П

# FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

# STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

#### OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

|   | ess of Reporting Pers | on*   | 2. Issuer Name <b>and</b> Ticker or Trading Symbol<br>Diamondback Energy, Inc. [FANG] | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable) |   |                             |  |  |  |
|---|-----------------------|-------|---|--|---|-----------------------------|--|--|--|
| Hollis Michael L.                                     |                       |       | Diamonuback Energy, Inc. [ PANG ]   |  | Director<br>Officer (give title               | 10% Owner<br>Other (specify |  |  |  |
| (Last) (First) (Middle)<br>500 WEST TEXAS, SUITE 1200 |                       | ( )   | 3. Date of Earliest Transaction (Month/Day/Year)<br>10/02/2017                        |  | below)<br>President an                        | below)                      |  |  |  |
| p   |                       |       | 4. If Amendment, Date of Original Filed (Month/Day/Year)                              | 6. Indiv   | vidual or Joint/Group Fili                    | ng (Check Applicable        |  |  |  |
| (Street)<br>MIDLAND                                   | TX                    | 79701 |   | Line)  | Form filed by One Re<br>Form filed by More th |                             |  |  |  |
| (City)  | (State)               | (Zip) |   |  | Person  | poly.ig                     |  |  |  |

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

| 1. Title of Security (Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year)<br>2A. Deemed<br>Execution Date<br>if any<br>(Month/Day/Year) |  | Code (Instr.     |   | 4. Securities Acquired (A) or<br>Disposed Of (D) (Instr. 3, 4 and<br>5) |               |       | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------|--|--|------------------|---|---|---------------|-------|---|---|---|
|                                 |  |  | Code             | v | Amount  | (A) or<br>(D) | Price | Transaction(s)<br>(Instr. 3 and 4)  |   | (1150. 4)   |
| Common Stock                    | 10/02/2017   |  | S <sup>(1)</sup> |   | 1,000   | D             | \$100 | 78,020  | I <sup>(2)</sup>  | By MBH<br>Investments,<br>Ltd. <sup>(2)</sup>                     |

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | 5. Nu<br>of<br>Deriv<br>Secu<br>Acqu<br>(A) or<br>Dispo<br>of (D)<br>(Instr<br>and 5 | ative<br>rities<br>ired<br>osed | 6. Date Exerc<br>Expiration Da<br>(Month/Day/Y | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative<br>Security (Instr. 3<br>and 4) |       | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(S)<br>(Instr. 4) | Ownership<br>Form:<br>Direct (D) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |
|---|---|--|---|------------------------------|---|--|---------------------------------|--|---|-------|---|--|----------------------------------|--|--|
|   |   |  |   | Code                         | v | (A)  | (D)                             | Date<br>Exercisable                            | Expiration<br>Date  | Title | Amount<br>or<br>Number<br>of<br>Shares              |  |                                  |  |  |

#### **Explanation of Responses:**

1. The transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan.

2. These securities are held by MBH Investments, Ltd., which is managed by MBH Financial, LLC, its general partner. Mr. Hollis, his spouse, and the Hollis 2014 Irrevocable Trust hold 100% of the membership interests in MBH Financial, LLC, of which Mr. Hollis is the manager.

## **Remarks:**

### /s/ Randall J. Holder, as attorney-in-fact for Michael

**Hollis** 

10/04/2017

\*\* Signature of Reporting Person Date

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

\* 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).

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

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 Number.