

# FORM 4

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

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* Warren Glen C Jr			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) 07/15/2020			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	07/15/2020		A		134,000 (1)	A	\$ 0	10,324,526 (2) (3)	D	
Common stock, par value \$0.01 per share								7	I	See Footnote (4)

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

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**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		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Performance Share Units	(5)	07/15/2020		A		67,000	(6)(7)	(6)(7)	Common Stock	67,000 (6) (7)	\$ 0	67,000	D	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Warren Glen C Jr 1615 WYNKOOP STREET DENVER, CO 80202	X		See Remarks	

## Signatures

/s/ Alvyn A. Schopp, as attorney-in-fact for Glen C. Warren, Jr.	07/17/2020
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).

- (1) Common stock of the Issuer ("Common Stock") subject to a Restricted Stock Unit Grant Notice and Restricted Stock Unit Agreement that vest in four equal installments on the first four anniversaries of April 15, 2020.
- (2) Includes 9,917 shares of Common Stock subject to previously granted restricted stock unit awards that remain subject to vesting.
- (3) Includes 3,848,997 shares of Common Stock held by Canton Investment Holdings LLC ("Canton"). The Reporting Person is the managing member and 50% owner of Canton. The Reporting Person disclaims beneficial ownership of all shares of Common Stock held by Canton except to the extent of his pecuniary interest therein.  
Represents shares of Common Stock purchased by a family member of the Reporting Person. All shares of Common Stock indicated as indirectly owned by the Reporting Person are included because of his relation to the holder. The Reporting Person disclaims beneficial ownership of all shares of Common Stock reported except to the extent of his pecuniary interest therein.
- (5) Each performance share unit ("PSU") represents a contingent right to receive one share of Common Stock.  
Vesting of the PSUs granted on July 15, 2020 is contingent upon the achievement of both a performance and a 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, 2021, Performance Period Two beginning on April 15, 2021 and ending on April 15, 2022, Performance Period Three beginning on April 15, 2022 and ending on April 15, 2023, and Performance Period Four beginning on the grant date and ending on April 15, 2023.  
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
- (7) goals, the actual number of PSUs earned could range from 0% to 150% 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 employed from the grant date through April 15, 2023.

**Remarks:**

Director, President & Chief Financial Officer

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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