SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934 (Amendment No. 1)

LAREDO PETROLEUM, INC.

(Name of Issuer)

COMMON STOCK (Title of Class of Securities)

> 516806106 (CUSIP Number)

December 31, 2014 (Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

□ Rule 13d-1(b)

⊠ Rule 13d-1(c)

□ Rule 13d-1(d)

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).

1	NAMES	OF	REPORTING PERSONS					
1			TIFICATION NOS. OF ABOVE PERSONS (Entities Only)					
	Atlas M	Atlas Master Fund, Ltd.						
2			E APPROPRIATE BOX IF A MEMBER OF A GROUP*					
	(a) 🗆	(b)					
	050 110							
3	SEC USI	e or	NLY					
4	CITIZEN	ISH	IP OR PLACE OF ORGANIZATION					
	C	_						
	Caymai							
		5	SOLE VOTING POWER					
			2,988,119 (See Item 4)					
	IBER OF ARES	6						
_	FICIALLY							
	NED BY		None (see Item 4)					
	ACH	7	SOLE DISPOSITIVE POWER					
	ORTING RSON		2.000.110 (Cap Harm 4)					
	VITH	8	2,988,119 (See Item 4) SHARED DISPOSITIVE POWER					
		0	SHARED DISPOSITIVE POWER					
			None					
9	AGGRE	GAT	E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
			(See Item 4)					
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* □							
	Not Applicable							
11								
	2.08%							
12	TYPE OF REPORTING PERSON*							
	CO							

1			REPORTING PERSONS				
	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (Entities Only)						
			al, LLC				
2			E APPROPRIATE BOX IF A MEMBER OF A GROUP*				
	(a) 🗆	(b)				
	000000						
3	SEC USI	E OF	NLY				
	OFFICE						
4	CITIZEN	NSH.	IP OR PLACE OF ORGANIZATION				
	Delawa	20					
	Delawa		SOLE VOTING POWER				
		5	SOLE VOTING POWER				
			2,988,119				
	IBER OF	6	SHARED VOTING POWER				
-	ARES	-	SHARED VOTING FOWER				
	FICIALLY NED BY		None (See Item 4)				
	ACH	7					
	ORTING	'	SOLE DISCONTIVE FOWER				
	RSON		2,988,119				
W	VITH	8	SHARED DISPOSITIVE POWER				
		Ŭ					
			None (See Item 4)				
9	AGGRE	GAT	TE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
_							
	2,988,1	19 ((See Item 4)				
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*						
	Not Applicable						
11							
	2.08%						
12	TYPE OF REPORTING PERSON*						
	00						

	NAMES							
1			REPORTING PERSONS FIFICATION NOS. OF ABOVE PERSONS (Entities Only)					
	I.K.S. IDENTIFICATION NOS. OF ADOVE FERSONS (Entities Only)							
	Atlas G	Atlas Global Investments, Ltd.						
2			E APPROPRIATE BOX IF A MEMBER OF A GROUP*					
2	(a) \Box		$ \square $					
	(-) _	(-						
3	SEC USI	IO E	NLY					
4	CITIZEN	ISH	IP OR PLACE OF ORGANIZATION					
	Caymai	1						
		5	SOLE VOTING POWER					
NUM	IBER OF		2,988,119					
	ARES	6	SHARED VOTING POWER					
	FICIALLY							
	NED BY		None (See Item 4)					
	ACH	7	SOLE DISPOSITIVE POWER					
	ORTING RSON		2 000 110					
	VITH		2,988,119					
		8	SHARED DISPOSITIVE POWER					
			None (See Item 4)					
9	ACCDE		None (See Item 4) E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
Э	AGGRE	JAI	E AMOUNT DENEFICIALLY OWNED BY EACH REPORTING PERSON					
	2 988 1	197	(See Item 4)					
10	2,988,119 (See Item 4) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* □							
10	CHECK DOWN THE AGOREOMIC AND ONT IN NOW (J) EACEODES CENTAIN SHARES							
	Not Applicable							
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)							
	2.08%							
12	TYPE OF REPORTING PERSON*							
	СО							
LI								

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1			REPORTING PERSONS				
	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (Entities Only)						
	Atlas Tr	Atlas Institutional Fund, LLC					
2			E APPROPRIATE BOX IF A MEMBER OF A GROUP*				
2	(a) \Box		$ \square $				
	(a) 🗆	(U					
3	SEC US		NI V				
5	010 00						
4	CITIZEN	ISH	IP OR PLACE OF ORGANIZATION				
-							
	Delawa	re					
		5	SOLE VOTING POWER				
NLIM	IBER OF		2,988,119				
	ARES	6	SHARED VOTING POWER				
-	FICIALLY						
OWN	NED BY		None (See Item 4)				
	ACH	7	SOLE DISPOSITIVE POWER				
	ORTING RSON						
	VITH		2,988,119				
	• • • • • • • • • • • • • • • • • • • •	8	SHARED DISPOSITIVE POWER				
	ACCDE		None (See Item 4)				
9	AGGRE	GAI	E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	ר <u>ס</u> פס ז	10 /	(See Item 4)				
10			X IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*				
10	CHECK DOA IF THE AGGREGATE AWOUNT IN NOW (5) EACLODES CERTAIN SHARES .						
	Not Applicable						
11							
	2.08%						
12	TYPE OF REPORTING PERSON*						
	00						
<u> </u>							

1			REPORTING PERSONS					
	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (Entities Only)							
			rutional Fund, Ltd.					
2			E APPROPRIATE BOX IF A MEMBER OF A GROUP*					
	(a) 🗆	(b						
3	SEC USI	e oi	NLY					
4	CITIZEN	ISH	IP OR PLACE OF ORGANIZATION					
	Caymai	n						
		5	SOLE VOTING POWER					
			2,988,119					
	IBER OF	6						
-	FICIALLY							
	NED BY		None (See Item 4)					
	ACH	7						
	ORTING							
PE	RSON		2,988,119					
W	VITH	8						
		U	STRIKED DISTOSTITVE FOWER					
			None (See Item 4)					
9	ACCRE	CAT	TE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
3	AGGIL	GAI	E AMOUNT BENEFICIALET OWNED DT EACH REFORTING FERSON					
	2 088 1	10	(See Item 1)					
10	2,988,119 (See Item 4) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* □							
10	CHECK DOA IF THE AGOREGATE ANIOUNT IN NOW (5) EACEODES CERTAIN SHARES D							
	Not Applicable							
11								
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)							
10	2.08%							
12	TYPE OF REPORTING PERSON*							
	CO							

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1			REPORTING PERSONS				
	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (Entities Only)						
	Atlac Ir	Atlas Institutional Fund II, LLC					
2			E APPROPRIATE BOX IF A MEMBER OF A GROUP*				
2	(a) \Box		\square				
	(a) 🗆	(U					
3	SEC US	E Oľ	NLY				
_							
4	CITIZEN	VSH	IP OR PLACE OF ORGANIZATION				
	Delawa	re					
•		5	SOLE VOTING POWER				
NUM	IBER OF		2,988,119				
	ARES	6	SHARED VOTING POWER				
BENE	FICIALLY	·					
	NED BY		None (See Item 4)				
	ACH ORTING	7	SOLE DISPOSITIVE POWER				
	RSON		2 000 110				
	VITH		2,988,119				
		8	SHARED DISPOSITIVE POWER				
			None (See Item 4)				
9	ACCPE	САТ	E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
5	AUGKL	UAI	E AMOUNT BENEFICIALET OWNED DT EACH NEI OKTING TEKSON				
	2,988,1	19 ((See Item 4)				
10	2,988,119 (See Item 4) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* □						
-							
	Not Applicable						
11	**						
	2.08%						
12	TYPE OF REPORTING PERSON*						
	00						

1			REPORTING PERSONS					
	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (Entities Only)							
			utional Fund II, Ltd.					
2			E APPROPRIATE BOX IF A MEMBER OF A GROUP*					
	(a) 🗆	(b						
3	SEC USI	e or	VLY					
4	CITIZEN	ISH	IP OR PLACE OF ORGANIZATION					
	Caymai	n						
	U	5	SOLE VOTING POWER					
			2,988,119					
	IBER OF	6	SHARED VOTING POWER					
-	FICIALLY	_						
	NED BY		None (See Item 4)					
	ACH	7						
	ORTING	ŕ						
PE	RSON		2,988,119					
W	VITH	8	SHARED DISPOSITIVE POWER					
		U	SHARED DISFOSITIVE FOWER					
			None (See Item 4)					
9	ACCDE		E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
9	AGGRE	GAI	E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
	ר 000 1	10 /	(Coo Itom 4)					
10	2,988,119 (See Item 4)							
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*							
	Not Applicable							
44	Not Applicable							
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)							
	2.08%							
12	TYPE OF REPORTING PERSON*							
	CO							

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1			REPORTING PERSONS					
	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (Entities Only)							
	Atlas G	Atlas Global Japan Unit Trust						
2			E APPROPRIATE BOX IF A MEMBER OF A GROUP*					
2	(a) \Box		\Box					
	(-) _	(-	<i>,</i> –					
3	SEC US	E Oľ	NLY					
4	CITIZEN	NSH	IP OR PLACE OF ORGANIZATION					
	Cayma							
		5	SOLE VOTING POWER					
			0.000.110					
NUM	IBER OF	0	2,988,119					
_	IARES	6	SHARED VOTING POWER					
	FICIALLY NED BY	,	None (See Item 4)					
	ACH	7						
	ORTING	ŕ						
	RSON		2,988,119					
W	VITH	8						
			None (See Item 4)					
9	AGGRE	GAT	E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
10			(See Item 4)					
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*							
	Not Applicable							
11								
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)							
	2.08%							
12	TYPE OF REPORTING PERSON*							
	00							

1			REPORTING PERSONS				
	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (Entities Only)						
	Atlas Enhanced Master Fund, Ltd.						
2	CHECK	TH	E APPROPRIATE BOX IF A MEMBER OF A GROUP*				
	(a) \Box (b) \Box						
3	SEC US	E OI	NLY				
4	CITIZEN	ISH	IP OR PLACE OF ORGANIZATION				
	-	-					
	Cayma	n					
-	Cuyma	5	SOLE VOTING POWER				
		5	Sole vormorowek				
NUM	BER OF	0	2,968,222				
_	ARES	6	SHARED VOTING POWER				
	FICIALLY	, ,					
	NED BY		None (See Item 4)				
	ACH	7	SOLE DISPOSITIVE POWER				
	ORTING						
	RSON		2,968,222				
N	/ITH	8	SHARED DISPOSITIVE POWER				
			None (See Item 4)				
9	AGGRE	GAT	E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	2,968.2	22	(See Item 4)				
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*						
-							
	Not Applicable						
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)						
11	PERCENT OF CLASS REPRESENTED DT ANIOUNT IN ROW (3)						
	2.07%						
10							
12	TYPE OF REPORTING PERSON*						
	60						
	CO						
	CU						

1			REPORTING PERSONS				
	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (Entities Only)						
			anced Fund, L.P.				
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*						
	(a) 🗆	(t					
3	SEC US	e oi	NLY				
4	CITIZEN	NSH	IP OR PLACE OF ORGANIZATION				
	Delawa	are					
		5	SOLE VOTING POWER				
		_					
			2,968,222				
	IBER OF	6					
_	IARES	-					
	FICIALLY NED BY		None (See Item 4)				
	ACH	7					
	ORTING	1	SOLE DISPOSITIVE POWER				
	RSON						
	VITH	_	2,968,222				
		8	SHARED DISPOSITIVE POWER				
			None (See Item 4)				
9	AGGRE	GAT	TE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
			(See Item 4)				
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* □						
	Not Applicable						
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)						
	2.07%						
12	TYPE OF REPORTING PERSON*						
	00						
LI							

1			REPORTING PERSONS				
	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (Entities Only)						
	Atlas Enhanced Fund, Ltd.						
2	CHECK	TH	E APPROPRIATE BOX IF A MEMBER OF A GROUP*				
	(a) 🗆	(b					
3	SEC USE	IO E	NLY				
4	CITIZEN	ISH	IP OR PLACE OF ORGANIZATION				
	0111221						
	Caymai	n					
	Cuymu	5	SOLE VOTING POWER				
		5					
NUM	BER OF	0	2,968,222				
_	ARES	6	SHARED VOTING POWER				
	FICIALLY						
	NED BY		None (See Item 4)				
	ACH	7	SOLE DISPOSITIVE POWER				
	ORTING						
	RSON /ITH		2,968,222				
~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~	11H	8	SHARED DISPOSITIVE POWER				
			None (See Item 4)				
9	AGGRE	GAT	E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	2,968,2	22 (	(See Item 4)				
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*						
	Not Applicable						
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)						
	rendent of CLASS REFRESENTED DT ANIOUNT IN NOW (3)						
	2.07%						
12	TYPE OF REPORTING PERSON*						
14	TIFEU						
	CO						

1			REPORTING PERSONS					
	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (Entities Only)							
		Lyxor/Balyasny Atlas Enhanced Fund Limited						
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*							
	(a) 🗆	(t						
3	SEC US	e oi	NLY					
4	CITIZEN	NSH	IP OR PLACE OF ORGANIZATION					
	Jersey							
		5	SOLE VOTING POWER					
NUM	IBER OF		248,901					
	ARES	6	SHARED VOTING POWER					
BENE	FICIALLY	r						
OWI	NED BY		None (See Item 4)					
	ACH	7	SOLE DISPOSITIVE POWER					
	ORTING							
	RSON		248,901					
v v	VITH	8	SHARED DISPOSITIVE POWER					
			None (See Item 4)					
9	AGGRE	GAT	TE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
	248,901 (See Item 4)							
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*							
	Not Applicable							
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)							
	.17%							
12	TYPE OF REPORTING PERSON*							
	CO							
	30							

1	NAMES OF REPORTING PERSONS			
	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (Entities Only)			
			Master Fund, Ltd.	
2			E APPROPRIATE BOX IF A MEMBER OF A GROUP*	
	(a) 🗆	(b	) 🗆	
3	SEC USE	E OI	NLY	
4	CITIZENSHIP OR PLACE OF ORGANIZATION			
	Caymai	1		
		5	SOLE VOTING POWER	
NILIM	BER OF		1,362,546	
	ARES	6	SHARED VOTING POWER	
_	FICIALLY			
	NED BY		None (See Item 4)	
	ACH	7		
REPC	ORTING			
	RSON		1,362,546	
WITH		8		
		Ŭ		
			None (See Item 4)	
9	AGGRE	GAT	TE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
5	noone	0/11		
	1 362 5	<i>1</i> 6 i	(See Item 4)	
10			X IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*	
10	SILUK	-01		
	Not An	nlic	able	
11	Not Applicable           PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)			
	FERCEN	10	$\mathbf{F} \subset \mathbf{F} \mathcal{F} \mathcal{F} \mathcal{F} \mathcal{F} \mathcal{F} \mathcal{F} \mathcal{F} \mathcal$	
	.95%			
10				
12	TYPE OF REPORTING PERSON*			
	CO			
	1 1 1			

1	NAMES OF REPORTING PERSONS			
	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (Entities Only)			
	BAM Zie Fund, LLC			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*			
	(a) 🗆	(b		
3	SEC USE ONLY			
4	CITIZENSHIP OR PLACE OF ORGANIZATION			
	Delawa	re		
•		5	SOLE VOTING POWER	
NILINA	BER OF		1,362,546	
	ARES	6	SHARED VOTING POWER	
-	FICIALLY			
	NED BY		None (See Item 4)	
E	ACH	7		
REPO	ORTING			
	RSON		1,362,546	
W	/ITH	8	SHARED DISPOSITIVE POWER	
		-		
			None (See Item 4)	
9	AGGRE	GAT	'E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
J	noone			
	1.362.5	46 (	(See Item 4)	
10			X IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*	
10	GILLOIT	201		
	Not Ap	nlic	able	
11	<b>1</b>	<u> </u>	DF CLASS REPRESENTED BY AMOUNT IN ROW (9)	
11	LICEN			
	.95%			
12	TYPE OF REPORTING PERSON*			
14	I I PE OF REPORTING PERSON"			
	00			
1	00			

1	NAMES OF REPORTING PERSONS			
	I.R.S. ID	DEN'	TIFICATION NOS. OF ABOVE PERSONS (Entities Only)	
			Fund, Ltd.	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) □ (b) □			
	(a) 🗆	(L	<i>i</i> ) □	
3	SEC US	FOI		
5	SEC USE ONLY			
4	CITIZENSHIP OR PLACE OF ORGANIZATION			
-	GITTEE	.011		
	Cayman			
		5	SOLE VOTING POWER	
NILIN	IBER OF		1,362,546	
	IDER OF	6	SHARED VOTING POWER	
-	FICIALLY	7		
OWI	NED BY		None (See Item 4)	
	ACH	7	SOLE DISPOSITIVE POWER	
	ORTING			
	RSON VITH		1,362,546	
v	VIIII	8	SHARED DISPOSITIVE POWER	
			None (See Item 4)	
9	AGGRE	GAI	E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	1 262 5	16	$(\mathbf{S}_{\mathbf{a}\mathbf{a}}, \mathbf{I}_{\mathbf{a}\mathbf{a}\mathbf{a}\mathbf{a}\mathbf{a}\mathbf{a}\mathbf{a}\mathbf{a}\mathbf{a}a$	
10	1,362,546 (See Item 4)         CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* □			
10	CHECK	ЬU.	$x$ if the AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES $\Box$	
	Not An	nlic	able	
11	Not Applicable         PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)			
1 1	I LICCLI	· · · C		
	.95%			
12	TYPE OF REPORTING PERSON*			
	СО			
	1			

	NAMEC	OF	DEPODTING DEDGONG
1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (Entities Only)		
	1.10.3.10		The restrict the second (Ended Solid)
	Balvasr	ıv A	Asset Management L.P.
2			E APPROPRIATE BOX IF A MEMBER OF A GROUP*
	(a) 🗆	(b	
3	SEC USE ONLY		
4	CITIZENSHIP OR PLACE OF ORGANIZATION		
	Delawa	۲O	
l		1e 5	SOLE VOTING POWER
		5	
NILINA	IBER OF		7,567,788 (See Item 4)
	ARES	6	SHARED VOTING POWER
	FICIALLY		
	NED BY		None
	ACH ORTING	7	SOLE DISPOSITIVE POWER
	RSON		7 = 67 = 700 (See Itom 4)
	VITH	8	7,567,788 (See Item 4) SHARED DISPOSITIVE POWER
		0	SHARED DISPOSITIVE POWER
			None
9	AGGRE	GAT	E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
	7,628,127 (See Item 4)		
10	CHECK	BOZ	X IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* $\Box$
	NT-4 A	. 1 .	
11	Not Applicable         PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)		
11	PERCEN	41 U	JF CLASS REPRESENTED BY AMOUNT IN ROW (9)
	5.27%		
12	TYPE OF REPORTING PERSON*		
	_		
	IA		

1	NAMES OF REPORTING PERSONS			
	I.R.S. ID	ENI	TIFICATION NOS. OF ABOVE PERSONS (Entities Only)	
	Dmitry			
2			E APPROPRIATE BOX IF A MEMBER OF A GROUP*	
	(a) 🗆	(b		
3	SEC USE ONLY			
4	CITIZENSHIP OR PLACE OF ORGANIZATION			
	United	Sta	tes	
		5	SOLE VOTING POWER	
NUM	BER OF		7,567,788 (See Item 4)	
	ARES	6	SHARED VOTING POWER	
_	FICIALLY			
	NED BY		None	
E	ACH	7	SOLE DISPOSITIVE POWER	
	ORTING			
	RSON		7,567,788 (See Item 4)	
W	/ITH	8		
			None	
9	AGGRE	GAT	E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	7.567.7	88	(See Item 4)	
10			X IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*	
-				
	Not Ap	plic	able	
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)			
	LICEN			
	5.27%			
12	TYPE OF REPORTING PERSON*			
14				
	IN			
	TTN			

Item 1 (a) <u>Name of Issuer:</u>

LAREDO PETROLEUM, INC. (the "Company")

(b) <u>Address of Issuer's Principal Executive Offices</u>: 15 W. Sixth Street, Suite 900

Tulsa, Oklahoma 74119 United States

**Item 2** (a) – (c) This statement is filed on behalf of the following:

(1) Atlas Master Fund, Ltd. is a Cayman corporation ("AMF"), with its principal business office at c/o Maples Corporate Services Limited, P.O. Box 309, Ugland House, George Town, Grand Cayman KY1-1104, Cayman Islands, British West Indies.

(2) Atlas Global, LLC is a Delaware limited liability company ("AG"), with its principal business office at 181 West Madison, Suite 3600, Chicago, IL 60602. AG owns 11.88% of the equity interests in AMF.

(3) Atlas Global Investments, Ltd. is a Cayman corporation ("AGI"), with its principal business office at c/o Maples Corporate Services Limited, P.O. Box 309, Ugland House, George Town, Grand Cayman KY1-1104, Cayman Islands, British West Indies. AGI owns 21.19% of the equity interests in AMF.

(4) Atlas Institutional Fund, LLC is a Delaware limited liability company ("AIF LLC"), with its principal business office at 181 West Madison, Suite 3600, Chicago, IL 60602. AIF LLC owns 4.22% of the equity interests in AMF.

(5) Atlas Institutional Fund, Ltd. is a Cayman corporation ("AIF LTD"), with its principal business office at c/o Maples Corporate Services Limited, P.O. Box 309, Ugland House, George Town, Grand Cayman KY1-1104, Cayman Islands, British West Indies. AIF LTD owns 14.33% of the equity interests in AMF.

(6) Atlas Institutional Fund II, LLC is a Delaware limited liability company ("AIF2 LLC"), with its principal business office at 181 West Madison, Suite 3600, and Chicago, IL 60602. AIF2 LLC owns 10.08% of the equity interests in AMF.

(7) Atlas Institutional Fund II, Ltd. is a Cayman corporation ("AIF2 LTD"), with its principal business office at c/o Maples Corporate Services Limited, P.O. Box 309, Ugland House, George Town, Grand Cayman KY1-1104, Cayman Islands, British West Indies. AIF2 LTD owns 25.71% of the equity interests in AMF.

Page 19 of 35 Pages

(8) Atlas Global Japan Unit Trust is a Cayman exempted unit trust ("AGJ"), with its principal business office at c/o CIBC Bank and Trust Company (Cayman) Limited, CIBC Financial Centre, 11 Dr. Roy's Drive-3rd Floor, P.O. Box 694, Grand Cayman, Cayman Islands, British West Indies. AGJ owns 6.56% of the equity interests in AMF.

(9) Atlas Enhanced Master Fund, Ltd. is a Cayman corporation ("AEMF"), with its principal business office at c/o Maples Corporate Services Limited, P.O. Box 309, Ugland House, George Town, Grand Cayman KY1-1104, Cayman Islands, British West Indies.

(10) Atlas Enhanced Fund, L.P. is a Delaware limited partnership ("AEF LP"), with its principal business office at 181 West Madison, Suite 3600, Chicago, IL 60602. AEF LP owns 23.56% of the equity interests in AEMF.

(11) Atlas Enhanced Fund, Ltd. is a Cayman corporation ("AEF LTD"), with its principal business office at c/o Maples Corporate Services Limited, P.O. Box 309, Ugland House, George Town, Grand Cayman KY1-1104, Cayman Islands, British West Indies. AEF LTD owns 74.85% of the equity interests in AEMF.

(12) Lyxor/Balyasny Atlas Enhanced Fund Limited is a Jersey limited corporation ("LYXOR"), with its registered office at 18 Esplanade, St. Helier, Jersey JE4 8RT, Channel Islands.

(13) BAM Zie Master Fund, Ltd. is a Cayman corporation ("BZMF"), with its principal business office at c/o Maples Corporate Services Limited, P.O. Box 309, Ugland House, George Town, Grand Cayman KY1-1104, Cayman Islands, British West Indies.

(14) BAM Zie Fund, LLC is a Delaware limited liability company ("BZF LLC"), with its principal business office at 181 West Madison, Suite 3600, Chicago, IL 60602. BZF LLC owns 50.75% of the equity interests in BZMF.

(15) BAM Zie Fund, Ltd. is a Cayman corporation ("BZF LTD"), with its principal business office at c/o Maples Corporate Services Limited, P.O. Box 309, Ugland House, George Town, Grand Cayman KY1-1104, Cayman Islands, British West Indies. BZF LTD owns 48.39% of the equity interests in BZMF.

(16) Balyasny Asset Management L.P. is a Delaware limited partnership ("BAM"), with its principal business office at 181 West Madison, Suite 3600, and Chicago, IL 60602. BAM is the investment manager to each of AMF, AG, AGI, AIF LLC, AIF LTD, AIF2 LLC, AIF2 LTD, AGJ, AEMF, AEF LP, AEF LTD, LYXOR, BZMF, BZF LLC, BZF LTD.

Page 20 of 35 Pages

(17) Dmitry Balyasny, a United States citizen whose business address is 181 West Madison, Suite 3600, Chicago, IL 60602. Dmitry Balyasny is the sole managing member of the general partner of BAM.

(d) <u>Title of Class of Securities</u>:

Common Stock

- (e) <u>CUSIP Number</u>: 516806106
- Item 3If this statement is filed pursuant to Rule 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a:<br/>Not Applicable

Item 4 Ownership:

<u>AMF</u>

- (a) <u>Amount Beneficially Owned</u>: 2,988,119
- (b) <u>Percent of Class</u>:

2.08%

- (c) <u>Number of Shares as to which person has</u>:
  - (i) Sole power to vote or to direct vote: 2,988,119
  - (ii) Shared power to vote or to direct vote: None
  - (iii) Sole power to dispose or direct disposition of:2,988,119

Page 21 of 35 Pages

(iv) Shared power to dispose or to direct disposition of: None

<u>AG</u>

#### (a) <u>Amount Beneficially Owned</u>:

By virtue of its ownership of 11.88% of the equity interest in AMF, AG may be deemed to beneficially own the 2,988,119 Shares of the Company's Common Stock beneficially owned by AMF.

#### (b) <u>Percent of Class</u>:

2.08%

- (c) <u>Number of Shares as to which person has</u>:
  - (i) Sole power to vote or to direct vote: 2,988,119
  - (ii) Shared power to vote or to direct vote: None
  - (iii) Sole power to dispose or direct disposition of:2,988,119
  - (iv) Shared power to dispose or to direct disposition of:

AGI

(a) <u>Amount Beneficially Owned</u>:

None

By virtue of its ownership of 21.19% of the equity interest in AMF, AGI may be deemed to beneficially own the 2,988,119 Shares of the Company's Common Stock beneficially owned by AMF.

Page 22 of 35 Pages

### (b) <u>Percent of Class</u>:

2.08%

- (c) <u>Number of Shares as to which person has</u>:
  - (i) Sole power to vote or to direct vote: 2,988,119
  - (ii) Shared power to vote or to direct vote: None
  - (ii) Sole power to dispose or direct disposition of: 2,988,119
  - (iv) Shared power to dispose or to direct disposition of: None

### AIF LLC

### (a) <u>Amount Beneficially Owned</u>:

By virtue of its ownership of 4.22% of the equity interest in AMF, AIF LLC may be deemed to beneficially own the 2,988,119 Shares of the Company's Common Stock beneficially owned by AMF.

(b) <u>Percent of Class</u>:

2.08%

- (c) <u>Number of Shares as to which person has</u>:
  - (i) Sole power to vote or to direct vote: 2,988,119
  - (ii) Shared power to vote or to direct vote:

None

Page 23 of 35 Pages

- (iii) Sole power to dispose or direct disposition of:2,988,119
- (iv) Shared power to dispose or to direct disposition of: None

### AIF LTD

### (a) <u>Amount Beneficially Owned</u>:

By virtue of its ownership of 14.33% of the equity interest in AMF, AIF LTD may be deemed to beneficially own the 2,988,119 Shares of the Company's Common Stock beneficially owned by AMF.

(b) <u>Percent of Class</u>:

2.08%

- (c) <u>Number of Shares as to which person has</u>:
  - (i) Sole power to vote or to direct vote: 2,988,119
  - (ii) Shared power to vote or to direct vote: None
  - (iii) Sole power to dispose or direct disposition of:

2,988,119

(iv) Shared power to dispose or to direct disposition of:

None

### AIF2 LLC

(a) <u>Amount Beneficially Owned</u>:

By virtue of its ownership of 10.08% of the equity interest in AMF, AIF2 LLC may be deemed to beneficially own the 2,988,119 Shares of the Company's Common Stock beneficially owned by AMF.

Page 24 of 35 Pages

### (b) <u>Percent of Class</u>:

2.08%

- (c) <u>Number of Shares as to which person has</u>:
  - (i) Sole power to vote or to direct vote: 2,988,119
  - (ii) Shared power to vote or to direct vote: None
  - (iii) Sole power to dispose or direct disposition of:2,988,119
  - (iv) Shared power to dispose or to direct disposition of: None

### AIF2 LTD

### (a) <u>Amount Beneficially Owned</u>:

By virtue of its ownership of 25.71% of the equity interest in AMF, AIF2 LTD may be deemed to beneficially own the 2,988,119 Shares of the Company's Common Stock beneficially owned by AMF.

(b) <u>Percent of Class</u>:

2.08%

- (c) <u>Number of Shares as to which person has</u>:
  - (i) Sole power to vote or to direct vote: 2,988,119
  - (ii) Shared power to vote or to direct vote:

None

Page 25 of 35 Pages

- (iii) Sole power to dispose or direct disposition of:2,988,119
- (iv) Shared power to dispose or to direct disposition of: None

### <u>AGJ</u>

### (a) <u>Amount Beneficially Owned</u>:

By virtue of its ownership of 6.56% of the equity interest in AMF, AGJ may be deemed to beneficially own the 2,988,119 Shares of the Company's Common Stock beneficially owned by AMF.

#### (b) <u>Percent of Class</u>:

2.08%

- (c) <u>Number of Shares as to which person has</u>:
  - (i) Sole power to vote or to direct vote: 2,988,119
  - (ii) Shared power to vote or to direct vote: None
  - (iii) Sole power to dispose or direct disposition of:

2,988,119

(iv) Shared power to dispose or to direct disposition of:

None

### <u>AEMF</u>

(a) <u>Amount Beneficially Owned</u>:

2,968,222

Page 26 of 35 Pages

### (b) <u>Percent of Class</u>:

2.07%

- (c) <u>Number of Shares as to which person has</u>:
  - (i) Sole power to vote or to direct vote: 2,968,222
  - (ii) Shared power to vote or to direct vote: None
  - (iii) Sole power to dispose or direct disposition of:2,968,222
  - (iv) Shared power to dispose or to direct disposition of: None

### <u>AEF LP</u>

### (a) <u>Amount Beneficially Owned</u>:

By virtue of its ownership of 23.56% of the equity interest in AEMF, AEF LP may be deemed to beneficially own the 2,968,222 Shares of the Company's Common Stock beneficially owned by AEMF.

(b) <u>Percent of Class</u>:

2.07%

- (c) <u>Number of Shares as to which person has</u>:
  - (i) Sole power to vote or to direct vote: 2,968,222
  - (ii) Shared power to vote or to direct vote:

None

Page 27 of 35 Pages

- (iii) Sole power to dispose or direct disposition of:2,968,222
- (iv) Shared power to dispose or to direct disposition of: None

### AEF LTD

### (a) <u>Amount Beneficially Owned</u>:

By virtue of its ownership of 74.85% of the equity interest in AEMF, AEF LTD may be deemed to beneficially own the 2,968,222 Shares of the Company's Common Stock beneficially owned by AEMF.

#### (b) <u>Percent of Class</u>:

2.07%

- (c) <u>Number of Shares as to which person has</u>:
  - (i) Sole power to vote or to direct vote: 2,968,222
  - (ii) Shared power to vote or to direct vote: None
  - (iii) Sole power to dispose or direct disposition of:

2,968,222

(iv) Shared power to dispose or to direct disposition of:

None

### <u>LYXOR</u>

(a) <u>Amount Beneficially Owned</u>:

248,901

Page 28 of 35 Pages

### (b) <u>Percent of Class</u>:

.17%

- (c) <u>Number of Shares as to which person has</u>:
  - (i) Sole power to vote or to direct vote: 248,901
  - (ii) Shared power to vote or to direct vote: None
  - (iii) Sole power to dispose or direct disposition of: 248,901
  - (iv) Shared power to dispose or to direct disposition of: None

### <u>BZMF</u>

- (a) <u>Amount Beneficially Owned</u>: 1,362,546
- (b) <u>Percent of Class</u>:

.95%

- (c) <u>Number of Shares as to which person has</u>:
  - (ii) Sole power to vote or to direct vote: 1,362,546
  - (ii) Shared power to vote or to direct vote: None
  - (iii) Sole power to dispose or direct disposition of: 1,362,546

Page 29 of 35 Pages

(iv) Shared power to dispose or to direct disposition of: None

### BZF LLC

### (a) <u>Amount Beneficially Owned</u>:

By virtue of its ownership of 50.75% of the equity interest in BZMF, BZF LLC may be deemed to beneficially own the 1,362,546 Shares of the Company's Common Stock beneficially owned by BZMF.

#### (b) <u>Percent of Class</u>:

.95%

- (c) <u>Number of Shares as to which person has</u>:
  - (iv) Sole power to vote or to direct vote: 1,362,546
  - (ii) Shared power to vote or to direct vote: None
  - (iii) Sole power to dispose or direct disposition of: 1,362,546
  - (iv) Shared power to dispose or to direct disposition of:

### BZF LTD

(a) <u>Amount Beneficially Owned</u>:

None

By virtue of its ownership of 48.39% of the equity interest in BZMF, BZF LTD may be deemed to beneficially own the 1,362,546 Shares of the Company's Common Stock beneficially owned by BZMF.

Page 30 of 35 Pages

### (b) <u>Percent of Class</u>:

.95%

- (c) <u>Number of Shares as to which person has</u>:
  - (i) Sole power to vote or to direct vote: 1,362,546
  - (ii) Shared power to vote or to direct vote: None
  - (v) Sole power to dispose or direct disposition of: 1,362,546
  - (iv) Shared power to dispose or to direct disposition of: None

### <u>BAM</u>

(a) <u>Amount Beneficially Owned</u>:

By virtue of its position as investment manager to each of AMF, AG, AGI, AIF LLC, AIF LTD, AIF2 LLC, AIF2 LTD, AGJ, AEMF, AEF LP, AEF LTD, LYXOR, BZMF, BZF LLC, and BZF LTD, BAM may be deemed to beneficially own the 7,567,788 Shares of the Company's Common Stock beneficially owned by AMF, AG, AGI, AIF LLC, AIF LTD, AIF2 LLC, AIF2 LTD, AGJ, AEMF, AEF LP, AEF LTD, LYXOR, BZMF, BZF LLC, and BZF LTD.

(b) <u>Percent of Class</u>:

5.27%

- (c) <u>Number of Shares as to which person has</u>:
  - (i) Sole power to vote or to direct vote: 7,567,788

Page 31 of 35 Pages

- (ii) Shared power to vote or to direct vote: None
- (iii) Sole power to dispose or direct disposition of: 7,567,788
- (iv) Shared power to dispose or to direct disposition of:

<u>Dmitry Balyasny</u>

(a) <u>Amount Beneficially Owned</u>:

None

By virtue of his position as the sole managing member of the general partner of BAM, Mr. Balyasny may be deemed to beneficially own the 7,567,788 Shares of the Company's Common Stock beneficially owned by BAM.

(b) <u>Percent of Class</u>:

5.27%

- (c) <u>Number of Shares as to which person has</u>:
  - (i) Sole power to vote or to direct vote: 7,567,788
  - (ii) Shared power to vote or to direct vote:

None

- (iii) Sole power to dispose or direct disposition of: 7,567,788
- (iv) Shared power to dispose or to direct disposition of:

None

Page 32 of 35 Pages

Item 5	Ownership of Five Percent or Less of a Class:
	Applicable
Item 6	Ownership of More than Five Percent on Behalf of Another Person:
	Not Applicable
Item 7	Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company:
	Not Applicable
Item 8	Identification and Classification of Members of the Group:
	Not Applicable
Item 9	Notice of Dissolution of Group:
	Not Applicable
Item 10	Certification:
	By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

Page 33 of 35 Pages

#### **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: February 13, 2015

### ATLAS MASTER FUND, LTD.

By: <u>/s/ Scott Schroeder</u> Scott Schroeder Authorized Signatory

#### ATLAS GLOBAL INVESTMENTS, LTD.

By: <u>/s/ Scott Schroeder</u> Scott Schroeder Authorized Signatory

#### ATLAS INSTITUTIONAL FUND, LTD.

By: <u>/s/ Scott Schroeder</u> Scott Schroeder Authorized Signatory

#### ATLAS INSTITUTIONAL FUND II, LTD.

By: <u>/s/ Scott Schroeder</u> Scott Schroeder Authorized Signatory

#### ATLAS GLOBAL, LLC

By: <u>/s/ Scott Schroeder</u> Scott Schroeder Authorized Signatory

### ATLAS INSTITUTIONAL FUND, LLC

By: <u>/s/ Scott Schroeder</u> Scott Schroeder Authorized Signatory

#### ATLAS INSTITUTIONAL FUND II, LLC

By: <u>/s/ Scott Schroeder</u> Scott Schroeder Authorized Signatory

#### ATLAS GLOBAL JAPAN UNIT TRUST

By: <u>/s/ Scott Schroeder</u> Scott Schroeder Authorized Representative

Page 34 of 35 Pages

#### ATLAS ENHANCED MASTER FUND, LTD.

By: <u>/s/ Scott Schroeder</u> Scott Schroeder Authorized Signatory

### ATLAS ENHANCED FUND, LTD.

By: <u>/s/ Scott Schroeder</u> Scott Schroeder Authorized Signatory

### BAM ZIE MASTER FUND, LTD

By: <u>/s/ Scott Schroeder</u> Scott Schroeder Authorized Signatory

### BAM ZIE FUND, LTD

By: <u>/s/ Scott Schroeder</u> Scott Schroeder Authorized Signatory

#### DMITRY BALYASNY

By: <u>/s/ Scott Schroeder</u> Scott Schroeder Authorized Representative

### ATLAS ENHANCED FUND, L.P.

By: <u>/s/ Scott Schroeder</u> Scott Schroeder Authorized Signatory

### LYXOR/BALYASNY ATLAS ENHANCED FUND LIMITED

By: <u>/s/ Scott Schroeder</u> Scott Schroeder Authorized Representative

#### BAM ZIE FUND, LLC

By: <u>/s/ Scott Schroeder</u> Scott Schroeder Authorized Signatory

#### BALYASNY ASSET MANAGEMENT L.P.

By: <u>/s/ Scott Schroeder</u> Scott Schroeder Authorized Signatory

Page 35 of 35 Pages