Williford William J Form 3 November 16, 2018 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB APPROVAL FORM 3 Washington, D.C. 20549 OMB Number:

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person <u>*</u> Williford William J				2. Date of Event Requiring Statement (Month/Day/Year)	3. Issuer Name and Ticker or Trading Symbol W&T OFFSHORE INC [WTI]				
	(Last)	(First)	(Middle)	11/06/2018	4. Relationshi Person(s) to I	ip of Reporting ssuer		5. If Amendment, Date Original Filed(Month/Day/Year)	
N	INE GREE	ENWAY P	LAZA,						
SU	JITE 300				(Check all applicable)				
(Street) HOUSTON, TX 77046			'046		Director 10% Owner X_Officer Other (give title below) (specify below) EVP and GM of Gulf of Mexico		6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		
	(City)	(State)	(Zip)	Table I - N	Non-Derivat	ive Securiti	es Bei	neficially Owned	
1.Title of Security (Instr. 4)				2. Amount o Beneficially (Instr. 4)	of Securities 3. 4. Nature of Indirect Benefic y Owned Ownership Ownership Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5)		rship		
Co	ommon Ste	ock		37,302		D	Â		
Reminder: Report on a separate line for each class o owned directly or indirectly.				ch class of securities benefic	^{ially} S	EC 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	4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership (Instr. 5)
		(Instr. 4)	Price of	Derivative	
		Title	Derivative	Security:	
			Security	Direct (D)	

3235-0104

January 31,

2005

0.5

Expires:

response...

Estimated average burden hours per

Edgar Filing: Williford William J - Form 3

	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Restricted Stock Units	(1)	(1)	Common Stock	47,789	\$ <u>(4)</u>	D	Â
Restricted Stock Units	(2)	(2)	Common Stock	30,750	\$ <u>(4)</u>	D	Â
Restricted Stock Units	(<u>3)</u>	(<u>3)</u>	Common Stock	24,217	\$ <u>(4)</u>	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
Williford William J NINE GREENWAY PLAZA, SUITE 300 HOUSTON, TX 77046	Â	Â	EVP and GM of Gulf of Mexico	Â		
Signatures						
/s/ Shahid A. Ghauri	/16/2018					

/s/ Shaniu A. Ohaun	11/16/2018
attorney-in-fact	11/10/2010
**Signature of Reporting Person	Date

**Signature of Reporting Person

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).
- The vesting of the restricted stock units is subject to service and performance conditions during calendar year 2016 and a service
- condition thereafter until December 14, 2018. If these conditions are met, then the restricted stock units will vest on December 14, 2018. (1) The number of restricted stock units eligible for vesting is subject to adjustment to reflect the achievement of performance goals by the reporting person during the applicable performance period.

The vesting of the restricted stock units is subject to service and performance conditions during calendar year 2017 and a service condition thereafter until December 13, 2019. If these conditions are met, then the restricted stock units will vest on December 13, 2019.

(2) The number of restricted stock units eligible for vesting is subject to adjustment to reflect the achievement of performance goals by the reporting person during the applicable performance period.

The vesting of the restricted stock units is subject to service and performance conditions during calendar year 2018 and a service condition thereafter until December 15, 2020. If these conditions are met, then the restricted stock units will vest on December 15, 2020.

- (3) The number of restricted stock units eligible for vesting is subject to adjustment to reflect the achievement of performance goals by the reporting person during the applicable performance period.
- Each restricted stock unit represents a contingent right to receive one share of WTI stock or its cash equivalent, as determined at the time (4) of settlement by WTI.

Â

Remarks:

Exhibit List Exhibit 24 - Power of Attorney

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.