

SANDRIDGE ENERGY INC  
Form SC 13G/A  
February 10, 2017

CUSIP No: 80007P869

**SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

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**SCHEDULE 13G**

(Rule 13d-102)

**INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT  
TO § 240.13d-1(b), (c) AND (d) AND AMENDMENTS THERETO FILED  
PURSUANT TO § 240.13d-2.**

(Amendment No. 1)\*

**SandRidge Energy, Inc.**

(Name of Issuer)

**Common Stock, \$.001 par value per share**

(Title of Class of Securities)

**80007P869**

(CUSIP Number)

**December 31, 2016**

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

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\*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 the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for 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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CUSIP No: 80007P869

- |      |   |                       |
|------|---|-----------------------|
| (1)  | Names of Reporting Persons<br>CVI Opportunities Fund I, LLLP                            |                       |
| (2)  | Check the Appropriate Box if a Member of a Group (See Instructions)                     |                       |
|      | (a)   | <input type="radio"/> |
|      | (b)   | <input type="radio"/> |
| (3)  | SEC Use Only  |                       |
| (4)  | Citizenship or Place of Organization<br>Delaware  |                       |
| (5)  | Sole Voting Power   | 0                     |
| (6)  | Shared Voting Power **  | 1,683,398             |
| (7)  | Sole Dispositive Power  | 0                     |
| (8)  | Shared Dispositive Power **   | 1,683,398             |
| (9)  | Aggregate Amount Beneficially Owned by Each Reporting Person<br>1,683,398               |                       |
| (10) | Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) | <input type="radio"/> |
| (11) | Percent of Class Represented by Amount in Row (9)<br>7.8%                               |                       |
| (12) | Type of Reporting Person (See Instructions)<br>PN                                       |                       |

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\*\* Susquehanna Advisors Group, Inc. is the investment manager to CVI Opportunities Fund I, LLLP and as such may exercise voting and dispositive power over these shares.

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CUSIP No: 80007P869

- |      |   |                       |
|------|---|-----------------------|
| (1)  | Names of Reporting Persons<br>Susquehanna Advisors Group, Inc.                          |                       |
| (2)  | Check the Appropriate Box if a Member of a Group (See Instructions)                     |                       |
|      | (a) <input type="radio"/>   |                       |
|      | (b) <input type="radio"/>   |                       |
| (3)  | SEC Use Only  |                       |
| (4)  | Citizenship or Place of Organization<br>Pennsylvania                                    |                       |
| (5)  | Sole Voting Power   | 0                     |
| (6)  | Shared Voting Power **  | 1,683,398             |
| (7)  | Sole Dispositive Power  | 0                     |
| (8)  | Shared Dispositive Power **   | 1,683,398             |
| (9)  | Aggregate Amount Beneficially Owned by Each Reporting Person<br>1,683,398               |                       |
| (10) | Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) | <input type="radio"/> |
| (11) | Percent of Class Represented by Amount in Row (9)<br>7.8%                               |                       |
| (12) | Type of Reporting Person (See Instructions)<br>CO                                       |                       |

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\*\* Susquehanna Advisors Group, Inc. is the investment manager to CVI Opportunities Fund I, LLLP and as such may exercise voting and dispositive power over these shares.

CUSIP No: 80007P869

**Item 1.**

- (a) Name of Issuer  
SandRidge Energy, Inc. (the Company )
- (b) Address of Issuer's Principal Executive Offices  
123 Robert S. Kerr Avenue, Oklahoma City, OK 73102

**Item 2(a).**

Name of Person Filing

This statement is filed by the entities listed below, who are collectively referred to herein as Reporting Persons, with respect to the shares of Common Stock of the Company, \$.001 par value per share (the Shares ).

(i) CVI Opportunities Fund I, LLLP

**Item 2(b).**

(ii) Susquehanna Advisors Group, Inc.  
Address of Principal Business Office or, if none, Residence

The address of the principal business office of CVI Opportunities Fund I, LLLP is:

One Commerce Center

1201 N. Orange Street

Suite 715

Wilmington, DE 19801

The address of the principal business office of Susquehanna Advisors Group, Inc. is:

401 City Avenue

Suite 220

Bala Cynwyd, PA 19004

**Item 2(c).**

Citizenship

Citizenship is set forth in Row 4 of the cover page for each Reporting Person hereto and is incorporated herein by reference for each such Reporting Person.

**Item 2(d)**

Title of Class of Securities

Common Stock, \$.001 par value per share

**Item 2(e)**

Edgar Filing: SANDRIDGE ENERGY INC - Form SC 13G/A

CUSIP Number  
80007P869

**Item 3.**

**If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:**

- (a)  Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o).
- (b)  Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).
- (c)  Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).
- (d)  Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
- (e)  An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);
- (f)  An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);
- (g)  A parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G);
- (h)  A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i)  A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j)  A non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J);
- (k)  Group, in accordance with Rule 13d-1(b)(1)(ii)(K). If filing as a non-U.S. institution in accordance with

§ 240.13d-1(b)(1)(ii)(J), please specify the type of institution: \_\_\_\_\_

CUSIP No: 80007P869

**Item 4. Ownership**

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1. The information required by Items 4(a) - (c) is set forth in Rows 5 - 11 of the cover page for each Reporting Person hereto and is incorporated herein by reference for each such Reporting Person.

The Shares owned by the Reporting Persons consist of (i) 703,747 Shares, (ii) Series A Warrants, exercisable for 58,989 Shares, (iii) Series B Warrants, exercisable for 24,837 Shares, and (iv) \$16,807,229 principal amount of convertible notes, which are convertible into 895,825 Shares. The Company's Quarterly Report on Form 10-Q, filed on November 8, 2016 indicates there were 20,575,551 Shares outstanding as of October 31, 2016.

Susquehanna Advisors Group, Inc., which serves as the investment manager to CVI Opportunities Fund I, LLLP, may be deemed to be the beneficial owner of all Shares owned by CVI Opportunities Fund I, LLLP. Each of the Reporting Persons hereby disclaims any beneficial ownership of any such Shares, except for their pecuniary interest therein.

**Item 5. Ownership of Five Percent or Less of a Class**

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following:

**Item 6. Ownership of More than Five Percent on Behalf of Another Person**

Not applicable.

**Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person**

Not applicable.

**Item 8. Identification and Classification of Members of the Group**

Not Applicable

**Item 9. Notice of Dissolution of Group**

Not applicable.

CUSIP No: 80007P869

**Item 10. Certification**

By signing below each of the undersigned certifies that, to the best of its knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURES

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

Dated: February 10, 2017

CVI OPPORTUNITIES FUND I, LLLP

By: Susquehanna Advisors Group, Inc., Inc. pursuant to a Limited Power of Attorney, a copy of which is attached as Exhibit I to the original filing on Schedule 13G.

By: /s/ Brian Sopinsky  
Name: Brian Sopinsky  
Title: Assistant Secretary

SUSQUEHANNA ADVISORS GROUP, INC.

By: /s/ Brian Sopinsky  
Name: Brian Sopinsky  
Title: Assistant Secretary



CUSIP No: 80007P869

**EXHIBIT INDEX**

<b>EXHIBIT</b>		<b>DESCRIPTION</b>
I	Limited Power of Attorney*	
II	Joint Filing Agreement*	

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\*Previously filed.