

[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

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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

dress of Rep	porting Per	rson *	2.]	Issue	r Name	and Ticke	r or	Tradir	g Symbo	ol			orting Persor	n(s) to Issu	ıer
nder R			Ro	ocke	t Lab	USA, Ir	ıc.	[RK	LB]			,			
(Last) (First) (Middle)			3.]	3. Date of Earliest Transaction (MM/DD/YYYY)							X Director 10% Owner Officer (give title below) Other (specify below)				
C/O ROCKET LAB USA, INC., 3881 MCGOWEN STREET					6/23/2022										
			4.]	lf An	nendmer	nt, Date O	rigin	nal File	d (MM/DI	D/YYY	Y) 6. Individual of	or Joint/G	roup Filing	(Check Appl	icable Line)
		p)												Person	
		Table I -	Non-Der	ivati	ve Secu	rities Acq	uire	ed, Dis	sposed of	f, or I	Beneficially Owne	ed			
itle of Security 2. Trans. E			Trans. Date	Exect	ution	3. Trans. Coo (Instr. 8)	le	or Disposed of (D)			Following Reported Transaction(s)			Beneficial Ownership	
						Code	V		nt (Ď)		e			or Indirect (I) (Instr. 4)	(Instr. 4)
		6	/23/2022			A		38090	(<u>1)</u> A	\$0.0)	38090		D	
1						,					, ,				
			(Instr. 8)		Derivativ Acquired Disposed	re Securities (A) or of (D)	and Expiration Date Securities Derivative			Securi Deriva	ties Underlying tive Security	Inderlying Derivative Security Security		Ownership Form of Derivative Security: Direct (D)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	(A)	(D)									
	Tab 2. Conversion or Exercise of Derivative	Table II - Der Conversion or Exercise Price of Derivative (First) (Max 18 18 18 18 18 18 18 18 18 18 18 18 18	(First) (Middle) ET LAB USA, INC., 3881 ESTREET (Street) CH, CA 90808 (ty) (State) (Zip) Table I - 2.7 2. 7 2. 7 Conversion or Exercise Price of Perivative Price of Poerivative Page 1.7 A Date of Date of Date of Date, if any Price of Poerivative Page 1.7 (Middle) Table II - Derivative Section Date, if any Price of Poerivative Page 1.7 (Middle) Table II - Derivative Section Date, if any Page 1.7 (Middle) (Middle) (Middle)	nder R (First) (Middle) 3. 1 T LAB USA, INC., 3881 STREET (Street) 4. 1 CH, CA 90808 (tty) (State) (Zip) Table I - Non-Der 2. Trans. Date 2. Trans. Date Conversion or Exercise Price of Derivative Security 3. 1 A. Deemed 4. Trans. Classes 4. Trans. Classes 5. Trans. Date A. Trans. Date A. Trans. Date A. Trans. Date Execution Date, if any (Instr. 8)	Rocke (First) (Middle) 3. Date CT LAB USA, INC., 3881 STREET (Street) 4. If Am CH, CA 90808 (ty) (State) (Zip) Table I - Non-Derivati 2. Trans. Date 2A. If Exect Date, 6/23/2022 Table II - Derivative Securities Bene Conversion or Exercise Price of Derivative Security 3. Trans. Date Execution Date, if any	Rocket Lab (First) (Middle) 3. Date of Earlie CT LAB USA, INC., 3881 STREET (Street) 4. If Amendment CH, CA 90808 (ty) (State) (Zip) Table I - Non-Derivative Securities Beneficially 2. Trans. Date Execution Date, if any 6/23/2022 Table II - Derivative Securities Beneficially 2. Conversion or Exercise Price of Derivative Security 3. Trans. Date Execution Date, if any Acquired Disposed (Instr. 8) Conversion or Exercise Price of Derivative Security	Rocket Lab USA, In C., 3881 STREET (Street) CH, CA 90808 (ty) (State) Table I - Non-Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Table II - Derivative Security Rocket Lab USA, In C., 3881 6/23 6/23 4. If Amendment, Date On C., 3881 STREET (Street) 4. If Amendment, Date On C., 3881 Concersion Date, if any A Table II - Derivative Securities Beneficially Owned (A) or Disposed of (D) (Instr. 3, 4 and 5)	Rocket Lab USA, Inc. (First) (Middle) 3. Date of Earliest Transaction (ST LAB USA, INC., 3881 6/23/20 STREET (Street) 4. If Amendment, Date Origin (State) (Zip) Table I - Non-Derivative Securities Acquire 2. Trans. Date 2A. Deemed Execution Date, if any (Instr. 8) Code V Table II - Derivative Securities Beneficially Owned (e.g., 12) 2. Trans. Date 2A. Deemed Execution Date, if any (Instr. 8) Code V Table II - Derivative Securities Beneficially Owned (e.g., 12) Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Date Date 1 - Date	Rocket Lab USA, Inc. [RK (First) (Middle) 3. Date of Earliest Transaction (MM/I ST LAB USA, INC., 3881 6/23/2022 STREET (Street) 4. If Amendment, Date Original File CH, CA 90808 (ty) (State) (Zip) Table I - Non-Derivative Securities Acquired, Distriction Date, if any Code V Amound Securities Acquired (A) or Disposed of (D) Conversion or Exercise Price of Derivative Security 3. Trans. Code (Instr. 8) Code V Amound (e.g., puts, or Disposed of (D) (Instr. 3) A. Deemed (Instr. 8) Conversion Date, if any Conversion or Exercise Price of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Date Date Date Date Date	Rocket Lab USA, Inc. [RKLB] 3. Date of Earliest Transaction (MM/DD/YYYY) TLAB USA, INC., 3881 6/23/2022 4. If Amendment, Date Original Filed (MM/DI CH, CA 90808 Ity) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of Execution Date, if any Code V Amount (D) 6/23/2022 A 38090 11 A Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, wa 2) Conversion or Exercise Price of Derivative Security Security Rocket Lab USA, Inc. [RKLB] 3. 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Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Code	Rocket Lab USA, Inc. [RKLB] (First) (Middle) 3. Date of Earliest Transaction (MM/DD/YYYY) (ST LAB USA, INC., 3881 (Street) 4. If Amendment, Date Original Filed (MM/DD/YYYY) (State) (Zip) (A. If Amendment, Date Original Filed (MM/DD/YYYY) (State) (State) (Zip) (A. Securities Acquired, Disposed of, or Beneficially Owned (Instr. 8) (Instr. 8) (A) or Disposed of (D) (Instr. 3, 4 and 5) (Instr. 3) (A) or Price (Check all approximately ap	Rocket Lab USA, Inc. [RKLB] (First) (Middle) 3. Date of Earliest Transaction (MM/DD/YYYY) (Street) 4. If Amendment, Date Original Filed (MM/DD/YYYY) (State) (Zip) (State) (Zip) (A. Form filed by One Report Form filed by More than Compared to the Securities Acquired, Disposed of, or Beneficially Owned (Instr. 8) (A) or Director Officer (give title below Date, if any Securities Acquired, Disposed of, or Beneficially Owned (Instr. 3, 4 and 5) (Code V Amount (A) or Drive Price (Instr. 3 and 4) (Instr. 3) (A) or Drive Price (Instr. 3 and 4) (Code V Amount (D) Price (Instr. 3 and 4) (Instr. 3) (Instr. 5) (Instr. 5)	Rocket Lab USA, Inc. [RKLB] (First) (Middle) 3. Date of Earliest Transaction (MM/DD/YYYY) (TLAB USA, INC., 3881 (Street) 4. If Amendment, Date Original Filed (MM/DD/YYYY) (State) (Zip) (State) (Zip) (A. If Amendment, Date Original Filed (MM/DD/YYYY) (State) (Zip) (A. If Amendment, Date Original Filed (MM/DD/YYYY) (Instr. 3, 4 and 5) (Instr. 3, 4 and 5) (Instr. 3) (Instr. 5) (Instr.	Rocket Lab USA, Inc. [RKLB] Rocket Lab USA, Inc. [RKLB] 3. Date of Earliest Transaction (MM/DD/YYYY) 6. Individual or Joint/Group Filing (Check Appl More than One Reporting Person Form filed by More than One Reporting Person Form filed by More than One Reporting Person Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 2. Trans. Date Execution Date, if any Date of Exercise Price of Derivative Securities Beneficially Owned (Escurities) Table II - Derivative Securities Securities Securities Securities Securities Securities Securities Securities Securities Security (Instr. 3) and 4) Table II - Derivative Security (Instr. 3) Derivative Security (Instr. 5) Derivative Security Secur

Explanation of Responses:

(1) Represents restricted stock units ("RSUs") granted to Alexander R. Slusky under the Rocket Lab USA, Inc. Amended and Restated Non-Employee Director Compensation Policy. Such RSUs will vest in full on the earlier of (i) the one-year anniversary of the grant date or (ii) the next Annual Meeting of Stockholders. The RSUs were granted on June 23, 2022.

Reporting Owners

Panorting Owner Name / Address	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
Slusky Alexander R C/O ROCKET LAB USA, INC. 3881 MCGOWEN STREET LONG BEACH, CA 90808							

Signatures

/s/ Adam Spice, as Attorney-in-Fact for Alexander R. Slusky

6/28/2022

**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.

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