## SEC Form 4

Instruction 1(b).

# FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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

| 1. Name and Address of Reporting Person <sup>*</sup> <u>Houston David L</u> |          | ng Person*   | 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) |  |  |  |  |  |
|---|----------|--|---|--|--|--|--|--|--|
|   |          |  |   | X Director 10% Owner   |  |  |  |  |  |
|   |          |  |   | Officer (give title Other (specify   |  |  |  |  |  |
| (Last) (First)<br>500 WEST TEXAS<br>SUITE 1200                              | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year)<br>06/03/2020 | below) below)   |  |  |  |  |  |  |
|   |          |  | 4. If Amendment, Date of Original Filed (Month/Day/Year)                              | 6. Individual or Joint/Group Filing (Check Applicable Line)                |  |  |  |  |  |
| (Street)  |          |  |   | X Form filed by One Reporting Person                                       |  |  |  |  |  |
| MIDLAND   | TX       | 79701  |   | Form filed by More than One Reporting<br>Person                            |  |  |  |  |  |
| (City)  | (State)  | (Zip)  |   |  |  |  |  |  |  |

#### 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) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | Code ( |  | 4. Securities<br>Disposed Of<br>5) |               |                   | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------|--|---|--------|--|------------------------------------|---------------|-------------------|---|---|---|
|                                 |  |   | Code V |  | Amount                             | (A) or<br>(D) | Price             | Reported<br>Transaction(s)<br>(Instr. 3 and 4)                |   | (1130.4)  |
| Common Stock                    | 06/03/2020                                 |   | Α      |  | 2,965 <sup>(1)</sup>               | Α             | \$ <mark>0</mark> | 14,329  | D   |   |

|   | 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) |   | of  |     | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative<br>Security (Instr.<br>3 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) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 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. These securities are restricted stock units, each representing a contingent right to receive one share of common stock, par value \$0.01 per share, of the issuer. These restricted stock units were granted to Mr. Houston as an annual non-employee director grant under the issuer's equity incentive plan and will vest on the earlier of the one-year anniversary of the date of grant and the date of the 2021 annual meeting of stockholders of the issuer.

### **Remarks:**

/s/ Teresa L. Dick, as attorney-06/05/2020

in-fact for David L. Houston

\*\* 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.

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