

LOCKETT DAVID K

Form 4

August 14, 2018

**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 OF  
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

OMB  
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2005  
Estimated average  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
LOCKETT DAVID K

2. Issuer Name **and** Ticker or Trading  
Symbol  
COMSTOCK RESOURCES INC  
[CRK]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)  
5300 TOWN & COUNTRY  
BLVD., SUITE 500

3. Date of Earliest Transaction  
(Month/Day/Year)  
08/10/2018

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

(Street)  
FRISCO, TX 75034

4. If Amendment, Date Original  
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_X\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

(City) (State) (Zip)

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

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of<br>(D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|---|---|---|--|--|--|---|
|                                       |   |   | Code                                    | V  | Amount   | (A)<br>or<br>(D)   | Price   |
| Common<br>Stock                       | 08/10/2018                              |   | A                                       |  | 14,318   | A  | \$ 0  |
|                                       |   |   |   |  | 53,322   |  |   |

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

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SEC 1474  
(9-02)

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

# Edgar Filing: LOCKETT DAVID K - Form 4

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secur<br>Bene<br>Own<br>Follo<br>Repor<br>Trans<br>(Instr |
|---|--|---|---|--------------------------------------|--|--|---|---|---|
|   |  |   |   | Code                                 | V (A) (D)  | Date<br>Exercisable  | Expiration<br>Date  | Title   | Amount<br>or<br>Number<br>of<br>Shares                                      |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships                    |
|---|----------------------------------|
|   | Director 10% Owner Officer Other |
| LOCKETT DAVID K<br>5300 TOWN & COUNTRY BLVD.<br>SUITE 500<br>FRISCO, TX 75034 |                                  |

## Signatures

/s/ Roland O. Burns, attorney-in-fact for Mr.  
Lockett 08/14/2018

\_\_\_\_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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.  
Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number. solid black; border-top-width: 0; border-left-width: 1; border-right-width: 1; border-bottom-width: 1"> Deferred Stock Units <sup>(3)</sup>12/31/2016 M 2,028 <sup>(4)</sup> <sup>(4)</sup> Common Stock 2,028 <sup>(1)</sup> 6,976.2534 <sup>(5)</sup> D Stock Option (Right to Buy) \$ 79.04 02/13/201602/13/2023 Common Stock 6,500 6,500 D Stock Option (Right to Buy) \$ 109.43 02/13/2015<sup>(6)</sup>02/13/2024 Common Stock 13,000 13,000 D Stock Option (Right to Buy) \$ 144.69 02/12/2016<sup>(6)</sup>02/12/2025 Common Stock 13,500 13,500 D Stock Option (Right to Buy) \$ 138.03 02/11/2017<sup>(6)</sup>02/11/2026 Common Stock 25,000 25,000 D Restricted Stock Units <sup>(3)</sup> <sup>(7)</sup> <sup>(7)</sup> Common Stock 1,742 1,742 D Restricted Stock Units <sup>(3)</sup> <sup>(8)</sup> <sup>(8)</sup> Common Stock 1,854 1,854 D Performance Units <sup>(3)</sup> <sup>(9)</sup> <sup>(9)</sup> Common Stock 1,562 1,562 D Performance Units <sup>(3)</sup> <sup>(10)</sup> <sup>(10)</sup> Common Stock 1,266 1,266 D Performance Units <sup>(3)</sup> <sup>(11)</sup> <sup>(11)</sup> Common Stock 1,855 1,855 D

## Reporting Owners

| Reporting Owner Name / Address | Relationships                    |
|--------------------------------|----------------------------------|
|                                | Director 10% Owner Officer Other |

Banerjee Anup R  
SNAP-ON INCORPORATED  
2801-80TH STREET  
KENOSHA, WI 53143

Sr VP & Chief Devel. Officer

## Signatures

/s/ Ryan S. Lovitz under Power of Attorney for Anup R.  
Banerjee

01/03/2017

\_\_Signature of Reporting Person

Date

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The restricted stock units were earned based on Company performance during fiscal 2014 and vested in one installment based on

(1) continued employment through the end of fiscal 2016; the reporting person elected to defer the receipt of a portion of the underlying shares.

(2) Shares were withheld to cover tax withholding upon the vesting of the restricted stock units.

(3) 1 for 1.

(4) Payment will be made in accordance with the reporting person's deferral election, death, disability or termination of employment.

(5) This information is based on a plan statement dated September 30, 2016, as updated by the transaction reported above.

(6) Original option grant vests in three annual installments beginning on the date listed in the "Date Exercisable" column.

(7) The restricted stock units were earned based on Company performance during fiscal 2015. Assuming continued employment through the end of fiscal 2017, the units will then vest in one installment and the shares will be issued shortly thereafter.

The restricted stock units may be earned based on the achievement of certain Company goals during fiscal 2016. Assuming continued employment through the end of fiscal 2018, any units earned will then vest in one installment and the shares will be issued shortly thereafter. The target number of units that may be earned is reported above; the maximum amount is 200% of the number reported, subject to plan limits.

(8)

(9) If the Company achieves certain goals over the 2014-2016 period, the performance units will vest and stock will be awarded. The target number of units that may be earned is reported above; the maximum amount is 200% of the number reported, subject to plan limits.

(10) If the Company achieves certain goals over the 2015-2017 period, the performance units will vest and stock will be awarded. The target number of units that may be earned is reported above; the maximum amount is 200% of the number reported, subject to plan limits.

(11) If the Company achieves certain goals over the 2016-2018 period, the performance units will vest and stock will be awarded. The target number of units that may be earned is reported above; the maximum amount is 200% of the number reported, subject to plan limits.

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