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CONTANGO OIL & GAS CO  
Form 8-K  
February 13, 2004

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) February 13, 2004

CONTANGO OIL & GAS COMPANY  
(Exact Name of Registrant as Specified in Its Charter)

|   |  |  |
|---|--|--|
| DELAWARE<br>(State or other jurisdiction<br>of incorporation) | 001-16317<br>(Commission<br>File Number) | 95-4079863<br>(IRS Employer<br>Identification No.) |
|---|--|--|

3700 BUFFALO SPEEDWAY, SUITE 960  
HOUSTON, TEXAS 77098  
(Address of principal executive offices)

(713) 960-1901  
(Registrant's telephone number, including area code)

N/A  
(Former name or former address, if changed since last report)

ITEM 5. OTHER EVENTS.

On February 13, 2004, the Company announced its financial results for the three and six months ended December 31, 2003.

Contango Oil & Gas Company reported net income attributable to common stock for the three months ended December 31, 2003 of \$4.1 million, or \$0.44 per basic share and \$0.33 per diluted share, compared to a net loss attributable to common stock for the three months ended December 31, 2002 of \$4.4 million, or \$0.49 per basic and diluted share. Natural gas and oil sales for the three months ended December 31, 2003 were \$6.0 million. Natural gas and oil sales for the three months ended December 31, 2002 were \$7.7 million.

Net income attributable to common stock for the six months ended December 31, 2003 was \$7.0 million, or \$0.75 per basic share and \$0.58 per diluted share, compared to a net loss attributable to common stock for the six

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months ended December 31, 2002 of \$4.2 million, or \$0.47 per basic and diluted share. Natural gas and oil sales for the six months ended December 31, 2003 were \$14.2 million. Natural gas and oil sales for the six months ended December 31, 2002 were \$14.7 million.

Contango also announced that the borrowing base on its existing secured revolving line of credit with Guaranty Bank, FSB has been increased from \$19.0 million to \$25.0 million effective February 1, 2004. The Company currently has no borrowings under its bank line of credit.

### ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS.

#### (c) Exhibits

The following is a list of exhibits filed as part of this Form 8-K. Where so indicated by footnote, exhibits, which were previously filed, are incorporated by reference.

| Exhibit No. | Description of Document                |
|-------------|--|
| 99.1        | Press release dated February 13, 2004. |

### ITEM 12. RESULTS OF OPERATIONS AND FINANCIAL CONDITION.

On February 13, 2004, the Company announced its financial results for the three and six months ended December 31, 2003. A copy of the news release is furnished as Exhibit 99.1, attached hereto. Except as otherwise set forth in Item 5 above, the information set forth in this Form 8-K, including the exhibit attached, should not be deemed as "filed" for purposes of Section 18 of the Securities Act of 1934 or otherwise subject to liabilities of that section.

### 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.

CONTANGO OIL & GAS COMPANY

Date: February 13, 2004

By: /s/ KENNETH R. PEAK

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Kenneth R. Peak  
Chairman and Chief Executive Officer