#### **EVOLUTION PETROLEUM CORP**

Form 4/A March 13, 2014

### FORM 4

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

OMB APPROVAL

OMB
3235-0287

Estimated average

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5. Relationship of Reporting Person(s) to

Issuer

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Number: January 31, 2005

0.5

Section 16.
Form 4 or
Form 5
obligations
may continue.

See Instruction

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

**SECURITIES** 

30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

Symbol

1(b).

**LOVOI JOHN** 

(Print or Type Responses)

1. Name and Address of Reporting Person \*

|                                      |  |              | EVOLUTION PETROLEUM CORP [EPM]                   |   |                             | CORP           | (Check all applicable)        |  |  |   |  |  |
|--------------------------------------|--|--------------|--|---|-----------------------------|----------------|-------------------------------|--|--|---|--|--|
| (Last)                               | (First)  | (Middle)     | 3. Date of Earliest Transaction (Month/Day/Year) |   |                             | _              | Director<br>Officer (give tit |  | Owner (specify   |   |  |  |
| 10,000 MEM<br>DRIVE,, SU             |  |              | 03/07/20   |   |                             |                |                               | ow)  | below)   |   |  |  |
|                                      | (Street)   |              |  | f Amendment, Date Original<br>d(Month/Day/Year) |                             |                |                               | 6. Individual or Joint/Group Filing(Check Applicable Line)   |  |   |  |  |
| HOUSTON,                             | TX 77024   |              | 03/11/20   | )14   |                             |                | _X<br>—<br>Per                | Form filed by One Form filed by Mor son  |  |   |  |  |
| (City)                               | ty) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |              |  |   |                             |                |                               |  |  |   |  |  |
| 1.Title of<br>Security<br>(Instr. 3) | 2. Transaction Da<br>(Month/Day/Yea  | r) Execution | emed<br>on Date, if<br>/Day/Year)                | Code (Instr. 8)                                 | oror Dispos<br>(Instr. 3, 4 | ed of (4 and 5 | 5)                            | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |  |
| COMMON<br>STOCK                      | 03/07/2014   |              |  | Code V S  | Amount 1,700 (2)            | (D)            | Price \$ 13.2107 (3)          | 1,367,810<br>(5)   | I (6) (7)  | See footnote 6  |  |  |
| COMMON<br>STOCK                      | 03/10/2014   |              |  | S   | 30,400<br>(2)               | D              | \$ 13                         | 1,337,410<br>(5)   | I (6) (7)  | See footnote 6  |  |  |
| COMMON<br>STOCK                      | 03/11/2014   |              |  | S   | 7,517<br>(2)                | D              | \$<br>13.0034<br>(4)          | 1,329,893<br>(1) (5)   | I (6) (7)  | See footnote 6  |  |  |
| COMMON                               |  |              |  |   |                             |                |                               | 279,860 (8)  | I (6) (7)  | See   |  |  |

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| STOCK           |                   |           | footnotes 6 and 8            |
|-----------------|-------------------|-----------|------------------------------|
| COMMON<br>STOCK | 975,041 (9)       | I (6) (7) | See<br>footnotes<br>6 and 9  |
| COMMON<br>STOCK | 1,294,859<br>(10) | I (6) (7) | See<br>footnotes<br>6 and 10 |
| COMMON<br>STOCK | 199,700 (11)      | I (6) (7) | See<br>footnotes<br>6 and 11 |
| COMMON<br>STOCK | 175,000 (12)      | I (6) (7) | See<br>footnotes<br>6 and 12 |
| COMMON<br>STOCK | 700,972 (13)      | I (6) (7) | See footnotes 6 and 13       |
| COMMON<br>STOCK | 40,000 (14)       | I (6) (7) | See<br>footnotes<br>6 and 14 |
| COMMON<br>STOCK | 12,153 (15)       | I (6) (7) | See<br>footnotes<br>6 and 15 |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

## Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of | 2.          | 3. Transaction Date | 3A. Deemed         | 4.         | 5.         | 6. Date Exercisable and |                 | 7. Tit | le and     | 8. Price of | ç |
|-------------|-------------|---------------------|--------------------|------------|------------|-------------------------|-----------------|--------|------------|-------------|---|
| Derivative  | Conversion  | (Month/Day/Year)    | Execution Date, if | Transacti  | orNumber   | Expiration Da           | Expiration Date |        | ınt of     | Derivative  | J |
| Security    | or Exercise |                     | any                | Code       | of         | (Month/Day/             | Year)           | Unde   | rlying     | Security    | , |
| (Instr. 3)  | Price of    |                     | (Month/Day/Year)   | (Instr. 8) | Derivative | e                       |                 | Secur  | ities      | (Instr. 5)  | J |
|             | Derivative  |                     |                    |            | Securities |                         |                 | (Instr | . 3 and 4) |             | ( |
|             | Security    |                     |                    |            | Acquired   |                         |                 |        |            |             | J |
|             |             |                     |                    |            | (A) or     |                         |                 |        |            |             | ] |
|             |             |                     |                    |            | Disposed   |                         |                 |        |            |             | - |
|             |             |                     |                    |            | of (D)     |                         |                 |        |            |             | ( |
|             |             |                     |                    |            | (Instr. 3, |                         |                 |        |            |             |   |
|             |             |                     |                    |            | 4, and 5)  |                         |                 |        |            |             |   |
|             |             |                     |                    |            |            |                         |                 |        |            |             |   |
|             |             |                     |                    |            |            |                         |                 |        | Amount     |             |   |
|             |             |                     |                    |            |            | Date                    | Expiration      |        | or         |             |   |
|             |             |                     |                    |            |            | Exercisable             |                 |        | Number     |             |   |
|             |             |                     |                    |            |            |                         |                 |        | of         |             |   |
|             |             |                     |                    | Code V     | (A) (D)    |                         |                 |        | Shares     |             |   |

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

### **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

X

LOVOI JOHN

10,000 MEMORIAL DRIVE,

**SUITE 500** 

HOUSTON, TX 77024

### **Signatures**

/s/ John V.

Lovoi 03/13/2014

\*\*Signature of Reporting Person Date

### **Explanation of Responses:**

- \* 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).
- (1) Amendment filed to report the correct amount of securities beneficially owned following the reported transaction.
- (2) Represents the sale of shares of common stock by Belridge Energy Advisors, LP.
  - The price reported is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$12.90 to \$12.91.
- (3) The reporting person undertakes to provide the issuer, any security holder of the issuer, or the staff of the SEC, upon request, full information regarding the number of shares purchased at each separate price.
  - The price reported is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$13.00 to \$13.02.
- (4) The reporting person undertakes to provide the issuer, any security holder of the issuer, or the staff of the SEC, upon request, full information regarding the number of shares purchased at each separate price.
- (5) Represents shares of common stock held by Belridge Energy Advisors, LP.
- The reporting person is the managing member of JVL Advisors, LLC, which is the ultimate controlling entity of each of Navitas Fund LP, JVL Partners, LP, Asklepios Energy Fund, LP, Hephaestus Energy Fund, LP, Urja LP, TJS Energy Fund, LP, and PanakeiaEnergy Fund LP. The reporting person is a managing member of Peninsula-JVL Capital Advisors, LLC, which is the general partner of Belridge Energy Advisors, LP, and is a managing member of Lobo Baya, LLC, which is the ultimate controlling entity of Luxiver, LP.
  - Because of the reporting person's control of Belridge Energy Advisors, LP, Luxiver, LP, Navitas Fund LP, JVL Partners, LP, Asklepios Energy Fund, LP, Hephaestus Energy Fund, LP, Urja LP, TJS Energy Fund, LP, and PanakeiaEnergy Fund LP the reporting person may
- (7) be deemed to share the power to vote and the sole power to dispose of the shares of common stock held by those entities, thus he may also be deemed to be the beneficial owner of these shares of common stock. The reporting person disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein, and this report shall not be deemed an admission that the reporting person is the beneficial owner of the reported securities for purposes of Section 16 or for any other purpose.
- (8) Represents shares of common stock held by JVL Partners, LP.
- (9) Represents shares of common stock held by Navitas Fund, LP.
- (10) Represents shares of common stock held by Luxiver, LP.
- (11) Represents shares of common stock held by Asklepios Energy Fund, LP.
- (12) Represents shares of common stock held by Panakeia Energy Fund, LP.
- (13) Represents shares of common stock held by Hephaestus Energy Fund, LP.
- (14) Represents shares of common stock held by TJS Energy Fund, LP.
- (15) Represents shares of common stock held by Urja, LP.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Reporting Owners 3

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