
**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 20, 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)

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

Nine Greenway Plaza, Suite 300
Houston, Texas 77046
(Address of principal executive offices) (Zip Code)

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 7.01 Regulation FD Disclosure.

In accordance with General Instruction B.2 of Form 8-K, the following information 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 filing.

On May 20, 2014, W&T Offshore, Inc. issued a press release announcing that its wholly owned subsidiary, W&T Energy VI, LLC, completed the acquisition of exploration and production properties in the deepwater of the Gulf of Mexico from Woodside Energy (USA) Inc. A copy of the press release is furnished herewith as Exhibit 99.1.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibit.

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press release dated May 20, 2014.

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 27, 2014

By: _____ /s/ John D. Gibbons

John D. Gibbons
Senior Vice President, Chief Financial Officer
and Chief Accounting Officer



PRESS RELEASE

FOR IMMEDIATE RELEASE

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**W&T OFFSHORE ANNOUNCES ACQUISITION BY
W & T ENERGY VI, LLC OF WOODSIDE ENERGY'S
GULF OF MEXICO DEEPWATER PROPERTIES**

HOUSTON, May 20, 2014 — W&T Offshore, Inc. (NYSE: WTI) announced today that its wholly owned subsidiary, W & T Energy VI, LLC (“Energy VI”), has completed the acquisition of exploration and production properties in the deepwater of the Gulf of Mexico from Woodside Energy (USA) Inc. The transaction includes a 20% non-operated working interest in the producing Neptune Field (Atwater Valley blocks 574, 575 and 618 along with an interest in the associated tension leg platform). In addition, Energy VI is acquiring all of Woodside’s interest in 24 deepwater exploration blocks.

The purchase price is \$51 million (subject to customary post-effective date adjustments) and the assumption of any related asset retirement obligations. The acquisition was funded from available cash on hand and the revolving credit facility.

Total net proved reserves acquired are 1.9 million barrels of oil equivalent (100% classified as proved developed) with a PV-10 of \$53 million and probable net reserves of 1.1 million barrels of oil equivalent⁽¹⁾. During January 2014, average daily net production from the Neptune Field was approximately 1,660 barrels of oil equivalent (net of royalties), of which 87% was oil.

Tracy W. Krohn, Chairman and Chief Executive Officer, stated, “The Neptune Field is a great addition to our growing portfolio of quality deepwater assets. In addition to its substantial oil reserves and production from multiple sands, it offers near term exploration upside. In the second half of 2014, there are plans to drill a well into existing pay sands. Longer term, the northern portion of the field has not been tested, and assuming success, would substantially increase the size of the field.

“The acquisition also includes 24 additional deepwater blocks with 16 identified prospects, one of which is Arcadius in Garden Banks 346, located just one block south of our producing Power Play Field.”

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



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 onshore in the Permian Basin of West Texas. We have grown through acquisitions, exploration and development and currently hold working interests in approximately 67 offshore fields in federal and state waters (62 producing and five fields capable of producing). W&T currently has under lease approximately 1.2 million gross acres, including approximately 0.6 million gross acres on the Gulf of Mexico Shelf, approximately 0.5 million gross acres in the deepwater and approximately 50,000 gross acres onshore in West Texas. A substantial majority of our daily production is derived from wells we operate offshore. For more information on W&T Offshore, please visit our website 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, uncertainties and other factors discussed in W&T Offshore's Annual Report on Form 10-K for the year ended December 31, 2013 and subsequent Form 10-Q reports found at www.sec.gov or at our website at www.wtoffshore.com under the Investor Relations section.

- (1) These reserves were determined by Netherland, Sewell and Associates, Inc., based on their report dated April 9, 2014. The estimates in the report were prepared in accordance with the definitions and guidelines set forth in the 2007 Petroleum Resources Management System. Proved reserves and PV-10 were calculated with prices determined by using Oil and NGL prices for November 2013 through March 2014 based on NYMEX West Texas Intermediate average near-month prices for each month. Natural gas prices were based on November 2013 through March 2014 NYMEX Henry Hub last trade day settlement prices for each month. Prices starting in April 2014 are based on March 19, 2014 NYMEX pricing for both West Texas Intermediate and Henry Hub prices. Oil and NGL prices are adjusted for quality, transportation fees, and a regional price differential. Gas prices are adjusted for energy content, transportation fees, and a regional price differential.

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