

GOODRICH PETROLEUM CORP  
 Form 3  
 January 03, 2017

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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  
 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

|   |         |          |  |                                    |  |  |
|---|---------|----------|--|------------------------------------|--|--|
| 1. Name and Address of Reporting Person * |         |          | 2. Date of Event Requiring Statement             |                                    | 3. Issuer Name <b>and</b> Ticker or Trading Symbol         |  |
| Â Anchorage Capital Group, L.L.C.         |         |          | (Month/Day/Year)                                 |                                    | GOODRICH PETROLEUM CORP [GDPP]                             |  |
| (Last)                                    | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer |                                    |  | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| 610 BROADWAY,Â 6TH FLOOR                  |         |          | (Check all applicable)                           |                                    |  |  |
| (Street)                                  |         |          | <input type="checkbox"/> Director                | <input type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |  |
| NEW YORK,Â NYÂ 10012                      |         |          | <input type="checkbox"/> Officer                 | <input type="checkbox"/> Other     | ___ Form filed by One Reporting Person                     |  |
| (City)                                    | (State) | (Zip)    | (give title below) (specify below)               |                                    | _X_ Form filed by More than One Reporting Person           |  |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock                       | 809,028  | I <u>(1)</u> <u>(3)</u>   | By AIO V AIV 1 Holdings, L.P.                            |
| Common Stock                       | 758,716  | I <u>(2)</u> <u>(3)</u>   | By Anchorage Illiquid Opportunities V, L.P.              |

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 3. Title and Amount of<br>Securities Underlying<br>Derivative Security<br>(Instr. 4) |                                  | 4. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 5. Ownership<br>Form of<br>Derivative<br>Security:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 5) | 6. Nature of Indirect<br>Beneficial Ownership<br>(Instr. 5) |
|---|--|--------------------|--|----------------------------------|--|--|---|
|   | Date<br>Exercisable  | Expiration<br>Date | Title  | Amount or<br>Number of<br>Shares |  |  |   |
| Warrants (Right to Buy)                       | Â (4)  | 10/12/2026         | Common<br>Stock  | 26,193                           | \$ (4)   | I (1) (3)  | By AIO V AIV 1<br>Holdings, L.P.                            |
| Warrants (Right to Buy)                       | Â (4)  | 10/12/2026         | Common<br>Stock  | 24,564                           | \$ (4)   | I (2) (3)  | By Anchorage<br>Illiquid<br>Opportunities V,<br>L.P.        |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| Anchorage Capital Group, L.L.C.<br>610 BROADWAY<br>6TH FLOOR<br>NEW YORK, NY 10012    | Â             | Â         | Â       | Â     |
| Anchorage Advisors Management, LLC<br>610 BROADWAY<br>6TH FLOOR<br>NEW YORK, NY 10012 | Â             | Â         | Â       | Â     |
| Ulrich Kevin Michael<br>610 BROADWAY<br>6TH FLOOR<br>NEW YORK, NY 10022               | Â             | Â         | Â       | Â     |

## Signatures

|  |            |
|--|------------|
| Anchorage Capital Group, L.L.C., By: /s/ Kevin M. Ulrich, Authorized Signatory       | 01/03/2017 |
| **Signature of Reporting Person  | Date       |
| Anchorage Advisors Management, L.L.C., By: /s/ Kevin M. Ulrich, Authorized Signatory | 01/03/2017 |
| **Signature of Reporting Person  | Date       |
| /s/ Kevin M. Ulrich  | 01/03/2017 |
| **Signature of Reporting Person  | Date       |

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 5(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) These shares and warrants are held for the account of AIO V AIV 1 Holdings, L.P. ("AIV 1"). Anchorage Capital Group, L.L.C. ("Capital Group") is the investment manager to AIV 1. Anchorage Advisors Management, L.L.C. is the sole managing member of Capital Group.

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Mr. Ulrich is the Chief Executive Officer of Capital Group and the senior managing member of Anchorage Advisors Management, L.L.C.

- (2) These shares and warrants are held for the account of Anchorage Illiquid Opportunities V, L.P. ("AIO V"). Capital Group is the investment manager to AIO V. Anchorage Advisors Management, L.L.C. is the sole managing member of Capital Group. Mr. Ulrich is the Chief Executive Officer of Capital Group and the senior managing member of Anchorage Advisors Management, L.L.C.

- (3) Each reporting person disclaims beneficial ownership of the reported securities except to the extent, if any, of its or his pecuniary interest therein, and this report shall not be deemed an admission that such reporting person is the beneficial owner of the reported securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose.

- (4) These warrants are exercisable for 0.00001% of the Common Stock Deemed Outstanding (as defined in the Warrant Agreement) at the time of exercise, and may be exercised at any time after the Distribution Date (as defined in the Issuer's Plan of Reorganization) following the first date that the product of (x) the Common Stock Deemed Outstanding and (y) the Current Sale Price (as defined in the Warrant Agreement), is equal to at least \$230.0 million, as may be adjusted in accordance with the terms of the Warrant Agreement. The Warrant Agreement is incorporated herein by reference to Exhibit 10.6 to the Form 8-K filed by the Issuer on October 14, 2016.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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