

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2013-01-10** | Period of Report: **2013-01-08**
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REPORTING OWNER

Roenigk Mark

CIK: **1479670**

Type: **4** | Act: **34** | File No.: **001-34143** | Film No.: **13523898**

Mailing Address

5000 WALZEM

SAN ANTONIO TX 78218

ISSUER

RACKSPACE HOSTING, INC.

CIK: **1107694** | IRS No.: **743016523** | Fiscal Year End: **1231**

SIC: **7370** Computer programming, data processing, etc.

Mailing Address

5000 WALZEM RD.

SAN ANTONIO TX 78218

Business Address

5000 WALZEM RD.

SAN ANTONIO TX 78218

2103124000

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

| OMB APPROVAL | |
|---|------------|
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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(h) of the Investment Company Act of 1940

| | | | | | | | | |
|--|---------|----------|---|--|--|---|--|--|
| 1. Name and Address of Reporting Person Roenigk Mark | | | 2. Issuer Name and Ticker or Trading Symbol RACKSPACE HOSTING, INC. [RAX] | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Chief Operating Officer | | |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 01/08/2013 | | | 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 | | |
| 5000 WALZEM | | | 4. If Amendment, Date Original Filed(Month/Day/Year) | | | | | |
| (Street) SAN ANTONIO, TX 78218 | | | | | | | | |
| (City) | (State) | (Zip) | | | | | | |

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 | | | |
| Common Stock | 01/08/2013 | | <u>M</u> | | 2,000 | A | \$18.66 | 45,495 | D | |
| Common Stock | 01/08/2013 | | <u>M</u> | | 5,000 | A | \$19.89 | 50,495 | D | |
| Common Stock | 01/08/2013 | | <u>S</u> | | 9,000 ⁽¹⁾ | D | \$76.3634 ⁽²⁾ ⁽³⁾ | 41,495 | D | |

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 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 |
| Employee Stock Option (right to buy) | \$19.89 | 01/08/2013 | | <u>M</u> | | | 5,000 | ⁽⁴⁾ | 12/14/2019 | Common Stock | 5,000 | \$ 0 | 53,500 | D | |
| Employee Stock | \$18.66 | 01/08/2013 | | <u>M</u> | | | 2,000 | ⁽⁵⁾ | 08/11/2017 | Common Stock | 2,000 | \$ 0 | 26,590 | D | |

