

Rosetta Resources Inc.  
Form POS AM  
September 14, 2007

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

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**Post-Effective Amendment No. 4  
to  
Form S-1  
REGISTRATION STATEMENT  
UNDER  
THE SECURITIES ACT OF 1933**

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**Rosetta Resources Inc.**  
(Exact name of registrant as specified in its charter)

<b>Delaware</b> (State or other jurisdiction of incorporation or organization)	<b>1311</b> (Primary Standard Industrial Classification Code Number)	<b>43-2083519</b> (I.R.S. Employer Identification Number)
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**717 Texas, Suite 2800  
Houston, TX 77002  
(713) 335-4000**  
(Address, including zip code, and telephone number, including area code, of Registrant's principal executive offices)

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**Michael J. Rosinski  
Executive Vice President,  
Chief Financial Officer, Secretary & Treasurer  
Rosetta Resources Inc.  
717 Texas, Suite 2800  
Houston, TX 77002  
(713) 335-4000**  
(Name, address, including zip code, and telephone number, including area code, of agent for service.)

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*Copies to:*  
**Dallas Parker  
Thompson & Knight LLP**

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**333 Clay Street, Suite 3300**  
**Houston, TX 77002**  
**(713) 654-8111**

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**Approximate date of commencement of proposed sale to the public:** Not Applicable.

If any securities being registered on this form are to be offered on a delayed or continuous basis pursuant to Rule 415 under the Securities Act of 1933, as amended (the "Securities Act"), check the following box.

If this form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

If this form is a post-effective amendment filed pursuant to Rule 462(c) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

If this form is a post-effective amendment filed pursuant to Rule 462(d) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

If delivery of the prospectus is expected to be made pursuant to Rule 434, please check the following box.

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**This post-effective amendment will become effective in accordance with the provisions of Section 8(c) of the Securities Act.**

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**Deregistration of Securities; Termination of Registration Statement**

We are filing this Post-Effective Amendment No. 4 to our Registration Statement on Form S-1 (File No. 333-128888), as amended (the "Registration Statement"), to deregister the securities remaining unsold under the Registration Statement. Because these unsold securities became freely tradable upon expiration of the required holding periods under Rule 144 of the Securities Act of 1933, it is no longer necessary for the Registrant to maintain effectiveness of the Registration Statement. Therefore, this Post-Effective Amendment No. 4 to the Registration Statement is being filed to terminate the effectiveness of the Registration Statement and to deregister, as of the effective date of this Post-Effective Amendment No. 4, all of the shares remaining unsold under the Registration Statement.

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**SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, as amended, the registrant has duly caused this Post-Effective Amendment No. 4 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on September 14, 2007.

**ROSETTA RESOURCES INC.**

By: /s/ Michael J. Rosinski  
 Michael J. Rosinski  
 Executive Vice President and Chief  
 Financial Officer

Pursuant to the requirements of the Securities Act of 1933, as amended, this Post-Effective Amendment No. 4 to the Registration Statement has been signed by the following persons in the capacities and on the dates indicated:

<b>Signature</b>	<b>Title</b>	<b>Date</b>
/s/ Charles F. Chambers Charles F. Chambers	President and Chief Executive Officer (Principal Executive Officer)	September 14, 2007
/s/ Michael J. Rosinski Michael J. Rosinski	Executive Vice President and Chief Financial Officer (Principal Financial Officer)	September 14, 2007
/s/ Denise D. Bednorz Denise D. Bednorz	Vice President, Controller (Principal Accounting Officer)	September 14, 2007
* D. Henry Houston	Chairman of the Board, Director	September 14, 2007
* Richard W. Beckler	Director	September 14, 2007
* Donald D. Patteson, Jr.	Director	September 14, 2007
* G. Louis Graziadio, III	Director	September 14, 2007
* Josiah O. Low, III	Director	September 14, 2007

\*By:

/s/Michael J.  
Rosinski  
Attorney-in-fact