IN THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE

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io. 15-11934 (CSS)
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SUPPLEMENTAL ORDER AUTHORIZING DEBTORS TO SELL CERTAIN OIL AND GAS ASSETS FREE AND CLEAR OF ALL LIENS, CLAIMS, AND ENCUMBRANCES

Upon the motion (the "Motion")² of the above-captioned debtors and debtors in possession (collectively, the "Debtors"), for entry of an order (this "Order") authorizing the Debtors to sell the Wells in the Oil and Gas Auctions or in private sales under section 363 of title 11 of the United States Code (the "Bankruptcy Code"), all as set forth in the Motion, free and clear of all liens, claims, and encumbrances; and the Court having found that the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and the Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and the 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 the 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 interest; and the Court having found that the Debtors provided good and sufficient notice of the motion and the opportunity for a hearing on the motion under the circumstances, including to the agents under the Debtor's first

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 not defined herein shall have the meanings ascribed to them in the Motion.

lien credit facility (the "RBL Agent") and second lien credit facility (the "Second Lien Agent") and counsel to the official committee of unsecured creditors in the Debtors' chapter 11 cases (the "Committee"); and the Court having reviewed the motion and the objections thereto and having heard the statements in support of the relief requested therein at a hearing before the Court on February 22, 2016 (the "Initial Hearing"); and the Court having entered the Order Authorizing Debtors to Sell Certain Oil and Gas Assets Free and Clear of All Liens, Claims, and Encumbrances [Docket No. 725] (the "Well Sale Order") which approved the Motion with the exception of adjourning the hearing on the Motion with respect to the interests of certain objecting parties, including the heirs of William Seamster (the "Seamster Heirs"); and the Court having held a supplemental hearing on June 7, 2016 with respect to the interests of the Seamster Heirs; and the 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 the 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 objections of the Seamster Heirs [Docket Nos. 665 and 770] are overruled in their entirety on the merits.
- 3. Pursuant to sections 105, 363, and 365 of the Bankruptcy Code, the Debtors are authorized to offer the Wells listed on the attached <u>Supplemental Exhibit A</u> for sale pursuant to the terms and conditions of the Well Sale Order, which terms and conditions are incorporated herein by reference as if fully set forth. All rights of all parties as set forth in the Well Sale Order shall continue as set forth in the Well Sale Order with the sole modification herein being

the addition of the additional wells on the **Supplemental Exhibit A** shall also be subject to the Well Sale Order.

- 4. Notwithstanding the possible applicability of Bankruptcy Rules 6004(h), 7062, 9014 or otherwise, the terms and conditions of this Order are immediately effective and enforceable upon its entry.
- 5. The Debtors are authorized to take all actions necessary to effectuate the relief granted in this Order in accordance with the motion.
- 6. This Court retains jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

Wilmington, Delaware Dated: 100 , 2016

THE HONORABLE CHRISTOPHER S. SONTCHI UNITED STATES BANKRUPTCY JUDGE

Supplemental Exhibit A

The Wells

MARGENIA TE	STATE	COUNTRY A
BODCAW LUMBER CO #2 ALT	LA	WEBSTER
CRICHTON 35 #2 ALT	LA	WEBSTER
CRICHTON 35 1	LA	WEBSTER
CRICHTON 35 3-ALT	LA	WEBSTER
MEARS 1	LA	WEBSTER
SEAMSTER HEIRS 1 ALT	LA	WEBSTER
STEWART 35 #2	LA	WEBSTER
STEWART 35 #3-ALT	LA	WEBSTER
STEWART 35-1	LA	WEBSTER