

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
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1. Name and Address of Reporting Person* <u>MCAFEE ERIC A</u> (Last) (First) (Middle) 20400 STEVENS CREEK BLVD., SUITE 700 (Street) CUPERTINO CA 95014 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>EVOLUTION PETROLEUM CORP [EPM]</u>	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)
	3. Date of Earliest Transaction (Month/Day/Year) 04/30/2010	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person

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	04/30/2010		s		34,300	D	(1)	1,529,900	I	P2 Capital, LLC ⁽²⁾
Common Stock	05/10/2010		s		36,000	D	(3)	1,493,900	I	P2 Capital, LLC ⁽²⁾
Common Stock	05/18/2010		s		30,100	D	(4)	1,463,800	I	P2 Capital, LLC ⁽²⁾
Common Stock	08/13/2010		s		40,353	D	(5)	1,423,447	I	P2 Capital, LLC ⁽²⁾
Common Stock	09/08/2010		s		59,647	D	(6)	1,363,800	I	P2 Capital, LLC ⁽²⁾

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)		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)					

Explanation of Responses:

- Between 4/30/10 and 5/6/10 34,300 shares were sold as follows: 7,000 shares were sold at \$6.01ea; 6200 shares at \$6; 10,300 shares at \$5.95; 8000 shares at \$5.902; 800 shares at \$5.925 and 2000 shares at \$5.90
- Represents shares held by P2 Capital, LLC, an entity owned by Mrs. McAfee and their two minor children, and over which Marguerite McAfee has sole voting and dispositive power. Mr. McAfee disclaims beneficial ownership of these shares.
- Between 5/10/10 and 5/14/10 36,000 shares were sold as follows: 200 at \$5.90; 7,800 at \$5.879; 12,500 at \$5.85; 4,500 at \$5.909; 5,000 at \$5.902 and 6,000 at \$5.80
- Between 5/18/10 and 6/15/10 30,100 shares were sold as follows: 16,900 at \$5.85; 5,000 at \$5.60; 3,200 at \$5.65 and 5,000 at \$5.675
- Between 8/13/10 and 8/19/10 40,353 shares were sold as follows: 4,600 at \$4.454; 15,000 at \$4.50; 15,000 at \$4.607 and 5,753 at \$4.60
- Between 9/8/10 and 9/10/10 59,647 shares were sold as follows: 4500 at \$5.023; 50,000 at \$5.492 and 5,147 at \$5.607

/s/ Eric A. McAfee 10/08/2010
 ** 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.