

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2013-05-16** | Period of Report: **2013-05-14**
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(HTML Version on secdatabase.com)

REPORTING OWNER

JACOBS JOSEPH

CIK: **1048485**

Type: **4** | Act: **34** | File No.: **001-16179** | Film No.: **13852483**

Mailing Address

411 W PUTNAM AVENUE
GREENWICH CT 06830

ISSUER

EPL OIL & GAS, INC.

CIK: **750199** | IRS No.: **721409562** | State of Incorporation: **DE** | Fiscal Year End: **1231**
SIC: **1311** Crude petroleum & natural gas

Mailing Address

201 ST CHARLES AVENUE
SUITE 3400
NEW ORLEANS LA 70170

Business Address

201 ST CHARLES AVENUE
SUITE 3400
NEW ORLEANS LA 70170
5045691875

WEXFORD CAPITAL LP

CIK: **1048462** | State of Incorporation: **DE** | Fiscal Year End: **1231**
Type: **4** | Act: **34** | File No.: **001-16179** | Film No.: **13852484**

Mailing Address

411 W PUTNAM AVENUE
GREENWICH CT 06830

Business Address

411 W PUTNAM AVENUE
GREENWICH CT 06830
2038627000

Wexford GP LLC

CIK: **1472112** | State of Incorporation: **DE** | Fiscal Year End: **1231**
Type: **4** | Act: **34** | File No.: **001-16179** | Film No.: **13852482**

Mailing Address

C/O WEXFORD CAPITAL LP
SUITE 125
GREENWICH CT 06830

Business Address

C/O WEXFORD CAPITAL LP
SUITE 125
GREENWICH CT 06830
203-862-7000

FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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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(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person WEXFORD CAPITAL LP			2. Issuer Name and Ticker or Trading Symbol EPL OIL & GAS, INC. [EPL]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ____ Director _____ 10% Owner ____ Officer (give title below) <u> X </u> Other (specify below) See Remarks		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/14/2013					
411 WEST PUTNAM AVENUE, SUITE 125			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing (Check applicable line) ____ Form Filed by One Reporting Person <u> X </u> Form Filed by More than One Reporting Person		
(Street) GREENWICH, CT 06830								
(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	(A) or (D)	Price			
Common Stock, par value \$0.001	05/14/2013		<u> S </u>		102,100 ⁽¹⁾	D	\$33.8934	4,033,309	I	see footnote ⁽²⁾ ₍₃₎
Common Stock, par value \$0.001	05/15/2013		<u> S </u>		229,600 ⁽¹⁾	D	\$34.0803	3,803,709	I	see footnote ⁽²⁾ ₍₃₎

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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WEXFORD CAPITAL LP 411 WEST PUTNAM AVENUE SUITE 125 GREENWICH, CT 06830				See Remarks
JACOBS JOSEPH C/O WEXFORD CAPITAL LP 411 WEST PUTNAM AVENUE, SUITE 125 GREENWICH, CT 06830	X	X		
Wexford GP LLC C/O WEXFORD CAPITAL LP SUITE 125 GREENWICH, CT 06830		X		

Explanation of Responses:

- The securities disposed of were held by Debelo Investors LLC, Spectrum Intermediate Fund Limited, Wexford Catalyst Investors LLC, Wexford Catalyst Trading Limited and Wexford Spectrum Fund, L.P. (the "Funds").
- This form is jointly filed by Wexford Capital LP ("Wexford"), Charles E. Davidson ("Davidson"), Joseph M. Jacobs ("Jacobs") and Wexford GP LLC ("Wexford GP"). The reported securities are held by the Funds and by Wexford. Wexford serves as manager, investment advisor or sub-advisor of the Funds, and as such may be deemed to share beneficial ownership of the securities beneficially owned by the Funds, but disclaims such beneficial ownership to the extent such beneficial ownership exceeds its pecuniary interest. Wexford GP, as the general partner of Wexford, may be deemed to share beneficial ownership of the securities beneficially owned by the Funds, but disclaims such ownership to the extent such beneficial ownership exceeds its pecuniary interest.(continued under Footnote (3) below).
- (continued from Footnote (2) above) Messrs. Davidson and Jacobs, as the controlling persons of Wexford GP, may be deemed to share beneficial ownership of any securities beneficially owned by the Funds for which Wexford serves as manager, investment advisor or sub-advisor, but disclaim such beneficial ownership to the extent such beneficial ownership exceeds their pecuniary interest.

Remarks:

The Reporting Persons may be deemed to be directors by deputization by virtue of the fact that Mr. Marc T. McCarthy, an employee of Wexford, serves on the board of directors of the Issuer.

Signatures

[Wexford Capital LP By: Wexford GP LLC, its General Partner By: Arthur Amron, Vice President and Assistant Secretary](#)

[05/16/2013](#)

[Wexford GP LLC By: Arthur Amron, Vice President and Assistant Secretary](#)

[05/16/2013](#)

[Joseph M. Jacobs](#)

[05/16/2013](#)

[Charles E. Davidson](#)

[05/16/2013](#)

** Signature of Reporting Person

Date

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.