

ROAN RESOURCES, INC.  
Form SC 13G  
February 14, 2019

SECURITIES  
AND  
EXCHANGE  
COMMISSION  
Washington,  
D.C. 20549

SCHEDULE  
13G

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

Roan Resources,  
Inc.  
(Name of  
Issuer)

Class A  
Common Stock,  
par value \$0.001  
per share  
(Title of Class  
of Securities)

769755109  
(CUSIP  
Number)

December 31,  
2018  
(Date of Event  
Which Requires  
Filing of This  
Statement)

Check the  
appropriate box  
to designate the  
rule pursuant to  
which this

Schedule is  
filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

(Page 1 of 6  
Pages)

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\*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 the disclosures provided in a prior cover page.

The information required in 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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<b>1</b>	NAME OF REPORTING PERSON
<b>2</b>	Fir Tree Capital Management LP CHECK THE APPROPRIATE BOX IF A MEMBER (b) " OF A GROUP
<b>3</b>	SEC USE ONLY CITIZENSHIP OR PLACE OF ORGANIZATION
<b>4</b>	Delaware SOLE VOTING POWER
<b>5</b>	14,712,070 shares of Class A Common Stock
<b>6</b>	SHARED VOTING POWER
<b>7</b>	0 SOLE DISPOSITIVE POWER
<b>8</b>	14,712,070 shares of Class A Common Stock SHARED DISPOSITIVE POWER
<b>9</b>	0 AGGREGATE AMOUNT BENEFICIALLY

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

OWNED BY EACH  
REPORTING  
PERSON

14,712,070 shares of  
Class A Common  
Stock

**10** CHECK BOX  
IF THE  
AGGREGATE  
AMOUNT IN ..  
ROW (9)

EXCLUDES  
CERTAIN  
SHARES  
PERCENT OF  
CLASS  
REPRESENTED BY  
AMOUNT IN ROW  
(9)

**11** 9.64%  
TYPE OF  
REPORTING  
**12** PERSON

IA, PN

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**Item 1(a). NAME OF ISSUER**

Roan Resources, Inc. (the "Issuer")

**Item 1(b). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES**

14701 Hertz Quail Springs Pkwy  
Oklahoma City, OK 73134

**Item 2(a). NAME OF PERSON FILING**

This Schedule 13G is being filed on behalf of Fir Tree Capital Management LP, a Delaware limited partnership ("Fir Tree"), relating to Class A Common Stock, par value \$0.001 per share (the "Class A Common Stock"), issued by the Issuer, purchased by certain private-pooled investment vehicles for which Fir Tree serves as the investment manager (the "Funds").

Fir Tree is the investment manager of the Funds, and has been granted investment discretion over portfolio investments, including the Class A Common Stock held by the Funds.

**Item 2(b). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE**

The address of the principal business office of Fir Tree is:  
Fir Tree Capital Management LP

55 West 46th Street, 29th Floor

New York, New York 10036

**Item 2(c). CITIZENSHIP**

Fir Tree is a Delaware limited partnership.

**Item 2(d). TITLE OF CLASS OF SECURITIES**

Class A Common Stock, par value \$0.001 per share

**Item 2(e). CUSIP NUMBER**

769755109

**Item 3. IF THIS STATEMENT IS FILED PURSUANT TO Rules 13d-1(b), OR 13d-2(b) OR (c), CHECK WHETHER THE PERSON FILING IS A:**

- (a) Broker or dealer registered under Section 15 of the Act;
- (b) Bank as defined in Section 3(a)(6) of the Act;
- (c) Insurance company as defined in Section 3(a)(19) of the Act;

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(d) Investment company registered under Section 8 of the Investment Company Act of 1940;

(e)  An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E);

An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F);

(f) "

A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G);

(g) "

A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act;

(h) "

A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the

(i) Investment Company Act;

(j) " A non-U.S. institution in accordance with Rule 13d-1(b)(1)(ii)(J);

(k) " Group, in accordance with Rule 13d-1(b)(1)(ii)(K).

If filing as a non-U.S. institution in accordance with Rule 13d-1(b)(1)(ii)(J), please specify the type of institution: \_\_\_\_\_

**Item 4. OWNERSHIP**

The information required by Items 4(a) – (c) is set forth in Rows (5) – (11) of the cover page for the Reporting Person and is incorporated herein by reference.

The percentage set forth in Row (11) of the cover page for the Reporting Person is based on 152,539,532 shares of Class A Common Stock outstanding as of November 9, 2018 as reported in the Issuer's Quarterly Report on Form 10-Q for the quarterly period ended September 30, 2018, filed with the Securities and Exchange Commission on November 13, 2018.

**Item 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS**

Not applicable.

**Item 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON**

See Item 2(a).

**Item 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY OR CONTROL PERSON**

Not applicable.



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**Item 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP**

Not applicable.

**Item 9. NOTICE OF DISSOLUTION OF GROUP**

Not applicable.

**Item 10. CERTIFICATION**

Not applicable.

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**SIGNATURES**

After reasonable inquiry and to the best of his or its knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

DATE: February 14, 2019

FIR TREE CAPITAL  
MANAGEMENT LP

/s/ Brian Meyer  
Name: Brian Meyer  
Title: General Counsel