, Sonat, Conoco	28 years	Since 2004
David F. Nicklin Executive Director of Exploration	- ARCO, Senior Geological Assignments in UK, Angola, Norway and the Middle East	41 years	Since 2007
Bradley M. Robinson VP, Reservoir Engineering	- Schlumberger, S.A. Holditch & Associates, Inc., Marathon	35 years	Since Inception
Craig N. Adams VP and General Counsel	- Baker Botts L.L.P., Thompson & Knight LLP	20 years	Since 2012
Kathryn L. Wayne Controller and Treasurer	- Matador Petroleum Corporation, Mobil	28 years	Since Inception
Ryan London Senior Completion Engineer Eagle Ford Asset Manager	- Matador Resources Company	9 years	Since 2003

Quarterly Performance Metrics Through Q3 2012

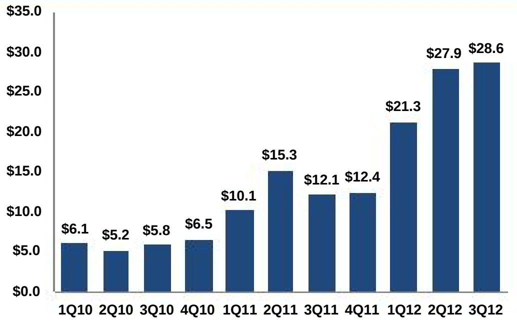
Average Daily Equivalent Production
(BOE/d)



Oil and Natural Gas Revenues
($ in mm)



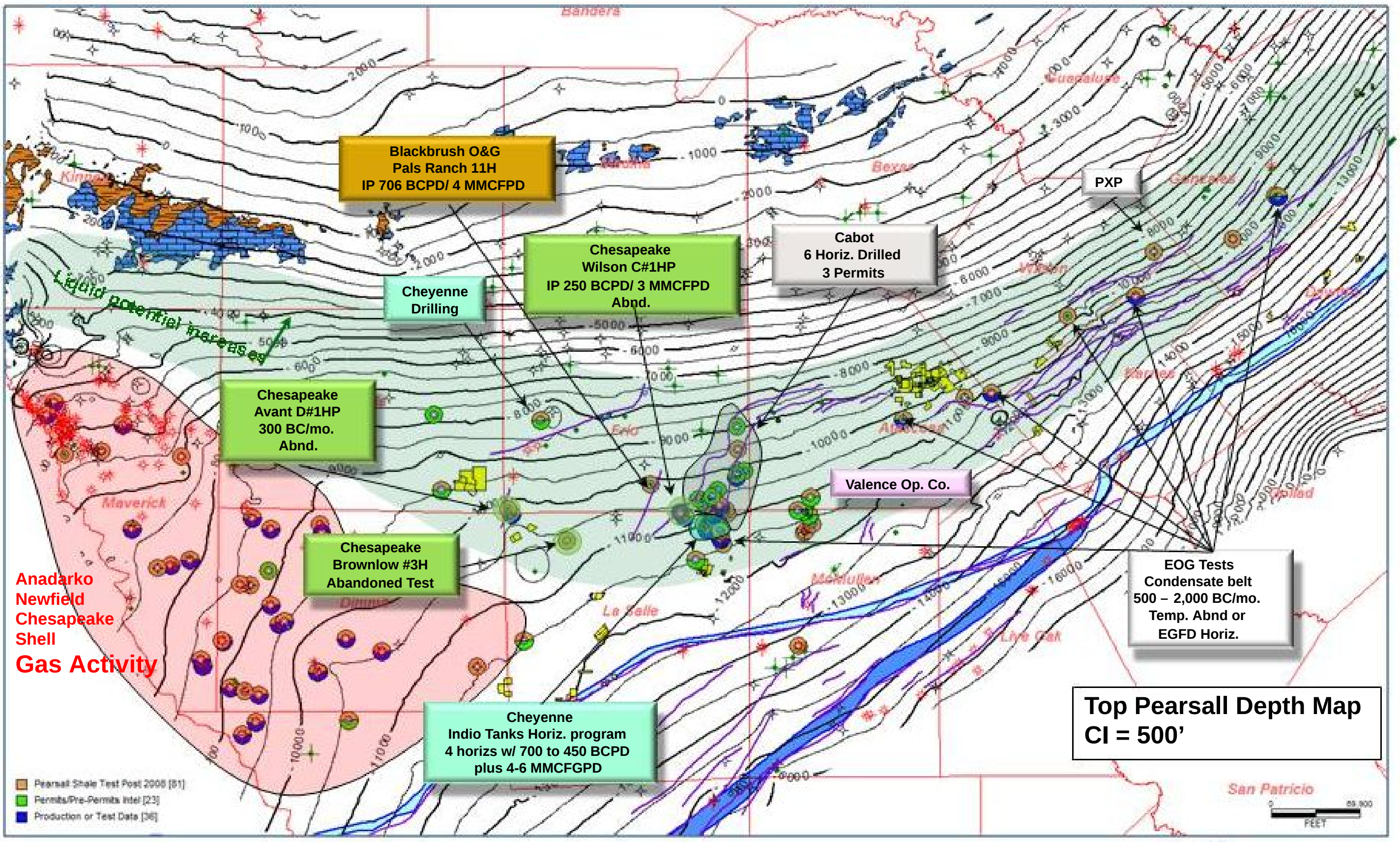
Adjusted EBITDA (1)
($ in mm)



Total Realized Revenues
($ in mm)

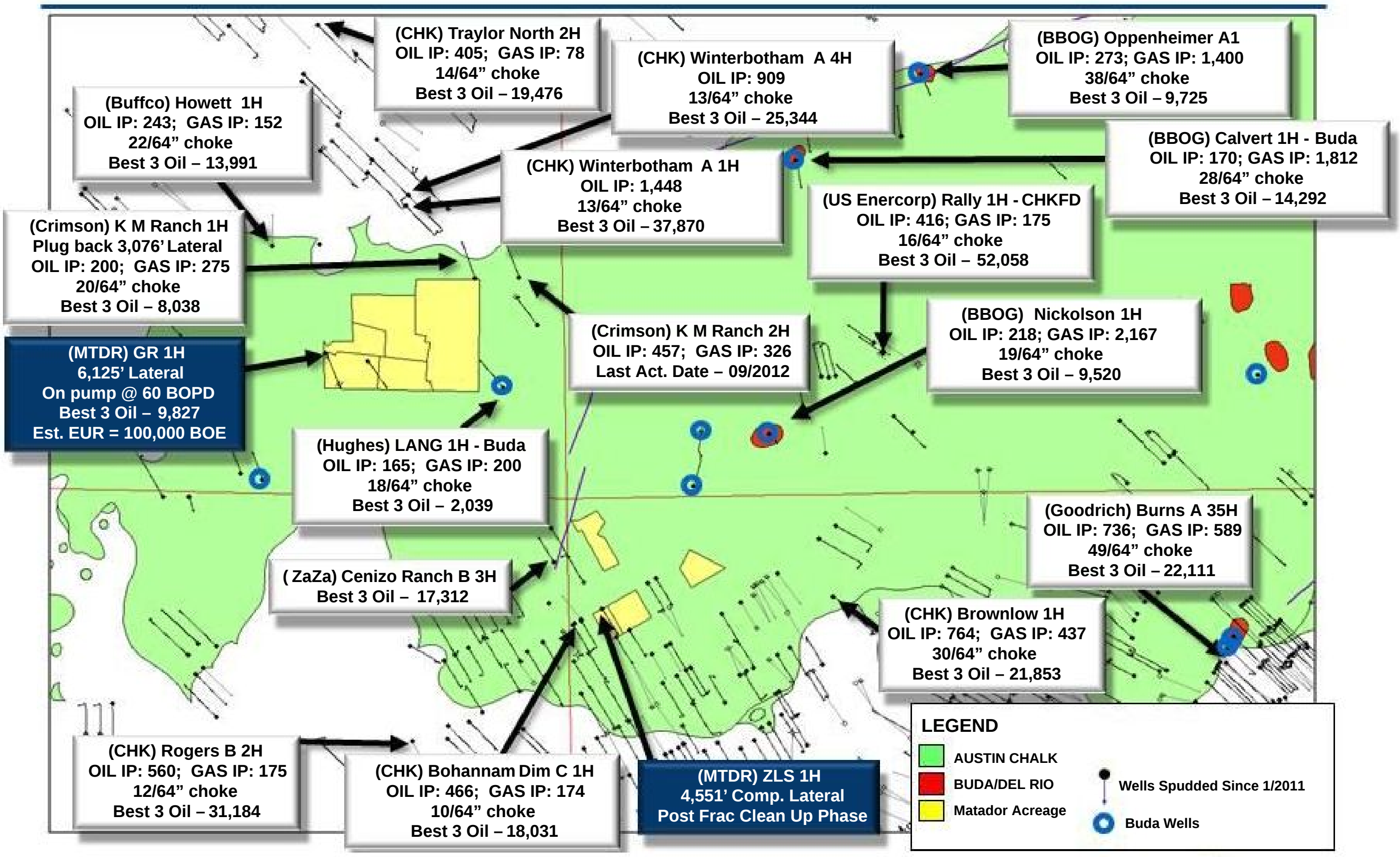
(1) Adjusted EBITDA is a non-GAAP financial measure. For a definition of Adjusted EBITDA and a reconciliation of Adjusted EBITDA to our net (loss) income and net cash provided by operating activities, see Appendix

South Texas Pearsall Play:
Activity & Liquids to Dry Gas Distribution Model



Note: All acreage as of November 30, 2012
Note: Well data available through public sources and interpretation by Matador Resources

Zavala, Frio, La Salle and Dimmit Counties: Important Matador and Competitor Wells Since 2011



Note: Well data available through public sources and interpretation by Matador Resources
Note: All acreage as of November 30, 2012

Adjusted EBITDA Reconciliation

This presentation includes, and certain statements made during this presentation may include, the non-GAAP financial measure of Adjusted EBITDA. We believe Adjusted EBITDA helps us evaluate our operating performance and compare our results of operation from period to period without regard to our financing methods or capital structure. We define Adjusted EBITDA as earnings before interest expense, income taxes, depletion, depreciation and amortization, accretion of asset retirement obligations, property impairments, unrealized derivative gains and losses, certain other non-cash items and non-cash stock-based compensation expense, including stock option and grant expense and restricted stock and restricted stock units expense, and net gain or loss on asset sales and inventory impairment. Adjusted EBITDA is not a measure of net (loss) income or cash flows as determined by GAAP. Adjusted EBITDA should not be considered an alternative to, or more meaningful than, net income or cash flows from operating activities as determined in accordance with GAAP or as an indicator of our operating performance or liquidity.

The following tables present our calculation of Adjusted EBITDA and the reconciliation of Adjusted EBITDA to the GAAP financial measures of net income (loss) and net cash provided by operating activities, respectively, that are of a historical nature. Where references are forward-looking, prospective or estimates in nature, and not based on historical fact, the table does not provide a reconciliation. We could not provide such reconciliations without undue hardship because the Adjusted EBITDA numbers included in this presentation, and that may be included in certain statements made during the presentation, are estimations, approximations and/or ranges. In addition, it would be difficult for us to present a detailed reconciliation on account of many unknown variables for the reconciling items.

Adjusted EBITDA Reconciliation

The following table presents our calculation of Adjusted EBITDA and reconciliation of Adjusted EBITDA to the GAAP financial measures of net (loss) income and cash provided by operating activities, respectively.

(In thousands)	Year Ended December 31,					Nine Months Ended September 30,
	2007	2008	2009	2010	2011	2012
Unaudited Adjusted EBITDA reconciliation to Net Income (Loss):						
Net (loss) income	($300)	$103,878	($14,425)	$6,377	($10,309)	($8,568)
Interest expense	-	-	-	3	683	453
Total income tax provision (benefit)	-	20,023	(9,925)	3,521	(5,521)	(1,152)
Depletion, depreciation and amortization	7,889	12,127	10,743	15,596	31,754	52,799
Accretion of asset retirement obligations	70	92	137	155	209	170
Full-cost ceiling impairment	-	22,195	25,244	-	35,673	33,206
Unrealized loss (gain) on derivatives	211	(3,592)	2,375	(3,139)	(5,138)	1,149
Stock option and grant expense	205	605	622	824	2,362	(585)
Restricted stock grants	15	60	34	74	44	362
Net loss (gain) on asset sales and inventory impairment	-	(136,977)	379	224	154	60
Adjusted EBITDA	**$8,090**	**$18,411**	**$15,184**	**$23,635**	**$49,911**	**$77,894**

(In thousands)	Year Ended December 31,					Nine Months Ended September 30,
	2007	2008	2009	2010	2011	2012
Unaudited Adjusted EBITDA reconciliation to Net Cash Provided by Operating Activities:						
Net cash provided by operating activities	$7,881	$25,851	$1,791	$27,273	$61,868	$80,325
Net change in operating assets and liabilities	209	(17,888)	15,717	(2,230)	(12,594)	(3,072)
Interest expense	-	-	-	3	683	453
Current income tax provision (benefit)	-	10,448	(2,324)	(1,411)	(46)	188
Adjusted EBITDA	**$8,090**	**$18,411**	**$15,184**	**$23,635**	**$49,911**	**$77,894**

Adjusted EBITDA Reconciliation (Cont.)

The following table presents our calculation of Adjusted EBITDA and reconciliation of Adjusted EBITDA to the GAAP financial measures of net (loss) income and cash provided by operating activities, respectively.

(In thousands)	1Q 2010	2Q 2010	3Q 2010	4Q 2010	1Q 2011	2Q 2011	3Q 2011	4Q 2011	1Q 2012	2Q 2012	3Q 2012
Unaudited Adjusted EBITDA reconciliation to Net Income (Loss):											
Net income (loss)	$ 5,676	$ (984)	$ 2,681	$ (996)	$ (27,596)	$ 7,153	$ 6,194	$ 3,941	$ 3,801	$ (6,676)	$ (9,197)
Interest expense	-	-	-	3	106	184	171	222	308	1	144
Total income tax provision (benefit)	2,975	(516)	1,584	(522)	(6,906)	(46)	-	1,430	3,064	(3,713)	(593)
Depletion, depreciation and amortization	3,362	3,702	3,868	4,665	7,111	8,180	7,287	9,175	11,205	19,914	21,680
Accretion of asset retirement obligations	38	30	39	48	39	57	62	51	53	58	59
Full-cost ceiling impairment	-	-	-	-	35,673	-	-	-	-	33,205	3,596
Unrealized (gain) loss on derivatives	(6,093)	2,822	(2,541)	2,674	1,668	(332)	(2,870)	(3,604)	3,270	(15,114)	12,993
Stock option and grant expense	180	153	133	357	42	117	1,220	983	(374)	41	(252)
Restricted stock grants	6	8	11	49	11	11	14	8	11	150	201
Net (gain)/loss on asset sales and inventory impairment	-	-	-	224	-	-	-	154	-	60	-
Adjusted EBITDA	**$ 6,142**	**$ 5,215**	**$ 5,776**	**$ 6,502**	**$ 10,148**	**$ 15,324**	**$ 12,078**	**$ 12,360**	**$ 21,338**	**$ 27,926**	**$ 28,631**

(In thousands)	1Q 2010	2Q 2010	3Q 2010	4Q 2010	1Q 2011	2Q 2011	3Q 2011	4Q 2011	1Q 2012	2Q 2012	3Q 2012
Unaudited Adjusted EBITDA reconciliation to Net Cash Provided by Operating Activities:											
Net cash provided by operating activities	$ 7,673	$ 29,040	$ (15,322)	$ 5,883	$ 12,732	$ 6,799	$ 14,912	$ 27,425	$ 5,110	$ 46,416	$ 28,799
Net change in operating assets and liabilities	(1,531)	(23,824)	22,509	616	(2,690)	8,386	(3,004)	(15,287)	15,920	(18,491)	(500)
Interest expense	-	-	-	3	106	184	171	222	308	1	144
Current income tax (benefit) provision	-	-	(1,411)	-	-	(45)	(1)	-	-	-	188
Adjusted EBITDA	**$ 6,142**	**$ 5,215**	**$ 5,776**	**$ 6,502**	**$ 10,148**	**$ 15,324**	**$ 12,078**	**$ 12,360**	**$ 21,338**	**$ 27,926**	**$ 28,631**

PV-10 Reconciliation

PV-10 is a non-GAAP financial measure and generally differs from Standardized Measure, the most directly comparable GAAP financial measure, because it does not include the effects of income taxes on future net revenues. PV-10 is not an estimate of the fair market value of our properties. Matador and others in the industry use PV-10 as a measure to compare the relative size and value of proved reserves held by companies and of the potential return on investment related to the companies' properties without regard to the specific tax characteristics of such entities. The PV-10 at September 30, 2012, December 31, 2011 and September 30, 2011 may be reconciled to the Standardized Measure of discounted future net cash flows at such dates by reducing PV-10 by the discounted future income taxes associated with such reserves. The discounted future income taxes at September 30, 2012, December 31, 2011 and September 30, 2011 were, in millions, \$29.7, \$33.2 and \$11.8, respectively.

We have not provided a reconciliation of PV-10 to Standardized Measure at December 31, 2012. We could not provide such a reconciliation without undue hardship because we have not completed the audit of our 12/31/12 financial statements. In addition, it would be difficult for us to present a detailed reconciliation on account of many unknown variables for the reconciling items.