

SANDRIDGE ENERGY INC

Form 4

November 13, 2007

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Ares Corporate Opportunities Fund
II, L.P.

(Last) (First) (Middle)

C/O ARES MANAGEMENT
LLC, 1999 AVENUE OF THE
STARS, SUITE 1900

(Street)

LOS ANGELES, CA 90067

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

SANDRIDGE ENERGY INC [SD]

3. Date of Earliest Transaction
(Month/Day/Year)

11/09/2007

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)

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. 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 Beneficial Ownership (Instr. 4) |
|---|---|---|--------------------------|--|--|--|---|
| | | | | (A) or (D) | Code V Amount (D) Price | | |
| Common Stock, par value \$0.001 per share | | | | | | 13,333,333 I | See Footnote (1) (2) (3) (4) |

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

**Persons who respond to the collection of
information contained in this form are not
required to respond unless the form
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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) | 9. Nu Deriv Secur Bene Own Follo Repor Trans (Instr |
|---|--|---|---|--------------------------------------|--|--|---|---|---|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Ares Corporate Opportunities Fund II, L.P. C/O ARES MANAGEMENT LLC 1999 AVENUE OF THE STARS, SUITE 1900 LOS ANGELES, CA 90067 | X | | | |
| ACOF Management II, L.P. C/O ARES MANAGEMENT LLC 1999 AVENUE OF THE STARS, SUITE 1900 LOS ANGELES, CA 90067 | X | | | |
| ACOF Operating Manager II, L.P. C/O ARES MANAGEMENT LLC 1999 AVENUE OF THE STARS, SUITE 1900 LOS ANGELES, CA 90067 | X | | | |
| ARES MANAGEMENT LLC C/O ARES MANAGEMENT LLC 1999 AVENUE OF THE STARS, SUITE 1900 LOS ANGELES, CA 90067 | X | | | |
| ARES PARTNERS MANAGEMENT CO LLC C/O ARES MANAGEMENT LLC 1999 AVENUE OF THE STARS, SUITE 1900 LOS ANGELES, CA 90067 | X | | | |

Signatures

See signatures attached as
Exhibit 99.1

11/13/2007

**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).

This Form 4 is filed jointly by Ares Corporate Opportunities Fund II, L.P. ("ACOF II"), Ares SandRidge, L.P. ("Ares SandRidge"), Ares SandRidge 892 Investors, L.P. ("Ares 892"), Ares SandRidge Co-Invest, LLC ("Ares Co-Invest", and together with Ares SandRidge and

- (1) Ares 892 Investors, the "ACOF II AIVs"), ACOF Management II, L.P. ("ACOF Management II"), ACOF Operating Manager II, L.P. ("ACOF Operating Manager II"), Ares Management LLC ("Ares Management"), and Ares Partners Management Company, LLC ("Ares Partners" and, all of the foregoing entities collectively, the "Ares Entities"),

- (2) Pursuant to the terms of the investment in the Issuer by ACOF II and the ACOF II AIVs, ACOF II and the ACOF II AIVs have the right to designate a member of the Issuer's board of directors who currently is, and who the Reporting Persons anticipate will continue to be, associated with the Ares Entities. By virtue of the relationship between such director and the Ares Entities, such director may be deemed a representative of the Ares Entities.

- (3) The general partner of ACOF II, Ares SandRidge and Ares 892 is ACOF Management II and the general partner of ACOF Management II is ACOF Operating Manager II. ACOF Operating Manager II is indirectly controlled by Ares Management. Ares Management is the manager of Ares Co Invest. Ares Partners indirectly controls Ares Management.

- (4) Each of the Ares Entities (other than ACOF II, Ares SandRidge, Ares 892 and Ares Co-Invest) and each of the partners, members and managers thereof, disclaims beneficial ownership of all securities reported herein (except to the extent of any pecuniary interest therein), and the filing of this Form 4 shall not be deemed an admission that any such person or entity is the beneficial owner of, or has any pecuniary interest in, such securities for purposes of Section 16 of the Securities Exchange Act of 1934 or for any other purposes.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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