
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): March 11, 2026

GRAN TIERRA ENERGY INC.

(Exact Name of Registrant as Specified in its Charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

001-34018
(Commission File Number)

98-0479924
(IRS Employer
Identification No.)

500 Centre Street S.E.
Calgary, Alberta, Canada
T2G 1A6
(Address of Principal Executive Offices)
(Zip Code)

(403) 265-3221
(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))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, par value \$0.001 per share	GTE	NYSE American Toronto Stock Exchange London Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers

On March 11, 2026, each of Evan Hazell, Sondra Scott and David Smith notified the Board of Directors (the “Board”) of Gran Tierra Energy Inc. (the “Company”) of their respective decisions to resign as a member of the Board, effective immediately. On March 12, 2026, Brad Virbitsky notified the Board of his decision to resign as a member of the Board, effective immediately.

Prior to their respective resignations, Mr. Hazell served as Chair of the Health, Safety & Environment Committee and as a member of the Audit Committee and the Reserves Committee, Ms. Scott served as Chair of the Nominating and Corporate Governance Committee and as a member of the Health, Safety & Environment Committee and the Reserves Committee, Mr. Smith served as Chair of the Audit Committee and as a member of the Compensation Committee, and Mr. Virbitsky served as a member of the Health, Safety & Environment Committee and the Reserves Committee. In connection with the resignations, the Board decreased the size of the Board from nine to five directors.

Each of Mr. Hazell, Ms. Scott, Mr. Smith, and Mr. Virbitsky informed the Board that their respective resignations were due to disagreement with the majority of the then five-member Audit Committee regarding the handling of the Audit Committee’s independent investigation into an anonymous complaint. The complaint does not involve any allegations of fraudulent activity or misstatement in the Company’s financial statements.

Consistent with its charter, the Audit Committee takes seriously its responsibility to investigate matters within the scope of its duties, including this complaint. The Audit Committee has resolved to continue the investigation into this complaint, and has directed management to further investigate the matter and to engage external legal counsel and other advisors as necessary to assist in the investigation. The Audit Committee intends to continue to oversee the ongoing investigatory activities.

Copies of written correspondence from each of Mr. Hazell, Ms. Scott, Mr. Smith, and Mr. Virbitsky are attached hereto as Exhibits 17.1, 17.2, 17.3 and 17.4, respectively.

In accordance with the requirements of Item 5.02 of Form 8-K, the Company has provided a copy of this Current Report on Form 8-K to each of Mr. Hazell, Ms. Scott, Mr. Smith, and Mr. Virbitsky. After receiving a copy of the information set forth above in this Current Report on Form 8-K, Mr. Smith provided written correspondence stating that he disagrees with certain statements in this disclosure and requesting that the disclosure address the dismissal of independent counsel to the Audit Committee. A copy of Mr. Smith’s most recent written correspondence is attached hereto as Exhibit 17.5.

Forward-Looking Statements

This filing contains a number of forward-looking statements. Words such as “intends,” “expect,” or “will,” and variations of such words and similar future or conditional expressions are intended to identify forward-looking statements. These forward-looking statements include, but are not limited to, statements regarding the activities or intentions of the Audit Committee and management with respect to the investigation. These forward-looking statements are not guarantees of future results and are subject to a number of risks and uncertainties, many of which are difficult to predict and beyond the Company’s control. The Company disclaims and does not undertake any obligation to update or revise any forward-looking statement in this report or to provide any further information regarding the investigation or complaint, except as required by applicable law or regulation.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

Exhibit No.	Description
17.1	March 11, 2026 Correspondence from Evan Hazell
17.2	March 11, 2026 Correspondence from Sondra Scott
17.3	March 11, 2026 Correspondence from David Smith
17.4	March 12, 2026 Correspondence from Brad Virbitsky
17.5	March 16, 2026 Correspondence from David Smith
104	Cover Page Interactive Data File - the cover page XBRL tags are embedded within the Inline XBRL document.

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: March 17, 2026

GRAN TIERRA ENERGY INC.

By: /s/ Ryan Ellson
Name: Ryan Ellson
Title: Executive Vice President and Chief Financial Officer

From: Evan Hazell
Sent: Wednesday, March 11, 2026 4:23 PM
To: Bob Hodgins
Cc: Phillip Abraham
Subject: [EXTERNAL] Resignation, effective immediately

EXTERNAL EMAIL: This email originated from outside of the organization - do not click links or open attachments unless you recognize the sender and know the content is safe.

Dear Bob

I am writing to you in your capacity as Chairman of the Board of Directors of Gran Tierra Energy Inc.

I hereby tender my resignation as a Director of Gran Tierra Energy Inc., effective immediately.

I disagree with the decision by a majority of the Audit Committee members to terminate the independent legal counsel engaged by the committee to conduct an independent investigation of issues brought to the committee's attention.

Please confirm receipt of this email.

Sincerely, Evan J. Hazell

Sent from my iPad

March 11, 2026

Robert Hodgins
Chair of the Board of Directors of Gran Tierra Energy Inc.

Dear Bob,

I hereby tender my resignation as director of Gran Tierra Energy Inc. effectively immediately.

I strongly disagree with the recent decision of the Audit committee to terminate the independent investigation of issues brought to the attention of the committee despite advice from outside counsel that the investigation should remain independent.

Best

Sandra Scott
Sandra Scott

3/11/2026

March 11, 2026

Robert Hodgins

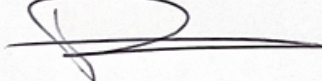
Chair of the Board of Directors of Gran Tierra Energy Inc.

Dear Bob,

I hereby tender my resignation as a director of Gran Tierra Energy Inc. effective immediately.

I strongly disagree with the decision by a majority of the Audit Committee members to terminate the independent legal counsel engaged by the committee to conduct an independent investigation of certain red flag issues brought to the committees attention. I believe that this decision is a fundamental error in corporate governance and I cannot therefore continue in my role as a director and chair of the audit committee.

Yours truly,

A handwritten signature in dark ink, appearing to be "David P. Smith", written over a horizontal line.

David P. Smith

From: Brad Virbitsky
Sent: March 12, 2026 10:41 AM
To: Bob Hodgins
Cc: Eva Di Diodoro **Subject:** [EXTERNAL] Board resignation - Brad Virbitsky

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3/12/2026
Chair of the Board
Gran Tierra

Dear Bob,

I'm writing to formally resign from my position as a member of the Board of Directors of Gran Tierra, effective immediately.

I strongly disagree with the decision of the audit committee to end the third party investigation of the whistleblower complaint and handle it internally.

Sincerely,
Brad Virbitsky

NOTICE: This email and any attachments transmitted with it are confidential and intended solely for the use of the individual(s) or entity to whom they are addressed. Please notify the sender immediately by e-mail if you have received this e-mail by mistake and delete this e-mail and all copies of it from your system. If you are not the intended recipient you are notified that disclosing, copying, distributing or taking any action in reliance on the contents of this information is strictly prohibited. Sender does not intend to waive confidentiality or privilege.

From: David Smith
Sent: Monday, March 16, 2026 4:44 PM
To: Phillip Abraham
Subject: [EXTERNAL] Re: Draft 8-K

Follow Up Flag: Follow up
Flag Status: Flagged

EXTERNAL EMAIL: This email originated from outside of the organization - do not click links or open attachments unless you recognize the sender and know the content is safe.

Phil,

I have reviewed the draft disclosure and I believe that it misses the fundamental point that I and others resigned because the audit committee decided to terminate independent counsel to the committee. It was due to a specific action not the general handling of the investigation.

I disagree with the words as drafted and request that they be changed to address the dismissal of independent counsel.

Please advise.

David

On Mar 16, 2026, at 12:49 PM, Phillip Abraham wrote:

Dear David, as required by s. 5.02 of the General Instructions regarding Form 8-K Current Report filings, please find attached a draft 8-K that the Company intends to issue to reflect your recent resignation.

Phil

— **Phillip Abraham** | Executive Vice President, Legal & Land | Gran Tierra Energy
500 Centre Street SE | Calgary AB , Canada | T2G 1A6
www.grantierra.com

<GTE - Form 8-K Draft 2026-03-16.docx>