

VAALCO ENERGY INC /DE/
Form 8-K
June 06, 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): June 2, 2016

VAALCO Energy, Inc.

(Exact name of registrant as specified in its charter)

| | | |
|---------------------------------------------------------------|------------------------------------------|----------------------------------------------------------|
| Delaware (State or other jurisdiction of incorporation) | 001-32167 (Commission File Number) | 76-0274813 (IRS Employer Identification No.) |
| 9800 Richmond Avenue, Suite 700 | | 77042 |

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Houston, Texas

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code: (713) 623-0801

Not Applicable

(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:

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 5.07 Submission of Matters to a Vote of Security Holders.

On June 2, 2016, VAALCO Energy, Inc. (the “Company”) held its 2016 Annual Meeting of Stockholders (the “Annual Meeting”). At the Annual Meeting, the Company’s stockholders were requested to: (1) elect six directors, to serve on the Company’s Board of Directors for a term of office expiring at the Company’s 2017 Annual Meeting of Stockholders; (2) ratify the appointment of Deloitte & Touche LLP as the Company’s independent registered public accounting firm for 2016; and (3) approve, on an advisory basis, the compensation of the Company’s named executive officers. The following are the final voting results on proposals considered and voted upon at the meeting, each of which is more fully described in the Company’s proxy statement filed on April 22, 2016:

1. Each of the directors nominated by the Board for re-election were elected for a term of office expiring at the Company’s 2017 Annual Meeting of Stockholders. Votes regarding the election of the directors nominated for re-election were as follows:

| NOMINEE | VOTES FOR | WITHHELD | BROKER NON-VOTES |
|--------------------|------------|-----------|---------------------|
| Steven P. Guidry | 22,544,066 | 2,780,124 | 20,514,474 |
| Andrew L. Fawthrop | 17,872,278 | 7,451,912 | 20,514,474 |
| Michael Keane | 24,453,937 | 870,253 | 20,514,474 |
| A. John Knapp, Jr. | 24,464,192 | 859,998 | 20,514,474 |
| John J. Myers, Jr. | 18,041,466 | 7,282,724 | 20,514,474 |
| Steven J. Pully | 22,956,589 | 2,367,601 | 20,514,474 |

2. Deloitte & Touche LLP was ratified as the Company’s independent registered public accounting firm for 2016. The voting results were as follows:

| VOTES FOR | VOTES AGAINST | VOTES ABSTAINED | BROKER NON-VOTES |
|------------|---------------|-----------------|---------------------|
| 43,474,690 | 1,781,108 | 582,866 | 0 |

3. The Board proposal seeking approval, on an advisory basis, of the compensation of the Company’s named executive officers was approved. The voting results were as follows:

| VOTES FOR | VOTES AGAINST | VOTES ABSTAINED | BROKER NON-VOTES |
|------------|---------------|-----------------|---------------------|
| 18,855,809 | 6,346,918 | 121,463 | 20,514,474 |

SIGNATURE

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.

VAALCO Energy, Inc.
(Registrant)

Date: June 6, 2016 By: /s/ Eric J. Christ
Eric J. Christ

Vice President, General
Counsel and Corporate
Secretary