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Clayton John	Dewey									
Form 4	10									
March 04, 2013									OMB APPROVAL	
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549									3235-0287	
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). TATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES 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							Expires:January 31, 2005Estimated average burden hours per response0.5			
(Print or Type R	(esponses)									
1. Name and A Clayton John	Symbol	2. Issuer Name and Ticker or Trading Symbol Rosetta Resources Inc. [ROSE]				5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First) (M	fiddle) 3. Date of	3. Date of Earliest Transaction				(Chec	heck all applicable)		
717 TEXAS		(Month/Day/Year) 03/01/2013				Director 10% Owner Officer (give title Other (specify below) EVP & Chief Operating Officer				
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(CheckApplicable Line)_X_ Form filed by One Reporting Person			
HOUSTON, TX 77002 Form filed by More that Person							Aore than One Re	eporting		
(City)	(State) ((Zip) Tab	le I - Non-D	Derivative S	ecuri	ties Acc	uired, Disposed of	f, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Code	3. 4. Securities Acquire Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5) (A)		l of	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common	03/01/2013	03/01/2013	Code V A	1,192	or (D) A	Price \$ 0	(Instr. 3 and 4) 146,582	D		
Stock	03/01/2013	05/01/2015	11	<u>(1)</u>	11	ψυ	110,502	D		
Common Stock	03/01/2013	03/01/2013	А	20,423 (2)	А	\$ 0	167,005	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. Transactio Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	;	Date	Secur	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Own Follo Repo Trans (Instr
				Code V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
I O	Director	10% Owner	Officer	Other			
Clayton John Dewey 717 TEXAS SUITE 2800 HOUSTON, TX 77002			EVP & Chief Operating Officer				
Signatures							
/s/ Janice Ward for John Dewey Clayton	ý	03/04/	03/04/2013				
<u>**</u> Signature of Reporting Person		Date	2				

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).
- (1) Restricted Stock awarded under the 2005 Long-Term Incentive Plan. 25% of such shares will vest January 2, 2014, and January 2, 2015, respectively, and the remaining 50% will vest January 2, 2016, if continually employed by the company through such period.
- (2) Restricted Stock awarded under the 2005 Long-Term Incentive Plan. 100% of such shares will vest March 1, 2016, if continually employed by the company through such period.

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.