

GRAN TIERRA ENERGY INC.  
Form 8-K  
February 26, 2014

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 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):** February 20, 2014

**GRAN TIERRA ENERGY INC.**

**(Exact name of Registrant as specified in its charter)**

Nevada 98-0479924  
**(State or other jurisdiction of incorporation) (I.R.S. Employer Identification No.)**

**Commission file number:** 001-34018

300, 625 11th Avenue S.W.

Calgary, Alberta, Canada T2R 0E1

**(Address of principal executive offices and zip code)**

**Registrant's telephone number, including area code:** (403) 265-3221

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 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.03. Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.**

On February 20, 2014, the Board of Directors of Gran Tierra Energy amended Article III, Section 6 of the Company's Bylaws to clarify that the Board and its committees may act by unanimous written consent through the use of electronic transmission. The full text of Article III, Section 6 of the Bylaws is provided in Gran Tierra Energy's Amended and Restated Bylaws, which are filed as Exhibit 3.1 attached to this Form 8-K.

**Item 9.01. Financial Statements and Exhibits.**

**Exhibit No. Description**

3.1 Amended and Restated Bylaws

**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 hereunto duly authorized.

Date: February 26, 2014      GRAN TIERRA ENERGY INC.

By: /s/David Hardy

David Hardy  
General Counsel, Vice President Legal, and  
Secretary

**EXHIBIT INDEX**

**Exhibit No. Description**

3.1 Amended and Restated Bylaws