

VAALCO ENERGY INC /DE/  
Form 8-K  
April 17, 2013

**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): April 12, 2013**

**VAALCO Energy, Inc.**

(Exact name of registrant as specified in is charter)

**Delaware**  
(State or other jurisdiction

of incorporation)

**0-20928**  
(Commission

File Number)

**76-0274813**  
(IRS Employer

Identification No.)

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**4600 Post Oak Place, Suite 309**

**Houston, Texas 77027**

(Address, including zip code, of principal executive offices)

**Registrant's telephone number, including area code:**

**(713) 623-0801**

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 communication 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))

**Section 5 Corporate Governance and Management**

**Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On April 12, 2013, Mr. Robert H. Allen notified the Board of Directors of VAALCO Energy, Inc. (the Company) of his decision to retire effective June 5, 2013 and not stand for re-election as a director of the Company at the 2013 annual meeting of stockholders. Mr. Allen's decision was not in connection with any disagreement with the Company. The Company's Board expects to evaluate suitable candidates and appoint a replacement director after the 2013 annual meeting.

**Section 7 Regulation FD**

**Item 7.01. Regulation FD Disclosure.**

On April 17, 2013, the Company issued a press release announcing the decision of Mr. Allen not to stand for re-election at the Company's 2013 annual meeting of stockholders. A copy of the press release is furnished as Exhibit 99.1 hereto and is incorporated herein by reference.

The information set forth in the attached Exhibit 99.1 shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the Exchange Act), or incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

**Section 9 Financial Statements and Exhibits**

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits.

| Exhibit Number | Description                        |
|----------------|------------------------------------|
| 99.1           | Press Release dated April 17, 2013 |

**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.

**VAALCO ENERGY, INC.**

Dated: April 17, 2013

By: /s/ W. Russell Scheirman  
W. Russell Scheirman  
President and Chief Operating Officer

**Exhibit Index**

Exhibit

| Number | Description                        |
|--------|------------------------------------|
| 99.1   | Press Release dated April 17, 2013 |