

SCHEIRMAN W RUSSELL II
Form 4

February 02, 2005

FORM 4

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

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 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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
SCHEIRMAN W RUSSELL II

2. Issuer Name **and** Ticker or Trading
Symbol
VAALCO ENERGY INC /DE/
[EGY]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
4600 POST OAK PLACE, SUITE
309

3. Date of Earliest Transaction
(Month/Day/Year)
12/15/2003

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify
below) President

(Street)
HOUSTON, TX 77027

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (D) Price			

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

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information contained in this form are not
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SEC 1474
(9-02)

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

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction	5. Number of Derivative	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities
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Security (Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)		(Instr. 3 and 4)			
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number of Shares
Options	\$ 1.16	12/15/2003	A		333,333		06/15/2004	12/15/2005	Common Stock	333,333
Options	\$ 1.16	12/15/2003	A		333,333		12/15/2004	12/15/2006	Common Stock	333,333
Options	\$ 1.16	12/15/2003	A		333,333		12/15/2005	12/15/2007	Common Stock	333,333
Options	\$ 3.85	01/12/2005	A		100,000		01/12/2005	01/12/2010	Common Stock	100,000
Options	\$ 3.85	01/12/2005	A		100,000		01/12/2006	01/12/2010	Common Stock	100,000
Options	\$ 3.85	01/12/2005	A		100,000		01/12/2007	01/12/2010	Common Stock	100,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SCHEIRMAN W RUSSELL II 4600 POST OAK PLACE SUITE 309 HOUSTON, TX 77027	X		President	

Signatures

W. Russell
Scheirman, II

02/02/2005

____Signature of Reporting
Person

Date

Explanation of Responses:

* 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).

(1) Please reference Statements of Changes in beneficial ownership of securities forms filed 04/02/2004, 04/05/2004, 04/07/2004, 09/01/2004, 09/01/2004, 10/05/2004 reporting details of share disposal.

(2) Exercise and sale of Common Stock shares are pursuant to a Rule 10b5-1 Security Sales Plan filed 12/30/2004

(3) Exercise and sale of common Stock shares are pursuant to Rule 10b5-1 Security Sales plan filed on 12/30/2004. Please reference Statement of Changes in Beneficial Ownership of Securities filed 01/18/2005

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

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