

GOODRICH PETROLEUM CORP  
Form 8-K  
February 23, 2012

**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**

**February 22, 2012  
Date of Report (Date of earliest event reported)**

**GOODRICH PETROLEUM CORPORATION**

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

**Delaware**                      **001-12719**      **76-0466193**  
(State or other jurisdiction (Commission (IRS Employer  
of incorporation)              File Number) Identification Number)

**700 Louisiana Street, Suite 700**

**Houston, Texas 77002**

(Address of principal executive offices)

**(713) 780-9494**

(Registrant's telephone number, including area code)

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)

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- o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
- o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 2.02. Results of Operations and Financial Condition**

Goodrich Petroleum Corporation (the “Company”) issued a press release on February 22, 2012, containing financial and operational results for the fourth quarter of 2011 and the year ended December 31, 2011. A copy of the Company’s press release announcing the financial results is attached as Exhibit 99.1 to this current report on Form 8-K.

In accordance with General Instruction B.2 of Form 8-K, the press release shall not be deemed “filed” for the purposes of Section 18 of the Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities of that section, nor shall such information and exhibit be deemed incorporated by reference into any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

Item 9.01. Financial Statements and Other Exhibits  
(d) Exhibits

| Exhibit No. | Description                             |
|-------------|---|
| 99.1        | Press release issued February 22, 2012. |

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**GOODRICH  
PETROLEUM  
CORPORATION**  
(Registrant)

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

Dated: February 22, 2012

**EXHIBIT INDEX**

| Exhibit No. | Description                             |
|-------------|---|
| 99.1        | Press release issued February 22, 2012. |