FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL								
OMB Number: 3235-0287								
Estimated average burden								
hours per response: 0.5								

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*  GOFF JOHN C			2. Issuer Name and Ticker or Trading Symbol CONTANGO OIL & GAS CO [ MCF ]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director X 10% Owner								
(Last)	(Fir	,	Middle)	3. Date of Earliest Transaction (Month/Day/Year) 06/14/2018								Officer (give title Other (specify below) below)							
	MERCE S	TREE1,		4. If Ar	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line)						
(Street) FORT WORTH TX 76102												Form filed by One Reporting Person  X Form filed by More than One Reporting Person							
(City)	(Sta	ate) (	Zip)																
		Tab	le I - Non-Deriv	ative S	ecuri	ies Ac	quire	d, Disp	ose	d of,	or B	enefic	ially Own	ed					
Da'		2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)		Code	Transaction Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			4	5. Amount of Securities Beneficially Owned		6. Ownership Form: Direct (D) or		7. Nature of Indirect Beneficial Ownership (Instr. 4)			
						Code	v	Amoui	nt	(A) or (D)	Price	,   !	Following Reported Transaction(s) (Instr. 3 and 4)		Indirect (I) (Instr. 4)				
Common	Stock		06/14/2018			P		60,0	00	A	\$4.	746	3,341,578	3	I	Se fo		es <sup>(1)(6)(7)(8)</sup>	
Common	Stock		06/15/2018			P		48,5	00	A	\$4.7	7972	3,390,078	3	I	Se fo		es <sup>(1)(6)(7)(8)</sup>	
Common	Stock												707,881		I	Se		es <sup>(2)(6)(7)(8)</sup>	
Common	Stock												471,921		I	Se		es <sup>(3)(6)(7)(8)</sup>	
Common	Stock												201,950		I	Se		es <sup>(4)(6)(7)(8)</sup>	
Common	Stock												30,000		I	Se fo		es <sup>(5)(6)(7)(8)</sup>	
Common	Stock												8,050		I	В	y SEP	IRA	
	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																		
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transact Code (In 8)	tion of str. D. S. A. (A. D. of (I)	Number erivative ecurities cquired of constant (D) estr. 3, 4 and 5)	Expira	te Exercisable and ation Date th/Day/Year)  The property of th			t of ies ying ive y (Instr.	8. Price of Derivative Security (Instr. 5)	der Sec Ber Owi Fol Rep Tra	Securities For Beneficially Downed or		rship : t (D)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code	V (A	.) (D)	Date Exerc		Expira Date		Title	or Number of Shares	r						

1 Name and Address	of Donorting D							
1. Name and Address of Reporting Person*  GOFF JOHN C								
COLL COLLIN	<u> </u>							
(Last)	(First)	(Middle)						
500 COMMERCI	E STREET,							
(Street)								
FORT WORTH	TX	76102						
(City)	(State)	(Zip)						
Name and Address of Reporting Person*     Goff MCF Partners, LP								
(Last)	(First)	(Middle)						
500 COMMERCI	E STREET							
SUITE 700								
(Street)								
FORT WORTH	TX	76102						
(City)	(State)	(Zip)						
1. Name and Address Goff Capital, I		erson*						
(Last)	(First)	(Middle)						
500 COMMERCI	E STREET							
SUITE 700								
(Street)								
FORT WORTH	TX	76102						
(City)	(State)	(Zip)						
1. Name and Address	s of Reporting P	erson*						
John C. Goff 2	<u>2010 Fami</u>	<u>ly Trust</u>						
(Last)	(First)	(Middle)						
500 COMMERCI	E STREET							
SUITE 700								
(Street)								
FORT WORTH	TX	76102						
(City)	(State)	(Zip)						

## ${\bf Explanation\ of\ Responses:}$

- 1. These securities are held directly by Goff MCF Partners, LP (Goff MCF). Goff Capital, Inc. (Goff Capital) is the general partner of Goff MCF, and, as such, it may be deemed to beneficially own the securities held by Goff MCF. The John C. Goff 2010 Family Trust (the Trust) is the controlling shareholder of Goff Capital and, as such, it may be deemed to beneficially own the securities held by Goff Capital. John C. Goff is the trustee of the Trust and, as such, he may be deemed to beneficially own the securities held by the Trust.
- 2. These securities are held directly by Goff REN Holdings, LLC (Goff REN). GFS REN GP, LLC (REN GP) is the managing member of Goff REN and, as such, it may be deemed to beneficially own the securities held by Goff REN. GFS Management, LLC (GFS Management) is the managing member of REN GP and, as such, it may be deemed to beneficially own the securities held by REN GP. Goff Focused Strategies, LLC (GFS) is the managing member of GFS Management and, as such, it may be deemed to beneficially own the securities held by GFS Management. GFT Strategies, LLC (GFT) is the controlling equity holder of GFS and, as such, it may be deemed to beneficially own the securities held by GFT. The Trust is the managing member of GFT and, as such, it may be deemed to beneficially own the securities held by GFT. John C. Goff is the trustee of the Trust and, as such, he may be deemed to beneficially own the securities held by the Trust.
- 3. These securities are held directly by Goff REN II. REN GP is the managing member of Goff REN II and, as such, it may be deemed to beneficially own the securities held by Goff REN II. GFS Management is the managing member of REN GP and, as such, it may be deemed to beneficially own the securities held by REN GP. GFS is the managing member of GFS Management and, as such, it may be deemed to beneficially own the securities held by GFS Management. GFT is the controlling equity holder of GFS and, as such, it may be deemed to beneficially own the securities held by GFS. The Trust is the managing member of GFT and, as such, it may be deemed to beneficially own the securities held by GFT. John C. Goff is the trustee of the Trust and, as such, he may be deemed to beneficially own the securities held by the Trust.
- 4. These securities are held directly by the Trust. John C. Goff is the trustee of the Trust and, as such, he may be deemed to beneficially own the securities held by the Trust.
- 5. These shares are held directly by Goff Family Investments, LP (Goff Investments). Goff Capital is the general partner of Goff Investments and, as such, it may be deemed to beneficially own the securities held by Goff Capital. John C. Goff is the trustee of the Trust and, as such, he may be deemed to beneficially own the securities held by Goff Capital. John C. Goff is the trustee of the Trust and, as such, he may be deemed to beneficially own the securities held by the Trust.

- 6. Goff Capital, Goff REN, Goff REN II, REN GP, GFS, GFT, the Trust, Goff MCF, GFS Management, and Goff Investments may be considered a group under Section 13(d) of the Exchange Act; however, neither the fact of this filing nor anything contained herein shall be deemed to be an admission by such persons that such a group exists.
- 7. For purposes of this filing, "Reporting Persons" means, as applicable, Goff MCF, Goff Capital, the Trust, and John C. Goff.
- 8. The filing of this statement by the Reporting Persons shall not be deemed to be an admission that, for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or otherwise, such Reporting Persons are the beneficial owners of the securities reported herein and each of the Reporting Persons expressly disclaims beneficial ownership of the securities reported herein for purposes of Section 16 of the Securities Act, except to the extent of such Reporting Person's pecuniary interest therein.

## Remarks:

John C. Goff

Goff MCF Partners, LP, By:
Goff Capital, Inc. is the
general partner, By John C.
Goff, President

Goff Capital, Inc., By: John C.
Goff, President

John C. Goff 2010 Family
Trust, By: John C. Goff.
Trustee

Date

\*\* Signature of Reporting Person

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

- \* If the form is filed by more than one reporting person, see Instruction 4 (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).

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

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 Number.