UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

| | | Antero Resources Corporation |
|-------------------------------------|---|---|
| | | (Name of Issuer) |
| | | Common Stock |
| | | (Title of Class of Securities) |
| | | 03674X 106 |
| | | (CUSIP Number) |
| | | December 31, 2013 |
| | | (Date of Event Which Requires Filing of this Statement) |
| Check the ap | opropriate bo Rule 13d-1 | x to designate the rule pursuant to which this Schedule is filed: |
| _ | Rule 13d-1 | |
| × | Rule 13d-1 | |
| Securities E | xchange Act | in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act, but shall be subject to all other wever, see the Notes). |
| CUSIP No. | 03674X 106 | |
| 1 | Name of Reporting Person: Trilantic Capital Partners Fund III Onshore Rollover L.P. I.R.S. Identification Number of Above Person (entities only): | |
| 2 | Check the A | ppropriate Box if a Member of a Group |
| | (a) | \boxtimes |
| | (b) | |
| 3 | SEC Use Or | ıly |
| 4 | Citizenship o | or Place of Organization |
| | 5 | Sole Voting Power 0 |
| Number of Shares Beneficially | 6 | Shared Voting Power 221,004,954(1) |
| Owned by Each Reporting | 7 | Sole Dispositive Power |

| | 8 | Shared Dispositive Power 221,004,954(2) | |
|--|---|--|--|
| 9 | Aggregate Amou 221,004,954(1)(2 | ant Beneficially Owned by Each Reporting Person | |
| 10 | Check if the Agg | regate Amount in Row (9) Excludes Certain Shares | |
| 11 | Percent of Class 84.3% (2)(3) | Represented by Amount in Row (9) | |
| 12 | Type of Reportin | g Person | |
| 2(d) of this S | | n expressly disclaims beneficial ownership with respect to all shares of Common Stock (as defined in Item ported except to the extent of its pecuniary interest therein. | |
| (3) Ca | lculations are bas | ed upon 262,049,659 shares of Common Stock outstanding, as of December 31, 2013. | |
| | | 1 | |
| CUSIP No. | 03674X 106 | | |
| 1 | Name of Reporting Person: Trilantic Capital Partners AIV I L.P. I.R.S. Identification Number of Above Person (entities only): | | |
| 2 | Check the Appro | priate Box if a Member of a Group | |
| | (a) <u>E</u> | | |
| 3 | SEC Use Only | | |
| 4 | Citizenship or Pla Delaware | ace of Organization | |
| | 5 | Sole Voting Power 0 | |
| Number of Shares Beneficially | 6 | Shared Voting Power 221,004,954(1) | |
| Owned by Each Reporting Person With | 7 n | Sole Dispositive Power 0 | |
| | 8 | Shared Dispositive Power 221,004,954(2) | |
| 9 | Aggregate Amou 221,004,954(1)(2 | ant Beneficially Owned by Each Reporting Person | |
| 10 | Check if the Agg | regate Amount in Row (9) Excludes Certain Shares □ | |

| 11 | Percent of Class 84.3% (2)(3) | Represented by Amount in Row (9) |
|--|--|--|
| 12 | Type of Reportin | ng Person |
| | | |
| (1) Th 2(d) of this | e reporting perso Schedule 13G) re | n expressly disclaims beneficial ownership with respect to all shares of Common Stock (as defined in Item ported except to the extent of its pecuniary interest therein. |
| (2) Se | e Item 4 below. | |
| (3) Ca | Calculations are based upon 262,049,659 shares of Common Stock outstanding, as of December 31, 2013. | |
| | | 2 |
| | | |
| CUSIP No. | 03674X 106 | |
| 1 | | ing Person: Partners Fund AIV I L.P. ion Number of Above Person (entities only): |
| 2 | Check the Appro | opriate Box if a Member of a Group |
| | (a) <u>×</u> (b) <u></u> | |
| | | |
| 3 | SEC Use Only | |
| 4 | Citizenship or P. Delaware | lace of Organization |
| | 5 | Sole Voting Power 0 |
| Number of Shares Beneficially | 6 | Shared Voting Power 221,004,954(1) |
| Owned by Each Reporting Person With | 7 n | Sole Dispositive Power 0 |
| | 8 | Shared Dispositive Power 221,004,954(2) |
| 9 | Aggregate Amor 221,004,954(1) | unt Beneficially Owned by Each Reporting Person (2) |
| 10 | Check if the Agg | gregate Amount in Row (9) Excludes Certain Shares |
| 11 | Percent of Class 84.3% (2)(3) | Represented by Amount in Row (9) |
| 12 | Type of Reportin | ng Person |

| | | rson expressly disclaims beneficial ownership with respect to all shares of Common Stock (as defined in Item reported except to the extent of its pecuniary interest therein. | |
|---|--|---|--|
| (2) S | ee Item 4 below | | |
| (3) Calculations are based upon 262,049,659 shares of Common Stock outstanding, as of December 31, 2013 | | based upon 262,049,659 shares of Common Stock outstanding, as of December 31, 2013. | |
| | | 3 | |
| | | | |
| GVIGVE VI | 00 (54) | | |
| CUSIP No | o. 03674X 106 | | |
| 1 | | orting Person: tal Partners Fund (B) AIV I L.P. cation Number of Above Person (entities only): | |
| 2 | Check the An | propriate Box if a Member of a Group | |
| 2 | | ⊠ | |
| | - | | |
| 3 | SEC Use Only | 7 | |
| 4 | Citizenship or Place of Organization Delaware | | |
| | 5 | Sole Voting Power 0 | |
| Number of Shares Beneficial | 6 | Shared Voting Power 221,004,954(1) | |
| Owned by Each Reporting Person Wi | 7 | Sole Dispositive Power 0 | |
| | 8 | Shared Dispositive Power 221,004,954(2) | |
| 9 | Aggregate Am 221,004,954(1 | nount Beneficially Owned by Each Reporting Person | |
| 10 | Check if the A | aggregate Amount in Row (9) Excludes Certain Shares □ | |
| 11 | Percent of Class Represented by Amount in Row (9) 84.3% (2)(3) | | |
| 12 | Type of Repor | rting Person | |
| | | rson expressly disclaims beneficial ownership with respect to all shares of Common Stock (as defined in Item reported except to the extent of its pecuniary interest therein. | |
| (2) S | ee Item 4 below | | |
| | Calculations are b | pased upon 262,049,659 shares of Common Stock outstanding, as of December 31, 2013. | |
| | | 4 | |

| | TCP Capital | porting Person: Partners V AIV I L.P. fication Number of Above Person (entities only): |
|--|--|---|
| 2 | Check the A | ppropriate Box if a Member of a Group |
| L | (a) | ⊠ ⊠ |
| | (b) | |
| 3 | SEC Use On | ıly |
| | Citizenship o Delaware | or Place of Organization |
| | 5 | Sole Voting Power 0 |
| Number of Shares Beneficially | 6 | Shared Voting Power 221,004,954(1) |
| Owned by Each Reporting Person With | 7 n | Sole Dispositive Power 0 |
| | 8 | Shared Dispositive Power 221,004,954(2) |
| 9 | Aggregate A 221,004,954 | amount Beneficially Owned by Each Reporting Person (1) (2) |
| 10 | Check if the Aggregate Amount in Row (9) Excludes Certain Shares □ | |
| 11 | Percent of Class Represented by Amount in Row (9) 84.3% (2)(3) | |
| 12 | Type of Reporting Person PN | |
| | | erson expressly disclaims beneficial ownership with respect to all shares of Common Stock (as defined in Item i) reported except to the extent of its pecuniary interest therein. |
| (2) Se | e Item 4 belo | w. |
| (3) Ca | lculations are | e based upon 262,049,659 shares of Common Stock outstanding, as of December 31, 2013. |
| | | 5 |
| CUSIP No. | 03674X 106 | |
| | Name of Rep | porting Person: bital Partners IV L.P. fication Number of Above Person (entities only): |

| 2 | Check the Appro | opriate Box if a Member of a Group | |
|--|--|---|--|
| | (b) \Box | I | |
| | | | |
| 3 | SEC Use Only | | |
| 4 | Citizenship or P. Delaware | lace of Organization | |
| | 5 | Sole Voting Power 0 | |
| Number of Shares Beneficially | 6 | Shared Voting Power 221,004,954(1) | |
| Owned by Each Reporting Person With | 7 1 | Sole Dispositive Power 0 | |
| | 8 | Shared Dispositive Power 221,004,954(2) | |
| 9 | Aggregate Amor 221,004,954(1) | unt Beneficially Owned by Each Reporting Person (2) | |
| 10 | Check if the Agg | gregate Amount in Row (9) Excludes Certain Shares | |
| 11 | Percent of Class Represented by Amount in Row (9) 84.3% (2)(3) | | |
| 12 | Type of Reportin | ng Person | |
| | | on expressly disclaims beneficial ownership with respect to all shares of Common Stock (as defined in Item ported except to the extent of its pecuniary interest therein. | |
| (2) Se | e Item 4 below. | | |
| (3) Ca | Calculations are based upon 262,049,659 shares of Common Stock outstanding, as of December 31, 2013. | | |
| | | 6 | |
| CUSIP No. | 03674X 106 | | |
| | | | |
| 1 | | ing Person: Partners Group VI L.P. tion Number of Above Person (entities only): | |
| 2 | Check the Appro | opriate Box if a Member of a Group | |
| | (a) <u>(a)</u> (b) <u> </u> | | |
| 3 | SEC Use Only | | |
| - | - 222 Omj | | |
| 4 | Citizenship or P | lace of Organization | |

| Number of Shares Beneficially Owned by Each Reporting Person With | Shared Voting Power 221,004,954(1) Sole Dispositive Power 0 Shared Dispositive Power 221,004,954(2) | | |
|---|--|--|--|
| Owned by Each 7 Reporting Person With | Shared Dispositive Power | | |
| | | | |
| | 221,004,734(2) | | |
| | Aggregate Amount Beneficially Owned by Each Reporting Person 221,004,954(1) (2) | | |
| 10 Check if the | Check if the Aggregate Amount in Row (9) Excludes Certain Shares □ | | |
| | Percent of Class Represented by Amount in Row (9) 84.3% (2)(3) | | |
| 12 Type of Re | porting Person | | |
| (3) Calculations a | re based upon 262,049,659 shares of Common Stock outstanding, as of December 31, 2013. 7 | | |
| | | | |
| CUSIP No. 03674X 10 | 6 | | |
| Trilantic C | eporting Person: apital Partners Fund IV Funded Rollover L.P. tification Number of Above Person (entities only): | | |
| 2 Check the (a) | Appropriate Box if a Member of a Group 区 | | |
| (b) | | | |
| | | | |
| 3 SEC Use C | Only | | |
| | or Place of Organization | | |
| 4 Citizenship | | | |

Each

| Reporting Person With | 7 1 | Sole Dispositive Power 0 |
|---|-----------------------------------|---|
| | 8 | Shared Dispositive Power 221,004,954(2) |
| 9 | Aggregate Ai 221,004,954(| mount Beneficially Owned by Each Reporting Person 1) (2) |
| 10 | Check if the | Aggregate Amount in Row (9) Excludes Certain Shares □ |
| 11 | Percent of Cl 84.3% (2)(3) | ass Represented by Amount in Row (9) |
| 12 | Type of Repo | orting Person |
| | | erson expressly disclaims beneficial ownership with respect to all shares of Common Stock (as defined in Item) reported except to the extent of its pecuniary interest therein. |
| 2) Se | e Item 4 below | v. |
| 3) Ca | lculations are | based upon 262,049,659 shares of Common Stock outstanding, as of December 31, 2013. |
| | | 8 |
| 1 | TCP Capital | orting Person: Partners VI L.P. ication Number of Above Person (entities only): |
| 2 | | propriate Box if a Member of a Group |
| | (a)(b) | |
| 3 | SEC Use Onl | V |
| 4 | | r Place of Organization |
| | 5 | Sole Voting Power 0 |
| Number of Shares Beneficially Owned by | 6 | Shared Voting Power 221,004,954(1) |
| Each Reporting Person With | 7 1 | Sole Dispositive Power 0 |
| | 8 | Shared Dispositive Power 221,004,954(2) |
| 9 | Aggregate Ai 221,004,954(| mount Beneficially Owned by Each Reporting Person 1) (2) |

| 10 | Check if the Aggregate Amount in Row (9) Excludes Certain Shares □ | | | | |
|--|--|---|--|--|--|
| 11 | Percent of C 84.3% (2)(3) | lass Represented by Amount in Row (9) | | | |
| 12 | Type of Rep PN | orting Person | | | |
| | | erson expressly disclaims beneficial ownership with respect to all shares of Common Stock (as defined in Item i) reported except to the extent of its pecuniary interest therein. | | | |
| (2) Se | e Item 4 belo | w. | | | |
| (3) Ca | Calculations are based upon 262,049,659 shares of Common Stock outstanding, as of December 31, 2013. | | | | |
| | 9 | | | | |
| CUSIP No. | 03674X 106 | | | | |
| 1 | TCP Antero | porting Person: I-1 Holdco, LLC fication Number of Above Person (entities only): | | | |
| 2 | Check the Appropriate Box if a Member of a Group (a) (b) | | | | |
| 3 | SEC Use On | ıly | | | |
| 4 | Citizenship or Place of Organization Delaware | | | | |
| | 5 | Sole Voting Power 0 | | | |
| Number of Shares Beneficially | 6 | Shared Voting Power 221,004,954(1) | | | |
| Owned by Each Reporting Person With | 7 n | Sole Dispositive Power 0 | | | |
| | 8 | Shared Dispositive Power 221,004,954(2) | | | |
| 9 | Aggregate Amount Beneficially Owned by Each Reporting Person 221,004,954(1) (2) | | | | |
| 10 | Check if the | Aggregate Amount in Row (9) Excludes Certain Shares □ | | | |
| 11 | Percent of C 84.3% (2)(3) | lass Represented by Amount in Row (9) | | | |
| 12 | Type of Rep | orting Person | | | |

| | | son expressly disclaims beneficial ownership with respect to all shares of Common Stock (as defined in Item reported except to the extent of its pecuniary interest therein. |
|-------------------------|-------------------|--|
| (2) Se | ee Item 4 below. | |
| (3) C | alculations are b | pased upon 262,049,659 shares of Common Stock outstanding, as of December 31, 2013. |
| | | 10 |
| | | |
| CUSIP No. | . 03674X 106 | |
| | | |
| 1 | | 2 Holdco, LLC |
| | I.R.S. Identific | eation Number of Above Person (entities only): |
| 2 | Check the App | propriate Box if a Member of a Group |
| | _ | |
| | (b) <u>I</u> | |
| 3 | SEC Use Only | |
| 4 | Citi-analia an | Disco of Ourse instinu |
| 4 | Delaware | Place of Organization |
| | 5 | Sole Voting Power |
| | 5 | 0 |
| Number of | 6 | Shared Voting Power |
| Shares Beneficiall | | 221,004,954(1) |
| Owned by Each | 7 | Sole Dispositive Power |
| Reporting Person Wit | | 0 |
| | 8 | Shared Dispositive Power |
| | · · | 221,004,954(2) |
| 9 | Aggregate Am | ount Beneficially Owned by Each Reporting Person |
| | 221,004,954(1) |) (2) |
| 10 | Check if the A | ggregate Amount in Row (9) Excludes Certain Shares |
| 11 | Domaint of Class | ss Represented by Amount in Row (9) |
| 11 | 84.3% (2)(3) | is represented by Amount in Row (9) |
| 12 | Type of Repor | ting Person |
| | OO | |
| (4) | | |
| | | son expressly disclaims beneficial ownership with respect to all shares of Common Stock (as defined in Item reported except to the extent of its pecuniary interest therein. |
| (2) Se | ee Item 4 below. | |
| (3) C | alculations are b | pased upon 262,049,659 shares of Common Stock outstanding, as of December 31, 2013. |
| | | 11 |

| CUSIP No. | 03674X 106 | | |
|--|--|--|--|
| 1 | Name of Reporting Person: TCP Antero I-4 Holdco, LLC I.R.S. Identification Number of Above Person (entities only): | | |
| 2 | Check the A | ppropriate Box if a Member of a Group | |
| | (b) | | |
| 3 | SEC Use Or | nly | |
| 4 | Citizenship Delaware | or Place of Organization | |
| | 5 | Sole Voting Power 0 | |
| Number of Shares Beneficially | 6 | Shared Voting Power 221,004,954(1) | |
| Owned by Each Reporting Person With | 7 1 | Sole Dispositive Power 0 | |
| | 8 | Shared Dispositive Power 221,004,954(2) | |
| 9 | Aggregate A 221,004,954 | amount Beneficially Owned by Each Reporting Person $\Theta(1)$ (2) | |
| 10 | Check if the Aggregate Amount in Row (9) Excludes Certain Shares □ | | |
| 11 | Percent of Class Represented by Amount in Row (9) 84.3% (2)(3) | | |
| 12 | Type of Rep | porting Person | |
| (1) Th 2(d) of this S | e reporting p | person expressly disclaims beneficial ownership with respect to all shares of Common Stock (as defined in Item 3) reported except to the extent of its pecuniary interest therein. | |
| (2) Se | e Item 4 belo | w. | |
| (3) Ca | lculations ar | e based upon 262,049,659 shares of Common Stock outstanding, as of December 31, 2013. | |
| | | 12 | |
| CUSIP No. | 03674X 106 | | |
| 22311 110. | 0507 121 100 | | |
| 1 | TCP Antero | porting Person: Principals LLC fication Number of Above Person (entities only): | |

| 2 | _ | ppropriate box if a Melliber of a Group | | |
|--------------------------|-------------------------|---|--|--|
| | (a) | | | |
| | (b) | | | |
| | | | | |
| 3 | SEC Use On | ly | | |
| | | | | |
| | | or Place of Organization | | |
| | Delaware | | | |
| | | | | |
| | 5 | Sole Voting Power 0 | | |
| | | <u> </u> | | |
| Number of | 6 | Shared Voting Power | | |
| Shares Beneficially | | 221,004,954(1) | | |
| Owned by | | | | |
| Each | 7 | Sole Dispositive Power | | |
| Reporting Person With | 1 | 0 | | |
| | | | | |
| | 8 | Shared Dispositive Power | | |
| | | 221,004,954(2) | | |
| | | | | |
| | Aggregate A 221,004,954 | mount Beneficially Owned by Each Reporting Person | | |
| - | 221,001,001 | | | |
| 10 | Check if the | Aggregate Amount in Row (9) Excludes Certain Shares □ | | |
| | | 2.5gg-vg.m-1.mount in 10 in (5) Environmentale = | | |
| 11 | Percent of Cl | lass Represented by Amount in Row (9) | | |
| | 84.3% (2)(3) | | | |
| • | | | | |
| | | orting Person | | |
| - | 00 | | | |
| | | | | |
| | | erson expressly disclaims beneficial ownership with respect to all shares of Common Stock (as defined in Item | | |
| 2(d) of this S | Schedule 13G |) reported except to the extent of its pecuniary interest therein. | | |
| (2) Sec | e Item 4 belov | W. | | |
| | | | | |
| (3) Ca | lculations are | based upon 262,049,659 shares of Common Stock outstanding, as of December 31, 2013. | | |
| | | 13 | | |
| | | | | |
| | | | | |
| CUSIP No. | 03674X 106 | | | |
| - COSH 110. | 0307 111 100 | | | |
| 1 | Name of Rer | porting Person: | | |
| | | oital Management L.P. | | |
| | | ication Number of Above Person (entities only): | | |
| | | | | |
| 2 | Check the Ap | ppropriate Box if a Member of a Group | | |
| | (a) | | | |
| | (b) | | | |
| | | | | |
| 3 | SEC Use On | ly | | |
| • | | | | |

Citizenship or Place of Organization

| | Delaware | | | | |
|---|---|---|--|--|--|
| | 5 | Sole Voting Power 0 | | | |
| Number of Shares Beneficially | 6 | Shared Voting Power 221,004,954(1) | | | |
| Owned by Each Reporting Person With | 7 | Sole Dispositive Power 0 | | | |
| | 8 | Shared Dispositive Power 221,004,954(2) | | | |
| | Aggregate Amount Beneficially Owned by Each Reporting Person 221,004,954(1) (2) | | | | |
| 10 | Check if the Aggreg | gate Amount in Row (9) Excludes Certain Shares | | | |
| | Percent of Class Represented by Amount in Row (9) 84.3% (2)(3) | | | | |
| | Type of Reporting Person PN | | | | |
| (3) Ca | lculations are based | upon 262,049,659 shares of Common Stock outstanding, as of December 31, 2013. 14 | | | |
| | | 14 | | | |
| CUSIP No. | 03674X 106 | | | | |
| | Name of Reporting Person: Charles Ayres I.R.S. Identification Number of Above Person (entities only): | | | | |
| | 2 Check the Appropriate Box if a Member of a Group (a) ✓ | | | | |
| | (b) | | | | |
| 3 | SEC Use Only | | | | |
| | Citizenship or Place of Organization United States | | | | |
| | 5 | Sole Voting Power 0 | | | |
| Number of Shares Beneficially Owned by | 6 | Shared Voting Power 221,004,954(1) | | | |

| Each Reporting Person Wit | 7 h | Sole Dispositive Power 0 | | | | |
|---------------------------------------|---|--|--|--|--|--|
| | 8 | Shared Dispositive Power 221,004,954(2) | | | | |
| 9 | Aggregate Amount Beneficially Owned by Each Reporting Person 221,004,954(1) (2) | | | | | |
| 10 | Check if the Aggregate Amount in Row (9) Excludes Certain Shares □ | | | | | |
| 11 | Percent of Class Represented by Amount in Row (9) 84.3% (2)(3) | | | | | |
| 12 | Type of Reporting Person IN | | | | | |
| 1) The | ne reporting po Schedule 13G | erson expressly disclaims beneficial ownership with respect to all shares of Common Stock (as defined in Item) reported except to the extent of his pecuniary interest therein. | | | | |
| 2) Se | ee Item 4 belo | N. | | | | |
| 3) Ca | alculations are | based upon 262,049,659 shares of Common Stock outstanding, as of December 31, 2013. | | | | |
| | | 15 | | | | |
| | | | | | | |
| CUSIP No. | E. Daniel Jar | oorting Person: nes ication Number of Above Person (entities only): | | | | |
| | Name of Rep E. Daniel Jar I.R.S. Identif | nes | | | | |
| 1 | Name of Rep E. Daniel Jar I.R.S. Identif Check the Ap | nes fication Number of Above Person (entities only): opropriate Box if a Member of a Group | | | | |
| 1 | Name of Rep E. Daniel Jar I.R.S. Identif | nes fication Number of Above Person (entities only): ppropriate Box if a Member of a Group | | | | |
| 1 | Name of Rep E. Daniel Jar I.R.S. Identif Check the Ap | nes fication Number of Above Person (entities only): opropriate Box if a Member of a Group | | | | |
| 2 | Name of Rep E. Daniel Jar I.R.S. Identification Check the Aj (a) (b) SEC Use On | nes fication Number of Above Person (entities only): propriate Box if a Member of a Group Sample | | | | |
| 2 | Name of Rep E. Daniel Jar I.R.S. Identification Check the Ap (a) (b) SEC Use On Citizenship of | nes fication Number of Above Person (entities only): propriate Box if a Member of a Group Sample | | | | |
| 1 2 3 4 Number of Shares Beneficially | Name of Rep E. Daniel Jar I.R.S. Identif Check the Ap (a) (b) SEC Use On Citizenship of United States 5 | nes fication Number of Above Person (entities only): opropriate Box if a Member of a Group X | | | | |
| 2 | Name of Rep E. Daniel Jar I.R.S. Identif Check the Ap (a) (b) SEC Use On Citizenship of United States 5 | nes fication Number of Above Person (entities only): oppropriate Box if a Member of a Group Sample Sample | | | | |

9 Aggregate Amount Beneficially Owned by Each Reporting Person 221,004,954(1) (2)

| 10 | Check if the | e Aggregate Amount in Row (9) Excludes Certain Shares □ | | |
|---|--|--|--|--|
| 11 | Percent of Class Represented by Amount in Row (9) 84.3% (2)(3) | | | |
| 12 | Type of Reporting Person IN | | | |
| (1) T | he reporting r | person expressly disclaims beneficial ownership with respect to all shares of Common Stock (as defined in Item | | |
| 2(d) of this | Schedule 130 | G) reported except to the extent of his pecuniary interest therein. | | |
| , | See Item 4 below. | | | |
| (3) C | Calculations are based upon 262,049,659 shares of Common Stock outstanding, as of December 31, 2013. | | | |
| | | 16 | | |
| CUSIP No | . 03674X 106 | i | | |
| 1 | Christopher | eporting Person: R. Manning ification Number of Above Person (entities only): | | |
| 2 | Check the A | Appropriate Box if a Member of a Group | | |
| - | (a) | X | | |
| | (b) | | | |
| 3 | SEC Use Or | nly | | |
| 4 | Citizenship or Place of Organization United States | | | |
| | 5 | Sole Voting Power 0 | | |
| Number of Shares Beneficiall | 6 | Shared Voting Power 221,004,954(1) | | |
| Owned by Each Reporting Person Wit | 7 th | Sole Dispositive Power 0 | | |
| | 8 | Shared Dispositive Power 221,004,954(2) | | |
| 9 | Aggregate Amount Beneficially Owned by Each Reporting Person 221,004,954(1) (2) | | | |
| 10 | Check if the | e Aggregate Amount in Row (9) Excludes Certain Shares □ | | |
| 11 | Percent of C 84.3% (2)(3 | Class Represented by Amount in Row (9) | | |
| 12 | Type of Rep | porting Person | | |

| | | person expressly disclaims beneficial ownership with respect to all shares of Common Stock (as defined in Item 6) reported except to the extent of his pecuniary interest therein. | | |
|--|--|--|--|--|
| (2) S | ee Item 4 belo | ow. | | |
| (3) | Calculations are based upon 262,049,659 shares of Common Stock outstanding, as of December 31, 2013. | | | |
| | | 17 | | |
| | | | | |
| CUSIP No | o. 03674X 106 | | | |
| 1 | Name of Reporting Person: Jon Mattson I.R.S. Identification Number of Above Person (entities only): | | | |
| 2 | Check the A | ppropriate Box if a Member of a Group ☑ | | |
| | (b) | | | |
| 3 | SEC Use Or | nly | | |
| 4 | Citizenship or Place of Organization United States | | | |
| | 5 | Sole Voting Power 0 | | |
| Number of Shares Beneficial | 6 | Shared Voting Power 221,004,954(1) | | |
| Owned by Each Reporting Person Wi | 7 | Sole Dispositive Power 0 | | |
| | 8 | Shared Dispositive Power 221,004,954(2) | | |
| 9 | Aggregate Amount Beneficially Owned by Each Reporting Person 221,004,954(1) (2) | | | |
| 10 | Check if the Aggregate Amount in Row (9) Excludes Certain Shares □ | | | |
| 11 | Percent of Class Represented by Amount in Row (9) 84.3% (2)(3) | | | |
| 12 | Type of Rep IN | porting Person | | |
| (1) T | he reporting p | person expressly disclaims beneficial ownership with respect to all shares of Common Stock (as defined in Item | | |

²⁽d) of this Schedule 13G) reported except to the extent of his pecuniary interest therein.

⁽²⁾ See Item 4 below.

Calculations are based upon 262,049,659 shares of Common Stock outstanding, as of December 31, 2013. (3)

| CUSIP No. | 03674X 106 | | | |
|-------------------------------------|--|---|--|--|
| 1 | Name of Reporting Person: Charles C. Moore I.R.S. Identification Number of Above Person (entities only): | | | |
| 2 | Check the Appropriate Box if a Member of a Group (a) | | | |
| | (b) | | | |
| 3 | SEC Use Only | | | |
| 4 | 4 Citizenship or Place of Organization United States | | | |
| | 5 | Sole Voting Power | | |
| Number of Shares Beneficially | 6 | Shared Voting Power 221,004,954(1) | | |
| Owned by Each Reporting Person Witl | 7 1 | Sole Dispositive Power 0 | | |
| | 8 | Shared Dispositive Power 221,004,954(2) | | |
| 9 | Aggregate Amount Beneficially Owned by Each Reporting Person 221,004,954(1) (2) | | | |
| 10 | Check if the Aggregate Amount in Row (9) Excludes Certain Shares □ | | | |
| 11 | Percent of Class Represented by Amount in Row (9) 84.3% (2)(3) | | | |
| 12 | Type of Reporting Person IN | | | |
| (d) of this S | | rson expressly disclaims beneficial ownership with respect to all shares of Common Stock (as defined in Item reported except to the extent of his pecuniary interest therein. | | |
| | | | | |

Item 1(a). Name of issuer.

(3)

The name of the issuer is Antero Resources Corporation, a Delaware corporation (the "Issuer").

Calculations are based upon 262,049,659 shares of Common Stock outstanding, as of December 31, 2013.

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Item 1(b). Address of issuer's principal executive offices.

The principal executive offices of the Issuer are located at 1625 17th Street, Denver, Colorado 80202.

Item 2(a). Names of persons filing.

This Schedule 13G is filed on behalf of Trilantic Capital Partners Fund III Onshore Rollover L.P., a Delaware limited partnership ("TCP Fund III"); Trilantic Capital Partners AIV I L.P., a Delaware limited partnership ("TCP AIV I"); Trilantic Capital Partners Fund AIV I L.P., a Delaware limited partnership ("TCP Fund (B) AIV I"); TCP Capital Partners V AIV I L.P., a Delaware limited partnership ("TCP Fund (B) AIV I"); Trilantic Capital Partners IV L.P., a Delaware limited partnership ("TCP V AIV"); Trilantic Capital Partners IV L.P., a Delaware limited partnership ("TCP Group VI"); Trilantic Capital Partners Fund IV Funded Rollover L.P., a Delaware limited partnership ("TCP Fund IV Funded Rollover"); TCP Capital Partners VI L.P., a Delaware limited partnership ("TCP Fund IV Funded Rollover"); TCP Capital Partners VI L.P., a Delaware limited partnership ("TCP VI" and together with TCP Fund II, TCP AIV I, TCP Fund AIV I, TCP Fund (B) AIV, TCP V AIV, TCP IV, TCP Group VI, and TCP Fund IV Funded Rollover, the "Trilantic Capital Partners"); TCP Antero I-1 Holdco, LLC, a Delaware limited liability company ("TCP Antero I-2 Holdco, LLC, a Delaware limited liability company ("TCP Antero I-4" and together with TCP Antero I-1 and TCP Antero I-2, the "Trilantic Entities"); Trilantic Capital Management L.P., a Delaware limited partnership and managing member of TCP Antero I-1 ("TCM"); Trilantic Capital Partners IV L.P., a Delaware limited partnership and managing member of TCP Antero I-4 ("Trilantic Capital Partners IV"); TCP Antero Principals LLC, a Delaware limited liability company ("TCP Principals"); Charles Ayres; E. Daniel James; Christopher R. Manning; Jon Mattson; and Charles C. Moore. Messrs. Ayres, James, Manning, Mattson and Moore are referred to collectively as the "Trilantic Partners."

Trilantic Capital Partners, the Trilantic Entities, TCP Principals, TCM, Trilantic Capital Partners IV and the Trilantic Partners are collectively referred to herein as the "Trilantic Reporting Persons."

Item 2(b). Address or principal business office or, if none, residence.

The principal business address of each of the Trilantic Reporting Persons is 375 Park Avenue, New York, NY 10152.

Item 2(c). Citizenship.

Trilantic Capital Partners, the Trilantic Entities, TCP Principals, TCM and Trilantic Capital Partners IV are organized in the state of Delaware. The Trilantic Partners are citizens of the United States.

Item 2(d). Title of class of securities.

Common Stock, par value \$0.01 per share (the "Common Stock").

Not Applicable

Item 2(e). CUSIP number.

03674X 106

| item 3. | If this statement is filed | pursuant to Rule 13 | 3a-1(D), or 13a-2(D) 01 | r (c), cneck whether the | e person ming is a |
|---------|----------------------------|---------------------|-------------------------|--------------------------|--------------------|
| | | | | | |

| | Not Applicable |
|-----|---|
| (a) | Broker or dealer registered under section 15 of the Act |
| (b) | Bank as defined in section 3(a)(6) of the Act; |
| | 20 |

| (c) | Insurance company as defined in section 3(a)(19) of the Act; |
|-----|---|
| (d) | Investment company registered under section 8 of the Investment Company Act of 1940; |
| (e) | An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E); |
| (f) | An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F); |
| (g) | A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G); |
| (h) | A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act; |
| (i) | A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940; |
| (j) | A non-U.S. institution in accordance with Rule 13d-1(b)(1)(ii)(J); |
| (k) | Group in accordance with Rule 13d-1(b)(1)(ii)(K) |

Item 4. Ownership:

The information required by Items 4(a)-(c) is set forth in Rows 5-11 of the cover page hereto and is incorporated herein by reference.

Antero Resources Investment, LLC, a Delaware limited liability company ("Antero Investment"), directly owns 220,965,909 shares of Common Stock, which represents approximately 84.3% of the outstanding shares of Common Stock. The Trilantic Reporting Persons, both directly and indirectly, hold a 7.4% voting interest in Antero Investment. The Reporting Persons may be deemed to have shared voting and dispositive power with respect to their interest in the 220,965,909 shares of Common Stock held directly by Antero Investment. Additionally, certain Trilantic Reporting Persons directly own 39,045 shares of Common Stock, which amount is included in the aggregate amount beneficially owned by each Trilantic Reporting Person reported on this Schedule 13G.

Each Trilantic Reporting Person expressly disclaims beneficial ownership with respect to all shares of Common Stock reported except to the extent of such Trilantic Reporting Person's pecuniary interest therein.

Item 5. Ownership of five percent or less of a class.

Not applicable.

Item 6. Ownership of more than five Percent on behalf of another person.

Not applicable.

Item 7. Identification and classification of the subsidiary which acquired the security being reported on by the parent holding company or control person.

Not applicable.

Item 8. Identification and classification of members of the group.

The Trilantic Reporting Persons are making this single, joint filing because they may be deemed to constitute a "group" within the meaning of Section 13(d)-3 of the Exchange Act. The Joint Filing Agreement among the Trilantic Persons to file this Schedule 13G jointly in accordance with Rule 13d-1(K) of the Exchange Act is attached as Exhibit 99.1 hereto.

Item 9. Notice of dissolution of group.

Not applicable.

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Item 10. Certifications.

Not applicable.

SIGNATURE

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under Rule 14a-11 of the Securities and Exchange Act of 1934.

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 13, 2014

Trilantic Capital Partners Fund III Onshore Rollover L.P. By: Trilantic Capital Management L.P., its investment advisor

By: /s/ Christopher R. Manning

Name: Christopher R. Manning

Title: Partner

Trilantic Capital Partners AIV I L.P.
By: Trilantic Capital Management L.P., its investment advisor

By: /s/ Christopher R. Manning
Name: Christopher R. Manning

Title: Partner

Trilantic Capital Partners Fund AIV I L.P. By: Trilantic Capital Management L.P., its investment advisor By: As Christopher R. Manning Christopher R. Manning

Title: Partner

Trilantic Capital Partners Fund (B) AIV I L.P.

By: Trilantic Capital Management L.P., its investment advisor

By: /s/ Christopher R. Manning
Name: Christopher R. Manning

Title: Partner

TCP Capital Partners V AIV I L.P.

By: Trilantic Capital Management L.P., its investment subadvisor

/s/ Christopher R. Manning

Name: Christopher R. Manning

Title: Partner

SIGNATURE PAGE TO SCHEDULE 13G

By:

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Trilantic Capital Partners IV L.P

By: Trilantic Capital Partners Associates IV L.P., its general partner

By: Trilantic Capital Partners Associates MGP IV LLC, its general partner

By: /s/ Christopher R. Manning

Name: Christopher R. Manning

Title: Partner

Trilantic Capital Partners Group VI L.P.

By: Trilantic Capital Partners Associates IV (Parallel GP) L.P., its general partner

By: Trilantic Capital Partners Associates MGP IV LLC, its general partner

By: /s/ Christopher R. Manning

Name: Christopher R. Manning

Title: Partner

Trilantic Capital Partners Fund IV Funded Rollover L.P.

By: Trilantic Capital Partners Associates IV (Parallel GP) L.P., its general partner

By: Trilantic Capital Partners Associates MGP IV LLC, its general partner

By: /s/ Christopher R. Manning

Name: Christopher R. Manning

Title: Partner

TCP Capital Partners VI L.P.

By: Trilantic Capital Management L.P., its investment subadvisor

By: /s/ Christopher R. Manning

Name: Christopher R. Manning

Title: Partner

TCP Antero I-1 Holdco, LLC

By: /s/ Christopher R. Manning

Name: Christopher R. Manning

Title: President

TCP Antero I-2 Holdco, LLC

By: /s/ Christopher R. Manning

Name: Christopher R. Manning

Title: President

SIGNATURE PAGE TO SCHEDULE 13G

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By:

TCP Antero I-4 Holdco, LLC

By: /s/ Christopher R. Manning

Name: Christopher R. Manning

Title: President

TCP Antero Principals LLC

/s/ Christopher R. Manning

Name: Christopher R. Manning
Title: Managing Member

Trilantic Capital Management L.P.

By: /s/ Christopher R. Manning
Name: Christopher R. Manning

Title: Managing Member

Charles Ayres

By: /s/ Charles Ayres

Name: Charles Ayres

E. Daniel James

By: /s/ E. Daniel James

Name: E. Daniel James

Christopher R. Manning

By: /s/ Christopher R. Manning

Name: Christopher R. Manning

Jon Mattson

By: /s/ Jon Mattson

Name: Jon Mattson

Charles C. Moore

By: /s/ Charles C. Moore

Name: Charles C. Moore

SIGNATURE PAGE TO SCHEDULE 13G

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EXHIBIT INDEX

Exhibit No. Description

Agreement with respect to filing of Schedule 13G, dated as of February 13, 2014, by and among the Trilantic Reporting Persons.

AGREEMENT

In accordance with Rule 13d-1(k) promulgated under the Securities Exchange Act of 1934, as amended, each of the undersigned hereby agrees to the joint filing with the other (as such term is defined in the Schedule 13G referred to below) on behalf of each other of a statement on Schedule 13G with the United States Securities and Exchange Commission (including amendments thereto) with respect to the Common Stock, par value \$1.00 per share, of Antero Resources Corporation, a Delaware corporation, and that this Agreement may be included as an Exhibit to such joint filing. This Agreement may be executed in any number of counterparts, all of which taken together shall constitute one and the same instrument.

Dated: February 13, 2014

Trilantic Capital Partners Fund III Onshore Rollover L.P. By: Trilantic Capital Management L.P., its investment advisor

By: /s/ Christopher R. Manning

Name: Christopher R. Manning

Title: Partner

Trilantic Capital Partners AIV I L.P.

By: Trilantic Capital Management L.P., its investment advisor

By: /s/ Christopher R. Manning
Name: Christopher R. Manning

Title: Partner

Trilantic Capital Partners Fund AIV I L.P.

By: Trilantic Capital Management L.P., its investment advisor

By: /s/ Christopher R. Manning
Name: Christopher R. Manning

Title: Partner

Trilantic Capital Partners Fund (B) AIV I L.P.

By: Trilantic Capital Management L.P., its investment advisor

By: /s/ Christopher R. Manning
Name: Christopher R. Manning

Title: Partner

TCP Capital Partners V AIV I L.P.

By: Trilantic Capital Management L.P., its investment subadvisor

By: /s/ Christopher R. Manning
Name: Christopher R. Manning

Title: Partner

1

Trilantic Capital Partners IV L.P

By: Trilantic Capital Partners Associates IV L.P., its general partner

By: Trilantic Capital Partners Associates MGP IV LLC, its general partner

By: /s/ Christopher R. Manning
Name: Christopher R. Manning

Title: Partner

Trilantic Capital Partners Group VI L.P.

By: Trilantic Capital Partners Associates IV (Parallel GP) L.P., its general partner

By: Trilantic Capital Partners Associates MGP IV LLC, its general partner

By: /s/ Christopher R. Manning
Name: Christopher R. Manning

Title: Partner

Trilantic Capital Partners Fund IV Funded Rollover L.P.

By: Trilantic Capital Partners Associates IV (Parallel GP) L.P.,

its general partner

By: Trilantic Capital Partners Associates MGP IV LLC, its general partner

By: /s/ Christopher R. Manning

Name: Christopher R. Manning

Title: Partner

TCP Capital Partners VI L.P.

By: Trilantic Capital Management L.P., its investment subadvisor

By: /s/ Christopher R. Manning

Name: Christopher R. Manning

Title: Partner

TCP Antero I-1 Holdco, LLC

By: /s/ Christopher R. Manning

Name: Christopher R. Manning

Title: President

TCP Antero I-2 Holdco, LLC

By: /s/ Christopher R. Manning

Name: Christopher R. Manning

Title: President

2

TCP Antero I-4 Holdco, LLC

By: /s/ Christopher R. Manning

Name: Christopher R. Manning

Title: President

TCP Antero Principals LLC

By: /s/ Christopher R. Manning

Name: Christopher R. Manning Title: Managing Member

Trilantic Capital Management L.P.

By: /s/ Christopher R. Manning

Name: Christopher R. Manning
Title: Managing Member

Charles Ayres

By: /s/ Charles Ayres

Name: Charles Ayres

E. Daniel James

By: /s/ E. Daniel James

Name: E. Daniel James

Christopher R. Manning

By: /s/ Christopher R. Manning

Name: Christopher R. Manning

Jon Mattson

By: /s/ Jon Mattson

Name: Jon Mattson **Charles C. Moore**

By: /s/ Charles C. Moore
Name: Charles C. Moore

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