

SANDRIDGE ENERGY INC  
Form SC 13D/A  
April 25, 2018

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934  
(Amendment No. 3)\*

SandRidge Energy, Inc.  
(Name of Issuer)

Common Stock, par value \$0.001 per share  
(Title of Class of Securities)

80007P869  
(CUSIP Number)

Brian Meyer  
Fir Tree Capital Management LP  
55 West 46th Street, 29th Floor  
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(212) 599-0090

Eleazer Klein, Esq.  
Schulte Roth & Zabel LLP  
919 Third Avenue  
New York, NY 10022  
(212) 756-2000  
(Name, Address and Telephone Number of Person  
Authorized to Receive Notices and  
Communications)

April 23, 2018  
(Date of Event Which Requires Filing of This  
Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), Rule 13d-1(f) or Rule 13d-1(g), check the following box.

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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**1** NAME OF REPORTING PERSON

Fir Tree Capital Management LP

**2** CHECK THE APPROPRIATE BOX IF A MEMBER OF (b) A GROUP

**3** SEC USE ONLY SOURCE OF FUNDS

**4** AF CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)

**5** CITIZENSHIP OR PLACE OF ORGANIZATION

New York

SOLE VOTING POWER

**7** 2,053,613 shares of Common Stock (including 460,658 shares of Common Stock issuable upon exercise of Warrants)

**8** NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH: SHARED VOTING POWER

-0-  
SOLE  
DISPOSITIVE  
POWER

2,053,613  
shares of  
**9** Common Stock  
(including  
460,658 shares  
of Common  
Stock issuable  
upon exercise  
of Warrants)  
SHARED  
**10** DISPOSITIVE  
POWER

-0-  
AGGREGATE  
AMOUNT  
BENEFICIALLY  
OWNED BY EACH  
PERSON

**11** 2,053,613 shares of  
Common Stock  
(including 460,658  
shares of Common Stock  
issuable upon exercise of  
Warrants)

**12** CHECK IF THE  
AGGREGATE  
AMOUNT IN  
ROW (11) ..  
EXCLUDES  
CERTAIN  
SHARES

**13** PERCENT OF CLASS  
REPRESENTED BY  
AMOUNT IN ROW (11)

**14** 5.73%  
TYPE OF REPORTING  
PERSON

IA, CO

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This Amendment No. 3 ("Amendment No. 3") amends the statement on Schedule 13D filed with the Securities and Exchange Commission (the "SEC") on November 20, 2017 (the "Original Schedule 13D"), Amendment No. 1 to the Original Schedule 13D filed on December 18, 2017 ("Amendment No. 1") and Amendment No. 2 to the Original Schedule 13D filed on April 9, 2018 ("Amendment No. 2," and together with the Original Schedule 13D, Amendment No. 1 and this Amendment No. 3, the "Schedule 13D") with respect to the shares of Common Stock, par value \$0.001 per share (the "Common Stock"), of SandRidge Energy, Inc., a Delaware corporation (the "Issuer"). Capitalized terms used herein and not otherwise defined in this Amendment No. 3 have the meanings set forth in the Schedule 13D. This Amendment No. 3 amends Items 3 and 5(a)-(c) as set forth below.

**Item 3. SOURCE AND AMOUNT OF FUNDS OR OTHER CONSIDERATION**

The Reporting Person used a total of \$29,554,601.49 to acquire the Common Stock and Warrants to purchase Common Stock reported in this Schedule 13D. The source of the funds used to acquire the shares of Common Stock reported herein is the working capital of the Fir Tree Funds.

**Item 5. INTEREST IN SECURITIES OF THE ISSUER**

Item 5 of the Schedule 13D is hereby amended and restated as follows:

- (a) See rows (11) and (13) of the cover pages to this Schedule 13D for the aggregate number of shares of Common Stock and percentages of the shares of Common Stock beneficially owned by the Reporting Person. The percentages used in this Schedule 13D are calculated based upon 35,405,022 shares of Common Stock issued and outstanding as of April 13, 2018, as reported in the Issuer's Preliminary Proxy Statement on Form PREC14A, filed with the SEC on April 20, 2018, and assumes the exercise of the Warrants held by the Fir Tree Funds.
- (b) See rows (7) through (10) of the cover pages to this Schedule 13D for the number of shares of Common Stock as to which each Reporting Person has the sole or shared power to vote or direct the vote and sole or shared power to dispose or to direct the disposition.
- (c) Information concerning transactions in the shares of Common Stock effected by the Reporting Person since the filing of Amendment No. 2 is set forth in Schedule A hereto and is incorporated herein by reference. All of the transactions in the shares of Common Stock listed hereto were effected in the open market through various brokerage entities.

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SIGNATURES

After reasonable inquiry and to the best of his or its knowledge and belief, the undersigned certifies that the information set forth in this statement is true, complete and correct.

Date: April 25, 2018

FIR TREE CAPITAL MANAGEMENT LP

/s/ Brian Meyer

Name: Brian Meyer

Title: General Counsel

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Schedule A

This Schedule sets forth information with respect to each purchase and sale of shares of Common Stock which were effectuated by the Reporting Person since the filing of Amendment No. 2. All transactions were effectuated in the open market through a broker.

**Trade Date Shares Purchased (Sold) Price Per Share (\$)**

04/25/2018	(10,305)	14.8703
04/25/2018	(52,448)	14.8726
04/24/2018	(35,562)	14.9316
04/24/2018	(5,000)	14.8822
04/23/2018	(18,500)	14.8881
04/23/2018	(31,500)	14.7288
04/20/2018	(19,100)	14.5569
04/19/2018	(7,300)	14.8973
04/19/2018	(34,000)	14.8557
04/18/2018	(81,600)	14.8283
04/17/2018	(10,500)	14.4643
04/17/2018	(1,100)	14.4200
04/16/2018	(25,000)	14.6140
04/16/2018	(11,427)	14.5626
04/13/2018	(30,734)	14.5948
04/13/2018	(40,441)	14.6110
04/12/2018	(13,055)	14.2552
04/11/2018	(17,020)	14.2566
04/10/2018	(36,446)	14.2117