

EVOLUTION PETROLEUM CORP
 Form 3
 January 10, 2014

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Joe David | | (Month/Day/Year) | EVOLUTION PETROLEUM CORP [EPM] | |
| (Last) | (First) | (Middle) | 01/01/2014 | |
| 2500 CITYWEST BOULEVARD, SUITE 1300 | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| HOUSTON, TX 77042 | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | VP, Chief Admin. Officer | <input type="checkbox"/> Form filed by More than One Reporting Person |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| COMMON STOCK | 83,358 ⁽¹⁾ | D | ^ |

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
|--|--|---|--|--|---|

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| | Date Exercisable | Expiration Date | | Amount or Number of Shares | | or Indirect (I) (Instr. 5) | |
|--------------------------------------|------------------|-----------------|--------------|----------------------------|--|----------------------------|---|
| Employee Stock Option (right to buy) | Â (2) | 04/04/2015 | Common Stock | 100,000 \$ 1.8 | | D | Â |
| Employee Stock Option (right to buy) | Â (3) | 08/08/2015 | Common Stock | 100,000 \$ 1.36 | | D | Â |
| Employee Stock Option (right to buy) | Â (4) | 05/05/2016 | Common Stock | 30,000 \$ 2.55 | | D | Â |
| Employee Stock Option (right to buy) | Â (5) | 09/07/2017 | Common Stock | 50,000 \$ 2.19 | | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Joe David 2500 CITYWEST BOULEVARD, SUITE 1300 HOUSTON, TX 77042 | Â | Â | Â VP, Chief Admin. Officer | Â |

Signatures

/s/ David Joe 01/10/2014
 __Signature of Date
 Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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 shares granted under Company's 2004 Amended and Restated Stock Plan, as amended.
- (2) This option is now fully exercisable. The first installment became exercisable on 10/4/2005 and vested ratably every three months thereafter until fully vested.
- (3) This option is now fully exercisable. The first installment became exercisable on 11/8/2005 and vested ratably every three months thereafter until fully vested.
- (4) This option is now fully exercisable. The first installment became exercisable on 8/5/2006 and vested ratably every three months thereafter until fully vested.
- (5) This option is now fully exercisable. The first installment became exercisable on 3/7/2008 and vested ratably every three months thereafter until fully vested.

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.