

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

)	
In re)	Chapter 11
)	
SAMSON RESOURCES CORPORATION, <i>et al.</i> , ¹)	Case No. 15-11934 (BLS)
)	
)	(Jointly Administered)
)	
Reorganized Debtors.)	Objection Deadline: February 13, 2018 at 4:00 p.m. Eastern
)	Hearing Date: February 22, 2018 at 10:00 a.m. Eastern

**REORGANIZED DEBTORS AND SETTLEMENT TRUST’S JOINT FIFTEENTH
OMNIBUS NON-SUBSTANTIVE OBJECTION TO CLAIMS PURSUANT TO SECTION
502(B) OF THE BANKRUPTCY CODE, BANKRUPTCY RULES 3001, 3003, 3007, AND
LOCAL BANKRUPTCY RULE 3007-1**

THIS OBJECTION SEEKS TO DISALLOW AND EXPUNGE CERTAIN FILED PROOFS OF CLAIM. CLAIMANTS RECEIVING THIS OBJECTION SHOULD LOCATE THEIR NAMES AND CLAIMS ON EXHIBITS A-F TO EXHIBIT 1 ATTACHED TO THIS OBJECTION

The Reorganized Debtors (“Reorganized Debtors”) and the Settlement Trust (collectively, with the Reorganized Debtors, “Settlement Trust”) file this fifteenth omnibus objection to claims (this “Objection”), pursuant to which the Settlement Trust requests the entry of an order, substantially in the form attached hereto as Exhibit 1 (the “Order”), (a) disallowing each of the claims identified on Exhibits A-F to Exhibit 1 (the “Claims”), attached hereto and as discussed in further detail below, and (b) authorizing Garden City Group, LLC (the “Claims Agent”) to expunge the Claims² on the official register maintained by the Claims Agent (the “Claims Register”). In further support of this Objection, the Settlement Trust respectfully states

¹ 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.

² To the extent the Court allows a Claim, the Reorganized Debtors, the Settlement Trust, and the holder of such Claim reserve their rights regarding the proper classification of such Claim.

as 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 a claim that was amended and/or superseded, was filed in the wrong case, is a cross Debtor duplicate, is an exact duplicate, was a late filed claim, and was filed with insufficient supporting documentation to substantiate the 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].³

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

³ 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. Amended and Superseded Claims

15. The Claims listed on **Exhibit A** to **Exhibit 1** are Claims that have been amended or superseded by a subsequently filed proof of claim by the same claimant and on account of the same liability as reflected in the category titled “Remaining Claim Number” on **Exhibit A** to **Exhibit 1**. These claims remain on the Claims Register only as a technicality and may be eliminated without affecting such claimants’ underlying claims. Accordingly, the Settlement Trust objects to these Claims and respectfully requests that these Claims be disallowed in their

entirety and expunged from the Claims Register.

16. Disallowance or expungement of these Claims will not affect the “Remaining Claim,” each of which will remain on the Claims Register unless withdrawn by the respective claimant or disallowed by the Court, subject to the Settlement Trust’s right to object in the future on any grounds permitted by bankruptcy or non-bankruptcy law; provided, however, that the Settlement Trust will not object to the “Remaining Claim” on the basis that they were not timely filed. *See generally* 11 U.S.C. §502(a).

II. Incorrect Debtor Claims

17. The Claims listed on **Exhibit B** to **Exhibit 1** are Claims that were asserted against a Debtor that has no liability for the Claim or are properly asserted, if at all, against a different Debtor. Reassignment of these Claims will enable the Claims Register to reflect more accurately the Claims asserted against the Debtors. Accordingly, the Debtors request that each of these Claims be reassigned from the “Asserted Debtor” to the “Modified Debtor” category, as noted on **Exhibit B** to **Exhibit 1**. To the extent any of these Claims are also subject to a justification for expungement, the Settlement Trust respectfully requests that such Claims be disallowed and expunged.

III. Cross Debtor Duplicate Claims

18. The Claims listed on **Exhibit C** to **Exhibit 1** are claims in which a claimant filed an exact duplicate of a Claim improperly against more than one debtor. These Claims should be disallowed and expunged because claimant should not be paid more than once and expungement will reflect a more accurate claims register. *See, generally, In re Moravian Associates, L.P.*, 2010 WL 2169495, at *1 (Bank. E.D. Pa. May 26, 2010).

19. As a result, the Settlement Trust objects to the Claims listed on **Exhibit C** and

respectfully requests entry of the Order disallowing in full and expunging the Claims listed on **Exhibit C**.

IV. Duplicate Claims

20. The Claims listed on **Exhibit D** to **Exhibit 1** are Claims in which claimants filed an exact duplicate against the same Debtor. These Claims should be disallowed and expunged because claimants should not be paid more than once and expungement will reflect a more accurate claims register. *See, generally, In re Ultra Stores, Inc.*, 2009 WL 6765351, at *1 (Bank. S.D.N.Y. Dec. 17, 2009).

21. As a result, the Settlement Trust objects to the Claims listed on **Exhibit D** and respectfully requests entry of the Order disallowing in full and expunging the Claims listed on **Exhibit D**

V. Late Filed Claims

22. The Claims listed on **Exhibit E** to **Exhibit 1** appear to have been filed after the Bar Date. Pursuant to the Bar Date Order, all proofs of claims were to be filed by the Bar Date. It does not appear that any of these Claims were amendments to timely filed claims. The Claims should be disallowed and expunged because they are legally dead. *In re Trans World Airlines, Inc.*, 96 F.3d 687, 690 (3d Cir. 1996).

23. As a result, the Settlement Trust objects to the Claims listed on **Exhibit E** and respectfully requests entry of the Order disallowing in full and expunging the Claims listed on **Exhibit E**.

VI. Insufficient Documentation Claims

24. The Claims listed on **Exhibit F** to **Exhibit 1** have been filed without any documentation to substantiate the proofs of claim. As explained in *In re Kincaid*, 388 B.R. 610,

614 (Bank. E.D. Pa. 2008):

The law is well settled that failure to attach supporting documentation as required by a rule of procedure is not grounds for disallowance of a claim as §502(b) supplies the exclusive basis for claim disallowance. Rather where the proof of claim does not adhere to the requirements of Rule 3001 by providing the facts and documents necessary to support the claim, it is not entitled to the presumption of prima facie validity.

25. Absent the application of the presumption, the burden of going forward and proving the Claim by a preponderance of the evidence remains on the claimants. *In re Porter*, 374 B.R. 471, 483 (Bankr. D. Conn.2007). Without sufficient information or documentation to permit reconciliation of the proofs of claim, the Insufficient Documentation Claims fail to satisfy the requirements for a proof of claim. As a result, the Settlement Trust respectfully requests that, absent a further showing of documentation by the claimants by the objection deadline, the Court enter the Order disallowing in full and expunging the Claims listed on **Exhibit F**.

SEPARATE CONTESTED MATTER

26. 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

27. 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 **February 13, 2018** (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

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Attn: Michael J. Farnan
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Wilmington, DE 19801
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(302) 777-0301
mfarnan@farnanlaw.com

WHITE & CASE LLP

Attn: Thomas E Lauria
200 South Biscayne Blvd.
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(305) 371-2700
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WHITE & CASE LLP

Attn: Michele J. Meises
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New York, NY 10020-1095
(212) 819-8200
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Reorganized Debtors

RICHARDS, LAYTON & FINGER, P.A.

Attn: John H. Knight
One Rodney Square, 920 North King Street
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Telephone: (302) 651-7700
Facsimile: (302) 651-7701
knight@rlf.com

WILLKIE FARR & GALLAGHER LLP

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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
david.buchbinder@usdoj.gov

28. 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.

29. 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.

30. 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

31. 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 exhibits 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.

32. Notwithstanding anything contained in this Objection or the attached exhibits, 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.

33. 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.

34. To the best of the Settlement Trust's knowledge and belief, the Objection and related Exhibits 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

35. 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: January 23, 2018

Respectfully submitted,

FARNAN LLP

/s/ Michael J. Farnan

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Dated: January 23, 2018
Wilmington, Delaware

/s/ Amanda R. Steele

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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> , ¹)	Case No. 15-11934 (BLS)
)	
)	(Jointly Administered)
)	
Reorganized Debtors.)	
)	D.I. _____

**ORDER GRANTING REORGANIZED DEBTORS AND SETTLEMENT TRUST’S
JOINT FIFTEENTH OMNIBUS NON-SUBSTANTIVE OBJECTION TO CLAIMS
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”)² 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 listed in Exhibits A through F attached hereto, and any responses thereto; and upon the record

¹ 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.

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

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 Exhibits A through F, 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 amended and superseded claims and shall be disallowed and expunged from the claims register;
- F. The Claims set forth on Exhibit B (the "Exhibit B Claims") are incorrect Debtor claims and shall be reassigned from the Asserted Debtor to the Modified Debtor, as set forth in Exhibit B;
- G. The Claims set forth on Exhibit C (the "Exhibit C Claims") are cross Debtor duplicate claims and shall be disallowed and expunged from the claims register;
- H. The Claims set forth on Exhibit D (the "Exhibit D Claims") are exact duplicate claims and shall be disallowed and expunged from the claims register;
- I. The Claims set forth on Exhibit E (the "Exhibit E Claims") are late filed claims and shall be disallowed and expunged from the claims register; and
- J. The Claims set forth on Exhibit F (the "Exhibit F Claims") are Claims to which the proofs of claim do not include or attach sufficient information to constitute a prima facie evidence of validity, and shall be disallowed and expunged from the claims register; and

K. 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; Exhibit C Claims; Exhibit D Claims; Exhibit E Claims; and Exhibit F Claims are hereby disallowed and expunged from the claims register.
3. The Exhibit B Claims are hereby reassigned, as set forth herein and in the Objection.
4. 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 exhibits 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.
5. Each Claim and the objections by the Settlement Trust to such Claim, as addressed in the Objection and as set forth on Exhibits A through F attached hereto, constitute 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.

6. 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).

7. 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: _____, 2018

The Honorable Brendan L. Shannon
Chief United States Bankruptcy Judge

Exhibit A

Exhibit A - Amended / Superceded

Name of Claimant	Remaining Claim Number	Claim Number	Date Claim Filed	Claim Amount (as filed)	Reason for Disallowance
ACADIANA MAINTENANCE SERVICE LLC	784	785	11/16/15	\$55,980.40	Claim amended or superceded. Amended Claim-785
ACADIANA MAINTENANCE SERVICE LLC	786	787	11/16/15	21,922.40	Claim amended or superceded. Amended Claim-787
BURKE-DIVIDE ELECTRIC COOP	2856	435	11/09/15	372,543.41	Claim amended or superceded. Amended Claim-2856
CHISOS LTD	2837	1806	11/19/15	1.00	Claim amended or superceded. Amended Claim-2837
DIGGES, STEVEN & CHERYL	2701	1320	11/18/15	1,000,000.00	Claim amended or superceded. Amended Claim-2701
FTS INTERNATIONAL SERVICES, LLC	2673	1356	11/18/15	179,842.43	Claim amended or superceded. Amended Claim-2673
KONICA MINOLTA BUSINESS SOLUTIONS USA	2201	958	11/16/15	\$2,124.76	Claim amended or superceded. Amended Claim-2201
SOUTHWESTERN PUBLIC SERVICE CO	2742	42	10/13/15	13,256.81	Claim amended or superceded. Amended Claim-2742. [See Exhibit B for additional objections.]

Exhibit B

Exhibit B - Claim Filed In Wrong Case

Name of Claimant	Claim Number	Date Claim Filed	Claim Amount (as filed)	Asserted Debtor / Modified Debtor(s)	Reason for Disallowance
ALSCO INC - LARAMIE WY	296	11/09/15	\$81.60	Samson Resources Corporation Samson Resources Company	Claim filed in wrong case. Proof of claim asserts liability against Samson Resources Corporation. The Debtors books and records show this liability to reside under Samson Resources Company.
BADGER DAYLIGHTING CORP	1138	11/17/15	1,785.00	Samson Resources Corporation Samson Resources Company	Claim filed in wrong case. Proof of claim asserts liability against Samson Resources Corporation. The Debtors books and records show this liability to reside under Samson Resources Company.
CASE SERVICES INC	2176	11/20/15	4,209.15	Samson Investment Company Samson Resources Company	Claim filed in wrong case. Proof of claim asserts liability against Samson Investment Company. The Debtors books and records show this liability to reside under Samson Resources Company.
CCC SERVICES	108	11/03/15	5,274.21	Samson Resources Corporation Samson Resources Company	Claim filed in wrong case. Proof of claim asserts liability against Samson Resources Corporation. The Debtors books and records show this liability to reside under Samson Resources Company.
CHICKASHA OILFIELD SUPPLY, INC.	476	11/09/15	359.43	Samson Resources Corporation Samson Resources Company	Claim filed in wrong case. Proof of claim asserts liability against Samson Resources Corporation. The Debtors books and records show this liability to reside under Samson Resources Company.
CLOUD'S QUALITY LAWN CARE	459	11/09/15	280.00	Samson Resources Corporation Samson Resources Company	Claim filed in wrong case. Proof of claim asserts liability against Samson Resources Corporation. The Debtors books and records show this liability to reside under Samson Resources Company.
DCP MIDSTREAM LP	2896	08/02/16	6,299.00	Samson Resources Company Samson Lone Star, LLC	Claim filed in wrong case. Proof of claim asserts liability against Samson Resources Company. The Debtors books and records show \$54.00 this liability to reside under Samson Lone Star, LLC.
DIAMONDBACK EXCAVATION INC	2898	08/22/16	2,326.23	Samson Resources Corporation Samson Resources Company	Claim filed in wrong case. Proof of claim asserts liability against Samson Resources Corporation. The Debtors books and records show this liability to reside under Samson Resources Company.

Exhibit B - Claim Filed In Wrong Case

Name of Claimant	Claim Number	Date Claim Filed	Claim Amount (as filed)	Asserted Debtor / Modified Debtor(s)	Reason for Disallowance
FASTENAL COMPANY	525	11/10/15	547.18	Samson Resources Corporation Samson Contour Energy E&P, LLC	Claim filed in wrong case. Proof of claim asserts liability against Samson Resources Corporation. The Debtors books and records show this liability to reside under Samson Contour Energy E&P, LLC.
HOKANSON OILFIELD SERVICES	2569	12/07/15	1,880.06	Samson Resources Corporation Samson Resources Company	Claim filed in wrong case. Proof of claim asserts liability against Samson Resources Corporation. The Debtors books and records show this liability to reside under Samson Resources Company.
KONICA MINOLTA BUSINESS SOLUTIONS, USA	2201	11/20/15	8,879.28	Samson Resources Corporation Samson Resources Company	Claim filed in wrong case. Proof of claim asserts liability against Samson Resources Corporation. The Debtors books and records show this liability to reside under Samson Resources Company.
LEGEND SERVICES PRESSURE CONTROL INC	43	10/16/15	10,243.74	Samson Resources Corporation Samson Resources Company	Claim filed in wrong case. Proof of claim asserts liability against Samson Resources Corporation. The Debtors books and records show this liability to reside under Samson Resources Company.
LISKOW & LEWIS	638	11/12/15	18,333.86	Samson Resources Corporation Samson Contour Energy E&P, LLC	Claim filed in wrong case. Proof of claim asserts liability against Samson Resources Corporation. The Debtors books and records show this liability to reside under Samson Contour Energy E&P, LLC.
M&K HOTSHOT & TRUCKING INC	725	11/13/15	500.00	Samson Resources Corporation Samson Resources Company	Claim filed in wrong case. Proof of claim asserts liability against Samson Resources Corporation. The Debtors books and records show this liability to reside under Samson Resources Company.
MIDNIGHT OIL FIELD SERVICES LLC	103	11/03/15	18,984.70	Samson Resources Corporation Samson Resources Company	Proof of claim asserts liability against Samson Resources Corporation. The Debtors books and records show this liability to reside under Samson Resources Company.
NABORS DRILLING USA INC	2050	11/20/15	3,688,750.00	Samson Resources Corporation Samson Lone Star, LLC and Samson Resources Company	Claim filed in wrong case. Proof of claim asserts liability against Samson Resources Corporation. The Debtors books and records show \$1,092,000.00 of this liability to reside under Samson Lone Star, LLC and \$2,596,750.00 of this liability to reside under Samson Resources Company.

Exhibit B - Claim Filed In Wrong Case

Name of Claimant	Claim Number	Date Claim Filed	Claim Amount (as filed)	Asserted Debtor / Modified Debtor(s)	Reason for Disallowance
PITNEY BOWES INC	118	11/02/15	1,005.00	Samson Resources Corporation Samson Resources Company	Claim filed in wrong case. Proof of claim asserts liability against Samson Resources Corporation. The Debtors books and records show this liability to reside under Samson Resources Company.
PUBLIC SERVICE CO A COLORADO CORPORATION	2742	02/01/16	13,591.32	Samson Resources Corporation Samson Resources Company and Samson Lone Star, LLC	Claim filed in wrong case. Proof of claim asserts liability against Samson Resources Company. The Debtors' books and records show this liability, if any, to reside under Samson Resources Company and Samson Lone Star, LLC.
SOUTHWESTERN PUBLIC SERVICE CO	42	10/13/15	13,256.81	Samson Resources Corporation Samson Resources Company	Claim filed in wrong case. Proof of claim asserts liability against Samson Resources Corporation. The Debtors books and records show this liability to reside under Samson Resources Company. [See Exhibit A for additional objections.]
STILES SERVICES, LLC	2164	11/20/15	10,888.00	Samson Lone Star, LLC Samson Resources Company	Claim filed in wrong case. Proof of claim asserts liability against Samson Lone Star, LLC. The Debtors books and records show this liability to reside under Samson Resources Company.
SWEETWATER FRAC SERVICES INC	2602	12/08/15	896.00	Samson Resources Corporation Samson Resources Company	Claim filed in wrong case. Proof of claim asserts liability against Samson Resources Corporation. The Debtors books and records show this liability to reside under Samson Resources Company.
TOMBIGBEE ELECTRIC COOP., INC.	674	11/13/15	107.69	Samson Resources Corporation Samson Resources Company	Claim filed in wrong case. Proof of claim asserts liability against Samson Resources Corporation. The Debtors books and records show this liability to reside under Samson Resources Company.
TRICAN COMPLETION SOLUTIONS LLC	1653	11/19/15	29,480.00	Samson Resources Corporation Samson Lone Star, LLC	Claim filed in wrong case. Proof of claim asserts liability against Samson Resources Company. The Debtors books and records show this liability to reside under Samson Lone Star, LLC.
TXU ENERGY RETAIL COMPANY LLC	1512	11/19/15	468.34	Samson Investment Company Samson Lone Star, LLC	Claim filed in wrong case. Proof of claim asserts liability against Samson Investment Company. The Debtors books and records show this liability to reside under Samson Lone Star, LLC.

Exhibit C

Exhibit C - Cross Debtor Duplicate

Name of Claimant	Remaining Claim Number	Claim Number	Date Claim Filed	Claim Amount (as filed)	Asserted Debtor / Modified Debtor	Reason for Disallowance
WILMINGTON TRUST, NATIONAL ASSOCIATION	1871	1872	11/19/15	2,379,439,628.91	Samson Contour Energy Co. Samson Resouces Corporation	Claim is duplicative of claim filed against another Debtor.
WILMINGTON TRUST, NATIONAL ASSOCIATION	1871	1873	11/19/15	2,379,439,628.91	Samson Contour Energy E&P, LLC Samson Resouces Corporation	Claim is duplicative of claim filed against another Debtor.
WILMINGTON TRUST, NATIONAL ASSOCIATION	1871	1874	11/19/15	2,379,439,628.91	Samson Holdings, Inc. Samson Resouces Corporation	Claim is duplicative of claim filed against another Debtor.
WILMINGTON TRUST, NATIONAL ASSOCIATION	1871	1875	11/19/15	2,379,439,628.91	Samson-International, Ltd. Samson Resouces Corporation	Claim is duplicative of claim filed against another Debtor.
WILMINGTON TRUST, NATIONAL ASSOCIATION	1871	1876	11/19/15	2,379,439,628.91	Samson Investment Company Samson Resouces Corporation	Claim is duplicative of claim filed against another Debtor.
WILMINGTON TRUST, NATIONAL ASSOCIATION	1871	1877	11/19/15	2,379,439,628.91	Samson Lone Star, LLC Samson Resouces Corporation	Claim is duplicative of claim filed against another Debtor.
WILMINGTON TRUST, NATIONAL ASSOCIATION	1871	1878	11/19/15	2,379,439,628.91	Samson Resources Company Samson Resouces Corporation	Claim is duplicative of claim filed against another Debtor.
WILMINGTON TRUST, NATIONAL ASSOCIATION	1871	1879	11/19/15	2,379,439,628.91	Geodyne Resources, Inc. Samson Resouces Corporation	Claim is duplicative of claim filed against another Debtor.

Exhibit D

Exhibit D - Exact Duplicate

Name of Claimant	Remaining Claim Number	Claim Number	Date Claim Filed	Claim Amount (as filed)	Reason for Disallowance
DARR, GEORGE J DECEASED	2623	2624	12/14/15	\$0.00	Claim 2624 is duplicative of Claim 2623. [See Exhibit F for additional objections.]
HUSCH BLACKWELL LLP	29	38	10/13/15	202.50	Claim 38 is duplicative of Claim 29.
OKLAHOMA ONE-CALL SYSTEM INC	2253	2861	04/21/16	4,580.00	Claim 2861 is duplicative of Claim 2253. [See Exhibit E for additional objections.]
PLATTE RIVER CROSSING LLC	2445	2496	11/27/15	683,109.92	Claim 2496 is duplicative of Claim 2445.
TIOGA MACHINE SHOP INC	86	92	11/03/15	6,103.45	Claim 92 is duplicative of Claim 86.

Exhibit E

Exhibit E - Late Filed

Name of Claimant	Claim Number	Date Claim Filed	Claim Amount (as filed)	Reason for Disallowance
BIO TECH, INC.	2871	06/06/16	\$1,893.74	Claim filed after applicable bar date.
CATHEY MANAGEMENT, L.L.C.	2901	09/16/16	0.00	Claim filed after applicable bar date. [See Exhibit F for additional objections.]
CHAPPELLE, LINDA TEER	2959	03/22/17	0.00	Claim filed after applicable bar date.
DNOW LP	2882	07/12/16	8,120.99	Claim filed after applicable bar date.
FOUR SEASONS SPRAYING AND WELL SITE	2862	04/21/16	76,750.00	Claim filed after applicable bar date.
FRANKLIN, WILLIAM TEER	2962	03/27/17	0.00	Claim filed after applicable bar date.
ODEN, JON T & TOMME	2934	10/11/16	1,000.00	Claim filed after applicable bar date. [See Exhibit F for additional objections.]
OKLAHOMA ONE-CALL SYSTEM INC	2861	04/21/16	4,580.00	Claim filed after applicable bar date. [See Exhibit D for additional objections.]
POWER SERVICE INC	2743	02/01/16	3,232.87	Claim filed after applicable bar date.
QUICKSIUS LLC	2846	03/23/16	205.97	Claim filed after applicable bar date.
QWEST CORPORATION DBA CENTURYLINK QC	2912	09/26/16	2,154.09	Claim filed after applicable bar date.
SNEED CO OKLA LTD PTSP	2938	11/10/16	0.00	Claim filed after applicable bar date. [See Exhibit F for additional objections.]
SNEED COMPANY	2937	11/10/16	0.00	Claim filed after applicable bar date. [See Exhibit F for additional objections.]
TEER, HAROLD BENTON JR	2958	03/20/17	0.00	Claim filed after applicable bar date.
TINDELL ELECTRIC LLC	2956	03/16/17	1,988.15	Claim filed after applicable bar date.
TYCO INTEGRATED SECURITY LLC	2954	03/08/17	4,789.28	Claim filed after applicable bar date.

Exhibit F

Exhibit F - No Supporting Documentation

Name of Claimant	Claim Number	Date Claim Filed	Claim Amount (as filed)	Reason for Disallowance
ANDERSON, JOHNNIE NELL ATKINSON	2537	11/30/15	\$0.00	No supporting documentation.
BERNSTEIN, GEORGE	2389	11/23/15	0.00	No supporting documentation.
BOBBY, NEALY	94	11/03/15	0.00	No supporting documentation.
CARLSON, BEVERLY J	1970	11/20/15	2,140,000.00	No supporting documentation.
CATHEY MANAGEMENT, L.L.C.	2901	09/16/16	0.00	No supporting documentation. [See Exhibit E for additional objections.]
CEEFAM LLC	2592	12/07/15	877,260.41	No supporting documentation.
DARR, GEORGE J DECEASED	2623	12/14/15	0.00	No supporting documentation.
DARR, GEORGE J DECEASED	2624	12/14/15	0.00	No supporting documentation. [See Exhibit D for additional objections.]
GESKE, LEROY	98	11/03/15	0.00	No supporting documentation.
IMHOFF, HAZEL MARIE	2597	12/08/15	50.00	No supporting documentation.
K D DOBBINS	2280	11/23/15	0.00	No supporting documentation.
K D DOBBINS	2281	11/23/15	0.00	No supporting documentation.
NEALY, BOBBYE	93	11/03/15	0.00	No supporting documentation.
NORTHWESTERN ELECTRIC COOP INC	901	11/16/15	1,360.00	No supporting documentation.
ODEN, JON T & TOMME	2934	10/11/16	1,000.00	No supporting documentation. [See Exhibit E for additional objections.]
SHELTON, MILDRED	1967	11/20/15	0.00	No supporting documentation.
SNEED CO OKLA LTD PTSP	2938	11/10/16	0.00	No supporting documentation. [See Exhibit E for additional objections.]
SNEED COMPANY	2937	11/10/16	0.00	No supporting documentation. [See Exhibit E for additional objections.]
THE PERFORATORS, LLC	142	11/05/15	0.00	No supporting documentation.
THOMAS, VALERIE JOE	1613	11/19/15	0.00	No supporting documentation.
WARREN, RADFORD	1761	11/19/15	82,500.00	No supporting documentation.

EXHIBIT 2

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

<p>In re</p> <p>SAMSON RESOURCES CORPORATION, <i>et al.</i>,¹</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>
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DECLARATION OF MATTHEW BROWN IN SUPPORT OF REORGANIZED DEBTORS AND SETTLEMENT TRUST’S JOINT FIFTEENTH OMNIBUS NON-SUBSTANTIVE OBJECTION TO CLAIMS 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”) Fifteenth Omnibus Substantive Objection to Royalty Interests Claims (the “Objection”).²

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 knowledge of persons under my supervision and a review, by me and others working with me

¹ 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.

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

and under my supervision, of (i) the claims identified on Exhibits A-F (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. Upon review of the Claims filed in these chapter 11 cases and supporting documentation attached thereto, the Settlement Trust has determined that the Claims listed on Exhibits A-F to Exhibit 1 to the Objection are not properly asserted pursuant to section 502(b) of the Bankruptcy Code, Bankruptcy Rules 3001, 3003, and 3007, Local Bankruptcy Rule 3007-1, and applicable orders of the Bankruptcy Court. 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 the Debtors 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 F** or the interests associated with those claims.

7. The Reorganized Debtors have reviewed each of the Claims on **Exhibit F** subject to the Objection. The objections set forth in **Exhibit F** 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 F** 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 F** cannot be substantiated.

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 F** 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 and that the claims do not include or attach sufficient information or documentation to support the proof of claim. As such, the Claims identified on **Exhibit F** to the Order should be disallowed.

10. Finally, with respect to the Amended and Superseded Claims, **Exhibit A** to **Exhibit 1**, to the best of my knowledge, information, and belief, and insofar as I have been able to ascertain after reasonable inquiry, the Amended and Superseded Claims have each been amended and superseded by a subsequently filed proof of claim by the same claimant and on

account of the same liability as reflected in the category titled "Remaining Claim" on **Exhibit A** to **Exhibit 1**.

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: January 23, 2018



Matthew Brown