

REYNOLDS JOHN T
Form 3
November 10, 2011

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

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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)

<p>1. Name and Address of Reporting Person *</p> <p>REYNOLDS JOHN T</p> <p>(Last) (First) (Middle)</p> <p>C/O LIME ROCK MANAGEMENT LP, 274 RIVERSIDE AVE., 3RD FLOOR</p> <p>(Street)</p> <p>WESTPORT, CT 06880</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>11/10/2011</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>LRR Energy, L.P. [LRE]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input checked="" type="checkbox"/> Other (give title below) (specify below) Director by Deputization</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p>
--	---	--	---	---	---

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 Units representing limited partner interests	0 (1) (2)	I	See footnotes (1) (2)

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

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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	3. Title and Amount of Securities Underlying	4. Conversion	5. Ownership	6. Nature of Indirect Beneficial Ownership
---	---	--	---------------	--------------	--

Edgar Filing: REYNOLDS JOHN T - Form 3

(Month/Day/Year)	Derivative Security (Instr. 4)	or Exercise Price of Derivative Security	Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)
Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
REYNOLDS JOHN T C/O LIME ROCK MANAGEMENT LP 274 RIVERSIDE AVE., 3RD FLOOR WESTPORT, CT 06880	Â	Â X	Â	Director by Deputization

Signatures

/s/ Kris Agarwal, as attorney-in-fact
Date: 11/10/2011

Signature of Reporting Person Date

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) John T. Reynolds (the "Reporting Person") is one of two managers of Lime Rock Management GP, LLC, which is the general partner of Lime Rock Management LP ("LRM"). As of the date of this Form 3, LRM holds 100% of the membership interests in LRE GP, LLC (the "General Partner"), which is the general partner of LRR Energy, L.P. (the "Issuer"). The General Partner owns a 0.1% general partner interest in the Issuer and will receive incentive distribution rights at the closing of the Issuer's initial public offering. As of the date of this Form 3, LRM also directly holds a 99.9% limited partner interest in the Issuer. Upon closing of the Issuer's initial public offering, the Issuer will redeem for nominal consideration the current 99.9% limited partner interest in the Issuer held by LRM and LRM will cease to be a limited partner of the Issuer.
- The Reporting Person disclaims beneficial ownership of any interests in the Issuer in excess of his indirect pecuniary interest therein.
- (2) This report shall not be deemed an admission that the Reporting Person is the beneficial owner of such interests for purposes of Section 16 or for any other purpose.

Â

Remarks:

This Form 3 is being filed in connection with the effectiveness of the Issuer's initial registration statement.

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.