

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 20549

FORM 8-K

CURRENT REPORT

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

Date of Report: November 15, 2004

(Date of Earliest Event Reported)

SPINDLETOP OIL & GAS CO.

(Exact name of registrant as specified in its charter)

Texas

(State or other jurisdiction
of incorporation or organization)

0-18774

(Commission File No.)

75-2063001

(IRS Employer or ID #)

331 Melrose, Suite 102

Richardson, Texas 75080

(Address of principal executive offices)

(972) 644-2581

(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

- 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))

Section 2 – Financial Information

Item 2.02. Results of Operations and Financial Condition

On November 15, 2004, Spindletop Oil & Gas Co. (“the Company”) announced its operational results for the third quarter and first nine months of 2004. A copy of the announcement is attached as Exhibit 99.1.

To supplement its consolidated financial statements presented in accordance with GAAP, the Company uses certain non-GAAP financial measures, including “Net income before provision for Federal income taxes” or “EBIT” and “Net income from oil, gas and pipeline operations before provisions for depreciation, depletion and Federal income taxes” or “NIOG” and other terms which are derived or calculable from results based on GAAP.

The Company measures the performance of its oil, gas and pipeline operations by “NIOG” which is calculated by the deduction of direct oil and gas operational expenses (lease operations, pipeline and rental operations) from revenues generated by the oil, gas and pipeline activities (oil, gas, lease operations, gas gathering, compression and equipment rental). General, administrative and other indirect income and expense as well as depreciation, depletion, amortization and income tax provisions are not considered in this calculation. The following reconciles NIOG to net income for the nine months ended 2004 and 2003.

	Nine Months Ended	
	2004	2003
Oil, Gas and Pipeline Revenue		
Oil and gas revenue	\$ 2,896,000	\$ 2,368,000
Lease operations	106,000	61,000
Gas gathering, compression and equipment rental	115,000	97,000
Total	3,117,000	2,526,000
Oil, Gas and Pipeline Expenses		
Lease operations	889,000	920,000
Pipeline and rental operations	23,000	21,000
Total	912,000	941,000
NIOG	2,205,000	1,585,000
Add:		
Interest income	73,000	84,000
Other income	11,000	3,000
Less:		
Depreciation and amortization	(277,000)	(166,000)
General and administrative	(563,000)	(367,000)
Interest expense	-	(2,000)
Provision for income taxes	(284,000)	(287,000)
Net Income	\$ 1,165,000	\$ 850,000

The Company also measures its before income tax performance by “EBIT” which is calculated by adding back the provision for current and deferred income taxes to Net income. The following reconciles EBIT to Net Income for the 9 months ended 2004 and 2003.

	Nine Months Ended	
	2004	2003
EBIT	\$ 1,449,000	\$ 1,137,000
Deduct provision for income taxes	284,000	287,000
Net Income	\$ 1,165,000	\$ 850,000

The revenues and expenses used to compute NIOG and EBIT are presented in our Consolidated Statements of Income (Loss), which are included in Part I, Item I, to our Form 10-Q for the quarterly period ended September 30, 2004, filed with the Securities and Exchange Commission on November 15, 2004.

NIOG and EBIT is not recognized under GAAP and, therefore, should not be construed as an alternative to net income as an indicator of our performance or to any other measure of performance in accordance with GAAP. Furthermore, our methods of calculating NIOG and EBIT may be different from the methods used by other companies and, therefore, may not be comparable to other companies.

Non-GAAP measures are provided to enhance the reader’s/user’s overall understanding of the Company’s current financial performance and its prospects for the future, including its results of operations, cash generated and resources available for strategic opportunities including acquisitions. In addition, the Company has historically reported a similar non-GAAP result to the investment community, and as a result, believes the inclusion of non-GAAP presentations provides consistency in its financial reporting. Further, the non-GAAP measures are one of the primary indicators management uses for planning and forecasting in future periods. The presentation of this additional information is not meant to be considered in isolation or as a substitute for results prepared in accordance with accounting principles generally accepted in the United States.

The information furnished pursuant to Item 2.02 in this Form 8-K, including Exhibit 99.1 attached hereto, shall not be deemed to be filed for purposes of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that Section, unless we specifically incorporate it by reference in a document filed under the Securities Act of 1933 or the Securities Exchange Act of 1934. We undertake no duty or obligation to publicly-update or revise the information furnished pursuant to Item 2.02 of this Current Report on Form 8-K.

Section 9 – Financial Information

Item 9.01. Financial Statements and Exhibits

(c) Exhibits

The following Exhibit is furnished with this report.

Exhibit Designation	Description of Exhibit
99.1*	Press Release dated November 15, 2004

* Furnished herewith

Signatures

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

SPINDLETOP OIL & GAS CO. (Registrant)

Date: November 19, 2004

By: /s/ Chris G. Mazzini
Chris G. Mazzini
President, Acting Principal
Executive Officer

Date: November 19, 2004

By: /s/ Michelle H. Mazzini
Michelle H. Mazzini
Secretary

Date: November 19, 2004

By: /s/ Robert E. Corbin
Robert E. Corbin
Controller, Acting Principal
Financial Officer

PRESS RELEASE

**SPINDLETOP OIL & GAS CO. RELEASES 3RD QUARTER EARNINGS;
INCREASES ACTIVITY IN THE BARNETT SHALE PLAY OF NORTH TEXAS**

Dallas, Texas (November 15, 2004)

Spindletop Oil & Gas Co. has released its earnings for the third quarter of 2004. Net income before provision for Federal income taxes for the nine months ended September 30, 2004 was \$1,449,000 on gross revenues of \$3,201,000, an increase of \$312,000 over the same period in 2003. Net income from oil, gas and pipeline operations before provisions for depreciation, depletion and Federal income taxes was \$2,205,000, an increase of \$620,000 over the same period in 2003. Earnings per share of common stock for the nine months ended September 30, 2004 was \$0.15 per share versus \$0.11 per share over the same period in 2003.

The Company has set production casing to 8,706' to test the Barnett Shale Formation on its Olex U.S. #3 well located in the Newark, East Barnett Shale Gas Field, Fort Worth Basin in Denton County, Texas. The Company plans to complete and place the well into production during the fourth quarter of 2004. On the same lease, the Company has staked the location for its Olex U.S. #4 well and plans to drill the well prior to year end. The Company plans to drill additional Barnett Shale wells on its Fort Worth Basin properties during 2005.

This press release may contain "forward-looking statements" as that term is defined in the Private Securities Litigation Reform Act of 1995. Such statements are based on management's current expectations and are subject to a number of factors and uncertainties which could cause actual results to differ materially from those described herein. Although the Company believes that the expectations in such statements to be reasonable, there can be no assurance that such expectations will prove to be correct.

Spindletop Oil & Gas Co. is a publicly held independent exploration and production company headquartered in Richardson, Texas that operates approximately 175 properties throughout Texas, Alabama, Arkansas, Louisiana, Oklahoma and New Mexico. The company also operates several gas pipeline gathering systems and owns over 200 outside operated oil and gas producing properties in sixteen states. Approximately 81% of the company's reserves are natural gas.

The company filed its 3rd Quarter Form 10-Q with the Securities and Exchange Commission on November 15, 2004. For more information on the results, please go to the Company's website at <http://www.spindletopoil.com>, or contact Chris Mazzini, Chairman & CEO of Spindletop Oil & Gas Co., 972-644-2581.