

**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 (CSS)
)	
Debtors.)	Jointly Administered
)	

**SECOND AMENDED NOTICE OF AGENDA FOR MATTERS SCHEDULED
FOR HEARING ON NOVEMBER 17, 2015 AT 9:00 A.M. (ET)²**

PLEASE NOTE THAT THE HEARING TIME PREVIOUSLY
SCHEDULED FOR 11:00 AM HAS BEEN CHANGED. THE HEARING
WILL NOW BE HELD ON NOVEMBER 17, 2015 AT 9:00 A.M.

CONTINUED MATTERS:

1. Debtors’ Motion for Interim and Final Orders (I) Authorizing Postpetition Use of Cash Collateral, (II) Granting Adequate Protection to the Prepetition Secured Parties Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, and 507, Bankruptcy Rules 2002, 4001, and 9014, and Local Bankruptcy Rule 4001-2, (III) Scheduling a Final Hearing Pursuant to Bankruptcy Rule 4001(b), and (IV) Granting Related Relief [Docket No. 22; Filed on 9/17/2015]

Related Documents:

- A. Interim Order (I) Authorizing Postpetition Use of Cash Collateral, (II) Granting Adequate Protection to the Prepetition Secured

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, include: Geodyne Resources, Inc. (2703); Samson Contour Energy Co. (7267); Samson Contour Energy E&P, LLC (2502); Samson Holdings, Inc. (8587); Samson-International, Ltd. (4039); Samson Investment Company (1091); Samson Lone Star, LLC (9455); Samson Resources Company (8007); and Samson Resources Corporation (1227). The location of parent Debtor Samson Resources Corporation’s corporate headquarters and the Debtors’ service address is: Two West Second Street, Tulsa, Oklahoma 74103.

² Parties who are unable to attend the hearing in person may participate by telephone by contacting CourtCall an independent conference call company, at 866-582-6878. Please refer to the Court’s website at www.deb.uscourts.gov (in the “General Information under the Judges’ Info” section) for complete information and instructions. A copy of each pleading can be viewed on the Court’s website at <https://ecf.deb.uscourts.gov> and on the website of the Debtors’ proposed notice and claims agent, Garden City Group, LLC at <http://www.gardencitygroup.com/cases/SamsonRestructuring>. Further information may be obtained by calling (888) 547-8096 or emailing to SMNInfo@gardencitygroup.com

Parties Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, and 507, Bankruptcy Rules 2002, 4001, and 9014, and Local Bankruptcy Rule 4001-2, (III) Scheduling a Final Hearing Pursuant to Bankruptcy Rule 4001(b), and (IV) Granting Related Relief [Docket No. 111; Filed on 9/25/2015]

Response Deadline: November 10, 2015 at 4:00 p.m. solely for the Office of the United States Trustee and Official Committee of Unsecured Creditors to file formal responses (if any). October 22, 2015 at 4:00 p.m. for all other parties.

Responses Received:

- A. Objection of Lloyd Ness and Mary Ness to cash collateral, balance sheets and performance incentivizing program [Docket No. 338; Docketed on 11/13/2015]

Status: This matter has been continued until December 8, 2015 at 2:00 p.m. The Debtors will present a further interim order at the hearing.

- 2. Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Payment of (A) Operating Expenses, (B) Joint Interest Billings, (C) Marketing Expenses, (D) Shipping and Warehousing Claims, and (E) 503(b)(9) Claims, and (II) Confirming Administrative Expense Priority of Outstanding Orders [Docket No. 6; Filed on 9/17/2015]

Related Documents:

- A. Interim Order (I) Authorizing the Payment of (A) Operating Expenses, (B) Joint Interest Billings, (C) Marketing Expenses, (D) Shipping and Warehousing Claims, and (E) 503(b)(9) Claims, and (II) Confirming Administrative Expense Priority of Outstanding Orders [Docket No. 88; Filed on 9/22/2015]
- B. Second Interim Order (I) Authorizing the Payment of (A) Operating Expenses, (B) Joint Interest Billings, (C) Marketing Expenses, (D) Shipping and Warehousing Claims, and (E) 503(b)(9) Claims, and (II) Confirming Administrative Expense Priority of Outstanding Orders [Docket No. 186; Filed on 10/14/2015]

Response Deadline: October 22, 2015 at 4:00 p.m., solely for the Office of the United States Trustee and Official Committee of Unsecured Creditors to file formal responses (if any), October 8, 2015 at 4:00 p.m. for all other parties.

Responses Received:

- A. Omnibus Objection of Official Committee of Unsecured Creditors to (1) Debtors' Motion for Entry of Final Order (I) Authorizing Payment of (A) Operating Expenses, (B) Joint Interest Billings, (C) Marketing Expenses, (D) Shipping And Warehousing Claims, and (E) 503(b)(9) Claims, and (II) Confirming Administrative Expense Priority of Outstanding Orders and (2) Debtors' Motion for Entry of Final Order Authorizing Payment of Certain Prepetition Taxes and Fees [Docket No. 253; Filed on 10/22/2015]
- B. Debtors' Reply in Support of the Debtors' Lien Claimants Motion and Taxes Motion and in Response to the Committee's Objection Thereto [Docket No. 267, Filed 10/26/15]

Status: This matter has been continued until December 8, 2015 at 2:00 p.m. The Debtors will present a further interim order at the hearing.

- 3. Debtors' Motion for Entry of Interim and Final Orders Authorizing the Payment of Certain Prepetition Taxes and Fees [Docket No. 8; Filed on 9/17/2015]

Related Documents:

- A. Interim Order Authorizing the Payment of Certain Prepetition Taxes and Fees [Docket No. 90; Filed on 9/22/2015]
- B. Second Interim Order Authorizing the Payment of Certain Prepetition Taxes and Fees [Docket No. 188; Filed on 10/14/2015]
- C. Third Interim Order Authorizing the Payment of Certain Prepetition Taxes and Fees [Docket No. 305; Filed on 10/30/2015]

Response Deadline: October 22, 2015 at 4:00 p.m., solely for the Office of the United States Trustee and Official Committee of Unsecured Creditors to file formal responses (if any), October 8, 2015 at 4:00 p.m. for all other parties.

Responses Received:

- A. Omnibus Objection of Official Committee of Unsecured Creditors to (1) Debtors' Motion for Entry of Final Order (I) Authorizing Payment of (A) Operating Expenses, (B) Joint Interest Billings, (C) Marketing Expenses, (D) Shipping And Warehousing Claims, and (E) 503(b)(9) Claims, and (II) Confirming Administrative

Expense Priority of Outstanding Orders and (2) Debtors' Motion for Entry of Final Order Authorizing Payment of Certain Prepetition Taxes and Fees [Docket No. 253; Filed on 10/22/2015]

- B. Debtors' Reply in Support of the Debtors' Lien Claimants Motion and Taxes Motion and in Response to the Committee's Objection Thereto [Docket No. 267, Filed 10/26/15]

Status: This matter has been continued until December 8, 2015 at 2:00 p.m. The Debtors will present a further interim order at the hearing.

UNCONTESTED MATTERS:

- 4. Debtors' Motion for Entry of Interim and Final Orders Authorizing the Debtors to (I) Pay Prepetition Wages, Salaries, Other Compensation, and Reimbursable Expenses, (II) Continue Non-Insider Incentive Plans, and (III) Continue Employee Benefits Programs [Docket No. 4; Filed on 9/17/2015]

Related Documents:

- A. Final Order Authorizing the Debtors to (I) Pay Prepetition Wages, Salaries, Other Compensation, and Reimbursable Expenses, (II) Continue Non-Insider Incentive Plans, and (III) Continue Employee Benefits Programs [Docket No. 293; Filed on 10/29/2015]
- B. Certification of Counsel [Docket No. 339; Filed on 11/13/2015]

Response Deadline: October 22, 2015 at 4:00 p.m., solely for the Office of the United States Trustee and Official Committee of Unsecured Creditors to file formal responses (if any), October 8, 2015 at 4:00 p.m. for all other parties.

Responses Received:

- A. Limited Objection of Official Committee of Unsecured Creditors to Debtors' Motion for Entry of Final Order Authorizing Debtors to (I) Pay Prepetition Wages, Salaries, Other Compensation, and Reimbursable Expenses, (II) Continue Non-Insider Incentive Plans, and (III) Continue Employee Benefits Programs [Docket No. 254; Filed on 10/22/2015]
- B. Debtors' Reply in Support of the Debtors' Wages Motion and in Response to the Objection Thereto [Docket No. 266, Filed on 10/26/2015]

Status: This matter is going forward. A Certification of Counsel has been filed with an agreed order with respect to the balance of the relief requested in this motion regarding Non-Insider Employee Incentive Programs for six employees with the title of “vice president.”

CONTESTED MATTERS:

5. Debtors' Motion for Entry of an Order Authorizing and Approving the Debtors' Performance Award Program [Docket No. 300; Filed on 10/29/2015]

Related Documents:

- A. Certification of Counsel [Docket No. 340; Filed on 11/13/2015]
- B. Debtors' Reply in Support of the Debtors' Performance Award Program Motion and in Response to the Objections Thereto [Docket No. 348; Filed on 11/16/2015]**

Response Deadline: November 11, 2015 at 4:00 p.m. extended to November 14, 2015 solely for the Official Committee of Unsecured Creditors

Responses Received:

- A. Objection of Lloyd Ness and Mary Ness to cash collateral, balance sheets and performance incentivizing program [Docket No. 338; Docketed on 11/13/2015]
- B. Limited Objection of the Official Committee of Unsecured Creditors to Debtors' Motion for Entry of Order Authorizing and Approving Debtors' Performance Award Program [Docket No. 345; Filed on 11/14/2015]**
- C. Declaration of Michele J. Meises in Support of Limited Objection of the Official Committee of Unsecured Creditors to Debtors' Motion for Entry of Order Authorizing and Approving Debtors' Performance Award Program [Docket No. 346; Filed on 11/14/2015]**

Status: This matter is going forward. The Debtors have reached agreement on a form of order with the Official Committee of Unsecured Creditors and the Office of the United States Trustee with respect to the relief requested in the motion with the exception of payments to be made to Randy Limbacher. A Certification of

Counsel attaching the proposed form of order to reflect that agreement has been filed.

Dated: November 16, 2015
Wilmington, Delaware

/s/ Domenic E. Pacitti

Domenic E. Pacitti (DE Bar No. 3989)

KLEHR HARRISON HARVEY BRANZBURG LLP

919 N. Market Street, Suite 1000

Wilmington, Delaware 19801

Telephone: (302) 426-1189

Facsimile: (302) 426-9193

-and -

Morton Branzburg (admitted *pro hac vice*)

KLEHR HARRISON HARVEY BRANZBURG LLP

1835 Market Street, Suite 1400

Philadelphia, Pennsylvania 19103

Telephone: (215) 569-2700

Facsimile: (215) 568-6603

-and-

Paul M. Basta, P.C. (admitted *pro hac vice*)

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

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

Ryan J. Dattilo (admitted *pro hac vice*)

KIRKLAND & ELLIS LLP

601 Lexington Avenue

New York, New York 10022

Telephone: (212) 446-4800

Facsimile: (212) 446-4900

-and-

James H.M. Sprayregen, P.C. (admitted *pro hac vice*)

Brad Weiland (admitted *pro hac vice*)

KIRKLAND & ELLIS LLP

300 North LaSalle

Chicago, Illinois 60654

Telephone: (312) 862-2000

Facsimile: (312) 862-2200

Co-Counsel for the Debtors and Debtors in Possession