ANTERO RESOURCES Corp Form SC 13G/A February 11, 2016

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934 (Amendment No. 2)*

Antero Resources Corporation

(Name of Issuer)

Common Stock

(Title of Class of Securities)

03674X 106

(CUSIP Number)

December 31, 2015

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- o Rule 13d-1(b)
- o Rule 13d-1(c)
- x Rule 13d-1(d)

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act"), or otherwise subject to the liabilities of that section of the Act, but shall be subject to all other provisions of the Act (however, see the Notes).

^{*}The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

CUSIP No. 03674X 106

1	Name of Reporting Person: Trilantic Capital Partners Fund	d III Onshore Rollover L.P.			
	I.R.S. Identification Number o	of Above Person (entities on	ly):		
2	Check the Appropriate Box if (a) (b)	a Member of a Group x o			
3	SEC Use Only				
4	Citizenship or Place of Organization Delaware				
Number of	5		Sole Voting Power 0		
Number of Shares Beneficially Owned by	6		Shared Voting Power 17,170,491(1)		
Each Reporting Person With	7		Sole Dispositive Power 0		
	8		Shared Dispositive Power 17,170,491(2)		
9	Aggregate Amount Beneficially Owned by Each Reporting Person 17,170,491(1)(2)				
10	Check if the Aggregate Amount in Row (9) Excludes Certain Shares o				
11	Percent of Class Represented by Amount in Row (9) 6.2% (2)(3)				
12	Type of Reporting Person PN				
(1)	The reporting person expressly (disclaims beneficial owners	hip with respect to all shares of Common Stock (a		

⁽¹⁾ The reporting person expressly disclaims beneficial ownership with respect to all shares of Common Stock (as defined in Item 2(d) of this Schedule 13G) reported except to the extent of its pecuniary interest therein.

(2) See Item 4 below.

CUSIP No. 03674X 106

1	Name of Reporting Person: Trilantic Capital Partners AIV I L.P.				
	I.R.S. Identification Number of	f Above Person (entities on	ly):		
2	Check the Appropriate Box if a (a) (b)	a Member of a Group x o			
3	SEC Use Only				
4	Citizenship or Place of Organization Delaware				
N. I. C	5		Sole Voting Power 0		
Number of Shares Beneficially Owned by	6		Shared Voting Power 17,170,491(1)		
Each Reporting Person With	7		Sole Dispositive Power 0		
reison with	8		Shared Dispositive Power 17,170,491(2)		
9	Aggregate Amount Beneficiall 17,170,491(1)(2)	ly Owned by Each Reportin	g Person		
10	Check if the Aggregate Amount in Row (9) Excludes Certain Shares o				
11	Percent of Class Represented b 6.2% (2)(3)	by Amount in Row (9)			
12	Type of Reporting Person PN				
(1)	The reporting person expressly of		hip with respect to all shares of Common Stock (as de		

defined in Item 2(d) of this Schedule 13G) reported except to the extent of its pecuniary interest therein.

(2) See Item 4 below.

CUSIP No. 03674X 106

1	Name of Reporting Person: Trilantic Capital Partners Fund	l AIV I L.P.	
	I.R.S. Identification Number of	f Above Person (entities on	ly):
2	Check the Appropriate Box if a (a) (b)	a Member of a Group x o	
3	SEC Use Only		
4	Citizenship or Place of Organiz Delaware	zation	
	5		Sole Voting Power 0
Number of Shares Beneficially Owned by	6		Shared Voting Power 17,170,491(1)
Each Reporting Person With	7		Sole Dispositive Power 0
	8		Shared Dispositive Power 17,170,491(2)
9	Aggregate Amount Beneficiall 17,170,491(1)(2)	y Owned by Each Reportin	g Person
10	Check if the Aggregate Amount in Row (9) Excludes Certain Shares o		
11	Percent of Class Represented b 6.2% (2)(3)	by Amount in Row (9)	
12	Type of Reporting Person PN		
(1)	The reporting person expressly of	disclaims beneficial owners	hip with respect to all shares of Common Stock (as

⁽¹⁾ The reporting person expressly disclaims beneficial ownership with respect to all shares of Common Stock (as defined in Item 2(d) of this Schedule 13G) reported except to the extent of its pecuniary interest therein.

(2) See Item 4 below.

CUSIP No. 03674X 106

1	Name of Reporting Person: Trilantic Capital Partners Fund	d (B) AIV I L.P.			
	I.R.S. Identification Number of	of Above Person (entities on	y):		
2	Check the Appropriate Box if (a) (b)	a Member of a Group x o			
3	SEC Use Only				
4	Citizenship or Place of Organization Delaware				
	5		Sole Voting Power 0		
Number of Shares Beneficially Owned by	6		Shared Voting Power 17,170,491(1)		
Each Reporting Person With	7		Sole Dispositive Power 0		
	8		Shared Dispositive Power 17,170,491(2)		
9	Aggregate Amount Beneficial 17,170,491(1)(2)	ly Owned by Each Reporting	g Person		
10	Check if the Aggregate Amou	nt in Row (9) Excludes Cert	ain Shares o		
11	Percent of Class Represented by Amount in Row (9) 6.2% (2)(3)				
12	Type of Reporting Person PN				

⁽¹⁾ The reporting person expressly disclaims beneficial ownership with respect to all shares of Common Stock (as defined in Item 2(d) of this Schedule 13G) reported except to the extent of its pecuniary interest therein.

(2) See Item 4 below.

CUSIP No. 03674X 106

1	Name of Reporting Person: TCP Capital Partners V AIV	I L.P.				
	I.R.S. Identification Number	of Above Person (entities of	only):			
2	Check the Appropriate Box if (a) (b)	f a Member of a Group x o				
3	SEC Use Only					
4	Citizenship or Place of Organ Delaware	Citizenship or Place of Organization Delaware				
	5		Sole Voting Power 0			
Number of Shares Beneficially Owned by	6		Shared Voting Power 17,170,491(1)			
Each Reporting Person With	7		Sole Dispositive Power 0			
Terson With	8		Shared Dispositive Power 17,170,491(2)			
9	Aggregate Amount Beneficia 17,170,491(1)(2)	lly Owned by Each Report	ing Person			
10	Check if the Aggregate Amou	unt in Row (9) Excludes Co	ertain Shares o			
11	Percent of Class Represented by Amount in Row (9) 6.2% (2)(3)					
12	Type of Reporting Person PN					
(1) Item 2(d) of this Sc	The reporting person expressly thedule 13G) reported except to the		rship with respect to all shares of Common Stock (as define terest therein.			

fined in $Item\ 2(d)\ of\ this\ Schedule\ 13G)\ reported\ except\ to\ the\ extent\ of\ its\ pecuniary\ interest\ therein.$

(2) See Item 4 below.

CUSIP No. 03674X 106

1	Name of Reporting Person: Trilantic Capital Partners IV L.P.				
	I.R.S. Identification Number of Above Person (entities only):				
2	Check the Appropriate Box if a Member of a Group (a) x (b) o				
3	SEC Use Only				
4	Citizenship or Place of Organization Delaware				
	5		Sole Voting Power 0		
Number of Shares Beneficially Owned by	6		Shared Voting Power 17,170,491(1)		
Each Reporting Person With	7		Sole Dispositive Power 0		
	8		Shared Dispositive Power 17,170,491(2)		
9	Aggregate Amount Beneficially Owned by Each Reporting Person 17,170,491(1)(2)				
10	Check if the Aggregate Amount in Row (9) Excludes Certain Shares o				
11	Percent of Class Represented by Amount in Row (9) 6.2% (2)(3)				
12	Type of Reporting Person PN				

⁽¹⁾ The reporting person expressly disclaims beneficial ownership with respect to all shares of Common Stock (as defined in Item 2(d) of this Schedule 13G) reported except to the extent of its pecuniary interest therein.

(2) See Item 4 below.

CUSIP No. 03674X 106

1	Name of Reporting Person: Trilantic Capital Partners G					
	I.R.S. Identification Numbe	er of Above Person (er	tities only):			
2	Check the Appropriate Box (a) (b)	if a Member of a Gro x	up			
3	SEC Use Only					
4	Citizenship or Place of Orga Delaware	Citizenship or Place of Organization Delaware				
	5		Sole Voting Power 0			
Number of Shares Beneficially Owned by	6		Shared Voting Power 17,170,491(1)			
Each Reporting Person With	7		Sole Dispositive Power 0			
	8		Shared Dispositive Power 17,170,491(2)			
9	Aggregate Amount Benefic 17,170,491(1)(2)	ially Owned by Each	Reporting Person			
10	Check if the Aggregate Am	ount in Row (9) Exclu	ides Certain Shares o			
11	Percent of Class Represente 6.2% (2)(3)	ed by Amount in Row	(9)			
12	Type of Reporting Person PN					
(1) Item 2(d) of this So	The reporting person expression expression chedule 13G) reported except to		ownership with respect to all shares of Commoniary interest therein.	n Stock (as defined		

ed in

(2) See Item 4 below.

CUSIP No. 03674X 106

1	Name of Reporting Person: Trilantic Capital Partners Fur	nd IV Funded Rollover L.P	:
	I.R.S. Identification Number	of Above Person (entities of	only):
2	Check the Appropriate Box it (a) (b)	f a Member of a Group x o	
3	SEC Use Only		
4	Citizenship or Place of Organ Delaware	nization	
	5		Sole Voting Power 0
Number of Shares Beneficially Owned by	6		Shared Voting Power 17,170,491(1)
Each Reporting Person With	7		Sole Dispositive Power 0
	8		Shared Dispositive Power 17,170,491(2)
9	Aggregate Amount Beneficia 17,170,491(1)(2)	ally Owned by Each Report	ing Person
10	Check if the Aggregate Amount in Row (9) Excludes Certain Shares o		
11	Percent of Class Represented 6.2% (2)(3)	by Amount in Row (9)	
12	Type of Reporting Person PN		
(1)	The reporting person expressly	disclaims beneficial owner	rshin with respect to all shares of Common Stock (a

⁽¹⁾ The reporting person expressly disclaims beneficial ownership with respect to all shares of Common Stock (as defined in Item 2(d) of this Schedule 13G) reported except to the extent of its pecuniary interest therein.

(2) See Item 4 below.

CUSIP No. 03674X 106

1	Name of Reporting Person: TCP Capital Partners VI L.P. I.R.S. Identification Number of	f Above Person (entities only	y):
2	Check the Appropriate Box if	a Member of a Group	
	(a)	X	
	(b)	0	
3	SEC Use Only		
4	Citizenship or Place of Organi Delaware	zation	
	5		Sole Voting Power 0
Number of			al III i b
Shares Beneficially Owned by	6		Shared Voting Power 17,170,491 (1)
Each	7		Sole Dispositive Power
Reporting			0
Person With	8		Shared Dispositive Power 17,170,491 (2)
9	Aggregate Amount Beneficial 17,170,491 (1)(2)	ly Owned by Each Reporting	Person
10	Check if the Aggregate Amou	nt in Row (9) Excludes Certa	in Shares o
11	Percent of Class Represented I 6.2% (2)(3)	by Amount in Row (9)	
12	Type of Reporting Person PN		

⁽¹⁾ The reporting person expressly disclaims beneficial ownership with respect to all shares of Common Stock (as defined in Item 2(d) of this Schedule 13G) reported except to the extent of its pecuniary interest therein.

(2) See Item 4 below.

CUSIP No. 03674X 106

1	Name of Reporting Person: TCP Antero I-1 Holdco, LLC I.R.S. Identification Number of Above Person (entities only):				
2	Check the Appropriate Box if a Member of a Group				
	(a)	X			
	(b)	0			
3	SEC Use Only				
4	Citizenship or Place of Organization Delaware				
	5		Sole Voting Power		
Number of					
Shares	6		Shared Voting Power		
Beneficially			17,170,491 (1)		
Owned by	=		0 1 D: D		
Each Reporting	7		Sole Dispositive Power 0		
Person With			O		
	8		Shared Dispositive Power 17,170,491 (2)		
9	Aggregate Amount Beneficially Owned by Each Reporting Person 17,170,491 (1)(2)				
10	Check if the Aggregate Amount in Row (9) Excludes Certain Shares o				
11	Percent of Class Repre- 6.2% (2)(3)	sented by Amount in Row	(9)		
12	Type of Reporting Pers	son			

⁽¹⁾ The reporting person expressly disclaims beneficial ownership with respect to all shares of Common Stock (as defined in Item 2(d) of this Schedule 13G) reported except to the extent of its pecuniary interest therein.

(2) See Item 4 below.

CUSIP No. 03674X 106

1	Name of Reporting Person: TCP Antero I-2 Holdco, LLC I.R.S. Identification Number		y):		
2	Check the Appropriate Box if	a Member of a Group			
	(a) (b)	X O			
_		C			
3	SEC Use Only				
4	Citizenship or Place of Organization Delaware				
	5		Sole Voting Power 0		
Number of Shares	6		Charad Vating Dayyar		
Beneficially Owned by	O		Shared Voting Power 17,170,491 (1)		
Each	7		Sole Dispositive Power		
Reporting Person With			0		
2 0.300.1 11.00.	8		Shared Dispositive Power 17,170,491 (2)		
9	Aggregate Amount Beneficia 17,170,491 (1)(2)	lly Owned by Each Reporting	g Person		
10	Check if the Aggregate Amou	unt in Row (9) Excludes Certa	nin Shares o		
11	Percent of Class Represented 6.2% (2)(3)	by Amount in Row (9)			
12	Type of Reporting Person OO				

⁽¹⁾ The reporting person expressly disclaims beneficial ownership with respect to all shares of Common Stock (as defined in Item 2(d) of this Schedule 13G) reported except to the extent of its pecuniary interest therein.

(2) See Item 4 below.

CUSIP No. 03674X 106

1	Name of Reporting Person: TCP Antero I-4 Holdco, LLC I.R.S. Identification Number of	Above Person (entities only	y):		
2	Check the Appropriate Box if a	Member of a Group			
	(a) (b)	x 0			
3	SEC Use Only				
4	Citizenship or Place of Organization Delaware				
	5		Sole Voting Power		
Number of Shares Beneficially Owned by	6		Shared Voting Power 17,170,491 (1)		
Each Reporting Person With	7		Sole Dispositive Power 0		
	8		Shared Dispositive Power 17,170,491 (2)		
9	Aggregate Amount Beneficially 17,170,491 (1)(2)	y Owned by Each Reporting	Person		
10	Check if the Aggregate Amoun	at in Row (9) Excludes Certa	in Shares o		
11	Percent of Class Represented b 6.2% (2)(3)	y Amount in Row (9)			
12	Type of Reporting Person OO				

⁽¹⁾ The reporting person expressly disclaims beneficial ownership with respect to all shares of Common Stock (as defined in Item 2(d) of this Schedule 13G) reported except to the extent of its pecuniary interest therein.

(2) See Item 4 below.

CUSIP No. 03674X 106

1	Name of Reporting Person: TCP Antero Principals LLC I.R.S. Identification Number	of Above Person (entities onl	y):
2	Check the Appropriate Box if	a Member of a Group	
	(a)	X	
	(b)	0	
3	SEC Use Only		
4	Citizenship or Place of Organ Delaware	ization	
	5		Sole Voting Power
Number of			
Shares	6		Shared Voting Power
Beneficially Owned by			17,170,491 (1)
Each	7		Sole Dispositive Power
Reporting			0
Person With	8		Shared Dispositive Power
	o		17,170,491 (2)
9	Aggregate Amount Beneficia 17,170,491 (1)(2)	lly Owned by Each Reporting	g Person
10	Check if the Aggregate Amou	unt in Row (9) Excludes Certa	ain Shares o
11	Percent of Class Represented 6.2% (2)(3)	by Amount in Row (9)	
12	Type of Reporting Person PN		

⁽¹⁾ The reporting person expressly disclaims beneficial ownership with respect to all shares of Common Stock (as defined in Item 2(d) of this Schedule 13G) reported except to the extent of its pecuniary interest therein.

(2) See Item 4 below.

CUSIP No. 03674X 106

1	Name of Reporting Pers Trilantic Capital Manag I.R.S. Identification Nu		nly):
2		Box if a Member of a Group	
	(a) (b)	х о	
3	SEC Use Only		
4	Citizenship or Place of O Delaware	Organization	
	5		Sole Voting Power
Number of Shares			Cl. IV.C. D
Beneficially Owned by	6		Shared Voting Power 17,170,491 (1)
Each	7		Sole Dispositive Power
Reporting Person With			0
2 010011 11 1111	8		Shared Dispositive Power 17,170,491 (2)
9	Aggregate Amount Ben 17,170,491 (1)(2)	eficially Owned by Each Reporting	ng Person
10	Check if the Aggregate	Amount in Row (9) Excludes Cer	rtain Shares o
11	Percent of Class Representation (2)(3)	ented by Amount in Row (9)	
12	Type of Reporting Perso	on	

⁽¹⁾ The reporting person expressly disclaims beneficial ownership with respect to all shares of Common Stock (as defined in Item 2(d) of this Schedule 13G) reported except to the extent of its pecuniary interest therein.

(2) See Item 4 below.

CUSIP No. 03674X 106

1	Name of Reporting Person: Charles Ayres I.R.S. Identification Number of	Above Person (entities only	y):
2	Check the Appropriate Box if a	Member of a Group	
	(a) (b)	X	
	(0)	0	
3	SEC Use Only		
4	Citizenship or Place of Organiz United States	ation	
	5		Sole Voting Power 0
Number of			Cl. 177 d. D
Shares Beneficially	6		Shared Voting Power 17,170,491 (1)
Owned by	_		
Each Reporting	7		Sole Dispositive Power 0
Person With			· ·
	8		Shared Dispositive Power 17,170,491 (2)
9	Aggregate Amount Beneficially 17,170,491 (1)(2)	Owned by Each Reporting	Person
10	Check if the Aggregate Amoun	t in Row (9) Excludes Certa	in Shares o
11	Percent of Class Represented by 6.2% (2)(3)	y Amount in Row (9)	
12	Type of Reporting Person IN		

⁽¹⁾ The reporting person expressly disclaims beneficial ownership with respect to all shares of Common Stock (as defined in Item 2(d) of this Schedule 13G) reported except to the extent of his pecuniary interest therein.

(2) See Item 4 below.

CUSIP No. 03674X 106

1	Name of Reporting Person: E. Daniel James I.R.S. Identification Number of	Above Person (entities only	y):
2	Check the Appropriate Box if a	Member of a Group	
	(a)	X	
	(b)	0	
3	SEC Use Only		
4	Citizenship or Place of Organiza	ation	
	United States		
	5		Sole Voting Power 0
Number of			
Shares	6		Shared Voting Power
Beneficially			17,170,491 (1)
Owned by			
Each	7		Sole Dispositive Power
Reporting			0
Person With			
	8		Shared Dispositive Power 17,170,491 (2)
9	Aggregate Amount Beneficially 17,170,491 (1)(2)	Owned by Each Reporting	Person
10	Check if the Aggregate Amount	in Row (9) Excludes Certa	in Shares o
11	Percent of Class Represented by 6.2% (2)(3)	Amount in Row (9)	
12	Type of Reporting Person IN		

⁽¹⁾ The reporting person expressly disclaims beneficial ownership with respect to all shares of Common Stock (as defined in Item 2(d) of this Schedule 13G) reported except to the extent of his pecuniary interest therein.

(2) See Item 4 below.

CUSIP No. 03674X 106

1	Name of Reporting Person: Christopher R. Manning I.R.S. Identification Number of A	bove Person (entities on	ly):
2	Check the Appropriate Box if a M	lember of a Group	
	(a) x (b) o		
2			
3	SEC Use Only		
4	Citizenship or Place of Organizati United States	on	
	5		Sole Voting Power 0
Number of Shares	6		Shared Voting Power
Beneficially	O		17,170,491(1)
Owned by Each	7		Sole Dispositive Power
Reporting Person With			0
Person with	8		Shared Dispositive Power 17,170,491(2)
9	Aggregate Amount Beneficially C 17,170,491 (1)(2)	Owned by Each Reportin	g Person
10	Check if the Aggregate Amount in	n Row (9) Excludes Cert	ain Shares o
11	Percent of Class Represented by A 6.2% (2)(3)	Amount in Row (9)	
12	Type of Reporting Person IN		

⁽¹⁾ The reporting person expressly disclaims beneficial ownership with respect to all shares of Common Stock (as defined in Item 2(d) of this Schedule 13G) reported except to the extent of his pecuniary interest therein.

(2) See Item 4 below.

CUSIP No. 03674X 106

1	Name of Reporting Person: Jon Mattson I.R.S. Identification Number of	Above Person (entities only	·):
2	Check the Appropriate Box if a	Member of a Group	
	(a)	X	
	(b)	0	
3	SEC Use Only		
4	Citizenship or Place of Organiza United States	ation	
	United States		
	5		Sole Voting Power
Number of			ŭ
Shares	6		Shared Voting Power
Beneficially	O		17,170,491 (1)
Owned by			17,170,491 (1)
Each	7		Sole Dispositive Power
Reporting	,		0
Person With			ŭ
	8		Shared Dispositive Power 17,170,491 (2)
0	A A D £ -: -11-	O	D
9	Aggregate Amount Beneficially	Owned by Each Reporting	Person
	17,170,491 (1)(2)		
10	Check if the Aggregate Amount	in Row (9) Excludes Certa	in Shares o
11	Percent of Class Represented by 6.2% (2)(3)	Amount in Row (9)	
12	Type of Reporting Person IN		

⁽¹⁾ The reporting person expressly disclaims beneficial ownership with respect to all shares of Common Stock (as defined in Item 2(d) of this Schedule 13G) reported except to the extent of his pecuniary interest therein.

- (2) See Item 4 below.
- (3) Calculations are based upon 277,035,558 shares of Common Stock outstanding, as of December 31, 2015.

CUSIP No. 03674X 106

1	Name of Reporting Person: Charles C. Moore I.R.S. Identification Number of	Above Person (entities only	·):
2	Check the Appropriate Box if a	Member of a Group	
	(a)	X	
	(b)	0	
3	SEC Use Only		
4	Citizenship or Place of Organiza	ation	
	United States		
	5		Sole Voting Power
Number of			O
Shares	6		Shared Voting Power
Beneficially	O		17,170,491 (1)
Owned by			17,170,491 (1)
Each	7		Sole Dispositive Power
Reporting	,		0
Person With			O .
Torson Willi	8		Shared Dispositive Power 17,170,491 (2)
0	A gamagata A mount Danaficially	Overand by Each Donastina	Dorson
9	Aggregate Amount Beneficially	Owned by Each Reporting	Person
	17,170,491 (1)(2)		
10	Check if the Aggregate Amount	t in Row (9) Excludes Certain	in Shares o
11	Percent of Class Represented by 6.2% (2)(3)	Amount in Row (9)	
12	Type of Reporting Person IN		

⁽¹⁾ The reporting person expressly disclaims beneficial ownership with respect to all shares of Common Stock (as defined in Item 2(d) of this Schedule 13G) reported except to the extent of his pecuniary interest therein.

- (2) See Item 4 below.
- (3) Calculations are based upon 277,035,558 shares of Common Stock outstanding, as of December 31, 2015.

Name of Issuer. Item 1(a). The name of the issuer is Antero Resources Corporation, a Delaware corporation (the <u>Issuer</u>). Item 1(b). Address of Issuer s Principal Executive Offices. The principal executive offices of the Issuer are located at 1615 Wynkoop Street, Denver, Colorado 80202. Item 2(a). Names of Persons Filing. This Schedule 13G is filed on behalf of Trilantic Capital Partners Fund III Onshore Rollover L.P., a Delaware limited partnership (<u>TCP Fund I</u>II); Trilantic Capital Partners AIV I L.P., a Delaware limited partnership (_TCP AIV I); Trilantic Capital Partners Fund AIV I L.P., a Delaware limited partnership (<u>TCP Fund AIV</u> I); Trilantic Capital Partners Fund (B) AIV I L.P., a Delaware limited partnership (<u>TCP Fund (B) AIV I</u>); TCP Capital Partners V AIV I L.P., a Delaware limited partnership (<u>TCP V AI</u>V); Trilantic Capital Partners IV L.P., a Delaware limited partnership (<u>TCP IV</u>); Trilantic Capital Partners Group VI L.P., a Delaware limited partnership (<u>TCP Group V</u>I); Trilantic Capital Partners Fund IV Funded Rollover L.P., a Delaware limited partnership (<u>TCP Fund IV Funded Rollov</u>er); TCP Capital Partners VI L.P., a Delaware limited partnership (TCP VI and together with TCP Fund II, TCP AIV I, TCP Fund AIV I, TCP Fund (B) AIV, TCP V AIV, TCP IV, TCP Group VI, and TCP Fund IV Funded Rollover, Trilantic Capital Partners); TCP Antero I-1 Holdco, LLC, a Delaware limited liability company (<u>TCP Antero I-1</u>); TCP Antero I-2 Holdco, LLC, a Delaware limited liability company (<u>TCP Antero I-2</u>); TCP Antero I-4 Holdco, LLC a Delaware limited liability company (<u>TCP Antero I-4</u> and together with TCP Antero I-1 and TCP Antero I-2, the <u>Trilantic Entities</u>); Trilantic Capital Management L.P., a Delaware limited partnership and managing member of TCP Antero I-1 (<u>TCM</u>); Trilantic Capital Partners IV L.P., a Delaware limited partnership and managing member of TCP Antero I-2 and TCP Antero I-4 (_Trilantic Capital Partners IV); TCP Antero Principals LLC (<u>TCP Principa</u>ls); Charles Ayres; E. Daniel James; Christopher R. Manning; Jon Mattson; and Charles C. Moore. Messrs. Ayres, James, Manning, Mattson and Moore are referred to collectively as the Trilantic Partners. Trilantic Capital Partners, the Trilantic Entities, TCP Principals, TCM, Trilantic Capital Partners IV and the Trilantic Partners are collectively referred to herein as the Trilantic Reporting Persons. Item 2(b). Address or Principal Business Office or, if none, Residence. The principal business address of each of the Trilantic Reporting Persons is 375 Park Avenue, New York, NY 10152. Item 2(c). Citizenship. Trilantic Capital Partners, the Trilantic Entities, TCP Principals, TCM and Trilantic Capital Partners IV are organized in the state of Delaware. The Trilantic Partners are citizens of the United States. Title of Class of Securities. Item 2(d). Common Stock, par value \$0.01 per share (the <u>Common Stock</u>). Item 2(e). CUSIP Number. 03674X 106 If this statement is filed pursuant to Rule 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a: Item 3. Broker or dealer registered under section 15 of the Act; (a) o (b) Bank as defined in section 3(a)(6) of the Act; o (c) Insurance company as defined in section 3(a)(19) of the Act; o (d) Investment company registered under section 8 of the Investment 0 Company Act of 1940;

(e)

(f)

(g)

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o

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An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E);

An employee benefit plan or endowment fund in accordance with

A parent holding company or control person in accordance with

Rule 13d-1(b)(1)(ii)(F);

Rule 13d-1(b)(1)(ii)(G);

(h)	0	A savings association as defined in Section 3(b) of the Federal
		Deposit Insurance Act;
(i)	o	A church plan that is excluded from the definition of an investment
		company under section 3(c)(14) of the Investment Company Act
		of 1940;
(j)	O	A non-U.S. institution in accordance with Rule 13d-1(b)(1)(ii)(J);
(k)	o	Group, in accordance with Rule 13d-1(b)(1)(ii)(K).

Item 4. Ownership:

The information required by Items 4(a)-(c) is set forth in Rows 5-11 of the cover page hereto and is incorporated herein by reference.

The Trilantic Reporting Persons, both directly and indirectly, hold a 8.5% voting interest in Antero Resources Investment LLC, a Delaware limited liability company (<u>Antero Investment</u>). The Common Stock reported on the cover page of this Schedule 13G was initially acquired by Antero Investment in connection with the Issuer s corporate reorganization and initial public offering. Pursuant to the limited liability company agreement of Antero Investment, all of the shares of Common Stock held by Antero Investment were distributed to the members of Antero Investment, including certain of the Trilantic Reporting Persons, on a pro rata basis on November 23, 2015, with no consideration being paid in connection therewith. Additionally, certain Trilantic Reporting Persons directly own 39,094 shares of Common Stock and options to purchase 3,003 shares of Common Stock, which amounts are included in the aggregate amount beneficially owned by each Trilantic Reporting Person reported on this Schedule 13G.

Each Trilantic Reporting Person expressly disclaims beneficial ownership with respect to all shares of Common Stock reported except to the extent of such Trilantic Reporting Person s pecuniary interest therein.

Item 5. Ownership of Five Percent or Less of a Class.

Not applicable.

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Not applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being

Reported on By the Parent Holding Company or Control Person.

Not applicable.

Item 8. Identification and Classification of Members of the Group.

The Trilantic Reporting Persons are making this single, joint filing because they may be deemed to constitute a group within the meaning of Section 13(d)(3) of the Securities Exchange Act of 1934, as amended (the <u>Exchange Act</u>). The Joint Filing Agreement among the Trilantic Persons to file this Schedule 13G jointly in accordance with Rule 13d-1(k) of the Exchange Act is attached as Exhibit 99.1 hereto.

Item 9. Notice of Dissolution of Group.

Not applicable.

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Item 10. Certifications.

Not applicable.

SIGNATURE

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under Rule 14a-11 of the Securities and Exchange Act of 1934.

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 11, 2016 **Trilantic Capital Partners Fund III Onshore**

Rollover L.P.

By: Trilantic Capital Management L.P.,

its investment advisor

By: /s/ Christopher R. Manning Name: Christopher R. Manning Title: Managing Partner

Trilantic Capital Partners AIV I L.P. By: Trilantic Capital Management L.P.,

its investment advisor

/s/ Christopher R. Manning By: Christopher R. Manning Name: Title: Managing Partner

Trilantic Capital Partners Fund AIV I L.P. By: Trilantic Capital Management L.P., its investment advisor

/s/ Christopher R. Manning By: Name: Christopher R. Manning Title: Managing Partner

Trilantic Capital Partners Fund (B) AIV I L.P. By: Trilantic Capital Management L.P., its investment advisor

Bv: /s/ Christopher R. Manning Name: Christopher R. Manning Title: Managing Partner

TCP Capital Partners V AIV I L.P. By: Trilantic Capital Management L.P., its investment subadvisor

By: /s/ Christopher R. Manning
Name: Christopher R. Manning
Title: Managing Partner

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Trilantic Capital Partners IV L.P By: Trilantic Capital Partners Associates IV L.P., its general partner By: Trilantic Capital Partners Associates MGP IV LLC, its general partner

By: /s/ Christopher R. Manning
Name: Christopher R. Manning
Title: Managing Partner

Trilantic Capital Partners Group VI L.P. By: Trilantic Capital Partners Associates IV (Parallel GP) L.P., its general partner By: Trilantic Capital Partners Associates MGP IV LLC, its general partner

By: /s/ Christopher R. Manning
Name: Christopher R. Manning
Title: Managing Partner

Trilantic Capital Partners Fund IV Funded Rollover L.P. By: Trilantic Capital Partners Associates IV (Parallel GP) L.P., its general partner By: Trilantic Capital Partners Associates MGP IV LLC, its general partner

By: /s/ Christopher R. Manning
Name: Christopher R. Manning
Title: Managing Partner

TCP Capital Partners VI L.P. By: Trilantic Capital Management L.P., its investment subadvisor

By: /s/ Christopher R. Manning
Name: Christopher R. Manning
Title: Managing Partner

TCP Antero I-1 Holdco, LLC

By: /s/ Christopher R. Manning
Name: Christopher R. Manning

Title: President

TCP Antero I-2 Holdco, LLC

By: /s/ Christopher R. Manning
Name: Christopher R. Manning

Title: President

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TCP Antero I-4 Holdco, LLC

By: /s/ Christopher R. Manning
Name: Christopher R. Manning

Title: President

TCP Antero Principals LLC

By: /s/ Christopher R. Manning
Name: Christopher R. Manning

Title: Vice President

Trilantic Capital Management L.P.

By: /s/ Christopher R. Manning
Name: Christopher R. Manning
Title: Managing Member

Charles Ayres

By: /s/ Charles Ayres Name: Charles Ayres

E. Daniel James

By: /s/ E. Daniel James
Name: E. Daniel James

Christopher R. Manning

By: /s/ Christopher R. Manning
Name: Christopher R. Manning

Jon Mattson

By: /s/ Jon Mattson Name: Jon Mattson

Charles C. Moore

By: /s/ Charles C. Moore Name: Charles C. Moore

SIGNATURE PAGE TO SCHEDULE 13G

EXHIBIT INDEX

Persons, incorporated by reference to Exhibit 99.1 to the Schedule 13G filed by the Trilantic Reporting Persons with the Securities and Exchange Commission on February 13, 2014.

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