

Edgar Filing: MALLOY PATRICK E - Form SC 13D/A

MALLOY PATRICK E
Form SC 13D/A
January 10, 2002

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE 13D

UNDER THE SECURITIES EXCHANGE ACT OF 1934
(AMENDMENT NO. 7)

Goodrich Petroleum Corp.

(Name of Issuer)

COMMON STOCK, PAR VALUE \$0.20

(Title of Class of Securities)

382410 10 8

(CUSIP Number)

Dennis J. Block, Esq.
Cadwalader, Wickersham & Taft
100 Maiden Lane
New York, NY 10038
(212) 504-5555

(Name, Address and Telephone Number of Person Authorized to Receive Notices and
Communications)

November 1, 2001

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), Rule 13d-1(f) or Rule 13d-1(g), check the following box /x/.

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7(b) for other parties to whom copies are to be sent.

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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 1 NAME OF REPORTING PERSON
 S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
 Patrick E. Malloy

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)
 (A) / / (B) /X/

3 SEC USE ONLY

4 SOURCE OF FUNDS (See Instructions)
 PF

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS
 2(d) or 2(e) / /

6 CITIZENSHIP OR PLACE OF ORGANIZATION
 United States

| | | |
|--------------|----|----------------------------------|
| | 7 | SOLE VOTING POWER 2,833,114 * |
| NUMBER OF | | |
| SHARES | 8 | SHARED VOTING POWER |
| BENEFICIALLY | | 0 |
| OWNED BY | | |
| EACH | 9 | SOLE DISPOSITIVE POWER |
| REPORTING | | 2,833,114 * |
| PERSON | | |
| WITH | 10 | SHARED DISPOSITIVE POWER |
| | | 0 |

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
 2,833,114 *

12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See
 Instructions) / /

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
 15.9%

14 TYPE OF REPORTING PERSON (See Instructions)
 IN

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* Mr. Malloy disclaims beneficial ownership of the 74,850 shares of Common Stock and 23,545 shares of Preferred Stock, which are held in a trust for Katherine C. Malloy.

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SCHEDULE 13D
AMENDMENT NO. 7

INTRODUCTION

This Amendment No. 7 relates to the Schedule 13D originally filed on behalf of Patrick E. Malloy (the "Reporting Person") with the Securities and Exchange Commission on October 28, 1999. The text of Item 5 of the Schedule 13D is hereby amended as follows:

ITEM 5. INTEREST OF SECURITIES OF THE ISSUER.

(a) According to the Corporation's Form 10-Q for the quarterly period ended September 30, 2001, as of November 14, 2001 the Corporation had issued and outstanding 17,807,662 shares of Common Stock. The Reporting Person is the beneficial owner of 2,833,114 shares of Common Stock or 15.9% of the outstanding Common Stock, consisting of (i) 2,367,876 shares of Common Stock, (ii) warrants to purchase 330,000 shares of Common Stock, which are currently exercisable, (iii) 122,850 shares of Series A Convertible Preferred Stock ("Preferred Stock"), which are currently convertible into approximately 50,676 shares of Common Stock, (iv) 74,850 shares of Common Stock held in a trust for the benefit of Katherine C. Malloy (the "Trust"), and (v) 23,545 shares of Preferred Stock held in the Trust, which are currently convertible into approximately 9,712 shares of Common Stock.

Solely as a result of being granted a power of attorney with respect to the shares held by the Trust, the Reporting Person may be deemed to beneficially own all of the shares of Common Stock held by the Trust. The Reporting Person disclaims beneficial ownership of those shares of Common Stock.

(b) The Reporting Person has the sole power to vote, or to direct the vote of, 2,833,114 shares of Common Stock and sole power to dispose of, or to direct the disposition of, 2,833,114 shares of Common Stock.

(c) On November 1, 2001, the Reporting Person was granted a power of attorney with respect to the Trust, which trust was the beneficial owner of 74,850 shares of Common Stock and 23,454 shares of Preferred Stock. On November 1, 2001, the price per share of Common Stock was \$ 4.97, and the price per share of Preferred Stock was \$ 9.05.

In addition, the Reporting Person had the following open market transactions in shares of Common Stock over the past 60 days:

| Date | Number of Shares | Purchase or Sale | Price Per Share |
|------------|------------------|------------------|-----------------|
| ---- | ----- | ----- | ----- |
| 11/26/2001 | 2,400 | Purchase | \$4.51 |
| ---- | ----- | | |

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TOTAL 2,400

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The Reporting Person also had the following open market transactions in shares of Preferred Stock over the past 60 days:

| Date | Number of Shares | Purchase or Sale | Price Per Share |
|------------|------------------|------------------|-----------------|
| ---- | ----- | ----- | ----- |
| 12/19/2001 | 500 | Purchase | \$8.60 |
| 12/20/2001 | 1,000 | Purchase | \$9.00 |
| | ----- | | |
| TOTAL | 1,500 | | |

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SIGNATURE.

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: January 10, 2002.

/s/ Patrick E. Malloy

PATRICK E. MALLOY