Laredo Petroleum Holdings, Inc.

Form 4

November 26, 2013

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

OMB Number:

3235-0287 January 31,

0.5

Check this box if no longer

subject to Section 16. Form 4 or

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

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OMB APPROVAL

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

1(b).

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person * Warburg Pincus Private Equity X

O&G, L.P.

2. Issuer Name and Ticker or Trading

Symbol

Laredo Petroleum Holdings, Inc.

3. Date of Earliest Transaction

[LPI]

5. Relationship of Reporting Person(s) to

Issuer

(Last) (First) (Middle)

> (Month/Day/Year) 11/25/2013

(Check all applicable)

X_ Director 10% Owner Other (specify Officer (give title below)

C/O WARBURG PINCUS & CO., 450 LEXINGTON AVENUE

(State)

(Street) 4. If Amendment, Date Original

(Zip)

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

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

Person

NEW YORK, NY 10017

(City)	(State) (Z	Zip) Table	I - Non-Der	rivative Securities Acquire	d, Disposed of, or	r Beneficially	Owned
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securities Acquired (A)	5. Amount of	6.	7. Nature
Security	(Month/Day/Year)	Execution Date, if	Transaction	or Disposed of (D)	Securities	Ownership	Indirect
(Instr. 3)		any	Code	(Instr. 3, 4 and 5)	Beneficially	Form:	Beneficia
		(Month/Day/Year)	(Instr. 8)		Owned	Direct (D)	Ownersh

7. Nature of Securities Ownership Indirect Beneficially Form: Beneficial Ownership Owned Direct (D) **Following** or Indirect (Instr. 4)

Reported (I) Transaction(s) (Instr. 4)

(Instr. 3 and 4)

Common

("Common Stock")

(City)

Stock, par value \$0.01 11/25/2013 per share

J(1)(2)

Code V

1,208,494 D

Amount

14,147,512

(A)

or

(D) Price

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

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number.

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. Titl	le and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration D	ate	Amou	int of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ities	(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)						
									A		
									Amount		
						Date	Expiration	m: .1	or		
						Exercisable	Date	Title Number			
				G 1 17	(A) (D)				of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships					
coporting of the random same	Director	10% Owner	Officer	Other		
Warburg Pincus Private Equity X O&G, L.P. C/O WARBURG PINCUS & CO. 450 LEXINGTON AVENUE NEW YORK, NY 10017	X	X				
Warburg Pincus X Partners, L.P. C/O WARBURG PINCUS & CO. 450 LEXINGTON AVENUE NEW YORK, NY 10017	X	X				
Warburg Pincus X, L.P. C/O WARBURG PINCUS & CO. 450 LEXINGTON AVENUE NEW YORK, NY 10017	X	X				
Warburg Pincus X LLC C/O WARBURG PINCUS & CO. 450 LEXINGTON AVENUE NEW YORK, NY 10017	X	X				
Warburg Pincus Partners LLC C/O WARBURG PINCUS & CO. 450 LEXINGTON AVENUE NEW YORK, NY 10017	X	X				
WARBURG PINCUS & CO. C/O WARBURG PINCUS & CO. 450 LEXINGTON AVENUE	X	X				

Reporting Owners 2

NEW YORK, NY 10017

WARBURG PINCUS LLC C/O WARBURG PINCUS & CO. 450 LEXINGTON AVENUE

X

NEW YORK, NY 10017

KAYE CHARLES R

C/O WARBURG PINCUS & CO.

450 LEXINGTON AVENUE

X

NEW YORK, NY 10017

Landy Joseph P.

C/O WARBURG PINCUS & CO.

450 LEXINGTON AVENUE

X

NEW YORK, NY 10017

Signatures

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

11/26/2013

**Signature of Reporting Person

Date

Explanation of Responses:

- 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).
- **(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 l

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.

Signatures 3