

GOODRICH PETROLEUM CORP  
Form 8-K  
February 16, 2016

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date of Report (Date of Earliest Event Reported): February 16, 2016**

**Goodrich Petroleum Corporation**

**(Exact name of registrant as specified in its charter)**

|   |   |  |
|---|---|--|
| <b>Delaware</b><br><b>(State or other jurisdiction</b>  | <b>001-12719</b><br><b>(Commission</b>                                  | <b>76-0466193</b><br><b>(I.R.S. Employer</b> |
| <b>of incorporation)</b>  | <b>File Number)</b>   | <b>Identification No.)</b>                   |
| <b>801 Louisiana St., Suite 700, Houston,</b><br><b>Texas</b><br><b>(Address of principal executive</b> |   | <b>77002</b><br><b>(Zip Code)</b>            |
| <b>offices)</b>   | <b>Registrant's telephone number, including area code: 713-780-9494</b> |  |

**Not Applicable**

**Former name or former address, if changed since last report**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 7.01 Regulation FD Disclosure**

On February 16, 2016, Goodrich Petroleum Corporation (the Company) held a conference call related to its upcoming special meeting of stockholders on March 14, 2016, and its previously commenced offers to exchange any and all of the shares of the Company's outstanding preferred stock and any and all of the Company's outstanding unsecured notes for newly issued shares of the Company's common stock. A copy of the call script is furnished herewith as Exhibit 99.1.

The information furnished pursuant to this Item 7.01 and Exhibit 99.1 shall not be deemed to be filed for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, and will not be incorporated by reference into any registration statement filed under the Securities Act of 1933, as amended, unless specifically identified therein as being incorporated therein by reference.

**Item 9.01 Financial Statements and Exhibits**

(d) Exhibits

| <b>Exhibit<br/>Number</b> | <b>Description</b>                               |
|---------------------------|--|
| 99.1                      | Conference Call Script, dated February 16, 2016. |

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

GOODRICH PETROLEUM CORPORATION

February 16, 2016

By: /s/ Michael J. Killelea  
Name: Michael J. Killelea  
Title: Senior Vice President, General Counsel and  
Corporate Secretary

**EXHIBIT INDEX**

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