

LIBERATORE THOMAS S  
Form 4  
January 23, 2018

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden 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).

**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**LIBERATORE THOMAS S**

(Last) (First) (Middle)  
  
2121 OLD GATESBURG ROAD, SUITE 110  
  
(Street)

STATE COLLEGE, PA 16803

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
Eclipse Resources Corp [ECR]

3. Date of Earliest Transaction (Month/Day/Year)  
01/19/2018

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
EVP, Corp Dev & Geosciences

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

**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 Ownership (Instr. 4)
			Code	V Amount (D) Price (A) or (D)			
Common Stock	01/19/2018		M	33,147 A	\$ 650,719	D	
Common Stock	01/19/2018		F	10,106 (2) D	\$ 2.4 (3) 640,613	D	
Common Stock					248,329	I	See footnote (4)

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

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SEC 1474 (9-02)

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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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Performance Units	<u>(1)</u>	01/19/2018		M	33,147	<u>(1)</u>	<u>(1)</u>	Common Stock	33,147

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LIBERATORE THOMAS S 2121 OLD GATESBURG ROAD SUITE 110 STATE COLLEGE, PA 16803			EVP, Corp Dev & Geosciences	

## Signatures

/s/ Thomas S.  
Liberatore

01/23/2018

\*\*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).

On February 23, 2015, the Reporting Person was granted 44,196 performance stock units pursuant to the issuer's 2014 Long-Term Incentive Plan, with each unit representing the right to receive one share of the issuer's common stock. The vesting of the performance

(1) stock units was subject to the satisfaction of certain performance criteria during the period beginning on January 1, 2015 and ending on December 31, 2018. On January 19, 2018, 33,147 of the performance stock units vested, and as a result, the Reporting Person received 33,147 shares of the issuer's common stock.

(2) Represents shares withheld to satisfy tax obligations upon the vesting of the performance stock units.

(3) Represents the issuer's closing stock price per share as of the end of the applicable performance period, which was December 31, 2017.

(4) Represents shares of the issuer's common stock held by Kirkwood Capital, L.P., which is controlled by the Reporting Person.

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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