RSP Permian, Inc. Form 4 January 21, 2016

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** Number:

3235-0287

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**OMB APPROVAL** 

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Check this box

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

1(b).

(Print or Type Responses)

See Instruction

Name and Address of Reporting Person * Huck William			2. Issuer Name <b>and</b> Ticker or Trading Symbol RSP Permian, Inc. [RSPP]				5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)			
(Last)	(First) (1		3. Date of Earliest Transaction				(Check all applicable)			
3141 HOOD STREET, SUITE 500			(Month/Day/Year) 01/19/2016				Director 10% Owner X Officer (give title Other (specify below) VP, Operations			
			4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
DALLAS, T	ΓX 75219						Form filed by More than One Reporting Person			
(City)	(State)	(Zip) T	able I - Non-l	Derivative	Secui	rities Acq	uired, Disposed o	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Code	4. Secur or(A) or D (Instr. 3.	ispose, 4 and  (A) or	ed of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common Stock	01/19/2016		S	1,000	D	18.79 (1) (2)	402,737	D		
Common Stock	01/19/2016		S	1,000	D	\$ 19.5 (2) (3)	401,737	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	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transacti	5. orNumber	6. Date Exerc Expiration D		7. Title Amount		8. Price of Derivative	9. Nu Deriv
Security (Instr. 3)	or Exercise Price of Derivative Security	(Month/Day/Tear)	any (Month/Day/Year)	Code (Instr. 8)	of	(Month/Day/		Underly Securiti (Instr. 3	ying ies	Security (Instr. 5)	Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title N	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 for William 01/21/2016 Huck

> \*\*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 January 19, 2016, 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 1,000 shares in multiple trades at prices ranging from \$18.25 to \$19.25. 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 (2) minimum share price on certain pre-determined dates until the 10b5-1 Plan terminates after 100,000 shares in the aggregate have been
  - On January 19, 2016, pursuant to the 10b5-1 Plan, Mr. Huck sold 1000 shares in multiple trades at prices ranging from \$19.26 to \$20.01.
- The price reported above reflects the weighted average sale price. Mr. Huck hereby undertakes to provide to 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

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.

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