

W&T OFFSHORE INC  
Form 8-K/A  
September 20, 2017

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

**FORM 8-K/A**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d)**  
**of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): May 3, 2017**

**W&T Offshore, Inc.**

**(Exact name of registrant as specified in its charter)**

**Texas**  
**(State or other Jurisdiction**

**of Incorporation)**

**001-32414**  
**(Commission**

**File Number)**  
**Nine Greenway Plaza, Suite 300**

**72-1121985**  
**(IRS Employer**

**Identification No.)**

**Houston, Texas 77046**

**Registrant's telephone number, including area code: (713) 626-8525**

**Not Applicable**

**(Former name or former address if changed since last report.)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

### **Explanatory Note**

This Current Report on Form 8-K/A (this Amendment ) amends the Current Report on Form 8-K filed by W&T Offshore, Inc. (the Company ) with the U.S. Securities and Exchange Commission on May 4, 2017 (the Original Form 8-K ). The Original Form 8-K reported the final voting results of the Company s 2017 annual meeting of stockholders held on May 3, 2017 (the Annual Meeting ). The sole purpose of this Amendment is to disclose the Company s decision as to the frequency of future shareholder advisory votes regarding the compensation of the Company s named executive officers. Except as set forth herein, no other modifications have been made to the Original Form 8-K.

#### **Item 5.07. Submission of Matters to a Vote of Security Holders**

As previously disclosed in the Original Form 8-K, in an advisory vote on the frequency of future advisory votes on the compensation of the Company s named executive officers held at the Annual Meeting, 53,767,662 shares voted for every year, 206,038 shares voted for every two years, 46,291,550 shares voted for every three years, and 131,818 shares abstained. In accordance with its previous recommendation (as set forth in the definitive proxy statement for the Annual Meeting), the Board of Directors of the Company has determined that the Company will hold future say-on-pay votes every three years.

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**W&T OFFSHORE, INC.**

Date: September 20, 2017

By: /s/ John D. Gibbons

Name: John D. Gibbons

Title: Senior Vice President and Chief Financial Officer