

GULFPORT ENERGY CORP

Form 3

February 27, 2017

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

OMB APPROVAL

OMB Number: 3235-0104

Expires: January 31, 2005

Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIESFiled 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 *

Â VANLOH S WIL JR

(Last) (First) (Middle)

1401 MCKINNEY ST., SUITE
2700

(Street)

HOUSTON,Â TXÂ 77010

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

02/17/2017

3. Issuer Name **and** Ticker or Trading Symbol
GULFPORT ENERGY CORP [GPOR]4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

☐ Director ☒ 10% Owner
☐ Officer ☐ Other
(give title below) (specify below)6. Individual or Joint/Group
Filing(Check Applicable Line)
☐ Form filed by One Reporting
Person
☒ 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

23,852,117 ⁽¹⁾

I

See footnotes ⁽¹⁾ ⁽²⁾ ⁽³⁾Reminder: Report on a separate line for each class of securities beneficially
owned directly or indirectly.

SEC 1473 (7-02)

**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.****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
(Instr. 4)
Title4. Conversion
or Exercise
Price of
Derivative
Security5. Ownership
Form of
Derivative
Security:
Direct (D)6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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Date Exercisable	Expiration Date	Amount or Number of Shares	or Indirect (I) (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
VANLOH S WIL JR 1401 MCKINNEY ST., SUITE 2700 HOUSTON, TX 77010	Â	Â X	Â	Â
Vitruvian Exploration II Holdings, LLC 1401 MCKINNEY ST., SUITE 2700 HOUSTON, TX 77010	Â	Â X	Â	Â
Vitruvian Exploration II, LLC 1401 MCKINNEY ST., SUITE 2700 HOUSTON, TX 77010	Â	Â X	Â	Â
Q-VEX II, LP 1401 MCKINNEY ST., SUITE 2700 HOUSTON, TX 77010	Â	Â X	Â	Â
QEM V LLC 1401 MCKINNEY ST., SUITE 2700 HOUSTON, TX 77010	Â	Â X	Â	Â

Signatures

/s/ S. Wil VanLoh, Jr.	02/27/2017
**Signature of Reporting Person	Date
/s/ Brian L. Rickmers, Chief Financial Officer of Vitruvian Exploration II Holdings, LLC	02/27/2017
**Signature of Reporting Person	Date
/s/ Brian L. Rickmers, Chief Financial Officer of Vitruvian Exploration II, LLC	02/27/2017
**Signature of Reporting Person	Date
/s/ James V. Baird, Authorized Person of Q-VEX II, LP	02/27/2017
**Signature of Reporting Person	Date
/s/ James V. Baird, Authorized Person of QEM V, LLC	02/27/2017
**Signature of Reporting Person	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).

Vitruvian II Woodford, LLC, a Delaware limited liability company ("Vitruvian"), is the record holder of 18,626,128 shares of common stock, par value \$0.01 per share ("Common Stock") of Gulfport Energy Corporation (the "Issuer"). Vitruvian may also be deemed to be

(1) the beneficial owner of 5,225,989 shares of Common Stock held in a separate escrow account pursuant to the terms and conditions of the Purchase and Sale Agreement by and among the Issuer (together with the 18,626,128 shares of Common Stock, the "Vitruvian Shares"), Vitruvian and a subsidiary of the Issuer that may be released to Vitruvian in certain situations.

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- Vitruvian is managed by its board of directors (the "Board"). QEM V, LLC ("QEM") is the sole general partner of Q-VEX II, LP ("Q-VEX"), which has the right to appoint a majority of the board of directors of Vitruvian Exploration II, LLC ("VEX"), which has the right to appoint a majority of the board of directors of Vitruvian Exploration II Holdings, LLC ("VEX Holdings"), which holds a majority of the capital interests of Vitruvian and has the right to appoint four of the nine directors of the Vitruvian Board (such directors, the "VEX Holdings Directors"). Certain actions of Vitruvian, including certain dispositions, require the approval of the VEX Holdings Directors. QEM, Q-VEX, VEX and VEX Holdings each disclaim beneficial ownership of the Vitruvian Shares in excess of their respective pecuniary interest in the securities.
- (2)

- Any decision taken by QEM to vote, or to direct to vote, and to dispose, or to direct the disposition of, the Vitruvian Shares has to be approved by a majority of the members of the investment committee of QEM, which majority must include S. Wil VanLoh, Jr. Therefore, Mr. VanLoh may be deemed to share voting and dispositive power over the Vitruvian Shares and may also be deemed to be the beneficial owner of such securities. Mr. VanLoh disclaims beneficial ownership of such securities in excess of his pecuniary interest in the securities.
- (3)

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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