

# FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * ROSEMORE, INC.		2. Issuer Name and Ticker or Trading Symbol Rosehill Resources Inc. [ROSE]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 12/26/2019		
100 LIGHT ST., SUITE 2500			4. If Amendment, Date Original Filed (Month/Day/Year)		
(Street)					
BALTIMORE, MD 21202					6. Individual or Joint/Group Filing (Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person
(City)	(State)	(Zip)			

#### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock	12/26/2019		C		14,100,000	A	\$ 0 (1)	14,100,000	I	See Footnote (2)

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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Class B Common Stock	(3)	12/26/2019		C		14,100,000	(3)	(3)	Class A Common Stock	14,100,000	\$ 0	15,707,692	I	See Footnote (2)

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ROSEMORE, INC. 100 LIGHT ST., SUITE 2500 BALTIMORE, MD 21202		X		
Tema Oil & Gas Co 100 LIGHT ST., SUITE 2500 BALTIMORE, MD 21202		X		

## Signatures

/s/ Paul J. Ebner, President and CEO, Rosemore, Inc.		12/27/2019
	Signature of Reporting Person	Date
/s/ Paul J. Ebner, President, Tema Oil and Gas Company		12/27/2019
	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 12/26/2019, Tema Oil & Gas Co. ("Tema"), a wholly-owned subsidiary of Rosemore, Inc. ("Rosemore"), exchanged 14,100,000 shares of Class B Common Stock (along with an equivalent
- (1) number of common units of Rosehill Operating Company, LLC) into 14,100,000 shares of Class A Common Stock in accordance with the Second Amended and Restated Limited Liability Company Agreement of Rosehill Operating Company, LLC.
  - (2) These shares of Class A Common Stock and Class B Common Stock are held by Tema, which is wholly-owned by Rosemore.  
Upon the closing of the previously reported business combination with Rosehill Resources Inc. (the "Issuer") on April 27, 2017 (the "Business Combination"), Tema received 29,807,692 shares of Class B Common Stock, with each share of Class B Common Stock representing the right to receive, at Rosehill Operating Company, LLC's discretion, either one share of Class A Common
  - (3) Stock of the Issuer or its equivalent in cash, in exchange for one share of Class B Common Stock and one Common Unit of Rosehill Operating Company, LLC, in accordance with the terms and subject to the restrictions set forth in the Second Amended and Restated Limited Liability Company Agreement of Rosehill Operating Company, LLC.

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.