

**Report of Organizational Actions
 Affecting Basis of Securities**

▶ See separate instructions.

Part I Reporting Issuer

1 Issuer's name SandRidge Energy, Inc.		2 Issuer's employer identification number (EIN) 20-8084793	
3 Name of contact for additional information Duane Grubert	4 Telephone No. of contact 405-429-5500	5 Email address of contact dgrubert@sandridgeenergy.com	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact 123 Robert S. Kerr Avenue		7 City, town, or post office, state, and Zip code of contact Oklahoma City, OK 73102	
8 Date of action February 13, 2017		9 Classification and description Conversion of Mandatorily Convertible Notes	
10 CUSIP number 80007PBC2	11 Serial number(s) Not applicable	12 Ticker symbol Not Applicable	13 Account number(s) Not Applicable

Part II Organizational Action Attach additional statements if needed. See back of form for additional questions.

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ▶ **On February 13, 2017 SandRidge Energy, Inc. (the "Company") announced that the refinancing of the Company's Reserve Based Credit Facility triggered a mandatory conversion under the terms of the indenture governing the 0.00% convertible senior subordinated notes due 2020 (the "Convertible Notes"). Upon settlement of the mandatory conversion on February 15, 2017, the \$264 million principal amount of the outstanding Convertible Notes was converted into approximately 14.1 million shares of the Company's common stock. The holders of the Convertible Notes received common shares at a conversion ratio of 0.053308411 per \$1 principal of outstanding Convertible Notes.**

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ▶ **The Company is taking the position that the conversion described in line 14 qualifies as a recapitalization under Section 368(a)(1)(E) of the Internal Revenue Code. If such is the case, the convertible note holders should take an adjusted tax basis in the Company common stock equal to such recipient's tax basis in the Convertible Notes immediately prior to the conversion, less basis allocation to cash received in lieu of fractional shares, if any. The Company does not have information with respect to any Convertible Notes tax basis or holding period in the Convertible Notes.**

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ▶ **Assuming the transaction described in Line 14 qualifies as a recapitalization under Section 368(a)(1)(E) of the Internal Revenue Code, Company common shares received in the mandatory conversion will have an adjusted tax basis equal to the Convertible Note holder's tax basis of the Convertible Notes prior to the conversion, less basis allocated to cash received in lieu of fractional shares, if any.**

Part II Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶
Section 368(a)(1)(E) - Recapitalization

18 Can any resulting loss be recognized? ▶ **No loss can be recognized for US federal income tax purposes with regard to the conversion of the Convertible Notes into Company common stock assuming the transaction described in Line 14 qualifies as a recapitalization under Section 368(a)(1)(E), except that a holder of the Convertible Notes who receives cash in lieu of a fractional share of common stock in connection with the conversion of such noteholder's Convertible Notes may recognize loss in an amount equal to the difference between the noteholder's tax basis allocable to such fractional share, if any.**

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶
The transaction described in Line 14 settled on February 15, 2017. The company cannot offer tax advice. Creditors and shareholders should consult their tax advisor regarding the application of the Internal Revenue Code to a particular circumstance. The reportable tax year is 2017 with respect to calendar year taxpayers.

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here
Signature ▶ *Lisa E. Klein* Date ▶ *4/13/17*

Print your name ▶ **Lisa E. Klein** Title ▶ **Vice President - Financial Reporting**

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ▶				Firm's EIN ▶
	Firm's address ▶				Phone no.