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
1

Warburg Pincus Partners LLC

(First)

(Middle)

(Last)

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: Estimated average burden hours per response: 0.5

7. Nature of Indirect Beneficial Ownership (Instr. 4)

11. Nature

of Indirect Beneficial Ownership

obligat	tions may continue tion 1(b).			File							ies Exchan					hours	s per re	esponse:	0
Name and Address of Reporting Person*     Warburg Pincus Private Equity IX, L.P.					2. 1	or Section 30(h) of the Investment Company Act of 1940  2. Issuer Name and Ticker or Trading Symbol  Laredo Petroleum, Inc. [LPI]									ck all ap	nip of Reportion policable)	•		ssuer Owner
(Last) (First) (Middle) C/O WARBURG PINCUS & CO. 450 LEXINGTON AVENUE					3. Date of Earliest Transaction (Month/Day/Year) 05/12/2014									Offic belo	cer (give title ow)		Other below	(specify )	
450 LEX	AINGTON A	AVENUE			4.1	f Amen	dmen	t, Date o	of Origina	l Filed	i (Month/Da	ay/Year)		6. Ind Line)	ividual	or Joint/Grou	p Filin	g (Check A	Applicable
(Street) NEW YORK NY 10017				-										Form filed by One Reporting Person  X Form filed by More than One Reporting Person					
(City)	(S		(Zip)																
1. Title of	Security (Inst		le I - No	2. Trans Date (Month/l	action	2A Ex	. Deei ecutio	med on Date,	3. Trans Code	action	4. Securit	ties Acq	uired (A	or	5. An Secu Bene	nount of rities ficially	Fori	wnership m: Direct or Indirect nstr. 4)	7. Nature of Indire Beneficia Ownersh
					(IV	Month/Day/Year)		( 8) Code	v	Amount	(A	() or F	Price		Owned Following Reported Transaction(s) (Instr. 3 and 4)		11501. 4)	(Instr. 4)	
Common Stock, par value \$0.01 per share ("Common Stock")				2/2014	2014		J <sup>(1)(2)</sup>		4,039,9	084	D	<b>\$0</b> <sup>(1)</sup>	46	46,215,059		D <sup>(1)(2)</sup>			
		Ta	able II - I								sed of, onvertib				wnec	d			
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			4. Transaction Code (Instr.		of		6. Date Exercisa Expiration Date (Month/Day/Year		7. Title Amou Securi Under Deriva Securi and 4)	nt of ties lying tive ty (Instr	Dei Sed (Ins	Price of rivative curity str. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(: (Instr. 4)	,	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Natur of Indire Beneficia Ownersh (Instr. 4)
					Code	v	(A)	(D)	Date Exercisa		Expiration Date	Title	Amour or Number of Shares	er					
		Reporting Person* Private Equit		. <u>P.</u>								•	•	•		•			•
	RBURG PI KINGTON A	(First) NCUS & CO. AVENUE	(Mide	dle)															
(Street) NEW Y	ORK	NY	100	17															
(City)		(State)	(Zip)																
	nd Address of rg Pincus	Reporting Person*																	
	RBURG PI KINGTON A	(First) NCUS & CO. AVENUE	(Mide	dle)															
(Street) NEW YO	ORK	NY	100	17															
(City)		(State)	(Zip)																
1. Name aı	nd Address of	Reporting Person*																	

C/O WARBURG PINCUS & CO. 450 LEXINGTON AVENUE								
(Street) NEW YORK	NY	10017						
(City)	(State)	(Zip)						
1. Name and Address of Reporting Person*  WARBURG PINCUS & CO.								
(Last) C/O WARBURG F 450 LEXINGTON	(Middle)							
(Street) NEW YORK	NY	10017						
(City)	(State)	(Zip)						
1. Name and Address of Reporting Person*  WARBURG PINCUS LLC								
(Last) C/O WARBURG F 450 LEXINGTON	(Middle)							
(Street) NEW YORK	NY	10017						
(City)	(State)	(Zip)						
1. Name and Address of Reporting Person*  KAYE CHARLES R								
(Last) C/O WARBURG F 450 LEXINGTON	(Middle)							
(Street) NEW YORK	NY	10017						
(City)	(State)	(Zip)						
1. Name and Address of Reporting Person* <u>Landy Joseph P.</u>								
(Last) C/O WARBURG F 450 LEXINGTON	(Middle)							
(Street) NEW YORK	10017							
(City)	(State)	(Zip)						

#### **Explanation of Responses:**

- 1. See Exhibit 99.1, note (1)
- 2. See Exhibit 99.1, note (2)

## Remarks:

 $Exhibit\ List:\ Exhibit\ 99.1\ -\ Explanation\ of\ Responses\ Exhibit\ 99.2\ -\ Joint\ Filers'\ Names\ and\ Addresses\ Exhibit\ 99.3\ -\ Joint\ Filers'\ Signatures$ 

WARBURG PINCUS PRIVATE EQUITY IX, L.P. By: Warburg Pincus IX LLC, its General Partner By: Warburg Pincus Partners LLC, 05/12/2014 its Sole Member By: Warburg Pincus & Co., its Managing Member /s/ Robert B. Knauss Name: Robert B. Knauss Title: **Partner** 

\*\* Signature of Reporting Person

Date

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

- \* 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).

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

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 Number.

Designated Filer: Warburg Pincus Private Equity IX, L.P. Issuer & Ticker Symbol: Laredo Petroleum, Inc. [LPI] Date of Event Requiring Statement: May 12, 2014

#### Explanation of Responses:

(1) This Form 4 is filed on behalf of Warburg Pincus Private Equity IX, L.P., a Delaware limited partnership ("WP IX"). Warburg Pincus IX LLC, a New York limited liability company ("WP IX GP"), is the general partner of WP IX. Warburg Pincus Partners LLC, a New York limited liability company ("WP Partners"), is the sole member of WP IX GP. Warburg Pincus & Co., a New York general partnership ("WP"), is the managing member of WP Partners. Warburg Pincus LLC, a New York limited liability company ("WP LLC"), manages WP IX. Charles R. Kaye and Joseph P. Landy are the Managing General Partners of WP and the Co-Chief Executive Officers and Managing Members of WP LLC and may be deemed to control WP IX, WP IX GP, WP Partners, WP and WP LLC (together with Messrs. Kaye and Landy, the "Warburg Pincus Reporting Persons").

(2) On May 12, 2014, WP IX distributed, which distribution did not constitute a purchase or sale of securities, an aggregate of 4,039,984 shares of common stock of Laredo Petroleum, Inc. (f/k/a Laredo Petroleum Holdings, Inc.) ("Common Stock" and such entity, the "Company") held by WP IX to its partners on a pro rata basis, for no consideration.

By reason of the provisions of Rule 16a-1 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), each of the Warburg Pincus Reporting Persons may be deemed to be beneficial owners of the 46,215,059 shares of Common Stock of the Company held by WP IX. Pursuant to Rule 16a-1(a)(4) of the Exchange Act, each of the Warburg Pincus Reporting Persons, other than WP IX, herein states that this Form 4 shall not be deemed an admission that it or he is the beneficial owner of any of the shares of Common Stock of the Company reported in this Form 4. Each of the Warburg Pincus Reporting Persons disclaims beneficial ownership of the Common Stock of the Company, except to the extent it or he has a pecuniary interest in such shares of Common Stock.

Solely for the purposes of Section 16 of the Exchange Act, each of WP IX, WP IX GP, WP Partners, and WP may be deemed a director-by-deputization by virtue of their contractual right to nominate a representative to serve on the board of directors of the Company.

Information with respect to each of the Warburg Pincus Reporting Persons is given solely by such Warburg Pincus Reporting Person, and no Warburg Pincus Reporting Person has responsibility for the accuracy or completeness of information supplied by another Warburg Pincus Reporting Person.

Designated Filer: Warburg Pincus Private Equity IX, L.P. Issuer & Ticker Symbol: Laredo Petroleum, Inc. [LPI] Date of Event Requiring Statement: May 12, 2014

# JOINT FILERS' NAMES AND ADDRESSES

1. Name: Warburg Pincus IX LLC Address: c/o Warburg Pincus & Co.

450 Lexington Avenue New York, NY 10017

2. Name: Warburg Pincus Partners LLC

Address: c/o Warburg Pincus & Co.

450 Lexington Avenue New York, NY 10017

3. Name: Warburg Pincus LLC

Address:

450 Lexington Avenue New York, NY 10017

4. Name: Warburg Pincus & Co.

Address: 450 Lexington Avenue

New York, NY 10017

5. Name: Charles R. Kaye

Address: c/o Warburg Pincus & Co.

450 Lexington Avenue New York, NY 10017

6. Name: Joseph P. Landy

Address: c/o Warburg Pincus & Co.

450 Lexington Avenue New York, NY 10017 Designated Filer: Warburg Pincus Private Equity IX, L.P. Issuer & Ticker Symbol: Laredo Petroleum, Inc. [LPI] Date of Event Requiring Statement: May 12, 2014

#### **JOINT FILERS' SIGNATURES**

May 12, 2014

#### WARBURG PINCUS IX LLC

By: Warburg Pincus Partners LLC, its Sole Member By: Warburg Pincus & Co., its Managing Member

By: /s/ Robert B. Knauss Date:

Name: Robert B. Knauss
Title: Partner

WARBURG PINCUS PARTNERS LLC

By: Warburg Pincus & Co., its Managing Member

By: /s/ Robert B. Knauss Date: May 12, 2014

Name: Robert B. Knauss

Title: Partner

WARBURG PINCUS LLC

By: /s/ Robert B. Knauss Date: May 12, 2014

Name: Robert B. Knauss
Title: Managing Director

WARBURG PINCUS & CO.

By: /s/ Robert B. Knauss Date: May 12, 2014

Name: Robert B. Knauss

Title: Partner

CHARLES R. KAYE

By: /s/ Robert B. Knauss Date: May 12, 2014

By: Robert B. Knauss, Attorney-in-Fact\*

JOSEPH P. LANDY

By: /s/ Robert B. Knauss Date: May 12, 2014

By: Robert B. Knauss, Attorney-in-Fact\*

<sup>\*</sup> The Power of Attorney given by each of Mr. Kaye and Mr. Landy was previously filed with the U.S. Securities & Exchange Commission on November 26, 2013 as an exhibit to a statement on Form 4 filed by Warburg Pincus Private Equity IX, L.P. with respect to Laredo Petroleum, Inc. (f/k/a Laredo Petroleum Holdings, Inc.) and is hereby incorporated by reference.