

**UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re

SAMSON RESOURCES CORPORATION,
et al.,¹

Reorganized Debtors.

Chapter 11

Case No. 15-11934 (BLS)
(Jointly Administered)

**Objection Deadline: October 2, 2017 at 4:00
p.m. (Eastern)**
**Hearing Date and Time: October 24, 2017 at
11:00 a.m. (Eastern)**

PETER KRAVITZ, as Settlement Trustee of
and on behalf of the SAMSON
SETTLEMENT TRUST;

Plaintiff,

v.

SAMSON ENERGY COMPANY, LLC;
SAMSON EXPLORATION, LLC; SAMSON
OFFSHORE, LLC; SFT (DELAWARE)
MANAGEMENT, LLC; ST 2008
(DELAWARE) MANAGEMENT, LLC;
CHARLES AND LYNN SCHUSTERMAN
FAMILY FOUNDATION; STACY FAMILY
TRUST; STACY FAMILY DELAWARE
TRUST; All Trustees of the STACY FAMILY
TRUST and STACY FAMILY DELAWARE
TRUST, including STACY
SCHUSTERMAN, LYNN SCHUSTERMAN
and WILMINGTON SAVINGS FUND
SOCIETY, FSB, as Co-Trustees of the
STACY FAMILY TRUST AND/OR STACY
FAMILY DELAWARE TRUST;

Adv. Proc. No. 17-51524 (BLS)

¹ The Reorganized Debtors in these chapter 11 cases, along with the last four digits of each Reorganized Debtor's federal tax identification number, include: Geodyne Resources, Inc. (2703); Samson Contour Energy Co. (7267); Samson Contour Energy E&P, LLC (2502); Samson Holdings, Inc. (8587); Samson-International, Ltd. (4039); Samson Investment Company (1091); Samson Lone Star, LLC (9455); Samson Resources Company (8007); and Samson Resources Corporation (1227). The location of parent Reorganized Debtor Samson Resources Corporation's corporate headquarters and the Reorganized Debtors' service address is: Two West Second Street, Tulsa, Oklahoma 74103.

SCHUSTERMAN 2008 DELAWARE TRUST; All Trustees of the SCHUSTERMAN 2008 DELAWARE TRUST, including STACY SCHUSTERMAN, C. PHILIP THOLEN and WILMINGTON SAVINGS FUND SOCIETY, FSB, as Co-Trustees of the SCHUSTERMAN 2008 DELAWARE TRUST; STACY SCHUSTERMAN; LYNN SCHUSTERMAN; HAL SCHUSTERMAN; JEROME “JAY” SCHUSTERMAN; STEVEN DOW; RUTH SCHUSTERMAN; MARY LEE SCHUSTERMAN; MEITAL SCHUSTERMAN; HALEY SCHUSTERMAN; JUDY POZNICK; DEBORAH MORRISON; DALE SCHUSTERMAN; RENEE MORRISON; CAROL WILSON; SHANE FROEBEL; TAMARA FROEBEL; and DOES 1-1000,

Defendants.

MOTION OF THE SETTLEMENT TRUSTEE FOR ENTRY OF ORDER PURSUANT TO 11 U.S.C. §§ 105(a) AND 107(b) AND BANKRUPTCY RULE 9018 AUTHORIZING FILING OF ADVERSARY COMPLAINT UNDER TEMPORARY SEAL

Peter Kravitz (the “**Settlement Trustee**”), as Settlement Trustee of the Samson Settlement Trust (the “**Settlement Trust**”), established pursuant to the *Global Settlement Joint Chapter 11 Plan of Reorganization of Samson Resources Corporation and Its Debtor Affiliates (with Technical Modifications)* [D.I. 2009], submits this motion (the “**Motion to Seal**”) for entry of an order pursuant to sections 105(a) and 107(b) of title 11 of the United States Code (the “**Bankruptcy Code**”), Rule 9018 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), and Rule 9018-1(b) of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “**Local Rules**”), authorizing the filing under seal of the Settlement Trustee’s Adversary Complaint (the

“**Complaint**”). In support of the Motion to Seal, the Settlement Trustee respectfully represents as follows:

JURISDICTION

1. The Bankruptcy Court has jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference* entered by the United States District Court for the District of Delaware on February 29, 2012. This is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409.

RELIEF REQUESTED

2. Contemporaneously with the filing of this Motion to Seal, the Settlement Trustee is filing the Complaint, which seeks relief from numerous defendants comprised of the former shareholders of Samson Investment Company and their designees and related defendants as set forth in the Complaint (collectively, the “**Schusterman Defendants**”) for various acts committed in relation to Samson Resources Corporation and its affiliated entities (the “**Debtors**”). The Complaint refers to information deemed confidential (the “**Confidential Information**”) by the Debtors, Samson Resources II, LLC and its reorganized debtor affiliates (the “**Reorganized Debtors**”), or third parties who, pursuant to the Confidentiality Order (defined hereinafter), produced documents during the Debtors’ chapter 11 proceeding designating them as confidential, including Kohlberg Kravis & Roberts (“**KKR**”) and Crestview Advisors, LLC (“**Crestview**”). *See Confidentiality Agreement and Stipulated Protective Order* [D.I. 609] (the “**Confidentiality Order**”). Collectively, the Debtors, the Reorganized Debtors, and the third parties who produced documents during the Debtors’ chapter 11 proceeding under a confidential designation, including KKR and Crestview, are referred to as the “**Producing Parties.**” Because the information has

been deemed confidential by the Producing Parties and the Producing Parties have contended that it may reveal their sensitive business information, the Settlement Trustee respectfully requests that the Complaint be filed under seal at this time. The Settlement Trustee further requests that should the Producing Parties fail to file an independent motion to seal the Complaint within 10 (ten) days of entry of the order approving the Motion to Seal (the “**Order**”), the Settlement Trustee shall be permitted to unseal the Complaint.

BASIS FOR RELIEF

3. Section 107(b) of the Bankruptcy Code authorizes a bankruptcy court to issue orders that will protect entities from potential harm caused by disclosure of confidential information. Specifically, it provides that upon the “request of a party in interest,” the court “shall . . . protect an entity with respect to a trade secret or confidential research, development, or commercial information.” 11 U.S.C. § 107(b). Section 105(a) of the Bankruptcy Code empowers the court to “issue any order, process, or judgment that is necessary or appropriate to carry out the provisions of this title.” *Id.* § 105(a). Bankruptcy Rule 9018 sets forth the procedure by which a party in interest can move for relief pursuant to sections 105(a) and 107(b) of the Bankruptcy Code. Specifically, it provides that the court “may make *any order which justice requires* (1) to protect the estate or any entity in respect of a trade secret or other confidential research, development, or commercial information.” Fed. R. Bankr. P. 9018 (emphasis added). Similarly, Local Rule 9018-1 requires any party “who seeks to file documents under seal [to] file a motion to that effect.” Del. Bankr. L.R. 9018-1(b).

4. Upon satisfaction of Bankruptcy Rule 9018, “the authority to issue the resulting order is broad – ‘any order which justice requires.’ . . . [T]he authority goes not just to the protection of confidential documents, but to other confidentiality restrictions that are warranted in

the interests of justice.” *In re Global Crossing Ltd.*, 295 B.R. 720, 724 (Bankr. S.D.N.Y. 2003). If a court determines that a document falls within the provisions of section 107(b), it is “*required* to protect a requesting party and has no discretion to deny the application.” *Video Software Dealers Ass’n v. Orion Pictures Corp. (In re Orion Pictures Corp.)*, 21 F.3d 24, 27 (2d Cir. 1994).

5. Because the Complaint includes certain references to information that the Producing Parties designated as Confidential Information invoking the terms of the Confidentiality Order, the Settlement Trustee believes the release of this information to the public at this time has the potential to harm the Producing Parties, to the extent the Producing Parties are not allowed any opportunity to move to seal portions of the allegations in the Complaint before it becomes publicly available and could harm the ultimate resolution of the case and the ability to maximize value. Therefore, to preserve the commercial integrity of this case, the Settlement Trustee respectfully requests that the Court grant the Settlement Trustee leave to file the Complaint under seal pursuant to sections 105(a) and 107(b) of the Bankruptcy Code and Bankruptcy Rule 9018.

NOTICE

6. The Settlement Trustee will provide notice of this Motion to (i) the Office of the U.S. Trustee for the District of Delaware, (ii) the Producing Parties and (iii) those parties requesting notice pursuant to Bankruptcy Rule 2002. The Settlement Trustee submits that, in light of the nature of relief requested, no other or further notice need be given.

7. No previous application for the relief sought herein has been made to this or any other court.

CONCLUSION

WHEREFORE, the Settlement Trustee respectfully requests that the Court enter an order, substantially in the form attached hereto as **Exhibit A** granting the relief requested and such other or further relief as the Court deems just and proper.

Dated: September 15, 2017

Respectfully submitted,

FARNAN LLP

/s/ Michael J. Farnan

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Attorneys for the Settlement Trustee

EXHIBIT A

Proposed Order

**UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

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SAMSON RESOURCES CORPORATION,
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ORDER PURSUANT TO 11 U.S.C. §§ 105(a) AND 107(b) AND FED. R. BANKR. P. 9018 AUTHORIZING FILING OF CERTAIN INFORMATION UNDER TEMPORARY SEAL IN CONNECTION WITH ITS ADVERSARY COMPLAINT

Upon consideration of the motion of the Settlement Trustee (the “**Settlement Trustee**”), pursuant to sections 105(a) and 107(b) of title 11 of the United States Code (the “**Bankruptcy Code**”), Fed. R. Bankr. P. 9018, and Local Bankruptcy Rule 9018-1, for entry of an order authorizing the Settlement Trustee to file under seal certain information in connection with the Adversary Complaint (the “**Motion to Seal**”);¹ and this Court having jurisdiction to consider the Motion to Seal and the relief requested therein; and due and proper notice of the Motion to Seal having been provided; and it appearing that no further notice of the Motion to Seal need be provided; and the Court having found and determined that the relief sought in the Motion to Seal is in the best interests of the Debtors, Reorganized Debtors, and the third parties who produced documents during the Debtors’ chapter 11 proceeding under a confidential designation, including KKR and Crestview (collectively, the “**Producing Parties**”), and all parties in interest, and that

¹ Capitalized terms used but not defined herein have the meaning ascribed to them in the Motion to Seal.

the legal and factual bases set forth in the Motion to Seal establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that the Motion to Seal is **GRANTED**; and it is further

ORDERED that the Settlement Trustee is authorized to file the Complaint under seal pursuant to sections 105(a) and 107(b) of the Bankruptcy Code, Bankruptcy Rule 9018, and Local Rule 9018-1; and it is further

ORDERED that the filing of the Complaint under seal shall remain confidential and under seal and shall not be made available to anyone other than as set forth in this Order; and it is further

ORDERED that prior to a final order regarding the relief requested in the Motion to Seal, the following persons may access the Complaint: (i) the Court, (ii) the Reorganized Debtors and their counsel, (iii) the Producing Parties and their counsel; (iv) the Schusterman Defendants and their counsel; and (v) the Settlement Trustee and his counsel; and it is further

ORDERED that, any party permitted access to the Complaint shall not share any information contained therein with any third party, and any party found to have violated these conditions shall be subject to sanctions for violation of this Order; and it is further

ORDERED that, should the Producing Parties fail to file a motion to seal the Complaint within 10 (ten) days of entry of this Order, the Settlement Trustee shall be permitted to unseal the Complaint.

ORDERED that this Court shall retain jurisdiction with respect to all matters arising from or related to the implementation of this Order.

Dated: _____, 2017
Wilmington, Delaware

THE HONORABLE BRENDAN L. SHANNON
UNITED STATES BANKRUPTCY JUDGE

**UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re

SAMSON RESOURCES CORPORATION,
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Defendants.

NOTICE OF MOTION OF THE SETTLEMENT TRUSTEE FOR ENTRY OF ORDER PURSUANT TO 11 U.S.C. §§ 105(a) AND 107(b) AND BANKRUPTCY RULE 9018 AUTHORIZING FILING OF ADVERSARY COMPLAINT UNDER TEMPORARY SEAL

PLEASE TAKE NOTICE that on September 15, 2017, the *Motion of the Settlement Trustee for Entry of Order Pursuant to 11 U.S.C. §§ 105(a) and 107(b) and Bankruptcy Rule 9018 Authorizing Filing of Adversary Complaint Under Temporary Seal* (the "**Motion**") was filed with the United States Bankruptcy Court for the District of Delaware, 824 Market Street, Wilmington, Delaware 19801 (the "Bankruptcy Court").

PLEASE TAKE FURTHER NOTICE that any objection or response to the Motion must be filed with the Bankruptcy Court on or before **OCTOBER 2, 2017, AT 4:00 P.M. PREVAILING EASTERN TIME.**

PLEASE TAKE FURTHER NOTICE THAT IF YOU FAIL TO RESPOND IN

ACCORDANCE WITH THIS NOTICE, THE COURT MAY GRANT THE RELIEF REQUESTED IN THE MOTION WITHOUT FURTHER NOTICE OR HEARING.

PLEASE TAKE FURTHER NOTICE THAT A HEARING TO CONSIDER THE RELIEF SOUGHT IN THE MOTION WILL BE HELD ON **OCTOBER 24, 2017, AT 11:00 A.M. PREVAILING EASTERN TIME BEFORE THE HONORABLE BRENDAN L. SHANNON, UNITED STATES BANKRUPTCY JUDGE, AT THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE, 824 NORTH MARKET STREET, SIXTH FLOOR, COURTROOM NO. 1, WILMINGTON, DELAWARE 19801.**

Dated: September 15, 2017

Respectfully submitted,

FARNAN LLP

/s/ Michael J. Farnan

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