

POLICY FOR REPORTING COMPLAINTS OR CONCERNS ABOUT IMPROPER, ILLEGAL OR UNETHICAL ACTIVITIES OR CONDUCT

A. Purpose

To establish procedures for W&T Offshore, Inc. (together with its subsidiaries, the "Company"), whereby employees, contract parties or any other person may report improper, illegal or unethical conduct or activities of the Company or of its employees.

B. Policy

This policy has been established to maintain a procedure to facilitate (1) the receipt, retention and treatment of complaints received by the Company regarding improper, illegal or unethical conduct or activities, including complaints or concerns regarding accounting, internal accounting controls or auditing matters, and (2) the confidential, anonymous submission by employees of the Company or other persons of such concerns or complaints. Complaints or concerns regarding any improper, illegal or unethical conduct or activities are referred to in these procedures as "Concerns". Concerns regarding accounting, internal accounting controls or auditing matters are referred to in these procedures as "Accounting Concerns".

C. Receipt of Complaints and Concerns

Persons with Concerns may report them verbally or in writing, including through emails and letters, to Thomas F. Getten, General Counsel of the Company (the "Manager"), c/o W&T Offshore, Inc., Nine Greenway Plaza, Suite 300, Houston, TX 77046, or by email to counsel@wtoffshore.com. In addition, the Company has retained the services of an independent service provider, EthicsPoint, to provide a simple way for concerns to be reported anonymously and confidentially. Concerns or complaints may be submitted at any time by telephone to EthicsPoint toll free help line **(888) 564-8023** or via the Internet: www.ethicspoint.com.

1. The Manager will receive timely reports from the EthicsPoint with respect to all Concerns reported to EthicsPoint.
2. Concerns received from Company employees will, at the employee's request, remain confidential or anonymous to the extent and as described in paragraph D.6 below.
3. Directors or employees, other than the Manager, who receive Concerns that are communicated through other channels or as a component of a different type of complaint (e.g., as part of an employment-related grievance), will forward the Concerns to the Manager so that the Concerns are subject to the procedures of this policy.

D. Treatment of Concerns

1. The Manager will maintain a record of all Concerns received under the procedures of this policy by date of receipt. The Manager may conduct such inquiry or investigation as he deems necessary to determine whether the Concern is material and credible.
2. The Manager will provide to the Director of the Company's Internal Audit a copy of each Accounting Concern received in written form and the transcription of each Accounting Concern received orally, in each case deemed by the Manager to be material and credible. The Manager will provide to the Presiding Director a copy of each other Concern received in written form and the transcription of such Concern received orally, in each case deemed by the Manager to be material and credible. If the Director of Internal Audit also deems the Accounting Concern received by him to be material and credible, he will then promptly provide to the Presiding Director of the Company a copy of such material Accounting Concern received in written form and the transcription of each material Accounting Concern received orally. If, for any reason, the Director of Internal Audit is unable to objectively assess the materiality of an Accounting Concern, he will promptly forward a written copy, or a written transcription if received orally, of such Accounting Concern to the Presiding Director. If a material Accounting Concern directly relates to the conduct of the Director of Internal Audit, the Manager will not report such Accounting Concern to the Director of Internal Audit; instead, the Manager will promptly provide to the Presiding Director a copy of the Accounting Concern (or a written transcription if received orally).
3. On or before the 15th day of each month, the Manager will provide to the Presiding Director a summary listing of all Concerns received by the Manager during the preceding calendar month. In addition, the Presiding Director shall have access to the EthicsPoint web site to review all Concerns that have been reported on the EthicsPoint web site.
4. The Presiding Director will notify the Company's Chief Executive Officer (the "CEO") of the receipt of a material Concern received by the Presiding Director as soon as possible, unless the Concern relates to the conduct of the CEO.
5. The Presiding Director will report all material Accounting Concerns to the Audit Committee at its next regularly scheduled meeting, or sooner as the Presiding Director deems appropriate, so that the Audit Committee can determine whether and how it should conduct any inquiry or investigation into such Accounting Concern. In making such determination, the Audit Committee may consult with the CFO and/or the CEO as to how the Accounting Concern should be addressed, unless the Accounting Concern

relates to the conduct of the CFO or the CEO, as applicable. The Audit Committee shall have the ultimate authority over the treatment and resolution of any material Accounting Concerns, and shall have the authority to engage and obtain assistance and advice from such legal, accounting and other advisors as it deems appropriate in connection with its treatment and resolution of any material Accounting Concern. The Presiding Director will determine whether and how any inquiry or investigation into all other material Concerns shall be conducted. In making such determination, the Presiding Director may consult with the CEO as to how the Concern should be addressed, unless the Concern relates to the conduct of the CEO. The Presiding Director shall have the authority over the treatment and resolution of such other material Concerns, and shall have the authority to engage and obtain assistance and advice from such legal, accounting and other advisors as he deems appropriate in connection with its treatment and resolution of any such other material Concern. At any time, the Presiding Director may report any other material Concerns to the Board of Directors as the Presiding Director deems appropriate

6. The Company will preserve the confidentiality of any employees of the Company who request such confidentiality to the greatest possible extent consistent with the need to conduct a thorough investigation of each material Concern. In all events, the Company may disclose information relating to the source of the concern to the extent required by law, or in a regulatory or other proceeding.
7. The Audit Committee will oversee any inquiry or investigation of any material Accounting Concern to its resolution. Prompt and appropriate corrective action will be taken when and as warranted in the judgment of the Audit Committee. The Presiding Director will oversee any inquiry or investigation of any other material Concern to its resolution. Prompt and appropriate corrective action will be taken when and as warranted in the judgment of the Presiding Director.

E. Communication Procedures

The Company will include a copy of these procedures in the Company's Employee Handbook and on the Company's Internet site. All Company personnel will be instructed to provide the EthicsPoint help line and the Internet address to any person inquiring about the means to submit a Concern. At least annually, the Company will provide the EthicsPoint help line and the Internet address to the Company's employees.

F. Retaliation is Prohibited

Any employee reporting an actual or suspected Concern, or participating in an investigation of a Concern in good faith will not be subject to retaliation of any kind. Retaliation against an individual for reporting Concern or for participating in an investigation of a Concern is a serious violation of this policy and may be subject to disciplinary action up to and including termination of employment and if applicable, referral to the authorities for prosecution.