

Midstates Petroleum Company, Inc.
 Form 3
 November 03, 2016

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

OMB APPROVAL

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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)

| | | | | |
|---|---------|--------------------------------------|--|--|
| 1. Name and Address of Reporting Person * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Avenue Capital Management II, L.P. | | (Month/Day/Year) | Midstates Petroleum Company, Inc. [MPO] | |
| (Last) | (First) | 10/21/2016 | | |
| | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| C/O AVENUE CAPITAL GROUP,,Â 399 PARK AVENUE 6TH FLOOR | | | | |
| (Street) | | | (Check all applicable) | |
| | | | <input type="checkbox"/> Director | <input checked="" type="checkbox"/> 10% Owner |
| | | | <input type="checkbox"/> Officer | <input type="checkbox"/> Other |
| | | | (give title below) (specify below) | |
| NEW YORK,Â NYÂ 10022 | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| (City) | (State) | (Zip) | <input type="checkbox"/> Form filed by One Reporting Person | |
| | | | <input checked="" type="checkbox"/> Form filed by More than One Reporting Person | |

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 Stock | 3,494,914 | 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)

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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 (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security | 4. Conversion or Exercise | 5. Ownership Form of | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|--|---------------------------|----------------------|---|
|--|--|--|---------------------------|----------------------|---|

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| Date Exercisable | Expiration Date | (Instr. 4) Title | Amount or Number of Shares | Price of Derivative Security | Derivative Security: Direct (D) or Indirect (I) (Instr. 5) |
|------------------|-----------------|---------------------|----------------------------|------------------------------|---|
|------------------|-----------------|---------------------|----------------------------|------------------------------|---|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Avenue Capital Management II, L.P. C/O AVENUE CAPITAL GROUP, 399 PARK AVENUE 6TH FLOOR NEW YORK, NY 10022 | ^ | ^ X | ^ | ^ |
| Avenue Energy Opportunities Fund, L.P. C/O AVENUE CAPITAL GROUP, 399 PARK AVENUE 6TH FLOOR NEW YORK, NY 10022 | ^ | ^ X | ^ | ^ |
| Avenue Capital Management II GenPar, LLC C/O AVENUE CAPITAL GROUP, 399 PARK AVENUE 6TH FLOOR NEW YORK, NY 10022 | ^ | ^ X | ^ | ^ |
| AVENUE ENERGY OPPORTUNITIES PARTNERS, LLC C/O AVENUE CAPITAL GROUP, 399 PARK AVENUE 6TH FLOOR NEW YORK, NY 10022 | ^ | ^ X | ^ | ^ |
| GL ENERGY OPPORTUNITIES PARTNERS, LLC C/O AVENUE CAPITAL GROUP, 399 PARK AVENUE 6TH FLOOR NEW YORK, NY 10022 | ^ | ^ X | ^ | ^ |
| LASRY MARC C/O AVENUE CAPITAL GROUP, 399 PARK AVENUE 6TH FLOOR NEW YORK, NY 10022 | ^ | ^ X | ^ | ^ |

Signatures

| | |
|--|------------|
| AVENUE CAPITAL MANAGEMENT II, L.P. By: Avenue Capital Management II GenPar, LLC, its general partner By: /s/ Eric Ross, Attorney-in-Fact for Marc Lasry, Managing Member | 11/03/2016 |
| **Signature of Reporting Person | Date |
| AVENUE ENERGY OPPORTUNITIES FUND, L.P. By: Avenue Energy Opportunities Partners, LLC, its general partner By: GL Energy Opportunities Partners, LLC, its managing member | 11/03/2016 |
| **Signature of Reporting Person | Date |
| By: /s/ Eric Ross, Attorney-in-Fact for Marc Lasry, Managing Member | 11/03/2016 |

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| <u>Signature of Reporting Person</u> | Date |
|--|------------|
| AVENUE CAPITAL MANAGEMENT II GENPAR, LLC By: /s/ Eric Ross, Attorney-in-Fact for Marc Lasry, Managing Member | 11/03/2016 |
| <u>Signature of Reporting Person</u> | Date |
| AVENUE ENERGY OPPORTUNITIES PARTNERS, LLC By: GL Energy Opportunities Partners, LLC, its managing member By: /s/ Eric Ross, Attorney-in-Fact for Marc Lasry, Managing Member | 11/03/2016 |
| <u>Signature of Reporting Person</u> | Date |
| GL ENERGY OPPORTUNITIES PARTNERS, LLC By: /s/ Eric Ross, Attorney-in-Fact for Marc Lasry, Managing Member | 11/03/2016 |
| <u>Signature of Reporting Person</u> | Date |
| MARC LASRY /s/ Eric Ross as Attorney-in-Fact for Marc Lasry | 11/03/2016 |
| <u>Signature of Reporting Person</u> | 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).

The shares of Common Stock (the "Common Stock") of Midstates Petroleum Company, Inc. (the "Issuer") are held directly by Avenue Energy Opportunities Fund, L.P., a Delaware limited partnership (the "Fund"). Avenue Energy Opportunities Partners, LLC, a Delaware limited liability company, is the general partner to the Fund. GL Energy Opportunities Partners, LLC, a Delaware limited liability company, is the managing member of Avenue Energy Opportunities Partners, LLC. Avenue Capital Management II, L.P., a Delaware limited partnership ("Avenue Capital Management"), is the investment adviser to the Fund. Avenue Capital Management II GenPar, LLC, a Delaware limited liability company, is the general partner of Avenue Capital Management.

Marc Lasry is the managing member of GL Energy Opportunities Partners, LLC and Avenue Capital Management II GenPar, LLC. Mr. Lasry is deemed to be the indirect beneficial owner of the securities reported by reason of his ability to direct the vote and/or disposition of such securities, and his pecuniary interest in such shares (within the meaning of Rule 16a-1(a)(2) under the Securities Exchange Act of 1934, as amended) is a fractional interest in such amount.

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.