

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

**January 31, 2017**

Date of Report (Date of earliest event reported)

**ABRAXAS PETROLEUM CORPORATION**

(Exact name of registrant as specified in its charter)

**Nevada**

(State or other jurisdiction of incorporation)

**1-16071**

(Commission File Number)

**74-2584033**

(I.R.S. Employer Identification Number)

18803 Meisner Drive  
San Antonio, Texas 78258  
(210) 490-4788

(Address of principal executive offices and Registrant's telephone number, including area code)

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 7.01 Regulation FD Disclosure**

On January 31, 2017 Abraxas issued a News Release announcing the exercise and closing of over- allotment option. A copy of the News Release is attached hereto.

**The information in this Report (including Exhibit 99.1) is furnished pursuant to Item 7.01 and shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of the Section. The information in this Report will not be deemed an admission as to the materiality of any information required to be disclosed solely to satisfy the requirements of Regulation FD.**

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

99.1 News Release

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.

**ABRAXAS PETROLEUM CORPORATION**

By: /s/ Geoffrey R. King  
Geoffrey R. King  
Vice President, Chief Financial Officer

Dated: January 31, 2017



Exhibit 99.1

## **NEWS RELEASE**

### **Abraxas Petroleum Corporation Announces Exercise and Closing of Over-Allotment Option**

**SAN ANTONIO (January 31, 2017)** – Abraxas Petroleum Corporation (“Abraxas” or the “Company”) (NASDAQ:AXAS) today announced the full exercise and closing of the underwriters’ option to purchase an additional 3,750,000 shares of common stock at a purchase price of \$2.40 per share, less applicable underwriting discounts and commissions. Abraxas has now received aggregate net proceeds from the offering of approximately \$65.4 million, after deducting underwriting discounts and commissions and estimated offering expenses.

**Seaport Global Securities LLC, Canaccord Genuity Inc. and Stephens Inc. are acting as joint book-running managers for the offering. Copies of the prospectus supplement for the offering may be obtained on the website of the Securities and Exchange Commission, [www.sec.gov](http://www.sec.gov), or by contacting Seaport Global Securities LLC, 360 Madison Avenue, 21st Floor, New York, NY 10017, or by telephone at: (646) 264-5629, or by email at [vkump@seaportglobal.com](mailto:vkump@seaportglobal.com); Canaccord Genuity Inc., ATTN: Syndicate Department, 99 High Street, 12th Floor, Boston, MA 02110, or by telephone at (617) 371-3900; or Stephens Inc.’s Prospectus Department at Stephens Inc., 111 Center Street, Little Rock, AR 72201, ATTN: Prospectus Department ([prospectus@stephens.com](mailto:prospectus@stephens.com)) or by telephone at (501) 377-2131.**

*The common stock was issued and sold pursuant to an effective shelf registration statement on Form S-3 previously filed with the Securities and Exchange Commission. This press release shall not constitute an offer to sell or the solicitation of an offer to buy these securities, nor shall there be any sale of these securities in any state or jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of such state or jurisdiction. This offering may only be made by means of a prospectus supplement and related base prospectus.*

Abraxas Petroleum Corporation is a San Antonio based crude oil and natural gas exploration and production company with operations across the Rocky Mountain, Permian Basin and South Texas regions of the United States.

Safe Harbor for forward-looking statements: Statements in this release looking forward in time involve known and unknown risks and uncertainties, which may cause Abraxas’ actual results in future periods to be materially different from any future performance suggested in this release. Such factors may include, but may not be necessarily limited to, changes in the prices received by Abraxas for crude oil and natural gas. In addition, Abraxas’ future crude oil and natural gas production is highly dependent upon Abraxas’ level of success in acquiring or finding additional reserves. Further, Abraxas operates in an industry sector where the value of securities is highly volatile and may be influenced by economic and other factors beyond Abraxas’ control. In the context of forward-looking information provided for in this release, reference is made to the discussion of risk factors detailed in Abraxas’ filings with the Securities and Exchange Commission during the past 12 months.

**FOR MORE INFORMATION CONTACT:**

Geoffrey King/Vice President – Chief Financial Officer  
Telephone 210.490.4788  
[gking@abraxaspetroleum.com](mailto:gking@abraxaspetroleum.com)

18803 Meisner Drive  
San Antonio, Texas 78258  
Phone: 210.490.4788 Fax: 210.918.6675

---

[www.abraxaspetroleum.com](http://www.abraxaspetroleum.com)

5560865v1

17720262v.1