Laredo Petroleum Holdings, Inc.

Form 4 June 27, 2013

FORM 4

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

OMB APPROVAL OMB

3235-0287 Number:

January 31, Expires: 2005

10% Owner

Other (specify

Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

(Print or Type Responses)

1(b).

(Last)

1. Name and Address of Reporting Person * Foutch Randy A

(First) (Middle)

15 W. SIXTH STREET, SUITE 1800

(Street)

(State)

(Zip)

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Issuer Symbol

Laredo Petroleum Holdings, Inc.

[LPI]

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

06/25/2013

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

(Check all applicable)

Chairman & CEO

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

below)

_X__ Director

X_ Officer (give title

TULSA, OK 74119

(City)

1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securi	ities		5. Amount of	6. Ownership	7. Nature of
Security	(Month/Day/Year)	Execution Date, if	Transactio	onAcquired (A) or			Securities	Form: Direct	Indirect
(Instr. 3)	•	any	Code	Disposed of (D)			Beneficially	(D) or	Beneficial
,		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)		Owned	Indirect (I)	Ownership	
		(Internal 2 agr 1 car)	(1115111 0)	(Instr. 5, Tune 5)			Following	(Instr. 4)	(Instr. 4)
							Reported	(Instr. 1)	(IIIstr. 1)
					(A)		Transaction(s)		
					or		` ′		
			Code V	Amount	(D)	Price	(Instr. 3 and 4)		
Common					` /				
	06/25/2013		$J_{(1)}$	43	A	\$0	557,450	D	
Stock			_				,		
									D I!4
Common			445						By Lariat
	06/25/2013		J(1)	130	A	\$ 0	530,119	I	Ranch
Stock									LLC (2)

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

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration D	ate	Amount	t of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ing	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securitie	es	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	and 4)		Own
	Security				Acquired						Follo
	•				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
								Λ.	mount		
									mount		
						Date	Expiration	Title N			
						Exercisable	Date	Title Number of			
				C + V	(A) (D)						
				Code V	(A) (D)			S	hares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				

Foutch Randy A

15 W. SIXTH STREET, SUITE 1800 X Chairman & CEO

TULSA, OK 74119

Signatures

(1)

/s/ Kenneth E. Dornblaser as attorney-in-fact for Randy A. 06/27/2013 Foutch

> **Signature of Reporting Person Date

Explanation of Responses:

Lariat Ranch, LLC.

- 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).

Randy A. Foutch and Lariat Ranch LLC are limited partners in Warburg Pincus Private Equity IX, L.P. and Warburg Pincus Private Equity X O&G, L.P. along with an affiliated partnership (collectively "Warburg Pincus"). On June 25, 2013, Warburg Pincus distributed, which distribution did not constitute a purchase or sale of securities, an aggregate of 3,515,263 shares ("Distribution Shares") of common stock of Laredo Petroleum Holdings, Inc. held by Warburg Pincus, in the aggregate, to their respective partners on a pro rata basis (the "Distribution") for no consideration. In connection with the Distribution, an aggregate of 43 Distribution Shares were transferred to Randy A. Foutch and an aggregate of 130 Distribution Shares were transferred to

By reason of the provisions of Rule 16a-1 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), Mr. Foutch may be deemed to be a beneficial owner of the 530,119 shares of common stock held by Lariat Ranch LLC. Pursuant to Rule

(2) 16a-1(a)(4) of the Exchange Act, Mr. Foutch herein states that this Form 4 shall not be deemed an admission that he is the beneficial owner of such shares of common stock. Mr. Foutch disclaims beneficial ownership of the common stock of the Issuer, except to the extent that he has a pecuniary interest in such shares of common stock.

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.

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