

Edgar Filing: CHESAPEAKE ENERGY CORP - Form 424B3

CHESAPEAKE ENERGY CORP  
 Form 424B3  
 November 08, 2002

Filed pursuant to Rule 424 (b) (3)  
 Registration No. 333-76546

3,000,000 SHARES

OF

CHESAPEAKE ENERGY CORPORATION

6.75% Cumulative Convertible Preferred Stock

(Liquidation Preference \$50 per share)

and

Common Stock,

(Par Value \$.01 per share)

PROSPECTUS SUPPLEMENT NO. 10  
 DATED NOVEMBER 7, 2002  
 TO PROSPECTUS DATED JANUARY 30, 2002

The selling securityholders table on page 27 and 28 of the prospectus is amended by this supplement no.10 to read as follows.

| Name  | Number of<br>Shares of<br>Preferred<br>Stock<br>Beneficially<br>Owned Prior<br>to the<br>Offering | Number of<br>Shares of<br>Preferred<br>Stock Being<br>Offered<br>Hereby | Number of<br>Shares of<br>Preferred<br>Stock to be<br>Owned After<br>Completion<br>of the<br>Offering | Number of<br>Shares of<br>Common Stock<br>Beneficially<br>Owned Prior to<br>the Offering | Number<br>of<br>Shares<br>Common<br>Be<br>Off<br>Her |
|---|---|---|---|--|--|
| AIG Soundshore Holdings Ltd....                               | 139,500   | 139,500   | 0   | 905,843  |  |
| AIG Soundshore Opportunity<br>Holding Fund Ltd.....           | 76,400  | 76,400  | 0   | 496,103  |  |
| AIG Soundshore Strategic<br>Holding Fund Ltd.....             | 46,100  | 46,100  | 0   | 299,350  |  |
| Alpine Associates.....  | 100,000   | 100,000   | 0   | 649,350  |  |
| Alpine Partners, L.P.....                                     | 15,000  | 15,000  | 0   | 97,403   |  |
| American Samoa Government.....                                | 1,000   | 1,000   | 0   | 6,494  |  |
| Argent Classic Convertible<br>Arbitrage Fund (Bermuda) Ltd... | 20,000  | 20,000  | 0   | 129,870  |  |
| Argent LowLev Convertible                                     |   |   |   |  |  |

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|   |         |         |   |           |    |
|---|---------|---------|---|-----------|----|
| Arbitrage Fund Ltd.....   | 40,000  | 40,000  | 0 | 259,740   |    |
| Bear, Stearns & Co. Inc,.....   | 5,000   | 5,000   | 0 | 32,468    |    |
| BGI Global Investors c/o Forest<br>Investment Mngt. L.L.C,.....           | 6,200   | 6,200   | 0 | 40,260    |    |
| BP Amoco PLC Master Trust.....  | 24,130  | 24,130  | 0 | 156,698   |    |
| Banc of America Securities<br>LLC.....                                    | 180,000 | 180,000 | 0 | 1,168,830 | 1, |
| CF FX, LLC.....   | 62,000  | 62,000  | 0 | 402,597   |    |
| Credit Suisse First Boston<br>Corporation.....                            | 128,500 | 128,500 | 0 | 834,415   |    |
| CSFB Convertible and<br>Quantitative Strategies.....                      | 50,000  | 50,000  | 0 | 324,675   |    |
| Fidelity Financial Trust:<br>Fidelity Convertible Securities<br>Fund..... | 405,000 | 405,000 | 0 | 2,629,868 | 2, |
| First Union National<br>Bank.....   | 295,000 | 295,000 | 0 | 1,915,583 | 1, |
| FIST - Franklin Convertible<br>Securities Fund.....                       | 40,000  | 40,000  | 0 | 259,740   |    |
| Forest Alternative Strategies II  | 1,800   | 1,800   | 0 | 11,688    |    |
| Forest Fulcrum Fund L.L.P.....  | 20,000  | 20,000  | 0 | 129,870   |    |
| Forest Global Convertible Fund<br>Series A-5.....                         | 75,600  | 75,600  | 0 | 490,909   |    |
| FTIF - Franklin Income Fund....   | 1,000   | 1,000   | 0 | 6,494     |    |
| Franklin Custodian Fund -<br>Income Fund.....                             | 270,800 | 270,800 | 0 | 1,758,440 | 1, |
| FTVIPT - Franklin Income<br>Securities Fund.....                          | 18,000  | 18,000  | 0 | 116,883   |    |
| Global Bermuda Limited<br>Partnership.....                                | 4,000   | 4,000   | 0 | 25,974    |    |
| HFR TQA Master Trust.....   | 10,000  | 10,000  | 0 | 64,935    |    |
| Highbridge International LLC...   | 10,000  | 10,000  | 0 | 64,935    |    |
| Hotel Union & Hotel Industry of<br>Hawaii Pension Plan.....               | 10,700  | 10,700  | 0 | 69,480    |    |
| Jefferies & Co,.....  | 88,000  | 88,000  | 0 | 571,428   |    |
| Jefferies and Company Inc.<br>c/o SSI Investment Management<br>Inc.....   | 235     | 235     | 0 | 1,526     |    |
| KBC Financial Products USA Inc.   | 17,500  | 17,500  | 0 | 113,636   |    |
| Lakeshore International Ltd....   | 16,000  | 16,000  | 0 | 103,896   |    |
| LDG Limited.....  | 10,000  | 10,000  | 0 | 64,935    |    |
| Lipper Convertibles, L.P.....   | 150,000 | 150,000 | 0 | 974,025   |    |
| LLT Limited.....  | 6,200   | 6,200   | 0 | 40,260    |    |
| Lyxor Master Fund.....  | 2,000   | 2,000   | 0 | 12,987    |    |
| Navigator Offshore Fund, Ltd...   | 15,000  | 15,000  | 0 | 97,403    |    |
| Navigator Partners L.P,.....  | 3,000   | 3,000   | 0 | 19,481    |    |
| The Northwestern Mutual Life<br>Insurance Company.....                    | 30,000  | 30,000  | 0 | 194,805   |    |
| Onex Industrial Partners Limited  | 7,250   | 7,250   | 0 | 47,078    |    |
| Pebble Capital Inc.....   | 3,000   | 3,000   | 0 | 19,481    |    |
| Peoples Benefit Life Insurance<br>Company/TEAMSTERS.....                  | 17,500  | 17,500  | 0 | 113,636   |    |
| Ramius Capital Group.....   | 10,000  | 10,000  | 0 | 64,935    |    |
| RBC Capital Services Inc. c/o<br>Forest Investment Mngt. LLC....          | 1,500   | 1,500   | 0 | 9,740     |    |
| RCG Halifax Master Fund Ltd....   | 5,000   | 5,000   | 0 | 32,468    |    |
| RCG Latitude Master Fund Ltd...   | 15,000  | 15,000  | 0 | 97,403    |    |
| RCG Multi Strategy LP.....  | 10,000  | 10,000  | 0 | 64,935    |    |
| Retail Clerks Pension Trust #2.   | 17,500  | 17,500  | 0 | 113,636   |    |
| Silvercreek Limited Partnership   | 5,000   | 5,000   | 0 | 32,468    |    |
| Silvercreek II Limited.....   | 9,750   | 9,750   | 0 | 63,312    |    |
| Speer, Leeds & Kellogg L.P.....   | 10,000  | 10,000  | 0 | 64,935    |    |

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|                                 |         |         |   |           |    |
|---------------------------------|---------|---------|---|-----------|----|
| Sunrise Partners LLC.....       | 269,000 | 269,000 | 0 | 1,746,752 | 1, |
| Sylvan (IMA) Ltd. c/o Forest    |         |         |   |           |    |
| Investment Mngt. L.L.C.....     | 7,500   | 7,500   | 0 | 48,701    |    |
| TQA Master Fund, LTD.....       | 50,000  | 50,000  | 0 | 324,675   |    |
| TQA Master Plus Fund, LTD.....  | 45,000  | 45,000  | 0 | 292,208   |    |
| The Estate of James Campbell... | 3,249   | 3,249   | 0 | 21,097    |    |
| The James Campbell Corporation  | 4,291   | 4,291   | 0 | 27,864    |    |
| UBS O'Connoz LLC F/B/O UBS      |         |         |   |           |    |
| Global Equity Arbitrage Master  |         |         |   |           |    |
| Ltd.....                        | 70,000  | 70,000  | 0 | 454,545   |    |
| Viacom Inc. Pension Plan Master |         |         |   |           |    |
| Trust.....                      | 960     | 960     | 0 | 6,234     |    |
| White River Securities L.L.C... | 5,000   | 5,000   | 0 | 32,468    |    |
| Yield Strategies Fund I, LP.... | 7,500   | 7,500   | 0 | 48,701    |    |
| Yield Strategies Fund II, LP... | 7,500   | 7,500   | 0 | 48,701    |    |
| Zurich Institutional Benchmarks |         |         |   |           |    |
| Master Fund c/o TQA Investors   |         |         |   |           |    |
| L.L.C.....                      | 10,000  | 10,000  | 0 | 64,935    |    |
| Zurich Master Hedge Fund c/o    |         |         |   |           |    |
| Forest Investment Mngt. L.L.C,. | 6,200   | 6,200   | 0 | 40,260    |    |
| Zurich Institutional Benchmarks |         |         |   |           |    |
| Master Fund Ltd.....            | 20,435  | 20,435  | 0 | 132,695   |    |

- (1) The stated amounts, to the extent they describe common stock issuable upon conversion of the holder's preferred stock, assume conversion of all of the holders' preferred stock at a conversion ratio of 6.4935 shares of our common stock per share of preferred stock. This conversion ratio, however, will be subject to adjustment as described under "Description of the Preferred Stock - Conversion Price Adjustment". As a result, the number of shares of our common stock issuable upon conversion of the preferred stock and, therefore, attributable to holders of preferred stock, may increase or decrease in the future.