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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

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See instruction 1(b).

1. Name and Address of Reporting Person* GOFF JOHN C			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) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) <input type="checkbox"/> Other (specify below) <input type="checkbox"/>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 06/04/2020			6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person <input checked="" type="checkbox"/>		
500 COMMERCE STREET			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street)	FORT WORTH TX	76102						
(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Units								25,900	I	See footnote ⁽¹⁾
Common Units								8,000	I	See footnote ⁽²⁾
Common Units	06/04/2020		C		1,736,403	A	\$0.00	1,736,403	I	See footnote ⁽⁵⁾
Common Units	06/04/2020		C		2,724,753	A	\$0.00	2,724,753	I	See footnote ⁽⁶⁾⁽⁷⁾
Common Units	06/04/2020		C		1,616,713	A	\$0.00	1,616,713	I	See footnote ⁽⁸⁾
Common Units	06/04/2020		C		419,193	A	\$0.00	419,193	I	See footnote ⁽⁹⁾
Common Units	06/04/2020		C		1,397,309	A	\$0.00	1,397,309	I	See footnote ⁽¹⁰⁾
Common Units	06/04/2020		C		149,690	A	\$0.00	149,690	I	See footnote ⁽¹¹⁾

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						Title
Class A Convertible Preferred Units	(3)	06/04/2020		C		2,697,674		02/11/2017	(3)	Common Units Representing Limited Partner Interests	2,697,674	\$0.00	0	I	See footnote ⁽⁵⁾
Class A Convertible Preferred Units	(3)	06/04/2020		C		1,860,465		02/11/2017	(3)	Common Units Representing Limited Partner Interests	1,860,465	\$0.00	0	I	See footnote ⁽⁸⁾
Class A Convertible Preferred Units	(3)	06/04/2020		C		232,558		02/11/2017	(3)	Common Units Representing Limited Partner Interests	232,558	\$0.00	0	I	See footnote ⁽¹¹⁾
Class B Convertible Preferred Units	(4)	06/04/2020		C		5,098,039		07/31/2018	(4)	Common Units Representing Limited Partner Interests	5,098,039	\$0.00	0	I	See footnote ⁽⁶⁾⁽⁷⁾
Class B Convertible Preferred Units	(4)	06/04/2020		C		784,314		07/31/2018	(4)	Common Units Representing Limited Partner Interests	784,314	\$0.00	0	I	See footnote ⁽⁸⁾

**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	Title	Amount or Number of Shares				
Class B Convertible Preferred Units	(4)	06/04/2020		C			784,314	07/31/2018	(4)	Common Units Representing Limited Partner Interests	784,314	\$0.00	0	I	See footnote ⁽⁹⁾
Class B Convertible Preferred Units	(4)	06/04/2020		C			2,614,379	07/31/2018	(4)	Common Units Representing Limited Partner Interests	2,614,379	\$0.00	0	I	See footnote ⁽¹⁰⁾

1. Name and Address of Reporting Person^{*}
[GOFF JOHN C](#)

(Last) (First) (Middle)
[500 COMMERCE STREET](#)

(Street)
[FORT WORTH TX 76102](#)

(City) (State) (Zip)

1. Name and Address of Reporting Person^{*}
[Goff MCEP Holdings, LLC](#)

(Last) (First) (Middle)
[500 COMMERCE STREET](#)

(Street)
[FORT WORTH TX 76102](#)

(City) (State) (Zip)

1. Name and Address of Reporting Person^{*}
[Goff MCEP II LP](#)

(Last) (First) (Middle)
[500 COMMERCE STREET](#)

(Street)
[FORT WORTH TX 76102](#)

(City) (State) (Zip)

1. Name and Address of Reporting Person^{*}
[Goff REN Holdings, LLC](#)

(Last) (First) (Middle)
[500 COMMERCE STREET](#)

(Street)
[FORT WORTH TX 76102](#)

(City) (State) (Zip)

1. Name and Address of Reporting Person^{*}
[Goff REN Holdings II, LLC](#)

(Last) (First) (Middle)
[500 COMMERCE STREET](#)

(Street)
[FORT WORTH TX 76102](#)

(City) (State) (Zip)

1. Name and Address of Reporting Person^{*}
[Goff Focused Energy Strategies LP](#)

(Last)	(First)	(Middle)
500 COMMERCE STREET		
(Street)		
FORT WORTH	TX	76102
(City) (State) (Zip)		
1. Name and Address of Reporting Person*		
Goff Family Foundation		
(Last) (First) (Middle)		
500 COMMERCE STREET		
(Street)		
FORT WORTH	TX	76102
(City) (State) (Zip)		
1. Name and Address of Reporting Person*		
Goff Family Investments, LP		
(Last) (First) (Middle)		
500 COMMERCE STREET		
(Street)		
FORT WORTH	TX	76102
(City) (State) (Zip)		
1. Name and Address of Reporting Person*		
John C. Goff 2010 Family Trust		
(Last) (First) (Middle)		
500 COMMERCE STREET		
(Street)		
FORT WORTH	TX	76102
(City) (State) (Zip)		

Explanation of Responses:

1. These Common Units are directly held by the John C. Goff 2010 Family Trust (the Trust). John C. Goff is the trustee of the Trust and, as such, he may be deemed to beneficially own the common units representing limited partner interests (Common Units) held by the Trust.
2. These Common Units are directly held by Goff Family Investments, LP (Goff Investments). Goff Capital, Inc. (Goff Capital) is the general partner of Goff Investments and, as such, it may be deemed to beneficially own the Common Units held by Goff Investments. The Trust is the controlling shareholder of Goff Capital and, as such, it may be deemed to beneficially own the Common Units held by Goff Capital. John C. Goff is the trustee of the Trust and, as such, he may be deemed to beneficially own the securities held by the Trust.
3. On June 4, 2020, the Issuer informed the Reporting Persons that, effective immediately, each Class A Convertible Preferred Unit (Class A Preferred Units) had converted into 0.6436667 Common Units. Prior to the conversion, the Class A Preferred Units had no expiration date.
4. On June 4, 2020, the Issuer informed the Reporting Persons that, effective immediately, each Class B Convertible Preferred Unit (Class B Preferred Units) had converted into 0.5344706 Common Units. Prior to the conversion, the Class B Preferred Units had no expiration date.
5. These Class A Preferred Units and the Common Units acquired upon conversion of the Class A Preferred Units are held directly by Goff MCEP Holdings, LLC (Goff MCEP Holdings). Goff Capital is the manager of Goff MCEP Holdings, and, as such, it may be deemed to beneficially own the Common Units held by Goff MCEP Holdings. The Trust is the controlling shareholder of Goff Capital, and, as such, it may be deemed to beneficially own the Common Units held by Goff Capital. John C. Goff is the trustee of the Trust and, as such, he may be deemed to beneficially own the Common Units held by the Trust.
6. These Class B Preferred Units and the Common Units acquired upon conversion of the Class B Preferred Units are held directly by Goff MCEP II, LP (Goff MCEP II). GFS MCEP GP, LLC (GFS MCEP) is the general partner of Goff MCEP II and, as such, it may be deemed to beneficially own the Common Units held by Goff MCEP II. GFS Management, LLC (GFS Management) is the managing member of GFS MCEP and, as such, it may be deemed to beneficially own the Common Units held by GFS MCEP. Goff Focused Strategies LLC (GFS) is the managing member of GFS Management and, as such, it may be deemed to beneficially own the Common Units held by GFS Management. GFT Strategies, LLC (GFT) is the controlling equity holder of GFS and, as such, it may be deemed to beneficially own the Common Units held by GFS. The Trust is the managing member of GFT and, as such, it may be deemed to beneficially own the Common Units held by GFT.
7. (continued from footnote 6) John C. Goff is the trustee of the Trust and, as such, he may be deemed to beneficially own the Common Units held by the Trust.
8. These Class A and Class B Preferred Units and the Common Units acquired upon conversion of the Class A and Class B Preferred Units are held directly by Goff REN Holdings, LLC (Goff REN). GFS REN GP, LLC (GFS REN) is the managing member of Goff REN and, as such, it may be deemed to beneficially own the Common Units held by Goff REN. GFS Management is the managing member of GFS REN and, as such, it may be deemed to beneficially own the Common Units held by GFS REN. GFS is the managing member of GFS Management and, as such, it may be deemed to beneficially own the Common Units held by GFS Management. GFT is the controlling equity holder of GFS and, as such, it may be deemed to beneficially own the Common Units held by GFS. The Trust is the managing member of GFT and, as such, it may be deemed to beneficially own the Common Units held by GFT. John C. Goff is the trustee of the Trust and, as such, he may be deemed to beneficially own the Common Units held by the Trust.
9. These Class B Preferred Units and the Common Units acquired upon conversion of the Class B Preferred Units are held directly by Goff REN Holdings II, LLC (Goff REN II). GFS REN is the managing member of Goff REN II and, as such, it may be deemed to beneficially own the Common Units held by Goff REN II. GFS Management is the managing member of GFS REN and, as such, it may be deemed to beneficially own the Common Units held by GFS REN. GFS is the managing member of GFS Management and, as such, it may be deemed to beneficially own the Common Units held by GFS Management. GFT is the controlling equity holder of GFS and, as such, it may be deemed to beneficially own the Common Units held by GFS. The Trust is the managing member of GFT and, as such, it may be deemed to beneficially own the Common Units held by GFT. John C. Goff is the trustee of the Trust and, as such, he may be deemed to beneficially own the Common Units held by the Trust.
10. These Class B Preferred Units and the Common Units acquired upon conversion of the Class B Preferred Units are held directly by Goff Focused Energy Strategies, LP (Goff Energy). GFS Energy GP, LLC (GFS Energy) is the general partner of Goff Energy and, as such, it may be deemed to beneficially own the Common Units held by Goff Energy. GFS Management is the managing member of GFS Energy and, as such, it may be deemed to beneficially own the Common Units held by GFS Energy. GFS is the managing member of GFS Management and, as such, it may be deemed to beneficially own the Common Units held by GFS Management. GFT is the controlling equity holder of GFS and, as such, it may be deemed to beneficially own the Common Units held by GFS. The Trust is the managing member of GFT and, as such, it may be deemed to beneficially own the Common Units held by GFT. John C. Goff is the trustee of the Trust and, as such, he may be deemed to beneficially own the Common Units held by the Trust.
11. These Class A Preferred Units and the Common Units acquired upon conversion of the Class A Preferred Units are held directly by the Goff Family Foundation (Family Foundation). John C. Goff is the sole board member of the Family Foundation and, as such, he may be deemed to beneficially own the Common Units held by the Family Foundation.

Remarks:

[John C. Goff](#) [06/08/2020](#)
[Goff MCEP Holdings, LLC, By:](#)
[Goff Capital, Inc., the manager,](#) [06/08/2020](#)
[By John C. Goff, Chief Executive](#)
[Officer](#)
[Goff MCEP II, LP, By: GFS](#)
[MCEP GP, LLC, the general](#) [06/08/2020](#)
[partner, By John C. Goff, Chief](#)
[Executive Officer](#)
[Goff REN Holdings, LLC, By:](#) [06/08/2020](#)

<u>GFS REN GP, LLC, the manager, By John C. Goff, Chief Executive Officer</u>	
<u>Goff REN Holdings II, LLC, By: GFS REN GP, LLC, the manager, By John C. Goff, Chief Executive Officer</u>	<u>06/08/2020</u>
<u>Goff Focused Energy Strategies, LP, By: GFS Energy GP, LLC, the general partner, By John C. Goff, Chief Executive Officer</u>	<u>06/08/2020</u>
<u>Goff Family Foundation, By: John C. Goff, Sole board member</u>	<u>06/08/2020</u>
<u>Goff Family Investments, LP, By: Goff Capital, Inc., the general partner, By John C. Goff, Chief Executive Officer</u>	<u>06/08/2020</u>
<u>John C. Goff 2010 Family Trust, By: John C. Goff, Trustee</u>	<u>06/08/2020</u>
** 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.

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