

# FORM 4

[ ] 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,  
Section 17(a) of the Public  
Utility Holding Company Act of 1935 or Section 30(f) of the  
Investment Company Act of 1940

1. Name and Address of Reporting Person *			2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
<b>SemGroup Corp</b>			<b>Rose Rock Midstream, L.P.</b>			<input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (MM/DD/YYYY)			<input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		
<b>6120 S. YALE AVE., STE. 700</b>			<b>12/14/2011</b>					
(Street)			4. If Amendment, Date Original Filed (MM/DD/YYYY)			6. Individual or Joint/Group Filing (Check Applicable Line)		
<b>TULSA, OK 74136-4216</b>						<input type="checkbox"/> Form filed by One Reporting Person		
(City) (State) (Zip)						<input checked="" type="checkbox"/> Form filed by More than One Reporting Person		

**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			
Common Units representing limited partner interests	12/14/2011		A		339709	A	(2) (3)	339709	I	See footnotes (1) (2)

**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)
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Subordinated Units representing limited partner interests	\$ 0	12/14/2011		A	8389709		(4)	(4)	Common Units representing limited partner interests	8389709	(2) (3)	8389709	I	See footnotes (1) (2)

**Explanation of Responses:**

- (1) This Form 4 is being filed jointly by SemGroup Corporation ("SemGroup"), Rose Rock Midstream Holdings, LLC ("Holdings") and Rose Rock Midstream Corporation ("RRMC"). SemGroup directly owns 100% of the outstanding membership interests of Holdings. Holdings directly owns 100% of the issued and outstanding shares of common stock of RRMC. SemGroup may therefore be deemed to beneficially own securities of the Issuer owned directly by Holdings and RRMC and Holdings may therefore be deemed to beneficially own securities of the Issuer owned directly by RRMC.
- (2) In connection with the closing of the initial public offering of the Issuer (the "Offering"), (i) Holdings exchanged its 97.0% limited partner interest in the Issuer for 168,491 common units representing limited partner interests in the Issuer ("Common Units"), 8,389,709 subordinated units representing limited partner interests in the Issuer ("Subordinated Units") and the right to receive additional Common Units as described in footnote 3 (or cash in lieu thereof), and (ii) RRMC exchanged its 1.0% limited partner interest in the Issuer for

171,218 Common Units.

- (3) In connection with the Offering, the Issuer granted the underwriters a 30-day option to purchase up to an additional 1,050,000 Common Units, which will be issued to such underwriters upon the exercise of such option, if any. Upon the earlier to occur of the expiration of the over-allotment option period or the exercise of the over-allotment option in full, Holdings will be issued a number of additional Common Units equal to the excess, if any, of (x) 1,050,000 over (y) the aggregate number of Common Units, if any, actually purchased by the underwriters pursuant to the exercise of the over-allotment option.
- (4) The Subordinated Units have no expiration date and will convert into Common Units on a one-for-one basis at the end of the subordination period described in the Issuer's Registration Statement on Form S-1 (File No. 333-176260).

#### Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>SemGroup Corp</b> 6120 S. YALE AVE., STE. 700 TULSA, OK 74136-4216	X			
<b>Rose Rock Midstream Holdings, LLC</b> 6120 S. YALE AVE., STE. 700 TULSA, OK 74136-4216	X			
<b>Rose Rock Midstream Corp</b> 6120 S. YALE AVE., STE. 700 TULSA, OK 74136-4216	X			

#### Signatures

**Candice L. Cheeseman, Secretary and General Counsel of SemGroup Corporation**

**12/16/2011**

\*\* Signature of Reporting Person

Date

**Candice L. Cheeseman, Secretary and General Counsel of Rose Rock Midstream Holdings, LLC**

**12/16/2011**

\*\* Signature of Reporting Person

Date

**Candice L. Cheeseman, Secretary and General Counsel of Rose Rock Midstream Corporation**

**12/16/2011**

\*\* 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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