

SANDRIDGE ENERGY INC
 Form 3
 November 05, 2007

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Ares Corporate Opportunities Fund II, L.P. | | (Month/Day/Year) | SANDRIDGE ENERGY INC [SD] | |
| (Last) | (First) | 11/05/2007 | | |
| | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| C/O ARES MANAGEMENT LLC,Â 1999 AVENUE OF THE STARS, SUITE 1900 | | | | |
| (Street) | | | (Check all applicable) | |
| LOS ANGELES,Â CAÂ 90067 | | | <input checked="" type="checkbox"/> Director | <input checked="" type="checkbox"/> 10% Owner |
| (City) | (State) | (Zip) | <input type="checkbox"/> Officer | <input type="checkbox"/> Other |
| | | | (give title below) (specify below) | |
| | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| | | | <input type="checkbox"/> Form filed by One Reporting Person | |
| | | | <input checked="" type="checkbox"/> Form filed by More than One Reporting Person | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|--|---|--|
| Common Stock, par value \$0.001 per share | \$ 13,333,333 | I | See footnote <u>(1)</u> <u>(2)</u> <u>(3)</u> <u>(4)</u> |

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security | 4. Conversion or Exercise | 5. Ownership Form of | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|---------------------------|----------------------|--|
|---|---|--|---------------------------|----------------------|--|

| Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Price of Derivative Security | Derivative Security: Direct (D) or Indirect (I) |
|------------------|-----------------|-------|----------------------------|------------------------------|---|
| | | | | | |

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 | â X | â X | â | â |
| ACOF Management II, L.P. C/O ARES MANAGEMENT LLC 1999 AVENUE OF THE STARS, SUITE 1900 LOS ANGELES, CA 90067 | â X | â | â | â |
| ACOF Operating Manager II, L.P. C/O ARES MANAGEMENT LLC 1999 AVENUE OF THE STARS, SUITE 1900 LOS ANGELES, CA 90067 | â X | â | â | â |
| ARES MANAGEMENT LLC C/O ARES MANAGEMENT LLC 1999 AVENUE OF THE STARS, SUITE 1900 LOS ANGELES, CA 90067 | â X | â | â | â |
| ARES PARTNERS MANAGEMENT CO LLC C/O ARES MANAGEMENT LLC 1999 AVENUE OF THE STARS, SUITE 1900 LOS ANGELES, CA 90067 | â X | â | â | â |

Signatures

See signatures attached as Exhibit 99.1 11/05/2007

Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) This Form 3 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 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

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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 3 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.

Â

Remarks:

Additional Reporting Persons: (i) Ares SandRidge, L.P., c/o Ares Management LLC, 1999 Avenue C

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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