

Mid-Con Energy Partners, LP  
 Form 4  
 March 17, 2014

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN 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 \*  
 Berry Robert W.

2. Issuer Name and Ticker or Trading Symbol  
 Mid-Con Energy Partners, LP  
 [MCEP]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
 2501 N. HARWOOD ST. SUITE  
 2410

3. Date of Earliest Transaction (Month/Day/Year)  
 03/13/2014

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

(Street)  
 DALLAS, TX 75201

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**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 Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Common units representing limited partner interests	03/13/2014		P		2,282	A	\$ 21.972 (1)
Common units representing limited partner	03/14/2014		P		2,000	A	\$ 21.925 (2)

interests

Common  
units  
representing  
limited  
partner  
interests

28,859

I

Berry  
Ventures,  
Inc <sup>(3)</sup>

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

**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 control number.**

SEC 1474  
(9-02)

**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)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Transaction (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director 10% Owner Officer Other

Berry Robert W.  
2501 N. HARWOOD ST. SUITE 2410  
DALLAS, TX 75201

X

## Signatures

/s/ Nathan P. Pekar,  
Attorney-in-fact

03/17/2014

\*\*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) The units were purchased in multiple transactions at prices ranging from \$21.95 to \$22.00. This amount represents the weighted average purchase price of such transactions. The reporting Person undertakes to provide full information regarding the number of units purchased at each separate price upon request by the Securities and Exchange Commission, the Issuer, or a security holder of the Issuer.

(2) The units were purchased in multiple transactions at prices ranging from \$21.90 to \$21.95. This amount represents the weighted average purchase price of such transactions. The reporting Person undertakes to provide full information regarding the number of units purchased at each separate price upon request by the Securities and Exchange Commission, the Issuer, or a security holder of the Issuer.

(3) The Reporting Person is a controlling shareholder of Berry Ventures, Inc.

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

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