

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

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**FORM 8-K**

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**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934**

**Date of report (Date of earliest event reported): February 11, 2013**

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**GULFPORT ENERGY CORPORATION**

(Exact Name of Registrant as Specified in Charter)

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**Delaware**  
(State or other jurisdiction  
of incorporation)

**000-19514**  
(Commission  
File Number)

**73-1521290**  
(I.R.S. Employer  
Identification Number)

**14313 North May Avenue**  
**Suite 100**  
**Oklahoma City, OK**  
(Address of principal executive offices)

**73134**  
(Zip code)

**(405) 848-8807**  
(Registrant's telephone number, including area code)

**Not Applicable**  
(Former name or former address, if changed since last report)

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Check the appropriate box below if the Form 8-K is intended to simultaneously satisfy the filing obligation of the Registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act

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**Item 7.01. Regulation FD Disclosure**

On February 11, 2013, Gulfport Energy Corporation (“Gulfport”) issued a press release announcing that it has entered into a purchase and sale agreement with Windsor Ohio, LLC (“Windsor Ohio”), an affiliate of Wexford Capital LP, pursuant to which Gulfport will purchase approximately 22,000 net acres in the Utica Shale in Eastern Ohio for approximately \$220 million, increasing Gulfport’s leasehold interests in the Utica Shale to approximately 137,000 gross (128,000 net) acres. This acquisition excludes Windsor Ohio’s interest in 14 existing wells and 16 proposed future wells together with certain acreage surrounding each well. A copy of the press release is attached as Exhibit 99.1 to this Current Report on Form 8-K.

Also, on February 11, 2013, Gulfport issued a press release announcing the commencement of its underwritten public offering of 7,750,000 shares of its common stock, subject to market and other conditions. The underwriters will have an option to purchase up to an additional 1,162,500 shares from Gulfport solely to cover over-allotments. Gulfport intends to use the net proceeds from this offering to fund its pending acquisition of additional acreage in the Utica Shale, as described above, and for general corporate purposes, which may include expenditures associated with Gulfport’s 2013 drilling programs. A copy of the press release is attached as Exhibit 99.2 to this Current Report on Form 8-K.

**Item 9.01. Financial Statements and Exhibits**

*(d) Exhibits.*

<u>Number</u>	<u>Exhibit</u>
99.1	Press release, dated February 11, 2013, entitled “Gulfport Energy Corporation Announces Proposed Acquisition of Additional Utica Acreage.”
99.2	Press release, dated February 11, 2013, entitled “Gulfport Energy Corporation Launches Common Stock Offering.”

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**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

GULFPORT ENERGY CORPORATION

Date: February 11, 2013

By: /s/ MICHAEL G. MOORE

Michael G. Moore  
Chief Financial Officer

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## Exhibit Index

<u>Number</u>	<u>Exhibit</u>
99.1	Press release, dated February 11, 2013, entitled “Gulfport Energy Announces Proposed Acquisition of Additional Utica Acreage.”
99.2	Press release, dated February 11, 2013, entitled “Gulfport Energy Launches Common Stock Offering.”



### **Gulfport Energy Corporation Announces Proposed Acquisition of Additional Utica Acreage**

OKLAHOMA CITY, February 11, 2013 — Gulfport Energy Corporation (Nasdaq: GPOR) today announced its proposed acquisition of additional working interests in the Utica Shale in Eastern Ohio.

#### **Utica Shale**

Gulfport has entered into a definitive agreement to purchase approximately 22,000 net acres in the Utica Shale in Eastern Ohio from Windsor Ohio LLC, an affiliate of Wexford Capital LP, for approximately \$220 million, increasing Gulfport's leasehold interests in the Utica Shale to approximately 137,000 gross (128,000 net) acres. This acquisition excludes Windsor Ohio's interest in 14 existing wells and 16 proposed future wells and certain acreage surrounding these wells. The proposed transaction, which is expected to close prior to the end of February 2013, will increase Gulfport's working interest in the acreage to 93.8%. After giving effect to this acquisition, Gulfport currently estimates that its 2013 net production will be approximately 21,370 to 22,192 barrels of oil equivalent per day. Gulfport will continue to serve as operator of its acreage in the Utica Shale. The transaction was approved by a special committee of Gulfport's Board of Directors. Tudor Pickering Holt & Co acted as advisor to the special committee. In December 2012, Gulfport acquired approximately 37,000 net acres in the Utica Shale from Windsor Ohio LLC.

#### **About Gulfport**

Gulfport Energy Corporation is an Oklahoma City-based independent oil and natural gas exploration and production company with its principal producing properties located along the Louisiana Gulf Coast. Gulfport has also acquired acreage positions in the Utica Shale of Eastern Ohio and the Niobrara Formation of Western Colorado. In addition, Gulfport holds a sizeable acreage position in the Alberta Oil Sands in Canada through its interest in Grizzly Oil Sands ULC and has interests in entities that operate in the Permian Basin in West Texas and in Southeast Asia, including the Phu Horm gas field in Thailand.

#### **Forward Looking Statements**

This press release includes "forward-looking statements" within the meaning of Section 27A of the Securities Act of 1933, as amended (the "Securities Act"), and Section 21E of the Securities Exchange Act of 1934, as amended (the "Exchange Act"). All statements, other than statements of historical facts, included in this press release that address activities, events or developments that Gulfport or Grizzly expect or anticipate will or may occur in the future, including such things as future capital expenditures (including the amount and nature thereof), business strategy

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and measures to implement strategy, competitive strength, goals, expansion and growth of Gulfport's or Grizzly's business and operations, including Gulfport's pending acquisition of additional working interests in the Utica Shale in Eastern Ohio, plans, market conditions, references to future success, reference to intentions as to future matters and other such matters are forward-looking statements. These statements are based on certain assumptions and analyses made by Gulfport and Grizzly in light of their experience and perception of historical trends, current conditions and expected future developments as well as other factors they believe are appropriate in the circumstances. However, whether actual results and developments will conform with Gulfport's and Grizzly's expectations and predictions is subject to a number of risks and uncertainties, general economic, market, credit or business conditions; the opportunities (or lack thereof) that may be presented to and pursued by Gulfport or Grizzly; competitive actions by other oil and gas companies; changes in laws or regulations; and other factors, many of which are beyond the control of Gulfport or Grizzly. Information concerning these and other factors can be found in the Company's filings with the Securities and Exchange Commission, including its Forms 10-K, 10-Q and 8-K. Consequently, all of the forward-looking statements made in this news release are qualified by these cautionary statements and there can be no assurances that the actual results or developments anticipated by Gulfport and Grizzly will be realized, or even if realized, that they will have the expected consequences to or effects on Gulfport, its business or operations. Gulfport has no intention, and disclaims any obligation, to update or revise any forward-looking statements, whether as a result of new information, future results or otherwise.

Investor & Media Contact:

Paul K. Heerwagen IV

Investor Relations

405-242-4888



### **Gulfport Energy Corporation Launches Common Stock Offering**

OKLAHOMA CITY, February 11, 2013 — Gulfport Energy Corporation (Nasdaq: GPOR) today announced the commencement of an underwritten public offering of 7,750,000 shares of its common stock, subject to market and other conditions. The underwriters will have an option to purchase up to an additional 1,162,500 shares from Gulfport solely to cover over-allotments. Gulfport intends to use the net proceeds from this offering to fund its previously announced pending acquisition of oil and gas assets in the Utica Shale in Ohio and for general corporate purposes, which may include expenditures associated with Gulfport's 2013 drilling programs.

Credit Suisse Securities (USA) LLC is acting as sole book-running manager in the offering. Copies of the preliminary prospectus supplement for the offering may be obtained on the website of the Securities and Exchange Commission, [www.sec.gov](http://www.sec.gov), or by contacting Credit Suisse Securities (USA) LLC, Prospectus Department, at One Madison Avenue, New York, New York 10010, or by telephone at (800) 221-1037.

The common stock will be issued and sold pursuant to an effective automatic shelf registration statement on Form S-3 previously filed with the Securities and Exchange Commission. This press release shall not constitute an offer to sell or the solicitation of an offer to buy these securities, nor shall there be any sale of these securities in any state or jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of such state or jurisdiction. This offering may only be made by means of a prospectus supplement and related base prospectus.

### **About Gulfport**

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### **Forward Looking Statements**

Certain statements included in this press release are intended as "forward-looking statements." These statements include assumptions, expectations, predictions, intentions or beliefs about future events, particularly the consummation of the transactions described above. Gulfport cautions that actual future results may vary materially from those expressed or implied in any forward-looking statements. Specifically, Gulfport cannot assure you that the proposed transactions described above will be consummated on the terms Gulfport currently contemplates, if at all. Information concerning these and other factors can be found in Gulfport's filings with the SEC, including its Forms 10-K, 10-Q and 8-K, which can be obtained free of charge on the SEC's web site at <http://www.sec.gov>.

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Any forward-looking statements made in this press release speak only as of the date of this release and, except as required by law, Gulfport undertakes no obligation to update any forward-looking statement contained in this press release, even if Gulfport's expectations or any related events, conditions or circumstances change. Gulfport is not responsible for any changes made to this release by wire or Internet services.

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