

VAALCO ENERGY INC /DE/  
Form SC 13D/A  
November 28, 2016

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

SCHEDULE 13D

Under the Securities Exchange Act of 1934  
(Amendment No. 1)\*

VAALCO Energy, Inc.  
(Name of Issuer)

Common Stock, \$0.10 par value per share  
(Title of Class of Securities)

91851C201  
(CUSIP Number)

Fred Coats  
Kornitzer Capital Management, Inc.  
5420 W. 61st Place  
Mission, Kansas 66205  
(913) 677-7778

(Name, Address and Telephone Number of Person Authorized to  
Receive Notices and Communications)

November 23, 2016  
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Sections 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box .

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule.13d-7 for other parties to whom copies are to be sent.

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1. Names of Reporting Persons.  
Kornitzer Capital Management, Inc. ("KCM")

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2. Check the Appropriate Box if a Member of a Group

- (a)
- (b)

3. SEC Use Only

4. Source of Funds  
00

5. Check if Disclosure of Legal Proceedings Is Required Pursuant to  
Items 2(d) or 2(e)

6. Citizenship or Place of Organization  
Kansas

Number of Shares  
Beneficially  
Owned by  
Each Reporting  
Person With:

7. Sole Voting Power  
5,252,525

8. Shared Voting Power  
0

9. Sole Dispositive Power  
282,000

10. Shared Dispositive Power  
4,970,525

11. Aggregate Amount Beneficially Owned by Each Reporting Person  
5,252,525

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares

13. Percent of Class Represented by Amount in Row (11)  
8.96%

14. Type of Reporting Person  
IA

The following constitutes Amendment No. 1 to the Schedule 13D filed by  
the undersigned. This Amendment No. 1 amends the Schedule 13D as  
specifically set forth herein.

ITEM 3. SOURCE AND AMOUNT OF FUNDS OR OTHER CONSIDERATION

Item 3 is amended and restated as follows:

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The source of the funds used in making the purchases of the Shares was investment advisory clients' personal funds. The amount of funds was \$16,128,665.71.

### ITEM 5. INTEREST IN SECURITIES OF THE ISSUER

Item 5 is amended and restated as follows:

(a) The Reporting Person beneficially owns 5,252,525 shares which represents 8.96% of the total outstanding shares of the Issuer.

(b) The Reporting Person has the sole power to vote 5,252,525 shares, the sole power to dispose 282,000 shares, and the shared power to dispose 4,970,525 shares. The power to dispose is shared with Great Plains Trust Company ("GPTC"), 7700 Shawnee Mission Parkway, Suite 101, Overland Park, Kansas 66202. The principal business of GPTC is providing trust, pension, and asset management services. During the last five years, no officer or director of GPTC has been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) or been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws. All the directors and officers of GPTC are citizens of the United States of America.

(c) Following are the transactions in the Shares by the Reporting Person during the past 60 days:

|         |            |      |               |        |           |             |       |
|---------|------------|------|---------------|--------|-----------|-------------|-------|
| i.      | 09/26/2016 | sell | 350 shares    | 0.8395 | per share | open market | trade |
| ii.     | 09/27/2016 | buy  | 3,000 shares  | 0.8696 | per share | open market | trade |
| iii.    | 09/28/2016 | buy  | 91,000 shares | 0.9403 | per share | open market | trade |
| iv.     | 09/28/2016 | sell | 12,565 shares | 0.8868 | per share | open market | trade |
| v.      | 09/29/2016 | buy  | 5,900 shares  | 0.9900 | per share | open market | trade |
| vi.     | 10/03/2016 | buy  | 1,000 shares  | 0.9580 | per share | open market | trade |
| vii.    | 10/03/2016 | sell | 1,875 shares  | 0.9025 | per share | open market | trade |
| viii.   | 10/04/2016 | buy  | 12,200 shares | 0.9600 | per share | open market | trade |
| ix.     | 10/06/2016 | buy  | 33,500 shares | 0.9585 | per share | open market | trade |
| x.      | 10/06/2016 | sell | 2,275 shares  | 0.9006 | per share | open market | trade |
| xi.     | 10/11/2016 | buy  | 7,200 shares  | 0.9541 | per share | open market | trade |
| xii.    | 10/12/2016 | buy  | 10,800 shares | 0.9477 | per share | open market | trade |
| xiii.   | 10/12/2016 | sell | 11,800 shares | 0.8904 | per share | open market | trade |
| xiv.    | 10/13/2016 | buy  | 14,000 shares | 0.9401 | per share | open market | trade |
| xv.     | 10/14/2016 | buy  | 10,000 shares | 0.9300 | per share | open market | trade |
| xvi.    | 10/14/2016 | sell | 800 shares    | 0.9300 | per share | open market | trade |
| xvii.   | 10/17/2016 | buy  | 5,000 shares  | 0.9312 | per share | open market | trade |
| xviii.  | 10/17/2016 | sell | 8,600 shares  | 0.8778 | per share | open market | trade |
| xix.    | 10/18/2016 | buy  | 15,600 shares | 0.8979 | per share | open market | trade |
| xx.     | 10/18/2016 | sell | 3,400 shares  | 0.8700 | per share | open market | trade |
| xxi.    | 10/19/2016 | buy  | 14,700 shares | 0.8900 | per share | open market | trade |
| xxii.   | 10/19/2016 | sell | 200 shares    | 0.8700 | per share | open market | trade |
| xxiii.  | 10/20/2016 | buy  | 4,900 shares  | 0.8870 | per share | open market | trade |
| xxiv.   | 10/21/2016 | buy  | 34,800 shares | 0.8692 | per share | open market | trade |
| xxv.    | 10/24/2016 | buy  | 17,500 shares | 0.8588 | per share | open market | trade |
| xxvi.   | 10/25/2016 | buy  | 20,000 shares | 0.8407 | per share | open market | trade |
| xxvii.  | 10/26/2016 | sell | 900 shares    | 0.8269 | per share | open market | trade |
| xxviii. | 10/26/2016 | buy  | 10,100 shares | 0.8350 | per share | open market | trade |
| xxix.   | 10/27/2016 | sell | 3,600 shares  | 0.8014 | per share | open market | trade |
| xxx.    | 10/28/2016 | buy  | 8,200 shares  | 0.8240 | per share | open market | trade |
| xxxi.   | 10/31/2016 | sell | 1,000 shares  | 0.7900 | per share | open market | trade |
| xxxii.  | 10/31/2016 | buy  | 30,000 shares | 0.8074 | per share | open market | trade |

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|                        |                |                  |                   |
|------------------------|----------------|------------------|-------------------|
| xxxiii.11/03/2016buy   | 35,100 shares  | 0.7773 per share | open market trade |
| xxxiv.11/04/2016buy    | 23,100 shares  | 0.7600 per share | open market trade |
| xxxv.11/07/2016 buy    | 14,661 shares  | 0.7530 per share | open market trade |
| xxxvi.11/07/2016sell   | 3,200 shares   | 0.7003 per share | open market trade |
| xxxvii.11/08/2016buy   | 4,539 shares   | 0.7442 per share | open market trade |
| xxxviii.11/08/2016sell | 4,400 shares   | 0.6900 per share | open market trade |
| xxxix.11/09/2016buy    | 3,200 shares   | 0.7167 per share | open market trade |
| xl. 11/10/2016 buy     | 8,100 shares   | 0.7219 per share | open market trade |
| xli. 11/11/2016 buy    | 15,500 shares  | 0.7104 per share | open market trade |
| xlii.11/15/2016 buy    | 1,500 shares   | 0.7400 per share | open market trade |
| xliii.11/15/2016sell   | 1,775 shares   | 0.7000 per share | open market trade |
| xliv.11/17/2016 buy    | 2,500 shares   | 0.7300 per share | open market trade |
| xlv. 11/18/2016 sell   | 1,000 shares   | 0.6950 per share | open market trade |
| xlvi.11/21/2016 buy    | 22,200 shares  | 0.7499 per share | open market trade |
| xlvii.11/23/201 buy    | 103,040 shares | 0.7804 per share | open market trade |
| xlviii.11/25/2016buy   | 31,600 shares  | 0.7800 per share | open market trade |
| xlix.11/25/2016 sell   | 7,300 shares   | 0.7529 per share | open market trade |

(d) No person other than the Reporting Person is known to have the right to receive or the power to direct the receipt of dividends from or the proceeds from the sale of the Shares.

(e) Not applicable.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: November 28, 2016

KORNITZER CAPITAL MANAGEMENT, INC.

/s/ John C. Kornitzer

By: John C. Kornitzer, President