

SandRidge Permian Trust
Form 8-K
August 12, 2011

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): **August 10, 2011**

SANDRIDGE PERMIAN TRUST

(Exact name of registrant as specified in its charter)

Delaware
(State or Other Jurisdiction of
Incorporation or Organization)

1-35274
(Commission File Number)

45-6276683
(I.R.S. Employer
Identification No.)

919 Congress Avenue, Suite 500
Austin, Texas
(Address of Principal Executive Offices)

78701
(Zip Code)

Registrant's Telephone Number, including Area Code: **(512) 236-6599**

Not Applicable.

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(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 1.01 Entry into a Material Definitive Agreement.

On August 10, 2011, SandRidge Permian Trust (the Trust) and SandRidge Energy, Inc. (SandRidge) entered into an underwriting agreement, by and among the Trust, SandRidge and the underwriters named therein (the Underwriters) providing for the offer and sale by the Trust in a firm commitment underwritten offering of 30,000,000 common units of beneficial interest in the Trust (Common Units). The public offering price per Common Unit was \$18.00. Pursuant to the Underwriting Agreement, the Trust also granted the Underwriters a 30-day option to purchase an additional 4,500,000 Common Units to cover over-allotments, if any.

A copy of the Underwriting Agreement is filed as Exhibit 1.1 to this Form 8-K and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

| Exhibit No. | Description |
|--------------------|--|
| 1.1 | Underwriting Agreement, dated August 10, 2011, by and among SandRidge, the Trust, and Morgan Stanley & Co. LLC., Raymond James & Associates, Inc., RBC Capital Markets, LLC and Wells Fargo Securities, LLC, as representatives of the several Underwriters. |

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

SandRidge Permian Trust

By: The Bank of New York Mellon Trust
Company, N.A., as Trustee

By: /s/ Michael J. Ulrich
Name: Michael J. Ulrich
Title: Vice-President

Date: August 12, 2011

Exhibit Index

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