

# FORM 4

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

OMB APPROVAL  
OMB Number: 3235-0287  
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[X] Check this box if no longer  
subject to Section 16. Form 4 or  
Form 5 obligations may  
continue. See Instruction 1(b).

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or  
Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person * <b>Vector Acquisition Partners, L.P.</b> (Last) (First) (Middle) <b>ONE MARKET STREET, 23RD FLOOR,</b> (Street) <b>SAN FRANCISCO, CA 94105</b> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>Rocket Lab USA, Inc. [ RCLB ]</b>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)
3. Date of Earliest Transaction (MM/DD/YYYY) <b>8/25/2021</b>		6. Individual or Joint/Group Filing (Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person
4. If Amendment, Date Original Filed (MM/DD/YYYY)		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

#### Explanation of Responses:

#### Remarks:

- In connection with the consummation of the transactions contemplated by the Agreement and Plan of Merger, dated March 1, 2021, by and among Vector Acquisition Corporation, Rocket Lab USA, Inc. and Prestige USA Merger Sub, as amended to the date hereof, Vector Acquisition Partners, L.P., and its general partner, Vector Capital Partners V, Ltd., ceased to be insiders of the issuer.
- This Form 4 was previously filed on August 27, 2021 under the wrong CIK# and is being resubmitted under the correct CIK#.

#### Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Vector Acquisition Partners, L.P. ONE MARKET STREET, 23RD FLOOR SAN FRANCISCO, CA 94105		X		
Vector Capital Partners V, Ltd ONE MARKET STREET, 23RD FL. STEUART TOWER SAN FRANCISCO, CA 94105		X		

#### Signatures

/s/ See signatures included in Exhibit 99.1

8/27/2021

\*\*Signature of Reporting Person

Date

/s/ See signatures included in Exhibit 99.1

8/27/2021

\*\*Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

This Statement on Form 4 is filed jointly by Vector Acquisition Partners, L.P. and Vector Capital Partners V, Ltd. The principal business address of each of these reporting persons is One Market Street, Steuart Tower, 23rd Floor, San Francisco, CA 94105.

Name of Designated Filer: Vector Acquisition Partners, L.P.

Date of Event Requiring Statement: August 25, 2021

Issuer Name and Ticker or Trading Symbol: ROCKET LAB USA, INC. (NASDAQ: RKLB)

VECTOR ACQUISITION PARTNERS, L.P.

By: Vector Capital Partners V, Ltd.,  
its general partner

By: /s/ David Baylor

Name: David Baylor

Title: Authorized Signatory

VECTOR CAPITAL PARTNERS V, LTD.

By: /s/ David Baylor

Name: David Baylor

Title: Authorized Signatory