

COMSTOCK RESOURCES INC
Form SC 13D
June 11, 2015

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

SCHEDULE 13D

Under the Securities Exchange Act of 1934

Comstock Resources, Inc.

(Name of Issuer)

Common Stock, par value \$0.50 per share

(Title of Class of Securities)

205768203

(CUSIP Number)

Carl H. Westcott

100 Crescent Court, Suite 1620

Dallas, TX 75201

214-777-5003

with a copy to:

Alan G. Harvey

Baker & McKenzie LLP

2300 Trammell Crow Center

2001 Ross Avenue

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Dallas, TX 75201

214-978-3000

(Name, Address and Telephone Number of Person
Authorized to Receive Notices and Communications)

June 1, 2015

(Date of Event Which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box. o

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See §240.13d-7 for other parties to whom copies are to be sent.

* 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 disclosures provided in a prior cover page.

The information required on 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).

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CUSIP No. 205768203

13D

1. Names of Reporting Persons.
I.R.S. Identification Nos. of Above Persons (Entities Only).
Carl H. Westcott
 2. Check the Appropriate Box if a Member of a Group
(a) o
(b) o
 3. SEC Use Only
 4. Source of Funds
PF
 5. Check Box if Disclosure of Legal Proceedings Is Required Pursuant to Item 2(d) or 2(e) o
 6. Citizenship or Place of Organization
United States of America
- | | | | |
|--|-----|--------------------------|-------------------|
| | 7. | Sole Voting Power | 1,488,700 (1) |
| Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With: | 8. | Shared Voting Power | 870,000 (1) |
| | 9. | Sole Dispositive Power | 1,488,700 (1) |
| | 10. | Shared Dispositive Power | 1,299,000 (1) (2) |
11. Aggregate Amount Beneficially Owned by Each Reporting Person
2,787,700 (1) (2)
 12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares o
 13. Percent of Class Represented by Amount in Row (11)
5.84% (3)
 14. Type of Reporting Person
IN

(1) Carl H. Westcott directly holds 1,488,700 shares of common stock, par value \$0.50 per share (the Common Stock), of Comstock Resources, Inc., a Nevada corporation (the Issuer). Additionally, Mr. Westcott exercises shared voting and disposition power over 870,000 shares of Common Stock with Chart H. Westcott and Court H. Westcott as managers of Carl Westcott, LLC, the general partner of each of Commodore Partners, Ltd. (Commodore Partners), which directly owns 860,000 shares of Common Stock, and G.K. Westcott LP (GK Westcott), which directly owns 10,000 shares of Common Stock.

(2) Carl H. Westcott has shared discretionary authority to purchase and dispose of shares of Common Stock under various accounts for the benefit of the following persons, who directly hold the following amounts of

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shares of Common Stock: Jimmy Elizabeth Westcott, 76,300 shares; Chart H. Westcott, 304,000 shares; Court H. Westcott, 15,000 shares; Carla Westcott, 15,000 shares; Peter Underwood, 12,000 shares; Francisco Trejo, Jr., 3,500 shares; and Rosie Greene, 3,200 shares. Carl H. Westcott does not exercise any voting power over any such shares of Common Stock owned by the aforementioned individuals and expressly disclaims beneficial ownership of such shares.

(3) The percentage ownership is based on 47,727,516 shares of Common Stock outstanding, as reported by the Issuer in its Quarterly Report on Form 10-Q filed on May 11, 2015.

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1. Names of Reporting Persons.
I.R.S. Identification Nos. of Above Persons (Entities Only).
Commodore Partners, Ltd.
03-0476201
 2. Check the Appropriate Box if a Member of a Group
(a)
(b)
 3. SEC Use Only
 4. Source of Funds
WC
 5. Check Box if Disclosure of Legal Proceedings Is Required Pursuant to Item 2(d) or 2(e)
 6. Citizenship or Place of Organization
Texas
- | | | | |
|--|-----|---------------------------------------|--|
| | 7. | Sole Voting Power
860,000 (1) | |
| Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With: | 8. | Shared Voting Power
0 | |
| | 9. | Sole Dispositive Power
860,000 (1) | |
| | 10. | Shared Dispositive Power
0 | |
11. Aggregate Amount Beneficially Owned by Each Reporting Person
860,000 (1)
 12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares
 13. Percent of Class Represented by Amount in Row (11)
1.80% (2)
 14. Type of Reporting Person
PN

(1) Carl H. Westcott, Court H. Westcott and Chart H. Westcott exercise shared voting and disposition power over the 860,000 shares of Common Stock as the managers of Carl Westcott, LLC, the general partner of Commodore Partners.

(2) The percentage ownership is based on 47,727,516 shares of Common Stock outstanding, as reported by the Issuer in its Quarterly Report on Form 10-Q filed on May 11, 2015.

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1. Names of Reporting Persons.
I.R.S. Identification Nos. of Above Persons (Entities Only).
G.K. Westcott LP
20-2443941
 2. Check the Appropriate Box if a Member of a Group
(a)
(b)
 3. SEC Use Only
 4. Source of Funds
WC
 5. Check Box if Disclosure of Legal Proceedings Is Required Pursuant to Item 2(d) or 2(e)
 6. Citizenship or Place of Organization
Texas
- | | | | |
|--|-----|--------------------------|------------|
| | 7. | Sole Voting Power | 10,000 (1) |
| Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With: | 8. | Shared Voting Power | 0 |
| | 9. | Sole Dispositive Power | 10,000 (1) |
| | 10. | Shared Dispositive Power | 0 |
11. Aggregate Amount Beneficially Owned by Each Reporting Person
10,000 (1)
 12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares
 13. Percent of Class Represented by Amount in Row (11)
0.02% (2)
 14. Type of Reporting Person
PN

(1) Carl H. Westcott, Chart H. Westcott and Court H. Westcott exercise shared voting and disposition power over the 10,000 shares of Common Stock as the managers of Carl Westcott, LLC, the general partner of GK Westcott.

(2) The percentage ownership is based on 47,727,516 shares of Common Stock outstanding, as reported by the Issuer in its Quarterly Report on Form 10-Q filed on May 11, 2015.

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1. Names of Reporting Persons.
I.R.S. Identification Nos. of Above Persons (Entities Only).
Carl Westcott, LLC
75-2655092
 2. Check the Appropriate Box if a Member of a Group
(a)
(b)
 3. SEC Use Only
 4. Source of Funds
AF
 5. Check Box if Disclosure of Legal Proceedings Is Required Pursuant to Item 2(d) or 2(e)
 6. Citizenship or Place of Organization
Texas
- | | | | |
|--|-----|--------------------------|-------------|
| | 7. | Sole Voting Power | 870,000 (1) |
| Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With: | 8. | Shared Voting Power | 0 |
| | 9. | Sole Dispositive Power | 870,000 (1) |
| | 10. | Shared Dispositive Power | 0 |
11. Aggregate Amount Beneficially Owned by Each Reporting Person
870,000 (1)
 12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares
 13. Percent of Class Represented by Amount in Row (11)
1.82% (2)
 14. Type of Reporting Person
HC

(1) Carl H. Westcott, Court H. Westcott and Chart H. Westcott exercise shared voting and disposition power over the 870,000 shares of Common Stock as the managers of Carl Westcott, LLC, the general partner of each of Commodore Partners, which directly owns 860,000 shares of Common Stock, and GK Westcott, which directly owns 10,000 shares of Common Stock.

(2) The percentage ownership is based on 47,727,516 shares of Common Stock outstanding, as reported by the Issuer in its Quarterly Report on Form 10-Q filed on May 11, 2015.

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1. Names of Reporting Persons.
I.R.S. Identification Nos. of Above Persons (Entities Only).
Jimmy Elizabeth Westcott
2. Check the Appropriate Box if a Member of a Group
(a) o
(b) o
3. SEC Use Only
4. Source of Funds
PF
5. Check Box if Disclosure of Legal Proceedings Is Required Pursuant to Item 2(d) or 2(e) o
6. Citizenship or Place of Organization
United States of America
- | | | |
|--|-----|--|
| Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With: | 7. | Sole Voting Power
76,300 (1) |
| | 8. | Shared Voting Power
0 (1) |
| | 9. | Sole Dispositive Power
0 (1) |
| | 10. | Shared Dispositive Power
76,300 (1) |
11. Aggregate Amount Beneficially Owned by Each Reporting Person
76,300 (1)
12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares o
13. Percent of Class Represented by Amount in Row (11)
0.16% (2)
14. Type of Reporting Person
IN

(1) Jimmy Elizabeth Westcott directly holds 76,300 shares of Common Stock. Carl H. Westcott has shared discretionary authority to purchase and dispose of those shares of Common Stock for the benefit of such reporting person, but does not exercise any voting power with respect to such shares. Carl H. Westcott expressly disclaims beneficial ownership of any such shares of Common Stock.

(2) The percentage ownership is based on 47,727,516 shares of Common Stock outstanding, as reported by the Issuer in its Quarterly Report on Form 10-Q filed on May 11, 2015.

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1. Names of Reporting Persons.
I.R.S. Identification Nos. of Above Persons (Entities Only).
Chart H. Westcott
2. Check the Appropriate Box if a Member of a Group
(a)
(b)
3. SEC Use Only
4. Source of Funds
PF
5. Check Box if Disclosure of Legal Proceedings Is Required Pursuant to Item 2(d) or 2(e)
6. Citizenship or Place of Organization
United States of America
- | | | |
|--|-----|---|
| Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With: | 7. | Sole Voting Power
304,000 (1) |
| | 8. | Shared Voting Power
870,000 (2) |
| | 9. | Sole Dispositive Power
0 (1) |
| | 10. | Shared Dispositive Power
1,174,000 (1) (2) |
11. Aggregate Amount Beneficially Owned by Each Reporting Person
1,174,000 (1) (2)
12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares
13. Percent of Class Represented by Amount in Row (11)
2.46% (3)
14. Type of Reporting Person
IN

(1) Consists of 304,000 shares of Common Stock held of record by Chart H. Westcott, Trustee of the Chart H. Westcott Living Trust. Carl H. Westcott has shared discretionary authority to purchase and dispose of those shares of Common Stock for the benefit of such reporting person, but does not exercise any voting power with respect to such shares. Carl H. Westcott expressly disclaims beneficial ownership of any such shares of Common Stock.

(2) Carl H. Westcott, Court H. Westcott and Chart H. Westcott exercise shared voting and disposition power over the 870,000 shares of Common Stock as the managers of Carl Westcott, LLC, the general partner of each of Commodore Partners, which directly owns 860,000 shares of Common Stock, and GK Westcott, which directly owns 10,000 shares of Common Stock.

(3) The percentage ownership is based on 47,727,516 shares of Common Stock outstanding, as reported by the Issuer in its Quarterly Report on Form 10-Q filed on May 11, 2015.

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1. Names of Reporting Persons.
I.R.S. Identification Nos. of Above Persons (Entities Only).
Court H. Westcott
2. Check the Appropriate Box if a Member of a Group
(a) o
(b) o
3. SEC Use Only
4. Source of Funds
PF
5. Check Box if Disclosure of Legal Proceedings Is Required Pursuant to Item 2(d) or 2(e) o
6. Citizenship or Place of Organization
United States of America
- | | | |
|--|-----|---|
| Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With: | 7. | Sole Voting Power
15,000 (1) |
| | 8. | Shared Voting Power
870,000 (2) |
| | 9. | Sole Dispositive Power
0 (1) |
| | 10. | Shared Dispositive Power
885,000 (1) (2) |
11. Aggregate Amount Beneficially Owned by Each Reporting Person
885,000 (1) (2)
12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares o
13. Percent of Class Represented by Amount in Row (11)
1.85% (3)
14. Type of Reporting Person
IN

(1) Consists of 15,000 shares of Common Stock held of record by Court H. Westcott, Trustee of the Court H. Westcott Living Trust. Carl H. Westcott has shared discretionary authority to purchase and dispose of those shares of Common Stock for the benefit of such reporting person, but does not exercise any voting power with respect to such shares. Carl H. Westcott expressly disclaims beneficial ownership of any such shares of Common Stock.

(2) Carl H. Westcott, Court H. Westcott and Chart H. Westcott exercise shared voting and disposition power over 870,000 shares of Common Stock as the managers of Carl Westcott, LLC, the general partner of each of Commodore Partners, which directly owns 860,000 shares of Common Stock, and GK Westcott, which directly owns 10,000 shares of Common Stock.

(3) The percentage ownership is based on 47,727,516 shares of Common Stock outstanding, as reported by the Issuer in its Quarterly Report on Form 10-Q filed on May 11, 2015.

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1. Names of Reporting Persons.
I.R.S. Identification Nos. of Above Persons (Entities Only).
Carla Westcott
2. Check the Appropriate Box if a Member of a Group
(a) o
(b) o
3. SEC Use Only
4. Source of Funds
PF
5. Check Box if Disclosure of Legal Proceedings Is Required Pursuant to Item 2(d) or 2(e) o
6. Citizenship or Place of Organization
United States of America
- | | | |
|--|-----|--|
| Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With: | 7. | Sole Voting Power
15,000 (1) |
| | 8. | Shared Voting Power
0 (1) |
| | 9. | Sole Dispositive Power
0 (1) |
| | 10. | Shared Dispositive Power
15,000 (1) |
11. Aggregate Amount Beneficially Owned by Each Reporting Person
15,000 (1)
12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares o
13. Percent of Class Represented by Amount in Row (11)
0.03% (2)
14. Type of Reporting Person
IN

(1) Carla Westcott directly holds 15,000 shares of Common Stock. Carl H. Westcott has shared discretionary authority to purchase and dispose of those shares of Common Stock for the benefit of such reporting person, but does not exercise any voting power with respect to such shares. Carl H. Westcott expressly disclaims beneficial ownership of any such shares of Common Stock.

(2) The percentage ownership is based on 47,727,516 shares of Common Stock outstanding, as reported by the Issuer in its Quarterly Report on Form 10-Q filed on May 11, 2015.

Item 1. Security and Issuer

This Schedule 13D relates to the common stock, par value \$0.50 per share (the Common Stock) of Comstock Resources, Inc., a Nevada corporation (the Issuer), whose principal executive offices are located at 5300 Town and Country Blvd., Suite 500, Frisco, Texas 75034.

This Statement is filed jointly by Carl H. Westcott, Commodore Partners, Ltd., G.K. Westcott LP, Carl Westcott, LLC, Jimmy Elizabeth Westcott, Chart H. Westcott, Court H. Westcott, and Carla Westcott.

Item 2. Identity and Background

(a) (b) Name and Residence or business address:

The statement is being filed by and on behalf of the following reporting persons (collectively, the Reporting Persons):

Name	Residence or business address
Carl H. Westcott	100 Crescent Court, Suite 1620, Dallas, TX 75201
Commodore Partners, Ltd. (<u>Commodore Partners</u>)	100 Crescent Court, Suite 1620, Dallas, TX 75201
G.K. Westcott LP (<u>GK Westcott</u>)	100 Crescent Court, Suite 1620, Dallas, TX 75201
Carl Westcott, LLC	100 Crescent Court, Suite 1620, Dallas, TX 75201
Jimmy Elizabeth Westcott	100 Crescent Court, Suite 1620, Dallas, TX 75201
Chart H. Westcott	100 Crescent Court, Suite 1620, Dallas, TX 75201
Court H. Westcott	100 Crescent Court, Suite 1620, Dallas, TX 75201
Carla Westcott	100 Crescent Court, Suite 1620, Dallas, TX 75201

(c) Present principal occupation or employment and the name, principal business and address of any corporation or other organization in which such employment is conducted:

Name	Present principal occupation/ principal business and address of any corporation
Carl H. Westcott	Private investor
Commodore Partners	Private investments, 100 Crescent Court, Suite 1620, Dallas, TX 75201

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GK Westcott	Private investments, 100 Crescent Court, Suite 1620, Dallas, TX 75201
Carl Westcott, LLC	Private investments, 100 Crescent Court, Suite 1620, Dallas, TX 75201
Jimmy Elizabeth Westcott	Private investor
Chart H. Westcott	Private investor
Court H. Westcott	Private investor
Carla Westcott	Instructor, The New School, 66 West 12th Street, New York, NY 10011

(d) (e) No Convictions or Proceedings

During the last five years, no Reporting Person that is a natural person (i) has been convicted in any criminal proceeding (excluding traffic violations or similar misdemeanors) or (ii) has been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction resulting in him or her being subject to a judgment, decree, or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

During the last five years, no Reporting Person that is an entity (i) has been convicted in any criminal proceeding (excluding traffic violations or similar misdemeanors) or (ii) has been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction resulting in it being subject to a judgment, decree, or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

(f) Citizenship

Name	Citizenship
Carl H. Westcott	United States of America
Jimmy Elizabeth Westcott	United States of America
Chart H. Westcott	United States of America
Court H. Westcott	United States of America
Carla Westcott	United States of America

Commodore Partners is a limited partnership organized under the laws of the State of Texas. GK Westcott is a limited partnership organized under the laws of the State of Texas. Carl Westcott, LLC is a limited liability company formed under the laws of the State of Texas.

Item 3. Source and Amount of Funds or Other Consideration

The information set forth or incorporated in Items 4 and 6 hereof are incorporated herein by reference.

With respect to each Reporting Person that is a natural person, the shares of Common Stock were acquired with the personal funds of such Reporting Person. The shares of Common Stock held by Commodore Partners, of which Carl Westcott, LLC is the sole general partner, were acquired with funds held by Commodore Partners for the general purpose of investing. The shares of Common Stock held by GK Westcott, of which Carl Westcott, LLC is the sole general partner, were acquired with funds held by GK Westcott for the general purpose of investing.

Item 4. Purpose of Transaction

The information set forth or incorporated in Items 3 and 6 hereof are incorporated herein by reference.

After accounting for all sales of Common Stock of the Reporting Persons during the period of April 11, 2015 through June 10, 2015, a net 1,274,428 shares of Common Stock were purchased by Carl H. Westcott during such period on his own behalf and on behalf of the other Reporting Persons for an aggregate price of \$4,210,779.

Other than as set forth in this Statement, no Reporting Person has present plans or proposals which relate to or would result in: (a) the acquisition by any person of additional securities of the Issuer, or the disposition of securities of the Issuer; (b) an extraordinary corporate transaction, such as a merger, reorganization or liquidation, involving the Issuer or any of its subsidiaries; (c) a sale or transfer of a material amount of assets of the Issuer or of any of its subsidiaries; (d) any change in the present board of directors or management of the issuer; (e) any material change in the present capitalization or dividend policy of the Issuer; (f) any material change in the Issuer's business or corporate structure; (g) changes in the Issuer's charter, bylaws or instruments corresponding thereto or other actions which may impede the acquisition of control of the Issuer by any person; (h) a class of securities of the Issuer being delisted from a national securities exchange or ceasing to be authorized to be quoted in an inter-dealer quotation system of a registered national securities association; (i) a class of equity securities of the Issuer becoming eligible for termination of registration pursuant to Section 12(g)(4) of the Securities Exchange Act of 1934, as amended; or (j) any action similar to any of those enumerated above.

Each Reporting Person reviews its investments on a regular basis and, as a result thereof, may at any time or from time to time determine, either alone or as part of a group, (a) to acquire additional securities of the Issuer, through open market purchases, privately negotiated transactions or otherwise, or (b) to dispose of all or a portion of the securities of the Issuer owned by it in the open market, in privately negotiated transactions or otherwise. Any such acquisition or disposition or other transaction would be made in compliance with all applicable laws and regulations. Notwithstanding anything contained herein, each Reporting Person specifically reserves the right to change its intention with respect to any or all of such matters. In reaching any decision as to its course of action (as well as to the specific elements thereof), each Reporting Person currently expects that it would take into consideration a variety of factors, including, but not limited to, the following: the Issuer's business and prospects; other developments concerning the Issuer and its businesses generally; other investment opportunities available to it; changes in law and government regulations; general economic conditions; and money and stock market conditions, including the market price of the securities of the Issuer.

Item 5. Interest in Securities of the Issuer.

(a) The responses in rows 11 and 13 of the cover pages of this Statement are hereby incorporated by reference. The percentages of ownership reported in row 13 of the cover pages are calculated using the number of outstanding shares of common stock as of May 11, 2015 reported in the Issuer's most recent Quarterly Report on Form 10-Q filed with the U.S. Securities and Exchange Commission on May 11, 2015.

(b) The responses in rows 7, 8, 9 and 10 of the cover pages of this Statement are hereby incorporated by reference. Each of Jimmy Elizabeth Westcott, Chart H. Westcott, Court H. Westcott, and Carla Westcott directly holds 76,300, 304,000, 15,000, and 15,000 shares of Common Stock, respectively, over which Carl H. Westcott shares dispositive power, but not voting power, pursuant to trading authorizations. Additionally, Carl H. Westcott shares dispositive power, but not voting power, pursuant to trading authorizations, of 12,000, 3,500, and 3,200 shares of Common Stock held by Peter Underwood, Francisco Trejo, Jr., and Rosie Greene, respectively. Commodore Partners holds 860,000 shares of Common Stock, over which Carl H. Westcott holds shared voting and dispositive power with Chart H. Westcott and Court H. Westcott as the managers of Carl Westcott, LLC, the sole general partner of Commodore Partners. GK Westcott holds 10,000 shares of Common Stock, over which Carl H. Westcott holds shared voting and dispositive power with Chart H. Westcott and Court H. Westcott as the managers of Carl Westcott, LLC, the sole general partner of GK Westcott.

(c) After accounting for all sales of Common Stock of the Reporting Persons during the period of April 11, 2015 through June 10, 2015, a net 1,274,428 shares of Common Stock were purchased by Carl H. Westcott on his own behalf and on behalf of the other Reporting Persons for an aggregate price of \$4,210,779. All such purchase and sales were made on the dates and at the prices set forth below. All of such purchases and sales were affected in ordinary open market transactions.

Name of Reporting Person	Trade Date	Amount Purchased (Sold)	Price Per Share (\$)
Carl H. Westcott	4/13/2015	(2,500)	4.60
Carl H. Westcott	4/13/2015	(25,000)	4.60
Carl H. Westcott	4/14/2015	(25,000)	4.60
Carl H. Westcott	4/14/2015	(20,000)	4.71
Carl H. Westcott	4/14/2015	(25,000)	4.73
Carl H. Westcott	4/14/2015	(15,000)	4.74
Carl H. Westcott	4/14/2015	(2,500)	4.75
Carl H. Westcott	4/15/2015	(15,000)	5.00
Carl H. Westcott	4/15/2015	(15,000)	5.03
Carl H. Westcott	4/16/2015	1,000	4.90
Carl H. Westcott	4/16/2015	(6,000)	4.93
Carl H. Westcott	4/16/2015	(6,000)	4.95
Carl H. Westcott	4/16/2015	(16,000)	4.98
Carl H. Westcott	4/16/2015	(16,000)	5.07
Carl H. Westcott	4/16/2015	(15,000)	5.12
Carl H. Westcott	4/17/2015	(2,500)	4.88
Carl H. Westcott	4/17/2015	(2,400)	4.97
Carl H. Westcott	4/17/2015	(2,600)	4.97
Carl H. Westcott	4/17/2015	(7,500)	4.98
Carl H. Westcott	4/17/2015	(10,000)	4.99
Carl H. Westcott	4/17/2015	(5,000)	5.01
Carl H. Westcott	4/17/2015	10,000	4.78
Carl H. Westcott	4/17/2015	25,000	4.75
Carl H. Westcott	4/21/2015	25,000	4.50
Carl H. Westcott	4/21/2015	25,000	4.50
Carl H. Westcott	4/22/2015	25,000	4.43

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Name of Reporting Person	Trade Date	Amount Purchased (Sold)	Price Per Share (\$)
Carl H. Westcott	4/24/2015	15,000	4.54
Carl H. Westcott	4/28/2015	(22,000)	4.92
Carl H. Westcott	4/29/2015	(8,637)	5.29
Carl H. Westcott	4/30/2015	(100)	5.17
Carl H. Westcott	4/30/2015	(9,900)	5.17
Carl H. Westcott	4/30/2015	(15,000)	5.22
Carl H. Westcott	4/30/2015	(100)	5.25
Carl H. Westcott	4/30/2015	(14,900)	5.24
Carl H. Westcott	4/30/2015	(100)	5.34
Carl H. Westcott	4/30/2015	(1,900)	5.34
Carl H. Westcott	4/30/2015	(3,900)	5.33
Carl H. Westcott	4/30/2015	(9,100)	5.32
Carl H. Westcott	4/30/2015	(200)	5.31
Carl H. Westcott	4/30/2015	(24,800)	5.30
Carl H. Westcott	4/30/2015	(25,363)	5.36
Carl H. Westcott	4/30/2015	(6,000)	5.38
Carl H. Westcott	4/30/2015	(10,000)	5.35
Carl H. Westcott	5/1/2015	(5,000)	5.17
Carl H. Westcott	5/1/2015	(5,000)	5.19
Carl H. Westcott	5/1/2015	10,000	5.02
Carl H. Westcott	5/4/2015	(4,000)	5.30
Carl H. Westcott	5/4/2015	(100)	5.36
Carl H. Westcott	5/4/2015	(19,900)	5.35
Carl H. Westcott	5/4/2015	(4,000)	5.35
Carl H. Westcott	5/5/2015	(4,000)	5.35
Carl H. Westcott	5/6/2015	23,900	4.82
Carl H. Westcott	5/6/2015	800	4.81
Carl H. Westcott	5/6/2015	300	4.80
Carl H. Westcott	5/6/2015	7,000	4.82
Carl H. Westcott	5/6/2015	25,000	4.80
Carl H. Westcott	5/6/2015	24,000	4.72
Carl H. Westcott	5/6/2015	1,000	4.72
Carl H. Westcott	5/6/2015	25,000	4.70
Carl H. Westcott	5/7/2015	20,000	4.50
Carl H. Westcott	5/8/2015	25,000	4.42
Carl H. Westcott	5/8/2015	10,000	4.52
Carl H. Westcott	5/8/2015	(10,000)	4.58
Carl H. Westcott	5/8/2015	(11,500)	4.63
Carl H. Westcott	5/11/2015	2,500	4.22
Carl H. Westcott	5/11/2015	10,512	4.22
Carl H. Westcott	5/11/2015	9,500	4.22
Carl H. Westcott	5/11/2015	25,000	4.25
Carl H. Westcott	5/11/2015	4,988	4.29

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Name of Reporting Person	Trade Date	Amount Purchased (Sold)	Price Per Share (\$)
Carl H. Westcott	5/11/2015	21,300	4.30
Carl H. Westcott	5/13/2015	24,000	4.30
Carl H. Westcott	5/13/2015	25,000	4.26
Carl H. Westcott	5/13/2015	50,000	4.18
Carl H. Westcott	5/14/2015	1,000	4.27
Carl H. Westcott	5/14/2015	500	4.27
Carl H. Westcott	5/14/2015	25,000	4.09
Carl H. Westcott	5/14/2015	25,000	4.04
Carl H. Westcott	5/15/2015	25,000	4.05
Carl H. Westcott	5/18/2015	(13,972)	4.01
Carl H. Westcott	5/18/2015	(7,828)	4.00
Carl H. Westcott	5/19/2015	25,000	4.00
Carl H. Westcott	5/19/2015	25,000	3.91
Carl H. Westcott	5/20/2015	25,000	3.90
Carl H. Westcott	5/20/2015	(10,000)	3.93
Carl H. Westcott	5/20/2015	(10,000)	3.96
Carl H. Westcott	5/21/2015	(10,000)	4.02
Carl H. Westcott	5/21/2015	(10,000)	4.05
Carl H. Westcott	5/21/2015	1,000	3.97
Carl H. Westcott	5/22/2015	25,000	3.90
Carl H. Westcott	5/26/2015	8,463	3.65
Carl H. Westcott	5/26/2015	100	3.65

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Name of Reporting Person	Trade Date	Amount Purchased (Sold)	Price Per Share (\$)
Carl H. Westcott	5/27/2015	(10,000)	3.80
Carl H. Westcott	5/28/2015	500	3.62
Carl H. Westcott	5/29/2015	200	3.60
Carl H. Westcott	5/29/2015	14,800	3.58
Carl H. Westcott	5/29/2015	15,000	3.57
Carl H. Westcott	5/29/2015	24,900	3.55
Carl H. Westcott	6/1/2015	25,000	3.54
Carl H. Westcott	6/1/2015	25,000	3.48
Carl H. Westcott	6/1/2015	25,000	3.45
Carl H. Westcott	6/2/2015	13,700	3.62
Carl H. Westcott	6/2/2015	13,082	3.60
Carl H. Westcott	6/3/2015	20,000	3.61
Carl H. Westcott	6/3/2015	20,000	3.50
Carl H. Westcott	6/4/2015	20,000	3.45
Carl H. Westcott	6/8/2015	2,500	3.43
Carl H. Westcott	6/8/2015	100	3.49
Carl H. Westcott	6/8/2015	100	3.48
Carl H. Westcott	6/8/2015	8,930	3.52
Carl H. Westcott	6/8/2015	2,187	3.53
Carl H. Westcott	6/8/2015	3,000	3.52
Carl H. Westcott	6/8/2015	1,900	3.52
Carl H. Westcott	6/8/2015	5,000	3.55

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Name of Reporting Person	Trade Date	Amount Purchased (Sold)	Price Per Share (\$)
Carl H. Westcott	6/8/2015	5,000	3.56
Carl H. Westcott	6/9/2015	2,000	3.57
Carl H. Westcott	6/9/2015	2,500	3.49
Carl H. Westcott	6/9/2015	200	3.48
Carl H. Westcott	6/9/2015	1,000	3.49
Jimmy Elizabeth Westcott	4/24/2015	5,000	4.62
Jimmy Elizabeth Westcott	4/30/2015	(5,000)	5.35
Jimmy Elizabeth Westcott	5/11/2015	25,000	4.24
Jimmy Elizabeth Westcott	5/19/2015	2,500	3.95
Jimmy Elizabeth Westcott	6/3/2015	1,300	3.56
Court H. Westcott	5/11/2015	1,300	4.25
Court H. Westcott	6/2/2015	3,500	3.55
Chart H. Westcott	4/14/2015	(7,745)	4.64
Chart H. Westcott	4/15/2015	(15,000)	5.02
Chart H. Westcott	4/28/2015	(15,000)	4.85
Chart H. Westcott	5/7/2015	5,000	4.52
Chart H. Westcott	5/7/2015	2,800	4.43
Chart H. Westcott	5/11/2015	(2,500)	4.28
Chart H. Westcott	5/11/2015	27,500	4.27
Chart H. Westcott	5/14/2015	7,500	4.12
Chart H. Westcott	5/22/2015	12,200	3.85
Chart H. Westcott	5/28/2015	19,400	3.65

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Name of Reporting Person	Trade Date	Amount Purchased (Sold)	Price Per Share (\$)
Chart H. Westcott	5/28/2015	600	3.65
Chart H. Westcott	6/1/2015	14,800	3.45
Chart H. Westcott	6/2/2015	14,300	3.55
Chart H. Westcott	6/2/2015	14,800	3.72
Chart H. Westcott	6/2/2015	10,000	3.73
Chart H. Westcott	6/10/2015	1,000	3.55
Commodore Partners, Ltd.	4/13/2015	(8,327)	4.60
Commodore Partners, Ltd.	4/14/2015	(11,673)	4.62
Commodore Partners, Ltd.	4/15/2015	(25,000)	5.03
Commodore Partners, Ltd.	4/16/2015	(100)	5.13
Commodore Partners, Ltd.	4/23/2015	(15,000)	4.85
Commodore Partners, Ltd.	4/28/2015	(20,000)	4.90
Commodore Partners, Ltd.	4/29/2015	(9,900)	5.13
Commodore Partners, Ltd.	4/30/2015	(20,000)	5.36
Commodore Partners, Ltd.	5/8/2015	(3,067)	4.63
Commodore Partners, Ltd.	5/11/2015	7,522	4.33
Commodore Partners, Ltd.	5/11/2015	25,000	4.37
Commodore Partners, Ltd.	5/19/2015	430	4.00
Commodore Partners, Ltd.	5/19/2015	5,000	3.97
Commodore Partners, Ltd.	5/19/2015	15,000	3.92
Commodore Partners, Ltd.	5/20/2015	25,000	3.90
Commodore Partners, Ltd.	5/20/2015	25,000	3.77

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Name of Reporting Person	Trade Date	Amount Purchased (Sold)	Price Per Share (\$)
Commodore Partners, Ltd.	5/20/2015	(200)	3.97
Commodore Partners, Ltd.	5/22/2015	(2,500)	4.07
Commodore Partners, Ltd.	6/1/2015	25,000	3.49
Commodore Partners, Ltd.	6/1/2015	17,700	3.45
Commodore Partners, Ltd.	6/1/2015	1,200	3.44
Commodore Partners, Ltd.	6/1/2015	2,400	3.44
Commodore Partners, Ltd.	6/1/2015	100	3.44
Commodore Partners, Ltd.	6/1/2015	9,366	3.48
Commodore Partners, Ltd.	6/1/2015	2,800	3.47
Commodore Partners, Ltd.	6/1/2015	100	3.47
Commodore Partners, Ltd.	6/2/2015	10,017	3.46
Commodore Partners, Ltd.	6/2/2015	921	3.62
Commodore Partners, Ltd.	6/3/2015	19,800	3.65
Commodore Partners, Ltd.	6/3/2015	20,000	3.51