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Schott Jan L											
Form 4											
December 13	, 2011								<u></u>		
FORM 4 UNITED STATES SECURITIES AND EXCHANCE						NCEC	OMMERION	PROVAL			
UNITED STATES SECURITIES AND EXCHANGE COMMIS Washington, D.C. 20549						.011111155101N	OMB Number:	3235-0287			
Check thi			F CHANGES IN BENEFICIAL OWNERSHIP OF							January 31	
if no long		EMENT O							Expires: 200		
subject to Section 10		SECURITIES						Estimated average burden hours per			
Form 4 or								response 0.5			
Form 5 obligation	· · · · · ·						-	e Act of 1934,			
may conti				•	•	· ·	•	1935 or Section	n		
See Instru		30(h)	of the In	vestment	Compan	iy Ac	t of 194	40			
1(b).											
(Print or Type R	(esponses)										
× 51	1 /										
1. Name and A	ddress of Reportin	ng Person <u>*</u>	2. Issuer	2. Issuer Name and Ticker or Trading				5. Relationship of Reporting Person(s) to			
Schott Jan L			Symbol					Issuer			
			GOODRICH PETROLEUM CORP					(Check all applicable)			
			[GDP]					(Chee	k all applicable)	
(Last) (First) (Middle)			3. Date of	3. Date of Earliest Transaction				Director 10% Owner			
				(Month/Day/Year)				XOfficer (give titleOther (specify below) below) SVP & Chief Financial Officer			
			12/09/2011								
	4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check					
	Filed(Mor	Filed(Month/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person					
UQUETON	TX 77002								One Reporting Pe Iore than One Re		
HOUSTON,	TX //002							Person			
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of	2. Transaction Da	ate 2A. Deei	med	3.	4. Securi	ties A	cquired	5. Amount of	6. Ownership	7. Nature of	
Security	(Month/Day/Yea	n Date, if Transaction(A) or Disposed of (D)					Securities	Form: Direct			
(Instr. 3)		any (Month/I	Code (Instr. 3, 4 and 5)				5)	2	(D) or Indirect (I)	Beneficial Ownership	
		(WIOIIII)	Day/Year) (Instr. 8)				Following	(Instr. 4)	(Instr. 4)		
						(A)		Reported			
						or		Transaction(s) (Instr. 3 and 4)			
C				Code V	Amount	(D)	Price	(Instr. 5 and 1)			
Common	12/09/2011			М	9,563	А	<u>(1)</u>	19,985	D		
Stock											
Common	12/09/2011			F	2,530	D	\$	17,455	D		
Stock					,		15.36	,			

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

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

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. 5. Number Transaction Derivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exerci Expiration Da (Month/Day/Y	te	7. Title and Amount of 8 Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock	<u>(1)</u>	12/09/2011		М	1,987	12/09/2011	12/09/2011	Common Stock	1,987
Phantom Stock	<u>(1)</u>	12/09/2011		М	7,576	12/09/2011	12/09/2011	Common Stock	7,576

Reporting Owners

Reporting Owner Name / Address	Relationships						
1 0	Director	10% Owner	Officer	Other			
Schott Jan L 801 LOUISIANA SUITE 700 HOUSTON, TX 77002			SVP & Chief Financial Officer				
Signatures							

Jan L. Schott
<u>**</u>Signature of

Reporting Person

12/13/2011 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).
- Each share of phantom stock is the economic equivalent of one share of GDP common stock. On December 9, 2011, the reporting person (1) settled one-third of the shares of phantom stock that were granted to him on December 9, 2008 as well as one-third of the shares of
- phantom stock that were granted on December 9, 2010.

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.

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