Diamondback Energy, Inc. Form 4

March 20, 2014

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

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obligations may continue.

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

See Instruction 1(b).

(Last)

(City)

(Print or Type Responses)

1. Name and Address of Reporting Person * Stice Travis D.

(First)

(Street)

(State)

(Middle)

(Month/Day/Year)

500 WEST TEXAS, SUITE 1200

(Zip)

2. Issuer Name and Ticker or Trading Symbol Diamondback Energy, Inc. [FANG]

3. Date of Earliest Transaction

03/18/2014

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

6. Individual or Joint/Group Filing(Check Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting Person

5. Relationship of Reporting Person(s) to

(Check all applicable)

Chief Executive Officer

10% Owner Other (specify

Issuer

below)

_X__ Director

X_ Officer (give title

MIDLAND, TX 79701

(City)	(State)	(Zip) Tab	le I - Non-	Derivative Secu	rities Acquii	ed, Disposed of,	or Beneficiall	y 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 Acomor Disposed of (Instr. 3, 4 and some Amount (D)	(D)	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	03/18/2014		M	75,000 A	\$ 17.5	89,705	D	
Common Stock	03/18/2014		S	75,000 D	\$ 65.2009	14,705	D	

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

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Number of actionDerivative Securities 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (I	D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	\$ 17.5	03/18/2014		M	· · · · · · · · · · · · · · · · · · ·	000	<u>(1)</u>	04/18/2016	Common Stock	75,000 (1)

Reporting Owners

Reporting Owner Name / Address	Relationships						
Toporomg o whor runner radiation	Director	10% Owner	Officer	Other			
Stice Travis D. 500 WEST TEXAS, SUITE 1200 MIDLAND, TX 79701	X		Chief Executive Officer				

Signatures

/s/ Randall J. Holder as attorney-in-fact for Travis D.
Stice

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) All of these options to purchase 75,000 shares of common stock of the issuer were vested on or before April 18, 2013.
 - Of the remaining options to purchase 225,000 shares of common stock of the issuer, options to purchase 75,000 shares of common stock
- (2) are vested, and options to purchase 150,000 shares of common stock will vest in two equal annual installments beginning on April 18, 2014.

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.

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