

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Warburg Pincus Private Equity X O&G, L.P.</u> (Last) (First) (Middle) <u>C/O WARBURG PINCUS & CO.</u> <u>450 LEXINGTON AVENUE</u> (Street) <u>NEW YORK NY 10017</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Laredo Petroleum Holdings, Inc. [LPI]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>11/25/2013</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, par value \$0.01 per share ("Common Stock")	11/25/2013		J ⁽¹⁾⁽²⁾		1,208,494	D	\$0 ⁽¹⁾	14,147,512	D ⁽¹⁾⁽²⁾	

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

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 (Month/Day/Year)	4. Transaction Code (Instr. 8)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)					

1. Name and Address of Reporting Person* <u>Warburg Pincus Private Equity X O&G, L.P.</u> (Last) (First) (Middle) <u>C/O WARBURG PINCUS & CO.</u> <u>450 LEXINGTON AVENUE</u> (Street) <u>NEW YORK NY 10017</u> (City) (State) (Zip)
1. Name and Address of Reporting Person* <u>Warburg Pincus X Partners, L.P.</u> (Last) (First) (Middle) <u>C/O WARBURG PINCUS & CO.</u> <u>450 LEXINGTON AVENUE</u> (Street) <u>NEW YORK NY 10017</u> (City) (State) (Zip)
1. Name and Address of Reporting Person* <u>Warburg Pincus X, L.P.</u> (Last) (First) (Middle)

(Last) (First) (Middle)

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 X LLC

(Last) (First) (Middle)

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 Partners LLC

(Last) (First) (Middle)

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) (First) (Middle)

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 LLC

(Last) (First) (Middle)

C/O WARBURG PINCUS & CO.

450 LEXINGTON AVENUE

(Street)

NEW YORK NY 10017

(City)

(State)

(Zip)

1. Name and Address of Reporting Person*

KAYE CHARLES R

(Last) (First) (Middle)

C/O WARBURG PINCUS & CO.

450 LEXINGTON AVENUE

(Street)

NEW YORK NY 10017

(City)

(State)

(Zip)

1. Name and Address of Reporting Person*

Landy Joseph P.

(Last) (First) (Middle)

C/O WARBURG PINCUS & CO.
450 LEXINGTON AVENUE

(Street)
NEW YORK NY 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 24.0 - Power of Attorney Exhibit 99.1 - Explanation of Responses Exhibit 99.2 - Joint Filer Information Exhibit 99.3 - Joint Filers' Signatures *** The Power of Attorney given by Warburg Pincus & Co. is filed as Exhibit 24.0 hereto.

/s/ Steven G. Glenn Attorney-
in-Fact of Warburg Pincus &
Co., as Managing Member of
Warburg Pincus Partners LLC,
as Sole Member of Warburg 11/26/2013
Pincus X LLC, as GP of
Warburg Pincus X, L.P., as GP
of Warburg Pincus Private
Equity X O&G, L.P.***

** 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.

POWER OF ATTORNEY

Each of the undersigned hereby constitutes and appoints each of Timothy J. Curt, Steven G. Glenn and Robert B. Knauss, acting individually or jointly, with full power of substitution and resubstitution, to have full power and authority to act in its or his name, place and stead and on the undersigned's behalf as its or his true and lawful attorney-in-fact to:

- (1) execute and deliver for and on behalf of the undersigned filings, reports and schedules in accordance with Section 13 of the Securities and Exchange Act of 1934, as amended (the "**Exchange Act**"), and Forms 3, 4 and 5 in accordance with Section 16(a) of the Exchange Act (including in each case any amendments, corrections, supplements or other changes thereto), and the rules promulgated under the Exchange Act;
- (2) do and perform any and all acts for and on behalf of the undersigned that may be necessary or desirable to complete and execute any such filings, reports, schedules and forms (including any amendments, corrections, supplements or other changes thereto) and timely file such with the United States Securities and Exchange Commission and any stock exchange, self-regulatory association or any other authority or person as may be required by law; and
- (3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required of, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in his discretion.

The undersigned hereby grants to each attorney-in-fact full power and authority to do and perform all and every act and thing whatsoever requisite, necessary and proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as such attorney-in-fact might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or his substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming (i) any of the undersigned's responsibilities to comply with the requirements of the Exchange Act or any liability for

the undersigned's failure to comply with such requirements or (ii) any obligation or liability that the undersigned incurs for profit disgorgement under Section 16(b) of the Exchange Act.

This Power of Attorney shall continue in full force and effect until revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact or by such attorneys-in-fact in a signed writing delivered to the undersigned. This Power of Attorney hereby revokes the Power of Attorney dated December 12, 2012, and including any previously granted Power of Attorney, under which Scott A. Arenare was appointed to act on behalf of the undersigned, provided, however, it does not revoke, any other power of attorney that the undersigned has previously granted.

IN WITNESS WHEREOF, the undersigned have executed this Power of Attorney this 15th day of November, 2013.

WARBURG PINCUS & CO.

By: /s/ Charles R. Kaye
Charles R. Kaye
Managing General Partner

By: /s/ Joseph P. Landy
Joseph P. Landy
Managing General Partner

CHARLES R. KAYE

/s/ Charles R. Kaye

JOSEPH P. LANDY

/s/ Joseph P. Landy

Designated Filer:	Warburg Pincus Private Equity X O&G, L.P.
Issuer & Ticker Symbol:	Laredo Petroleum Holdings, Inc. [LPI]
Date of Event Requiring Statement:	November 25, 2013

Explanation of Responses:

(1) This Form 4 is filed on behalf of Warburg Pincus Private Equity X O&G, L.P., a Delaware limited partnership (“WP X O&G”), and its affiliated partnership Warburg Pincus X Partners, L.P., a Delaware limited partnership (“WP X Partners”, and together with WP X O&G, the “WP X Funds”). Warburg Pincus X, L.P., a Delaware limited partnership (“WP X GP”), is the general partner of the WP X Funds. Warburg Pincus X LLC, a Delaware limited liability company (“WP X LLC”), is the general partner of WP X GP. Warburg Pincus Partners LLC, a New York limited liability company (“WP Partners”), is the sole member of WP X LLC. 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 the WP X Funds. 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 the WP X Funds, WP X GP, WP X LLC, WP Partners, WP and WP LLC (together with Messrs. Kaye and Landy, the “Warburg Pincus Reporting Persons”).

(2) On November 25, 2013, the WP X Funds distributed, which distribution did not constitute a purchase or sale of securities, an aggregate of 1,208,494 shares of common stock of Laredo Petroleum Holdings, Inc. (“Common Stock” and such entity, the “Company”) held by the WP X Funds to their 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 14,147,512 shares of Common Stock of the Company held by the WP X Funds. Pursuant to Rule 16a-1(a)(4) of the Exchange Act, each of the Warburg Pincus Reporting Persons, other than the WP X Funds, 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 the WP X Funds, WP X GP, WP X LLC, 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:
Issuer & Ticker Symbol:
Date of Event Requiring Statement:

Warburg Pincus Private Equity X O&G, L.P.
Laredo Petroleum Holdings, Inc. [LPI]
November 25, 2013

Exhibit 99.2 - Joint Filer Information

Joint Filers:

1. Name: Warburg Pincus Private Equity X O&G, L.P.
Address: C/O WARBURG PINCUS & Co.
450 LEXINGTON AVENUE
New York, NY 10017

2. Name: Warburg Pincus X Partners, L.P.
Address: C/O WARBURG PINCUS & Co.
450 LEXINGTON AVENUE
New York, NY 10017

3. Name: Warburg Pincus X, L.P.
Address: C/O WARBURG PINCUS & Co.
450 LEXINGTON AVENUE
New York, NY 10017

4. Name: Warburg Pincus X LLC
Address: C/O WARBURG PINCUS & Co.
450 LEXINGTON AVENUE
New York, NY 10017

5. Name: Warburg Pincus Partners LLC
Address: C/O WARBURG PINCUS & Co.
450 LEXINGTON AVENUE
New York, NY 10017

6. Name: Warburg Pincus LLC
Address: 450 LEXINGTON AVENUE
New York, NY 10017

7. Name: Warburg Pincus & Co.
Address: 450 LEXINGTON AVENUE
New York, NY 10017

8. Name: Charles R. Kaye
Address: C/O WARBURG PINCUS & Co.
450 LEXINGTON AVENUE
New York, NY 10017

9. Name: Joseph P. Landy
Address: C/O WARBURG PINCUS & Co.
450 LEXINGTON AVENUE
New York, NY 10017

Designated Filer:
 Issuer & Ticker Symbol:
 Date of Event Requiring Statement:

Warburg Pincus Private Equity X O&G, L.P.
 Laredo Petroleum Holdings, Inc. [LPI]
 November 25, 2013

Exhibit 99.3 - Joint Filers' Signatures

WARBURG PINCUS PRIVATE EQUITY X O&G, L.P.

By: Warburg Pincus X, L.P., its General Partner
 By: Warburg Pincus X LLC, its General Partner
 By: Warburg Pincus Partners LLC, its Sole Member
 By: Warburg Pincus & Co., its Managing Member

By: /s/ Steven G. Glenn Date: November 26, 2013
 Name: Steven G. Glenn
 Title: Attorney-in-Fact*

WARBURG PINCUS X PARTNERS, L.P.

By: Warburg Pincus X, L.P., its General Partner
 By: Warburg Pincus X LLC, its General Partner
 By: Warburg Pincus Partners LLC, its Sole Member
 By: Warburg Pincus & Co., its Managing Member

By: /s/ Steven G. Glenn Date: November 26, 2013
 Name: Steven G. Glenn
 Title: Attorney-in-Fact*

WARBURG PINCUS X, L.P.

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

By: /s/ Steven G. Glenn Date: November 26, 2013
 Name: Steven G. Glenn
 Title: Attorney-in-Fact*

WARBURG PINCUS X LLC

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

By: /s/ Steven G. Glenn Date: November 26, 2013
 Name: Steven G. Glenn
 Title: Attorney-in-Fact*

WARBURG PINCUS PARTNERS LLC

By: Warburg Pincus & Co., its Managing Member

By: /s/ Steven G. Glenn Date: November 26, 2013
 Name: Steven G. Glenn
 Title: Attorney-in-Fact*

WARBURG PINCUS LLC

By: /s/ Steven G. Glenn Date: November 26, 2013
 Name: Steven G. Glenn
 Title: Managing Director

WARBURG PINCUS & CO.

By: /s/ Steven G. Glenn Date: November 26, 2013

Name: Steven G. Glenn
Title: Attorney-in-Fact*

CHARLES R. KAYE

By: /s/ Steven G. Glenn Date: November 26, 2013
Name: Charles R. Kaye
By: Steven G. Glenn, Attorney-in-Fact*

JOSEPH P. LANDY

By: /s/ Steven G. Glenn Date: November 26, 2013
Name: Joseph P. Landy
By: Steven G. Glenn, Attorney-in-Fact*

* The Power of Attorney given by each of Warburg Pincus & Co., Mr. Kaye and Mr. Landy is filed as Exhibit 24.0 hereto.
