

W&T OFFSHORE INC  
Form 8-K  
May 07, 2014

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

**FORM 8-K**

**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 6, 2014**

**W&T Offshore, Inc.**

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

**Texas**  
**(State or Other Jurisdiction**  
  
**of Incorporation)**

**1-32414**  
**(Commission**  
  
**File Number)**  
**Nine Greenway Plaza, Suite 300**

**72-1121985**  
**(I.R.S. Employer**  
  
**Identification No.)**

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**Houston, Texas 77046**

**(Address of Principal Executive Offices)**

**713.626.8525**

**(Registrant's Telephone Number, Including Area Code)**

**N/A**

**(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 (*see* General Instruction A.2. below):

- .. 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))

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

On May 6, 2014, W&T Offshore, Inc. (the Company) held its 2014 Annual Meeting of Shareholders (the Annual Meeting) in Houston, Texas. The proposals voted upon at the Annual Meeting and the final voting results are indicated below. For additional information on these proposals, please see the Company's definitive proxy statement filed with the Securities and Exchange Commission on April 2, 2014.

Proposal 1: To elect six directors to hold office until the 2015 Annual Meeting. All nominees were elected by the votes indicated.

| Nominee              | Voted For  | Votes Withheld | Broker Non-Votes |
|----------------------|------------|----------------|------------------|
| Virginia Boulet      | 66,249,265 | 1,493,111      | 3,215,942        |
| Robert I. Israel     | 67,336,282 | 406,094        | 3,215,942        |
| Stuart B. Katz       | 66,633,008 | 1,109,368      | 3,215,942        |
| Tracy W. Krohn       | 60,119,045 | 7,623,331      | 3,215,942        |
| S. James Nelson, Jr. | 67,340,886 | 401,490        | 3,215,942        |
| B. Frank Stanley     | 66,616,128 | 1,126,248      | 3,215,942        |

Proposal 2: To conduct a non-binding advisory vote to approve the compensation of the Company's named executive officers. The proposal was approved by the votes indicated.

| Voted For  | Voted Against | Abstentions | Broker Non-Votes |
|------------|---------------|-------------|------------------|
| 56,747,668 | 10,937,971    | 56,737      | 3,215,942        |

Proposal 3: To ratify the appointment of Ernst & Young LLP as the Company's independent public accountants for the year ended December 31, 2014. The proposal was approved by the votes indicated.

| Voted For  | Voted Against | Abstentions | Broker Non-Votes |
|------------|---------------|-------------|------------------|
| 70,825,444 | 129,932       | 2,942       |                  |

**SIGNATURES**

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.

(Registrant)

Dated: May 7, 2014

By: /s/ John D. Gibbons  
John D. Gibbons  
Senior Vice President, Chief Financial Officer and  
Chief Accounting Officer