

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

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**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Colyer Wilkie Schell Jr</u>  (Last) (First) (Middle) 2431 E 61ST STREET SUITE 850  (Street) TULSA OK 74136  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Mid-Con Energy Partners, LP [ MCEP ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 03/01/2018	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

**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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common units representing limited partner interests	03/01/2018		A		10,000 <sup>(1)</sup>	A	\$1.62	14,000	D	

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
Class A Convertible Preferred Units	\$2.15							02/11/2017	08/11/2021	Common Units Representing Limited Partner Interests		23,256	I	By Goff MCEP Holdings, LLC <sup>(2)</sup>
Class A Convertible Preferred Units	\$2.15							02/11/2017	08/11/2021	Common Units Representing Limited Partner Interests		93,023	I	By Goff MCEP Holdings, LLC <sup>(3)</sup>
Class B Convertible Preferred Units	\$1.53							07/31/2018	08/11/2021	Common Units Representing Limited Partner Interests		65,359	I	By Goff MCEP II, LP <sup>(4)</sup>
Class B Convertible Preferred Units	\$1.53							07/31/2018	08/11/2021	Common Units Representing Limited Partner Interests		130,719	I	By Goff MCEP II, LP <sup>(5)</sup>

**Explanation of Responses:**

- Common units awarded to Mr. Colyer pursuant to the Mid-Con Energy Partners, LP Long-Term Incentive Program.
- These Class A Convertible Preferred Units are held directly by Goff MCEP Holdings, LLC (Goff MCEP) but are held for the benefit of Mr. Colyer pursuant to an understanding between Mr. Colyer and Goff MCEP. Mr. Colyer is a principal of Goff Capital, Inc. (Goff Capital) which is the manager of Goff MCEP. Mr. Colyer and Goff Capital each disclaim beneficial ownership of these securities except to the extent of their respective pecuniary interest therein.

3. These Class A Convertible Preferred Units are held directly by Goff MCEP but are held for the benefit of Colyer Interests, LLC (Colyer Interests), of which Mr. Colyer is the Managing Member, pursuant to an understanding between Colyer Interests and Goff MCEP. Mr. Colyer is a principal of Goff Capital which is the manager of Goff MCEP. Mr. Colyer, Goff Capital and Colyer Interests each disclaim beneficial ownership of these securities except to the extent of their pecuniary interest therein.

4. These Class B Convertible Preferred Units are held directly by Goff MCEP II, LP (Goff MCEP II) but are held for the benefit of Mr. Colyer pursuant to an understanding between Mr. Colyer and Goff MCEP II. Mr. Colyer is the Senior Vice President/Investments, of GFS MCEP GP, LLC (GFS MCEP) which is the general partner of Goff MCEP II. Mr. Colyer and GFS MCEP each disclaim beneficial ownership of these securities except to the extent of their respective pecuniary interest therein.

5. These Class B Convertible Preferred Units are held directly by Goff MCEP II but are held for the benefit of Colyer Interests, of which Mr. Colyer is the Managing Member, pursuant to an understanding between Mr. Colyer and Goff MCEP II. Mr. Colyer, is the Senior Vice President/ Investments of GFS MCEP which is the general partner of Goff MCEP II. Mr. Colyer, Colyer Interests and GFS MCEP each disclaim beneficial ownership of these securities except to the extent of their respective pecuniary interest therein.

**Remarks:**

/s/ Charles L. McLawhorn, III,  
Vice President & General      03/05/2018  
Counsel

\*\* Signature of Reporting Person      Date

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

\* 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).

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

**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 Number.**