

EVOLUTION PETROLEUM CORP

Form 4

November 26, 2013

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

**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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Stoever Gene G

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)
2500 CITY WEST BLVD., SUITE
1300

3. Date of Earliest Transaction
(Month/Day/Year)
11/22/2013

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

(Street)

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

HOUSTON, TX 77042

(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)
COMMON STOCK	11/22/2013		M	100,000	A \$ 1.27 179,368	D	
COMMON STOCK	11/22/2013		F	10,461	D \$ 12.14 168,907	D	
COMMON STOCK	11/22/2013		M	28,000	A \$ 1.1 196,907	D	
COMMON STOCK	11/22/2013		F	2,537	D \$ 12.14 194,370	D	
COMMON STOCK	11/22/2013		M	50,000	A \$ 3.03 244,370	D	

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COMMON STOCK	11/22/2013	F	12,479	D	\$ 12.14	231,891	D
COMMON STOCK	11/22/2013	F(1)	67,171	D	\$ 12.14	164,720	D

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

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(9-02)

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)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
NON-QUALIFIED STOCK OPTION	\$ 1.27	11/22/2013		M	100,000	10/22/2006 10/22/2014	Common Stock
NON-QUALIFIED STOCK OPTION	\$ 1.1	11/22/2013		M	28,000	08/22/2006 08/22/2015	Common Stock
NON-QUALIFIED STOCK OPTION	\$ 3.03	11/22/2013		M	50,000	05/10/2008 05/10/2016	Common Stock

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Stoevers Gene G
2500 CITY WEST BLVD., SUITE 1300 X
HOUSTON, TX 77042

Signatures

/s/ Gene G.
Stoevers 11/26/2013

**Signature of Reporting Person Date

Explanation of Responses:

- * 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).
- (1) Represents 47,496 Shares tendered from stock owned and an additional 19,675 shares deducted from option exercise to pay tax obligations.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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