SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL OMB Number: 3235-0104

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

			or Sect	ion 30(h) 01	t the Investment Company Act of 2	1940				
1. Name and Address of Reporting Person [*] Porter Stuart D			2. Date of Event Requiring Statement (Month/Day/Year) 07/16/2019		3. Issuer Name and Ticker or Trading Symbol <u>COMSTOCK RESOURCES INC</u> [CRK]					
(Last) (First) (Middle) 185 DARTMOUTH STREET, 7TH FLOOR					4. Relationship of Reporting Pers (Check all applicable) X Director X	.,		5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person X Form filed by More than One Reporting Person		
(Street) BOSTON MA 02116					Officer (give title below)					
(City)	(State)	(Zip)						<u> </u>		
			Table I - Noi	n-Derivat	tive Securities Beneficia	lly Owned				
1. Title of Security (Instr. 4)					2. Amount of Securities Beneficially Owned (Instr. 4)			4. Nature of Indirect Beneficial Ownership (Instr. 5)		
Common Stock					28,833,000	I		By C	Covey Park Holdings LLC ⁽¹⁾⁽²⁾	
		(e			ve Securities Beneficially ants, options, convertible		s)			
			2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Secur Underlying Derivative Secur		4. Conve or Exe	rcise	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
			Date Exercisable	Expiration Date	n Title	Amount or Number of Shares	Price of Derivative Security			
Series A Red Stock	vertible Preferred	(3)	(3)	Common Stock	210,000	4		I	By Covey Park Holdings LLC ⁽¹⁾⁽²⁾	
1. Name and Ac Porter Stua		ing Person [*]				,				
(Last) (First) (Middle) 185 DARTMOUTH STREET, 7TH FLOOR										
(Street) BOSTON MA 02116										
(City)	(State)	(Zip)								
1. Name and Ac <u>Covey Par</u>	ldress of Report <u>k Holdings</u>	•								
(Last) (First) (Middle) 185 DARTMOUTH STREET, 7TH FLOOR										
(Street) BOSTON MA 02116										
(City)	(State)	(Zip)								
Explanation of	Pesnonses:									

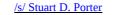
1. These shares are owned directly by Covey Park Holdings LLC ("Holdings"). Holdings is managed by a board of managers, a majority of which is appointed by Covey Park Investment Holdings LLC ("Investment Holdings"). Any actions taken by Investment Holdings must be unanimously approved by its members, DCPF VI Oil and Gas Coinvestment Fund LP ("Co-Invest"), Denham Commodity Partners Fund VI LP ("Fund VI") and Covey Park VI-A Intermediate LP ("Intermediate"). Co-Invest is managed by its general partner, DCPF VI GP O&G LLC ("DCPF GP LLC"). Each of Fund VI and Intermediate is managed by its general partner, Denham Commodity Partners GP VI LP ("GP VI LP"), which is managed by its general partner, Denham GP VI LLC ("GP VI LLC").

2. Each of GP VI LLC and DCPF GP LLC is controlled by Stuart D. Porter. Accordingly, each of Investment Holdings, Co-Invest, Fund VI, DCPF GP LP, GP VI LLC, DCPF GP LLC and Stuart D. Porter may be deemed to be the beneficial owner of these shares; however, each disclaims beneficial ownership of such shares in excess of its pecuniary interest therein.

3. The Series A Redeemable Convertible Preferred Stock is convertible at any time following the 12-month anniversary of the initial issue date, at the holder's election, and has no expiration date.

Remarks:

The reporting persons are jointly filing this Form 3 pursuant to Rule 16(a)-3(j) under the Securities Exchange Act of 1934. Consider whether to include a POA as an exhibit to this Form 3 to permit other to sign on behalf of the reporting person.





<u>/s/ Jordan Marye, Manager,</u> <u>Covey Park Holdings LLC</u>

** Signature of Reporting Person

07/25/2019

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 5 (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.