



Comstock Resources, Inc. Announces Tender Offer for 11 1/4% Senior Notes

February 10, 2004

FRISCO, Texas, Feb. 10 /PRNewswire-FirstCall/ -- Comstock Resources, Inc. (NYSE: CRK) ("Comstock" or the "Company") announced today that it has commenced a cash tender offer and consent solicitation (the "Offer") for any and all of its \$220,000,000 aggregate principal amount of 11.25% Senior Notes due 2007 (the "Notes") (CUSIP # 205768AE4).

Holders who validly tender their Notes by 5:00 p.m., New York City time, on February 24, 2004 (the "Consent Date"), will receive the total consideration of \$1,073.47, consisting of (i) the purchase price of \$1,043.47 and (ii) the consent payment of \$30.00 per \$1,000 principal amount of Notes accepted for purchase. Holders who validly tender their Notes by the Consent Date will receive payment on the initial payment date, which is expected to be on or about February 25, 2004.

The Offer is scheduled to expire at 12:00 midnight, New York City time, on March 9, 2004, unless extended (the "Expiration Date"). Holders who validly tender their Notes after the Consent Date and prior to the Expiration Date will receive the purchase price of \$1,043.47 per \$1,000 principal amount of Notes accepted for purchase. Payment for Notes tendered after the Consent Date will be made promptly after the Expiration Date. All holders whose Notes are accepted for payment will also receive accrued and unpaid interest up to, but not including, the applicable date of payment for the Notes. In connection with the Offer, the Company is soliciting consents to certain proposed amendments to eliminate substantially all of the restrictive covenants in the indenture governing the Notes. Holders may not tender their Notes without delivering consents or deliver consents without tendering their Notes.

The Offer is subject to the satisfaction of certain conditions, including (i) at least a majority of the outstanding principal amount of the Notes being validly tendered and consenting to the proposed amendments to the indenture, (ii) the Company obtaining financing for the Offer on terms acceptable to the Company and (iii) certain other general conditions. The terms of the Offer are more fully described in the Company's Offer to Purchase and Consent Solicitation Statement dated February 10, 2004, copies of which may be obtained from Global Bondholder Services Corporation, the information agent for the Offer, at (866) 470-4200 (U.S. toll free) and (212) 430-3774 (collect). You are strongly urged to read the Offer to Purchase and Consent Solicitation Statement.

Comstock has engaged Banc of America Securities LLC to act as lead dealer manager and solicitation agent and Harris Nesbitt Corporation as co-dealer manager and solicitation agent in connection with the Offer. Questions regarding the Offer may be directed to Banc of America Securities LLC, High Yield Special Products, at (888) 292-0070 (U.S. toll-free) and (704) 388-4813 (collect).

This announcement is not an offer to purchase, a solicitation of an offer to purchase or a solicitation of consent with respect to any securities. The Offer will be made solely by the Offer to Purchase and Consent Solicitation Statement dated February 10, 2004.

Comstock Resources, Inc. is a growing independent energy company based in Frisco, Texas and is engaged in oil and gas acquisitions, exploration and development primarily in Texas, Louisiana and the Gulf of Mexico. The company's stock is traded on the New York Stock Exchange under the symbol CRK.

SOURCE Comstock Resources, Inc.

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