
**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 26, 2006

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.)

**Eight Greenway Plaza, Suite 1330
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))
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Item 2.02. Results of Operations and Financial Condition.

On June 26, 2006, W&T Offshore, Inc. (the "Company") issued a press release providing an operational update on second quarter 2006 activity and providing updates on its guidance for its results for the second quarter ending June 30, 2006. A copy of the press release, dated June 26, 2006, is furnished herewith as Exhibit 99.1.

This information is furnished pursuant to Item 2.02 of Form 8-K and shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities of that section, unless specifically incorporated by reference in a document filed under the Securities Act of 1933, as amended, or the Exchange Act. By filing this report on Form 8-K and furnishing this information, the Company makes no admission as to the materiality of any information in this report that is required to be disclosed solely by Item 2.02.

Item 9.01. Financial Statements and Exhibits.

(c) Exhibits.

<u>Exhibit No.</u>	<u>Description</u>
Exhibit 99.1	W&T Offshore, Inc. Press Release, dated June 26, 2006.

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 26, 2006

By: /s/ WILLIAM W. TALAFUSE
William W. Talafuse
Senior Vice President, interim Chief Financial Officer and
Chief Accounting Officer

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INDEX TO EXHIBITS

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NEWS RELEASE

FOR IMMEDIATE RELEASE

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**W&T Offshore Provides Operational Update on Second
 Quarter Activity and Updates Guidance**

HOUSTON — June 26, 2006 — W&T Offshore, Inc. (NYSE: WTI) today provided an update on its recent operations and drilling program, production, lease sales, hurricane related insurance and claims, the closing of the Kerr-McGee transaction and second quarter guidance.

During the second quarter, the Company successfully drilled eight out of eleven wells, including one in the deep shelf. Since the beginning of 2006, W&T Offshore has successfully drilled eleven out of fourteen exploration wells and five out of five development wells. Three wells were in the deepwater, three were in the deep shelf and thirteen were conventional shelf wells. The Company has also drilled three noncommercial wells to date, of which two were on the conventional shelf with a total net cost of \$13 million and one was in the deepwater, with a net cost of \$6 million.

Second Quarter to Date Successful Wells:

Field Name/Well	Category	Working Interest %
Eugene Island 205 C-2ST	Exploration / Shelf	100%
West Delta 30 D-3ST	Exploration / Shelf	100%
Mobile Bay 823 BB-2	Exploration / Shelf	100%
West Delta 30 D-6ST	Exploration / Shelf	100%
Eugene Island 205 C-4ST	Exploration / Deep Shelf	100%
East Cameron 321 A-22ST	Development / Shelf	100%
East Cameron 321 A-12ST	Development / Shelf	100%
West Delta 30 D-2ST	Development / Shelf	100%

Second Quarter to Date Noncommercial Wells:

Field Name/Well	Category	Working Interest %
Eugene Island 205 D-4ST	Exploration / Shelf	100%
Garden Banks 240 #1	Exploration / Deepwater	33%
Venice BLD #1	Exploration / Shelf	100%

Lease Sale Update: W&T has been awarded the four leases on which it was the apparent high bidder at the Central Gulf of Mexico lease sale on March 15, 2006. Of the four blocks, one is on the shelf and three are in the deepwater.

Production and Hurricane Update: As of June 15, 2006, the Company was producing approximately 215 MMcfe net per day, which is approximately 88% of our pre-Hurricane Katrina production level. The Company expects to return to pre-hurricane rates in the third quarter. The Company also estimates 17 MMcfe per day of net production was shut-in, primarily due to issues with field infrastructure and product sales pipelines.

Insurance Update: W&T has approximately \$28 million in hurricane insurance receivables and the Company estimates that additional receivables of approximately \$50 million will accrue during the year as work continues. The Company believes it will collect all of the insurance receivables accrued.

Kerr-McGee Transaction Update: The daily production from Kerr-McGee properties is 178 MMcfe as of June 11, 2006. The Kerr-McGee merger transaction is on track to be completed upon receiving final regulatory approval from the MMS. The Company expects to close during the third quarter of 2006.

Updated Second Quarter and Full-Year 2006 Guidance: W&T is revising its second quarter guidance to reflect better than expected production from new successful discoveries, several successful development programs in the second quarter and the deferral of a gas sales pipeline repair project into the third quarter. The Company is not adjusting full-year production guidance at this time.

Second quarter Lease Operating Expense (LOE) guidance is being revised because there were lower operating expenses and no significant expenditures for workover activity. Full year LOE guidance is not being adjusted at this time, however, the Company is guiding towards the high-end of the range. Offsetting the Company's lower base operating expenses is the Company's increase in current estimates for the 2006-2007 insurance premiums.

<u>Estimated Production</u>	<u>Revised Second Quarter 2006</u>	<u>Prior Second Quarter 2006</u>	<u>Estimate for Full-Year 2006</u>
Crude oil (MMBbbls)	1.3 – 1.4	1.2 – 1.3	5.8 – 6.1
Natural gas (Bcf)	11.0 – 11.3	10.7 – 11.0	48.2 – 51.1
Total (Bcfe)	19.0 – 19.4	18.1 – 18.6	83.0 – 87.7

Operating expenses (\$ in millions, except as noted)	Revised Second Quarter 2006	Prior Second Quarter 2006	Prior Full-Year 2006
Lease operating expense	\$15.8 – \$16.8	\$18.4 – \$19.4	\$75.3 – \$82.3
Gathering, Transportation & Production Taxes	4.8 – 5.8	3.6 – 4.0	15.1 – 16.5

About W&T Offshore

Founded in 1983, W&T Offshore is an independent oil and natural gas company focused primarily in the Gulf of Mexico, including exploration in the deepwater, where it has developed significant technical expertise. W&T has grown through acquisition, exploitation and exploration and now holds working interests in over 100 fields in federal and state waters and a majority of its daily production is derived from wells it operates. For more information on W&T Offshore, please visit its Web site at 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 and Section 21E of the Securities Exchange Act of 1934. 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 and other factors discussed in our Annual Report on 10-K for the year ended December 31, 2005 (www.sec.gov).

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