(Street) HOUSTON

(City)

(Last)

(Street)

SUITE 550

LOVOI JOHN

TX

(State)

(First)

1. Name and Address of Reporting Person*

10000 MEMORIAL DRIVE

77024

(Zip)

(Middle)

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL | | | | | | |
|--------------------------|--|--|--|--|--|--|
| OMB Number: 3235-028 | | | | | | |
| Estimated average burden | | | | | | |
| hours per response: 0.5 | | | | | | |

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

| instruc | ion 1(b). | | | ⊢⊪ea | | | | | of the Secur | | | | 11934 | | L | | | | | |
|---|----------------------------|---------------------------------|---------------------------|--------------------------------|---|--|---|---|-------------------------------|--------------|---|--------------------|--|--|--|--|---------------------------------------|--|--|--|
| Name and Address of Reporting Person* 2. Iss | | | | | | or Section 30(h) of the Investment Company Act of 1940 2. Issuer Name and Ticker or Trading Symbol EVOLUTION PETROLEUM CORP [EPM] | | | | | | | Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner | | | | | | | |
| TOOOO MEMORIAL DRIVE | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 06/11/2018 | | | | | | | Offic belo | cer (giv | e title | | Other (below) | specify | | | |
| (Street) | | | 77024 | | 4. If A | mendi | nendment, Date of Original Filed (Month/Day/Year) | | | | | | | Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | | |
| (City) | (S: | tate) | (Zip) | | | | | | | | | | | | | | | | | |
| 1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Year) if an | | | . Deemed ecution Date, | | 3. Transaction Code (Instr. 8) | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | | | - | | 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 | | Transaction(s) (Instr. 3 and 4) | | (ilisti. 4) | | | | |
| Common Stock 06/11/ | | | 06/11/2018 | | | S | | 66,129(1) | (2)(3) | D | \$9.95 ⁽⁷⁾ | | 850,721(1)(2)(4) | | I | | See Footnotes ⁽¹⁾⁽²⁾⁽⁴⁾ | | | |
| Common Stock 06/12/2018 | | | | | | | S | | 45,000(1) | (2)(3) | D | \$10.0452(8) | | 805,721(1)(2)(4) | | I | | See Footnotes ⁽¹⁾⁽²⁾⁽⁴⁾ | | |
| Common Stock 06/13/2018 | | | | | | S | | 20,000(1) | 20,000 ⁽¹⁾⁽²⁾⁽³⁾ D | | \$10.0816(9) | | 785,721(1)(2)(4) | | I | | See Footnotes ⁽¹⁾⁽²⁾⁽⁴⁾ | | | |
| Common Stock 06/13/2018 | | | | | S | | 10,000(1) | 10,000 ⁽¹⁾⁽²⁾⁽⁵⁾ D | | \$10.15(10) | | 1,060,000(1)(2)(6) | | I | | See Footnotes ⁽¹⁾⁽²⁾⁽⁶⁾ | | | | |
| | | | Table II - Deri (e.g. | | | | | | ired, Disp options, (| | | | | | I | | | | | |
| 1. Title of Derivative Security 3. Transaction Date (Month/Day/Year) Derivative Security | | Execution Date, T ir) if any | | Transaction Code (Instr. 8) | | of E | | 6. Date Exercisable and Expiration Date Month/Day/Year) | | e and | d 7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4) | | 8. Price of Derivative Security (Instr. 5) | derive Secu Bene Owne Follog | rities ficially ed wing rted saction(s) | 10. Owner Form Director Inc (I) (In: | : t (D) lirect | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | | |
| | | | | c | ode V | , | (A) | (D) | Date Exercisable | Expi Date | ration | Title | Amount or Number of Shares | | | | | | | |
| | d Address of lvisors, L | Reporting Perso | on* | | | | | | | | | | | | | | | | | |
| (Last) 10000 M SUITE 5 | EMORIAL 50 | (First) DRIVE | (Middle) | | | | | | | | | | | | | | | | | |
| | | | | | | | | | | | | | | | | | | | | |

| HOUSTON | TX | 77024 |
|---------|---------|-------|
| (City) | (State) | (Zip) |

Explanation of Responses:

- 1. John V. Lovoi ("Lovoi") is (i) the sole member and manager of JVL Advisors, LLC ("JVL Advisors"), which is a managing member of Peninsula-JVL Capital Advisors, LLC, which is the general partner of Belridge Energy Advisors, LP, a Delaware limited partnership ("Belridge") and (ii) a managing member of Lobo Baya, LLC, which is the ultimate controlling entity of Luxiver, LP, a Delaware limited partnership ("Luxiver," and together with Belridge, the "Partnerships"). JVL Advisors is party to an investment management agreement with Luxiver that gives JVL Advisors voting and dispositive power over the securities owned by Luxiver; thus, JVL Advisors may be deemed an ultimate controlling entity of Luxiver.
- 2. Because of their control over, and investment management relationship with, the Partnerships, JVL Advisors and Lovoi may be deemed to have voting and dispositive power over the securities owned by the Partnerships; thus, each may also be deemed to be the beneficial owner of these securities. JVL Advisors and Lovoi disclaim any beneficial ownership of the reported securities beneficially owned by the Partnerships in excess of their respective pecuniary interest in such securities.
- 3. Represents Luxiver's sale of shares of common stock.
- 4. Represents shares of common stock held by Luxiver.
- 5. Represents Belridge's sale of shares of common stock.
- 6. Represents shares of common stock held by Belridge.
- 7. Represents a weighted average sale price for the shares of common stock the high price was \$10.0000 and the low price was \$9.9000. The holder undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon written request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- 8. Represents a weighted average sale price for the shares of common stock the high price was \$10.1500 and the low price was \$10.0000. The holder undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon written request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- 9. Represents a weighted average sale price for the shares of common stock the high price was \$10.2000 and the low price was \$9.9000. The holder undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon written request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- 10. Represents a weighted average sale price for the shares of common stock the high price was \$10.1800 and the low price was \$10.1300. The holder undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon written request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

VL ADVISORS, LLC signed

by John V. Lovoi, Manager, /s/ 06/13/2018

John V. Lovoi

<u>/s/ John V. Lovoi</u> <u>06/13/2018</u>

** 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.

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.