

INITIAL STATEMENT OF 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

(Print or Type Responses)

1. Name and Address of Reporting Person* Group 42, Inc. (Last) (First) (Middle) 312 PEARL PKWY., CIA BUILDING II, SUITE, (Street) SAN ANTONIO, TX 78215 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 09/25/2015	3. Issuer Name and Ticker or Trading Symbol VAALCO ENERGY INC /DE/ [EGY]	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) <input type="checkbox"/> See Explanation of Responses	5. If Amendment, Date Original Filed (Month/Day/Year)
6. Individual or Joint/Group Filing (Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person			

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock (1)	2,499,692	D (2)	

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

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Group 42, Inc. 312 PEARL PKWY., CIA BUILDING II, SUITE SAN ANTONIO, TX 78215		X		See Explanation of Responses
Bell Paul A 1654463 312 PEARL PKWY., CIA BUILDING II, SUITE SAN ANTONIO, TX 78215		X		See Explanation of Responses

Signatures

/s/ Michael Keane, Chairman of the Board, on behalf of Group 42, Inc.	10/05/2015
**Signature of Reporting Person	Date
/s/ Michael Keane, for Paul. A. Bell	10/05/2015
**Signature of Reporting Person	Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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).

This Form 3 is filed jointly by Group 42, Inc. ("Group 42") and Paul A. Bell (collectively, the "Reporting Persons") who are filing this report because each of the Reporting Persons is a member of a Section 13(d) group disclosed in a Schedule 13D filed on behalf of the Reporting Persons and certain other stockholders of the Issuer on

- (1) September 25, 2015. Each Reporting Person is a member of a reporting group that owns in the aggregate more than 10% of the Issuer's outstanding shares of Common Stock. As such, each Reporting Person may be deemed to beneficially own more than 10% of the Issuer's outstanding shares of Common Stock. The securities reported herein do not include any securities held by any group member other than the Reporting Persons, as such shares are being reported in a separate Form 3 filing.

- (2) All of the reported shares are beneficially owned by Group 42. Paul A. Bell, in his capacity as President, Chief Executive Officer and controlling stockholder of Group 42, may be deemed the beneficial owner of the shares beneficially owned by Group 42. Mr. Bell disclaims beneficial ownership of the shares of Common Stock reported herein except to the extent of his pecuniary interest therein, and this report shall not be deemed to be an admission that any Reporting Person is the beneficial owner of such shares of Common Stock for purposes of Section 16 or for any other purpose.

Remarks:

Exhibit 24 - Confirming Statement of Paul A. Bell.

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

CONFIRMING STATEMENT

This Statement confirms that the undersigned has authorized and designated each and any of (i) Michael Keane, (ii) Eric Bell and (iii) Joe Ward (collectively, the "Authorized Filers"), signing singly, to execute and file on the undersigned's behalf all Forms 3, 4, and 5 (including any amendments thereto) that the undersigned may be required to file with the U.S. Securities and Exchange Commission as a result of the undersigned's ownership of or transactions in securities registered under Section 12 of the Securities Exchange Act of 1934 as amended. The authority of the Authorized Filers under this Statement shall continue until the undersigned is no longer required to file Forms 3, 4, and 5 with regard to any such securities, unless earlier revoked in writing. The undersigned acknowledges that none of the Authorized Filers is assuming any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

Individual:

Date: September 28, 2015

/s/ Paul A. Bell

Paul A. Bell