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MALLOY PATRICK E

Form 4

February 17, 2010

FORM 4

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Section 16.

Form 4 or

obligations

Form 5

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

OMB

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading MALLOY PATRICK E Issuer Symbol GOODRICH PETROLEUM CORP (Check all applicable) [GDP] (Last) (First) (Middle) 3. Date of Earliest Transaction _X_ Director X__ 10% Owner Other (specify X_ Officer (give title (Month/Day/Year) below) **BAY STREET AT THE** 02/12/2010 Chairman of the Board WATERFRONT (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting SAG HARBOR, NJ 11963 Person

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of 2. Transaction Date 2A. Deemed 6. Ownership 7. Nature of 3. 4. Securities 5. Amount of Security (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Securities Form: Direct Indirect (Instr. 3) Code Disposed of (D) Beneficially (D) or Beneficial (Instr. 3, 4 and 5) Owned Indirect (I) Ownership (Month/Day/Year) (Instr. 8) Following (Instr. 4) (Instr. 4) Reported (A) Transaction(s) or (Instr. 3 and 4) Code V Amount (D) Price Common 02/12/2010 M 6,667 Α (1) 4,943,614 D Stock Common through 177,750 I Stock child Common through 177,750 I Stock child

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

 Title of 	2.	3. Transaction Date	3A. Deemed	4.	Number	Date Exercis	sable and	7. Title and A	Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Dat	e	Underlying S	Securities 1
Security	or Exercise		any	Code	Securities	(Month/Day/Y	ear)	(Instr. 3 and	4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired				
, , , ,	Derivative				(A) or				
	Security				Disposed of				
				(D)					
				(Instr. 3, 4,					
					and 5)				
					una 5)				
									Amount
						Date	Expiration		or
							*	Title	Number
						Exercisable	Date		of
				Code V	(A) (D)				Shares
Phantom	(1)	02/12/2010		M	6 667	02/12/2010	02/12/2010	Common	6 667
Stock	<u>(1)</u>	02/12/2010		M	6,667	02/12/2010	02/12/2010	Stock	6,667

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
MALLOY PATRICK E						
BAY STREET AT THE WATERFRONT	X	X	Chairman of the Board			
SAG HARBOR NI 11963						

Signatures

b/Michael J.

Killelea

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Each share of phantom stock was the economic equivalent of one share of GDP common stock. On February 12, 2010, the reporting person settled one-third of the shares of phantom stock that were granted to him on February 12, 2008.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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