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OMB APPROVAL  
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U.S. SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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(f) of the Investment Company Act of 1940

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

(Print or Type responses)

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1. Name and Address of Reporting Person\*

Long T. Michael  
-----  
(Last) (First) (Middle)  
  
c/o Brown Brothers Harriman & Co., 59 Wall Street  
-----  
(Street)  
  
New York New York 10021  
-----  
(City) (State) (Zip)

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2. Issuer Name and Ticker or Trading Symbol

Vaalco Energy, Inc. (VEIX)  
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3. IRS or Social Security Number of Reporting Person (Voluntary)

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4. Statement for Month/Year

June 2002  
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5. If Amendment, Date of Original (Month/Year)

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6. Relationship of Reporting Person to Issuer  
(Check all applicable)

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

=====

7. Individual or Joint/Group Filing (Check applicable line)

Form filed by one Reporting Person  
 Form filed by more than one Reporting Person

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TABLE I -- NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF,  
OR BENEFICIALLY OWNED  
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<TABLE>  
<CAPTION>

Owner-	3.	4.	5.	6.
Form:	7.	Securities Acquired (A) or Disposed of (D)	Amount of Securities	ship



<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	
Warrants	I	(7)	(1)	6/20/02	J	7,500,000	Immediate	6/10/07	Common Stock	(2)	(3)	7,500,000	
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Clawback Warrants	I	(7)	(1)	6/20/02	J	7,500,000	(4)	6/10/04	6/10/07	Common Stock	(5)	(6)	7,500,000
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Explanation of Responses:

- (1) \$0.50, subject to adjustment in certain circumstances.
- (2) 7,500,000 shares of Common Stock; subject to adjustment in certain circumstances.
- (3) The Warrants were issued in consideration for Fund II's making a loan to the issuer of up to \$10MM pursuant to the Subordinated Credit Agreement, dated as of June 10, 2002, by and between issuer and Fund II.
- (4) Subject to adjustment (to 0) in certain circumstances.
- (5) 7,500,000 Shares of Common Stock, subject to adjustment in certain circumstances.
- (6) The Clawback Warrants were issued in consideration for Fund II's making a loan to the issuer of up to \$10MM pursuant to the Subordinated Credit Agreement, dated as of June 10, 2002, by and between issuer and Fund II.
- (7) By the 1818 Fund II, L.P. ("Fund II"). Long is a general partner of Brown Brothers Harriman & Co. ("BBH"), the general partner of Fund II, and, as such, his pecuniary interest in the securities is limited to his percentage interest in BBH's interest in such securities.

By: /s/ T. Michael Long July 26, 2002  
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\*\*Signature of Reporting Person Date  
Name: T. Michael Long

\*\*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.

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.