

SANDRIDGE ENERGY INC
Form 8-K/A
November 15, 2012

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K/A

CURRENT REPORT

Pursuant to Section 13 or 15(d) of
the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): November 15, 2012

SANDRIDGE ENERGY, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or Other Jurisdiction of
Incorporation or Organization)

1-33784
(Commission
File Number)

20-8084793
(I.R.S. Employer
Identification No.)

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123 Robert S. Kerr Avenue

Oklahoma City, Oklahoma
(Address of Principal Executive Offices)

73102
(Zip Code)

Registrant's Telephone Number, including Area Code: (405) 429-5500

Not Applicable.

(Former name or former address, if changed since last report)

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 (see General Instruction A.2. below):

- .. 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)

- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 8.01 Other Events

On June 20, 2012, a subsidiary of SandRidge Energy, Inc. (SandRidge) completed its acquisition from Hunt Oil Company, Hunt Chieftain Development, L.P., and Hunt Oil Company of Louisiana, Inc. of certain oil and gas properties consisting of 74 active wells and approximately 184,000 gross (103,000 net) acres located in the Gulf of Mexico (the Acquired Properties). SandRidge paid approximately \$38.5 million for the Acquired Properties, subject to adjustments made in the ordinary course, which SandRidge funded from its cash balance, and assumed plugging and abandonment obligations related to the Acquired Properties.

SandRidge is filing this amendment (Amendment) to the Current Report on Form 8-K filed on June 22, 2012 to give effect to the (i) acquisition of the Acquired Properties; (ii) the acquisition of Dynamic Offshore Resources, LLC (Dynamic) by SandRidge and SandRidge s issuance of approximately 74.0 million shares of SandRidge common stock and \$750.0 million aggregate principal amount of 8.125% Senior Notes due 2022, herein referred to as the financing transactions, to fund the acquisition of Dynamic; and (iii) the conveyance of royalty interests in certain oil and natural gas properties (the Mississippian Trust II Royalty Interests) to SandRidge Mississippian Trust II by SandRidge. SandRidge s pro forma financial information is filed as Exhibit 99.1 to this Amendment.

Item 9.01 Financial Statements and Exhibits

(d) *Exhibits:*

99.1 Pro Forma Financial Information. Unaudited Pro Forma Condensed Combined Statement of Operations for the nine months ended September 30, 2012, Unaudited Pro Forma Condensed Combined Statement of Operations for the year ended December 31, 2011 and related notes showing the pro forma effects of the (i) acquisition of certain properties from Hunt Oil Company, Hunt Chieftain Development, L.P., and Hunt Oil Company of Louisiana, Inc.; (ii) the acquisition of Dynamic by SandRidge and SandRidge s issuance of approximately 74.0 million shares of SandRidge common stock and \$750.0 million aggregate principal amount of 8.125% Senior Notes due 2022, herein referred to as the financing transactions, to fund the acquisition of Dynamic; and (iii) the conveyance of Mississippian Trust II Royalty Interests to SandRidge Mississippian Trust II by SandRidge.

SIGNATURE

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

SANDRIDGE ENERGY, INC.
(Registrant)

Date: November 15, 2012

By: /s/ James D. Bennett
James D. Bennett
Executive Vice President and

Chief Financial Officer

Exhibit Index

| No. | Description |
|------|--|
| 99.1 | Pro Forma Financial Information. Unaudited Pro Forma Condensed Combined Statement of Operations for the nine months ended September 30, 2012, Unaudited Pro Forma Condensed Combined Statement of Operations for the year ended December 31, 2011 and related notes showing the pro forma effects of the (i) acquisition of certain properties from Hunt Oil Company, Hunt Chieftain Development, L.P., and Hunt Oil Company of Louisiana, Inc.; (ii) the acquisition of Dynamic by SandRidge and SandRidge's issuance of approximately 74.0 million shares of SandRidge common stock and \$750.0 million aggregate principal amount of 8.125% Senior Notes due 2022, herein referred to as the financing transactions, to fund the acquisition of Dynamic; and (iii) the conveyance of Mississippian Trust II Royalty Interests to SandRidge Mississippian Trust II by SandRidge. |