

Edgar Filing: SandRidge Mississippian Trust II - Form 4

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
Subordinated Units representing Beneficial Interests	(2)	04/23/2012		P	12,431,250	(2) (2)	Common Units representing Beneficial Ownership

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SANDRIDGE ENERGY INC 123 ROBERT S. KERR AVENUE OKLAHOMA CITY, OK 73102-6406			X	

Signatures

SandRidge Energy, Inc. By: /s/ Philip T. Warman, Senior Vice President and General
Date: 04/24/2012

__Signature of Reporting Person

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).
- On April 23, 2012, in connection with a registered public offering by the Issuer of its Common Units, SandRidge Exploration and Production, LLC ("SandRidge E&P"), a Delaware limited liability company and wholly owned subsidiary of SandRidge Energy, Inc.
- (1) ("SandRidge"), conveyed royalty interests in certain of its oil and natural gas properties located in the Mississippian formation in northern Oklahoma and southern Kansas to the Issuer in exchange for 7,393,750 Common Units of the Issuer, 12,431,250 Subordinated Units of the Issuer and approximately 590 million dollars in cash.
- (2) The Subordinated Units listed in Table II will automatically convert into Common Units on a one-for-one basis at the end of the fourth full calendar quarter following the satisfaction by SandRidge of its drilling obligation with respect to the Development Wells set forth in that certain Development Agreement, dated as of April 23, 2012, by and among SandRidge, SandRidge E&P and the Issuer, which drilling obligation must be satisfied no later than December 31, 2016.

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.