FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

l	OMB APPRO	VAL				
	OMB Number:	3235-0287				
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l	hours per response:	0.5				

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

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

											· ·									
	d Address of ER RANI	Reporting Person*		2. Issuer Name and Ticker or Trading Symbol Diamondback Energy, Inc. [FANG]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner							
HOLDI												_								
(Last) (First) (Middle)							Date of Earliest Transaction (Month/Day/Year)									Officer (give title below)		below)	(specify	
	T TEXAS,	02/	02/16/2017									V	P, General	Cour	isel, Secreta	ary				
300 WES	I IEAAS,																			
(Street)						4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line)					
MIDLAN	ID TX	7	79701												X F	Form filed by One Reporting Person			on	
(City) (State) (Zip)																Form filed by More than One Reporting Person				
		Tabl	e I - No	n-Deriv	ative	Sec	curitie	es Ac	quired,	Dis	posed o	f, or	Bene	eficia	ally Ov	ned				
1. Title of Security (Instr. 3) 2. Transac Date (Month/Da						Execution Date,			Transaction Disposed Code (Instr. 5)			ties Acquired (A) or I Of (D) (Instr. 3, 4 ar			nd Se Be Ow	Amount of curities neficially ned Followin	Fo (D	Ownership orm: Direct) or Indirect (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
						Code	v	Amount	ount (A) or (D)		Price	Tra	eported ransaction(s) nstr. 3 and 4)			(instr. 4)				
Common	Stock	/2017	2017			A		11,666(1)		Α	\$	0	17,618		D					
Common Stock 02/16/2									A		5,850 ⁽²⁾ A		A	\$	0	23,468		D		
		Та									sed of, onvertib				y Own	ed				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deem Execution if any (Month/Da	Date,	Code (Ins				6. Date E Expiratio (Month/D	n Dat	e Amount of		str. 3	8. Price Derivati Security (Instr. 5)		e s ally	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
					Code	v	(A)	(D)	Date Exercisa		Expiration Date	Title	Amo or Nun of Sha							

Explanation of Responses:

- 1. These securities are performance based restricted stock units for the performance period January 1, 2014 to December 31, 2016 that were granted under the issuer's equity incentive plan. All of these performance based restricted stock units vested as of December 31, 2016 upon certification by the issuer's compensation committee of attainment of the applicable performance conditions on February 16, 2017
- 2. These securities are restricted stock units that were granted under the issuer's equity incentive plan. 1,950 of these restricted stock units vested on February 16, 2017, and the remaining 3,900 restricted stock units will vest in two equal annual installments beginning on February 16, 2018.

Remarks:

/s/ Randall J. Holder

02/21/2017

** 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.