

EVOLUTION PETROLEUM CORP  
Form SC 13D/A  
June 08, 2018

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

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

**(Amendment No. 8)\***

**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

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 7, 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).

CUSIP No. 30049A107

(1) Names of Reporting Persons

John V. Lovoi

Check the Appropriate Box if a

(2) Member of a Group (See (a)  
Instructions) (b) x

(3) SEC Use Only

(4) Source of Funds (See AF  
Instructions)

(5) Check if Disclosure of Legal  
Proceedings is Required Pursuant to  
to Items 2(d) or 2(e)

(6) Citizenship or Place of Texas,  
Organization United  
States

(7) Sole Voting 0  
Power

Number of (8) Shared  
Shares Voting 4,342,999 shares  
Beneficially Power

(9) Sole  
Owned by Dispositive 0  
Power

Each  
Reporting (10) Shared 4,342,999  
Dispositive shares  
Power

Person With

(11) Aggregate Amount Beneficially 4,342,999  
Owned by Each Reporting Person shares

Check if the Aggregate Amount in

(12) Row (11) Excludes Certain Shares ""  
(See Instructions)

(13) Percent of Class Represented by 13.09% (1)  
Amount in Row (11)

(14) Type of Reporting Person (See IN  
Instructions)

(1) The percentages reported in this Schedule 13D/A are based upon 33,171,514 shares of common stock outstanding as of May 4, 2018 (according to the Form 10-Q filed by the issuer with the Securities and Exchange Commission on May 9, 2018). All of the numbers of shares beneficially owned and percentages of shares beneficially owned reported in this Schedule 13D/A are, subject to the prior sentence, as of June 8, 2018.



CUSIP No. 30049A107

(1) Names of Reporting Persons

JVL  
Advisors,  
LLC

(2) Check the Appropriate Box if a Member (a)  
of a Group (See Instructions) (b) x

(3) SEC Use Only

(4) Source of Funds (See Instructions) AF  
Check if Disclosure of Legal

(5) Proceedings is Required Pursuant to ..  
Items 2(d) or 2(e)  
Citizenship or

(6) Place of Texas, United States  
Organization

(7) Sole Voting Power 0

Number of (8) Shared Voting Power 4,342,999  
shares

Shares (9) Sole Dispositive 0  
Beneficially Power

Owned by

Each (10) Shared Dispositive 4,342,999  
Power shares

Reporting

Person With

(11) Aggregate Amount Beneficially Owned 4,342,999  
by Each Reporting Person shares

(12) Check if the Aggregate Amount in Row (11) ..  
Excludes Certain Shares (See Instructions)

(13) Percent of Class Represented by 13.09%  
Amount in Row (11) (1)

(14) Type of Reporting Person (See OO  
Instructions)

(1) The percentages reported in this Schedule 13D/A are based upon 33,171,514 shares of common stock outstanding as of May 4, 2018 (according to the Form 10-Q filed by the issuer with the Securities and Exchange Commission on May 9, 2018). All of the numbers of shares beneficially owned and percentages of shares beneficially owned reported in this Schedule 13D/A are, subject to the prior sentence, as of June 8, 2018.



CUSIP No. 30049A107

(1) Names of Reporting Persons

Navitas  
Fund, LP

(2) Check the Appropriate Box if a Member (a)  
of a Group (See Instructions) (b) x

(3) SEC Use Only

(4) Source of Funds (See Instructions) WC

Check if Disclosure of Legal  
(5) Proceedings is Required Pursuant to ..

Citizenship or  
(6) Place of Texas, United States  
Organization

(7) Sole Voting Power 682,460 shares

(8) Shared Voting Power 0

Number of (9) Sole Dispositive 682,460 shares  
Power

Shares  
Beneficially

Owned by

Each (10) Shared Dispositive 0  
Power

Reporting

Person With

(11) Aggregate Amount Beneficially Owned 682,460 shares  
by Each Reporting Person

(12) Check if the Aggregate Amount in Row (11) ..  
Excludes Certain Shares (See Instructions)

(13) Percent of Class Represented by 2.06% <sup>(1)</sup>  
Amount in Row (11)

(14) Type of Reporting Person (See PN  
Instructions)

(1) The percentages reported in this Schedule 13D/A are based upon 33,171,514 shares of common stock outstanding as of May 4, 2018 (according to the Form 10-Q filed by the issuer with the Securities and Exchange Commission on May 9, 2018). All of the numbers of shares beneficially owned and percentages of shares beneficially owned reported in this Schedule 13D/A are, subject to the prior sentence, as of June 8, 2018.

CUSIP No. 30049A107

(1) Names of Reporting Persons

Luxiver, LP

(2) Check the Appropriate Box if a Member of (a)  
a Group (See Instructions) (b) x

(3) SEC Use Only

(4) Source of Funds (See Instructions) WC

(5) Check if Disclosure of Legal Proceedings is ..  
Required Pursuant to Items 2(d) or 2(e)

Citizenship or

(6) Place of Organization Delaware, United States

(7) Sole Voting Power 941,850 shares

(8) Shared Voting Power 0

Number of (9) Sole Dispositive Power 941,850 shares

Shares

Beneficially

Owned by

(10) Shared Dispositive Power 0

Each

Reporting

Person With

(11) Aggregate Amount Beneficially Owned by Each Reporting Person 941,850 shares

(12) Check if the Aggregate Amount in Row (11) ..  
Excludes Certain Shares (See Instructions)

(13) Percent of Class Represented by Amount in Row (11) 2.84% (1)

(14) Type of Reporting Person (See Instructions) PN

(1) The percentages reported in this Schedule 13D/A are based upon 33,171,514 shares of common stock outstanding as of May 4, 2018 (according to the Form 10-Q filed by the issuer with the Securities and Exchange Commission on May 9, 2018). All of the numbers of shares beneficially owned and percentages of shares beneficially owned reported in this Schedule 13D/A are, subject to the prior sentence, as of June 8, 2018.



CUSIP No. 30049A107

(1) Names of Reporting Persons

Hephaestus

Energy

Fund, 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) WC

(5) Check if Disclosure of Legal Proceedings is ..

Required Pursuant to Items 2(d) or 2(e)

Citizenship or

(6) Place of Organization Delaware, United States

Organization

(7) Sole Voting Power 804,377 shares

Number of (8) Shared Voting Power 0

Shares (9) Sole Dispositive Power 804,377 shares

Beneficially

Owned by

Each (10) Shared Dispositive Power 0

Reporting

Person With

(11) Aggregate Amount Beneficially Owned by Each Reporting Person 804,377 shares

(12) Check if the Aggregate Amount in Row (11) ..

Excludes Certain Shares (See Instructions)

(13) Percent of Class Represented by Amount in Row (11) 2.42% (1)

(14) Type of Reporting Person (See Instructions) PN

(1) The percentages reported in this Schedule 13D/A are based upon 33,171,514 shares of common stock outstanding as of May 4, 2018 (according to the Form 10-Q filed by the issuer with the Securities and Exchange Commission on May 9, 2018). All of the numbers of shares beneficially owned and percentages of shares beneficially owned reported in this Schedule 13D/A are, subject to the prior sentence, as of June 8, 2018.

CUSIP No. 30049A107

(1) Names of Reporting Persons

Asklepios  
Energy  
Fund, LP

(2) Check the Appropriate Box if a Member (a)  
of a Group (See Instructions) (b)  
x

(3) SEC Use Only

(4) Source of Funds (See Instructions) WC  
Check if Disclosure of Legal

(5) Proceedings is Required Pursuant to ..  
Items 2(d) or 2(e)  
Citizenship or

(6) Place of Texas, United States  
Organization

(7) Sole Voting Power 189,124  
shares

Number of (8) Shared Voting Power 0

Shares (9) Sole Dispositive 189,124  
Beneficially Power shares

Owned by

Each (10) Shared Dispositive 0  
Power

Reporting

Person With

(11) Aggregate Amount Beneficially Owned 189,124  
by Each Reporting Person shares

Check if the Aggregate Amount in Row

(12) (11) Excludes Certain Shares (See ..  
Instructions)

(13) Percent of Class Represented by 0.57%  
Amount in Row (11) (1)

(14) Type of Reporting Person (See PN  
Instructions)

(1) The percentages reported in this Schedule 13D/A are based upon 33,171,514 shares of common stock outstanding as of May 4, 2018 (according to the Form 10-Q filed by the issuer with the Securities and Exchange Commission on May 9, 2018). All of the numbers of shares beneficially owned and percentages of shares beneficially owned reported in this Schedule 13D/A are, subject to the prior sentence, as of June 8, 2018.



CUSIP No. 30049A107

(1) Names of Reporting Persons

Panakeia  
Energy  
Fund, 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) WC

(5) Check if Disclosure of Legal Proceedings is ..  
Required Pursuant to Items 2(d) or 2(e)  
Citizenship or

(6) Place of Organization Delaware, United States

(7) Sole Voting Power 158,364  
shares

Number of (8) Shared Voting Power 0

Shares (9) Sole Dispositive Power 158,364  
Beneficially shares

Owned by

Each (10) Shared Dispositive Power 0

Reporting

Person With

(11) Aggregate Amount Beneficially Owned by Each Reporting Person 158,364  
shares

(12) Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) ..

(13) Percent of Class Represented by Amount in Row (11) 0.48%  
(1)

(14) Type of Reporting Person (See Instructions) PN

(1) The percentages reported in this Schedule 13D/A are based upon 33,171,514 shares of common stock outstanding as of May 4, 2018 (according to the Form 10-Q filed by the issuer with the Securities and Exchange Commission on May 9, 2018). All of the numbers of shares beneficially owned and percentages of shares beneficially owned reported in this Schedule 13D/A are, subject to the prior sentence, as of June 8, 2018.



CUSIP No. 30049A107

(1) Names of Reporting Persons

Children's

Energy

Fund, 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) WC

(5) Check if Disclosure of Legal Proceedings is ..

Required Pursuant to Items 2(d) or 2(e)

Citizenship or

(6) Place of Organization Delaware, United States

Organization

(7) Sole Voting Power 133,361 shares

Number of (8) Shared Voting Power 0

Shares (9) Sole Dispositive Power 133,361 shares

Beneficially

Owned by

Each (10) Shared Dispositive Power 0

Reporting

Person With

(11) Aggregate Amount Beneficially Owned by Each Reporting Person 133,361 shares

(12) Check if the Aggregate Amount in Row (11) ..

Excludes Certain Shares (See Instructions)

(13) Percent of Class Represented by Amount in Row (11) 0.40% (1)

(14) Type of Reporting Person (See Instructions) PN

(1) The percentages reported in this Schedule 13D/A are based upon 33,171,514 shares of common stock outstanding as of May 4, 2018 (according to the Form 10-Q filed by the issuer with the Securities and Exchange Commission on May 9, 2018). All of the numbers of shares beneficially owned and percentages of shares beneficially owned reported in this Schedule 13D/A are, subject to the prior sentence, as of June 8, 2018.

CUSIP No. 30049A107

(1) Names of Reporting Persons

LVPU, 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) WC

(5) Check if Disclosure of Legal Proceedings is ..  
Required Pursuant to Items 2(d) or 2(e)  
Citizenship or

(6) Place of Organization Delaware, United States

	(7) Sole Voting Power	83,603 shares
Number of	(8) Shared Voting Power	0
Shares	(9) Sole Dispositive Power	83,603 shares
Beneficially		

Owned by

Each	(10) Shared Dispositive Power	0
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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 (11) 0.25%  
(1)

(14) Type of Reporting Person (See Instructions) PN

(1) The percentages reported in this Schedule 13D/A are based upon 33,171,514 shares of common stock outstanding as of May 4, 2018 (according to the Form 10-Q filed by the issuer with the Securities and Exchange Commission on May 9, 2018). All of the numbers of shares beneficially owned and percentages of shares beneficially owned reported in this Schedule 13D/A are, subject to the prior sentence, as of June 8, 2018.

CUSIP No. 30049A107

(1) Names of Reporting Persons

Belridge  
Energy  
Advisors,  
LP

(2) Check the Appropriate Box if a Member of (a)  
a Group (See Instructions) (b) x

(3) SEC Use Only

(4) Source of Funds (See Instructions) WC

(5) Check if Disclosure of Legal Proceedings is ..  
Required Pursuant to Items 2(d) or 2(e)  
Citizenship or

(6) Place of Delaware, United States  
Organization

(7) Sole Voting Power 1,070,000  
shares

Number of (8) Shared Voting Power 0

Shares (9) Sole Dispositive Power 1,070,000  
Beneficially shares

Owned by

Each (10) Shared Dispositive  
Power 0

Reporting

Person With

(11) Aggregate Amount Beneficially Owned by 1,070,000  
Each Reporting Person shares

(12) Check if the Aggregate Amount in Row (11) ..  
Excludes Certain Shares (See Instructions)

(13) Percent of Class Represented by Amount in 3.23% (1)  
Row (11)

(14) Type of Reporting Person (See Instructions) PN

(1) The percentages reported in this Schedule 13D/A are based upon 33,171,514 shares of common stock outstanding as of May 4, 2018 (according to the Form 10-Q filed by the issuer with the Securities and Exchange Commission on May 9, 2018). All of the numbers of shares beneficially owned and percentages of shares beneficially owned reported in this Schedule 13D/A are, subject to the prior sentence, as of June 8, 2018.



CUSIP No. 30049A107

(1) Names of Reporting Persons

JVL

Partners, LP

(2) Check the Appropriate Box if a Member (a)  
of a Group (See Instructions) (b)  
x

(3) SEC Use Only

(4) Source of Funds (See Instructions) WC

Check if Disclosure of Legal

(5) Proceedings is Required Pursuant to ..  
Items 2(d) or 2(e)  
Citizenship or

(6) Place of Texas, United States  
Organization

(7) Sole Voting Power 279,860  
shares

Number of (8) Shared Voting Power 0

Shares (9) Sole Dispositive 279,860  
Beneficially Power shares

Owned by

Each (10) Shared Dispositive 0  
Power

Reporting

Person With

(11) Aggregate Amount Beneficially Owned 279,860  
by Each Reporting Person shares

Check if the Aggregate Amount in Row

(12) (11) Excludes Certain Shares (See ..  
Instructions)

(13) Percent of Class Represented by 0.84%  
Amount in Row (11) (1)

(14) Type of Reporting Person (See PN  
Instructions)

(1) The percentages reported in this Schedule 13D/A are based upon 33,171,514 shares of common stock outstanding as of May 4, 2018 (according to the Form 10-Q filed by the issuer with the Securities and Exchange Commission on May 9, 2018). All of the numbers of shares beneficially owned and percentages of shares beneficially owned reported in this Schedule 13D/A are, subject to the prior sentence, as of June 8, 2018.



This Amendment No. 8 to Schedule 13D (this “Amendment No. 8”) 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”), and Amendment No. 7 to the Original Schedule 13D filed on May 25, 2018 (“Amendment No. 7”, 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. 8 is being filed to update the beneficial ownership of the Reporting Persons hereto.

Except as provided herein, this Amendment No. 8 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 4,342,999 shares of Evolution Common Stock collectively held by these entities, representing approximately 13.09% 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 4,342,999 shares of Evolution Common Stock collectively held by these entities, representing approximately 13.09% 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, 1,070,000 shares of Evolution Common Stock (3.23%).

(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, 941,850 shares of Evolution Common Stock (2.84%).

(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%).

(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

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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.

<u>Identity of Reporting Person Effecting Transaction:</u>	<u>Date of Transaction:</u>	<u>Amount of Securities Involved:</u>	<u>Average Price Per Share:</u>	<u>Type of Transaction</u>	<u>Where and How Transaction Effected:</u>
Luxiver	5/18/2018	22,135	\$9.3195	Sale	Broker – Open Market
Luxiver	5/21/2018	50,000	\$9.4875	Sale	Broker – Open Market
Luxiver	5/22/2018	25,000	\$9.5240	Sale	Broker – Open Market
Navitas	5/29/2018	25,000	\$9.5530	Sale	Broker – Open Market
Navitas	5/30/2018	25,000	\$9.6148	Sale	Broker – Open Market
Belridge	5/30/2018	10,000	\$9.6148	Sale	Broker – Open Market
Navitas	5/31/2018	20,000	\$9.6109	Sale	Broker – Open Market
Belridge	5/31/2018	10,000	\$9.6109	Sale	Broker – Open Market
Belridge	6/1/2018	10,000	\$9.6332	Sale	Broker – Open Market
Luxiver	6/4/2018	50,000	\$10.0478	Sale	Broker – Open Market
Belridge	6/4/2018	20,000	\$9.9939	Sale	Broker – Open Market
Luxiver	6/5/2018	60,000	\$9.9523	Sale	Broker – Open Market
Belridge	6/5/2018	20,000	\$10.0126	Sale	Broker – Open Market
Luxiver	6/6/2018	50,000	\$9.9176	Sale	Broker – Open Market
Belridge	6/6/2018	10,000	\$9.8392	Sale	Broker – Open Market
Luxiver	6/7/2018	50,000	\$9.8941	Sale	Broker – Open Market
Belridge	6/7/2018	12,953	\$9.9954	Sale	Broker – Open Market

(d) No person other than the Reporting Persons is known to have the right to receive, or the power to direct the receipt of dividends from, or proceeds from the sale of, the Evolution Common Stock.

(e) Not applicable.

**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.

**Item 7. Material to Be Filed as Exhibits.**

Exhibit 1.1 Joint Filing Agreement dated May 25, 2018 (Incorporated by reference to Amendment No. 7 to Schedule 13D, filed with the Securities and Exchange Commission on May 25, 2018).

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: June 8, 2018

JVL ADVISORS, LLC

By: /s/ John V. Lovoi

Name: John V. Lovoi

Title: Manager

/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

Name: John V. Lovoi



Title: Manager

NAVITAS FUND, LP

By: JVL Partners, L.P., a Texas limited partnership, its General Partner

By: JVL Advisors, LLC, its General Partner

By: /s/ John V. Lovoi

Name: John V. Lovoi

Title: Manager

LUXIVER, LP

By: LB Luxiver GP, LP, a Texas limited partnership, its General Partner

By: LB Luxiver, LLC, a Texas limited liability company, its General Partner

By: Lobo Baya, LLC, a Texas limited liability company, its sole Member

By: /s/ John V. Lovoi

Name: John V. Lovoi

Title: Manager

HEPHAESTUS ENERGY FUND, LP

By: Hephaestus Energy Fund GP, LP, a Texas limited partnership, its General Partner

By: HEF GP, LLC, a Texas limited liability company, its General Partner

By: JVL Advisors, LLC, its sole Member

By: /s/ John V. Lovoi

Name: John V. Lovoi

Title: Manager

ASKLEPIOS ENERGY FUND, LP

By: Asklepios Energy GP, LP, a Texas limited partnership, its General Partner

By: JVL Advisors, LLC, its General Partner

By: /s/ John V. Lovoi

Name: John V. Lovoi

Title: Manager

PANAKEIA ENERGY FUND, LP

By: Panakeia Energy Fund GP, LP, a Texas limited partnership, its General Partner

By: PEF GP, LLC, a Texas limited liability company, its General Partner

By: JVL Advisors, LLC, its sole Member

By: /s/ John V. Lovoi

Name: John V. Lovoi

Title: Manager

CHILDREN'S ENERGY FUND, LP

By: Children's Energy Fund GP, LP, a Texas limited partnership, its General Partner

By: JVL Advisors, LLC, its General Partner

By: /s/ John V. Lovoi

Name: John V. Lovoi

Title: Manager

LVPU, LP

By: LVPU GP, LP, a Texas limited partnership, its General Partner

By: JVL Advisors, LLC, its General Partner

By: /s/ John V. Lovoi

Name: John V. Lovoi

Title: Manager

JVL PARTNERS, LP

By: JVL Advisors, LLC, its General Partner

By: /s/ John V. Lovoi

Name: John V. Lovoi

Title: Manager

