GOODRICH PETROLEUM CORP
Form SC 13G/A
March 22, 2018

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**SCHEDULE 13G**

**Under the Securities Exchange Act of 1934**

**(Amendment No. 1)***

**Goodrich Petroleum Corporation**

**(Name of Issuer)**

**Common Stock, Par Value $0.01**

**(Title of Class of Securities)**

**382410843**

**(CUSIP Number)**

**James J. Moloney**

**Gibson, Dunn & Crutcher LLP**

**3161 Michelson Drive**

**Irvine, CA 92612**

**(949) 451-3800**

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

**March 20, 2018**

**(Date of Event Which Requires Filing of this Statement)**

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

* 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 the disclosures provided in a prior cover page.

The information required in 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).

CUSIP No. 382410843

1. Names of Reporting Persons

I.R.S. Identification No. of Above Persons (Entities Only)

GEN IV INVESTMENT OPPORTUNITIES, LLC

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a) (b)

3. SEC Use Only

4. Citizenship or Place of Organization

DELAWARE

| | | |
|---|---|---|
| Number of Shares Beneficially Owned by Each Reporting Person With | 5. Sole Voting Power | 0 |
| | 6. Shared Voting Power | 1,768,991 |
| | 7. Sole Dispositive Power | 0 |
| | 8. Shared Dispositive Power | 1,768,991 |

9. Aggregate Amount Beneficially Owned by Each Reporting Person

1,768,991

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)

15.57%

12. Type of Reporting Person (See Instructions)

OO

CUSIP No. 382410843

1. Names of Reporting Persons

I.R.S. Identification No. of Above Persons (Entities Only)

LSP GENERATION IV, LLC

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a) (b)

3. SEC Use Only

4. Citizenship or Place of Organization

DELAWARE

| | | |
|---|---|---|
| Number of Shares Beneficially Owned by Each Reporting Person With | 5. Sole Voting Power | 0 |
| | 6. Shared Voting Power | 1,768,991 |
| | 7. Sole Dispositive Power | 0 |
| | 8. Shared Dispositive Power | 1,768,991 |

9. Aggregate Amount Beneficially Owned by Each Reporting Person

1,768,991

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)

15.57%

12. Type of Reporting Person (See Instructions)

OO

CUSIP No. 382410843

1. Names of Reporting Persons

I.R.S. Identification No. of Above Persons (Entities Only)

LSP INVESTMENT ADVISORS, LLC

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a) (b)

3. SEC Use Only

4. Citizenship or Place of Organization

DELAWARE

| | | |
|---|---|---|
| Number of Shares Beneficially Owned by Each Reporting Person With | 5. Sole Voting Power | 0 |
| | 6. Shared Voting Power | 1,768,991 |
| | 7. Sole Dispositive Power | 0 |
| | 8. Shared Dispositive Power | 1,768,991 |

9. Aggregate Amount Beneficially Owned by Each Reporting Person

1,768,991

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)

15.57%

12. Type of Reporting Person (See Instructions)

IA

**Item 1.**

(a) Name of Issuer
Goodrich Petroleum Corporation

(b) Address of Issuer s Principal Executive Offices
801 Louisiana, Suite 700, Houston, Texas 77002

**Item 2.**

(a) Name of Person(s) Filing:

(A) GEN IV INVESTMENT OPPORTUNITIES, LLC

(B) LSP GENERATION IV, LLC

(C) LSP INVESTMENT ADVISORS, LLC

(b) Address of Principal Business Office or, if none, Residence:

(A) 1700 Broadway, 35th Floor, New York, New York 10019

(B) 1700 Broadway, 35th Floor, New York, New York 10019

(C) 1700 Broadway, 35th Floor, New York, New York 10019

(c) Citizenship:

(A) DELAWARE

(B) DELAWARE

(C) DELAWARE

(d) Title of Class of Securities:
Common Stock, Par Value $0.01

(e) CUSIP Number:
382410843

**Item 3. If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:**

Not applicable.

(a) Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o);

(b) Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c);

(c) Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c);

(d) Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);

(e) An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);

(f) An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);

(g) A parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G);

(h) A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);

(i) A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);

(j) A non-U.S. institution in accordance with §240.13d-1(b)(1)(ii)(J);

(k) Group, in accordance with §240.13d-1(b)(1)(ii)(K). If filing as a non-U.S. institution in accordance with §240.13d-1(b)(1)(ii)(J), please specify the type of institution: _____.

**Item 4. Ownership**

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a), (b), and (c)

| Reporting Persons* | Number of Shares With Sole Voting and Dispositive Power | Number of Shares With Shared Voting and Dispositive Power | Aggregate Number of Shares Beneficially Owned | Percentage of Class Beneficially Owned** |
|---|---|---|---|---|
| GEN IV INVESTMENT OPPORTUNITIES, LLC | 0 | 1,768,991 | 1,768,991 | 15.57% |
| LSP GENERATION IV, LLC | 0 | 1,768,991 | 1,768,991 | 15.57% |
| LSP INVESTMENT ADVISORS, LLC | 0 | 1,768,991 | 1,768,991 | 15.57% |

* The above figures reflect the most recent beneficial ownership for the Reporting Persons above as of March 22, 2018.

** The percentage reported above is based on 11,359,887 shares of Common Stock reported to be issued and outstanding in the Form 10-K filed with the Securities and Exchange Commission on March 2, 2018.

**Item 5. Ownership of Five Percent or Less of a Class**

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following .

**Item 6. Ownership of More than Five Percent on Behalf of Another Person**

Not applicable.

**Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person**

Not applicable.

**Item 8. Identification and Classification of Members of the Group**

Not applicable.

**Item 9. Notice of Dissolution of Group**

Not applicable.

**Item 10. Certification**

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

**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.

Dated: March 22, 2018

**Gen IV Investment Opportunities, LLC**

By: **LSP Generation IV, LLC**
Its: Managing Member

By: /s/ Darpan Kapadia
Name: Darpan Kapadia
Title: Managing Director

By: **LSP Investment Advisors, LLC**
Its: Investment Manager

By: /s/ Paul Segal
Name: Paul Segal
Title: President

**LSP Generation IV, LLC**

By: /s/ Darpan Kapadia
Name: Darpan Kapadia
Title: Managing Director

**LSP Investment Advisors, LLC**

By: /s/ Paul Segal
Name: Paul Segal
Title: President

**INDEX OF EXHIBITS**

| Exhibit No. | Description |
|---|---|
| A | Joint Filing Agreement dated February 23, 2018 (incorporated by reference to Exhibit A to the Schedule 13G filed with the Securities and Exchange Commission by the Reporting Persons on February 26, 2018). |
| B | Power of Attorney dated February 23, 2018 (incorporated by reference to Exhibit B to the Schedule 13G filed with the Securities and Exchange Commission by the Reporting Persons on February 26, 2018). |