FORM 4

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

OMB APPROVAL
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

Responses)											1						
1. Name and Address of Reporting Person * CUTRER GAYLA M				2. Issuer Name and Ticker or Trading Symbol VAALCO ENERGY INC /DE/ [EGY]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner					
(Last) (First) (Middle) 4600 POST OAK PLACE, SUITE 309			3. Date of Earliest Transaction (Month/Day/Year) 11/28/2005								_X_						
(Street)				4. If Amendment, Date Original Filed(Month/Day/Year)								6. Individual or Joint/Group Filing(Check Applicable Line) X_Form filed by One Reporting Person Form filed by More than One Reporting Person					
N, TX 770		(7in)															
	(State)		<u> </u>					Deriva	ative S	Securities	- 1					1	
1.Title of Security (Instr. 3)		Date	r) any		Date, if	f Code (Instr. 8)		(A)			D) Owned Followin Transaction(s)				Ownership Form: I Direct (D) or Indirect (I)	Beneficial Ownership	
						ode V		ount	(A) or (D)	Ì	(msu. 3 and 4)						
Stock		11/28/2005								Δ \$	37.5	10					
Common Stock		11/28/2005				S	1)	20,	000 D \$ 4.12		1175	17,510)		
eport on a se	eparate line for each	class of securities b	eneficial	ly ov	vned dir	ectly or			who i	respond t	o the colle	ection of	nformatio	n contained	in SEC	1474 (9-02)	
							this	form	are r	not requir	ed to resp	ond unle				, ,	
		Table I										d					
2. Conversion or Exercise Price of Derivative Security			4. 5.1 Transaction of Code See (Instr. 8) Ac		5. Num of Deri Securit Acquire or Disp of (D) (Instr. 3	ber (vative lies (d) osed	xercisa n Date	sable and 7. To e of Usear) Sec		7. Title and of Underly Securities	f Underlying securities		Derivative Securities Beneficially Owned Following Reported	Owners Form of Derivat Security Direct (or Indir	Owners (Instr. 4		
			Code	v	(A)	1		ble			Title	Amount or Number of Shares		(Instr. 4)	(Instr. 4)	
\$ 1.16	11/28/2005		M		20),000 (06/15/2	004 ⁽²	12/	/15/2005	Common Stock	20,000	\$ 0	266,667	D		
	Address of GAYLA DAYLA D	Address of Reporting Person SAYLA M (First) COAK PLACE, SUITE 30 (Street) N, TX 77027 (State) arrity 3. Transaction Conversion or Exercise Price of Derivative decurity 3. Transaction Date (Month/Day/Year)	Address of Reporting Person * GAYLA M (First) (Middle) OAK PLACE, SUITE 309 (Street) 7, TX 77027 (State) (Zip) urity 2. Transaction Date (Month/Day/Year) tock 11/28/2005 tock 11/28/2005 port on a separate line for each class of securities by Table II Conversion Date (Month/Day/Year) (Month/Day/Year) A. Deemed Execution Date, if any (Month/Day/Year)	Address of Reporting Person 2 GAYLA M COAK PLACE, SUITE 309 (Street) (Street) (State) (Zip) Aurity 2. Transaction Date (Month/Day/Year) tock 11/28/2005 Table II - Deriv (e.g1) Conversion Date (Month/Day/Year) (Month/Day/Year) Table II - Deriv (e.g1) (Month/Day/Year) A. Deemed Execution Date, if any (Month/Day/Year) (Month/Day/Year) (Code (Instr. 8)	Address of Reporting Person SAYLA M COAK PLACE, SUITE 309 (Street) (A. If Amend Execution Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) Table II - Derivative (e.g., puts, or pervative decurity (Month/Day/Year) (Month/Day/Year) (Code V	Address of Reporting Person 2. Issuer Name and VAALCO ENEI GAYLA M (First) (OAK PLACE, SUITE 309 (Street) (Street) (Street) (Street) (Street) (Street) (Street) (Street) (A. If Amendment, D (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (A. Deemed Execution Date, if any (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Code V (A) (A. Code V (A)	Address of Reporting Person — Coak PLACE, SUITE 309 (Street) (Street) (Strate) (Strate) (State) (Zip) (State) (Zip) (State) (Zip) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (A. 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Transaction Date (Month/Day/Year) (Month/Day/Year) 4. If Amendment, Date Original Filed(Month Inc.) 6. Code (Instr. 8) Code (Inst	Address of Reporting Person - GAYLA M (First) (Street) (Street) (Street) (State) (Zip) (Zip) (Zip) (Zip) (Zip) (State) (Zip) (A) Deemed Execution Date, if any (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Code V Amount directly or indirectly. (A) or Dignal Filed(Month/Day/Year) (B) or Dignal Filed(Month/Day/Year) (Code V (A) (D) (D) Dignal Filed(Month/Day/Year) (A) or Dignal Filed(Month/Day/Year) (B) or Dignal Filed(Month/Day/Year) (Code V (A) (D) (D) Dignal Filed(Month/Day/Year) (A) or Dignal Filed(Month/Day/Year) (Code V (A) (D) (D) Dignal Filed(Month/Day/Year) (D) Dignal Fil	Address of Reporting Person BAYLA M (First) (Street) (A) TX 77027 (State) (Zip) (Zip) (A) Table I - Non-Derivative Securities Acquire (A) or Disposed of (Instr. 8) (Instr. 3, 4 and 5) (A) or Disposed of (Instr. 8) (A) or Or Disposed of (Instr. 8) (A) or	Address of Reporting Person - GAYLA M (First) OAK PLACE, SUITE 309 (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) (State) (State) (Zip) Table I - Non-Derivative Securities Acquired, Instr. 3, 4 and 5) (Instr. 3) For tock 11/28/2005 (A) or Disposed of (ID) And 20,000 A 11/28/2005 (A) or Disposed of (ID) Frice Code V Amount (A) or Disposed of (ID) Owner Stock 11/28/2005 (Instr. 8) (Instr. 8) (Instr. 8) For tock 11/28/2005 (Instr. 8) And 20,000 A 1.16 37,5 Table II - Derivative Securities Acquired (A) or Disposed of (ID) For tock 11/28/2005 (Instr. 8) (Instr. 8) Persons who respond to the colle this form are not required to respondent or the colle this form are not required to respond to the collette this form. The collette this form are not required t	Address of Reporting Person - GAYLA M Address of Reporting Person - GAYLA M OAK PLACE, SUITE 309 (Middle) OAK PLACE, SUITE 309 (Street) A. If Amendment, Date Original Filed, Month/Day/Year) II/28/2005 Table I- Non-Derivative Securities Acquired, Disposed of Onstruction (Instr. 3, 4 and 5) Toke OAK PLACE, SUITE 309 (State) (State) (Zp) Table I- Non-Derivative Securities Acquired, Disposed of Onstruction (Instr. 3, 4 and 5) Table I- Non-Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Transaction (Instr. 8) OAK PLACE, SUITE 309 (State) (State) (Zp) Table I- Non-Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Toke (Instr. 8) (Instr. 8) (Instr. 8) OAR PLACE, SUITE 309 (State) A. 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Relationship of Reporting Person(3) to Issuer (Check all applicable) Director (Check all applica	

Signatures

SUITE 309

Reporting Owner Name /

Address

CUTRER GAYLA M 4600 POST OAK PLACE

HOUSTON, TX 77027

10%

Owner

Officer

Corporate Secretary

Other

Director

Gayla M. Cutrer	11/29/2005
**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) The sale reported in this Form 4 was effected pursuant to Rule 10b5-1 trading plan adopted by the reporting person on $\frac{10}{1005/2005}$
- (2) Refer to Form 4 dated 02/02/2005 for vesting and expiration schedule

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.