

HULBURT CHRISTOPHER KENT
 Form 4
 February 26, 2019

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL

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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 *
 HULBURT CHRISTOPHER KENT

(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)
 02/23/2019

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, Secretary & Gen. Counsel

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 (A) or (D) Price		
Common Stock	02/23/2019		F		17,363 (1) \$ 1.13	D	
Common Stock	02/24/2019		F		30,200 (2) \$ 1.13	D	
Common Stock						I	See Footnote (3)
					248,329		

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

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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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Beneficially (Instr. 5)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HULBURT CHRISTOPHER KENT 2121 OLD GATESBURG ROAD SUITE 110 STATE COLLEGE, PA 16803	X		EVP, Secretary & Gen. Counsel	

Signatures

/s/ Christopher K. Hulburt
02/26/2019
**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).
 - (1) Represents shares withheld to satisfy tax obligations upon the vesting of restricted stock units for an award granted to the Reporting Person on February 23, 2018 under the Company's 2014 Long-Term Incentive Plan. The restricted stock units represent the right to receive one share of common stock per unit granted and vest in three equal installments of 33.3% on February 23, 2019, February 23, 2020, and February 23, 2021.
 - (2) Represents shares withheld to satisfy tax obligations upon the vesting of restricted stock units for an award granted to the Reporting Person on February 24, 2017 under the Company's 2014 Long-Term Incentive Plan. The restricted stock units represent the right to receive one share of common stock per unit granted and vest in three equal installments of 33.3% on February 24, 2018, February 24, 2019, and February 24, 2020.
 - (3) Represents shares of the issuer's common stock held by CKH Partners II, LP, 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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