

CRIMSON EXPLORATION INC.  
Form 8-K  
May 19, 2011

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

FORM 8-K

CURRENT REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Date of report (date of earliest event reported): May 19, 2011 (May 17, 2011)

CRIMSON EXPLORATION INC.  
(Exact Name of Registrant as Specified in Charter)

Delaware	001-12108	20-3037840
(State or Other Jurisdiction of Incorporation)	(Commission File Number)	(IRS Employer Identification No.)

717 Texas Ave., Suite 2900, Houston Texas 77002  
(Address of Principal Executive Offices, including Zip Code)

(713) 236-7400  
(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

## Item 5.07 Submission of Matters to a Vote of Security Holders.

Crimson Exploration Inc. (the “Company”) held its annual meeting of stockholders on May 17, 2011. At the meeting, stockholders elected all of the directors nominated by the Board of Directors, approved amendments #1 and #2 to the Amended and Restated 2005 Stock Incentive Plan and ratified the appointment of Grant Thornton LLP as the Company’s independent accountants for the fiscal year ending December 31, 2011.

## Proposal 1 – Election of Directors

Each director was elected as follows:

Name	Votes For	Votes Withheld	Broker Non-Votes
Allan D. Keel	27,672,574	337,156	10,994,775
B. James Ford	27,298,849	769,681	10,994,775
Adam C. Pierce	27,339,679	670,051	10,994,775
Lee B. Backsen	27,187,806	710,881	10,994,775
Lon McCain	27,756,424	253,306	10,994,775
Cassidy J. Traub	25,627,331	2,382,399	10,994,775
Ni Zhaoxing	27,754,254	255,476	10,994,775

## Proposal 2 – Approval of Amendment #1 to the Amended and Restated 2005 Stock Incentive Plan

Amendment # 1 was approved as follows:

Votes For	Votes Against	Abstentions	Broker Non-Votes
25,347,106	2,569,313	93,311	10,994,775

## Proposal 3 – Approval of Amendment #2 to the Amended and Restated 2005 Stock Incentive Plan

Amendment #2 was approved as follows:

Votes For	Votes Against	Abstentions	Broker Non-Votes
25,322,906	2,586,513	100,331	10,994,775

## Proposal 4 – Ratification of the Appointment of Independent Accountants

The appointment of Grant Thornton LLP was ratified as follows:

Votes For	Votes Against	Abstentions	Broker Non-Votes
38,550,260	112,586	341,659	0

SIGNATURES

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 hereunto duly authorized.

CRIMSON EXPLORATION INC.

Date: May 19, 2011

/s/ E. Joseph Grady  
E. Joseph Grady  
Senior Vice President and Chief Financial Officer