

GOODRICH PETROLEUM CORP  
Form 8-K  
December 11, 2015

**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): December 11, 2015**

**GOODRICH PETROLEUM CORPORATION**

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

**Delaware**  
**(State or other jurisdiction**

**of incorporation)**

**801 Louisiana, Suite 700**

**001-12719**  
**(Commission**

**File Number)**

**76-0466193**  
**(IRS Employer**

**Identification Number)**

**77002**

**Houston, Texas**  
**(Address of Principal Executive Offices)**

**(Zip Code)**

**Registrant's telephone number, including area code: (713) 780-9494**

**N/A**  
**(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 8.01 Other Events**

On December 11, 2015, Goodrich Petroleum Corporation (the Company ) issued a press release related to its previously announced tender offer to exchange (the Exchange Offers ) (i) any and all of the shares of the Company s outstanding 5.375% Series B Cumulative Convertible Preferred Stock, (ii) up to 2,390,000 depositary shares representing the Company s outstanding 10.00% Series C Cumulative Preferred Stock and (iii) up to 2,390,000 depositary shares representing the Company s outstanding 9.75% Series D Cumulative Preferred Stock for newly issued depositary shares each representing a 1/1000th interest in a share of the Company s 10.00% Series E Cumulative Convertible Preferred Stock. A copy of the press release is filed herewith as Exhibit 99.1 and incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits**

(d) Exhibits

| <b>Exhibit Number</b> | <b>Description</b>                      |
|-----------------------|---|
| 99.1                  | Press Release issued December 11, 2015. |

**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.

Date: December 11, 2015

**GOODRICH PETROLEUM  
CORPORATION**

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

**EXHIBIT INDEX**

| <b>Exhibit<br/>Number</b> | <b>Description</b>                      |
|---------------------------|---|
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