

☒ 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

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* <u>Vector Acquisition Partners, L.P.</u>  (Last) (First) (Middle) <u>ONE MARKET STREET, 23RD FLOOR</u>  (Street) <u>SAN FRANCISCO CA 94105</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Rocket Lab USA, Inc. [ RCLB ]</u>  3. Date of Earliest Transaction (Month/Day/Year) <u>08/25/2021</u>  4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner  Officer (give title below) Other (specify below)  6. Individual or Joint/Group Filing (Check Applicable Line)  <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
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Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction 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 Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction 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 (Month/Day/Year)	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: 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				

1. Name and Address of Reporting Person* <u>Vector Acquisition Partners, L.P.</u>  (Last) (First) (Middle) <u>ONE MARKET STREET, 23RD FLOOR</u>  (Street) <u>SAN FRANCISCO CA 94105</u>  (City) (State) (Zip)	1. Name and Address of Reporting Person* <u>Vector Capital Partners V, Ltd</u>  (Last) (First) (Middle) <u>ONE MARKET STREET, 23RD FL. STEUART TOWER</u>  (Street) <u>SAN FRANCISCO CA 94105</u>  (City) (State) (Zip)
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Explanation of Responses:

Remarks:

1. 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. 2. This Form 4 was previously filed on August 27, 2021 under the wrong CIK# and is being resubmitted under the correct CIK#.

/s/ See signatures included in Exhibit 99.1 08/27/2021

/s/ See signatures included in 08/27/2021

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 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