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## Icahn Wrests Control of Sandridge Energy in Proxy Contest

The tenacity of billionaire Carl Icahn has prevailed over the management of Sandridge Energy, with the activist investor on Tuesday winning a majority of the seats on the Oklahoma oil and gas producer's board of directors.

Sandridge shareholders made their desire for change clear, choosing Icahn-backed nominees Jonathan Christodoro, John Lipinski, Bob Alexander and Randolph Read to fill four of seven board slots (OD Jun.18'18).

Interim CEO Bill Griffin and recently added director Sylvia Barnes retained their seats on the board, although it remains to be seen whether the pair will opt to stay. A final tally for the seventh board seat remained undetermined.

Sandridge shareholders also rejected a so-called "poison pill" concocted by the board earlier this year, which was effectively a mechanism to block one investor or an allied group of them from aggregating a stake of 10% or more in the company (OD Nov.28'17).

Sandridge has been in Icahn's crosshairs since the board's attempt to buy Midcontinent rival Bonanza Creek Energy last November (OD Nov.16'17). Icahn assembled a 13.5% stake in the company — making him the company's largest shareholder — and he was joined by like-minded hedge funds that amplified his influence, forcing

Sandridge to scuttle the deal (OD Dec.29'17).

Still, Icahn relentlessly blasted the board for deeds going back two years to its bankruptcy and handling of founder Tom Ward's ouster (OD Jan.2'18).

Sandridge has struggled to find its footing after emerging from bankruptcy in October 2016. On Jun. 15, the company said it had signed confidentiality agreements with 17 bidders, including Icahn, who wished to buy the Mississippian Lime pure-play.

Shareholders are increasingly attuned to the leanings of activist investors, said Christopher Hewitt, a corporate lawyer in the Cleveland office of Tucker Ellis who advises companies on takeover preparedness and defense.

"They are more accepting of activists running proxy contests," he told *Oil Daily*. "They don't view them as pirates anymore. Institutions are voting for [dissidents]. That's why you don't see many of them go all the way like this. The writing is usually on the wall."

Neither Icahn nor representatives for Sandridge were available for comment.

Sandridge's stock price was up nearly 7.5% on Tuesday.

**Deon Daugherty, Houston**