

WATSA V PREM ET AL

Form 4

December 27, 2012

**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  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

## 1. Name and Address of Reporting Person \*

FAIRFAX FINANCIAL  
HOLDINGS LTD/ CAN

(Last) (First) (Middle)

95 WELLINGTON STREET  
WEST, SUITE 800

(Street)

TORONTO, A6 M5J 2N7

(City) (State) (Zip)

## 2. Issuer Name and Ticker or Trading

Symbol

SANDRIDGE ENERGY INC [SD]

## 3. Date of Earliest Transaction

(Month/Day/Year)

12/21/2012

## 4. If Amendment, Date Original

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check  
Applicable Line)

\_\_\_\_ Form filed by One Reporting Person  
\_\_\_\_X\_\_\_\_ 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 Beneficial Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price			
Common Stock, \$0.001 par value ("Common Shares")	12/21/2012		P		1,500,000	A	\$ 6.099	26,240,200	I	See Footnote <u>(1)</u>
Common Shares	12/21/2012		P		175,000	A	\$ 6.2	26,415,200	I	See Footnote <u>(1)</u>
Common Shares	12/21/2012		P		2,000,000	A	\$ 6.2446	28,415,200	I	See Footnote <u>(1)</u>

# Edgar Filing: WATSA V PREM ET AL - Form 4

Common Shares	12/24/2012	P	500,000	A	\$ 6.2088	28,915,200	I	See Footnote (1)
Common Shares	12/26/2012	P	800,000	A	\$ 6.2312	29,715,200	I	See Footnote (1)

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 displays a currently valid OMB control number.**

SEC 1474  
(9-02)

**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. Number of Derivative Securities Owned Beneficially (Instr. 5)
				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
FAIRFAX FINANCIAL HOLDINGS LTD/ CAN 95 WELLINGTON STREET WEST SUITE 800 TORONTO, A6 M5J 2N7	X
WATSA V PREM ET AL 95 WELLINGTON STREET WEST SUITE 800 TORONTO, A6 M5J 2N7	X
1109519 ONTARIO LTD 95 WELLINGTON STREET WEST SUITE 800 TORONTO, A6 M5J 2N7	X

SIXTY TWO INVESTMENT CO LTD  
1600 CATHEDRAL PLACE  
925 WEST GEORGIA ST.  
VANCOUVER, A1 V6C 3L3

X

810679 ONTARIO LTD  
95 WELLINGTON STREET WEST  
SUITE 800  
TORONTO, A6 M5J 2N7

X

ODYSSEY REINSURANCE CO  
300 FIRST STAMFORD PLACE  
STAMFORD, CT 06902

X

## Signatures

/s/ V. Prem Watsa, Chairman and Chief Executive Officer

12/27/2012

\_\_Signature of Reporting Person

Date

/s/ V. Prem Watsa

12/27/2012

\_\_Signature of Reporting Person

Date

/s/ V. Prem Watsa, President

12/27/2012

\_\_Signature of Reporting Person

Date

/s/ V. Prem Watsa, President

12/27/2012

\_\_Signature of Reporting Person

Date

/s/ V. Prem Watsa, President

12/27/2012

\_\_Signature of Reporting Person

Date

/s/ Kirk M. Reische, Vice President

12/27/2012

\_\_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).

(1) The Common Shares are held by Fairfax Financial Holdings Limited ("Fairfax"), certain of its subsidiaries and the pension plans of certain subsidiaries of Fairfax, including, following the transactions reported herein, 277,000 Common Shares held directly by V. Prem Watsa, 544,000 Common Shares held by Northbridge Commercial Insurance Corporation, 781,000 Common Shares held by Federated Insurance Company of Canada, 1,578,000 Common Shares held by Northbridge Indemnity Insurance Corporation, 2,230,200 Common Shares held by Northbridge General Insurance Corporation, and its subsidiaries, 2,048,400 Common Shares held by TIG Insurance Company, 2,500,000 Common Shares held by Zenith Insurance Company 11,390,100 Common Shares held by Odyssey Reinsurance Company, 3,643,500 Common Shares held by Riverstone Insurance Ltd., 2,800,000 Common Shares held by Advent Capital (Holdings) Ltd. and 1,023,000 Common Shares held by Clearwater Insurance Company.

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.