

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

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**SCHEDULE 14A**

**Proxy Statement Pursuant to Section 14(a) of the  
Securities Exchange Act of 1934  
(Amendment No. )**

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Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement.
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2)).
- Definitive Proxy Statement.
- Definitive Additional Materials
- Soliciting Material Pursuant to § 240.14a-12.

**VAALCO ENERGY, INC.**

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if Other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

- Fee paid previously with preliminary materials.
- Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount previously paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:



VAALCO ENERGY, INC.  
3500 RICHMOND AVENUE, SUITE 700 HOUSTON,  
TEXAS 77042

John Sample  
1234 Anywhere Street  
Any City ON A1A 1A1



# Your **Vote** Counts!

**VAALCO ENERGY, INC.**

2021 Annual Meeting

Vote by June 02, 2021

11:59 PM ET

1 OF  
322,224  
148,294

2

30#



## You invested in VAALCO ENERGY, INC. and it's time to vote!

You have the right to vote on proposals being presented at the Annual Meeting. **This is an important notice regarding the availability of proxy material for the stockholder meeting to be held on June 03, 2021.**

### Get informed before you vote

View the Proxy Statement, Annual Report on Form 10-K online OR you can receive a free paper or email copy of the material(s) by requesting prior to May 20, 2021. If you would like to request a copy of the material(s) for this and/or future stockholder meetings, you may (1) visit [www.ProxyVote.com](http://www.ProxyVote.com), (2) call 1-800-579-1639 or (3) send an email to [sendmaterial@proxyvote.com](mailto:sendmaterial@proxyvote.com). If sending an email, please include your control number (indicated below) in the subject line. Unless requested, you will not otherwise receive a paper or email copy.



For complete information and to vote, visit [www.ProxyVote.com](http://www.ProxyVote.com)

Control #

XXXX XXXX XXXX XXXX



#### Smartphone users

Point your camera here and vote without entering a control number



#### Vote In Person at the Meeting\*

June 03, 2021  
9:00 AM CDT

Houston Marriott Westchase  
2900 Briarpark Drive  
Houston, TX 77042

\*Please check the meeting materials for any special requirements for meeting attendance. At the meeting, you will need to request a ballot to vote these shares.

### THIS IS NOT A VOTABLE BALLOT

This is an overview of the proposals being presented at the upcoming stockholder meeting. Please follow the instructions on the reverse side to vote these important matters.

SHARE CLASSES REPRESENTED FOR VOTING  
 THE COMPANY NAME INC. - COMMON A SDFGHJKL 123456789, 1234  
 THE COMPANY NAME INC. - CLASS A 123456789, 1234  
 THE COMPANY NAME INC. - CLASS B 123456789, 1234  
 THE COMPANY NAME INC. - CLASS C 123456789, 1234  
 THE COMPANY NAME INC. - CLASS D 123456789, 1234  
 THE COMPANY NAME INC. - CLASS E 123456789, 1234  
 THE COMPANY NAME INC. - CLASS F 123456789, 1234  
 THE COMPANY NAME INC. - 401 K 123456789, 1234

Voting Items	Board Recommends
1. Election of Directors <b>Nominees:</b> 01) Andrew L. Fawthrop                      03) Brad Radoff 02) George Maxwell                            04) Cathy Stubbs	 For
2. To ratify the appointment of BDO USA, LLP as the Company's independent auditors for 2021.	 For
3. To approve, on an advisory basis, the compensation of our named executive officers.	 For
4. To approve an amendment to the VAALCO Energy, Inc. 2020 Long Term Incentive Plan to increase the number of shares reserved for issuance pursuant to awards.	 For

Prefer to receive an email instead? While voting on [www.ProxyVote.com](http://www.ProxyVote.com), be sure to click "Sign up for E-delivery".