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

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**FORM 8-K**

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**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 28, 2016**

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**VAALCO Energy, Inc.**  
(Exact name of registrant as specified in its charter)

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Delaware  
(State or other jurisdiction  
of incorporation)

001-32167  
(Commission  
File Number)

76-0274813  
(IRS Employer  
Identification No.)

9800 Richmond Avenue, Suite 700  
Houston, Texas  
(Address of principal executive offices)

77042  
(Zip Code)

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

Not Applicable  
(Former Name or former address if changed since last report.)

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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))
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**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On July 28, 2016, Steven P. Guidry notified VAALCO Energy, Inc. (the “Company”) of his resignation as Chief Executive Officer and as a director of the Company, effective September 1, 2016. Mr. Guidry’s resignation was not related to any disagreement with the Company on any matter relating to the Company’s operations, policies or practices.

On August 1, 2016, the Company’s Board of Directors (the “Board”) appointed Cary Bounds, the Company’s Chief Operating Officer, as Interim Chief Executive Officer effective September 1, 2106, to serve until a permanent Chief Executive Officer can be identified. Mr. Bounds will not receive any additional compensation in connection with his role as Interim Chief Executive Officer and will continue to also serve as Chief Operating Officer during his interim appointment.

On August 1, 2016, the Board also designated Elizabeth Prochnow, the Company’s Controller and Chief Accounting Officer, as the Company’s Principal Financial Officer.

**Item 7.01 Regulation FD.**

On August 3, 2016, the Company issued a press release announcing the resignation of Steven P. Guidry as Chief Executive Officer and the appointment of Cary Bounds, the Company’s Chief Operating Officer, as Interim Chief Executive Officer. A copy of the press release is furnished as Exhibit 99.1 hereto and is incorporated herein by reference.

The information set forth in the attached Exhibit 99.1 shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

<b>Exhibit Number</b>	<b>Description</b>
99.1	Press Release, dated August 3, 2016

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**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: August 3, 2016

By: /s/ Eric J. Christ  
Name: Eric J. Christ  
Title: Vice President, General Counsel and Corporate Secretary

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**Exhibit Index**

<b>Exhibit Number</b>	<b>Description</b>
99.1	Press Release, August 3, 2016

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**VAALCO ENERGY ANNOUNCES RETIREMENT OF CHIEF EXECUTIVE OFFICER  
STEVE GUIDRY**

**HOUSTON – AUGUST 3, 2016** – VAALCO Energy, Inc. (NYSE: EGY) today announced that Steve Guidry, the Company’s Chief Executive Officer, will retire from the Company and Board of Directors effective September 1, 2016.

Steve joined VAALCO as Chief Executive Officer in October 2013 after having worked for 33 years at Marathon Oil Corporation in a number of senior executive capacities, his last position there being Vice President of Business Development. He was also appointed to VAALCO’s Board of Directors when he joined the Company and served as Chairman from June 2014 until December 2015. Steve plans to spend more time with his wife and family in Houston and Lafayette.

Cary Bounds, VAALCO’s Chief Operating Officer, will assume the role of Interim Chief Executive Officer beginning September 1 while the Board conducts a search for a new chief executive.

Andrew Fawthrop, VAALCO’s Chairman of the Board commented, “We want to thank Steve for his tireless efforts over the last three years. He guided VAALCO through the successful completion of the largest development project in the Company’s history and also had to navigate VAALCO through the industry’s worst down cycle in recent memory. He was well respected by his management team, the Board and the investment community. We wish Steve good health and all the best in his upcoming retirement and we are pleased to have Cary serve in his new role.”

Steve Guidry commented, “It has been an honor to have led VAALCO since 2013 and a privilege to work closely with my management team and our entire Board. I greatly appreciate their support during my tenure. Cary is an excellent choice to assume my responsibilities until a permanent replacement is named. I believe the ongoing strong leadership provided by the Board, Cary and other members of senior management will continue to guide VAALCO forward as the Industry emerges from the current downturn.”

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**About VAALCO**

VAALCO Energy, Inc. is a Houston-based independent energy company principally engaged in the acquisition, exploration, development and production of crude oil. The Company's properties and exploration acreage are located primarily in Gabon, Equatorial Guinea and Angola in West Africa.

**Investor Contact**

Al Petrie

Investor Relations Coordinator

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