

SANDRIDGE ENERGY INC  
Form DFAN14A  
February 19, 2013

SCHEDULE 14A  
Consent Statement Pursuant to Section 14(a)  
of the Securities Exchange Act of 1934 (Amendment No. \_\_)

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Consent Statement  
 Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))  
 Definitive Consent Statement  
 Definitive Additional Materials  
 Soliciting Material Pursuant to § 240.14a-12

SandRidge Energy, Inc.

(Name of Registrant as Specified In Its Charter)

TPG-Axon Management LP  
TPG-Axon Partners GP, L.P.  
TPG-Axon GP, LLC  
TPG-Axon Partners, LP  
TPG-Axon International, L.P.  
TPG-Axon International GP, LLC  
Dinakar Singh LLC  
Dinakar Singh  
Stephen C. Beasley  
Edward W. Moneypenny  
Fredric G. Reynolds  
Peter H. Rothschild  
Alan J. Weber  
Dan A. Westbrook

(Name of Person(s) Filing Consent Statement, if other than the Registrant)

Payment of Filing Fee (check the appropriate box):

- No fee required.  
 Fee computed on table below per Exchange Act Rule 14a-6(i)(4) and 0-11.

1) Title of each class of securities to which transaction applies:

- 2) Aggregate number of securities to which transaction applies:
  
- 3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):
  
- 4) Proposed maximum aggregate value of transaction:
  
- 5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2)

and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

- 1) Amount Previously Paid:
  
  - 2) Form, Schedule or Registration Statement No.:
  
  - 3) Filing Party:
  
  - 4) Date Filed:
-

On February 15, 2013, TPG-Axon Management LP and its affiliates (collectively, "TPG-Axon") issued a press release announcing the recommendation by Institutional Shareholder Services that the bylaws of SandRidge Energy, Inc. ("SandRidge") be amended pursuant to TPG-Axon's consent solicitation and that the stockholders of SandRidge replace a majority of SandRidge's board of directors with five individuals nominated by TPG-Axon. A copy of the press release is attached hereto as Exhibit 1.