
**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): June 1, 2017

W&T Offshore, Inc.
(Exact name of registrant as specified in its charter)

1-32414
(Commission
File Number)

Texas
(State or Other Jurisdiction
of Incorporation)

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

Nine Greenway Plaza, Suite 300
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))

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.

Item 7.01 Regulation FD Disclosure.

On June 1, 2017, W&T Offshore, Inc. (the “Company”) issued a press release announcing that the Company received a final trial court judgment from the United States District Court for the Southern District of Texas in the previously disclosed lawsuit styled *Apache Corporation v. W&T Offshore, Inc.* A copy of the press release is furnished herewith as Exhibit 99.1.

The information included in Item 7.01 of this Current Report on Form 8-K, including Exhibit 99.1 hereto, shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, nor shall such information be deemed incorporated by reference in any filing under the Securities Act of 1933, except as shall be expressly set forth by specific reference in such a filing.

Item 8.01 Other Events.

On May 31, 2017, the Company received a final trial court judgment from the United States District Court for the Southern District of Texas in the previously disclosed lawsuit styled *Apache Corporation v. W&T Offshore, Inc.* directing the Company to pay Apache Corporation (“Apache”) \$43.2 million, plus \$4.4 million in prejudgment interest, attorney’s fees and costs assessed in the judgment. The lawsuit was filed by Apache in December 2014 regarding a dispute about Apache’s use of drilling rigs instead of a previously contracted intervention vessel for the plugging and abandonment of three deepwater wells in the Mississippi Canyon area of the Gulf of Mexico. The Company contends that the costs to use the drilling rigs were unnecessary and unreasonable but that Apache chose to use the rigs without the Company’s consent because they otherwise would have been idle at Apache’s expense. The Company believes the use of the rigs was in bad faith, as found by the jury, and in breach of the applicable joint operating agreement, particularly since another vessel had been contracted by Apache for the abandonment a year in advance. The Company previously paid \$24.9 million as an undisputed amount for the plugging and abandonment work.

The Company believes that the judgment is contrary to the applicable law given the jury’s finding in October 2016 that Apache acted in bad faith. The judgment also nullified a \$17.0 million offset claim in favor of the Company found by the jury. The Company is considering its options, including post-judgment motions and appeal.

Item 9.01 Exhibit.

(d) Exhibit. The following exhibit is furnished as part of this report:

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press release dated June 1, 2017.

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: June 2, 2017

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



PRESS RELEASE

FOR IMMEDIATE RELEASE

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W&T Offshore Receives Final Trial Court Judgment in Lawsuit

HOUSTON – June 1, 2017 – W&T Offshore, Inc. (NYSE: WTI) today reported that it has received a final trial court judgment from the U.S. District Court for the Southern District of Texas directing the company to pay Apache Corp. \$43.2 million, plus \$4.4 million in prejudgment interest, attorney’s fees and costs assessed in the judgment.

The judgment stems from a previously disclosed lawsuit that Apache filed in December 2014 regarding a dispute about Apache’s use of drilling rigs instead of a previously contracted intervention vessel for the plugging and abandonment of three deepwater wells in the Mississippi Canyon area of the Gulf of Mexico. W&T contends that the costs to use the drilling rigs were unnecessary and unreasonable but that Apache chose to use the rigs without W&T’s consent because they otherwise would have been idle at Apache’s expense. W&T believes the use of the rigs was in bad faith, as found by the jury, and in breach of the applicable joint operating agreement, particularly since another vessel had been contracted by Apache for the abandonment a year in advance. W&T had previously paid \$24.9 million as an undisputed amount for the plug and abandonment work.

Tracy W. Krohn, W&T Offshore’s Chairman and Chief Executive Officer, stated, “W&T is disappointed in the judgment signed by the district court and believes that it is contrary to the applicable law given the jury’s finding in October 2016 that Apache acted in bad faith. W&T is considering its options, including post judgment motions and appeal.”

About W&T Offshore

W&T Offshore, Inc. is an independent oil and natural gas producer with operations offshore in the Gulf of Mexico and has grown through acquisitions, exploration and development. The Company currently has working interests in approximately 52 fields in federal and state waters (50 producing and two fields capable of producing) and has under lease approximately 750,000 gross acres, including approximately 490,000 gross acres on the Gulf of Mexico Shelf and approximately 260,000 gross acres in the deepwater. A majority of the Company’s daily production is derived from wells it operates. For more information on W&T Offshore, please visit the Company’s website at www.wtoffshore.com.

W&T Offshore, Inc. • Nine Greenway Plaza, Suite 300 • Houston, Texas 77046 • 713-626-8525 • www.wtoffshore.com



Forward-Looking Statements

This press release contains forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. These forward-looking statements reflect our current views with respect to future events, based on what we believe are reasonable assumptions. No assurance can be given, however, that these events will occur. These statements are subject to risks and uncertainties that could cause actual results to differ materially including, among other things, market conditions, oil and gas price volatility, uncertainties inherent in oil and gas production operations and estimating reserves, unexpected future capital expenditures, competition, the success of our risk management activities, governmental regulations, uncertainties and other factors discussed in W&T Offshore's Annual Report on Form 10-K for the year ended December 31, 2016 and subsequent Form 10-Q reports found at www.sec.gov or at our website at www.wtoffshore.com under the Investor Relations section. Investors are urged to consider closely the disclosures and risk factors in these reports.