

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	Chapter 11
)	
SAMSON RESOURCES CORPORATION, <i>et al.</i> , ¹)	Case No. 15-11934 (CSS)
)	
Debtors.)	(Jointly Administered)
)	

**NOTICE OF POTENTIAL STALKING HORSE HEARING,
BID DEADLINE, AND SALE HEARING**

PLEASE TAKE NOTICE that on September 6, 2016, the above-captioned debtors and debtors in possession (the “Debtors”)² filed the *Debtors’ Motion for Entry of (I) an Order Establishing Bidding Procedures and Granting Related Relief and (II) an Order Approving the Sale of Certain Assets Free and Clear of Liens, Claims, Encumbrances, and Interests* [Docket No. 1322] (the “Sale Motion”) with the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”) seeking, among other things, entry of an order (the “Sale Order”): (a) approving the proposed bidding procedures (the “Bidding Procedures”) by which the Debtors will solicit and select the highest and otherwise best offer for the sale of certain of their assets (the “Assets”) through one or more sales of the Assets (each, a “Sale Transaction” or “Sale”); (b) establishing procedures for the assumption and assignment of executory contracts and unexpired leases, including notice of proposed cure amounts; (c) approving the form and manner or notice with respect to certain procedures, protections, schedules, and agreements described herein and attached hereto; (d) scheduling (i) a hearing (the “Stalking Horse Hearing”), to approve the Debtors’ selection of one or more stalking horse bidders (each, a “Stalking Horse Bidder”), if any, and the provision of Bid Protections (as defined below) to such Stalking Horse Bidder, if necessary; (ii) an auction (the “Auction”) if the Debtors receive two or more timely and acceptable Qualified Bids (as defined below); and (iii) a final hearing (the “Sale Hearing”) to approve one or more Sales of the Assets; and (e) granting related relief. The Debtors further request that, at the Sale Hearing, this Court enter an order or orders (each, a “Sale Order”), which will be filed before the Sale Hearing, (a) authorizing the Sale of the Assets free and clear of liens, claims, interests, and encumbrances; (b) authorizing the assumption and assignment of certain executory contracts and unexpired leases; and (c) granting related relief.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, include: Geodyne Resources, Inc. (2703); Samson Contour Energy Co. (7267); Samson Contour Energy E&P, LLC (2502); Samson Holdings, Inc. (8587); Samson-International, Ltd. (4039); Samson Investment Company (1091); Samson Lone Star, LLC (9455); Samson Resources Company (8007); and Samson Resources Corporation (1227). The location of parent Debtor Samson Resources Corporation’s corporate headquarters and the Debtors’ service address is: Two West Second Street, Tulsa, Oklahoma 74103.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Sale Motion.

PLEASE TAKE FURTHER NOTICE that the Debtors are soliciting offers for the purchase of certain Assets of the Debtors consistent with the Bidding Procedures approved by the Bankruptcy Court by entry of an order on September 30, 2016 [Docket No. 1425] (the “Bidding Procedures Order”). **All interested bidders should carefully read the Bidding Procedures and Bidding Procedures Order.** To the extent that there are any inconsistencies between this notice and the Bidding Procedures or Bidding Procedures Order, the Bidding Procedures or Bidding Procedures Order, as applicable, shall govern in all respects.

Only the Debtors’ property will be sold. If you hold a valid royalty, mineral interest, or working interest in the same oil and gas properties that are being sold by the Debtors, your ownership interest will **not** be sold or otherwise transferred in any sale, and **you do not need to take any action** for that ownership interest to remain in place and in full force and effect in accordance with applicable law.

If you currently receive **payments** from the Debtors on account of any valid interest in the oil and gas properties that are being sold, payments from the purchaser of the related assets will continue after the sale (subject to all applicable law, and with the Debtors being responsible for any payments attributable to periods prior to the Effective Time).

If you currently receive **distributions of production in kind or production proceeds** from the Debtors on account of any valid interest in the oil and gas properties that are being sold, distributions from the purchaser of the related assets will continue after the sale (subject to all applicable law, and with the Debtors being responsible for any payments attributable to periods prior to the Effective Time).

PLEASE TAKE FURTHER NOTICE that, the Debtors sought and obtained approval of a Stalking Horse Bidder at the Bidding Procedures Hearing **on or about September 27, 2016 at 9:00 a.m. (prevailing Eastern Time)** before the Honorable Christopher S. Sontchi, United States Bankruptcy Judge for the Bankruptcy Court for the District of Delaware, at 824 North Market Street, 5th Floor, Courtroom No. 6, Wilmington, Delaware 19801.

PLEASE TAKE FURTHER NOTICE that, if the Debtors receive qualified competing bids within the requirements and time frame specified by the Bidding Procedures, the Debtors will conduct an Auction of the Assets **on or about October 10, 2016 at 12:30 p.m. (prevailing Eastern Time)** at the offices of Kirkland & Ellis LLP, 300 North LaSalle (or at any other location as the Debtors may hereafter designate on proper notice).

PLEASE TAKE FURTHER NOTICE that the Debtors will seek approval of the Sale at the Sale Hearing scheduled to commence on or before **October 17, 2016 at 9:00 a.m. (prevailing Eastern Time)** (the “Sale Hearing”) before the Honorable Christopher S. Sontchi, United States Bankruptcy Judge for the Bankruptcy Court for the District of Delaware, at 824 North Market Street, 5th Floor, Courtroom No. 6, Wilmington, Delaware 19801.

PLEASE TAKE FURTHER NOTICE that, except as otherwise set forth in the Bidding Procedures Order with respect to any objections to proposed cure amounts or the assumption and assignment of Designated Contracts, objections to the relief requested in the Sale Motion **must**: (a) be in writing; (b) conform to the applicable provisions of the Bankruptcy Rules and the Local

Rules; (c) state with particularity the legal and factual basis for the objection and the specific grounds therefor; and (d) be filed with the Court and served so as to be **actually received** by **October 10, 2016 at 4:00 p.m. (prevailing Eastern Time)** by the following parties (the “Objection Recipients”):

Co-Counsel to the Debtors	Co-Counsel to the Debtors
Kirkland & Ellis LLP 300 North LaSalle Chicago, Illinois 60654 Attn.: Brad Weiland, Esq.; Alexandra Schwarzman, Esq.	Klehr Harrison Harvey Branzburg LLP Domenic E. Pacitti 919 N. Market Street, Suite 1000 Wilmington, Delaware 19801 –and– Morton Branzburg 1835 Market Street, Suite 1400 Philadelphia, Pennsylvania 19103
Counsel to the Committee	Co-Counsel to the Committee
White & Case LLP 1155 Avenue of the Americas New York, New York 10036 Attn: Glenn M. Kurtz, Esq.; J. Christopher Shore, Esq.; Michele J. Meises, Esq.; Thomas MacWright, Esq.;	Farnan LLP 919 North Market Street, Suite 12th Floor Wilmington, Delaware 19801 Attn: Joseph J. Farnan, Jr., Esq.; Joseph J. Farnan, III, Esq.; Michael J. Farnan, Esq.
The United States Trustee	Co-Counsel to the Committee
Office of the United States Trustee for the District of Delaware 844 King Street, Suite 2207, Lockbox 35, Wilmington, Delaware 19801 Attn: David L. Buchbinder, Esq.	[Reserved]
Counsel to the First Lien Agent	Co-Counsel to the First Lien Agent
Mayer Brown LLP 71 S. Wacker Drive Chicago, Illinois 60606 Attn: Sean T. Scott, Esq., and 700 Louisiana Street, Suite 3400, Houston, Texas 77002, Attn: Charles S. Kelley, Esq.	Fox Rothschild LLP 919 North Market Street, Suite 300 Wilmington, Delaware 19801 Attn: Jeffrey M. Schlerf, Esq. and L. John Bird, Esq.
Counsel to the Second Lien Agent	Co-Counsel to the Second Lien Agent
Willkie Farr & Gallagher LLP 787 Seventh Avenue New York, NY 10019 Attn: Ana M. Alfonso, Esq.	Richards, Layton & Finger, P.A. One Rodney Square, 920 North King Street Wilmington, DE 19801 Attn: John H. Knight, Esq. and Joseph C. Barsalona II, Esq.
Counsel to the Applicable Stalking Horse Bidder	
As to the San Juan Asset Package: Barnet B. Skelton, Jr., P.C. 712 Main Street, Suite 1610 Houston, Texas 77002 Attn: Barnet B. Skelton, Jr. –and– Maynes, Bradford, Shipp & Sheftel 1331 17th Street, Suite 410 Denver, Colorado 80202 Attn: Thomas H. Shipp and Sherri D. Way	As to the Williston Asset Package: Vinson & Elkins LLP 666 Fifth Avenue, 26th Floor New York, New York 10103 Attn: Steve M. Abramowitz –and– 2001 Ross Avenue, Suite 3700 Houston, Texas 75201 Attn: Jeremy Pettit

<p>As to the West Anadarko Asset Package:</p> <p>Thompson & Knight LLP One Arts Plaza, 1722 Routh Street, Suite 1500 Dallas, Texas 75201 Attn: Larry Hall and Tye Hancock</p>	<p>As to the Permian Minerals Asset Package:</p> <p>Bracewell LLP 711 Louisiana Street, Suite 2300 Houston, Texas 77002 Attn: William (Trey) A. Wood III</p>
<p>As to the Central Anadarko Asset Package:</p> <p>Sidley Austin LLP One South Dearborn Street Chicago, Illinois 60603 Attn: Andrew F. O'Neill and Matthew E. Linder</p>	<p>As to the East Anadarko Asset Package:</p> <p>Conner & Winters, LLP 4000 One Williams Center Tulsa, Oklahoma 74172 Attn: R. Kevin Redwine</p>

PLEASE TAKE FURTHER NOTICE that, you may have an oil and gas interest, including, a royalty interest or working interest, which may provide for consent rights or a preferential purchase right with respect to certain of the Assets proposed to be sold pursuant to the Sale Transactions. **You must file a timely objection to the applicable Sale Transaction to exercise any preferential purchase right or consent right. If you fail to file a timely objection, you will be deemed to have consented and/or deemed to have declined to exercise any preferential purchase right (if any) or consent right (if any) to the applicable Sale Transaction.** If you object to the relief requested in the Sale Motion, including the sale of some or all of the Assets absent your consent or ability to exercise your preferential right, if any, objections to the relief requested in the Sale Motion **must**: (a) be in writing; (b) conform to the applicable provisions of the Bankruptcy Rules and the Local Rules; (c) state with particularity the legal and factual basis for the objection and the specific grounds therefor; and (d) be filed with the Court and served so as to be **actually received** by **October 14, 2016 at 4:00 p.m. (prevailing Eastern Time)** by the Objection Recipients.

CONSEQUENCES OF FAILING TO TIMELY MAKE AN OBJECTION

ANY PARTY OR ENTITY WHO FAILS TO TIMELY MAKE AN OBJECTION TO THE SALE ON OR BEFORE THE SALE OBJECTION DEADLINE IN ACCORDANCE WITH THE BIDDING PROCEDURES ORDER SHALL BE FOREVER BARRED FROM ASSERTING ANY OBJECTION TO THE SALE, INCLUDING WITH RESPECT TO THE TRANSFER OF THE DEBTORS' ASSETS FREE AND CLEAR OF ALL LIENS, CLAIMS, ENCUMBRANCES, AND OTHER INTERESTS, EXCEPT AS SET FORTH IN THE APPLICABLE PURCHASE AGREEMENT.

PLEASE TAKE FURTHER NOTICE that copies of the Sale Motion, Bidding Procedures, and Bidding Procedures Order, as well as all related exhibits, including the Stalking Horse Agreement and the proposed Sale Order, are available: (a) upon request to Garden City Group LLC (the notice and claims agent retained in these chapter 11 cases) by calling (888) 547-8096; (b) by visiting the website maintained in these chapter 11 cases at <http://cases.gcginc.com/SamsonRestructuring/index.php>; or (c) for a fee via PACER by visiting <http://www.deb.uscourts.gov>.

Dated: September 30, 2016
Wilmington, Delaware

/s/ Domenic E. Pacitti

Domenic E. Pacitti (DE Bar No. 3989)

KLEHR HARRISON HARVEY BRANZBURG LLP

919 N. Market Street, Suite 1000

Wilmington, Delaware

Telephone: (302) 426-1189

Facsimile: (302) 426-9193

-and -

Morton Branzburg (admitted *pro hac vice*)

KLEHR HARRISON HARVEY BRANZBURG LLP

1835 Market Street, Suite 1400

Philadelphia, Pennsylvania 19103

Telephone: (215) 569-2700

Facsimile: (215) 568-6603

-and-

Paul M. Basta, P.C. (admitted *pro hac vice*)

Edward O. Sassower, P.C. (admitted *pro hac vice*)

Joshua A. Sussberg, P.C. (admitted *pro hac vice*)

KIRKLAND & ELLIS LLP

601 Lexington Avenue

New York, New York 10022

Telephone: (212) 446-4800

Facsimile: (212) 446-4900

-and-

James H.M. Sprayregen, P.C. (admitted *pro hac vice*)

Ross M. Kwasteniet (admitted *pro hac vice*)

Brad Weiland (admitted *pro hac vice*)

KIRKLAND & ELLIS LLP

300 North LaSalle

Chicago, Illinois 60654

Telephone: (312) 862-2000

Facsimile: (312) 862-2200

Co-Counsel for the Debtors and Debtors in Possession