### Edgar Filing: EVOLUTION PETROLEUM CORP - Form SC 13D/A

EVOLUTION PETROLEUM CORP Form SC 13D/A June 26, 2018

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

Schedule 13D/A Under the Securities Exchange Act of 1934

(Amendment No. 9)\*

**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

10000 Memorial Drive, Suite 550

Houston, Texas 77024

(713) 579-2617

Copies to:

Timothy T. Samson

Thompson & Knight LLP

# Edgar Filing: EVOLUTION PETROLEUM CORP - Form SC 13D/A

811 Main Street, Suite 2500

Houston, TX 77002

(713) 951-5842

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

June 25, 2018 (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(f) or 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).

CU	SIP No. 30049A107							
(1)	1) Names of Reporting Persons							
	John V. Lovoi							
(2)			Box if a Member of a	(a) "				
	Group (See Instructi	ions)		(b) x				
	SEC Use Only			A E				
(4)	Source of Funds (Se Check if Disclosure		-	AF				
(5)	Required Pursuant to							
	Citizenship or Place							
(6)	Organization	01	Texas, United States					
		(7)	Sole Voting Power	0				
		(8)	Shared Voting Power	3,983,970 shares				
	Number of	(9)	Sole Dispositive	0				
		. ,	Power	0				
	Shares Beneficially	/						
	Owned by							
			Chan I D'ana itian					
	Each	(10)	Shared Dispositive Power	3,983,970 shares				
			rowei					
	Reporting							
	Person With							
(1.1)	Aggregate Amount	Bene	eficially Owned by	2 002 050 1				
(11)	Each Reporting Pers	5	3,983,970 shares					
(12)	Check if the Aggreg	Amount in Row (11)						
(12)	Check if the Aggreg Excludes Certain Sh Percent of Class Rei	nares	(See Instructions)					
(13)	Percent of Class Rep Row (11)	prese	ented by Amount in	12.01% (1)				
	Type of Reporting F			IN				
(14)	rype of Keporning P	C180	in (See mistructions)	11.1				

CUSIP No. 30049A107						
(1) Names of Reporting Persons						
JVL Advisors, LLC	ate Box if a Member of a	(a) "				
(2) Check the Appropria Group (See Instructi		(a) " (b) x				
(3) SEC Use Only		$(0)$ $\mathbf{X}$				
(4) Source of Funds (Se	e Instructions)	AF				
$(\mathbf{D})$	of Legal Proceedings is					
Required Pursuant to						
(6) Citizenship or Place Organization	of Texas, United States					
	(7) Sole Voting Power	0				
Number of	(8) Shared Voting Power	3,983,970 shares				
INUITIDEI OI	(9) Sole Dispositive Power	0				
Shares Beneficially						
0						
Owned by						
Each	(10) Shared Dispositive Power	3,983,970 shares				
	Power					
Reporting						
Person With						
A gamagata A mount Danafisially Owned by						
Each Reporting Pers	3,983,970 shares					
(12) Check if the Aggreg Excludes Certain Sh	ate Amount in Row (11)					
Percent of Class Rer	presented by Amount in	(1)				
(13) Percent of Class Rep Row (11)	j j	12.01% (1)				
(14) Type of Reporting P		00				

	CUSIP No. 30049A107							
(1)	Names of Reporting Persons Navitas Fund, LP							
( <b>2</b> )		ate E	Box if a Member of a	(a) "				
(2)	Group (See Instruct	ions)	)	(b) x				
	SEC Use Only							
(4)			,	WC				
(5)	Check if Disclosure Required Pursuant t							
(6)	Citizenship or Place Organization		Texas, United States					
	C		Sole Voting Power Shared Voting Power	682,460 shares 0				
	Number of	(9)	Sole Dispositive Power	682,460 shares				
	Shares Beneficially	/						
	Owned by							
	Each	(10)	Shared Dispositive Power	0				
	Reporting							
Person With								
(11)	Aggregate Amount Each Reporting Pers	682,460 shares						
(12)	Chaole if the Agence							
(13)	Percent of Class Rep Row (11)	prese	ented by Amount in	2.06% (1)				
(14)	Type of Reporting F	Perso	on (See Instructions)	PN				

	SIP No. 30049A107 Names of Reporting	Per	sons			
	Luxiver, LP					
$(\mathbf{a})$	Check the Appropria	ate E	Box if a	(a) "		
(2)	Member of a Group	(See	e Instructions)	(b) x		
(3)	SEC Use Only					
(4)	Source of Funds (Se	e Ins	structions)	WC		
	Check if Disclosure	of L	egal			
(5)	Proceedings is Requ	ired	Pursuant to	••		
	Items $2(d)$ or $2(e)$					
	Citizenship or Place	of	Delaware	,		
(6)	Organization		United			
	6		States			
		(7)	Sole Voting	652,821 shares		
	Number of		Power Shared			
	Number of	(8)	Voting Power	0		
	Shares Beneficially		Sole			
	Shares Denencially			652,821 shares		
	Owned by	$(\mathcal{I})$	Power	052,021 shares		
	O whed by		lower			
	Each					
		(1.0)	Shared	0		
	Reporting	(10)	)Dispositive	0		
	1 0		Power			
	Person With					
(11)	Aggregate Amount	Bene	eficially	(5) 921 shares		
(11)	(11) Aggregate Amount Beneficially Owned by Each Reporting Person 652,821 shares					
Check if the Aggregate Amount in						
(12)	Row (11) Excludes	••				
	(See Instructions)					
(13) Percent of Class Represented by Amount in Row (11) 1.97% (1)						
(10)				1		
(14)	Type of Reporting P	erso	n (See	PN		
. ,	'Instructions)					

CUS	IP No. 30049A107					
(1)	Names of Reporting P					
	Hephaestus Energy Fu			(a) "		
(2)	(See Instructions)	e Dox	if a Member of a Group	(a) " (b) x		
(3)	SEC Use Only			(0) 11		
(4)	Source of Funds (See		-	WC		
(5)	Check if Disclosure of Pursuant to Items 2(d)	•	al Proceedings is Required (e)			
(6)	Citizenship or Place o Organization	f	Delaware, United States			
	-	(7)	Sole Voting Power	804,377 shares		
	Number of	(8)	Shared Voting Power	0		
	Shares Beneficially	(9)	Sole Dispositive Power	804,377 shares		
	Owned by					
	Each	(10)	Shared Dispositive Power	0		
	Reporting					
	Person With					
(11)	Aggregate Amount Be Reporting Person	804,377 shares				
(12)	Check if the Aggregate Amount in Row (11) Excludes					
(13)	Percent of Class Repre	ed by Amount in Row (11)	2.42% (1)			
(14)	Type of Reporting Per	rson (	See Instructions)	PN		

CUSIP No. 30049A107	,						
	(1) Names of Reporting Persons						
Asklepios Energy F	und, LP ate Box if a Member of a	(a)					
(2) Group (See Instruct		(a) (b) x					
(3) SEC Use Only							
(4) Source of Funds (Se	-	WC					
(5) Check if Disclosure Required Pursuant t	of Legal Proceedings is						
(6) Citizenship or Place Organization							
C	(7) Sole Voting Power	189,124 shares					
Number of	(8) Shared Voting Power	0					
Number of	(9) Sole Dispositive Power	189,124 shares					
Shares Beneficially	1						
Owned by							
Owned by							
Each	(10) Shared Dispositive Power	0					
Deperting	TOWER						
Reporting							
Person With							
(11) <sup>Aggregate Amount</sup> Each Reporting Per	189,124 shares						
(12) Excludes Certain Sh	gate Amount in Row (11) nares (See Instructions)						
(13) Percent of Class Re Row (11)	presented by Amount in	0.57% (1)					
	Person (See Instructions)	PN					
(1.) Type of Reporting I	(see instructions)						

	IP No. 30049A107					
(1)	Names of Reporting Persons Panakeia Energy Fund, LP					
(2)			if a Member of a Group	(a) (b) x		
(3)	SEC Use Only					
(4)	Source of Funds (See			WC		
(5)	Check if Disclosure of Pursuant to Items 2(d)	-	al Proceedings is Required e)			
(6)	Citizenship or Place or Organization	f	Delaware, United States			
	C	(7)	Sole Voting Power	158,364 shares		
	Number of	(8)	Shared Voting Power	0		
	Shares Beneficially	(9)	Sole Dispositive Power	158,364 shares		
	Owned by					
	Each	(10)	Shared Dispositive Power	0		
	Reporting					
	Person With					
(11)	Aggregate Amount Beneficially Owned by Each					
(12)	Check if the Aggregate Amount in Row (11) Excludes					
(13)	) Percent of Class Represented by Amount in Row (11) $\frac{0.48\%}{(1)}$					
(14)	Type of Reporting Per	son (	See Instructions)	PN		

CU	SIP No. 30049A107						
(1)	) Names of Reporting Persons						
	Children's Energy Fund, LP						
(2)	Check the Appropria	ate E	Box if a	(a) "			
(2)	Member of a Group	(See	e Instructions)	(b) x			
	SEC Use Only						
(4)	Source of Funds (Se			WC			
	Check if Disclosure		e e				
(5)	Proceedings is Requ	ired	Pursuant to				
	Items $2(d)$ or $2(e)$						
	Citizenship or Place	of	Delaware	,			
(6)	Organization	01	United				
	orgunization		States				
		(7)	Sole Voting	133,361 shares			
		(.)	Power				
	Number of	(8)	Shared	0			
		. ,	Voting Power	•			
	Shares Beneficially		Sole	100.0(1, 1			
	0 11	(9)	•	133,361 shares			
	Owned by		Power				
	Eash						
	Each		Shared				
	Reporting	(10)	)Dispositive	0			
	Reporting		Power				
	Person With						
		Rene	ficially				
(11)	) Owned by Each Rer	orti	ng Person	133,361 shares			
(11) Aggregate Amount Beneficially Owned by Each Reporting Person Check if the Aggregate Amount in							
(12)							
(12)	(12)Row (11) Excludes Certain Shares " (See Instructions)						
		orese	ented by				
(13)	Percent of Class Rep Amount in Row (11	)	Since a by	0.40% (1)			
	Type of Reporting P						
(14)	Instructions)		(	PN			

CUSIP No. 30049A1 (1) Names of Reporti						
(2) Check the Approp	Group (See Instructions)					
<ul><li>(4) Source of Funds (</li><li>(5) Check if Disclosure</li></ul>	re of Legal Proceedings is	WC 				
•	Required Pursuant to Items 2(d) or 2(e) Citizenship or Place of Organization Delaware, United States					
Number of	<ul><li>(7) Sole Voting Power</li><li>(8) Shared Voting Power</li><li>(9) Sole Dispositive Power</li></ul>	83,603 shares 0 83,603 shares				
Shares Beneficia	Shares Beneficially					
Owned by Each	(10) Shared Dispositive Power	0				
Reporting						
Person With (11) Aggregate Amount Beneficially Owned by Each Reporting Person 83,603 shares (12) Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) (13) Percent of Class Represented by Amount in Row (14) Type of Reporting Person (See Instructions) PN						
(14) Type of Keporun	g reison (see instructions)	<b>F</b> 1N				

	SIP No. 30049A107 Names of Reporting Belridge Energy Ad						
( <b>2</b> )	Check the Appropria	ite B	lox if a	(a) "			
(2)	Member of a Group	(See	Instructions)	(b) x			
	SEC Use Only						
(4)	Source of Funds (Se			WC			
	Check if Disclosure		U				
(5)	Proceedings is Requ	ired	Pursuant to				
	Items $2(d)$ or $2(e)$						
(6)	Citizenship or Place Organization	of	Delaware United States	,			
		(7)	Sole Voting Power	1,000,000 shares			
	Number of	(8)	Shared	0			
		(-)	Voting Power				
	Shares Beneficially	$\langle 0 \rangle$	Sole	1 000 000 1			
	0 11	(9)	Dispositive	1,000,000 shares			
	Owned by		Power				
	Each		Shared				
	Reporting	(10)	Dispositive Power	0			
(1.1)	Person With Aggregate Amount Beneficially (11) Owned by Each Reporting Person 1,000,000 shares						
Owned by Each Reporting Terson							
Check if the Aggregate Amount in (12)Row (11) Excludes Certain Shares							
	(See Instructions)						
(13)	Percent of Class Rep Amount in Row (11)	orese )	ented by	3.01% (1)			
(14)	Type of Reporting P Instructions)			PN			

CUSIP No. 30049A107 (1) Names of Reporting								
JVL Partners, LP	JVL Partners, LP							
(2) Check the Appropri Group (See Instruct	ate Box if a Member of a	(a) " (b) x						
(3) SEC Use Only	10113)	(0) X						
(4) Source of Funds (Se	e Instructions)	WC						
(5) Check if Disclosure Required Pursuant t	of Legal Proceedings is o Items 2(d) or 2(e)							
(6) Citizenship or Place Organization	of Texas, United States							
-	<ul><li>(7) Sole Voting Power</li><li>(8) Shared Voting Power</li></ul>	279,860 shares 0						
Number of	(9) Sole Dispositive Power	279,860 shares						
Shares Beneficially	,							
Owned by								
Each	(10) Shared Dispositive Power	0						
Reporting								
Person With								
(11) Aggregate Amount Each Reporting Pers	279,860 shares							
(12) Check if the Aggregate Amount in Row (11)								
(13) Percent of Class Rep Row (11)	presented by Amount in	0.84% (1)						
(14) Type of Reporting H	Person (See Instructions)	PN						

This Amendment No. 9 to Schedule 13D (this "Amendment No. 9") 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"), Amendment No. 4 to the Original Schedule 13D filed on March 13, 2014 ("Amendment No. 4"), Amendment No. 5 to the Original Schedule 13D filed on December 4, 2014 ("Amendment No. 5"), Amendment No. 6 to the Original Schedule 13D filed on February 17, 2015 ("Amendment No. 6"), Amendment No. 7 to the Original Schedule 13D filed on May 25, 2018 ("Amendment No. 7") and Amendment No. 8 to the Original Schedule 13D filed on June 8, 2018 ("Amendment No. 8", and collectively with the Original Schedule 13D, Amendment No. 1, Amendment No. 2, Amendment No. 3, Amendment No. 4, Amendment No. 5, Amendment No. 6, and Amendment No. 7, the "Schedule 13D") and is being filed on behalf of Mr. John V. Lovoi, JVL Advisors, LLC, Belridge Energy Advisors, LP, Asklepios Energy Fund, LP, Navitas Fund, LP, Luxiver, LP, JVL Partners, LP, Panakeia Energy Fund, LP, Hephaestus Energy Fund, LP, Children's Energy Fund, LP and LVPU, LP (collectively, the "Reporting Persons" and each a "Reporting Person"). This Amendment No. 9 is being filed to update the beneficial ownership of the Reporting Persons hereto.

Except as provided herein, this Amendment No. 9 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.

No modification is made to Item 2 of the Schedule 13D.

# 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.

No modification is made to Item 4 of the 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 33,171,514 shares of Evolution Common Stock outstanding, which is the total number of shares of Evolution Common Stock outstanding as of May 4, 2018, as reported in Evolution's Quarterly Report on Form 10-Q for the quarterly period ended March 31, 2018, filed with the Securities and Exchange Commission ("SEC") on May 9, 2018. The information provided in the cover pages with respect to the beneficial ownership of each of the Reporting Persons is incorporated herein by reference.

(i) Mr. Lovoi does not directly own any shares of Evolution Common Stock. As described on Schedule A hereto, Mr. Lovoi is a managing member of the ultimate controlling entity of each of Belridge and the Partnerships and thus beneficially owns, and may be deemed to possess shared voting and dispositive powers with respect to 3,983,970 shares of Evolution Common Stock collectively held by these entities, representing approximately 12.01% of Evolution's issued and outstanding shares of Evolution Common Stock.

(ii) JVL Advisors does not directly own any shares of Evolution Common Stock. JVL Advisors may be deemed to have voting and dispositive power over the Evolution Common Stock owned by the Partnerships and thus beneficially owns, and may be deemed to possess shared voting and dispositive powers with respect to 3,983,970 shares of Evolution Common Stock collectively held by these entities, representing approximately 12.01% of Evolution's issued and outstanding shares of Evolution Common Stock.

(iii) Belridge Energy Advisors, LP is the sole owner of, and has the sole power to vote and dispose of, 1,000,000 shares of Evolution Common Stock (3.01%).

(iv) Asklepios Energy Fund, LP is the sole owner of, and has the sole power to vote and dispose of, 189,124 shares of Evolution Common Stock (0.57%).

(v) Navitas Fund LP is the sole owner of, and has the sole power to vote and dispose of, 682,460 shares of Evolution Common Stock (2.06%).

(vi) Luxiver, LP is the sole owner of, and has the sole power to vote and dispose of, 652,821 shares of Evolution Common Stock (1.97%).

(vii) 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 (0.84%).

(viii) Panakeia Energy Fund, LP is the sole owner of, and has the sole power to vote and dispose of, 158,364 shares of Evolution Common Stock (0.48%).

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(ix) Hephaestus Energy Fund, LP is the sole owner of, and has the sole power to vote and dispose of, 804,377 shares of Evolution Common Stock (2.42%).

(x) Children's Energy Fund, LP is the sole owner of, and has the sole power to vote and dispose of, 133,361 shares of Evolution Common Stock (0.40%).

(xi) LVPU, LP is the sole owner of, and has the sole power to vote and dispose of, 83,603 shares of Evolution Common Stock (0.25%).

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) Except as set forth below, there have been no reportable transactions with respect to the Evolution Common Stock by the Reporting Persons during the past 60 days.

Identity of Reporting Perso Effecting Transaction:	nDate of Transaction:	<u>Amount of</u> <u>Securities</u> Involved:	Average Price Per Share:	<u>Type of</u> <u>Transaction</u>	<u>Where and How</u> <u>Transaction Effected:</u>
Luxiver Luxiver	5/18/2018 5/21/2018	22,135 50,000	\$9.3195 \$9.4875	Sale	Broker – Open Market