

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

**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

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

1. Name and Address of Reporting Person* <u>Walter James H</u>  (Last) (First) (Middle) C/O PERMIAN RESOURCES CORPORATION 300 N. MARIENFELD ST., STE 1000  (Street) MIDLAND TX 79701  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Permian Resources Corp [ PR ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  <input checked="" type="checkbox"/> Director 10% Owner  <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Co-Chief Executive Officer
	3. Date of Earliest Transaction (Month/Day/Year) 09/01/2022	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			

**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 Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
Common Units	(2)	09/01/2022		A <sup>(1)</sup>		14,477,692		(2)	(2)	Class A Common Stock	(1)	14,477,692	D	
Common Units	(2)	09/01/2022		A <sup>(1)</sup>		2,989,989		(2)	(2)	Class A Common Stock	(1)	2,989,989	I	By Investment Partnership <sup>(3)</sup>

**Explanation of Responses:**

- The securities were acquired in connection with the business combination of Centennial Resource Development, Inc. a Delaware corporation ("Centennial") and Colgate Energy Partners III, LLC ("Colgate") pursuant to that certain Business Combination Agreement, dated as of May 19, 2022 (the "Business Combination Agreement"), by and among Centennial, Centennial Resource Production, LLC, a Delaware limited liability company ("CRP"), Colgate, and, solely for purposes of the specified provisions therein, Colgate Energy Partners III MidCo, LLC, a Delaware limited liability company, pursuant to which CRP merged with and into Colgate (the "Merger"), with CRP surviving the Merger and continuing as a subsidiary of Centennial. Upon consummation of the Merger, Centennial was renamed Permian Resources Corporation (the "Company") and CRP was renamed Permian Resources Operating, LLC ("OpCo").
- At the request of the reporting person, each Common Unit of OpCo and a corresponding share of Class C common stock of the Company may be redeemed for newly-issued shares of Class A common stock of the Company on a one-for-one basis. The Common Units do not expire.
- 2,989,989 Common Units, along with an equal number of corresponding shares of Class C common stock, are held directly by Bedford Family Partners, L.P., an investment partnership controlled by the reporting person.

**Remarks:**

/s/ Chad W. MacDonald,  
Attorney-in-fact 09/06/2022

\*\* 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.