

LRR Energy, L.P.  
 Form 3  
 November 10, 2011

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

OMB APPROVAL

OMB Number: 3235-0104  
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**INITIAL STATEMENT OF 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 * Â Lime Rock Management LP (Last) (First) (Middle)  274 RIVERSIDE AVE., 3RD FLOOR (Street)  WESTPORT,Â CTÂ 06880 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 11/10/2011	3. Issuer Name and Ticker or Trading Symbol LRR Energy, L.P. [LRE]	4. Relationship of Reporting Person(s) to Issuer  (Check all applicable) <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input checked="" type="checkbox"/> Other (give title below) (specify below) Director by Deputization	5. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
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**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 Units representing limited partner interests	0 <u>(1)</u> <u>(2)</u>	D	Â

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)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Lime Rock Management LP 274 RIVERSIDE AVE., 3RD FLOOR WESTPORT, CT 06880	X			Director by Deputization

## Signatures

/s/ Kris Agarwal, as attorney-in-fact  
 11/10/2011  
 \*\*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).
- (1) As of the date of this Form 3, Lime Rock Management LP (the "Reporting Person") directly holds a 99.9% limited partner interest in LRR Energy, L.P. (the "Issuer"). Upon the closing of the Issuer's initial public offering, this limited partner interest will be redeemed for nominal consideration and after the closing, the Reporting Person will no longer continue as a limited partner of the Issuer.
- (2) LRE GP, LLC, the general partner of the Issuer ("LRE GP"), owns a 0.1% general partner interest in the Issuer and will receive incentive distribution rights at the closing of the Issuer's initial public offering. As of the date of this Form 3, the Reporting Person owns all of the membership interests in LRE GP. The Reporting Person disclaims ownership of any interest in the Issuer in excess of its indirect pecuniary interest therein.

Remarks:  
 This Form 3 is being filed in connection with the effectiveness of the Issuer's initial registration statement.

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.