FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| (Print or Type Responses) 1. Name and Address of Reporting Person * Nelson S James | | | 2. Issuer Name and Ticker or Trading Symbol W&T OFFSHORE INC [WTI] | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) _X_Director10% Owner | | | | |
|---|--|---|---|--|---|--|--|--|--|--|--|------------|
| (Last) (First) (Middle) NE GREENWAY PLAZA, SUITE 300 | | | 3. Date of Earliest Transaction (Month/Day/Year) 04/26/2011 | | | | | Office | er (give title belo | ow)(| Other (specify b | eelow) |
| (Street) HOUSTON, TX 77046 | | | 4. If Amendment, Date Original Filed(Month/Day/Year) | | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting PersonForm filed by More than One Reporting Person | | | | |
| tate) | (Zip) | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | Owned | | | | |
| Dat | Date (Month/Day/Year) | any | Code (Instr. 8) | (A) or Disposed of | | of (D) Beneficially Owned Fo | | Following n(s) | Ownership Form: Direct (D) | Beneficial Ownership | | |
| | | | Code | V | Amount | (A) or (D) | Price | | | | or Indirect (I) (Instr. 4) | (Instr. 4) |
| 04/ | /26/2011 | | A | | 2,518 | A | \$ 0 | 31,073 | | | D | |
| | | | | | | | | ly Owned | | | | |
| 1. Title of Derivative Conversion Security or Exercise (Month/Day/Year) 3A. Deem Execution any | | g., puts, calls, wa 4. Transaction Code (Instr. 8) | 5. Number of | | 6. Date Exercisable and Expiration Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) | | | Title and nount of derlying curities str. 3 and S. Price of 9 Derivative I Security (Instr. 5) | | Derivative Securities Beneficially Owned Following Reported | Owners Form of Derivati Security Direct (I or Indire | (Instr. 4) |
| | | | | | | | | | | | | |
| Tara and the same of the same | LAZA, SULTATE AND A CONTRACT OF THE PROPERTY O | (Middle) LAZA, SUITE 300 (Zip) 2. Transaction Date (Month/Day/Year) 04/26/2011 ate line for each class of security Table II - D (e) Transaction Execution Date (any) 3A. Deemed Execution Date (any) | (Middle) LAZA, SUITE 300 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 4. If Amendment, 2. Deemed Execution Date, is any (Month/Day/Year) 4. Transaction (e.g., puts, calls, was any (month/Day/Year) 3. Date of Earliest 04/26/2011 4. Transaction de Execution Date, if any (Month/Day/Year) 4. Transaction Code (Instr. 8) | (Middle) LAZA, SUITE 300 3. Date of Earliest Transaction 04/26/2011 4. If Amendment, Date Origin 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. 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| | Relationships | | | | | |
|---|---------------|--------------|---------|-------|--|--|
| Reporting Owner Name / Address | Director | 10% Owner | Officer | Other | | |
| Nelson S James NINE GREENWAY PLAZA SUITE 300 HOUSTON, TX 77046 | X | | | | | |

Signatures

| /s/ Thomas F. Getten, attorney-in-fact | 04/28/2011 |
|--|------------|
| **Signature of Reporting Person | Date |

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.