

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

<p>In re:</p> <p>SAMSON RESOURCES CORPORATION, <i>et al.</i>,<sup>1</sup></p> <p style="text-align: center;">Reorganized Debtors.</p>	<p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p>	<p>Chapter 11</p> <p>Case No. 15-11934 (BLS)</p> <p>(Jointly Administered)</p> <p>Re: Docket Nos. 2419 &amp; <u>2473</u></p>
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**ORDER SUSTAINING REORGANIZED DEBTORS' NINTH OMNIBUS  
(SUBSTANTIVE) OBJECTION TO CERTAIN (I) MISCLASSIFIED, (II)  
OVERSTATED, AND/OR (III) INCORRECT DEBTOR CLAIMS PURSUANT TO  
SECTION 502(b) OF THE BANKRUPTCY CODE, BANKRUPTCY RULES 3001, 3003,  
AND 3007, AND LOCAL BANKRUPTCY RULE 3007-1**

Upon the objection (the "Objection")<sup>2</sup> of the above-captioned reorganized debtors (collectively, the "Reorganized Debtors"), for entry of an order (this "Order"), disallowing the Claims set forth on Exhibits 1-3 attached hereto, all as set forth in the Objection and the Brown Declaration; and the Court having found that it 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 these cases and the Objection 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 Objection is in the best interests of the Debtors' estates, their creditors,

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<sup>1</sup> The Reorganized 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 Reorganized Debtor Samson Resources Corporation's corporate headquarters and the Reorganized Debtors' service address is: 15 East 5th Street, Suite 1000, Tulsa, Oklahoma 74103.

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

and other parties in interest; and the Court having found that the Reorganized Debtors provided appropriate notice of the Objection and the opportunity for a hearing on the Objection (the "Hearing") under the circumstances; and the Court having reviewed the Objection and having heard the statements in support of the relief requested therein at the Hearing, if any; and the Court having determined that the legal and factual bases set forth in the Objection 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 Objection is sustained as set forth herein.
2. The Misclassified Claims set forth on the attached **Exhibit 1** are hereby modified as provided on the attached **Exhibit 1**.
3. The Overstated Claims set forth on the attached **Exhibit 2** are hereby modified as provided on the attached **Exhibit 2**.
4. The Incorrect Debtor Claims set forth on the attached **Exhibit 3** are hereby modified as provided on the attached **Exhibit 3**.
5. The Claims Agent is authorized to modify the Claims Register to comport with the entry of this Order.
6. Notwithstanding the relief granted in this Order and any actions taken pursuant to such relief, nothing in this Order shall be deemed: (a) an admission as to the validity of any particular claim (including the Claims) against a Debtor or Reorganized Debtor entity; (b) a waiver of the Reorganized Debtors' rights to dispute any particular claim (including the Claims) on any grounds; (c) a promise or requirement to pay any particular claim (including the Claims); (d) an implication or admission that any particular claim is of a type specified or defined in this

Objection (except as set forth herein); (e) an admission by the Reorganized Debtors that any contract or lease is executory or unexpired, as applicable; (f) a waiver or limitation of the Reorganized Debtors' rights under the Bankruptcy Code or any other applicable law; (g) a request or authorization to assume or reject any agreements under section 365 of the Bankruptcy Code; (h) a waiver of any party's rights to assert that any other party is in breach or default of any agreement; or (i) an admission that any contract or lease is integrated with any other contract or lease.

7. Notwithstanding the possible applicability of Bankruptcy Rules 6004(h), 7062, 9014 or otherwise, the terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

8. The Reorganized Debtors are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Objection.

9. This Court shall retain exclusive jurisdiction to resolve any dispute arising from or related to this Order.

Wilmington, Delaware  
Dated: *July 7*, 2017



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THE HONORABLE BRENDAN LINEHAN SHANNON  
UNITED STATES BANKRUPTCY JUDGE

**EXHIBIT 1 to EXHIBIT A**

**Misclassified Claims**

Samson Resources Corporation, et al.

OMNIBUS NINE : SUBSTANTIVE : EXHIBIT A - RECLASSIFIED CLAIMS

	NAME	CLAIM #	ASSERTED DEBTOR	ASSERTED CLASS	ASSERTED AMOUNT	MODIFIED DEBTOR	MODIFIED CLASS	MODIFIED AMOUNT
1	ACADIANA MAINTENANCE SERVICES LLC 1604 JANE ST NEW IBERIA, LA 70563-1415	786(a)(b)	Samson Contour Energy E&P, LLC Samson Contour Energy E&P, LLC	Priority Secured	\$19,587.82* Undetermined*	Samson Contour Energy E&P, LLC	Unsecured	\$19,587.82*
REASON: Claimant asserts priority status, but proof of claim does not provide sufficient support and documentation to support such claim.								
2	ACADIANA MAINTENANCE SERVICES LLC 1604 JANE ST NEW IBERIA, LA 70563-1415	784(a)	Samson Lone Star, LLC Samson Lone Star, LLC	Priority Secured	\$49,291.89 \$49,291.89	Samson Lone Star, LLC	Unsecured	\$98,583.78
REASON: Claimant asserts priority status, but proof of claim does not provide evidence to support and documentation to support such claim. Additionally, claimant asserts secured status but proof of claim does not provide evidence to support such claim.								
3	ALFALFA ELECTRIC COOP PO BOX 39 CHEROKEE, OK 73728-0039	126(b)	Samson Resources Corporation	503(b)(9)	\$6,645.00	Samson Resources Corporation	Unsecured	\$6,645.00
REASON: Claim asserts administrative priority under 11 U.S.C. § 503(b)(9), but proof of claim is for services and as such claimant is not entitled to administrative priority.								
4	CARDINAL OIL, LLC 2650 OVERLAND AVE BILLINGS, MT 59102	2497(b)	Samson Resources Corporation	503(b)(9)	\$4,520.00	Samson Resources Corporation	Unsecured	\$4,520.00
REASON: Goods listed on claim were received outside of the proscribed 20-day receipt period under 11 U.S.C. § 503(b)(9) and thus not entitled to administrative priority.								

\* - Indicates claim contains unliquidated and/or undetermined amounts  
(a) Claim also contained on Exhibit B to the Ninth Omnibus Claims Objection for Modified Amount Claims  
(b) Claim also contained on Exhibit C to the Ninth Omnibus Claims Objection for Incorrect Debtor Claims  
(c) Claim also contained on the first Notice of Partial Satisfaction

Samson Resources Corporation, et al.

OMNIBUS NINE : SUBSTANTIVE : EXHIBIT A - RECLASSIFIED CLAIMS

	NAME	CLAIM #	ASSERTED DEBTOR	ASSERTED CLASS	ASSERTED AMOUNT	MODIFIED DEBTOR	MODIFIED CLASS	MODIFIED AMOUNT
5	EDKO, LLC P.O. BOX 7241 SHREVEPORT, LA 71137-7241	120(b)(c)	Samson Lone Star, LLC Samson Lone Star, LLC	503(b)(9) Unsecured	\$27,110.40 \$50,963.13	Samson Lone Star, LLC	Unsecured	\$78,073.53
			Subtotal		\$78,073.53			
REASON: Claim asserts administrative priority under 11 U.S.C. § 503(b)(9), but proof of claim is for services and as such claimant is not entitled to administrative priority.								
6	ENERVEN COMPRESSION LLC ATTN: ROBERT STILES 8150 N. CENTRAL EXPRESSWAY #1100 DALLAS, TX 75206	1650(a)	Samson Resources Corporation Samson Resources Corporation	Priority Unsecured	\$723.61 \$43,562.87	Samson Resources Corporation	Unsecured	\$44,286.48
			Subtotal		\$44,286.48			
REASON: Claim asserts priority under 11 U.S.C. § 507(a)(8) but claimant is not a governmental unit and therefore is not entitled to priority status.								
7	ENVENT TECHNOLOGIES LLC 13215 STAFFORD RD STE 300 MISSOURI CITY, TX 77489-2190	425(e)	Samson Resources Corporation	503(b)(9)	\$3,690.00	Samson Resources Corporation	Unsecured	\$3,690.00
REASON: Goods listed on claim were received outside of the proscribed 20-day receipt period under 11 U.S.C. § 503(b)(9) and thus not entitled to administrative priority.								
8	FREDONIA CONSTRUCTION SERVICES PO BOX 635352 NACOGDOCHES, TX 75963-5352	1306(c)	Samson Lone Star, LLC Samson Lone Star, LLC	503(b)(9) Unsecured	\$3,187.50 \$2,125.00	Samson Lone Star, LLC	Unsecured	\$5,312.50
			Subtotal		\$5,312.50			
REASON: Claim asserts administrative priority under 11 U.S.C. § 503(b)(9), but proof of claim is for services and as such claimant is not entitled to administrative priority.								

\* - Indicates claim contains unliquidated and/or undetermined amounts

(a) Claim also contained on Exhibit B to the Ninth Omnibus Claims Objection for Modified Amount Claims

(b) Claim also contained on Exhibit C to the Ninth Omnibus Claims Objection for Incorrect Debtor Claims

(c) Claim also contained on the First Notice of Partial Satisfaction

Samson Resources Corporation, et al.

OMNIBUS NINE : SUBSTANTIVE : EXHIBIT A - RECLASSIFIED CLAIMS

NAME	CLAIM #	ASSERTED DEBTOR	ASSERTED CLASS	ASSERTED AMOUNT	MODIFIED DEBTOR	MODIFIED CLASS	MODIFIED AMOUNT
9 JOHN BRUCE ELECTRIC, INC. C/O REGINA V STEADMAN 206405 EAST COUNTY ROAD 47 SHARON, OK 73857	792	Samson Resources Company	503(b)(9)	\$2,498.78	Samson Resources Company	Unsecured	\$2,498.78
REASON: Goods listed on claim were received outside of the proscribed 20-day receipt period under 11 U.S.C. § 503(b)(9) and thus not entitled to administrative priority.							
10 K & S PUMPING UNIT REPAIR, INC. ATTN: JOY KOON PO BOX 1472 ENID, OK 73702	1488(c)	Samson Resources Company	503(b)(9)	\$16,344.10	Samson Resources Company	Unsecured	\$16,344.10

REASON: Claim asserts administrative priority under 11 U.S.C. § 503(b)(9), but proof of claim is for services and as such claimant is not entitled to administrative priority.

11 LONESTAR SERVICES LLC PO BOX 499 LIBERAL, KS 67905-0499	665(a)	Samson Lone Star, LLC Samson Lone Star, LLC Samson Lone Star, LLC Samson Lone Star, LLC	503(b)(9) Priority Secured Unsecured	\$5,999.00* \$3,000.00* Undetermined* \$5,999.00*	Samson Lone Star, LLC	Unsecured	\$14,998.00*
			Subtotal	\$14,998.00*			

REASON: Claim asserts administrative priority under 11 U.S.C. § 503(b)(9), but proof of claim is for services and as such claimant is not entitled to administrative priority. Additionally, services were provided outside of the proscribed 20-day period under 11 U.S.C. § 503(b)(9).

Claim asserts priority under 11 U.S.C. § 507(a)(4) but claimant is not an employee and does not assert that it is an individual or corporation with only one employee acting as an independent contractor and earning greater than 75% of its income from the sale of goods or services in the ordinary course of the debtors' business. Accordingly, claimant is not entitled to priority status.

\* - Indicates claim contains unliquidated and/or undetermined amounts  
 (a) Claim also contained on Exhibit B to the Ninth Omnibus Claims Objection for Modified Amount Claims  
 (b) Claim also contained on Exhibit C to the Ninth Omnibus Claims Objection for Incorrect Debtor Claims  
 (c) Claim also contained on the First Notice of Partial Satisfaction

Samson Resources Corporation, et al.

OMNIBUS NINE : SUBSTANTIVE : EXHIBIT A - RECLASSIFIED CLAIMS

NAME	CLAIM #	ASSERTED DEBTOR	ASSERTED CLASS	ASSERTED AMOUNT	MODIFIED DEBTOR	MODIFIED CLASS	MODIFIED AMOUNT
12 TRI-STATE INDUSTRIES, INC. P. O. BOX 254 GILLETTE, WY 82717	1655	Samson Resources Company	503(b)(9)	\$6,699.00	Samson Resources Company	Unsecured	\$6,699.00
REASON: Goods listed on claim were received outside of the proscribed 20-day receipt period under 11 U.S.C. § 503(b)(9) and thus not entitled to administrative priority.							
13 UNITED SUPPLY OF THE ROCKIES, INC. 301 RANNEY STREET CRAIG, CO 81625	2548(b)	Samson Resources Corporation	503(b)(9)	\$922.49	Samson Resources Corporation	Unsecured	\$922.49
REASON: Goods listed on claim were received outside of the proscribed 20-day receipt period under 11 U.S.C. § 503(b)(9) and thus not entitled to administrative priority.							
TOTAL				\$302,161.48	TOTAL		\$302,161.48

\* - Indicates claim contains unliquidated and/or undetermined amounts  
 (a) Claim also contained on Exhibit B to the Ninth Omnibus Claims Objection for Modified Amount Claims  
 (b) Claim also contained on Exhibit C to the Ninth Omnibus Claims Objection for Incorrect Debtor Claims  
 (c) Claim also contained on the first Notice of Partial Satisfaction



**EXHIBIT 2 to EXHIBIT A**

**Overstated Claims**

Samson Resources Corporation, et al.

OMNIBUS NINE : SUBSTANTIVE : EXHIBIT B - MODIFIED AMOUNT CLAIMS

CLAIM #	NAME	ASSERTED DEBTOR	ASSERTED CLASS	ASSERTED AMOUNT	MODIFIED DEBTOR	MODIFIED CLASS	MODIFIED AMOUNT
1	ACADIANA MAINTENANCE SERVICES LLC 1604 JANE ST NEW IBERIA, LA 70563-1415	Samson Contour Energy E&P, LLC Samson Contour Energy E&P, LLC	Priority Secured	\$19,587.82* Undetermined*	Samson Contour Energy E&P, LLC	Unsecured	\$19,587.82

REASON: The Debtors books and records show a total liability related to this creditor of \$19,587.82.

2	ACADIANA MAINTENANCE SERVICES LLC 1604 JANE ST NEW IBERIA, LA 70563-1415	Samson Lone Star, LLC Samson Lone Star, LLC	Priority Secured Subtotal	\$49,291.89 \$49,291.89 \$98,583.78	Samson Lone Star, LLC	Unsecured	\$49,291.89
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REASON: The Debtors books and records show a total liability related to this creditor of \$49,291.89.

3	ENERVEN COMPRESSION LLC ATTN: ROBERT STILES 8150 N. CENTRAL EXPRESSWAY #1100 DALLAS, TX 75206	Samson Resources Corporation Samson Resources Corporation	Priority Unsecured Subtotal	\$723.61 \$43,562.87 \$44,286.48	Samson Resources Corporation	Unsecured	\$531.63
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REASON: Invoice Numbers 3340996, 3340998, 3340999, 3341000, 3341001, 3341002, 3341003, 3341004, 3341007, 3341008, 3341009, 3341010, 3341011, 3341012, 3341013 and 3341014 were paid via check number 803136 dated 11/6/2012. Check cleared Debtors bank on 11/13/2012.

Invoice Numbers 3341015, 3341016, 3341017, 3341018, 3341019, 3341020, 3341021, 3341023, 3341024, 3341025, 3341026, 3341027, 3341029, 3341030, 3341031, 3341032, 3341034, 3341038, 3341043, 3341044, 3341045, 3341046, 3341066 and 3341251 were paid via check number 803443 dated 11/8/2012. Check cleared Debtors bank on 11/15/2012.

4	ENVENT TECHNOLOGIES LLC 13215 STAFFORD RD STE 300 MISSOURI CITY, TX 77489-2190	Samson Resources Corporation	503(b)(9)	\$3,690.00	Samson Resources Corporation	Unsecured	\$1,250.00
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REASON: The underlying leases associated with invoice numbers 12262 & 12437 were sold on 11/1/2014. As such, the Debtors show no liability for these invoices.

\* - Indicates claim contains unliquidated and/or undetermined amounts  
 (a) Claim also contained on Exhibit A to the Ninth Omnibus Objection for Reclassified Claims  
 (b) Claim also contained on Exhibit C to the Ninth Omnibus Claims Objection for Incorrect Debtor Claims  
 (c) Claim also contained on the First Notice of Partial Satisfaction

Samson Resources Corporation, et al.

OMNIBUS NINE : SUBSTANTIVE : EXHIBIT B - MODIFIED AMOUNT CLAIMS

NAME	CLAIM #	ASSERTED DEBTOR	ASSERTED CLASS	ASSERTED AMOUNT	MODIFIED DEBTOR	MODIFIED CLASS	MODIFIED AMOUNT
5 LONESTAR SERVICES LLC PO BOX 499 LIBERAL, KS 67905-0499	665(a)	Samson Lone Star, LLC Samson Lone Star, LLC Samson Lone Star, LLC Samson Lone Star, LLC	503(b)(9) Priority Secured Unsecured	\$5,999.00* \$3,000.00* Undetermined* \$5,999.00*	Samson Lone Star, LLC	Unsecured	\$5,990.00
REASON: Invoice number 30339 which is being asserted in this claim is for \$5,990.00. The Debtors books and records agree with this amount and as such the claim should be modified.							
6 NEWFIELD EXPLORATION MID-CONTINENT INC PO BOX 204374 DALLAS, TX 75320-4374	1576	Geodyne Resources, Inc.	Secured	\$1,341.45*	Geodyne Resources, Inc.	Secured	\$1,299.98

REASON: Well associated with various asserted liabilities was sold, as such Debtors show no liability within their books and records for these amounts.

7 SUD, LILLY GROVE DONNA HARRIS, MANAGER 7435 FM 1638 NACOGDOCHES, TX 75964-1704	87(b)	Samson Resources Corporation Samson Resources Corporation	503(b)(9) Unsecured	\$115.80 \$174.89	Samson Resources Corporation Samson Resources Corporation	503(b)(9) Unsecured	\$115.80 \$100.33
REASON: Invoice number 836NOV15 was paid on 11/3/2015 via check number 2000317197. Additionally, late fees are being asserted related to pre-petition liabilities which is not allowed.							\$216.13
TOTAL							\$182,778.22
TOTAL							\$78,167.45

\* - Indicates claim contains unliquidated and/or undetermined amounts  
 (a) Claim also contained on Exhibit A to the Ninth Omnibus Objection for Reclassified Claims  
 (b) Claim also contained on Exhibit C to the Ninth Omnibus Claims Objection for Incorrect Debtor Claims  
 (c) Claim also contained on the First Notice of Partial Satisfaction

**EXHIBIT 3 to EXHIBIT A**

**Incorrect Debtor Claims**

Samson Resources Corporation, et al.

OMNIBUS NINE : SUBSTANTIVE : EXHIBIT C - INCORRECT DEBTOR CLAIMS

CLAIM #	CLAIMANT	DATE FILED	ASSERTED CLAIM AMOUNT	ASSERTED CASE NUMBER	ASSERTED DEBTOR	MODIFIED CASE NUMBER(S)	MODIFIED DEBTOR(S)	MODIFIED CLAIM AMOUNT
1	786(a)(b) ACADIANA MAINTENACE SERVICES LLC 1604 JANE ST NEW IBERIA, LA 70563- 1415	11/16/2015	\$19,587.82*	15-11937 (CSS)	Samson Contour Energy E&P, LLC	15-11937 (CSS) 15-11942 (CSS)	Samson Contour Energy E&P, LLC Samson Resources Company	\$18,039.84 \$1,547.98
					Total			\$19,587.82
2	126(a) ALFALEA ELECTRIC COOP PO BOX 39 CHEROKEE, OK 73728- 0039	11/05/2015	\$6,645.00	15-11934 (CSS)	Samson Resources Corporation	15-11942 (CSS)	Samson Resources Company	\$6,645.00
3	2497(a) CARDINAL OIL, LLC 2650 OVERLAND AVE BILLINGS, MT 59102	11/27/2015	\$4,520.00	15-11934 (CSS)	Samson Resources Corporation	15-11942 (CSS)	Samson Resources Company	\$4,520.00
4	120(a)(c) EDKO, LLC P.O. BOX 7241 SHREVEPORT, LA 71137-7241	11/04/2015	\$78,073.53	15-11941 (CSS)	Samson Lone Star, LLC	15-11941 (CSS) 15-11937 (CSS)	Samson Lone Star, LLC Samson Contour Energy E&P, LLC	\$27,110.40 \$50,963.13
					Total			\$78,073.53
5	88 LILLY GROVE SPECIAL UTILITY DISTRIC 7435 FM 1638 NACOGDOCHES, TX 75964	11/03/2015	\$117.71	15-11934 (CSS)	Samson Resources Corporation	15-11941 (CSS)	Samson Lone Star, LLC	\$117.71

\* - Indicates claim contains unliquidated and/or undetermined amounts  
(a) Claim also contained on Exhibit A to the Ninth Omnibus Objection for Reclassified Claims  
(b) Claim also contained on Exhibit B to the Ninth Omnibus Claims Objection for Modified Amount Claims  
(c) Claim also contained on the First Notice of Partial Satisfaction

Samson Resources Corporation, et al.

OMNIBUS NINE : SUBSTANTIVE : EXHIBIT C - INCORRECT DEBTOR CLAIMS

CLAIM #	CLAIMANT	DATE FILED	ASSERTED CLAIM AMOUNT	ASSERTED CASE NUMBER	ASSERTED DEBTOR	MODIFIED CASE NUMBER(S)	MODIFIED DEBTOR(S)	MODIFIED CLAIM AMOUNT
6	SUD, LILLY GROVE DONNA HARRIS, MANAGER 7435 FM 1638 NACOGDOCHES, TX 75964-1704	11/03/2015	\$290.69	15-11934 (CSS)	Samson Resources Corporation	15-11941 (CSS)	Samson Lone Star, LLC	\$216.13
7	2548(a) UNITED SUPPLY OF THE ROCKIES, INC. 301 RANNEY STREET CRAIG, CO 81625	12/01/2015	\$922.49	15-11934 (CSS)	Samson Resources Corporation	15-11942 (CSS)	Samson Resources Company	\$922.49

\* - Indicates claim contains unliquidated and/or undetermined amounts  
 (a) Claim also contained on Exhibit A to the Ninth Omnibus Objection for Reclassified Claims  
 (b) Claim also contained on Exhibit B to the Ninth Omnibus Claims Objection for Modified Amount Claims  
 (c) Claim also contained on the First Notice of Partial Satisfaction