

LSP Generation IV, LLC
 Form 4
 March 22, 2018

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Gen IV Investment Opportunities, LLC

2. Issuer Name and Ticker or Trading Symbol
 GOODRICH PETROLEUM CORP [GDP]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 1700 BROADWAY, 35TH FLOOR
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 02/14/2018

____ Director
 ____ Officer (give title below)
 10% Owner
 ____ Other (specify below)

NEW YORK, NY 10019

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 ____ Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock | 03/20/2018 | | P | V A | Amount \$ 655,660 Price 10.75 | 1,768,991 ⁽¹⁾ <u>(2) (3)</u> | D |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474
 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Following Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Gen IV Investment Opportunities, LLC 1700 BROADWAY, 35TH FLOOR NEW YORK, NY 10019 | | X | | |
| LSP Generation IV, LLC 1700 BROADWAY, 35TH FLOOR NEW YORK, NY 10019 | | X | | |
| LSP Investment Advisors, LLC 1700 BROADWAY, 35TH FLOOR NEW YORK, NY 10019 | | X | | |

Signatures

| | |
|---|------------|
| /s/ Darpan Kapadia, Power of Attorney | 03/22/2018 |
| **Signature of Reporting Person | Date |
| LSP Generation IV, LLC by /s/ Darpan Kapadia, Managing Director | 03/22/2018 |
| **Signature of Reporting Person | Date |
| LSP Investment Advisors, LLC by /s/ Paul Segal, President | 03/22/2018 |
| **Signature of Reporting Person | Date |

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

This Form 4 is filed jointly by Gen IV Investment Opportunities, LLC ("Gen IV"), a Delaware limited liability company, LSP Generation IV, LLC ("LSP Gen IV"), a Delaware limited liability company, and LSP Investment Advisors, LLC ("LSP Advisors"), a Delaware limited liability company.

(1) LSP Gen IV, as the managing member of Gen IV, has the power to direct the affairs of Gen IV, including the voting and disposition of shares. LSP Advisors, as the investment manager of Gen IV, also has the power to direct the voting and disposition of shares held by Gen IV.

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- (3) For Section 16 purposes, LSP Gen IV and LSP Advisors disclaim beneficial ownership over the shares reported herein, except to the extent of their pecuniary interest therein.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.