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SPINDLETOP OIL & GAS CO  
Form 10-Q  
November 14, 2007

FORM 10-Q

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

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

FOR THE QUARTER ENDED SEPTEMBER 30, 2007

or

TRANSITION REPORT PURSUANT OT SECTION 13 OR 15(D) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Commission File No. 000-18774

SPINDLETOP OIL & GAS CO.  
(Exact name of registrant as specified in its charter)

Texas  
(State or other jurisdiction  
of incorporation or organization)

75-2063001  
(IRS Employer Identification No.)

12850 Spurling Rd., Suite 200, Dallas, TX  
(Address of principal executive offices)

75230  
(Zip Code)

(972) 644-2581  
(Registrant's telephone number, including area code)

Indicate by check mark whether the registrant (1) has filed all reports  
required to be filed by Section 13 or 15(d) of the Securities Exchange Act of  
1934 during the preceding 12 months (or for such shorter period that the  
Company was required to file such reports), and (2) has been subject to such  
filing requirements for the past 90 days. Yes  No

Indicate by check mark whether the registrant is a large accelerated filer, an  
accelerated filer or a non-accelerated filer. See definition of accelerated  
filer in Rule 12b-2 of the Exchange Act (Check one):  
Large accelerated filer  Accelerated filer   
Non-accelerated filer

Indicate by check mark whether the registrant is a shell company (as defined  
in Rule 12b-2 of the Exchange Act. Yes  No

APPLICABLE ONLY TO ISSUERS INVOLVED IN BANKRUPTCY PROCEEDINGS DURING THE

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## PRECEEDING FIVE YEARS:

Indicate by check mark whether the registrant has filed all documents and reports required to be filed by Sections 12, 13 or 15(d) of the Securities Exchange Act of 1934 subsequent to the distribution of securities under a plan confirmed by a court. Yes [ ] No [ ]

## APPLICABLE ONLY TO CORPORATE ISSUERS:

Indicate the number of shares outstanding of each of the issuer's classes of common, as of the latest practicable date.

|                                |                                    |
|--------------------------------|------------------------------------|
| Common Stock, \$0.01 par value | 7,610,803                          |
| (Class)                        | (Outstanding at November 14, 2007) |

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SPINDLETOP OIL & GAS CO. AND SUBSIDIARIES

FORM 10-Q

For the quarter ended September 30, 2007

Index to Consolidated Financial Statements and Schedules

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Part I - Financial Information

Item 1. - Financial Statements

SPINDLETOP OIL & GAS CO. AND SUBSIDIARIES  
CONSOLIDATED BALANCE SHEETS

As of  
-----

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|   | September 30<br>2007<br>(Unaudited) | December 31<br>2006 |
|---|-------------------------------------|---------------------|
|   | -----                               | -----               |
| ASSETS                                    |                                     |                     |
| Current Assets                            |                                     |                     |
| Cash                                      | \$ 6,488,000                        | \$ 5,759,000        |
| Accounts receivable, trade                | 1,147,000                           | 1,173,000           |
| Prepaid expenses, related party           | -                                   | 60,000              |
| Prepaid income tax                        | 129,000                             | 426,000             |
|   | -----                               | -----               |
| Total Current Assets                      | 7,764,000                           | 7,418,000           |
|   | -----                               | -----               |
| Property and Equipment, at cost           |                                     |                     |
| Oil and gas properties (full cost method) | 9,031,000                           | 8,102,000           |
| Rental equipment                          | 399,000                             | 399,000             |
| Gas gathering systems                     | 145,000                             | 145,000             |
| Other property and equipment              | 141,000                             | 141,000             |
|   | -----                               | -----               |
|   | 9,716,000                           | 8,787,000           |
| Accumulated depreciation and amortization | (5,588,000)                         | (5,257,000)         |
|   | -----                               | -----               |
| Total Property and Equipment, net         | 4,128,000                           | 3,530,000           |
|   | -----                               | -----               |
| Real Estate Property, at cost             |                                     |                     |
| Land                                      | 688,000                             | 688,000             |
| Commercial office building                | 1,542,000                           | 1,508,000           |
| Accumulated depreciation                  | (204,000)                           | (120,000)           |
|   | -----                               | -----               |
| Total Real Estate Property, net           | 2,026,000                           | 2,076,000           |
|   | -----                               | -----               |
| Other Assets                              | 1,000                               | -                   |
|   | -----                               | -----               |
| Total Assets                              | \$13,919,000                        | \$13,024,000        |
|   | =====                               | =====               |

The accompanying notes are an integral part of these statements.

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SPINDLETOP OIL & GAS CO. AND SUBSIDIARIES  
CONSOLIDATED BALANCE SHEETS - (Continued)

|  | As of                               |                     |
|--|-------------------------------------|---------------------|
|  | September 30<br>2007<br>(Unaudited) | December 31<br>2006 |
|  | -----                               | -----               |
| LIABILITIES AND SHAREHOLDERS' EQUITY     |                                     |                     |
| Current Liabilities                      |                                     |                     |
| Notes payable, current portion           | \$ 120,000                          | \$ 120,000          |
| Accounts payable and accrued liabilities | 1,650,000                           | 2,237,000           |
| Tax savings benefit payable              | 97,000                              | 97,000              |

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|  |              |              |
|--|--------------|--------------|
| Total current liabilities  | 1,867,000    | 2,454,000    |
| Non-current Liabilities  |              |              |
| Notes payable, long-term portion   | 1,230,000    | 1,320,000    |
| Asset retirement obligation  | 260,000      | 251,000      |
|  | 1,490,000    | 1,571,000    |
| Deferred income tax payable  | 1,734,000    | 1,324,000    |
| Shareholders' Equity   |              |              |
| Common stock, \$.01 par value; 100,000,000<br>Shares authorized; 7,677,471 shares issued<br>at Sept 30, 2007 and December 31, 2006.<br>7,610,803 shares outstanding at Sept 30, 2007<br>and 7,595,803 shares outstanding at<br>December 31, 2006 | 77,000       | 77,000       |
| Additional paid-in capital   | 879,000      | 850,000      |
| Treasury Stock   | (37,000)     | (40,000)     |
| Retained earnings  | 7,909,000    | 6,788,000    |
| Total Shareholders' Equity   | 8,828,000    | 7,675,000    |
| Total Liabilities and Shareholders' Equity   | \$13,919,000 | \$13,024,000 |

The accompanying notes are an integral part of these statements.

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SPINDLETOP OIL & GAS CO. AND SUBSIDIARIES  
CONSOLIDATED STATEMENTS OF INCOME (LOSS)  
(Unaudited)

|  | Nine Months Ended<br>September 30, |              | Three Months Ended<br>September 30, |              |
|--|------------------------------------|--------------|-------------------------------------|--------------|
|  | 2007                               | 2006         | 2007                                | 2006         |
| Revenues   |                                    |              |                                     |              |
| Oil and gas revenue                                | \$ 4,618,000                       | \$ 3,993,000 | \$ 1,642,000                        | \$ 1,407,000 |
| Revenue from lease<br>operations                   | 160,000                            | 100,000      | 62,000                              | 30,000       |
| Gas gathering, compression<br>and Equipment rental | 135,000                            | 102,000      | 63,000                              | 50,000       |
| Real estate rental income                          | 381,000                            | 299,000      | 131,000                             | 128,000      |
| Interest income                                    | 221,000                            | 195,000      | 65,000                              | 80,000       |
| Other  | 50,000                             | 88,000       | 25,000                              | 1,000        |
| Total revenue                                      | 5,565,000                          | 4,777,000    | 1,988,000                           | 1,696,000    |

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|  |              |            |            |            |
|--|--------------|------------|------------|------------|
| Expenses                                 |              |            |            |            |
| Lease operations                         | 1,467,000    | 1,463,000  | 631,000    | 570,000    |
| Pipeline and rental operations           | 36,000       | 38,000     | 22,000     | 7,000      |
| Real estate operations                   | 213,000      | 204,000    | 111,000    | 93,000     |
| Depreciation, depletion and amortization | 414,000      | 581,000    | 124,000    | 190,000    |
| Asset retirement obligation accretion    | 25,000       | -          | 8,000      | -          |
| General and administrative               | 1,504,000    | 979,000    | 523,000    | 349,000    |
| Interest expense                         | 76,000       | 71,000     | 21,000     | 24,000     |
|  | -----        | -----      | -----      | -----      |
| Total Expenses                           | 3,735,000    | 3,336,000  | 1,440,000  | 1,233,000  |
|  | -----        | -----      | -----      | -----      |
| Income Before Income Tax                 | 1,830,000    | 1,441,000  | 548,000    | 463,000    |
|  | -----        | -----      | -----      | -----      |
| Current tax provision                    | 298,000      | 250,000    | 10,000     | 115,000    |
| Deferred tax provision                   | 411,000      | 272,000    | 147,000    | 20,000     |
|  | -----        | -----      | -----      | -----      |
|  | 709,000      | 522,000    | 157,000    | 135,000    |
|  | -----        | -----      | -----      | -----      |
| Net Income                               | \$ 1,121,000 | \$ 919,000 | \$ 391,000 | \$ 328,000 |
|  | =====        | =====      | =====      | =====      |
| Earnings per Share of Common Stock       |              |            |            |            |
| Basic and diluted                        | \$ 0.15      | \$ 0.12    | \$ 0.05    | \$ 0.04    |
|  | =====        | =====      | =====      | =====      |
| Weighted Average Shares Outstanding      |              |            |            |            |
| Basic and diluted                        | 7,602,067    | 7,588,037  | 7,607,433  | 7,592,433  |
|  | =====        | =====      | =====      | =====      |

The accompanying notes are an integral part of these statements.

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SPINDLETOP OIL & GAS CO AND SUBSIDIARIES  
CONSOLIDATED STATEMENTS OF CASH FLOWS  
(Unaudited)

|   | Nine Months Ended<br>September 30, |            |
|---|------------------------------------|------------|
|   | 2007                               | 2006       |
|   | -----                              | -----      |
| Cash Flows from Operating Activities                                      |                                    |            |
| Net Income  | \$ 1,121,000                       | \$ 919,000 |
| Reconciliation of net income to net cash provided by Operating Activities |                                    |            |
| Depreciation, depletion and amortization                                  | 414,000                            | 581,000    |
| Employee compensation paid with treasury stock                            | 32,000                             | 21,000     |
| Changes in prepaid expense  | 60,000                             | -          |
| Changes in accounts receivable  | 26,000                             | 448,000    |
| Changes in prepaid income taxes   | 297,000                            | (70,000)   |
| Changes in accounts payable   | (587,000)                          | 33,000     |
| Changes in current taxes payable  | -                                  | (20,000)   |
| Changes in deferred tax payable   | 410,000                            | 272,000    |
| Changes in asset retirement obligation                                    | 9,000                              | -          |
| Other   | (1,000)                            | 1,000      |
|   | -----                              | -----      |
| Net cash provided by operating activities                                 | 1,781,000                          | 2,185,000  |

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|  |              |              |
|--|--------------|--------------|
| Cash flows from Investing Activities                       |              |              |
| Capitalized acquisition, exploration and development costs | (929,000)    | (665,000)    |
| Proceeds from sale of other property and equipment         | -            | 9,000        |
| Capitalized tenant improvements and broker fees            | (33,000)     | (204,000)    |
| Net cash used for investing activities                     | (962,000)    | (860,000)    |
| Cash Flows from Financing Activities                       |              |              |
| Decrease in notes payable                                  | (90,000)     | (90,000)     |
| Net cash used for financing activities                     | (90,000)     | (90,000)     |
| Increase in cash   | 729,000      | 1,235,000    |
| Cash at beginning of period                                | 5,759,000    | 5,508,000    |
| Cash at end of period                                      | \$ 6,488,000 | \$ 6,743,000 |
| Interest paid in cash                                      | \$ 65,000    | \$ 71,000    |

The accompanying notes are an integral part of these statements.

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SPINDLETOP OIL & GAS CO. AND SUBSIDIARIES  
 NOTES TO CONSOLIDATED FINANCIAL STATEMENTS  
 (Unaudited)

1. BASIS OF PRESENTATION AND ORGANIZATION

The accompanying financial statements are presented in accordance with the requirements of Form 10-Q and consequently do not include all of the disclosures normally required by generally accepted accounting principles or those normally made in the Company's annual Form 10-K filing. Accordingly, the reader of this Form 10-Q may wish to refer to the Company's Form 10-K for the year ended December 31, 2006 for further information.

The consolidated financial statements presented herein include the accounts of Spindletop Oil & Gas Co., a Texas corporation ("the Company") and its wholly owned subsidiaries, Prairie Pipeline Co., a Texas corporation and Spindletop Drilling Company, a Texas Corporation. All significant inter-company transactions and accounts have been eliminated.

In the opinion of management, the accompanying unaudited interim financial statements contain all material adjustments, consisting only of normal recurring adjustments necessary to present fairly the financial condition, the results of operations and changes in cash flows of the Company and its consolidated subsidiaries for the interim periods presented. Although the Company believes that the disclosures are adequate to make the information presented not misleading, certain information and footnote disclosures, including a description of significant accounting policies normally included in financial statements prepared in accordance with generally accepted accounting principles generally accepted in the United States of America, have been condensed or omitted pursuant to such rules and regulations.

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### 2. COMMON STOCK

Effective March 22, 2007, the Company issued 5,000 shares of restricted common stock to a key employee pursuant to an employment package. The shares were valued at \$2.12 per share, a 60% discount from the believed market value for free trading shares at the time of issue of \$5.30 per share. The discount was determined based in part on the fact that the shares were restricted and could not be sold or traded for at least one year from date of issue. The amount was expensed as general and administrative expense. The shares of common stock were issued out of Treasury Stock and reduced the amount of the Company's common stock held in Treasury from 81,668 to 76,668 shares. This transaction was recorded in accordance with FAS 123-R that became effective January 1, 2006.

Effective August 15, 2007, the Company issued 10,000 shares of restricted common stock to a key employee pursuant to an employment package. The shares were valued at \$2.10 per share, a 60% discount from the believed market value for free trading shares at the time of issue of \$5.25 per share. The discount was determined based in part on the fact that the shares were restricted and cannot be sold or traded for at least one year from date of issue. The amount was expensed as general and administrative expense. The shares of common stock were issued out of Treasury Stock and reduced the amount of the Company's

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common stock held in Treasury from 76,668 to 66,668 shares. This transaction was recorded in accordance with FAS 123-R that became effective January 1, 2006

Item 2. - Management's Discussion and Analysis of Financial Condition and Results of Operations

#### WARNING CONCERNING FORWARD LOOKING STATEMENTS

The following discussion should be read in conjunction with the financial statements and notes thereto appearing elsewhere in this report.

This Report on Form 10-Q may contain forward-looking statements within the meaning of the federal securities laws, principally, but not only, under the caption "Management's Discussion and Analysis of Financial Condition and Results of Operations." We caution investors that any forward-looking statements in this report, or which management may make orally or in writing from time to time, are based on management's beliefs and on assumptions made by, and information currently available to, management. When used, the words "anticipate", "believe", "expect", "intend", "may", "might", "plan", "estimate" "project", "should", "will", "result" and similar expressions which do not relate solely to historical matters are intended to identify forward-looking statements. These statements are subject to risks, uncertainties, and assumptions and are not guarantees of future performance, which may be affected by known and unknown risks, trends, uncertainties, and factors, that are beyond our control. Should one or more of these risks or uncertainties materialize, or should underlying assumptions prove incorrect, actual results may vary materially from those anticipated, estimated, or projected. We caution you that, while forward-looking statements reflect our good faith beliefs when we make them, they are not guarantees of future performance and are impacted by actual events when they occur after we make such statements. We expressly disclaim any responsibility to update our forward-looking statements, whether as a result of new information, future events or otherwise. Accordingly, investors should use caution in relying on past forward-looking statements, which are based on results and trends at the time they are made, to anticipate future results or trends.



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Some of the risks and uncertainties that may cause our actual results, performance, or achievements to differ materially from those expressed or implied by forward-looking statements include, among others, the factors listed and described at Item 1A "Risk Factors" in the Company's Annual Report on Form 10-K, which investors should review. There have been no changes from the risk factors previously described in the Company's Form 10-K for the fiscal year ended December 31, 2006 (the "Form 10-K").

Other sections of this report may also include suggested factors that could adversely affect our business and financial performance. Moreover, we operate in a very competitive and rapidly changing environment. New risks may emerge from time to time and it is not possible for management to predict all such matters; nor can we assess the impact of all such matters on our business or the extent to which any factor, or combination of factors, may cause actual results to differ materially from those contained in any forward-looking statements. Given these uncertainties, investors should not place undue reliance on forward-looking statements as a prediction of actual results.

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Investors should also refer to our quarterly reports on Form 10-Q for future periods and current reports on Form 8-K as we file them with the SEC, and to other materials we may furnish to the public from time to time through Forms 8-K or otherwise.

### Results of Operations

Nine months ended September 30, 2007 compared to nine months ended September 30, 2006

Total oil and gas revenues reported for the first nine months ended September 30, 2007 were \$4,618,000 while total oil and gas revenues reported for the same period in 2006 were \$3,993,000, an overall increase of approximately \$625,000 or 15.7%.

Oil sales for the first nine months of 2007 were \$1,185,000 compared to \$1,085,000 for the same period in 2006, an increase of approximately \$100,000 or 9.2%. Average oil prices for production sold in the first nine months of 2007 was \$ 59.86 per barrel compared to \$64.30 per barrel for the first nine months of 2006, a decrease of -6.9%.

Gas Sales in the first nine months of 2007 were \$3,433,000 while gas sales reported for the same period in 2006 were \$2,908,000, an increase of approximately \$525,000 or 18.1%. Average gas prices for production sold in the first nine months of 2007 was \$ 6.63 per mcf compared to \$6.60 per mcf in 2006, an increase of 0.5%

In 2007, the cost of lease operations for the nine months ended September 30, was \$1,467,000, approximately the same as the \$1,463,000 incurred during the nine months ended September 30, 2006.

Depletion expense decreased for the first nine months of 2007 by approximately \$167,000 as compared with the first nine months of 2006. This was due to the amount of estimated costs for proved undeveloped properties included in the full cost pot for 2007 being decreased significantly over that for 2006. This was caused by a farmout agreement in which the estimated cost of the wells included in the full cost pot which were anticipated to be drilled in 2006, will be drilled at no cost to the Company. The reduction of the amount of anticipated costs included in the full cost pot between years reduced the amount of depletion charged to expense.

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General and Administrative increased approximately \$525,000 due to increased personnel cost and benefits due to the Company adding full-time employees, primarily in the technical side of operations.

Three months ended September 30, 2007 compared to three months ended September 30, 2006

Total oil and gas revenues reported for the three months ended September 30, 2007 were \$1,642,000 while total oil and gas revenues reported for the same period in 2006 were \$1,407,000, and overall increase of approximately \$235,000 or 16.7%.

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Oil and condensate sales for the third quarter of 2007 were approximately \$493,000 compared to \$364,000 for the same period in 2006, an increase of approximately \$129,000 or 35.4%. Average oil and condensate prices for production sold in the third quarter of 2007 was \$ 64.86 per barrel compared to \$67.63 per barrel for the third quarter of 2006, a decrease in price of approximately 4.1%.

Gas Sales in the third quarter of 2007 were \$1,149,000 while total gas sales reported for the same period in 2006 were \$1,043,000, an increase of approximately \$106,000 or 10.2%. Average gas prices for production sold in the third quarter of 2007 was \$ 6.82 per mcf compared to \$6.22 per mcf in 2006, an increase of 9.7%.

In 2007, the cost of lease operations for the three months ended September 30 was \$631,000, an increase of approximately \$61,000 over the same period in 2006. The slight increase was due to an increase in remedial repair on older wells as well as cost increases seen across the board in oilfield equipment and services.

Depletion expense decreased for the three months ended September 30, 2007 by approximately \$66,000 as compared with the three months ended September 30, 2006. This was due to the amount of estimated costs for proved undeveloped properties included in the full cost pot for 2007 being decreased significantly over that for 2006. This was caused by a farmout agreement in which the estimated cost of the wells included in the full cost pot which were anticipated to be drilled in 2006, will be drilled at no cost to the Company. The reduction of the amount of anticipated costs included in the full cost pot between years reduced the amount of depletion charged to expense.

General and Administrative increased approximately \$174,000 due to increased personnel cost and benefits due to the Company adding full-time employees, primarily in the technical side of operations.

### Financial Condition and Liquidity

The Company's operating capital needs, as well as its capital spending program are generally funded from cash flow generated by operations. Because future cash flow is subject to a number of variables, such as the level of production and the sales price of oil and natural gas, the Company can provide no assurance that its operations will provide cash sufficient to maintain current levels of capital spending. Accordingly, the Company may be required to seek additional financing from third parties in order to fund its exploration and development programs.

### Item 4. - Controls and Procedures

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(a) As of the end of the period covered by this report, Spindletop Oil & Gas Co. carried out an evaluation, under the supervision and with the participation of the Company's management, including the Company's Principal Executive Officer and Principal Financial Officer, of the effectiveness of the design and operation of the Company's disclosure controls and procedures pursuant to Exchange Act Rule 13a-15 and 15d-15. Based upon the evaluation, the Company's Principal Executive Officer and Principal Financial Officer

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concluded that the Company's disclosure controls and procedures are effective in timely alerting them to material information relating to the Company (including its consolidated subsidiaries) which is required to be included in the Company's periodic SEC filings.

(b) There have been no changes in the Company's internal controls over financial reporting during the quarter ended September 30, 2007 that have materially affected, or are reasonably likely to materially affect the Company's internal controls over financial reporting.

### Part II - Other Information

#### Item 1. Legal Proceedings

On June 21, 2007, the acting United States attorney for the Eastern District of Texas filed an Information against Spindletop Drilling Company, a subsidiary of the registrant in a case styled The United States of America v. Spindletop Drilling Company, Case No. 5:07CR16 filed in the United States District Court for the Eastern District of Texas, Texarkana Division. The Information alleges a violation of Title 16, USC Sec 703 (unlawful taking of migratory birds), charges Spindletop Drilling Company with a Class B misdemeanor petty offense advising that on or about September 6, 2006 in Titus County, Texas allegedly took migratory birds including approximately twelve (12) Northern Mockingbirds (*Mimus Polyglottos*) and one (1) Mourning Dove (*Zenaida Macroura*), all in violation of 16 USC Sec 703 and 707(a). Spindletop Drilling Company owns and operates an oil pit located on the "Pewitt D" lease located in Titus County, Texas. Although Spindletop Drilling Company had netting in place, several small birds were found in the pit in early September, 2006.

Although the incident was inadvertent, on June 26, 2007, in order to resolve the matter, Spindletop Drilling Company entered into a plea agreement agreeing to one count of the Information which charged a violation of 16 USC Sec 703 and stipulated and agreed that two years probation, \$10,000 in restitution payable to the National Fish and Wildlife Foundation, no fine, and a \$25 special assessment would best advance the objectives under the law. The court gave final approval of this agreement on October 4, 2007.

During the three months ended March 31, 2007, Spindletop Drilling Company corrected the netting on the property and implemented other safeguards to further protect the migratory birds and property in question.

#### Item 2. - Unregistered Sales of Equity Securities and Use of Proceeds

During the period, the following securities of the Registrant, which were not registered under the Securities Act, were sold or otherwise issued:

Effective August 15, 2007, the Company issued 10,000 shares of restricted common stock to a key employee pursuant to an employment package. The shares were valued at \$2.10 per share, a 60% discount from the believed market value for free trading shares at the time of issue of \$5.25 per share. The discount

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was determined based in part on the fact that the shares were restricted and cannot be sold or traded for at least one year from date of issue. The amount was expensed as general and administrative expense. The shares of common stock

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were issued out of Treasury Stock and reduced the amount of the Company's common stock held in Treasury from 76,668 to 66,668 shares.

The Company does not have any Board of Directors approved repurchase program and has not purchased any securities issued by the Company during the period covered by this report.

### Item 5 - Other Information

During the third quarter of 2007, the Company recompleted its Finley #2 well located in Eastland County, Texas. The Marble Falls formation was perforated, acidized and stimulated with a slick water frac job. The well was placed on pump and is currently pumping back the large volume of load water that was injected.

#### Joint Drilling Development of North Texas Barnett Shale Leasehold:

The Company, together with Giant Energy Corp., a related entity, entered into a joint Barnett Shale horizontal drilling development program with an unrelated company during the third quarter of 2006. During the second quarter of 2007, the third well drilled under our agreement, the Harms #4H well, was completed in the Barnett Shale formation. The Harms #4H well is located in the northeast quarter of Parker County, Texas on the Company's Springtown block. Subsequent to the second quarter, the Harms #4H well was flowed back and has flowed gas volumes in excess of 1,000 mcf of gas per day ("mcfcpd"), however, the gas production was erratic because of down hole fluid loading. The well was placed on a gas lift system but it was subsequently removed after it was determined that the well could not be produced economically because of the large volume of salt water produced with the natural gas. The well is currently shut in.

The fourth well drilled under the agreement was drilled on the Company's Whiskey Flat block located in the southeast portion of Parker County, northeast of Cresson, Texas in the second quarter of 2007. The Wilson-Harris #2H well was drilled to a measured depth of 9,136 ft., cased and completed in the Barnett Shale. The well was placed in production during the month of September. The well produced at an averaged daily rate of 2,483 mcfcpd during the first 30 days of production.

During the third quarter, three other wells were drilled on the Company's Whiskey Flat block. The fifth well, the Wilson-Harris #3H well was drilled to a measured depth of 8,756 ft., cased, fraced and placed in production during the month of September. The well produced at an average daily gas rate of 2,497 mcfcpd during the first thirty days of production. The sixth well, the Wilson-Harris #4H well, was drilled to a measured depth of 7,040 ft., cased, fraced and placed in production during the month of September. The well produced at an average daily gas rate of 2,125 mcfcpd for the first 30 days. The seventh well, the Fitzwilliam Gas Unit #2H well was drilled to a measured depth of 9,350 ft., cased, fraced and placed in production during the month of October. The well produced at an average rate of 1,245 mcfcpd for the first 18 days.

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For all of the above wells the Company cautions that while initial production rates are high, that early performance may not be an indication of the ultimate gas recoveries obtained.

### Item 6. - Exhibits

The following exhibits are filed herewith or incorporated by reference as indicated.

| Exhibit Designation | Exhibit Description   |
|---------------------|---|
| 3.1 (a)             | Amended Articles of Incorporation of Spindletop Oil & Gas Co. (Incorporated by reference to Exhibit 3.1 to the General Form for Registration of Securities on Form 10, filed with the Commission on August 14, 1990). |
| 3.2                 | Bylaws of Spindletop Oil & Gas Co. (Incorporated by reference to Exhibit 3.2 to the General Form for Registration of Securities on Form 10, filed with the Commission on August 14, 1990).                            |
| 31.1 *              | Certification pursuant to Rules 13a-14 and 15d under the Securities Exchange Act of 1934.   |
| 31.2 *              | Certification pursuant to Rules 13a-14 and 15d under the Securities Exchange Act of 1934.   |
| 32.1 *              | Certification pursuant to 18 U.S.C. Section 1350.   |

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\* filed herewith

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Signatures

Pursuant to the requirements of the Securities Exchange Act of 1934, the

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registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

SPINDLETOP OIL & GAS CO.  
(Registrant)

Date: November 14, 2007

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

Date: November 14, 2007

By: /s/ Michelle H. Mazzini  
Michelle H. Mazzini  
Vice President, Secretary

Date: November 14, 2007

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

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Exhibit 31.1

CERTIFICATION

I, Chris G. Mazzini, certify that:

1. I have reviewed this report on Form 10-Q of Spindletop Oil & Gas Co.;

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2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;

4. The registrant's other certifying officers and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13-15(e) and 15d-15e) and have internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f) for the registrant and have:

(a) designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

(b) designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles; and

(c) evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the controls and procedures as of the end of the period covered by this report based on such evaluation; and

(d) disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

5. The registrant's other certifying officers and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of registrant's board of directors (or persons performing the equivalent functions):

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(a) all significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

(b) any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal controls.

Dated: November 14, 2007

/s/ Chris G. Mazzini  
CHRIS G. MAZZINI  
President, Chief Executive Officer

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Exhibit 31.2

CERTIFICATION

I, Robert E. Corbin, certify that:

1. I have reviewed this report on Form 10-Q of Spindletop Oil & Gas Co.;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;



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4. The registrant's other certifying officers and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13-15(e) and 15d-15e) and have internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f) for the registrant and have:

(a) designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

(b) designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles; and

(c) evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the controls and procedures as of the end of the period covered by this report based on such evaluation; and

(d) disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

5. The registrant's other certifying officers and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of registrant's board of directors (or persons performing the equivalent functions):

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(a) all significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

(b) any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal controls.

Dated: November 14, 2007.

/s/ Robert E. Corbin  
ROBERT E. CORBIN  
Controller, Principal Financial Officer

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Exhibit 32.1

Officers' Section 1350 Certifications

The undersigned officer of Spindletop Oil & Gas Co., a Texas corporation (the "Company"), hereby certifies that (i) the Company's Report on Form 10-Q for the quarter ended September 30, 2007 fully complies with the requirements of Section 13(a) of the Securities Exchange Act of 1934, and (ii) the information contained in the Company's Quarterly Report on Form 10-Q for the quarter ended September 30, 2007 fairly presents, in all material respects, the financial condition and results of operations of the Company, at and for the periods indicated.

Dated: November 14, 2007

/s/ Chris G. Mazzini  
CHRIS G. MAZZINI  
President, Chief Executive Officer

/s/ Robert E. Corbin  
ROBERT E. CORBIN  
Controller, Principal Financial Officer

