

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 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): February 4, 2019

**CONTANGO OIL & GAS COMPANY**

(Exact Name of Registrant as Specified in Charter)

**Delaware**  
(State or Other Jurisdiction of Incorporation)

**001-16317**  
(Commission File Number)

**95-4079863**  
(IRS Employer Identification No.)

717 Texas Ave., Suite 2900, Houston Texas 77002  
(Address of Principal Executive Offices)

(713) 236-7400  
(Registrant's telephone number, including area code)

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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 (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 14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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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 February 4, 2019, Thomas H. Atkins, Senior Vice President of Exploration, and J. Stephen Mengle, Senior Vice President of Operations and Engineering, notified Contango Oil & Gas Company (the “ Company ”) of their resignation to pursue other opportunities, effective immediately. Mr. Atkins and Mr. Mengle’s resignation was not due to any disagreements with the Company on any matter relating to the Company’s operations, policies, practices or otherwise.

**Item 7.01            Regulation FD Disclosure**

A copy of the press release issued by the Company on February 6, 2019, to announce the Senior Vice President of Exploration and Senior Vice President of Operations & Engineering’s resignation is furnished as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

In accordance with General Instruction B.2. of Form 8-K and the Securities and Exchange Commission Release No. 33-8176, the information furnished pursuant to Item 7.01 in this report on Form 8-K (including the press release attached as Exhibit 99.1 incorporated by reference in this report) shall not be deemed to be "filed" for purposes of Section 18 of the Securities Act of 1934, as amended, or otherwise subject to the liabilities of that section, and is not deemed to be incorporated by reference into any filings under the Securities Act of 1933, as amended, or the Securities Exchange Act of 1934, as amended.

**Item 9.01            Financial Statements and Exhibits**

*(d) Exhibits*

**Exhibit No.**

**99.1**                    [Press Release dated February 6, 2019.](#)

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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.

Date: February 6, 2019

CONTANGO OIL & GAS COMPANY

/s/ E. JOSEPH GRADY  
E. Joseph Grady  
Senior Vice President and  
Chief Financial Officer

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# CONTANGO OIL & GAS COMPANY

## NEWS RELEASE

### Contango Announces Officer Departures

February 6, 2019 – HOUSTON, TEXAS – Contango Oil & Gas Company (NYSE American: MCF) (“Contango,” the “Company,” “we” or “us”) announced today that Thomas H. Atkins, Senior Vice President – Exploration, and J. Stephen Mengle, Senior Vice President – Operations & Engineering, have left the Company effective February 4, 2019 to pursue other interests. Wilkie S. Colyer, President & Chief Executive Officer, stated “We wish Tommy and Steve the best in their new endeavors, and thank them for the years of dedication, hard work and contribution to Contango. Our talented team at Contango is fully capable of taking on the responsibilities previously handled by Tommy and Steve, and we look forward to a successful transition. Contango remains committed to its strategies to drive long term shareholder value and is pleased with the progress made as a result of the implementation of those recent strategies.”

#### About Contango Oil & Gas Company

Contango Oil & Gas Company is a Houston, Texas based, independent oil and natural gas company whose business is to maximize production and cash flow from its offshore properties in the shallow waters of the Gulf of Mexico and onshore properties in Texas and Wyoming and to use that cash flow to explore, develop, exploit, increase production from and acquire crude oil and natural gas properties in West Texas, the Texas Gulf Coast and the Rocky Mountain regions of the United States. Additional information is available on the Company's website at <http://contango.com>.

#### **Contact:**

Contango Oil & Gas Company

E. Joseph Grady – 713-236-7400

*Senior Vice President and Chief Financial Officer*

Sergio Castro – 713-236-7400

*Vice President and Treasurer*

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