



Conflict of Interest Policy

Effective: 10/01/2015 Reviewed/Updated: 09/18/2019

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SandRidge employees must be free from conflicts of interest that could adversely influence their judgment, objectivity or loyalty to the Company in conducting SandRidge business. The Company recognizes that employees may take part in legitimate financial, business, charitable and other activities outside their jobs, but any potential conflicts of interest raised by those activities must be disclosed promptly to management, as even the appearance of a conflict of interest can damage the Company.

Policy Statement

Employees must adhere to the following necessary actions to ensure appropriate disclosure and approval:

- Request written approval from Management for outside activities, financial interests or relationships that may pose a real or potential conflict of interest. Remember that management approval is subject to ongoing review, so employees must periodically update management on their involvement with outside ventures
- Obtain necessary approvals before accepting any position as an officer or director of an outside business concern.
- Advise management prior to serving on the Board of Directors of a bona fide charitable, educational or other nonprofit organization.

The following activities are prohibited in order to safeguard against potential conflicts:

- Working with or for a business, outside the scope of your SandRidge responsibilities, that is a direct or indirect competitor, distributor, supplier or customer of SandRidge.
- Having a second job or consulting relationship that affects your ability to satisfactorily perform your SandRidge assignments.
- Having a financial interest or relationship with a SandRidge competitor, supplier or customer (except for insignificant stock interests in publicly-held companies).
- Receiving personal discounts or other benefits from suppliers, service providers or customers that are not available to all SandRidge employees.
- Engaging in personal relationships with employees of SandRidge vendors and/or contractors where parties in the relationship may receive or give unfair advantage or preferential treatment because of the relationship.
- Taking part in any SandRidge business decision or activity involving a company that employs your spouse, family member or member of your household.
- Using nonpublic SandRidge information for your personal gain or advantage or for the gain or advantage of another, including the purchase or sale of securities in a business with which SandRidge is interested in acquiring, selling or otherwise establishing or terminating business relations. Employees should maintain the confidentiality of nonpublic SandRidge information except when disclosure is authorized by SandRidge or required or protected by law.

Additionally, having a direct or indirect financial interest in oil and gas activities within the Company's areas of operation may pose a potential conflict and requires disclosure and approval.