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

## **SCHEDULE 13D**

## Under the Securities Exchange Act of 1934 (Amendment No. \_\_\_\_5\_\_\_)\*

**Evolution Petroleum Corporation** 

(Name of Issuer)

Common Stock, par value \$0.001 per share

(Title of Class of Securities)

30049A107

(CUSIP Number)

John V. Lovoi 10,000 Memorial Drive, Suite 550 Houston, Texas 77024 (713) 579-2621

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

November 28, 2014

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(g), check the following box.

**Note**: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See §240.13d-7 for other parties to whom copies are to be sent.

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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1.	NAMES OF R	EPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)	
	John V. Lovoi		
2.	(see instruction	APPROPRIATE BOX IF A MEMBER OF A GROUP s)	
	(a) □ (b) x		
3.	SEC USE ONI	Y	
4.	SOURCE OF H	FUNDS (see instructions)	
	00		
5.		$\mathbf{t} = \mathbf{t} = $	
6.	CITIZENSHIP	OR PLACE OF ORGANIZATION	
	United States C		
		7. SOLE VOTING POWER	
NI	UMBER OF	None	
	SHARES	8. SHARED VOTING POWER	
	NEFICIALLY WNED BY	5,351,927	
0	EACH	9. SOLE DISPOSITIVE POWER	
	EPORTING RSON WITH	None	
PEI	KSON WITH	10. SHARED DISPOSITIVE POWER	
		5,351,927	
11.	AGGREGATE	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	5,351,927		
12.		IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	
13.	(see instruction PERCENT OF	S) □ CLASS REPRESENTED BY AMOUNT IN ROW (11)	
14.	16.3% <sup>(1)</sup>	ORTING PERSON (see instructions)	
17.			
	IN		
(1)			

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1. NAMES OF R	EPORTING PERSONS I.R.S. IDEN	TIFICATION NOS. OF ABOVE PERSONS (ENTITIE	S ONLY)
Belridge Eper	y Advisors, LP		
	APPROPRIATE BOX IF A MEMBE	R OF A GROUP	
(see instruction			
(a) □			
(b) x 3. SEC USE ON	v		
5. SEC USE ON	-1		
4. SOURCE OF	FUNDS (see instructions)		
00			
	IF DISCLOSURE OF LEGAL PRO	CEEDINGS IS REQUIRED PURSUANT TO ITEMS 2	P(d) or 2(e) □
6. CITIZENSHIP	OR PLACE OF ORGANIZATION		<u></u>
California			
California	7. SOLE VOTING POWER		
	7. Sole vormertower		
NUMBER OF	None		
SHARES	8. SHARED VOTING POWER		
BENEFICIALLY	1,300,879		
OWNED BY	9. SOLE DISPOSITIVE POWE	ER	
EACH REPORTING			
PERSON WITH	None		
	10. SHARED DISPOSITIVE PC	JWER	
	1,300,879		
11. AGGREGATE	AMOUNT BENEFICIALLY OWN	ED BY EACH REPORTING PERSON	
1,300,879			
	IF THE AGGREGATE AMOUNT II	N ROW (11) EXCLUDES CERTAIN SHARES	
(see instruction			
13. PERCENT OF	CLASS REPRESENTED BY AMO	UNT IN ROW (11)	
4.0% <sup>(1)</sup>			
14. TYPE OF REI	PORTING PERSON (see instructions	)	
PN			
(1)			

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1. NAMES OF R	EPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PE	RSONS (ENTITIES ONLY)
Asklepios Ene		
(see instruction (a) □	APPROPRIATE BOX IF A MEMBER OF A GROUP s)	
(b) x 3. SEC USE ON	Y	
4. SOURCE OF	UNDS (see instructions)	
00		
	IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSU	ANT TO ITEMS 2(d) or 2(e)
6. CITIZENSHI	OR PLACE OF ORGANIZATION	
Texas		
	7. SOLE VOTING POWER	
	Need	
NUMBER OF	None           8.         SHARED VOTING POWER	
SHARES	0. SIMILE VOINGTOWER	
BENEFICIALLY OWNED BY	199,700	
EACH	9. SOLE DISPOSITIVE POWER	
REPORTING	None	
PERSON WITH	10. SHARED DISPOSITIVE POWER	
	100 700	
11. AGGREGATE	199,700 AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSO	
II. AGGREGAII	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSO	N
199,700		
	IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN	N SHARES
(see instruction 13. PERCENT OF	s) ⊔ CLASS REPRESENTED BY AMOUNT IN ROW (11)	
13. FERCENT UP	CLASS REFRESENTED DI AMIOUNI IN ROW (II)	
$0.6\%^{(1)}$		
14. TYPE OF RE	ORTING PERSON (see instructions)	
PN		
(1) <b>Describer</b> 22 <b>207</b> (1)	42 shares of common stock issued and outstanding as of Sontember 20. 2	014 on Hadrond in the Quarterly Depart of Freely (

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1. NAMES OF R	EDODTING DEDSONS LD S IDENT	IFICATION NOS. OF ABOVE PERSONS (ENTITIES	
1. NAMESOF N	EFORTING FERSONS I.R.S. IDENT	IFICATION NOS. OF ADOVE FERSONS (ENTITIES	ONET)
Navitas Fund,	LP		
2. CHECK THE	APPROPRIATE BOX IF A MEMBER	OF A GROUP	
(see instruction	us)		
(a) □			
(b) x 3. SEC USE ON	V		
5, 3EC 03E 0N	-1		
4. SOURCE OF	FUNDS (see instructions)		
00			
	OR PLACE OF ORGANIZATION	EEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d	d) or 2(e)
0. CHIZENSHI	OR PLACE OF ORGANIZATION		
Texas			
	7. SOLE VOTING POWER		
NUMBER OF	None		
SHARES	8. SHARED VOTING POWER		
BENEFICIALLY	975,041		
OWNED BY	9. SOLE DISPOSITIVE POWER	R	
EACH REPORTING			
PERSON WITH	None		
	10. SHARED DISPOSITIVE POV	WER	
	975,041		
11. AGGREGATE	AMOUNT BENEFICIALLY OWNE	D BY EACH REPORTING PERSON	
11, 11001120111			
975,041			
		ROW (11) EXCLUDES CERTAIN SHARES	
(see instruction			
13. PERCENT OF	CLASS REPRESENTED BY AMOU	JINT IN KUW (II)	
$3.0\%^{(1)}$			
	PORTING PERSON (see instructions)		
PN			
(1)		d outstanding as of Santamber 20, 2014, as disclosed in t	

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	REPORTING PERSONS I.R.S. IDE	NTIFICATION NOS. OF ABOVE PERSONS (ENTITIES	ONLY)
Luxiver, LP			
	APPROPRIATE BOX IF A MEME	SER OF A GROUP	
(see instructio (a) □	ns)		
(a) $\Box$ (b) x			
3. SEC USE ON	LY		
4. SOURCE OF	FUNDS (see instructions)		
00			
5. CHECK BOX	IF DISCLOSURE OF LEGAL PRO	OCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d	d) or 2(e) 🛛
6. CITIZENSHI	P OR PLACE OF ORGANIZATION	1	
_			
Texas			
	7. SOLE VOTING POWER		
	None		
NUMBER OF	8. SHARED VOTING POWI	ER	
SHARES BENEFICIALLY			
OWNED BY	1,342,967		
EACH	9. SOLE DISPOSITIVE POW	VER	
REPORTING	None		
PERSON WITH	10. SHARED DISPOSITIVE I	POWER	
	1,342,967		
11. AGGREGAT	E AMOUNT BENEFICIALLY OW	NED BY EACH REPORTING PERSON	
1,342,967			
		IN ROW (11) EXCLUDES CERTAIN SHARES	
(see instructio			
13. PERCENT O	F CLASS REPRESENTED BY AM	OUNT IN ROW (11)	
4.1% <sup>(1)</sup>			
14. TYPE OF RE	PORTING PERSON (see instruction	as)	
PN			
(1)			

I. NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)         JVL Partners, LP         2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (see instructions)         (a)         (b) x         3. SEC USE ONLY         4. SOURCE OF FUNDS (see instructions)         00         5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)         6. CITIZENSHIP OR PLACE OF ORGANIZATION         Texas         7. SOLE VOTING POWER         SHARED         8. SHARED VOTING POWER         BENEFICIALLY         OWNED BY         279,860         11. AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (see instructions)         279,860         12. CHECK BOX IF THE ACGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (see instructions)         13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)         0.9 <sup>(1)</sup> 14. TYPE OF REPORTING PERSON (see instructions)         PN	CUSIP No. 30049A1	07 13D		Page 7 of 15 Pages
2.       CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (see instructions)         (a)       □         (b) x       3.         3.       SEC USE ONLY         4.       SOURCE OF FUNDS (see instructions)         00       5.         5.       CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)         6.       CITIZENSHIP OR PLACE OF ORGANIZATION         Texas         7.       SOLE VOTING POWER         NUMBER OF SHARES       None         8.       SHARED VOTING POWER         BENEFICIALLY       279,860         0WHED BY       279,860         10.       SHARED DISPOSITIVE POWER         279,860       279,860         11.       AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON         279,860       279,860         12.       CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (see instructions) □         12.       CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (see instructions) □         13.       PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)         0,9 <sup>(1)</sup> 14.         14.       TYPE OF REPORTING PERSON (see instructions)			E PERSONS (ENTITIES ONLY)	
3. SEC USE ONLY         4. SOURCE OF FUNDS (see instructions)         00         5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)         6. CITIZENSHIP OR PLACE OF ORGANIZATION         Texas         7. SOLE VOTING POWER         BENEFICIALLY         279,860         10. SHARED DISPOSITIVE POWER         279,860         11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON         279,860         12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (see instructions)         13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)         0.9 <sup>(1)</sup> 14. TYPE OF REPORTING PERSON (see instructions)	2. CHECK THE (see instruction (a) □	APPROPRIATE BOX IF A MEMBER OF A GROUP		
OO         5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)         6. CITIZENSHIP OR PLACE OF ORGANIZATION         Texas         7. SOLE VOTING POWER         NUMBER OF         8. SHARED VOTING POWER         BENEFICIALLY       279,860         OWNED BY       9. SOLE DISPOSITIVE POWER         REPORTING       None         10. SHARED DISPOSITIVE POWER         279,860       279,860         11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON         279,860         12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (see instructions) □         13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)         0.9 <sup>(1)</sup> 14. TYPE OF REPORTING PERSON (see instructions)		Y		
5.       CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)         6.       CITIZENSHIP OR PLACE OF ORGANIZATION         Texas         7.         NOUMBER OF SHARES         None         BENEFICIALLY OWNED BY         279,860         OUL DISPOSITIVE POWER         EACH         REPORTING PERSON WITH       None         10.         SHARED DISPOSITIVE POWER         279,860         11.         AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON         279,860         11.         AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON         279,860         12.         CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (see instructions)         13.         PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)         0.9(1)         14.         TYPE OF REPORTING PERSON (see instructions)		UNDS (see instructions)		
7. SOLE VOTING POWER         NUMBER OF SHARES       None         BENEFICIALLY OWNED BY       279,860         PERSON WITH       9. SOLE DISPOSITIVE POWER         REPORTING PERSON WITH       None         10. SHARED DISPOSITIVE POWER         279,860         11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON         279,860         12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (see instructions) □         13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)         0.9 <sup>(1)</sup> 14. TYPE OF REPORTING PERSON (see instructions)	5. CHECK BOX		URSUANT TO ITEMS 2(d) or 2(e)	
NUMBER OF SHARES       8. SHARED VOTING POWER         BENEFICIALLY OWNED BY EACH       279,860         9. SOLE DISPOSITIVE POWER         REPORTING PERSON WITH       None         10. SHARED DISPOSITIVE POWER         279,860         11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON         279,860         12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (see instructions)         13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)         0.9 <sup>(1)</sup> 14. TYPE OF REPORTING PERSON (see instructions)	Texas	7. SOLE VOTING POWER		
11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON         279,860         12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (see instructions) □         13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)         0.9 <sup>(1)</sup> 14. TYPE OF REPORTING PERSON (see instructions)	SHARES BENEFICIALLY OWNED BY EACH REPORTING	<ul> <li>8. SHARED VOTING POWER</li> <li>279,860</li> <li>9. SOLE DISPOSITIVE POWER</li> <li>None</li> </ul>		
12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (see instructions) □         13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)         0.9 <sup>(1)</sup> 14. TYPE OF REPORTING PERSON (see instructions)			ERSON	
14. TYPE OF REPORTING PERSON (see instructions)	12. CHECK BOX (see instruction	s)	RTAIN SHARES	
PN		ORTING PERSON (see instructions)		
	PN			

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1. NAMES OF	REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF A	BOVE PERSONS (ENTITIES ONLY)	
Panakeia En 2. CHECK TH (see instructi (a) □ (b) x	APPROPRIATE BOX IF A MEMBER OF A GROUP		
3. SEC USE O	LY		
4. SOURCE O	FUNDS (see instructions)		
00			
	LIF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRE P OR PLACE OF ORGANIZATION	ED PURSUANT TO ITEMS 2(d) or 2(e) $\Box$	
0. CITIZEI(OI			
Delaware			
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	<ul> <li>7. SOLE VOTING POWER</li> <li>None</li> <li>8. SHARED VOTING POWER</li> <li>175,000</li> <li>9. SOLE DISPOSITIVE POWER</li> <li>None</li> <li>10. SHARED DISPOSITIVE POWER</li> <li>175,000</li> </ul>		
11. AGGREGA	E AMOUNT BENEFICIALLY OWNED BY EACH REPORTI	NG PERSON	
(see instruct	TIF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES $\square$ F CLASS REPRESENTED BY AMOUNT IN ROW (11)	S CERTAIN SHARES	
	CLASS REFRESENTED DT ANIOUNT IN NOW (11)		
0.5% <sup>(1)</sup>			
14. TYPE OF R	PORTING PERSON (see instructions)		
PN			
(1) Deced on 22.70	742 shares of common stock issued and outstanding as of Sonto	mbar 20, 2014, as disclosed in the Questarier Person	of Evolution

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1. NAMES OF R	EPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE	PERSONS (ENTITIES ONLY)	
Hephaestus En 2. CHECK THE	ergy Fund, LP APPROPRIATE BOX IF A MEMBER OF A GROUP		
(see instruction (a) □ (b) x	s)		
3. SEC USE ON	X		
4. SOURCE OF	FUNDS (see instructions)		
00			
	IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PUR	RSUANT TO ITEMS 2(d) or 2(e) $\Box$	
6. CITIZENSHI	OR PLACE OF ORGANIZATION		
Delaware			
	7. SOLE VOTING POWER		
	None		
NUMBER OF SHARES	8. SHARED VOTING POWER		
BENEFICIALLY	0.4.4 - 2.5.1		
OWNED BY	9. SOLE DISPOSITIVE POWER	<u></u>	
EACH REPORTING			
PERSON WITH	None           10.         SHARED DISPOSITIVE POWER		
	10. SHARED DISPOSITIVE POWER		
	844,261		
11. AGGREGATE	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PE	RSON	
844,261			
12. CHECK BOX	IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERT	TAIN SHARES	
(see instruction 13. PERCENT OF			
13. PERCENT OF	CLASS REPRESENTED BY AMOUNT IN ROW (11)		
2.6% <sup>(1)</sup>			
14. TYPE OF REI	ORTING PERSON (see instructions)		
PN			
(1) <b>Decedent 22</b> 707 7	12 shares of common stack issued and outstanding as of Contember 2	0 2014 as disclosed in the Quarter by Dener	of Evolution

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1. NAMES OF I	EPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE P	ERSONS (ENTITIES ONLY)	
TJS Energy F			
(see instructio (a) □	APPROPRIATE BOX IF A MEMBER OF A GROUP Is)		
(b) x 3. SEC USE ON	Y		
4. SOURCE OF	FUNDS (see instructions)		
OO 5. CHECK BOX	IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURS	UANT TO ITEMS 2(d) or 2(e) $\Box$	
	OR PLACE OF ORGANIZATION		
Delaware			
	7. SOLE VOTING POWER		
NUMBER OF SHARES	None           8. SHARED VOTING POWER		
BENEFICIALLY OWNED BY	40,600 9. SOLE DISPOSITIVE POWER		
EACH REPORTING			
PERSON WITH	None           10.         SHARED DISPOSITIVE POWER		
	40,600		
11. AGGREGAT	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERS	SON	
40,600 12. CHECK BOX	IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTA		
(see instructio	ns)	IN SHARES	
13. PERCENT O	CLASS REPRESENTED BY AMOUNT IN ROW (11)		
0.1% <sup>(1)</sup>			
14. TYPE OF RE	PORTING PERSON (see instructions)		
PN			
(1)			

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1. NAMES OF	REPORTING PERSONS I.R.S. IDEN	TIFICATION NOS. OF ABOVE PERSONS (ENTITIE	ES ONLY)
Urja, LP			
	E APPROPRIATE BOX IF A MEMBE	R OF A GROUP	
(see instructio	ons)		
(a) □ (b) x			
3. SEC USE ON	ίLΥ		
4. SOURCE OF	FUNDS (see instructions)		
00			
	P OR PLACE OF ORGANIZATION	CEEDINGS IS REQUIRED PURSUANT TO ITEMS 2	2(d) or 2(e)
0. CITIZZI (OII			
Delaware			
	7. SOLE VOTING POWER		
	None		
NUMBER OF SHARES	8. SHARED VOTING POWER	ł	
BENEFICIALLY	22,115		
OWNED BY EACH	9. SOLE DISPOSITIVE POWI	ER	
REPORTING			
PERSON WITH	None 10. SHARED DISPOSITIVE PC	WEB	
		WEIX	
	22,115		
11. AGGREGAT	E AMOUNT BENEFICIALLY OWN	ED BY EACH REPORTING PERSON	
22,115			
		N ROW (11) EXCLUDES CERTAIN SHARES	
(see instruction 13. PERCENT C	ons) 🛛 F CLASS REPRESENTED BY AMO	UNT IN ROW (11)	
15. FERCENT C	T GLASS REFRESENTED DI AMO		
0.1% <sup>(1)</sup>			
14. TYPE OF RE	EPORTING PERSON (see instructions	)	
PN			

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1.	NAMES OF R	EPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)	
	Children's Ene	røv Fund. L.P	
2.		APPROPRIATE BOX IF A MEMBER OF A GROUP	
	(see instruction	s)	
	(a) □ (b) x		
3.	SEC USE ONI	Y	
0.			
4.	SOURCE OF I	UNDS (see instructions)	
	00		
5.		IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)	
6.		OR PLACE OF ORGANIZATION	
	- 1		
	Delaware	7. SOLE VOTING POWER	
		7. SOLE VOTING POWER	
NI	UMBER OF	None	
	SHARES	8. SHARED VOTING POWER	
	NEFICIALLY	126,356	
0	WNED BY	9. SOLE DISPOSITIVE POWER	
R	EACH EPORTING		
	RSON WITH	None	
		10. SHARED DISPOSITIVE POWER	
		126,356	
11.	AGGREGATE	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	100 050		
12.	126,356 CHECK BOX	IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	
	(see instruction		
13.	PERCENT OF	CLASS REPRESENTED BY AMOUNT IN ROW (11)	
	$a_{1}(1)$		
14.	0.4% <sup>(1)</sup>	ORTING PERSON (see instructions)	
14.	I I PE OF REP	OKTING FERSON (see instructions)	
	PN		
(1)			

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1. NAMES	OF REPOF	TING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)	
LVPU, L			
2. CHECK (see instruction		OPRIATE BOX IF A MEMBER OF A GROUP	
(a) []	uctions)		
(b) x			
3. SEC USE	E ONLY		
4. SOURCE	E OF FUND	VS (see instructions)	
OO 5. CHECK		SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)	
		PLACE OF ORGANIZATION	
Delaware			
	7.	SOLE VOTING POWER	
		None	
NUMBER O	DF 8.	SHARED VOTING POWER	
SHARES BENEFICIAL	IV		
OWNED BY	Y —	45,148	
EACH	9.	SOLE DISPOSITIVE POWER	
REPORTIN		None	
PERSON WI	1H <u>10.</u>	SHARED DISPOSITIVE POWER	
		45,148	
11. AGGREO	GATE AMO	DUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
45 140			
45,148 12. CHECK	BOX IF TH	IE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	
(see instr			
		SS REPRESENTED BY AMOUNT IN ROW (11)	
$0.1\%^{(1)}$			
	F REPORT	ING PERSON (see instructions)	
PN			
(1)			

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This Amendment No. 5 to Schedule 13D (this "Amendment No. 5") is being filed with respect to the common stock, par value \$0.001 per share (the "Evolution Common Stock"), of Evolution Petroleum Corporation, a Nevada corporation ("Evolution"), to amend the Schedule 13D filed on November 3, 2008 (the "Original Schedule 13D"), as amended by Amendment No. 1 to the Original Schedule 13D filed on July 14, 2009 ("Amendment No. 1"), Amendment No. 2 to the Original Schedule 13D filed on November 18, 2011 ("Amendment No. 2"), Amendment No. 3 to the Original Schedule 13D filed on October 30, 2012 ("Amendment No. 3"), and Amendment No. 4 to the Original Schedule 13D filed on March 11, 2014 ("Amendment No. 4" and collectively with the Original Schedule 13D, Amendment No. 1, Amendment No. 2 and Amendment No. 3, the "Schedule 13D") and is being filed on behalf of Mr. John V. Lovoi, Belridge Energy Advisors, LP, Asklepios Energy Fund, LP, Navitas Fund, LP, Luxiver, LP, JVL Partners, LP, Panakeia Energy Fund, LP, Hephaestus Energy Fund, LP, TJS Energy Fund, LP, Urja, LP, Children's Energy Fund, LP and LVPU, LP (collectively, the "Reporting Persons"). This Amendment No. 5 is being filed to add Children's Energy Fund, LP and LVPU, LP and to update the beneficial ownership of the Reporting Persons hereto.

Except as provided herein, this Amendment No. 5 does not modify any of the information previously reported in the Schedule 13D. Capitalized terms used herein but not defined have the meanings ascribed to them in the Schedule 13D.

#### Item 1. Security and Issuer.

No modification is made to Item 1 of the Schedule 13D.

## Item 2. Identity and Background.

The information in Item 2 of the Schedule 13D is hereby amended in its entirety to read as follows:

- (a) This Schedule 13D is filed jointly by each of the following persons pursuant to Rule 13d-1(k) promulgated by the Securities and Exchange Commission pursuant to Section 13 of the Securities and Exchange Act of 1934 (the "Act"), as amended:
  - (i) John V. Lovoi, a citizen of the United States of America;
  - (ii) Belridge Energy Advisors, LP, a Delaware limited partnership ("Belridge");
  - (iii) Asklepios Energy Fund, LP, a Texas limited partnership ("Asklepios");
  - (iv) Navitas Fund, LP, a Texas limited partnership ("Navitas");
  - (v) Luxiver, LP, a Delaware limited partnership ("Luxiver");
  - (vi) JVL Partners, LP, a Texas limited partnership ("JVL Partners");
  - (vii) Panakeia Energy Fund, LP, a Delaware limited partnership ("Panakeia");
  - (vii) Hephaestus Energy Fund, LP; a Delaware limited partnership ("Hephaestus");
  - (ix) TJS Energy Fund, LP; a Delaware limited partnership ("TJS");
  - (x) Urja, LP; a Delaware limited partnership ("Urja");

- (xi) Children's Energy Fund, LP; a Delaware limited partnership ("Children's Energy"); and
- (xii) LVPU, LP; a Delaware limited partnership ("LVPU").

Information with respect to each Reporting Person is given solely by such Reporting Person, and no Reporting Person assumes responsibility for the accuracy or completeness of the information furnished by another Reporting Person. The Reporting Persons expressly disclaim that they have agreed to act as a group other than as described in this Schedule 13D.

Pursuant to Rule 13d-4 of the Act, the Reporting Persons expressly declare that the filing of this Schedule 13D shall not be construed as an admission that any such person is, for the purposes of Section 13(d) and/or Section 13(g) of the Act or otherwise, the beneficial owner of any securities covered by this Schedule 13D held by any other person.

Certain information required by this Item 2 concerning the general partners of certain of the Reporting Persons and the controlling persons of such general partners is set forth on <u>Schedule A</u>, attached hereto, which is incorporated herein by reference.

(b) The address of the principal business office of each of the Reporting Persons is as follows:

John V. Lovoi	10,000 Memorial Drive, Suite 550 Houston, Texas 77024
Belridge	10,000 Memorial Drive, Suite 550 Houston, Texas 77024
Asklepios	10,000 Memorial Drive, Suite 550 Houston, Texas 77024
Navitas	10,000 Memorial Drive, Suite 550 Houston, Texas 77024
Luxiver	10,000 Memorial Drive, Suite 550 Houston, Texas 77024
JVL Partners	10,000 Memorial Drive, Suite 550 Houston, Texas 77024
Panakeia	10,000 Memorial Drive, Suite 550 Houston, Texas 77024
Hephaestus	10,000 Memorial Drive, Suite 550 Houston, Texas 77024
TJS	10,000 Memorial Drive, Suite 550 Houston, Texas 77024
Urja	10,000 Memorial Drive, Suite 550 Houston, Texas 77024
Children's Energy	10,000 Memorial Drive, Suite 550 Houston, Texas 77024
LVPU, LP	10,000 Memorial Drive, Suite 550 Houston, Texas 77024

- (i) Mr. Lovoi is a managing member of each of JVL Advisors, L.L.C., Peninsula JVL Capital Advisers, LLC and Lobo Baya, LLC, each of which is the controlling entity of various investment funds. His employment is conducted at 10,000 Memorial Drive, Suite 550, Houston, Texas 77024.
  - (ii) Belridge's business activities consist primarily of private investment in oil and gas related opportunities.

(c)

- (iii) Asklepios' business activities consist primarily of private investment in oil and gas related opportunities.
- (iv) Navitas's business activities consist primarily of private investment in oil and gas related opportunities.
- (v) Luxiver's business activities consist primarily of private investment in oil and gas related opportunities.
- (vi) JVL Partners' business activities consist primarily of private investment in oil and gas related opportunities.
- (vii) Panakeia's business activities consist primarily of private investment in oil and gas related opportunities.
- (viii) Hephaestus' business activities consist primarily of private investment in oil and gas related opportunities.
- (ix) TJS's business activities consist primarily of private investment in oil and gas related opportunities.
- (x) Urja's business activities consist primarily of private investment in oil and gas related opportunities.
- (xi) Children's Energy business activities consist primarily of private investment in oil and gas related opportunities.
- (xii) LVPU's business activities consist primarily of private investment in oil and gas related opportunities.
- (d) (e) None of the Reporting Persons nor, to the best of any Reporting Person's knowledge, their respective controlling entities and/or persons listed on <u>Schedule A</u> hereto has, during the last five years, been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) or been party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceedings was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

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## Item 3. Source and Amount of Funds or Other Consideration.

No modification is made to Item 3 of the Schedule 13D.

#### Item 4. Purpose of Transaction.

The information in Item 4 of the Schedule 13D is hereby amended in its entirety to read as follows:

Each of Belridge Energy Advisors, LP, Asklepios Energy Fund, LP, Navitas Fund, LP, Luxiver, LP, JVL Partners, LP, Panakeia Energy Fund, LP, Hephaestus Energy Fund, LP, TJS Energy Fund, LP, Urja, LP, Children's Energy Fund, LP and LVPU, LP holds its respective shares of Evolution Common Stock for investment purposes.

Each of the aforementioned limited partnerships intends to monitor and evaluate its investment in Evolution in light of pertinent factors, including market conditions, Evolution's performance and prospects, the trading price of the Evolution Common Stock, conditions in Evolution's industry and general economic conditions. Each of these limited partnerships may make additional purchases of Evolution Common Stock in the future through market transactions or otherwise, maintain its current investment or dispose of all or a portion of the Evolution Common Stock that it may hereafter acquire.

Except as set forth above, neither Mr. Lovoi nor any of the aforementioned limited partnerships has present plans or proposals that relate to or that would result in any of the actions specified in clauses (a) though (j) of Item 4 of Schedule 13D.

#### Item 5. Interest in Securities of the Issuer:

The information in Item 5 of the Schedule 13D is hereby amended in its entirety to read as follows:

- (a) (b) The percent of class provided for each Reporting Person below is made in accordance with Rule 13d-3(d) of the Act and is based on 32,797,743 shares of Evolution Common Stock outstanding, which is the total number of shares of Evolution Common Stock outstanding as of September 30, 2014, as reported in Evolution's Quarterly Report on Form 10-Q for the quarterly period ended September 30, 2014, filed with the Securities and Exchange Commission ("SEC") on November 7, 2014.
  - (i) John V. Lovoi does not directly own any shares of Evolution Common Stock. As described on <u>Schedule A</u> hereto, Mr. Lovoi is a managing member of the ultimate controlling entity of each of Belridge Energy Advisors, LP, Asklepios Energy Fund, LP, Navitas Fund, LP, Luxiver, LP, JVL Partners, LP, Panakeia Energy Fund, LP, Hephaestus Energy Fund, LP, TJS Energy Fund, LP, Urja, LP, Children's Energy Fund, LP and LVPU, LP and thus beneficially owns, and may be deemed to possess shared voting and dispositive powers with respect to 5,351,927 shares of Evolution Common Stock collectively held by these entities, representing approximately 16.3% of Evolution's issued and outstanding shares of Evolution Common Stock.
  - (ii) Belridge Energy Advisors, LP is the sole owner of, and has the sole power to vote and dispose of, 1,300,879 shares of Evolution Common Stock (4.0%).
  - (iii) Asklepios Energy Fund, LP is the sole owner of, and has the sole power to vote and dispose of, 199,700 shares of Evolution Common Stock (0.6%).

- (iv) Navitas Fund LP is the sole owner of, and has the sole power to vote and dispose of, 975,041 shares of Evolution Common Stock (3.0%).
- (v) Luxiver, LP is the sole owner of, and has the sole power to vote and dispose of, 1,342,967 shares of Evolution Common Stock (4.1%).
- (vi) JVL Partners, LP is the sole owner of, and has the sole power to vote and dispose of, 279,860 shares of Evolution Common Stock (0.9%).
- (vii) Panakeia Energy Fund, LP is the sole owner of, and has the sole power to vote and dispose of, 175,000 shares of Evolution Common Stock (0.5%).
- (viii) Hephaestus Energy Fund, LP is the sole owner of, and has the sole power to vote and dispose of, 844,261 shares of Evolution Common Stock (2.6%).
- (ix) TJS Energy Fund, LP is the sole owner of, and has the sole power to vote and dispose of, 40,600 shares of Evolution Common Stock (0.1%).
- (x) Urja, LP is the sole owner of, and has the sole power to vote and dispose of, 22,155 shares of Evolution Common Stock (0.1%).
- (xi) Children's Energy Fund, LP is the sole owner of, and has the sole power to vote and dispose of, 126,356 shares of Evolution Common Stock (0.4%).
- (xii) LVPU, LP is the sole owner of, and has the sole power to vote and dispose of, 45,148 shares of Evolution Common Stock (0.1%).

The information provided on the cover pages with respect to the beneficial ownership of each of the Reporting Persons is incorporated herein by reference. The above Reporting Persons disclaim beneficial ownership of the reported securities except to the extent of their pecuniary interests therein, and this report shall not be deemed an admission that the Reporting Persons are the beneficial owners of the reported securities for purposes of Section 16 or for any other purpose.

- (c) Acquisitions of shares of Evolution Common Stock were made pursuant to Rule 144 of the Securities Act of 1933, as amended, by Children's Energy Fund, LP, LVPU, LP, Luxiver, LP, Hephaestus Energy Fund, LP, TJS Energy Fund, LP and Urja, LP in transactions on November 28, 2014 and December 1, 2014 (as reported by Mr. Lovoi on Form 4 filed with the SEC on December 2, 2014).
- (d) Not applicable.
- (e) On March 7, 2014, Belridge Energy Advisors, LP ceased to be a beneficial owner of more than five percent of the shares of Evolution Common Stock.

#### Item 6. Contracts, Arrangements, Understandings or Relationships With Respect to Securities of the Issuer.

No modification is made to Item 6 of the Schedule 13D.

Exhibit No.	Description	
99.1	Joint Filing Agreement, by and among John V. Lovoi, Belridge Energy Advisors, LP, Asklepios Energy Fund, LP, Navitas Fund, LP, Luxiver, LP, JVL Partners, LP, Panakeia Energy Fund, LP, Hephaestus Energy Fund, LP, TJS Energy Fund, LP, Urja, LP, Children's Energ Fund, LP and LVPU, LP dated December 3, 2014.	
	SIGNATURE	
After reas	sonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and corre	
Dated: Decem	ber 3, 2014	
	/s/ John V. Lovoi	
	John V. Lovoi	
	Belridge Energy Advisors, LP By: Peninsula - JVL Capital Advisors, LLC Its General Partner	
	By: /s/ John V. Lovoi	
	John V. Lovoi, Managing Member	
	Asklepios Energy Fund, LPBy:Asklepios Energy GP, LPIts General PartnerBy:JVL Advisors, L.L.C.Its General Partner	
	By: /s/ John V. Lovoi John V. Lovoi, Managing Member	
	Navitas Fund, LPBy:JVL Partners, LP Its General PartnerBy:JVL Advisors, L.L.C. Its General PartnerBy:/s/ John V. LovoiLuxiver, LPBy:LB Luxiver GP, LP Its General PartnerBy:LB Luxiver, LLC Its General PartnerBy:LB Luxiver, LLC Its General PartnerBy:LB Luxiver, LLC Its General PartnerBy:LB Luxiver, LLC Its General PartnerBy:Lobo Baya, LLC Its Sole Member	
	By: <u>/s/ John V. Lovoi</u> John V. Lovoi, Managing Member	

## JVL Partners, LP

By: JVL Advisors, L.L.C. Its General Partner

By: /s/ John V. Lovoi

# John V. Lovoi, Managing Member

## Panakeia Energy Fund, LP

- By: Panakeia Energy Fund GP, LP Its General Partner
- By: PEF GP, LLC Its General Partner
- By: JVL Advisors, L.L.C. Its Sole Member
  - By: /s/ John V. Lovoi John V. Lovoi, Managing Member

## Hephaestus Energy Fund, LP

- By: Hephaestus Energy Fund GP, LP Its General Partner
- By: HEF GP, LLC Its General Partner

By: /s/ John V. Lovoi John V. Lovoi, Manager

## **TJS Energy Fund, LP**

- By: TJS Energy Fund GP, LP Its General Partner
- By: JVL Advisors, L.L.C. Its General Partner
  - By: /s/ John V. Lovoi John V. Lovoi, Managing Member

Urja, LP

- By: Urja GP, LP
- Its General Partner
- By: JVL Advisors, L.L.C. Its Sole Member
  - By: /s/ John V. Lovoi John V. Lovoi, Managing Member

## **Children's Energy Fund, LP** Children's Energy Fund GP, LP Its General Partner JVL Advisors, L.L.C. Its General Partner

By:

LVPU, LP

LVPU GP, LP Its General Partner JVL Advisors, L.L.C. Its Sole Member

By:

/s/ John V. Lovoi

John V. Lovoi, Managing Member

/s/ John V. Lovoi John V. Lovoi, Managing Member

## JOINT FILING AGREEMENT

Pursuant to and in accordance with the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and the rules and regulations thereunder, each party hereto hereby agrees to the joint filing, on behalf of each of them, of any filing required by such party under Section 13 or Section 16 of the Exchange Act or any rule or regulation thereunder (including any amendment, restatement, supplement, and/or exhibit thereto) with the Securities and Exchange Commission (and, if such security is registered on a national securities exchange, also with the exchange), and further agrees to the filing, furnishing, and/or incorporation by reference of this agreement as an exhibit thereto. This agreement shall remain in full force and effect until revoked by any party hereto in a signed writing provided to each other party hereto, and then only with respect to such revoking party.

IN WITNESS WHEREOF, each party hereto, being duly authorized, has caused this agreement to be executed and effective as of the date set forth below.

Date: December 3, 2014

/s/ John V. Lovoi John V. Lovoi

Belridge Energy Advisors, LP By: Peninsula - JVL Capital Advisors, LLC Its General Partner

> By: /s/ John V. Lovoi John V. Lovoi, Managing Member

#### **Asklepios Energy Fund, LP**

By: Asklepios Energy GP, LP Its General Partner

By: JVL Advisors, L.L.C. Its General Partner

> By: /s/ John V. Lovoi John V. Lovoi, Managing Member

## Navitas Fund, LP

By: JVL Partners, LP

Its General Partner

By: JVL Advisors, L.L.C. Its General Partner

By: /s/ John V. Lovoi

John V. Lovoi, Managing Member

Luxiver, LP

- By: LB Luxiver GP, LP
  - Its General Partner
- By: LB Luxiver, LLC
- Its General Partner By: Lobo Baya, LLC
  - Its Sole Member

By: /s/ John V. Lovoi John V. Lovoi, Managing Member

## JVL Partners, LP

- By: JVL Advisors, L.L.C. Its General Partner
  - By: /s/ John V. Lovoi John V. Lovoi, Managing Member

## Panakeia Energy Fund, LP

- By: Panakeia Energy Fund GP, LP Its General Partner
- By: PEF GP, LLC
- Its General Partner
- By: JVL Advisors, L.L.C. Its Sole Member

By: /s/ John V. Lovoi John V. Lovoi, Managing Member

## Hephaestus Energy Fund, LP

- By: Hephaestus Energy Fund GP, LP
- Its General Partner By: HEF GP, LLC
  - Its General Partner

By: /s/ John V. Lovoi John V. Lovoi, Manager

## **TJS Energy Fund, LP**

- By: TJS Energy Fund GP, LP
- Its General Partner
- By: JVL Advisors, LLC Its General Partner
  - By: /s/ John V. Lovoi John V. Lovoi, Managing Member

### Urja, LP

- By: Urja GP, LP
  - Its General Partner
- By: JVL Advisors, LLC. Its Sole Member
  - By: /s/ John V. Lovoi

John V. Lovoi, Managing Member

# **Children's Energy Fund, LP** Children's Energy Fund GP, LP

Children's Energy Fund GP, L Its General Partner JVL Advisors, LLC Its General Partner

By:

/s/ John V. Lovoi John V. Lovoi, Managing Member

## LVPU, LP

LVPU GP, LP Its General Partner JVL Advisors, LLC. Its Sole Member

By: /s/ John V. Lovoi

John V. Lovoi, Managing Member