

CONTANGO OIL & GAS CO  
Form 8-K  
July 21, 2016

**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): July 21, 2016**

**CONTANGO OIL & GAS COMPANY**

**(Exact name of registrant as specified in its charter)**

**Delaware**  
**(State or other jurisdiction**

**of incorporation)**

**717 Texas Ave., Suite 2900, Houston Texas**

**001-16317**  
**(Commission**

**File Number)**

**95-4079863**  
**(IRS Employer**

**Identification No.)**

**77002**

**(Address of principal executive offices)** **(Zip Code)**  
**Registrant's telephone number, including area code: (713) 236-7400**

**(Former name or former address, if changed since last report): Not applicable**

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))

**Item 8.01 Other Events.**

On July 21, 2016, Contango Oil & Gas Company (the *Company*) issued press releases announcing the commencement of an underwritten public offering of 5,000,000 shares of its common stock (the *Offering*) and the entry into an agreement with a private oil and gas company to purchase one-half of seller's interest in approximately 12,100 gross undeveloped acres (the *Acquisition*). Copies of the press releases announcing the Offering and the Acquisition are attached as Exhibit 99.1 and Exhibit 99.2, respectively, and are incorporated in this report by reference.

In connection with the Offering, the Company disclosed the information copied on the attached Exhibit 99.3, which is incorporated in this report by reference.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

<b>Exhibit Number</b>	<b>Description</b>
99.1	Press Release dated July 21, 2016, announcing the Offering.
99.2	Press Release dated July 21, 2016, announcing the Acquisition.
99.3	Offering Information.

**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: July 21, 2016

/s/ E. JOSEPH GRADY

E. Joseph Grady

Senior Vice President and Chief Financial Officer

**EXHIBIT INDEX**

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