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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**SCHEDULE 13D**

Under the Securities Exchange Act of 1934 (Amendment No. 7)\*

**ROSEHILL RESOURCES INC.**

(Name of Issuer)

**Class A Common Stock, par value \$0.0001 per share**

(Title of Class of Securities)

**777385105**

(CUSIP Number)

**Geode Capital Management LP**

**One Post Office Square**

**20<sup>th</sup> Floor**

**Boston, MA 02109**

**Tel: (800) 777-6757**

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

**May 15, 2018**

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of 240.13d -1(e), 240.13d -1(f) or 240.13d -1(g), check the following box [  ].

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See 240.13d -7(b) for other parties to whom copies are to be sent.

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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**SCHEDULE 13D**

<b>CUSIP No.</b> <b>777385105</b>
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<b>1</b>	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) GEODE DIVERSIFIED FUND, A SEGREGATED ACCOUNT OF GEODE CAPITAL MASTER FUND LTD	
<b>2</b>	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
<b>3</b>	SEC USE ONLY	
<b>4</b>	SOURCE OF FUNDS (See Instructions)  WC	
<b>5</b>	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)  [ ]	
<b>6</b>	CITIZENSHIP OR PLACE OF ORGANIZATION  Bermuda	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	<b>7</b>	SOLE VOTING POWER  674,783
	<b>8</b>	SHARED VOTING POWER
	<b>9</b>	SOLE DISPOSITIVE POWER  674,783
	<b>10</b>	SHARED DISPOSITIVE POWER
<b>11</b>	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  674,783	
<b>12</b>	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)  [ ]	
<b>13</b>	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  9.5	
<b>14</b>	TYPE OF REPORTING PERSON (See Instructions)  OO	

**SCHEDULE 13D**

**CUSIP No. 777385105**

<b>1</b>	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) Geode Capital Management LP	
<b>2</b>	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
<b>3</b>	SEC USE ONLY	
<b>4</b>	SOURCE OF FUNDS (See Instructions)  WC	
<b>5</b>	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)  <div style="text-align: right;">[ ]</div>	
<b>6</b>	CITIZENSHIP OR PLACE OF ORGANIZATION  Delaware	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	<b>7</b>	SOLE VOTING POWER  674,783
	<b>8</b>	SHARED VOTING POWER
	<b>9</b>	SOLE DISPOSITIVE POWER  674,783
	<b>10</b>	SHARED DISPOSITIVE POWER
<b>11</b>	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  674,783	
<b>12</b>	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)  <div style="text-align: right;">[ ]</div>	
<b>13</b>	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  9.5	
<b>14</b>	TYPE OF REPORTING PERSON (See Instructions)  IA	

EXPLANATORY NOTE: This Amendment No. 7 to Schedule 13D ("Amendment No. 7") relates to the Class A Common Stock, par value \$0.0001 per share (the "Common Stock") of Rosehill Resources, Inc., a Delaware corporation (the "Issuer"). This Amendment No. 7 amends, as set forth below, the Schedule 13D filed by Geode Capital Management LP and certain related parties with respect to the Issuer on July 27, 2017 (the "Original Schedule 13D"), as most recently amended by Amendment No. 6 to Schedule 13D, filed on February 7, 2018. The items of the Original Schedule 13D, as amended, are further amended as described herein, and only those items amended are reported herein. Unless otherwise stated herein, the Original Schedule 13D, as amended, remains in full force and effect.

**Item 5. Interest in Securities of the Issuer**

Item 5(a)-(c) are hereby amended and restated to read as follows:

(a) & (b)

<b>Geode Diversified Fund</b>	
Amount beneficially owned:	674,783 (1)
Percent of class:	9.5% (2)
Number of shares as to which the person has:	
Sole power to vote or direct the vote:	0
Shared power to vote or direct the vote:	674,783 (1)
Sole power to dispose or direct the disposition of:	0
Shared power to dispose or direct the disposition of:	674,783 (1)
<b>Geode Capital Management LP</b>	
Amount beneficially owned:	674,783 (1)
Percent of class:	9.5% (2)
Number of shares as to which the person has:	
Sole power to vote or direct the vote:	0
Shared power to vote or direct the vote:	674,783 (1)
Sole power to dispose or direct the disposition of:	0
Shared power to dispose or direct the disposition of:	674,783 (1)

- (1) The reported amount consists of 674,783 shares issuable upon conversion of shares of Series A Preferred Stock.
- (2) Calculation is based upon 7,102,791 shares of Common Stock outstanding, which is the sum of: (i) 6,428,008 shares of Common Stock outstanding as of May 10, 2018, which is the total amount of Common Stock outstanding as reported in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on May 15, 2018, and (ii) 674,783 shares of Common Stock that the Reporting Persons can acquire upon conversion of shares of Series A Preferred Stock.

The Fund is the record holder (and may be deemed to be the beneficial owner) of 7,760 shares of Series A Preferred Stock, which are convertible into 674,783 shares of Common Stock. Each of the Reporting Persons may be deemed to be beneficial owners of the above-referenced 674,783 shares of Common Stock, and exercises ultimate voting and investment powers over these securities.

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- (c) Exhibit C hereof sets forth the transactions by the Reporting Persons in the securities of the Issuer from the date of the most recent filing of Schedule 13D up through the date hereof. Except as otherwise disclosed in Exhibit C, none of the Reporting Persons, nor, to the best of the Reporting Persons' knowledge, any of their respective executive officers or directors, as applicable, has acquired or disposed of, any securities of the Issuer from the date of the most recent filing of Schedule 13D up through the date hereof.

**Signature**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

May 17, 2018  
Dated

Geode Diversified Fund, a segregated account  
of Geode Capital Master Fund Ltd.

By: Geode Capital Management LP, its  
investment manager

/s/ Jeffrey S. Miller  
Signature

COO  
Name/Title

Geode Capital Management LP

/s/ Jeffrey S. Miller  
Signature

COO  
Name/Title

The original statement shall be signed by each person on whose behalf the statement is filed or his authorized representative. If the statement is signed on behalf of a person by his authorized representative (other than an executive officer or general partner of this filing person), evidence of the representative's authority to sign on behalf of such person shall be filed with the statement, provided, however, that a power of attorney for this purpose which is already on file with the Commission may be incorporated by reference. The name and any title of each person who signs the statement shall be typed or printed beneath his signature.

**Attention: Intentional misstatements or omissions of fact constitute Federal criminal violations (See 18 U.S.C. 1001).**

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***JOINT FILING AGREEMENT***

The undersigned agree that this Amendment No 7 to the Original Schedule 13D, and any further amendments thereto, signed by each of the undersigned shall be, filed on behalf of each of them pursuant to and in accordance with the provisions of Rule 13d-1(k) under the Securities Exchange Act of 1934, as amended.

Geode Diversified Fund, a segregated account of Geode Capital Master Fund Ltd.

By: Geode Capital Management LP, its investment manager

/s/ Jeffrey S. Miller  
Signature

COO  
Name/Title

Geode Capital Management LP

/s/ Jeffrey S. Miller  
Signature

COO  
Name/Title

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## Schedule of Transactions

Geode Diversified Fund, a segregated account of Geode Capital Master Fund Ltd.

Trade Date	Security Name	Amount Bought (Sold)	Avg. Fill	Where and How Effected
02/15/2018	ROSEHILL RESOURCES INC	(3,574)	7.5138	Open Market
02/26/2018	ROSEHILL RESOURCES INC	(7,900)	7.0169	Open Market
02/28/2018	ROSEHILL RESOURCES INC	(10,300)	6.2409	Open Market
03/07/2018	ROSEHILL RESOURCES INC	(2,515)	6.2878	Open Market
03/08/2018	ROSEHILL RESOURCES INC	(4,506)	6.2245	Open Market
03/09/2018	ROSEHILL RESOURCES INC	(611)	6.0863	Open Market
03/12/2018	ROSEHILL RESOURCES INC	(11,400)	6.0822	Open Market
03/27/2018	ROSEHILL RESOURCES INC	(1,000)	6.4000	Open Market
03/28/2018	ROSEHILL RESOURCES INC	(900)	6.0656	Open Market
03/29/2018	ROSEHILL RESOURCES INC	(1,100)	6.0118	Open Market
04/02/2018	ROSEHILL RESOURCES INC	(2,803)	6.0988	Open Market
04/05/2018	ROSEHILL RESOURCES INC	(112)	6.4898	Open Market
04/19/2018	ROSEHILL RESOURCES INC	(125)	7.6340	Open Market

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