

FORM 4

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

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| OMB APPROVAL | |
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

(Print or Type Responses)

| | | | | | | | | |
|---|---------|----------|--|--|--|--|--|--|
| 1. Name and Address of Reporting Person * RADY PAUL M | | | 2. Issuer Name and Ticker or Trading Symbol ANTERO RESOURCES Corp [AR] | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) | | |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 04/15/2022 | | | See Remarks | | |
| 1615 WYNKOOP STREET | | | 4. If Amendment, Date Original Filed(Month/Day/Year) | | | 6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person | | |
| (Street) | | | | | | | | |
| DENVER, CO 80202 | | | | | | | | |
| (City) | | | (State) | | | (Zip) | | |

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--------------------------------------|--|--------------------------------|---|---|------------|----------|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common stock, par value \$0.01 per share | 04/15/2022 | | F | | 62,821 (1) | D | \$ 35.28 | 10,198,944 (2) | D | |
| Common stock, par value \$0.01 per share | 04/15/2022 | | A | | 134,637 (3) | A | \$ 0 | 10,333,581 (4) | D | |
| Common stock, par value \$0.01 per share | | | | | | | | 5,284,264 (5) | I | See Footnote (5) |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number. SEC 1474 (9-02)

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. Transaction Code (Instr. 8) | | 5. Number of Derivative Securities 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) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------------|--|--------------------------------|---|---|--|--------|---|-----------------|--|--|--|--|
| | | | | Code | V | | (A) | (D) | Date Exercisable | Expiration Date | | | | |
| Performance Share Units | (6) | 04/15/2022 | | A | | 67,318 | (7)(8) | (7)(8) | Common stock, par value \$0.01 per share | 67,318 | \$ 0 | 67,318 (7) | D | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------|-------|
| | Director | 10% Owner | Officer | Other |
| RADY PAUL M 1615 WYNKOOP STREET DENVER, CO 80202 | X | | See Remarks | |

Signatures

| | |
|---|------------|
| /s/ Yvette K. Schultz, as attorney-in-fact for Paul M. Rady | 04/19/2022 |
| 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).

- In connection with the vesting and settlement of restricted stock units ("RSUs") through the issuance of common stock ("Common Stock") of Antero Resources Corporation (the "Issuer") pursuant to the Antero Resources Corporation 2020 Long Term Incentive Plan (the "Plan"), the Issuer withheld Common Stock that would otherwise have been issued to the Reporting Person to satisfy their tax withholding obligations. The number of shares of Common Stock withheld was determined based on the closing price per share of Common Stock on April 14, 2022.
- (1) Includes 344,758 shares of Common Stock subject to previously granted RSUs that remain subject to vesting and 125,624 shares of Common Stock subject to previously granted performance stock unit awards ("PSU") that remain subject to vesting.
 - (2) Reflects the grant of RSUs pursuant to the Plan which vest as to 1/3 of the total amount granted on each of the first three anniversaries of April 15, 2022, subject to continued employment through each vesting date.
 - (3) Includes 479,395 shares of Common Stock subject to previously granted RSUs that remain subject to vesting and 125,624 shares of Common Stock subject to previously granted PSUs that remain subject to vesting..
 - (4) Includes 2,822,552 shares of Common Stock held by Salisbury Investment Holdings LLC ("Salisbury") and 2,461,712 shares of Common Stock held by Mockingbird Investments LLC ("Mockingbird"). The Reporting Person owns a 95% limited liability company interest in Salisbury and his spouse owns the remaining 5%. The Reporting Person owns a 13.1874% limited liability company interest in Mockingbird and two trusts under his control own the remaining 86.8126%. The Reporting Person disclaims beneficial ownership of all shares of Common Stock held by Salisbury and Mockingbird except to the extent of his pecuniary interest therein.
 - (5) Each PSU represents a contingent right to receive one share of Common Stock.
 - (6) Vesting of the PSUs granted on April 15, 2022 is contingent upon the achievement of a performance and service requirement. The performance component measures absolute total shareholder return over each of four performance periods: Performance Period One beginning on the grant date and ending on April 15, 2023, Performance Period Two beginning on April 15, 2023 and ending on April 15, 2024, Performance Period Three beginning on April 15, 2024 and ending on April 15, 2025, and Performance Period Four beginning on the grant date and ending on April 15, 2025.
 - (7) The performance component for one quarter of the PSUs is determined following the completion of each respective performance period. Depending on the level of achievement of such goals, the actual number of PSUs earned could range from 0% to 200% of the target number of PSUs, as shown in column 5. Irrespective of the performance achieved during each performance period, the PSUs generally will not vest unless the Reporting Person also remains continuously employed from the grant date through April 15, 2025.
 - (8)

Remarks:

Chairman of the Board, Chief Executive Officer & President

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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