FORM D

SECURI

UNITED STATES 101660	(
TIES AND EXCHANGE COMMISSION	
Washington, D.C., 20549	

OMB APPROVAL						
OMB Number:	3235-0076					
Expires:	April 30, 2008					
Estimated average	ge burden hours					
per response	16.00					



FORM D

NOTICE OF SALE OF SECURITIES PURSUANT TO REGULATION D, **SECTION 4(6), AND/OR** UNIFORM LIMITED OFFERING EXEMPTION

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Name of Offering Check if this is an amendment and name has changed, and indicate change RCH Energy Opportunity Fund II, L.P. private offering of limited partnership interests	e.)					
Filing Under (Check box(es) that apply): Rule 504 Rule 505 Rule 506 Type of Filing: New Filing Amendment	Section 4(6) ULOE					
A. BASIC IDENTIFICATION DATA						
1. Enter the information requested about the issuer	PROCESSED					
Name of Issuer (check if this is an amendment and name has changed, and indicate change.) RCH Energy Opportunity Fund II, L.P.	SEP 0 6 2007					
Address of Executive Offices (Number and Street, City, State, Zip Code) 200 Crescent Court, Suite 1060, Dallas, Texas 75201	Telephone Number (Including Area Code) (214) 871-8682 FINANCIA:					
Address of Principal Business Operations (Number and Street, City, State, Zip Code) (if different from Executive Offices)	Telephone Number (Including Area Code)					
Brief Description of Business investments in public and private vehicles targeting upstream oil and gas sector						
Type of Business Organization Corporation Imited partnership, already formed business trust Imited partnership, to be formed O7076870						
Actual or Estimated Date of Incorporation or Organization: Month Year						

GENERAL INSTRUCTIONS

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

When to File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where to File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

State:

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

ATTENTION

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in loss of an available state exemption unless such exemption is predicated on the filing of a federal notice.

	1.4			*		A. BASIC IDEN	rif)	ICATION DATA			
2.	Ente	r the informa	tion rec	quested for the	follow	ing:					
	•	Each promo	ter of t	- he issuer, if the	issuer	has been organized	with	in the past five years;			
	•	Each benefit securities of		_	power	to vote or dispose, o	r dir	ect the vote or disposi	tion of, 10% or r	nore of	a class of equity
	•	Each execut	tive off	icer and directo	r of co	rporate issuers and o	f co	rporate general and ma	anaging partners	of part	nership issuers; and
	•	Each genera	al and n	nanaging partne	r of pa	artnership issuers.					
Ch	eck E	Box(es) that A	Apply:	Promoter		Beneficial Owner		Executive Officer	Sole Men	ber [General and/or Managing Partner
Ra	ymoı	nd, Robert J	i <u>.</u>	if individual)							
				ess (Number a 060, Dallas, Te		et, City, State, Zip C 201	ode))			
						Beneficial Owner	Ø	Executive Officer	☐ Director		General and/or Managing Partner
		me (Last nam W. Mark	ne first,	if individual)			•				
				ess (Number a 060, Dallas, Te		et, City, State, Zip C 201	ode))			
				Promoter		Beneficial Owner		Executive Officer	Director	\boxtimes	General and/or Managing Partner
				if individual) Fund II GP, I	л.Р.						
				ess (Number a 060, Dallas, Te		eet, City, State, Zip C 201	ode))			
Ch	eck E	Box(es) that A	Apply:	Promoter	Γ	Beneficial Owner		Executive Officer	Director		General and/or Managing Partner
Ful	ll Nar	ne (Last nam	ne first,	if individual)				•			
Bu	sines	s or Residence	e Addr	ess (Number a	nd Stre	et, City, State, Zip C	ode))			
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Bu	sines	s or Residence	e Addr	ess (Number a	nd Stre	et, City, State, Zip C	ode))			
• 0	of the	general parti	ner of R	CH Energy Op	portur	nity Fund II GP, L.P.	, the	general partner of the	issuer		

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														Yes	No
3.	Does the o	ffering p	ermit jou	it owners	hip of a s	single uni	it?						*************		
4.															
	commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering.														
	If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state														
	or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a														
Evil	broker or dealer, you may set forth the information for that broker or dealer only. N/A Full Name (Last name first, if individual)														
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Ty De	pe of Security			Aggregate Offering Price \$ 0	\$ Amount Already Sold 0
Eq		-4-4		\$ _0	\$ 0
		☐ Common	Preferred		
Co	onvertible Securities (including	ng warrants)		\$ 0	 0
Pai	rtnership Interests	***************************************		\$ 150,000,000	115,089,661
Otl	her (Specify			\$ 0	0
	Total	***************************************	***************************************	\$ 150,000,000	\$ 115,089,661
Ente	er the number of accredited	••	dix, Column 3, if filing unde		
in th Rule	his offering and the aggrega e 504, indicate the number of ar amount of their purchases	te dollar amounts of their of persons who have purch	purchases. For offerings uased securities and the aggre	inder egate	Aggregate Dollar Amount of Purchases
Ac	credited Investors			57	\$ 115,089,661
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	C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS								
	b. Enter the difference between the aggregate offering price given in response to Par Question 1 and total expenses furnished in response to Part C — Question 4.a. difference is the "adjusted gross proceeds to the issuer."				\$.	149	,795,000		
5.	Indicate below the amount of the adjusted gross proceeds to the issuer used or propose used for each of the purposes shown. If the amount for any purpose is not known, fun estimate and check the box to the left of the estimate. The total of the payments liste equal the adjusted gross proceeds to the issuer set forth in responses to Part C — Qu 4.b above.	nish a d mu estior Pay	in st is /me	ents to Officers, ors & Affiliates	P	Payme	ents to Others		
	Salaries and fees	\boxtimes	\$	15,750,000		\$			
	Purchase of real estate		\$			\$			
	Purchase, rental or leasing and installation of machinery and equipment		\$			\$_			
	Construction or leasing of plant buildings and facilities		\$			\$			
	Acquisition of other businesses (including the value of securities involved in this offering that may be used in exchange for the								
	assets or securities of another issuer pursuant to a merger)		\$_			\$ _			
	Repayment of indebtedness		\$_			\$_			
	Working capital		\$_			\$			
	Other (specify): investments in oil and gas vehicles		\$		\boxtimes	\$	134,045,000		
	Column Totals	\boxtimes	\$	15,750,000	\boxtimes	\$	134,045,000		

■ \$ 149,795,000

AUS01:476026.1 5 of 9

Total Payments Listed (column totals added)

D. FEDERAL SIGNATURE

The issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the following signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnished by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502.

Issuer (Print or Type)	Signature	Date
RCH Energy Opportunity Fund II, L.P.	Job Payurs	August 29, 2007
Name of Signer (Print or Type)	Title of Signer (Print or Type)	
Robert J. Raymond	Sole Member of RR Advisors, LLC, the ge	neral partner of RCH Energy Opportunity Fund II
·	GP, L.P., the general partner of the issuer	

ATTENTION

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

END