Edgar Filing: RSP Permian, Inc. - Form 4

RSP Permiar	n, Inc.									
Form 4										
November 05	5, 2015									
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION								OMB APPROVAL		
	UNITEDSTATE	Washington, D.C. 20549						3235-0287		
Check thi if no long subject to Section 1 Form 4 of Form 5 obligation may cont <i>See</i> Instru 1(b).	6. r Filed pursuant to Section 17(a) of the	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Expires: 200 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Estimated average Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 0 30(h) of the Investment Company Act of 1940 1940								
(Print or Type F	Responses)									
1. Name and A Huck Willia	ddress of Reporting Person <u>*</u> m	2. Issuer Name and Ticker or Trading Symbol RSP Permian, Inc. [RSPP]				5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First) (Middle)	3. Date of Earliest Transaction			(Checi	Check all applicable)				
3141 HOOD	O STREET, SUITE 500	(Month/Day/Year) 11/03/2015	(Month/Day/Year) 11/03/2015				Director 10% Owner X Officer (give title Other (specify below) VP, Operations			
DALLAS T	4. If Amendment, Filed(Month/Day/Ye	-	ıl		 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 					
DALLAS, T	A /3219					Person				
(City)	(State) (Zip)	Table I - Non	-Derivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned		
1.Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year)			Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial		
~		Code	V Amount		Price \$	(Instr. 3 and 4)				
Common Stock	11/03/2015	S	3,400	D	28.22 (1) (2)	429,581	D			
Common Stock	11/03/2015	S	600	D	\$ 28.89 (2) (3)	428,981	D			

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. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	5	Date	7. Titl Amou Under Secur (Instr.	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				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			
Huck William 3141 HOOD STREET, SUITE 500 DALLAS, TX 75219		VP, Operations					
Signatures							
/s/ James E. Mutrie, attorney-in-fact f Huck	11/05/2015						
** 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).

On November 3, 2015, pursuant to a plan of disposition adopted in accordance with Rule 10b5-1 of the Securities Exchange Act of 1934 (the "10b5-1 Plan"), Mr. Huck sold 3,400 shares in multiple trades at prices ranging from \$27.74 to \$28.73. The price reported above

(1) reflects the weighted average sale price. Mr. Huck hereby undertakes to provide to the Securities and Exchange Commission staff (the "Staff"), the issuer or any security holder of the issuer, upon request, full information regarding the number of shares and prices at which the transaction was effected.

The first sale under the 10b5-1 Plan was on April 21, 2015 and the 10b5-1 Plan provides for sales of Mr. Huck's shares at or above a minimum share price on certain pre-determined dates until the 10b5-1 Plan terminates after 100,000 shares in the aggregate have been sold.

On November 3, 2015, pursuant to the 10b5-1 Plan, Mr. Huck sold 600 shares in multiple trades at prices ranging from \$28.81 to \$28.99. The price reported above reflects the weighted average sale price. Mr. Huck hereby undertakes to provide to the Staff, the issuer or any

(3) The price reported above reflects the weighted average sale price. With Huck hereby undertakes to provide to the start, the issuer of any security holder of the issuer, upon request, full information regarding the number of shares and prices at which the transaction was effected.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.