



follows:

**Jurisdiction and Venue**

1. 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), and the Settlement Trust consents 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 Delaware (the “Local Bankruptcy Rules”) to the entry of a final order by the Court in connection with this Objection 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.

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

3. The statutory bases for the relief requested in this Objection are section 502(b) of title 11 of the United States Code (the “Bankruptcy Code”), rules 3001, 3003, and 3007 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and Local Bankruptcy Rule 3007-1.

**Relief Requested**

4. By this Objection, the Settlement Trust seeks entry of the Order disallowing each of the Claims in their entirety. Each Claim primarily relates to royalty interest(s) that the Debtors treated appropriately, was filed with insufficient supporting documentation to substantiate the Claim, is a cross-debtor duplicate, is a substantive duplicate, was filed in the wrong case, is an exact duplicate, and/or was a late filed claim.

5. In addition, the Settlement Trust seeks to authorize the Claims Agent to expunge each of the Claims on the Claims Register in accordance with the Order. The Settlement Trust intends to use the form of notice previously approved by the Court [D.I. 2168 at Exhibit 1] to provide notice of the Objection to each claimant holding a Claim.

6. This Objection complies in all respects with Local Bankruptcy Rule 3007-1, as modified by the Court's March 24, 2017 Order [D.I. 2168].

### **Background**

7. On September 16, 2015 (the "Petition Date"), each of the Debtors filed a voluntary petition with the Court under the Bankruptcy Code. The Court has entered a final order for joint administration of these chapter 11 cases [D.I. 70]. The Office of the United States Trustee for the District of Delaware (the "U.S. Trustee") formed an official committee of unsecured creditors of Samson Resources Corporation on September 30, 2015 [D.I. 129]. Further information regarding the Debtors' business operations and capital structure is set forth in the declaration of Philip Cook in support of the Debtors' first day motions [D.I. 2].

8. On October 15, 2015, the Debtors filed their schedules of assets and liabilities (the "Schedules") and statements of financial affairs ("Statements" and together, with the Schedules, the "Schedules and Statements") [D.I. 201–218]. On June 29, 2016, the Debtors filed certain amended Schedules and Statements [D.I. 1108–1118].

9. On October 16, 2015, the Court entered an order (the "Bar Date Order") establishing November 20, 2015, at 5:00 p.m. (prevailing Eastern Time) (the "Bar Date") as the final date and time for non-government claimants holding or asserting a claim against the Debtors arising on or before the Petition Date to file proofs of claim in these chapter 11 cases

and approving the form and manner of notice of the Claims Bar Date [D.I. 224].<sup>3</sup>

10. Written notice of the Bar Date was mailed to, among others, all known creditors and other known holders of claims against the Debtors as of the date of entry of the Bar Date Order, including all entities listed in the Schedules as holding claims against the Debtors, and to all parties who had filed requests for notices under Bankruptcy Rule 2002 as of the date of the Bar Date Order. In addition to mailing such actual notice, the Debtors also published notice of the Bar Date in the national edition of *The New York Times* [D.I. 467].

11. To date, over 3,000 proofs of claim have been filed in these chapter 11 cases, as recorded on the Claims Register.

#### **Basis for Objection**

12. Section 502(a) of the Bankruptcy Code provides that “[a] claim or interest, proof of which is filed under section 501 of this title, is deemed allowed, unless a party in interest . . . objects.” 11 U.S.C. § 502(a). The burden of proof for determining the validity of Claims rests on different parties at different stages of the objection process. As explained by the United States Court of Appeals for the Third Circuit:

The burden of proof for claims brought in the bankruptcy court under 11 U.S.C.A. § 502(a) rests on different parties at different times. Initially, the claimant must allege facts sufficient to support the claim. If the averments in his filed claim meet this standard of sufficiency, it is ‘prima facie’ valid [citations omitted]. In other words, a claim that alleges facts sufficient to support legal liability to the claimant satisfies the claimants’ initial obligation to go forward. The burden of going forward then shifts to the objector to produce evidence sufficient to negate the *prima facie* validity of the filed claim. . . . In practice, the objector must produce evidence which, if believed, would refute at least

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<sup>3</sup> The Bar Date Order also established March 14, 2016, at 5:00 p.m. as the final date and time for all governmental units (as defined in section 101(27) of the Bankruptcy Code) holding or asserting a claim against the Debtors, including claims for unpaid taxes, arising on or before the Petition Date to file proofs of claim in these chapter 11 cases (the “Governmental Bar Date”), which deadline was subsequently extended as to certain governmental units by agreement of the Debtors to April 14, 2016, at 5:00 p.m. [D.I. 771].

one of the allegations that is essential to the claim's legal sufficiency. If the objector produces sufficient evidence to negate one or more of the sworn facts in the proof of claim, the burden reverts to the claimant to prove the validity of the claim by a preponderance of the evidence.

*In re Allegheny Int'l Inc.*, 954 F.2d 167, 173–74 (3d. Cir. 1992) (citation omitted). Once the prima facie validity of a claim is rebutted, “it is for the claimant to prove his claim, not for the objector to disprove it.” *In re Kahn*, 114 B.R. 40, 44 (Bankr. S.D.N.Y. 1990) (citations omitted).

13. This Objection is filed pursuant to section 502(b) of the Bankruptcy Code, which provides, in pertinent part:

[I]f such objection to a claim is made, the court, after notice and a hearing, shall determine the amount of such claim in lawful currency of the United States as of the date of the filing of the petition, and shall allow such claim in such amount, except to the extent that—

(1) such claim is unenforceable against the debtor and property of the debtor, under any agreement or applicable law for a reason other than because such claim is contingent or unmatured . . . .

11 U.S.C § 502(b)(1)

14. Further, the Settlement Trust has relied on the Declaration of Matthew Brown, attached as **Exhibit 2**, in submitting this Objection.

**I. Paid Royalty Interest Claims**

15. The Claims listed on **Exhibit A** to **Exhibit 1** are claims in which claimants have asserted various amounts they allege to be due in accordance with their ownership of certain oil and gas wells. As a result of a review of the Claims Register and the Books and Records (*see* Declaration of Matthew Brown, attached as **Exhibit 2**), the Settlement Trust has identified numerous Claims for which the Books and Records reflect no liability. Indeed, the claimants listed in **Exhibit A** already received appropriate royalty payments, as reflected by the Debtors’

Books and Records. *See* Declaration of Matthew Brown.

16. If these Claims are not disallowed and expunged, claimants would receive a windfall because they would receive payments they are not entitled to and for which they have already received proper payment. As a result, the Settlement Trust objects to the Claims listed on **Exhibit A** and respectfully requests entry of the Order disallowing in full and expunging the Claims listed on **Exhibit A**.

**SEPARATE CONTESTED MATTER**

17. To the extent that a response is filed regarding any Claim listed in the Objection and the Settlement Trust is unable to resolve the response, each such Claim, and the objection by the Settlement Trust to each such Claim asserted herein, shall constitute a separate contested matter as contemplated by Bankruptcy Rule 9014. Any order entered by the Court regarding the Objection shall be deemed a separate order with respect to each Claim.

**RESPONSES TO OMNIBUS OBJECTION**

18. To contest this Objection, a claimant must file and serve a written response to this Objection so that it is received no later than 4:00 p.m., prevailing Eastern Time, on **May 26, 2017** (the "**Response Deadline**"). Every response must be filed with the Office of the Clerk of the United States Bankruptcy Court for the District of Delaware: 824 Market Street, Wilmington, Delaware 19801, and served upon the following entities, so that the response is received no later than the Response Deadline at the following addresses:

**Settlement Trust**  
FARNAN LLP  
Attn: Michael J. Farnan  
919 North Market Street, 12th Floor  
Wilmington, DE 19801  
(302) 777-0300  
(302) 777-0301  
mfarnan@farnanlaw.com

WHITE & CASE LLP  
Attn: Thomas E Lauria  
200 South Biscayne Blvd.  
Miami, FL 33131-2352  
(305) 371-2700  
tlauria@whitecase.com

WHITE & CASE LLP  
Attn: Michele J. Meises  
1221 Avenue of the Americas  
New York, NY 10020-1095  
(212) 819-8200  
michele.meises@whitecase.com

**Reorganized Debtors**

RICHARDS, LAYTON & FINGER, P.A.  
Attn: John H. Knight  
One Rodney Square, 920 North King Street  
Wilmington, Delaware 19801  
Telephone: (302) 651-7700  
Facsimile: (302) 651-7701  
knight@rlf.com

WILLKIE FARR & GALLAGHER LLP  
Attn: Ana Alfonso  
787 Seventh Avenue  
New York, New York 10019-6099  
Telephone: (212) 728-8000  
Facsimile: (212) 728-8111  
aalfonso@willkie.com

**Office of the United States Trustee**

Attn: David Buchbinder  
844 King Street, Suite 2207  
Wilmington, DE 19801  
Email: david.buchbinder@usdoj.gov

19. Every response to this Objection must contain at a minimum the following information:

- a) A caption setting forth the name of the claimant, his or her Claim number, and a description of the basis for the amount and validity of the Claim;
- b) The specific factual basis and supporting legal argument upon which the claimant will rely in opposing this Objection;

c) Any supporting documentation, to the extent it was not included with the proof of Claim previously filed, upon which the party will rely to support the basis for and amounts asserted in the proof of claim; and

d) The name, address, telephone number, and email address of the person(s) (which may be the claimant or the claimant's legal representative) with whom counsel for the Settlement Trust should communicate with respect to the Claim or the objection and who possesses authority to reconcile, settle, or otherwise resolve this Objection to the disputed Claim on behalf of the claimant.

20. If a claimant fails to file and serve a timely response by the Response Deadline, the Settlement Trust may present to the Court an appropriate order disallowing and expunging the Claim, without further notice to the claimant or a hearing.

21. Consistent with Local Rule 9006-1(d), the Settlement Trust may, at its option, file and serve a reply to a response no later than 4:00 p.m., prevailing Eastern Time, one (1) day prior to the deadline for filing the agenda on any hearing to consider the Objection.

#### **RESERVATION OF RIGHTS**

22. The Settlement Trust hereby reserves the right to object in the future to any of the proofs of claim listed in this Objection or on the exhibit attached hereto on any ground, and to amend, modify, and/or supplement this Objection, including, without limitation, to object to amended claims. Separate notice and hearing will be scheduled for any such objection. The Settlement Trust also reserves the right to adjourn the hearing from time to time, without notice.

23. Notwithstanding anything contained in this Objection or the attached exhibit, nothing herein shall be construed as a waiver of any rights that the Settlement Trust may have to exercise its rights of setoff against the holders of such Claims relating to such avoidance actions.

24. Notice of the filing of this Objection has been provided to: (a) the Reorganized Debtors, (b) the Office of the United States Trustee for the District of Delaware; (c) any persons who have filed a request for notice in these chapter 11 cases pursuant to Local Rule 2002-1; and



(d) the parties whose Claims are the subject of this Objection. In light of the nature of the relief requested, the Settlement Trust submits that no further notice is required.

25. To the best of the Settlement Trust's knowledge and belief, the Objection and related Exhibit comply with Local Rule 3007-1 and the Rule 3007(c) General Order, as modified by the Court's March 24, 2017 Order [D.I. 2168]. To the extent that the Objection does not comply in all respects with the requirements of Local Rule 3007-1 or the Rule 3007(c) General Order, the Settlement Trust believes that such deviations are not material and respectfully requests that any such requirement be waived.

**No Prior Request**

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

WHEREFORE, the Settlement Trust respectfully requests the entry of the Order, substantially in the form attached hereto as **Exhibit 1**, granting the relief requested and granting such other and further relief as the Court deems just and proper.

Dated: May 5, 2017

Respectfully submitted,

FARNAN LLP

/s/ Michael J. Farnan

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*Attorneys for the Settlement Trust*

Dated: May 5, 2017  
Wilmington, Delaware

*/s/ Amanda R. Steele*

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-and-

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*Counsel for Samson Resources II, LLC, for itself  
and the Reorganized Debtors*

**Exhibit 1**

**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 (BLS)
	)	
	)	(Jointly Administered)
	)	
Reorganized Debtors.	)	
	)	D.I. _____

**ORDER GRANTING REORGANIZED DEBTORS AND SETTLEMENT TRUST’S  
JOINT SIXTH OMNIBUS SUBSTANTIVE OBJECTION TO CLAIMS BASED ON  
ROYALTY INTERESTS PURSUANT TO SECTION 502(B) OF THE BANKRUPTCY  
CODE, BANKRUPTCY RULES 3001, 3003, 3007,  
AND LOCAL BANKRUPTCY RULE 3007-1**

Upon the objection (the “Objection”)<sup>2</sup> of the Reorganized Debtors (“Reorganized Debtors”) and the Settlement Trust (collectively, with the Reorganized Debtors, “Settlement Trust”) seeking entry of an order (“Order”) disallowing certain Claims pursuant to section 502(b) of the Bankruptcy Code and Rule 3007 of the Bankruptcy Rules; and it appearing that the Court has jurisdiction over this matter pursuant to 28 U.S.C. § 1334; and it appearing that this proceeding is a core proceeding pursuant to 28 U.S.C. § 157; and it appearing that venue of this proceeding is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409; and adequate notice of the Objection and opportunity for response having been given; and it appearing that no other notice need be given; and the Court having considered the Objection, the Declaration, the claims

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<sup>1</sup> The Reorganized Debtors in these chapter 11 cases, along with the last four digits of each Reorganized 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 Reorganized Debtor Samson Resources Corporation’s corporate headquarters and the Reorganized Debtors’ service address is: Two West Second Street, Tulsa, Oklahoma 74103.

<sup>2</sup> All otherwise undefined terms shall have the same meaning ascribed to them in the Objection.

listed in Exhibit A attached hereto, and any responses thereto; and upon the record herein; and after due deliberation and sufficient cause appearing therefore, it is FOUND AND DETERMINED:

- A. This Objection is a core proceeding under 28 U.S.C. § 157(b)(2); and
- B. Each holder of a claim listed on Exhibit A, attached hereto, was properly and timely served with a copy of the Objection, this Order, and custom Notice; and
- C. Any person or entity known to have an interest in the Claims subject to the Objection has been afforded a reasonable opportunity to respond to, or be heard regarding, the relief requested in the Objection; and
- D. The facts set forth in the Declaration are undisputed; and
- E. The Claims set forth on Exhibit A (the "Exhibit A Claims") are Claims to which there exists no basis under the Debtors' books and records for payment and should be disallowed and expunged from the claims register; and
- F. The relief requested in the Objection is in the best interest of the Debtors, their estates, the Reorganized Debtors, their creditors, and other parties in interest;

THEREFORE IT IS HEREBY ORDERED;

- 1. The Objection is granted in its entirety.
- 2. The Exhibit A Claims are hereby disallowed and expunged from the claims register.
- 3. The Settlement Trust has the right to object in the future to any of the proofs of claim listed in this Objection or on the exhibit attached hereto on any ground, and to amend, modify, and/or supplement this Objection, including, without limitation, to object to amended claims. Additionally, should one or more of the grounds of objection stated in the Objection be

dismissed, the Settlement Trust's right to object on other stated grounds or any other grounds that the Settlement Trust discovers is further preserved.

4. Each Claim and the objections by the Settlement Trust to such Claim, as addressed in the Objection and as set forth on Exhibit A attached hereto, constitutes a separate contested matter as contemplated by Bankruptcy Rule 9014 and Local Rule 3007-1. This Order shall be deemed a separate Order with respect to each Claim. Any stay of this Order pending appeal by any Claimant whose Claim is subject to this Order shall only apply to the contested matter which involves such Claimant and Claim and shall not act to stay the applicability and/or finality of this Order with respect to the other contested matters or Claims listed in the Objection or this Order.

5. The terms and conditions of this Order shall be immediately effective and enforceable, and the time to appeal this Order shall commence upon its entry. All time periods set forth in this Order shall be calculated in accordance with Bankruptcy Rule 9006(a).

6. This Court shall retain jurisdiction over the claimants whose Claims are subject to the Objection with respect to any matters related to or arising from the Objection or the implementation of this Order.

Dated: \_\_\_\_\_, 2017

\_\_\_\_\_  
The Honorable Brendan L. Shannon  
Chief United States Bankruptcy Judge

**Exhibit A**



**Exhibit A**

<b>Name of Claimant</b>	<b>Claim Number</b>	<b>Date Claim Filed</b>	<b>Claim Amount (as filed)</b>	<b>Reason for Disallowance</b>
A J POPE III	2192	11/20/15	0.00	Debtor's show no liability related to this party within its books and records.
ALFORD, ELLA MAE	2600	12/08/15	0.00	Debtor's show no liability related to this party within its books and records.
ALICE PEARL NICHOLSON	2422	11/24/15	0.00	Debtor's show no liability related to this party within its books and records.
ANDERSON, ROBERT E	2377	11/23/15	0.00	Debtor's show no liability related to this party within its books and records.
ANTHONY, SHARON	2747	02/02/16	0.00	Debtor's show no liability related to this party within its books and records.
ARAPAHO LAND COMPANY LLC	2153	11/20/15	112.53	Debtor's show no liability related to this party within its books and records.
ASPEN LEAF, LLC	2424	11/24/15	0.00	Debtor's show no liability related to this party within its books and records.
BAKER, LORETTA	2199	11/20/15	0.00	Debtor's show no liability related to this party within its books and records.
BANCFIRST	2543	12/01/15	0.00	Debtor's show no liability related to this party within its books and records.
BANCFIRST	2546	12/01/15	0.00	Debtor's show no liability related to this party within its books and records.
BANCFIRST - SUCC TO THE SEC NATL BANK & TR CO.	2545	12/01/15	0.00	Debtor's show no liability related to this party within its books and records.
BANCFIRST, DUNCAN, OK, TTEE ANN L. RADCLIFIFE TR A	2542	12/01/15	0.00	Debtor's show no liability related to this party within its books and records.
BANCFIRST, TTEE OF THE THE L.L. HUMPHREY TR C	2544	12/01/15	0.00	Debtor's show no liability related to this party within its books and records.
BANCFIRST, TTEE OF THE THE L.L. HUMPHREY TR D	2547	12/01/15	0.00	Debtor's show no liability related to this party within its books and records.
BARIA FAMILY LOVING TRUST	2751	02/02/16	0.00	Debtor's show no liability related to this party within its books and records.
BARTON, JEFFREY LEE	2368	11/23/15	0.00	Debtor's show no liability related to this party within its books and records.
BISHOP, CONNIE M	2663	01/04/16	0.00	Debtor's show no liability related to this party within its books and records.
BLOSS, MARIAN C	2715	01/25/16	0.00	Debtor's show no liability related to this party within its books and records.
BLUE BOTTOM, L.L.C.	2434	11/24/15	74.33	Debtor's show no liability related to this party within its books and records.
BRIGHTSIDE FAMILY LP	2532	11/30/15	0.00	Debtor's show no liability related to this party within its books and records.
CAROLYN PAYSSE FAMILY TR	2430	11/24/15	0.00	Debtor's show no liability related to this party within its books and records.
CAROLYN PAYSSE FAMILY TR	2432	11/24/15	0.00	Debtor's show no liability related to this party within its books and records.
CEL PROPERTIES LLC	2210	11/20/15	0.00	Debtor's show no liability related to this party within its books and records.
CHAPEL HILL CME CHURCH	2661	01/04/16	0.00	Debtor's show no liability related to this party within its books and records.
CHESTER E CHAR & MARY NASH, FDN	2559	12/03/15	0.00	Debtor's show no liability related to this party within its books and records.
CLIFFORD FAMILY LTD PTSP	2471	11/24/15	0.00	Debtor's show no liability related to this party within its books and records.
CRAIN II OIL & GAS LTD	2208	11/20/15	0.00	Debtor's show no liability related to this party within its books and records.

## Exhibit A

Name of Claimant	Claim Number	Date Claim Filed	Claim Amount (as filed)	Reason for Disallowance
DADSON CAPITAL CO 2 LLC	2570	12/07/15	0.00	Debtor's show no liability related to this party within its books and records.
DAVIS, INETHA D	2502	11/27/15	0.00	Debtor's show no liability related to this party within its books and records.
DEAN, VICKI ANN AND RAY	2387	11/23/15	0.00	Debtor's show no liability related to this party within its books and records.
DOBBS, KITTIE L & FLOYD	2482	11/25/15	0.00	Debtor's show no liability related to this party within its books and records.
DOUGLAS, TANYA	2157	11/20/15	0.00	Debtor's show no liability related to this party within its books and records.
DRENNAN, THOMAS DANNO	2639	12/21/15	0.00	Debtor's show no liability related to this party within its books and records.
EDWARDS, MARTHA ANN	2745	02/02/16	0.00	Debtor's show no liability related to this party within its books and records.
ENERGY LAND CONSULTANTS, INC.	2484	11/27/15	0.00	Debtor's show no liability related to this party within its books and records.
ESTHER P WILLIAMS TR	2863	05/02/16	0.00	Debtor's show no liability related to this party within its books and records.
FERGUSON, NAN PONS	2284	11/23/15	0.00	Debtor's show no liability related to this party within its books and records.
FIRST ROSWELL COMPANY	2439	11/24/15	0.00	Debtor's show no liability related to this party within its books and records.
FLEISCHAKER MINERAL CO, LLC	2370	11/23/15	0.00	Debtor's show no liability related to this party within its books and records.
FREEMAN, STEVEN	2336	11/23/15	0.00	Debtor's show no liability related to this party within its books and records.
GAINES, CRAIG W & ARLA	2287	11/23/15	0.00	Debtor's show no liability related to this party within its books and records.
GAINES, CRAIG W & ARLA MARKHAM	2286	11/23/15	0.00	Debtor's show no liability related to this party within its books and records.
GARNERWAY, ANDRA SHAWN	2437	11/24/15	0.00	Debtor's show no liability related to this party within its books and records.
GUINN, MARY ANN D	2527	11/30/15	0.00	Debtor's show no liability related to this party within its books and records.
HANER, REBECCA	2180	11/20/15	10.80	Debtor's show no liability related to this party within its books and records.
HATELID REV LIVING TR DTD MARCH 16 1995	2158	11/20/15	0.00	Debtor's show no liability related to this party within its books and records.
HELMSTETTER, LISA RENE CRNKO	2324	11/23/15	0.00	Debtor's show no liability related to this party within its books and records.
HOUSE, ROSE ELLA	2593	12/07/15	0.00	Debtor's show no liability related to this party within its books and records.
IBEX RESOURCES COMPANY LLC	2152	11/20/15	904.90	Debtor's show no liability related to this party within its books and records.
INA FRANCIS FAULKENBERRY	2603	12/08/15	0.00	Debtor's show no liability related to this party within its books and records.
INDRESANO, RICHARD T	2258	11/20/15	50,000.00	Debtor's show no liability related to this party within its books and records.
ISAACS ENTERPRISES, LTD.,	2666	01/05/16	0.00	Debtor's show no liability related to this party within its books and records.
ISAACS RED DEER CREEK RANCH LLC	2667	01/05/16	0.00	Debtor's show no liability related to this party within its books and records.
J CLAYTON LAGRONE FAMILY TRUST	2148	11/20/15	0.00	Debtor's show no liability related to this party within its books and records.
J CLAYTON LAGRONE FAMILY TRUST	2149	11/20/15	0.00	Debtor's show no liability related to this party within its books and records.

**Exhibit A**

<b>Name of Claimant</b>	<b>Claim Number</b>	<b>Date Claim Filed</b>	<b>Claim Amount (as filed)</b>	<b>Reason for Disallowance</b>
JAMES, PENNY WEST	2503	11/27/15	0.00	Debtor's show no liability related to this party within its books and records.
JMA ENERGY COMPANY LLC	2151	11/20/15	5,887.10	Debtor's show no liability related to this party within its books and records.
JOHNSON DONALD R	2702	01/15/16	0.00	Debtor's show no liability related to this party within its books and records.
JOHNSON, DONALD R	2705	01/15/16	0.00	Debtor's show no liability related to this party within its books and records.
KILLGORE, WARREN W & WANDA L	2453	11/24/15	0.00	Debtor's show no liability related to this party within its books and records.
LACY PROPERTIES, LTD.	2207	11/20/15	0.00	Debtor's show no liability related to this party within its books and records.
LAGRONE, HELENE	2263	11/23/15	0.00	Debtor's show no liability related to this party within its books and records.
LAGRONE, HELENE	2264	11/23/15	0.00	Debtor's show no liability related to this party within its books and records.
LAGRONE, HELENE	2271	11/23/15	0.00	Debtor's show no liability related to this party within its books and records.
LAGRONE, HELENE	2407	11/20/15	0.00	Debtor's show no liability related to this party within its books and records.
LAGRONE, HELENE	2408	11/20/15	0.00	Debtor's show no liability related to this party within its books and records.
LAGRONE, HELENE	2409	11/20/15	0.00	Debtor's show no liability related to this party within its books and records.
LAGRONE, HELENE	2410	11/20/15	0.00	Debtor's show no liability related to this party within its books and records.
LAGRONE, HELENE	2411	11/20/15	0.00	Debtor's show no liability related to this party within its books and records.
LAGRONE, HELENE	2412	11/20/15	0.00	Debtor's show no liability related to this party within its books and records.
LAGRONE, HELENE	2413	11/20/15	0.00	Debtor's show no liability related to this party within its books and records.
LAGRONE, HELENE	2415	11/20/15	0.00	Debtor's show no liability related to this party within its books and records.
LAGRONE, HELENE	2416	11/20/15	0.00	Debtor's show no liability related to this party within its books and records.
LAGRONE, HELENE	2417	11/20/15	0.00	Debtor's show no liability related to this party within its books and records.
LE NORMAN OPERATING LLC	2678	01/13/16	0.00	Debtor's show no liability related to this party within its books and records.
LE NORMAN OPERATING LLC	2681	01/13/16	0.00	Debtor's show no liability related to this party within its books and records.
LEHMAN, JAMES D.	2461	11/24/15	0.00	Debtor's show no liability related to this party within its books and records.
LEHMAN, THOMAS M	2156	11/20/15	0.00	Debtor's show no liability related to this party within its books and records.
LITTLE-COLLINS, FRAN	2193	11/20/15	0.00	Debtor's show no liability related to this party within its books and records.
MADDEN, MAE H	2601	12/08/15	0.00	Debtor's show no liability related to this party within its books and records.
MARGARET C BEAIRD TR	2622	12/14/15	0.00	Debtor's show no liability related to this party within its books and records.
MARY WATKINS BARTON LIFE EST	2391	11/23/15	0.00	Debtor's show no liability related to this party within its books and records.
MATTHEWS, ROY	2515	11/30/15	0.00	Debtor's show no liability related to this party within its books and records.

**Exhibit A**

<b>Name of Claimant</b>	<b>Claim Number</b>	<b>Date Claim Filed</b>	<b>Claim Amount (as filed)</b>	<b>Reason for Disallowance</b>
MAXUS ENERGY CORPORATION	2219	11/20/15	0.00	Debtor's show no liability related to this party within its books and records.
MAXUS ENERGY CORPORATION	2220	11/20/15	0.00	Debtor's show no liability related to this party within its books and records.
MAY, MICKEY	2380	11/23/15	0.00	Debtor's show no liability related to this party within its books and records.
MCDOWEEL, JANET FINCHER & LARRY R FINCHER	2463	11/24/15	0.00	Debtor's show no liability related to this party within its books and records.
MCDOWEEL, JANET FINCHER & LARRY R FINCHER	2464	11/24/15	0.00	Debtor's show no liability related to this party within its books and records.
MCKNIGHT, J C	2534	11/30/15	0.00	Debtor's show no liability related to this party within its books and records.
ME OPERATING AND SERVICES INC	2291	11/23/15	0.00	Debtor's show no liability related to this party within its books and records.
MINOR, IVAN LESTER & DORIS E.	2460	11/24/15	0.00	Debtor's show no liability related to this party within its books and records.
MONCRIEF, SHERRI A	2185	11/20/15	0.00	Debtor's show no liability related to this party within its books and records.
MORLEY, MAE	2160	11/20/15	0.00	Debtor's show no liability related to this party within its books and records.
MORRIS, MONTIE L	2441	11/24/15	0.00	Debtor's show no liability related to this party within its books and records.
MUELLER, CHRISTY DIANE	2450	11/24/15	0.00	Debtor's show no liability related to this party within its books and records.
MUELLER, DAVID EDWARD	2155	11/20/15	0.00	Debtor's show no liability related to this party within its books and records.
MUELLER, STEVEN GRANT	2241	11/23/15	0.00	Debtor's show no liability related to this party within its books and records.
NACHTIGAL, DEMA	2523	11/30/15	0.00	Debtor's show no liability related to this party within its books and records.
NICHOLAS, SUZANNE E REVOCABLE	2822	03/09/16	0.00	Debtor's show no liability related to this party within its books and records.
O'BRIEN FAMILY LLC	2346	11/23/15	0.00	Debtor's show no liability related to this party within its books and records.
O'BRIEN, EUGENE A	2344	11/23/15	0.00	Debtor's show no liability related to this party within its books and records.
ORA GRAY	2703	01/19/16	0.00	Debtor's show no liability related to this party within its books and records.
PEARLINE WASHINGTON	2173	11/20/15	0.00	Debtor's show no liability related to this party within its books and records.
PEPPERS JOINT REV TR DTD 9-6-96	2203	11/20/15	0.00	Debtor's show no liability related to this party within its books and records.
PEPPERS JOINT REVOCABLE TR DTD 9-6-96	2205	11/20/15	0.00	Debtor's show no liability related to this party within its books and records.
PEPPERS, CHARLES C III	2202	11/20/15	0.00	Debtor's show no liability related to this party within its books and records.
PEPPERS, CHARLES C JR	2204	11/20/15	0.00	Debtor's show no liability related to this party within its books and records.
PERMENTER, MARIE	2181	11/20/15	0.00	Debtor's show no liability related to this party within its books and records.
PONS, MARY S	2283	11/23/15	0.00	Debtor's show no liability related to this party within its books and records.
POWELL, JIMMY DALE	2525	11/30/15	2,000.00	Debtor's show no liability related to this party within its books and records.

**Exhibit A**

<b>Name of Claimant</b>	<b>Claim Number</b>	<b>Date Claim Filed</b>	<b>Claim Amount (as filed)</b>	<b>Reason for Disallowance</b>
PRICE, CHARLOTTE S	2526	11/30/15	0.00	Debtor's show no liability related to this party within its books and records.
PRICER, JOHN G	2512	11/30/15	0.00	Debtor's show no liability related to this party within its books and records.
PURVIS, JANET LOUISE	2452	11/24/15	0.00	Debtor's show no liability related to this party within its books and records.
QUENTIN, ISAACS DAVID SR	2668	01/05/16	0.00	Debtor's show no liability related to this party within its books and records.
RAINEY, TONYA	2465	11/24/15	50.00	Debtor's show no liability related to this party within its books and records.
REIMERS, FRED A	2524	11/30/15	0.00	Debtor's show no liability related to this party within its books and records.
RHINO RESOURCES COMPANY LLC	2150	11/20/15	2,211.83	Debtor's show no liability related to this party within its books and records.
RHODES, ALLEN DEAN	2729	01/27/16	0.00	Debtor's show no liability related to this party within its books and records.
RLI PROPERTIES, LLC	2209	11/20/15	0.00	Debtor's show no liability related to this party within its books and records.
ROBERTS, CHARLES SR	2353	11/23/15	0.00	Debtor's show no liability related to this party within its books and records.
ROLAND, SHARON	2662	01/04/16	0.00	Debtor's show no liability related to this party within its books and records.
ROUNDS, LESTER DEAN	2611	12/10/15	0.00	Debtor's show no liability related to this party within its books and records.
ROY E & PATRICIA MATTHEWS JT	2514	11/30/15	0.00	Debtor's show no liability related to this party within its books and records.
ROY, KERRY	2174	11/20/15	0.00	Debtor's show no liability related to this party within its books and records.
ROY, ROBERT	2175	11/20/15	0.00	Debtor's show no liability related to this party within its books and records.
SEELE, MARGO THAMES	2249	11/23/15	75.00	Debtor's show no liability related to this party within its books and records.
SKOVHOLT, DAVID J	2614	12/10/15	0.00	Debtor's show no liability related to this party within its books and records.
SMITH, BENNY	2186	11/20/15	800.00	Debtor's show no liability related to this party within its books and records.
SOUTHERN, JOHN STEPHEN	2643	12/21/15	189.84	Debtor's show no liability related to this party within its books and records.
STANLEY H SINGER REVOCABLE TR & TTEES OF SUCH TR	2582	12/07/15	0.00	Debtor's show no liability related to this party within its books and records.
STRAHAN, CYNTHIA	2171	11/20/15	0.00	Debtor's show no liability related to this party within its books and records.
SUZANNE E NICHOLSON REVOCABLE	2823	03/09/16	0.00	Debtor's show no liability related to this party within its books and records.
TAYLOR, DENISE	2222	11/20/15	0.00	Debtor's show no liability related to this party within its books and records.
TAYLOR, PATSY BRYAN	2730	01/27/16	0.00	Debtor's show no liability related to this party within its books and records.
TAYLOR, SHARON	2223	11/20/15	0.00	Debtor's show no liability related to this party within its books and records.
TEALER, LOIS	2744	02/02/16	0.00	Debtor's show no liability related to this party within its books and records.
TEALER, TONY COOPER	2746	02/02/16	0.00	Debtor's show no liability related to this party within its books and records.

**Exhibit A**

<b>Name of Claimant</b>	<b>Claim Number</b>	<b>Date Claim Filed</b>	<b>Claim Amount (as filed)</b>	<b>Reason for Disallowance</b>
THE JOHNSON FAMILY LIVING TR DTD 2/1/03	2669	01/06/16	0.00	Debtor's show no liability related to this party within its books and records.
THE OPAL GROUP	2472	11/24/15	150,000.00	Debtor's show no liability related to this party within its books and records.
THE OPAL GROUP LLC	2473	11/24/15	150,000.00	Debtor's show no liability related to this party within its books and records.
THOMPSON, CAROL E	2486	11/27/15	0.00	Debtor's show no liability related to this party within its books and records.
TR AGREEMENT EXECUTED FEBRUARY 3, 1983, BEING THE	2455	11/24/15	0.00	Debtor's show no liability related to this party within its books and records.
TRACY LYNN GLAZNER GL	2557	12/03/15	0.00	Debtor's show no liability related to this party within its books and records.
UNITY HEALTH FOUNDATION	2462	11/24/15	0.00	Debtor's show no liability related to this party within its books and records.
W. CRAIG GAINES AND ARIA MARCUM GAINES, HWJTS	2288	11/23/15	0.00	Debtor's show no liability related to this party within its books and records.
WALKER, SHIRLEY	2172	11/20/15	0.00	Debtor's show no liability related to this party within its books and records.
WALTERS, EDITH V	2536	11/30/15	0.00	Debtor's show no liability related to this party within its books and records.
WILLIAM E PARMAN FAM TR DTD JANUARY 1, 1994	2572	12/07/15	0.00	Debtor's show no liability related to this party within its books and records.
WILLIAMS, SHERRY MARIE	2748	02/02/16	0.00	Debtor's show no liability related to this party within its books and records.
WINTERS, MARILYN M	2428	11/24/15	0.00	Debtor's show no liability related to this party within its books and records.
WYATT, BETTY WHITLEY	2229	11/20/15	0.00	Debtor's show no liability related to this party within its books and records.

**Exhibit 2**

**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 (BLS)
	)	
Reorganized Debtors.	)	(Jointly Administered)
	)	

**DECLARATION OF MATTHEW BROWN IN SUPPORT OF REORGANIZED DEBTORS AND SETTLEMENT TRUST’S JOINT SIXTH OMNIBUS SUBSTANTIVE OBJECTION TO CLAIMS BASED ON ROYALTY INTERESTS PURSUANT TO SECTION 502(B) OF THE BANKRUPTCY CODE, BANKRUPTCY RULES 3001, 3003, 3007, AND LOCAL BANKRUPTCY RULE 3007-1**

I, Matthew Brown, declare as follows:

1. I make this declaration (the “Declaration”) in support of the Reorganized Debtors (“Reorganized Debtors”) and the Settlement Trust’s (collectively, with the Reorganized Debtors, “Settlement Trust”) Sixth Omnibus Substantive Objection to Royalty Interests Claims (the “Objection”).<sup>2</sup>

2. I began working for the Debtors in 2007 and am currently serving as a Supervisor in the Revenue Accounting department for the Reorganized Debtors.

3. I make this Declaration upon the basis of personal knowledge or persons under my supervision and a review, by me and others working with me and under my

<sup>1</sup> The Reorganized Debtors in these chapter 11 cases, along with the last four digits of each Reorganized 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 Reorganized Debtor Samson Resources Corporation’s corporate headquarters and the Reorganized Debtors’ service address is: Two West Second Street, Tulsa, Oklahoma 74103.

<sup>2</sup> Capitalized terms used herein but not otherwise defined shall have the same meaning ascribed to such terms in the Objection.



supervision, of (i) the claims identified on Exhibit A (the “Claims”) to the Order attached as Exhibit 1 to the Objection (the “Order”), (ii) the claims register, and (iii) the Debtors’ applicable books and records.

4. The information contained in the Objection is true and correct to the best of my knowledge, information, and belief. I directly or by and through my personnel or agents knowledge of the matters set forth herein, and if called as a witness, I would testify competently thereto.

5. In conducting their oil and gas exploration and production operations, the Debtors calculated and remitted royalty payments to their thousands of royalty holders every month. The Debtors utilized leases, division orders, affidavits of heirship, court orders, title opinions, and other authentic documents maintained within their files and submitted by owners, as well as production data and proceeds from the sale of natural gas, oil, and other hydrocarbons, to calculate and make royalty payments.

6. The Debtors kept very detailed billing and payment records for all royalty and other interests impacting the business in an electronic database management system licensed from SAP. This system helped us to accurately calculate and track, among many other metrics, ownership interests, production information, sales and revenue data, and costs associated with production. Every time the Debtors issued a check to a party entitled to payment, we included payment detail showing the amount of hydrocarbons extracted, the gross royalty interest payment, the deductions from the gross royalty interest payments, and the net royalty interest payment. A review of the Debtors’ records has not demonstrated any abnormalities or missed payments concerning any of the disputed claims listed on Exhibit A or the interests associated with those claims.

7. The Reorganized Debtors have reviewed each of the Claims subject to the Objection. The objections set forth in Exhibit A to the Order are based upon their review of the Claims and a comparison of them against the Debtors' liabilities as set forth in the Debtors' records. In addition, with respect to each of the Claims listed on Exhibit A to the Order, the Reorganized Debtors have reviewed the Debtors' books and records to determine whether the amount asserted in the claim was correct.

8. Based on the Reorganized Debtors review of the Debtors' books and records, the amounts asserted in each claim listed on Exhibit A cannot be substantiated. Further, upon the Reorganized Debtors review of the Objection and the books and records of the Debtors, the Reorganized Debtors believe that each claimant has received any royalty interest due.

9. As a result, the Reorganized Debtors, in consultation with the Settlement Trust, have determined it is appropriate to object to each of the proofs of claim listed on Exhibit A to the Order. After reviewing the Claims and the documentation supporting the Claims, the Reorganized Debtors have concluded that there is no basis in the Debtors' books and records for the claims as asserted. As such, the Claims identified on Exhibit A to the Order should be disallowed.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct to the best of my knowledge, information, and belief.

Dated: May 5, 2017

  
Matthew Brown