

# GASCO ENERGY INC

## FORM DEFA14A

(Additional Proxy Soliciting Materials (definitive))

Filed 07/30/10

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|-------------|--|
| Address     | 8 INVERNESS DRIVE EAST<br>SUITE 100<br>ENGLEWOOD, CO 80112 |
| Telephone   | 3034830044   |
| CIK         | 0001086319   |
| Symbol      | GSX  |
| SIC Code    | 1311 - Crude Petroleum and Natural Gas                     |
| Industry    | Oil & Gas Operations                                       |
| Sector      | Energy   |
| Fiscal Year | 12/31  |

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

**SCHEDULE 14A**

Proxy Statement Pursuant to Section 14(a) of the Securities  
Exchange Act of 1934 (Amendment No. \_\_\_\_\_ )

Filed by the Registrant   
Filed by a Party other than the Registrant

**Check the appropriate box:**

- Preliminary Proxy Statement  
 **Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**  
 Definitive Proxy Statement  
 Definitive Additional Materials  
 Soliciting Material under Rule 14a-12

**GASCO ENERGY, INC.**  
(Name of Registrant as Specified In Its Charter)

**NOT APPLICABLE**  
(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

**Payment of Filing Fee (Check the appropriate box):**

- No fee required.  
 Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.
- (1) Title of each class of securities to which transaction applies: \_\_\_\_\_
- (2) Aggregate number of securities to which transaction applies: \_\_\_\_\_
- (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (Set forth the amount on which the filing fee is calculated and state how it was determined): \_\_\_\_\_
- (4) Proposed maximum aggregate value of transaction: \_\_\_\_\_
- (5) Total fee paid: \_\_\_\_\_

- Fee paid previously with preliminary materials.  
 Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

- (1) Amount Previously Paid: \_\_\_\_\_
- (2) Form, Schedule or Registration Statement No.: \_\_\_\_\_
- (3) Filing Party: \_\_\_\_\_
- (4) Date Filed: \_\_\_\_\_
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C 1234567890

MR ANDREW SAMPLE  
1234 AMERICA DRIVE  
ANYWHERE, IL 60661



## GASCO ENERGY, INC., ANNUAL SHAREHOLDER MEETING IMPORTANT INFORMATION — YOUR VOTE COUNTS!

Gasco Energy, Inc. Meeting Notice

1234 5678 9012 345

### Important Notice Regarding the Availability of Proxy Materials for the Gasco Energy, Inc. Shareholder Meeting to be Held on September 15, 2010

Under new Securities and Exchange Commission rules, you are receiving this notice that the proxy materials for the Gasco Energy, Inc. annual shareholder meeting are available on the Internet. Follow the instructions below to view the materials and vote online or request a copy. The items to be voted on and location of the annual meeting are on the reverse side. Your vote is important!

This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. We encourage you to access and review all of the important information contained in the proxy materials before voting. The Proxy Statement, and our Annual Report on Form 10-K for the fiscal year ended December 31, 2009 are available at:

[www.envisionreports.com/GSX](http://www.envisionreports.com/GSX)



#### Easy Online Access — A Convenient Way to View Proxy Materials and Vote

When you go online to view materials, you can also vote your shares.

**Step 1:** Go to [www.envisionreports.com/GSX](http://www.envisionreports.com/GSX) to view the materials .

**Step 2:** Click on **Cast Your Vote or Request Materials** .

**Step 3:** Follow the instructions on the screen to log in.

**Step 4:** Make your selection as instructed on each screen to select delivery preferences and vote.

When you go online, you can also help the environment by consenting to receive electronic delivery of future materials.



**Obtaining a Copy of the Proxy Materials —** If you want to receive a paper or e-mail copy of these documents, you must request one. There is no charge to you for requesting a copy. Please make your request for a copy as instructed on the reverse side on or before September 8, 2010 to facilitate timely delivery.



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## Gasco Energy, Inc. Meeting Notice

Gasco Energy, Inc.'s Annual Meeting of Shareholders will be held on September 15, 2010, at The Denver Athletic Club, 1325 Glenarm Pl, Denver CO 80204, at 9:00 AM MOUNTAIN DAYLIGHT TIME.

Proposals to be voted on at the meeting are listed below along with the Board of Directors' recommendations.

The Board of Directors recommends that you vote **FOR** the following proposals:

1. Election of Directors: Marc. A. Bruner, Richard J. Burgess, Charles B. Crowell Richard S. Langdon, Carmen J. (Tony) Lotito, John A. Schmit, Steven D. (Dean) Furbush
2. To Approve the Issuance of up to 127.1 million shares of Common Stock Issuable Upon Conversion of Gasco Energy, Inc.'s 5.50% Convertible Senior Notes due 2015 and Any Shares of Series C Convertible Preferred Stock Issuable upon Conversion Thereof.
3. To Amend the Articles of Incorporation of Gasco Energy Inc. to Increase the Authorized Number of Shares of Common Stock from 300,000,000 Shares to 600,000,000 Shares.
4. To Ratify the Appointment of KPMG LLP as Independent Auditors of Gasco Energy, Inc. for the Fiscal Year Ending December 31, 2010.
5. To Transact Such Other Business as may Properly Come Before Such Meeting or Any Adjournment(s) Thereof.

**PLEASE NOTE — YOU CANNOT VOTE BY RETURNING THIS NOTICE. To vote your shares you must vote online or request a paper copy of the proxy materials to receive a proxy card. If you wish to attend and vote at the meeting, please bring this notice with you.**

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### Directions to the Gasco Energy, Inc. 2010 Annual Meeting

Directions: At the intersection of N Speer Blvd and W Colfax Ave (287)  
Proceed EAST on Colfax to Glenarm LEFT (NORTH EAST)

Note: The company suggests using Mapquest or a similar resource for directions specific to your starting point.

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#### Here's how to order a copy of the proxy materials and select a future delivery preference:

**Paper copies:** Current and future paper delivery requests can be submitted via the telephone, Internet or email options below.

**Email copies:** Current and future email delivery requests must be submitted via the Internet following the instructions below. If you request an email copy of current materials you will receive an email with a link to the materials.

**PLEASE NOTE:** You must use the number in the shaded bar on the reverse side when requesting a set of proxy materials.

- **Internet** — Go to [www.envisionreports.com/GSX](http://www.envisionreports.com/GSX). Click Cast Your Vote or Request Materials. Follow the instructions to log in and order a paper or email copy of the current meeting materials and submit your preference for email or paper delivery of future meeting materials.
- **Telephone** — Call us free of charge at 1-866-641-4276 using a touch-tone phone and follow the instructions to log in and order a paper copy of the materials by mail for the current meeting. You can also submit a preference to receive a paper copy for future meetings.
- **Email** — Send email to [investorvote@computershare.com](mailto:investorvote@computershare.com) with "Proxy Materials Gasco Energy, Inc." in the subject line. Include in the message your full name and address, plus the number located in the shaded bar on the reverse, and state in the email that you want a paper copy of current meeting materials. You can also state your preference to receive a paper copy for future meetings.

To facilitate timely delivery, all requests for a paper copy of the proxy materials must be received by September 8, 2010.

