
**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) March 7, 2012

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))
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Item 2.02 Results of Operations and Financial Condition.

On March 7, 2012, Matador Resources Company (the "Company") announced its 2012 capital budget and 2012 guidance. A copy of the press release is furnished as Exhibit 99.1 hereto and is incorporated herein by reference.

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.

Item 7.01 Regulation FD Disclosure.

On March 7, 2012, the Company announced its 2012 capital budget and 2012 guidance. A copy of the press release is furnished as Exhibit 99.1 hereto and is incorporated herein by reference.

The Company expects to make presentations concerning its business to potential investors. The materials to be utilized during the presentations are furnished as Exhibit 99.2 hereto.

The information furnished pursuant to this Item 7.01, including Exhibit 99.1 and Exhibit 99.2, 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

<u>Exhibit No.</u>	<u>Description of Exhibit</u>
99.1	Press Release, dated March 7, 2012, announcing 2012 capital budget and 2012 guidance.
99.2	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: March 8, 2012

By: /s/ David E. Lancaster

Name: David E. Lancaster

Title: Executive Vice President

Exhibit Index

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NEWS RELEASE

**MATADOR RESOURCES COMPANY ANNOUNCES
2012 CAPITAL BUDGET AND 2012 GUIDANCE**

DALLAS, Texas, March 7, 2012 – Matador Resources Company (NYSE: MTDR) (“Matador” or the “Company”) today announced its capital budget and operating plans for 2012 as well as its initial guidance for selected 2012 operating metrics.

2012 Guidance

Capital Spending and Operating Plans

As set forth in its initial public offering prospectus dated February 1, 2012, Matador’s 2012 capital budget is estimated to be approximately \$313 million. The Company plans to direct approximately 94% or \$295 million of its 2012 capital budget to opportunities prospective for oil and liquids opportunities, including the allocation of approximately 84% or \$264 million specifically to the exploration, development and acquisition of additional interests in the Eagle Ford shale play in South Texas. Matador is running two rigs in South Texas currently and expects to run two rigs in that area throughout 2012. The Company plans to allocate the remaining 6% or approximately \$18 million of its 2012 budget to natural gas related activities, primarily in the Haynesville shale in North Louisiana. The Company does not plan to drill any operated Haynesville wells in 2012.

Production

The Company estimates that its 2012 total oil production will be between 1.4 and 1.5 million barrels as compared to total oil production of approximately 154,000 barrels in 2011 and approximately 33,000 barrels in 2010. Daily oil production at the end of 2012 is anticipated to be between 5,000 and 5,500 barrels per day of oil. Total natural gas production for 2012 is expected to decline to between 12.5 and 13.5 billion cubic feet as compared to approximately 14.5 billion cubic feet in 2011. Matador anticipates that some of the decline in the Company’s Haynesville dry gas production will be offset by natural gas production associated with its Eagle Ford drilling activities which should enjoy higher effective pricing as compared to the Haynesville dry gas production due to its natural gas liquids (“NGL”) content.

Metrics and Range

- 2012 Estimated Total Oil Production – 1.4 to 1.5 million barrels
- 2012 Estimated Exit Rate for Oil Production – 5,000 to 5,500 barrels per day
- 2012 Estimated Total Natural Gas Production – 12.5 to 13.5 billion cubic feet

-more-

Other Matters

Liquidity

The Company recently completed its initial public offering pursuant to which the Company received net proceeds of approximately \$133.6 million, including the exercise of the underwriters' over-allotment option. The Company used net proceeds to repay the \$123.0 million outstanding under its revolving credit facility in full. On February 28, 2012, the Company's borrowing base under its \$400 million senior secured revolving credit facility was increased from \$100 million to \$125 million, and the Company currently has the entire \$125 million in borrowing capacity available under the facility. Matador plans to fund its 2012 capital budget with the remaining net proceeds, anticipated cash flows from operations and available borrowings under its credit facility. During 2012, the Company intends to seek redeterminations of its borrowing base as a result of any increases in its oil and natural gas reserves during the year.

Hedging Positions

Matador has hedged 1.18 million barrels of its anticipated 2012 oil production using costless collars having a weighted average floor price of \$90.51/bbl and a weighted average ceiling price of \$109.84/bbl.

Matador has hedged 7.2 Bcf of its anticipated 2012 natural gas production using costless collars having a weighted average price floor of \$4.44/MMBtu and a weighted average ceiling price of \$5.78/MMBtu.

Management Comments

Mr. Joseph Wm. Foran, Matador's Chairman and Chief Executive Officer, noted "Following the successful completion of Matador's initial public offering, we expect another year of strong growth fueled by our ongoing drilling activities in the Eagle Ford shale play in South Texas. We will continue to execute upon our strategy to increase the oil component of our production and reserves and anticipate oil production to constitute approximately 35% to 40% of our total production volume and oil revenues to constitute approximately 75% to 80% of our total oil and natural gas revenues in 2012."

About Matador Resources Company

Matador is an independent energy company engaged in the exploration, development, production and acquisition of oil and natural gas resources in the United States, with a particular emphasis on oil and natural gas shale plays and other unconventional resource plays. Its current operations are located primarily in the Eagle Ford shale play in south Texas and the Haynesville shale play in northwest Louisiana and east Texas.

For more information visit Matador Resources Company on the Internet at www.matadorresources.com

Forward-Looking Statements

This press release includes “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. These forward-looking statements involve certain risks and uncertainties and ultimately may not prove to be accurate, 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 the success of our drilling program; 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 and otherwise; weather and environmental concerns; 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 Prospectus dated February 1, 2012. Matador undertakes no obligation and does not intend to update these forward-looking statements to reflect events or circumstances occurring after this press release, 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 press release. All forward-looking statements are qualified in their entirety by this cautionary statement.

Contact Information

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Investor Presentation

March 2012

Forward-Looking Statements

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. These forward-looking statements involve certain risks and uncertainties and ultimately may not prove to be accurate, 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 the success of our drilling program; 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 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 Prospectus dated February 1, 2012. 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.

Company Overview

Completed IPO of 14,883,334 shares (12,209,167 primary shares) including overallotment at \$12.00 per share in March 2012

Exchange: Ticker

NYSE: MTDR

Shares Outstanding^[1]

55.27 million common shares

Share Price^[1]

\$11.14/share

Market Capitalization^[1]

\$615.7 million

[1] As of March 7, 2012 close



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
- Rolled into Matador Petroleum Corporation in 1988
- Grown primarily through acquire and exploit strategy
- Delivered 21% average annual rate of return over 15 years
- 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
- Attracted start-up capital from long-time shareholders; diverse and unique shareholder group including over 400 friends and neighbors
- Proven management, technical team and Board of Directors
- Grown entirely through drill bit, with focus on unconventional reservoir plays
- Strong growth since 2008
 - Early January 2012 production at 53.2 MMcfe/d⁽²⁾ (20.3% oil versus 3.0% oil for January 2011)
 - Daily production has increased over 4x⁽³⁾
 - Adjusted EBITDA⁽⁴⁾ has more than doubled⁽³⁾
 - Proved reserves have increased 8x⁽³⁾

(1) Tom Brown purchased by Encana in 2004

(2) Average daily production for first eleven days of January 2012

(3) As of September 30, 2011

(4) Adjusted EBITDA is a non-GAAP financial measure. For a definition of Adjusted EBITDA and a reconciliation of Adjusted EBITDA to our net income (loss) and net cash provided by operating activities, see slide 23



2012 Guidance Summary

2012 Estimated Capital Spending	\$313 million
2012 Estimated Total Oil Production	1.4 to 1.5 million barrels
2012 Estimated Exit Rate for Oil Production	5,000 to 5,500 barrels per day
2012 Estimated Total Natural Gas Production	12.5 to 13.5 billion cubic feet

Matador Resources Snapshot



Daily Production⁽¹⁾	53.2 MMcfe/d
% Oil	20%
Proved Reserves @ 9/30/11	161.8 Bcfe
% Proved Developed	35%
% Oil	4% (and growing)
2012E CapEx	\$313 million
% Eagle Ford	84%
% Oil and Liquids	94%
2012E Anticipated Drilling	29.5 net wells
Eagle Ford / Austin Chalk	27.6 net wells
Haynesville	1.5 net wells
Gross Acreage	236,263 acres
Net Acreage	197,764 acres
Identified Drilling Locations	818 gross / 313 net
Eagle Ford / Austin Chalk	213 gross / 173 net
Haynesville/Cotton Valley	605 gross / 140 net

(1) Average daily production for first eleven days of January 2012.

Investment Highlights

- **Strong Growth Profile with Increasing Focus on Oil / Liquids**

- Total Production CAGR⁽¹⁾ of 75.9% since 2008 and oil / liquids production CAGR of 113.4% since Q1 '10
- 94%⁽²⁾ of 2012E capital expenditure program focused on oil / liquids exploration and development

- **High Quality Asset Base in Attractive Areas**

- Eagle Ford provides immediate oil-weighted value and upside
- Other key assets provide long-term option value on natural gas, with Haynesville, Bossier, Cotton Valley assets all essentially HBP

- **Significant Multi-year Drilling Inventory**

- 173 net drilling locations across 28,900 net acres in Eagle Ford (157) and Austin Chalk (16)
- 140 net drilling locations across 25,500 net acres in Haynesville (104) and Cotton Valley (36)

- **Strong Financial Position and Long-Term Institutional, Industry and Individual Shareholders**

- **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

- **Low Cost Operations**

- LOE for nine months ended September 30, 2011 was \$0.49 per Mcfe, a 65% reduction since 2008

- **Active Exploration Effort Using Science and Technology**

- Ongoing pipeline of new oil and natural gas opportunities, with strong emphasis on science and technology to create value

(1) Compound annual growth rate. CAGR based on production through 9/30/2011.

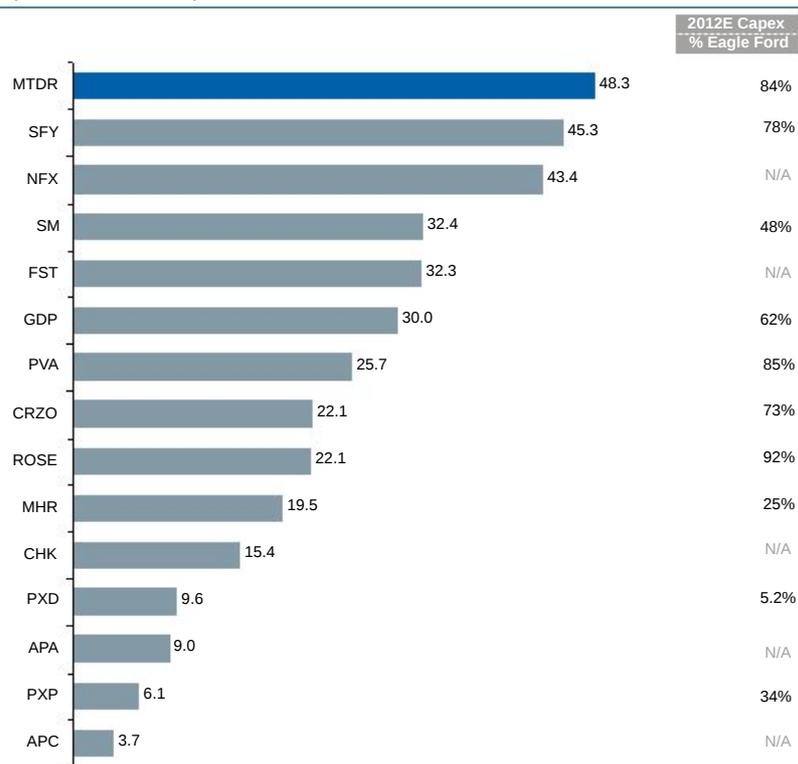
(2) Calculated as percent of anticipated CapEx focused on oil weighted Eagle Ford and Austin Chalk drilling and acreage and includes \$20 million to acquire oil prospective acreage in New Mexico and West Texas.



Leading Eagle Ford Exposure

Leverage to Eagle Ford (Net Eagle Ford Acres / EV) (Net Acres / \$mm)

- Matador offers significant leverage and focus to the Eagle Ford
- Approximately 85% of Eagle Ford acreage is in the prospective oil and liquids window
- All 2012E Eagle Ford drilling focused in the prospective oil and liquids window
- 84% of 2012E estimated CapEx allocated to Eagle Ford
- One rig running in the eastern and one in the western portions of the Eagle Ford play
- Eagle Ford acreage well-positioned throughout the play



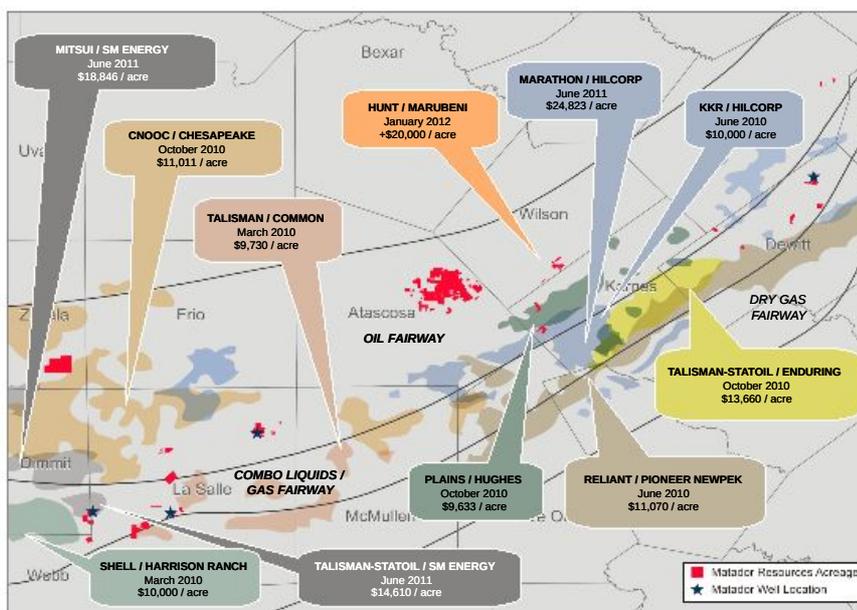
Note: Reflects companies with greater than 50 Bcfe of proved reserves. Data sourced from public filings; stock price data as of 03/07/2012.



Eagle Ford Properties are Well Positioned

Highlights

- MTDR acreage in counties with robust transaction activity – “good neighborhoods”
- Transaction values ranging from \$10,000 to \$25,000 / acre
- Our Eagle Ford position has grown to almost 30,000 net acres
- Acreage in both the eastern and western areas of the play
- Approximately 85% of acreage in prospective oil and liquids windows
- Acreage offers potential for Austin Chalk, Buda, Olmos, Pearsall and other formations



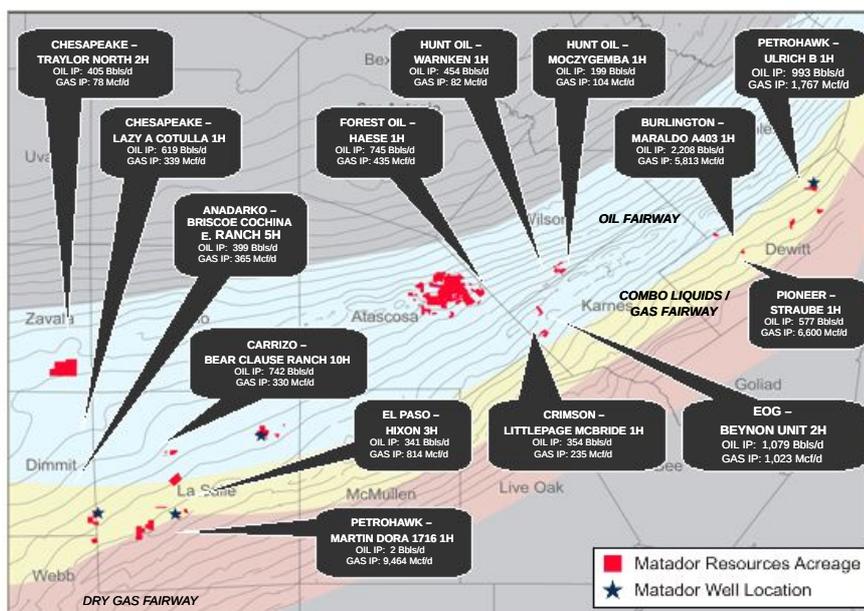
- Good reputation with land and mineral owners
- 80% of Eagle Ford acreage HBP or not burdened with lease expirations before 2013

Note: Information for precedent transactions based on public filings.

Eagle Ford Well Performance

Highlights

- IP rates and early performance strong in our acreage
- Matador has drilled and completed eleven operated Eagle Ford wells
- Recent wells have exceeded initial well performance expectations
- Matador production:
 - Martin Ranch #1H – 700 Bbls/d and 350 Mcf/d
 - Martin Ranch #2H – 1,310 Bbls/d and 1.8 MMcf/d (IP)
 - Martin Ranch #3H – 620 Bbls/d and 0.5 MMcf/d (IP)
 - Martin Ranch #5H – 810 Bbls/d and 0.6 MMcf/d (IP)
 - Lewton #1H – 600 Bbls/d (cond.) and 2.7 MMcf/d



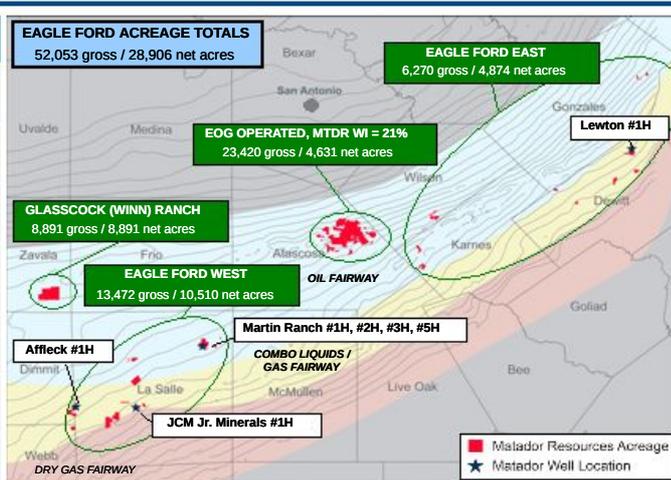
- 24-hour IP rates at Martin Ranch #2H, #3H and #5H range from 700 Boe/d to 1,600 Boe/d (>80% oil)
- Martin Ranch #1H produced 111,000 Bbls oil in first eight months

Note: Initial production information on third party wells is based on publicly available information.

Eagle Ford and Austin Chalk Properties Overview

Proved Reserves @ 9/30/11	1.4 MMBoe
% Proved Developed	51.0%
% Oil / Liquids	64.7%
Daily Production⁽¹⁾	2,175 Boe/d (78% Oil)
Gross Acres	52,053 acres
Net Acres	28,906 acres
Eagle Ford ⁽²⁾	28,906 acres
Austin Chalk ⁽²⁾	14,849 acres
Identified Drilling Locations	173.1 net
2012E Anticipated Drilling	27.6 net wells
2012E CapEx Budget	\$268.5 million
% HBP⁽³⁾	80%

(1) Average daily production for first eleven days of January 2012.
 (2) Some of the same leases cover the net acres shown for Eagle Ford & Austin Chalk. Therefore, the sum for both formations is not equal to the total net acreage.
 (3) 80% of Eagle Ford acreage HBP or not burdened with lease expirations before 2013.



- Acreage positioned in some of the most active counties for Eagle Ford and Austin Chalk (including "Chalkford")
- Two rigs running, primarily focused on oil and liquids
- Eleven operated wells drilled, completed and producing; Three additional operated wells in completion phase
- Approximately 3.5 MMBoe (2.8 MMBbls of oil and 4.2 Bcf of natural gas) added to Eagle Ford proved reserves in Q4 2011

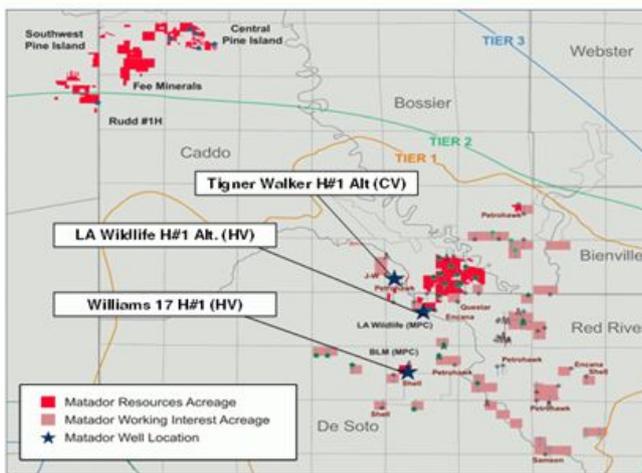


Northwest Louisiana / East Texas Properties Overview

Proved Reserves @ 9/30/11	152.7 Bcfe
% Proved Developed	33.3%
% Natural Gas	99.7%
Daily Production⁽¹⁾	39.1 MMcfe/d
Gross Acres	29,128 acres
Net Acres	25,477 acres
Haynesville ⁽²⁾	14,705 acres
Cotton Valley ⁽²⁾	23,236 acres
Identified Drilling Locations	139.9 net wells
2012E Anticipated Drilling	1.5 net wells
2012E CapEx Budget	\$13.5 million
% HBP	Over 90%

(1) Production data for the nine months ended September 30, 2011.

(2) Some of the same leases cover the net acres shown for Haynesville & Cotton Valley. Therefore, the sum for both formations is not equal to the total net acreage.



Note: Matador operates two sections, including the LA Wildlife and the BLM sections, in Tier 1; all other acreage in Tier 1 is non-operated.

Haynesville, Cotton Valley and Other Plays

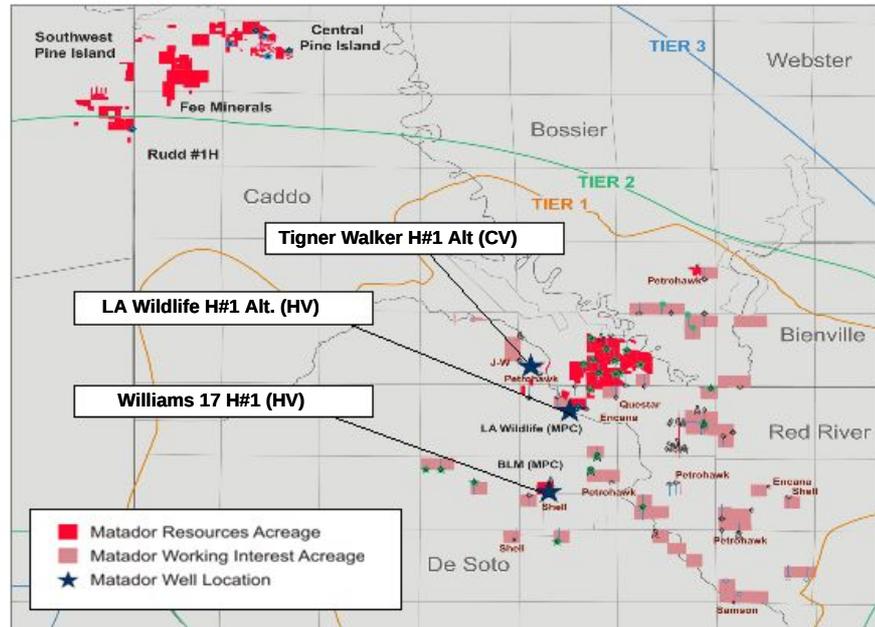
- Participated in over 80 operated and non-operated Haynesville wells at September 30, 2011
- Haynesville proved reserves grew from zero at YE 2008 to 136.6 Bcfe at September 30, 2011
- LA Wildlife H#1 and Williams 17 H#1 operated wells produced approximately 10 MMcfe/d and 7 MMcfe/d in their first 11 and 8 months, respectively



Haynesville Positioning

Highlights

- Approximately 12,000 gross and 5,500 net acres in Haynesville Tier 1 core area
- Almost all Tier 1 core acreage is HBP, as is over 90% of all prospective Haynesville acreage – provides “natural gas bank” for future development
- MTDR active as both operator and non-operator in Haynesville play
- Approximately 1,700 net acres with Bossier potential
- Haynesville acreage also prospective for shallower targets – Cotton Valley, Hosston, in many areas
- Approximately 10,000 net HBP acres prospective for Cotton Valley Horizontal play at Elm Grove / Caspiana



Note: Matador operates two sections, including the LA Wildlife and the BLM sections, in Tier 1; all other acreage in Tier 1 is non-operated.

Strong Growth Profile Focused on Liquids

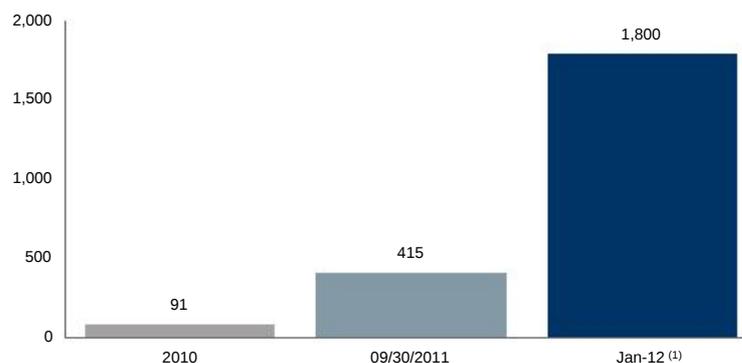
Commentary

- Approximately 90% of 2012E capital budget focused on Eagle Ford (84%) and Austin Chalk (6%)
- All 2012 Eagle Ford and Austin Chalk drilling locations targeting oil and liquids
- Only 14% of our identified Eagle Ford and 5% of our identified Haynesville locations being drilled in 2012
- Oil production up about five-fold year-over-year at September 30, 2011
- Early January 2012 oil production approximately 1,800 Bbls/d

Liquids Focused CapEx in 2012E (\$mm)

	2012E Anticipated Drilling				2012E CapEx	
	Gross Wells	% Total	Net Wells	% Total	(\$ in mm)	% Total
South Texas	30.0	53.6%	27.6	93.6%	\$268.5	85.8%
NW LA / E Texas	25.0	44.6%	1.5	5.1%	13.5	4.3%
SE WY, NE UT, SE ID	1.0	1.8%	0.4	1.3%	2.5	0.8%
Other	--	--	--	--	28.5	9.1%
Total	56.0	100.0%	29.5	100.0%	\$313.0	100.0%

Oil Production Growth Over Time (Bbls/d)



(1) Average daily production for first eleven days of January 2012.

Diversified Investor Composition

- Given management's significant equity position, interests are well aligned with public shareholders
- Unique and diverse investor base includes institutional and industry shareholders with significant experience investing in the oil and gas sector
- Most initial capital was provided by investor base of predecessor company, Matador Petroleum Corporation
- 99.2% of shares outside the public float locked-up for 180 days following February 1, 2012



Note: As of March 7, 2012 close.



Matador Resources Company - Management

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.	31 years	Since Inception
David E. Lancaster EVP, COO and CFO	- Schlumberger, S.A. Holditch & Associates, Inc, Diamond Shamrock	32 years	Since 2003
Matthew V. Hairford EVP, Operations	- Samson, Sonat, Conoco	27 years	Since 2004
Wade I. Massad EVP, Capital Markets	- Cleveland Capital Management, LLC, KeyBanc Capital Markets, RBC Capital Markets	22 years	Since 2010
David F. Nicklin Executive Director, Exploration	- ARCO, Senior Geological Assignments in UK, Angola, Norway and the Middle East	40 years	Since 2007
Scott E. King Co-Founder, VP, Geophysics and New Ventures	- Matador Petroleum Corporation, Enserch, BP, Sohio	28 years	Since Inception
Bradley M. Robinson VP, Reservoir Engineering	- Schlumberger, S.A. Holditch & Associates, Inc, Marathon	34 years	Since Inception
Kathryn L. Wayne Controller and Treasurer	- Matador Petroleum Corporation, Mobil	27 years	Since Inception



Board of Directors and Special Board Advisors

Board Members and Advisors	Professional Experience	Business Expertise
Charles L. Gummer Director	- Former Chairman, President and CEO, Comerica Bank –Texas	Banking
Dr. Stephen A. Holditch Director	- Professor and Former Head of the Department 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 Director	- Past Chairman, Amtrak Board of Directors - Former Partner, Jackson Walker LLP	Law
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
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
Edward J. Scott 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 Special Board Advisor	- Retired President, DeGolyer and MacNaughton (Worldwide Petroleum Consultants)	Oil & Gas Executive Management



Business Strategy to Deliver Growth and Value

- **Exploration and Development**
 - Dedicating approximately 94%⁽¹⁾ of 2012E CapEx to oil and liquids opportunities
 - Approximately 80% of Eagle Ford and approximately 90% of Haynesville acreage either HBP or not burdened by near-term lease expirations
- **Balanced Portfolio**
 - Growing Eagle Ford contributes to a diversified portfolio mix between oil and natural gas
 - Active, ongoing exploration effort continues to identify new oil prospects and opportunities
- **Pursue Opportunistic Acquisitions**
 - Ability to identify high return, operated opportunities at attractive prices
 - History of significant acquisitions and joint ventures
- **Maintain Financial Discipline**
 - Keep balance sheet strong and control expenses
 - Work with industry participants to control costs for non-operated properties
- **Leverage Industry Relationships**
 - Leverage expertise of our industry partners, exchange data and information and build upon existing relationships
 - Continue active participation in industry consortia and professional societies
- **Build Upon Director and Management Team Experience and Success in Unconventional Plays**

⁽¹⁾ Calculated as percent of anticipated capital expenditure focused on oil weighted Eagle Ford and Austin Chalk and includes \$20 million to acquire acreage for oil opportunities in New Mexico and West Texas.



Option Value in Large Unevaluated Acreage Positions

Wyoming, Utah and Idaho (Meade Peak Shale)

Matador Today	
Gross Acres	144,368 acres
Net Acres	135,862 acres
2012E CapEx Budget	\$2.5 million

- Initial test well drilled to 8,200 feet and cored through the Meade Peak shale
- Detailed petrophysical and rock properties testing in progress
- Carried participation interest provided by an affiliate of Alliance Bernstein



Southeast New Mexico / West Texas

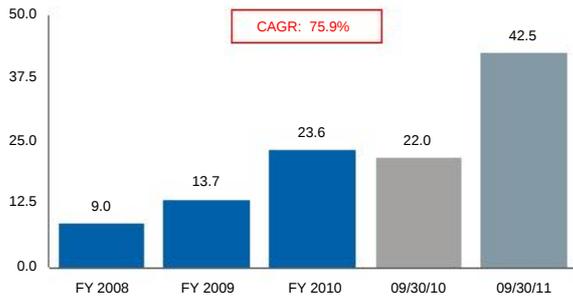
Matador Today	
Gross Acres	10,714 acres
Net Acres	7,519 acres

- Foothold of existing production and reserves
- Budgeted \$20 million in 2012 to acquire acreage in oil-focused opportunities

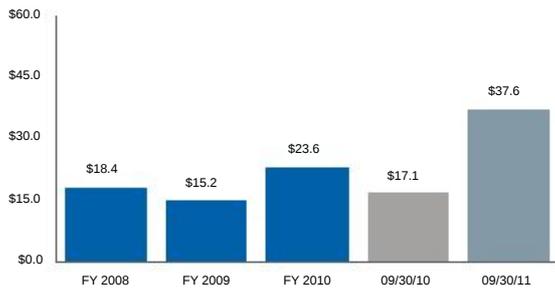


Financial Performance

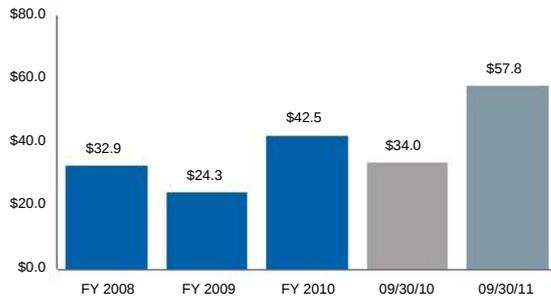
Average Daily Production (MMcfe/d)



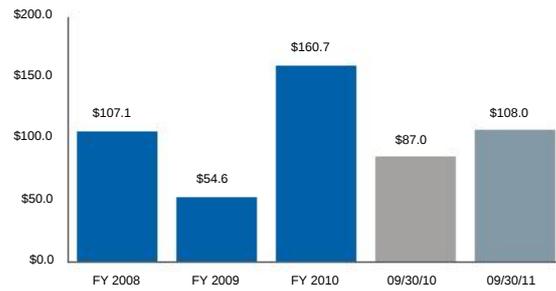
Adjusted EBITDA ⁽¹⁾ (\$ in mm)



Revenue (\$ in mm)



CapEx (\$ in mm)



Note: CAGR stands for compounded annual growth rate.

(1) Adjusted EBITDA is a non-GAAP financial measure. For a definition of Adjusted EBITDA and a reconciliation of Adjusted EBITDA to our net income (loss) and net cash provided by operating activities, see slide 23



Selected Historical Financials

(\$ in millions)

	Year Ended December 31,			Nine Months Ended September 30,	
	2008	2009	2010	2010	2011
Production Summary					
Oil Production (MBbls)	37.0	30.0	33.0	24.0	113.0
Gas Production (Bcf)	3.1	4.8	8.4	5.9	10.9
Total Annual Production (Bcfe)	3.3	5.0	8.6	6.0	11.6
Realized Prices (Including hedges):					
Oil (\$/ Bbl)	\$98.59	\$57.72	\$76.39	\$74.59	\$92.71
Natural Gas (\$/ Mcf)	\$8.32	\$5.17	\$4.38	\$4.49	\$4.19
Revenues:					
Oil and Gas Production Revenues	\$30.6	\$19.0	\$34.0	\$25.2	\$52.0
Realized Oil & Gas Hedging Gain / (Loss)	(1.3)	7.6	5.3	3.0	4.2
Unrealized Oil & Gas Hedging Gain / (Loss)	3.6	(2.4)	3.1	5.8	1.5
Total Revenues	\$32.9	\$24.3	\$42.5	\$34.0	\$57.8
Operating Expenses (\$ / Mcfe)					
Lease Operating	\$1.41	\$0.94	\$0.61	\$0.63	\$0.49
Production Taxes and Marketing	0.50	0.22	0.23	0.21	0.41
General and Administrative	2.50	1.42	1.13	1.13	0.81
Total Expenses	\$4.41	\$2.58	\$1.97	\$1.97	\$1.71
Adjusted EBITDA⁽¹⁾	\$18.4	\$15.2	\$23.6	\$17.1	\$37.6

(1) Adjusted EBITDA is a non-GAAP financial measure. For a definition of Adjusted EBITDA and a reconciliation of Adjusted EBITDA to our net income and net cash provided by operating activities, see slide 23



Hedging Profile

Oil Hedges		
	2012	2013
Total Volume Hedged by Ceiling (Bbl)	1,180,000	1,260,000
Weighted Average Price (\$ / Bbl)	\$109.84	\$110.26
Total Volume Hedged by Floor (Bbl)	1,180,000	1,260,000
Weighted Average Price (\$ / Bbl)	\$90.51	\$87.14

Natural Gas Hedges		
	2012	2013
Total Volume Hedged by Ceiling (Bcf)	7.20	1.05
Weighted Average Price (\$ / MMBtu)	\$5.78	\$5.75
Total Volume Hedged by Floor (Bcf)	7.20	1.05
Weighted Average Price (\$ / MMBtu)	\$4.44	\$4.50

Liquidity

- No debt outstanding as of February 2012
 - IPO net proceeds used to repay \$123.0 million outstanding under the Company's revolving credit facility

- Borrowing base of \$125 million, based on February 2012 redetermination

- Plan to fund 2012 capital budget with remaining IPO net proceeds, anticipated cash flows from operations and available borrowings under its credit facility

- Intend to seek redeterminations of borrowing base as a result of any increases in oil and natural gas reserves during the year

Adjusted EBITDA Reconciliation

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

(In thousands)	Year Ended December 31,			Nine Months Ended September 30,	
	2008	2009	2010	2010	2011
Unaudited Adjusted EBITDA reconciliation to Net Income (Loss):					
Net income (loss)	\$103,878	(\$14,425)	\$6,377	\$7,373	(\$13,725)
Interest expense	-	-	3	-	461
Total income tax provision (benefit)	20,023	(9,925)	3,521	4,043	(6,952)
Depletion, depreciation and amortization	12,127	10,743	15,596	10,931	22,578
Accretion of asset retirement obligations	92	137	155	107	158
Full-cost ceiling impairment	22,195	25,244	-	-	35,673
Unrealized (gain) loss on derivatives	(3,592)	2,375	(3,139)	(5,812)	(1,534)
Stock option and grant expense	605	622	824	466	855
Restricted stock grants	60	34	74	25	36
Net (gain)/loss on asset sales and inventory impairment	(136,977)	379	224	-	-
Adjusted EBITDA	\$18,411	\$15,184	\$23,635	\$17,133	\$37,550

(In thousands)	Year Ended December 31,			Nine Months Ended September 30,	
	2008	2009	2010	2010	2011
Unaudited Adjusted EBITDA reconciliation to Net Cash Provided by Operating Activities:					
Net cash provided by operating activities	\$25,851	\$1,791	\$27,273	\$21,390	\$34,443
Net change in operating assets and liabilities	(17,888)	15,717	(2,230)	(2,846)	2,692
Interest expense	-	-	3	-	461
Current income tax (benefit) provision	10,448	(2,324)	(1,411)	(1,411)	(46)
Adjusted EBITDA	\$18,411	\$15,184	\$23,635	\$17,133	\$37,550

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, property impairments, unrealized derivative gains and losses, non-recurring income and expenses and non-cash stock-based compensation expense, including stock option and grant expense and restricted stock grants. Adjusted EBITDA is not a measure of net income (loss) 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.

Investment Highlights

Strong Growth Profile with Increasing Focus on Oil / Liquids

High Quality Asset Base in Attractive Areas

Significant Multi-year Drilling Inventory

Strong Financial Position and Long-Term Institutional, Industry and Individual Shareholders

Proven Management and Technical Team and Active Board of Directors

Low Cost Operations

Active Exploration Effort Using Science and Technology