FORM	4
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(Print or Type Responses)

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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response... 0.5

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

1. Name and Address of R GIBBONS JOHN D	2. Issuer Name and W&T OFFSHOR		-	g Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner					
NINE GREENWAY	(First) PLAZA, SUITE		3. Date of Earliest Tra 03/27/2014	ansaction (M	onth	/Day/Year))	X_Officer (give title below) Other (specify below) Senior VP, CFO and CAO			
HOUSTON, TX 7704	4	I. If Amendment, Da	te Original F	iled(N	Month/Day/Ye	ear)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								
1. Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transacti Code (Instr. 8) Code		4. Securiti (A) or Dis (Instr. 3, 4) Amount	sposed of and 5) (A) or		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)		Beneficial Ownership

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, cans, warrants, options, convertible securities)																			
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transact Code	tion	of Derivative		 of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, 		6. Date Exercisable 7. Title and Am and Expiration Date of Underlying		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities		Derivative Security Derivative Securities Ownersity (Instr. 5) Beneficially Owned Derivative Following		Ownership Form of Derivative Security: Direct (D) or Indirect	Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Exercisable	Expiration Date	Title	Amount or Number of Shares		(Instr. 4)	(Instr. 4)					
RESTRICTED STOCK UNITS	<u>(1)</u>	03/27/2014		А		90,041		<u>(2)</u>	<u>(2)</u>	Common Stock	90,041	\$ 0	90,041	D					

Reporting Owners

	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
GIBBONS JOHN D NINE GREENWAY PLAZA, SUITE 300 HOUSTON, TX 77046			Senior VP, CFO and CAO					

Signatures

/s/ By Thomas F. Getten, attorney-in-fact for John D. Gibbons	03/28/2014
**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).
- (1) Each restricted stock unit represents a contingent right to receive one share of WTI stock or its cash equivalent, as determined at the time of settlement by WTI.
- The vesting of the restricted stock units is subject to service and performance conditions during calendar year 2014 and a service condition thereafter until December 15, 2016. If these (2) conditions are met, then the restricted stock units will vest on December 15, 2016. The number of restricted stock units eligible for vesting is subject to adjustment to reflect the achievement of performance goals by the reporting person during the applicable performance period.

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

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