

LOVOI JOHN
Form 4
February 15, 2018

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
JVL Advisors, L.L.C.

2. Issuer Name and Ticker or Trading Symbol
EVOLUTION PETROLEUM CORP
[EPM]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
10,000 MEMORIAL DRIVE, SUITE 550

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
12/07/2017

____ Director
____ Officer (give title below)
 10% Owner
____ Other (specify below)

HOUSTON, TX 77024

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
____ Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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 or Price | | | | | |
| Common Stock | 12/07/2017 | | S | | 13,793 (1) (2) (3) | D | \$ 6.79 | 1,329,174 ⁽¹⁾ (2) (4) | I | See Footnotes (1) (2) (4) |
| Common Stock | 12/18/2017 | | S | | 5,960 (1) (2) (3) | D | \$ 6.9 | 1,323,214 ⁽¹⁾ (2) (4) | I | See Footnotes (1) (2) (4) |

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

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- Because of their control over, and investment management relationship with, Luxiver, JVL Advisors and Lovoi may be deemed to have voting and dispositive power over the securities owned by Luxiver; 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 Luxiver in excess of their respective pecuniary interest in such securities.
- (2)
 - (3) Represents Luxiver's sale of shares of common stock.
 - (4) Represents shares of common stock held by Luxiver.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.