

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)

*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).

CUSIP No. 769755109 13G Page 2 of 6 Pages

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

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

10

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

11

9.64%
TYPE OF
REPORTING
PERSON

12

IA, PN

CUSIP No. 769755109 13G Page 3 of 6 Pages

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;

CUSIP No. 769755109 13G Page 4 of 6 Pages

(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.

CUSIP No. 769755109 13G Page 5 of 6 Pages

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.

CUSIP No. 769755109 13G Page 6 of 6 Pages

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