SEC Form 4

# FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| OMB APPROVAL | |
|---|---|
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☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

☐ Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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*
Stice Travis D.

(Last) (First) (Middle)
500 WEST TEXAS AVENUE
SUITE 100

(Street)
MIDLAND TX 79701

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
Diamondback Energy, Inc. [ FANG ]

3. Date of Earliest Transaction (Month/Day/Year)
08/07/2025

4. If Amendment, Date of 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)
Executive Chairman

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 Indirect Beneficial Ownership (Instr. 4) |
|---|---|---|---|---|---|---|---|---|---|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 08/07/2025 | | S | | 4,478[1] | D | $141.3635[2] | 15,922 | I[3] | TBS Legacy Investments, Ltd.[3] |
| Common Stock | 08/07/2025 | | S | | 10,223[1] | D | $142.3668[4] | 5,699 | I[3] | TBS Legacy Investments, Ltd.[3] |
| Common Stock | 08/07/2025 | | S | | 2,478[1] | D | $143.5437[5] | 3,221 | I[3] | TBS Legacy Investments, Ltd.[3] |
| Common Stock | 08/07/2025 | | S | | 1,292[1] | D | $144.4238[6] | 1,929 | I[3] | TBS Legacy Investments, Ltd.[3] |
| Common Stock | 08/07/2025 | | S | | 975[1] | D | $145.6476[7] | 954 | I[3] | TBS Legacy Investments, Ltd.[3] |
| Common Stock | 08/07/2025 | | S | | 474[1] | D | $146.6345[8] | 480 | I[3] | TBS Legacy Investments, Ltd.[3] |
| Common Stock | 08/07/2025 | | S | | 480[1] | D | $147.4388[9] | 0 | I[3] | TBS Legacy Investments, Ltd.[3] |
| Common Stock | | | | | | | | 102,145 | D | |
| Common Stock | | | | | | | | 419,271 | I[10] | By Stice Investments, Ltd.[10] |

### 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 Securities Underlying Derivative Security (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: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|---|---|---|---|---|---|---|---|---|---|---|

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

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|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |

**Explanation of Responses:**

1. These securities were sold by TBS Legacy Investments, Ltd. in which the Stice 2023 Children's Trust holds 100% of the limited partnership units. Mr. Stice's adult children are the beneficiaries of the Stice 2023 Children's Trust.

2. The price reported in Column 4 is a weighted average sale price. These shares were sold in multiple transactions at prices ranging from $140.91 per share to $141.89 per share, inclusive. The reporting person undertakes to provide to Diamondback Energy, Inc., any security holder of Diamondback Energy, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote and in footnotes 4 through 9.

3. The Stice 2023 Children's Trust for the benefit of Mr. Stice's adult children is the limited partner of TBS Legacy Investments, Ltd. Mr. Stice and his spouse serve as the trustees of the Stice 2023 Children's Trust and, as a result, may be deemed to have beneficial ownership of the securities in which their adult children have a pecuniary interest. Further, Stice Management, LLC serves as the general partner of TBS Legacy Investments, Ltd. Mr. Stice and his spouse hold 100% of the membership interests in Stice Management, LLC, of which Mr. Stice is the manager.

4. The price reported in Column 4 is a weighted average sale price. These shares were sold in multiple transactions at prices ranging from $141.92 per share to $142.91 per share, inclusive.

5. The price reported in Column 4 is a weighted average sale price. These shares were sold in multiple transactions at prices ranging from $143.00 per share to $143.92 per share, inclusive.

6. The price reported in Column 4 is a weighted average sale price. These shares were sold in multiple transactions at prices ranging from $144.025 per share to $145.00 per share, inclusive.

7. The price reported in Column 4 is a weighted average sale price. These shares were sold in multiple transactions at prices ranging from $145.08 per share to $146.025 per share, inclusive.

8. The price reported in Column 4 is a weighted average sale price. These shares were sold in multiple transactions at prices ranging from $146.165 per share to $147.08 per share, inclusive.

9. The price reported in Column 4 is a weighted average sale price. These shares were sold in multiple transactions at prices ranging from $147.36 per share to $147.51 per share, inclusive.

10. These securities are held by Stice Investments, Ltd., which is managed by Stice Management, LLC, its general partner. Mr. Stice and his spouse hold 100% of the membership interests in Stice Management, LLC, of which Mr. Stice is the manager.

**Remarks:**

| | |
|---|---|
| /s/ Teresa L. Dick, as attorney-in-fact for Travis D. Stice | 08/11/2025 |
| ** 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.

**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.**