

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

---

In re:	)	
	)	Chapter 11
SAMSON RESOURCES CORPORATION, <i>et al.</i> , <sup>1</sup>	)	Case No. 15-11934 (___)
	)	
Debtors.	)	(Joint Administration Requested)
	)	

---

**DEBTORS’ MOTION FOR ENTRY OF AN ORDER  
APPROVING CONTINUATION OF SURETY BOND PROGRAM**

The above-captioned debtors and debtors in possession (collectively, the “Debtors”) respectfully state the following in support of this motion.

**Relief Requested**

1. The Debtors seek entry of an order, substantially in the form attached hereto as **Exhibit A**, authorizing the Debtors to continue and renew their surety bond program on an uninterrupted basis.

**Jurisdiction and Venue**

2. The United States Bankruptcy Court for the District of Delaware (the “Court”) has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference from the United States District Court for the District of Delaware*, dated February 29, 2012. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2). The Debtors confirm their consent, pursuant to rule 9013-1(f) of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of

---

<sup>1</sup> 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.

Delaware (the “Local Rules”), to the entry of a final order by the Court in connection with this motion to the extent that it is later determined that the Court, absent consent of the parties, cannot enter final orders or judgments in connection herewith consistent with Article III of the United States Constitution.

3. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

4. The statutory bases for the relief requested herein are sections 105 and 363 of title 11 of the United States Code (the “Bankruptcy Code”).

### **Background**

5. The Debtors are a privately held onshore oil and gas exploration and production company with headquarters in Tulsa, Oklahoma and operations primarily located in Colorado, Louisiana, North Dakota, Oklahoma, Texas, and Wyoming. The Debtors operate, or have royalty or working interests in, approximately 8,700 oil and gas production sites.

6. Each of the Debtors filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code on September 16, 2015 (the “Petition Date”). The facts and circumstances supporting this motion are set forth in the *Declaration of Philip Cook in Support of Chapter 11 Petitions and First Day Motions* [Docket No. 2], which is incorporated by reference.

7. The Debtors are operating their businesses and managing their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. The Debtors have concurrently filed a motion requesting procedural consolidation and joint administration of these chapter 11 cases pursuant to Bankruptcy Rule 1015(b).

### **The Debtors’ Surety Bond Program**

8. In the ordinary course of business, the Debtors are required to provide surety bonds to certain third parties, often governmental units or other public agencies, to secure the

Debtors' payment or performance of certain obligations (the "Surety Bond Program"). These obligations relate to, among other things: (a) conservation; (b) oil and natural gas drilling and exploration operations; (c) rights-of-way; (d) land use; (e) utilities; and (f) litigation judgments.

9. Often, statutes or ordinances require the Debtors to post surety bonds to secure these obligations. For example, in order to operate an oil or gas well in the state of Wyoming, the owner or operator of the well must post a bond running to the state of Wyoming to ensure the well does not cause environmental damage and is properly plugged. *See* Wyo. Oil & Gas Conservation Comm'n, Bd. of Comm'n Rules ch. 3, § 4 (July 24, 2014). Similarly, prior to commencing drilling on oil and gas leases on federally-owned lands, an operator must obtain a surety bond in favor of the Bureau of Land Management. *See* 43 C.F.R. § 3104.1 (2009). As such, failing to provide, maintain, or timely replace their surety bonds will prevent the Debtors from undertaking essential functions related to their operations. A schedule of the surety bonds currently maintained by the Debtors is attached hereto as **Exhibit B** and incorporated herein by reference.<sup>2</sup>

10. The issuance of a surety bond shifts the risk of the Debtors' nonperformance or nonpayment from the Debtors to a surety. Unlike an insurance policy, if a surety incurs a loss on a surety bond, it is entitled to recover the full amount of that loss from the principal. To that end, the Debtors are party to one indemnity agreement that sets forth the sureties' rights to recover from the Debtors (the "Surety Indemnity Agreement"). Pursuant to the Surety Indemnity Agreement, the Debtors agree to indemnify the surety from any loss, cost, or expense which the surety may incur on account of the issuance of any bonds on behalf of the Debtors. Additionally,

---

<sup>2</sup> The Debtors request authority to honor obligations and renew all surety bonds, as applicable, regardless of whether the Debtors inadvertently fail to include a particular surety bond on **Exhibit B**.

the Surety Indemnity Agreement allows the surety to request collateral security from the Debtors from time to time.<sup>3</sup>

11. The Debtors' outstanding surety bonds were issued by two sureties, Westchester Fire Insurance Company and Hartford Fire Insurance Company (collectively, the "Sureties"). The premiums for the surety bonds are generally determined on an annual basis and are paid by the Debtors when the bonds are issued and annually upon renewal. In the 12 months preceding the Petition Date, premiums for the Debtors' surety bonds totaled approximately \$255,000.

12. As of the Petition Date, the Debtors have approximately \$11.3 million in outstanding surety bonds. The Debtors' outstanding surety bonds secure their performance and obligations in the following general categories and for the following approximate amounts:

<b>Nature of Bond</b>	<b>Number of Bonds</b>	<b>Approx. Aggregate Bond Amount (in thousands)</b>
Conservation and Environmental Bonds <sup>4</sup>	39	\$2,657
Fidelity Bonds	1	\$500
General Performance Obligation Bonds	4	\$535
Lease / Land Use Bonds <sup>5</sup>	17	\$1,512
Litigation-Related Bonds	1	\$3,686
Oil & Gas Drilling and Operations Bonds	10	\$2,111
Utility Bonds	1	\$22
Well Plugging Bonds (Blanket and Well-Specific)	9	\$273
<b>Total</b>	<b>82</b>	<b>\$11,296</b>

13. To continue their business operations during the reorganization process, the Debtors must be able to provide financial assurance to state governments, regulatory agencies, and other third parties. This in turn requires the Debtors to maintain the existing Surety Bond

<sup>3</sup> In 2014, the Debtors made a collateral payment of approximately \$3.4 million to West Chester Fire Insurance Company.

<sup>4</sup> Includes statutorily required bonds related to frac pits, reclamation, restoration, and conservation.

<sup>5</sup> Includes right-of-way bonds, road use bonds, and statutorily required land use or lease bonds.

Program, including paying bond premiums as they come due, providing the Sureties with collateral, renewing or potentially acquiring additional bonding capacity as needed in the ordinary course of their business, and executing other agreements, as needed, in connection with the Surety Bond Program.

### **Basis for Relief**

#### **I. The Surety Bond Program Is Maintained in the Ordinary Course of the Debtors' Business.**

14. Section 363(c)(1) of the Bankruptcy Code provides that a chapter 11 debtor in possession “may enter into transactions . . . [or] may use property of the estate in the ordinary course of business without notice or a hearing.” 11 U.S.C. § 363(c)(1). The Bankruptcy Code does not define “ordinary course of business.” *In re Roth Am., Inc.*, 975 F.2d 949, 952 (3d Cir. 1992). In determining whether a transaction is in the ordinary course of business, the Third Circuit has adopted the two-part “horizontal” dimension and “vertical” dimension test. *Id.* First, the transaction must be analyzed on the horizontal dimension, where the court looks at whether, from an industry-wide perspective, the transaction is of the sort commonly undertaken by companies in that industry. *Id.* Second, the transaction must be analyzed on the vertical dimension, where the court looks at the transaction from the perspective of a hypothetical creditor and asks whether the transaction subjects such a creditor to different economic risks from those he accepted when he decided to extend credit. *See In re Nellson Nutraceutical, Inc.*, 369 B.R. 787, 797 (Bankr. D. Del. 2007). “In other words, the vertical analysis looks at the ‘debtor’s pre-petition business practices and conduct.’” *In re Blitz U.S.A., Inc.*, 475 B.R. 209, 214 (Bankr. D. Del. 2012) (quoting *Nellson*, 369 B.R. at 797).

15. Here, the Debtors seek only to continue their existing Surety Bond Program. The Debtors intend to honor their obligations and perform under the Surety Indemnity Agreement in

the ordinary course of their prepetition business on a postpetition basis. Such obligations include, among other things, maintaining existing surety bonds, renewing bonds as they expire, and paying applicable premiums to the extent they arise. Further, maintaining surety bonds is common in the oil and gas industry because in many instances surety bonds are statutorily required for oil or gas production. For example, in order to commence drilling on any oil and gas leases located on federally-owned lands, the operator must obtain a surety bond. *See* 43 C.F.R. § 3104.1 (2009).

16. Accordingly, the Debtors believe that participation in the Surety Bond Program on a postpetition basis is in the ordinary course of business and, pursuant to section 363(c)(1), does not require notice and a hearing.

**II. The Debtors Should Be Authorized to Continue the Surety Bond Program in Accordance with Prepetition Practice Under Sections 105(a) and 363(b) of the Bankruptcy Code.**

17. The Debtors believe it is within their authority to continue the Surety Bond Program in the ordinary course of business. Nonetheless, out of an abundance of caution, the Debtors are seeking Court approval to continue the Surety Bond Program under sections 105(a) and 363(b) of the Bankruptcy Code. The use of estate property should be authorized under section 363(b) so long as a sound business purpose exists for the transaction. *See, e.g., In re Ionosphere Clubs, Inc.*, 98 B.R. 174, 175 (Bankr. S.D.N.Y. 1989). “In evaluating whether a sound business purpose justifies the use, sale, or lease of property under Section 363(b), courts consider a variety of factors, which essentially represent a ‘business judgment test.’” *In re Montgomery Ward Holding Corp.*, 242 B.R. 147, 153 (D. Del. 1999). Once the debtor articulates a reasonable basis for its business decisions, “courts will generally not entertain objections to the debtor’s conduct.” *Comm. of Asbestos-Related Litigants and/or Creditors v.*

*Johns-Manville Corp. (In re Johns-Manville Corp.)*, 60 B.R. 612, 616 (Bankr. S.D.N.Y. 1986). There is a presumption that “in making a business decision the directors of a corporation acted on an informed basis, in good faith and in the honest belief that the action taken was in the best interests of the company.” *In re Integrated Res., Inc.*, 147 B.R. 650, 656 (S.D.N.Y. 1992) (quoting *Smith v. Van Gorkom*, 488 A.2d 858, 872 (Del. 1985)).

18. Thus, if a debtor’s actions satisfy the business judgment rule, then the transaction in question should be approved under section 363(b) of the Bankruptcy Code. Indeed, when applying the “business judgment” standard, courts show great deference to a debtor’s business decisions. *See id.*, 147 B.R. at 656 (“Courts are loath to interfere with corporate decisions absent a showing of bad faith, self-interest, or gross negligence.”); *In re First Wellington Canyon Assocs.*, No. 89-593, 1989 WL 106838, at \*3 (N.D. Ill. Sept. 8, 1989) (stating that “the debtor’s business judgment . . . must be accorded deference unless shown that the bankrupt’s decision was taken in bad faith or in gross abuse of the bankrupt’s retained discretion”). In addition, section 105(a) of the Bankruptcy Code codifies the Court’s inherent equitable powers to “issue any order, process, or judgment that is necessary or appropriate to carry out the provisions of this title.”

19. To the extent that the Debtors’ participation in the Surety Bond Program is deemed to fall outside the ordinary course of business, the Court should authorize the Debtors to continue the Surety Bond Program pursuant to sections 105(a) and 363(b) of the Bankruptcy Code. This includes, among other things, maintaining existing surety bonds, renewing bonds as they expire, and obtaining new bonds as needed. As noted above, certain surety bonds are required by statute, and in other instances, surety bonds may be required by contract or

regulation. The Debtors' failure to provide, maintain, or timely replace the surety bonds, may, therefore, jeopardize the Debtors' ability to conduct their operations.

20. For instance, as noted above, in order to conduct drilling activities on any oil and gas lease located on federally-owned lands, an operator must obtain a surety bond. *See* 43 C.F.R. § 3104.1 (2009). The Debtors act as the operator of certain wells on leases located on federally-owned lands and are, therefore, legally required to maintain surety bonds in order to conduct drilling operations on such land. Failure to maintain such surety bonds could result in the cancellation of leases or the shutdown of certain drilling operations, which would likely have a detrimental impact on the Debtors' business.

21. Continuing the Surety Bond Program is therefore necessary in order to maintain the Debtors' current business operations, as well as existing relationships with the Sureties. Based on the Debtors' current circumstances, it is not likely that the Debtors will be able to renew, or obtain replacement of, existing bonds on terms more favorable than those offered by the Sureties. The process of establishing a new Surety Bond Program, moreover, would be burdensome to the Debtors, and it is doubtful that the Debtors could replace all of the surety bonds in time to avoid defaults or other consequences of the applicable obligations.

22. Based on the foregoing, the Debtors respectfully submit that their participation in the Surety Bond Program, including making additional premium payments, as well as their continued performance under the single Surety Indemnity Agreement, should be authorized under sections 105(a) and 363(b) of the Bankruptcy Code to the extent such participation is deemed outside the ordinary course of the Debtors' business.



**Processing of Checks and Electronic Fund Transfers Should be Authorized**

23. The Debtors have sufficient funds to pay any amounts related to the Surety Bond Program in the ordinary course of business. Under the Debtors' existing cash management system, the Debtors have made arrangements to readily identify checks or wire transfer requests relating to the Surety Bond Program, as applicable. The Debtors believe there is minimal risk that checks or wire transfer requests that the Court has not authorized will be inadvertently made. Thus, the Debtors request that the Court authorize all applicable financial institutions to receive, process, honor, and pay any and all checks or wire transfer requests in respect of the Surety Bond Program.

**Reservation of Rights**

24. Nothing contained herein is intended or should be construed as an admission as to the validity of any claim against the Debtors, a waiver of the Debtors' rights to dispute any claim, or an approval or assumption of any agreement, contract, or lease under section 365 of the Bankruptcy Code. The Debtors expressly reserve their right to contest any claim related to the relief sought herein. Likewise, if the Court grants the relief sought herein, any payment made pursuant to an order of the Court is not intended to be nor should it be construed as an admission as to the validity of any claim or a waiver of the Debtors' rights to subsequently dispute such claim.

**Waiver of Bankruptcy Rule 6004(a) and 6004(h)**

25. To implement the foregoing successfully, the Debtors request that the Court enter an order providing that notice of the relief requested herein satisfies Bankruptcy Rule 6004(a) and that the Debtors have established cause to exclude such relief from the 14-day stay period under Bankruptcy Rule 6004(h).

**Notice**

26. The Debtors will provide notice of this motion to: (a) the Office of the U.S. Trustee for the District of Delaware; (b) the holders of the 50 largest unsecured claims against the Debtors (on a consolidated basis); (c) the agent under the Debtors' first lien credit facility; (d) counsel to the agent under the Debtors' first lien credit facility; (e) the agent under the Debtors' second lien credit facility; (f) counsel to the agent under the Debtors' second lien credit facility; (g) the indenture trustee under the Debtors' 9.75% senior notes due 2020; (h) counsel to certain majority holders of the existing common stock of the Debtors; (i) holders of the existing preferred stock of the Debtors; (j) counsel to holders of the existing preferred stock of the Debtors; (k) the United States Attorney's Office for the District of Delaware; (l) the Internal Revenue Service; (m) the United States Securities and Exchange Commission; (n) the Environmental Protection Agency and similar state environmental agencies for states in which the Debtors conduct business; (o) the Sureties; and (p) the state attorneys general for states in which the Debtors conduct business. The Debtors submit that, in light of the nature of the relief requested, no other or further notice need be given.

**No Prior Request**

27. No prior request for the relief sought in this motion has been made to this or any other court.

*[Remainder of page intentionally left blank]*

WHEREFORE, the Debtors respectfully request entry of an order, substantially in the form attached hereto as **Exhibit A**, (a) granting the relief requested herein, and (b) granting such other relief as is just and proper.

Dated: September 17, 2015  
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 19801

Telephone: (302) 426-1189

Facsimile: (302) 426-9193

-and -

Morton Branzburg (*pro hac vice* admission pending)

**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. (*pro hac vice* admission pending)

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

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

Ryan J. Dattilo (*pro hac vice* admission pending)

**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. (*pro hac vice* admission pending)

Brad Weiland (*pro hac vice* admission pending)

**KIRKLAND & ELLIS LLP**

300 North LaSalle

Chicago, Illinois 60654

Telephone: (312) 862-2000

Facsimile: (312) 862-2200

*Proposed Co-Counsel for the Debtors and Debtors in Possession*

**EXHIBIT A**

**Proposed Order**

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

	)	
In re:	)	Chapter 11
	)	
SAMSON RESOURCES CORPORATION, <i>et al.</i> , <sup>1</sup>	)	Case No. 15-11934 (___)
	)	
Debtors.	)	(Joint Administration Requested)
	)	
	)	<b>Re: Docket No.</b> _____

**ORDER APPROVING CONTINUATION OF DEBTORS’ SURETY BOND PROGRAM**

Upon the motion (the “Motion”)<sup>2</sup> of the above-captioned debtors and debtors in possession (collectively, the “Debtors”) for entry of an order (this “Order”) authorizing the Debtors to continue, renew, and supplement the Surety Bond Program on an uninterrupted basis, all as more fully set forth in the Motion; and upon the *Declaration of Philip Cook in Support of Chapter 11 Petitions and First Day Motions*; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, dated February 29, 2012; and this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2), and that this Court may enter a final order consistent with Article III of the United States Constitution; and this Court having found that venue of this proceeding and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that the relief requested in the Motion is in the best interests of the Debtors’ estates, their creditors, and other parties in

---

<sup>1</sup> 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.

<sup>2</sup> Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Motion.

interest; and this Court having found that the Debtors' notice of the Motion and opportunity for a hearing on the Motion were appropriate under the circumstances and no other notice need be provided; and this Court having reviewed the Motion and having heard the statements in support of the relief requested therein at a hearing before this Court (the "Hearing"); and this Court having determined that the legal and factual bases set forth in the Motion and at the Hearing establish just cause for the relief granted herein; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor, it is HEREBY ORDERED THAT:

1. The Motion is granted as set forth herein.
2. The Debtors are authorized to maintain the Surety Bond Program without interruption, including, but not limited to, the payment of premiums, performance under the Surety Indemnity Agreement (including providing collateral security), renewal or obtainment of new surety bonds, and execution of other agreements in connection with the Surety Bond Program.
3. The banks and financial institutions on which checks were drawn or electronic payment requests made in payment of the prepetition obligations approved herein are authorized to receive, process, honor, and pay all such checks and electronic payment requests when presented for payment, and all such banks and financial institutions are authorized to rely on the Debtors' designation of any particular check or electronic payment request as approved by this Order.
4. Notwithstanding the relief granted herein and any actions taken hereunder, nothing contained in the Motion or this Order or any payment made pursuant to this Order shall constitute, nor is it intended to constitute, an admission as to the validity or priority of any claim

or lien against the Debtors, a waiver of the Debtors' rights to subsequently dispute such claim or lien, or the assumption or adoption of any agreement, contract, or lease under section 365 of the Bankruptcy Code.

5. The Debtors are authorized to issue postpetition checks, or to effect postpetition fund transfer requests, in replacement of any checks or fund transfer requests that are dishonored as a consequence of these chapter 11 cases with respect to prepetition amounts owed in connection with any obligations related to the Surety Bond Program.

6. Notwithstanding the relief granted in this Order, any payment made by the Debtors pursuant to the authority granted herein shall be subject to the orders approving entry into debtor-in-possession financing and authorizing use of cash collateral.

7. Notice of the Motion satisfies the requirements of Bankruptcy Rule 6004(a).

8. Notwithstanding Bankruptcy Rule 6004(h), the terms and conditions of this Order are immediately effective and enforceable upon its entry.

9. The Debtors are authorized to take all actions necessary to effectuate the relief granted in this Order in accordance with the Motion.

10. This Court retains jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

Dated: \_\_\_\_\_, 2015  
Wilmington, Delaware

---

UNITED STATES BANKRUPTCY JUDGE

**EXHIBIT B**

**Surety Bonds**



Obligee	Principal	Surety	Nature of Bond	Surety Bond Number
Clerk of Court of the Twenty-Sixth Judicial District Court for Parish of Webster, State of Louisiana	Samson Contour Energy E&P, LLC	Westchester Fire Insurance Company	Litigation	K0891798A
County Judge, Navarro County, Texas	Samson Lone Star, LLC	Westchester Fire Insurance Company	Right-of-way	K08857027
County Judge, Navarro County, Texas	Samson Lone Star, LLC	Westchester Fire Insurance Company	Right-of-way	K08857039
Industrial Commission of North Dakota, Oil and Gas Division	Samson Resources Company	Westchester Fire Insurance Company	Oil & Gas - Drilling (First Ten Wells)	K08857192
Industrial Commission of North Dakota, Oil and Gas Division	Samson Resources Company	Westchester Fire Insurance Company	Oil & Gas - Drilling (Additional Wells)	K08857441
LaPlata County, Colorado	Samson Resources Company	Westchester Fire Insurance Company	General Performance	K08857106
Mississippi State Oil and Gas Board	Samson Resources Company	Westchester Fire Insurance Company	General Performance	K08599154
Mississippi State Oil and Gas Board	Samson Resources Company	Westchester Fire Insurance Company	Well Plugging - Blanket	K08598897
Montana Board of Oil and Gas Conservation	Samson Resources Company	Westchester Fire Insurance Company	Oil & Gas - Wells	K08598976
Montana Board of Oil and Gas Conservation	Samson Resources Company	Westchester Fire Insurance Company	Oil & Gas - Drilling	K0885712A
New Mexico State Land Office	Samson Resources Company	Westchester Fire Insurance Company	Right-of-way	K08856734
New Mexico State Land Office, Oil, Gas & Minerals Division	Samson Resources Company	Westchester Fire Insurance Company	Environmental	K08599002
New Mexico State Land Office, Oil, Gas & Minerals Division	Samson Contour Energy E&P, LLC	Westchester Fire Insurance Company	Lease	K08599166

<b>Obligee</b>	<b>Principal</b>	<b>Surety</b>	<b>Nature of Bond</b>	<b>Surety Bond Number</b>
Oklahoma Corporation Commission, Oil and Gas Conservation Division	Samson Resources Company	Westchester Fire Insurance Company	Well Plugging - Blanket	K08598782
Pearl River Valley Electric Power Association	Samson Resources Company	Westchester Fire Insurance Company	Utility	K08857179
Pennsylvania Department of Transportation	Samson Resources Company	Westchester Fire Insurance Company	Road Use	K08857167
Samson Investment Company Employees' Thrift and Retirement Plan	Samson Investment Company	Hartford Fire Insurance Company	Fidelity	46BDDGQ4676
State of Colorado, Oil and Gas Conservation Commission	Samson Resources Company	Westchester Fire Insurance Company	Well Plugging - Blanket	K08856825
State of Colorado, Oil and Gas Conservation Commission, Department of Natural Resources	Samson Resources Company	Westchester Fire Insurance Company	Environmental	K08857064
State of Colorado, State Board of Land Commissioners	Samson Resources Company	Westchester Fire Insurance Company	Environmental	K08598769
State of Michigan, Department of Natural Resources	Samson Resources Company	Westchester Fire Insurance Company	Land Use	K08856953
State of New Mexico, Oil Conservation Division of the Energy, Minerals and Natural Resources Department	Samson Resources Company	Westchester Fire Insurance Company	Well Plugging - Single Well	K08598587
State of New Mexico, Oil Conservation Division of the Energy, Minerals and Natural Resources Department	Samson Resources Company	Westchester Fire Insurance Company	Well Plugging - Single Well	K08598599
State of New Mexico, Oil Conservation Division of the Energy, Minerals and Natural Resources Department	Samson Resources Company	Westchester Fire Insurance Company	Well Plugging - Single Well	K08598605

<b>Obligee</b>	<b>Principal</b>	<b>Surety</b>	<b>Nature of Bond</b>	<b>Surety Bond Number</b>
State of New Mexico, Oil Conservation Division of the Energy, Minerals and Natural Resources Department	Samson Resources Company	Westchester Fire Insurance Company	Well Plugging - Single Well	K08598630
State of New Mexico, Oil Conservation Division of the Energy, Minerals and Natural Resources Department	Samson Resources Company	Westchester Fire Insurance Company	Well Plugging - Single Well	K08598642
State of New Mexico, Oil Conservation Division of the Energy, Minerals and Natural Resources Department	Samson Resources Company	Westchester Fire Insurance Company	Well Plugging - Blanket	K08598824
State of Oklahoma	Samson Resources Company	Westchester Fire Insurance Company	Environmental	K08598988
State of Oklahoma, Department of Wildlife Conservation	Samson Resources Company	Westchester Fire Insurance Company	Environmental	K08857040
State of Texas, Railroad Commission of Texas	Samson Lone Star, LLC	Westchester Fire Insurance Company	General Performance	K08598617
State of Utah, School and Institutional Trust Lands Administration	Samson Resources Company	Westchester Fire Insurance Company	Lease	K08598964
State of Wyoming Department of Environmental Quality, Water Quality Division	Samson Resources Company	Westchester Fire Insurance Company	Environmental	K0859868A
State of Wyoming, Department of Environmental Quality, Land Quality Division	Samson Resources Company	Westchester Fire Insurance Company	Environmental	K08599014
State of Wyoming, Department of Workforce Services	Samson Resources Company	Westchester Fire Insurance Company	Oil & Gas - Operations for Non-Resident Employer	K08598915
State of Wyoming, Office of State Lands and Investments	Samson Resources Company	Westchester Fire Insurance Company	Frac Pit	K08598629

<b>Obligee</b>	<b>Principal</b>	<b>Surety</b>	<b>Nature of Bond</b>	<b>Surety Bond Number</b>
State of Wyoming, Office of State Lands and Investments	Samson Resources Company	Westchester Fire Insurance Company	Frac Pit	K0859871A
State of Wyoming, Office of State Lands and Investments	Samson Resources Company	Westchester Fire Insurance Company	Frac Pit	K08598721
State of Wyoming, Office of State Lands and Investments	Samson Resources Company	Westchester Fire Insurance Company	Frac Pit	K08598733
State of Wyoming, Office of State Lands and Investments	Samson Resources Company	Westchester Fire Insurance Company	Frac Pit	K08598745
State of Wyoming, Office of State Lands and Investments	Samson Resources Company	Westchester Fire Insurance Company	Frac Pit	K08599026
State of Wyoming, Office of State Lands and Investments	Samson Resources Company	Westchester Fire Insurance Company	Frac Pit	K08599105
State of Wyoming, Office of State Lands and Investments	Samson Resources Company	Westchester Fire Insurance Company	Frac Pit	K08599130
State of Wyoming, Office of State Lands and Investments	Samson Resources Company	Westchester Fire Insurance Company	Frac Pit	K08856849
State of Wyoming, Office of State Lands and Investments	Samson Resources Company	Westchester Fire Insurance Company	Frac Pit	K0885726A
State of Wyoming, Office of State Lands and Investments	Samson Resources Company	Westchester Fire Insurance Company	Frac Pit	K08918107
State of Wyoming, Office of State Lands and Investments	Samson Resources Company	Westchester Fire Insurance Company	Lease	K08598800
State of Wyoming, Office of State Lands and Investments	Samson Resources Company	Westchester Fire Insurance Company	Lease	K08856904
State of Wyoming, Office of State Lands and Investments	Geodyne Resources, Inc.	Westchester Fire Insurance Company	Lease	K08857246

<b>Obligee</b>	<b>Principal</b>	<b>Surety</b>	<b>Nature of Bond</b>	<b>Surety Bond Number</b>
State of Wyoming, Office of State Lands and Investments	Samson Resources Company	Westchester Fire Insurance Company	Lease	K08857490
State of Wyoming, Office of State Lands and Investments	Samson Resources Company	Westchester Fire Insurance Company	Oil & Gas - Non-Producing and Suspended Operations	K08918119
State of Wyoming, Oil and Gas Conservation Commission	Samson Resources Company	Westchester Fire Insurance Company	Environmental	K08598770
State of Wyoming, Oil and Gas Conservation Commission	Samson Resources Company	Westchester Fire Insurance Company	Environmental	K08856862
State of Wyoming, Oil and Gas Conservation Commission	Samson Resources Company	Westchester Fire Insurance Company	Frac Pit	K08598666
State of Wyoming, Oil and Gas Conservation Commission	Samson Resources Company	Westchester Fire Insurance Company	Frac Pit	K08598678
State of Wyoming, Oil and Gas Conservation Commission	Samson Resources Company	Westchester Fire Insurance Company	Frac Pit	K08598708
State of Wyoming, Oil and Gas Conservation Commission	Samson Resources Company	Westchester Fire Insurance Company	Frac Pit	K0859904A
State of Wyoming, Oil and Gas Conservation Commission	Samson Resources Company	Westchester Fire Insurance Company	Frac Pit	K08599051
State of Wyoming, Oil and Gas Conservation Commission	Samson Resources Company	Westchester Fire Insurance Company	Frac Pit	K08599063
State of Wyoming, Oil and Gas Conservation Commission	Samson Resources Company	Westchester Fire Insurance Company	Frac Pit	K08599099
State of Wyoming, Oil and Gas Conservation Commission	Samson Resources Company	Westchester Fire Insurance Company	Frac Pit	K08599117
State of Wyoming, Oil and Gas Conservation Commission	Samson Resources Company	Westchester Fire Insurance Company	Frac Pit	K0885676A

<b>Obligee</b>	<b>Principal</b>	<b>Surety</b>	<b>Nature of Bond</b>	<b>Surety Bond Number</b>
State of Wyoming, Oil and Gas Conservation Commission	Samson Resources Company	Westchester Fire Insurance Company	Frac Pit	K08856783
State of Wyoming, Oil and Gas Conservation Commission	Samson Resources Company	Westchester Fire Insurance Company	Frac Pit	K08856801
State of Wyoming, Oil and Gas Conservation Commission	Samson Resources Company	Westchester Fire Insurance Company	Frac Pit	K08856813
State of Wyoming, Oil and Gas Conservation Commission	Samson Resources Company	Westchester Fire Insurance Company	Frac Pit	K08856837
State of Wyoming, Oil and Gas Conservation Commission	Samson Resources Company	Westchester Fire Insurance Company	Frac Pit	K08856850
State of Wyoming, Oil and Gas Conservation Commission	Samson Resources Company	Westchester Fire Insurance Company	Frac Pit	K08856886
State of Wyoming, Oil and Gas Conservation Commission	Samson Resources Company	Westchester Fire Insurance Company	Frac Pit	K08856898
State of Wyoming, Oil and Gas Conservation Commission	Samson Resources Company	Westchester Fire Insurance Company	Frac Pit	K08917826
State of Wyoming, Oil and Gas Conservation Commission	Samson Resources Company	Westchester Fire Insurance Company	Frac Pit	K08917863
State of Wyoming, Oil and Gas Conservation Commission	Samson Resources Company	Westchester Fire Insurance Company	Oil & Gas - Operator	K08598848
State Oil and Gas Board of Alabama	Samson Resources Company	Westchester Fire Insurance Company	Oil & Gas - Drilling, Operation, and Production	K08856746
Town of Goldsby, Oklahoma	Samson Resources Company	Westchester Fire Insurance Company	Oil & Gas - Drilling, Operation, and Restoration	K08857210
Town of Goldsby, Oklahoma	Samson Resources Company	Westchester Fire Insurance Company	Oil & Gas - Oil Well	K08857258

<b>Obligee</b>	<b>Principal</b>	<b>Surety</b>	<b>Nature of Bond</b>	<b>Surety Bond Number</b>
United States Department of the Interior, Bureau of Indian Affairs	Samson Investment Company	Westchester Fire Insurance Company	Lease	K08598885
United States Department of the Interior, Bureau of Land Management	Samson Investment Company	Westchester Fire Insurance Company	Lease	K0859885A
United States Department of the Interior, Bureau of Land Management	Samson Resources Company	Westchester Fire Insurance Company	Right-of-way	K08598873
United States Department of the Interior, Bureau of Land Management	Samson Resources Company	Westchester Fire Insurance Company	Right-of-way	K08917929
United States Department of the Interior, Bureau of Land Management	Samson Resources Company	Westchester Fire Insurance Company	Right-of-way	K08917905
United States Department of the Interior, Bureau of Land Management	Samson Resources Company	Westchester Fire Insurance Company	Right-of-way	K09228123
United States Environmental Protection Agency	Samson Resources Company	Westchester Fire Insurance Company	Environmental	K08598927
United States, Tulsa District, Corps of Engineers	Samson Resources Company	Westchester Fire Insurance Company	General Performance	K08857052