

SANDRIDGE ENERGY INC  
 Form 4  
 April 02, 2015

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**COOLEY RANDALL D.**

(Last) (First) (Middle)

123 ROBERT S. KERR AVENUE

(Street)

OKLAHOMA  
 CITY, OK 73102-6406

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**SANDRIDGE ENERGY INC [SD]**

3. Date of Earliest Transaction  
 (Month/Day/Year)  
**04/01/2015**

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)

SVP - Accounting

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 \_\_\_ Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| Common Stock                    | 04/01/2015                           |  | A                              | (A)<br>or<br>(D)<br>Code V Amount Price<br>A 7,157 (1) \$ 1.7699  | 209,966   | D  |  |
| Common Stock                    |                                      |  |                                |   | 32,277  | I  | by 401(k)                                  |

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

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SEC 1474  
 (9-02)

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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. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) |                 |              |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|-----------------|--------------|----------------------------|
|  |  |                                      |  | Code                           | V   | (A)  | (D)   | Date Exercisable                           | Expiration Date | Title        | Amount or Number of Shares |
| Common Stock                               | (2)  |                                      |  |                                |   | (2)  | (2)   |  |                 | Common Stock | 100,434                    |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                  |       |
|--|---------------|-----------|------------------|-------|
|  | Director      | 10% Owner | Officer          | Other |
| COOLEY RANDALL D.<br>123 ROBERT S. KERR AVENUE<br>OKLAHOMA CITY, OK 73102-6406 |               |           | SVP - Accounting |       |

## Signatures

By: Justin Byrne, Power of Attorney  
04/02/2015

\_\_Signature of Reporting Person 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).
- Reflects Company matching credit to the deferred compensation account of the reporting person under the SandRidge Energy, Inc. Nonqualified Excess Plan (the "NQ Plan") based on the reporting person's deferrals for the 1st quarter of 2015. Under the NQ Plan, these
- (1) credits are deemed to be invested solely in shares of the Company's common stock and will be distributed in shares of the Company's common stock. However, until they are distributed from the NQ Plan, any shares set aside in a trust or otherwise to reflect these credits remain registered in the Company's name and are available to Company's creditors.
  - (2) Grant of restricted stock units that may be settled, at the Company's option, in cash or common stock. The units vest ratably on February 15th of 2016, 2017, 2018 and 2019.

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.