

RSP Permian, Inc.  
Form 8-K  
May 27, 2016

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d)**  
**of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): May 25, 2016**

**RSP PERMIAN, INC.**

**(Exact name of registrant as specified in its charter)**

**Commission File No. 001-36264**

**Delaware**  
**(State or other jurisdiction**  
  
**of incorporation)**

**90-1022997**  
**(I.R.S. Employer**  
  
**Identification No.)**

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**3141 Hood Street, Suite 500**

**Dallas, Texas 75219**

**(Address of principal executive offices) (Zip Code)**

**(214) 252-2700**

**(Registrant's telephone number, including area code)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.07 Submission of Matters to a Vote of Security Holders.**

On May 25, 2016, RSP Permian, Inc. (the Company) held its Annual Meeting of Stockholders, at which the following items were voted upon:

(1) Election of Directors:

Name of Candidate	For	Shares Voted	
		Authority Withheld	Broker Non-Votes
Joseph B. Armes	53,439,363	27,168,583	6,399,293
Matthew S. Ramsey	68,043,368	12,564,578	6,399,293

(2) Ratification of the appointment of Grant Thornton LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2016:

For	Shares Voted		Abstentions
	Against	Broker Non-Votes	
86,992,037	1,440	13,762	

There were no broker non-votes on this proposal.

(3) Approval, on an advisory basis, of the Company's executive compensation.

For	Shares Voted			Broker Non-Votes
	Against	Abstentions	Broker Non-Votes	
78,958,315	1,640,057	9,574	6,399,293	

(4) Approval, on an advisory basis, of the frequency of the advisory vote on the Company's executive compensation.

1 Year	2 Years	3 Years	Abstentions	Broker
				Non-Votes
77,830,100	38,806	2,728,709	10,330	6,399,294

As recommended by the Company's board of directors and approved by the stockholders on an advisory basis, the Company will hold an annual advisory vote on executive compensation.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**RSP PERMIAN, INC.**

Date: May 27, 2016

By: /s/ James E. Mutrie  
Name: James E. Mutrie  
Vice President, General Counsel and Corporate  
Title: Secretary