SANDRIDGE ENERGY INC

Form 4 April 19, 2012

FORM 4

OMB APPROVAL

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

Washington, D.C. 20549

January 31, Expires: 2005

Form 4 or Form 5

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

Estimated average burden hours per response... 0.5

obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Dynamic Offshore Holding, LP

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol

SANDRIDGE ENERGY INC [SD]

(Check all applicable)

(Last)

(First)

(Middle)

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

4. If Amendment, Date Original

Director

10% Owner

712 FIFTH AVENUE, 51ST FLOOR 04/17/2012

X Other (specify Officer (give title below) below)

Former 10% Holder

(Street)

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

Filed(Month/Day/Year)

Form filed by One Reporting Person X_ Form filed by More than One Reporting

Person

NEW YORK, NY 10019

(City) (State) (Zip) 1.Title of 2. Transaction Date 2A. Deemed

3. 4. Securities Acquired (A)

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

7. Nature of Ownership Indirect Form: Beneficial

Ownership

(Instr. 4)

Security (Month/Day/Year) Execution Date, if (Instr. 3) (Month/Day/Year)

Transaction Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)

Direct (D) Owned Following or Indirect Reported

Transaction(s) (Instr. 4)

or Code V Amount (D)

73,961,553

Price

0

\$0

(A)

D

(Instr. 3 and 4)

5. Amount of

Beneficially

Securities

 $D^{(2)}(3)$

04/17/2012 Stock

Common

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

 $\mathbf{J}^{(1)}$

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

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1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	isable and	7. Titl	le and	8. Price of	9
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber		Expiration Da	ate Amou		int of	Derivative	J
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	,
(Instr. 3)	Price of		(Month/Day/Year)	r) (Instr. 8) Derivative Securities Acquired (A) or				Securities		(Instr. 5)]
	Derivative							(Instr.	3 and 4)		(
	Security										J
											J
					Disposed						-
				of (D) (Instr. 3, 4, and 5)							(
									Amount		
									Amount		
						Date	Expiration	on Title Nun of	Or		
						Exercisable Date	Date		Number		
				C-J- V	(A) (D)						
				Coue v	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Dynamic Offshore Holding, LP 712 FIFTH AVENUE 51ST FLOOR NEW YORK, NY 10019

Former 10% Holder

Dynamic Offshore Holding GP, LLC 712 FIFTH AVENUE 51ST FLOOR NEW YORK, NY 10019

Former 10% Holder

Signatures

Tom Walker, Authorized Person of Dynamic Offshore Holding GP, LLC, the general partner of the reporting person

04/19/2012

9. Nu Deriv Secur Bene Own Follo Repo Trans

**Signature of Reporting Person

Date

Tom Walker, Authorized Person of the reporting person

04/19/2012

**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) Distribution to its limited partners.
- (2) This form is filed jointly by Dynamic Offshore Holding GP, LLC ("DOH GP"), the general partner of Dynamic Offshore Holding, LP ("DOH").
- (3) These securities were directly held by DOH. DOH GP may have been deemed to own these securities.

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.

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