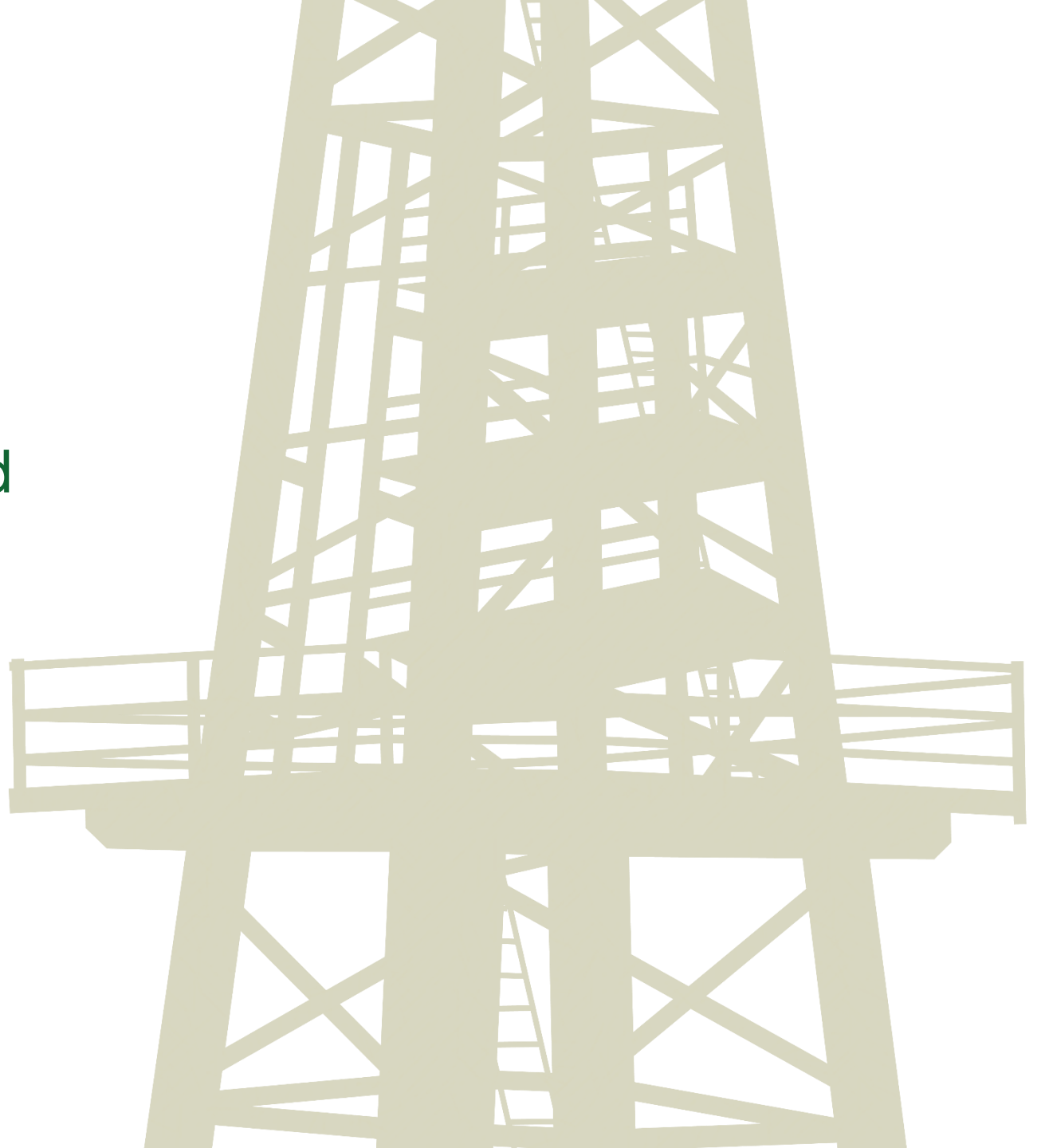




Combination of Midstates and SandRidge Energy Creates Substantial Value

February 6, 2018



Forward-Looking Statements

This presentation contains forward-looking statements within the meaning of the federal Securities laws. All statements included in this presentation, other than statements of historical fact, regarding the Company's strategy, goals, future operations, financial position, estimated revenues and losses, projected costs, prospects, plans and objectives of management are forward-looking statements. When used in this presentation, the words "could," "believe," "anticipate," "intend," "estimate," "expect," "may," "continue," "predict," "potential," "project," "guidance," and similar expressions are intended to identify forward-looking statements, although not all forward-looking statements contain such identifying words. Without limiting the generality of the foregoing, these statements are based on certain assumptions made by the Company based on management's experience, expectations and perception of historical trends, current conditions, anticipated future developments and other factors believed to be appropriate. These forward-looking statements include statements of anticipated changes in the business environment in which the Company operates and the potential benefits of a transaction with SandRidge. There is no assurance that such a potential transaction will be consummated, and it is important to note that actual results could differ materially from those projected in such forward-looking statements. Although the Company believes that its plans, intentions and expectations reflected in or suggested by the forward-looking statements made in this presentation are reasonable, the Company gives no assurance that actual future results will not differ materially from those forecasted in this presentation. Moreover, such statements are subject to a number of assumptions, risks and uncertainties, many of which are beyond the control of the Company, which may cause actual results to differ materially from those implied or expressed by the forward-looking statements. Each investor must assess and bear the risk of uncertainty inherent in the forward looking statements in this presentation. The Company discloses important factors that could cause its actual results to differ materially from its expectations in the "Risk Factors" and "Management's Discussion and Analysis of Financial Condition and Results of Operations" sections of the Company's Form 10-K for the year ended December 31, 2016 and Form 10-Q's for the quarter ended March 31, 2017, June 30, 2017, and September 30, 2017, filed with the Securities and Exchange Commission ("SEC"); and its other filings with the SEC. These factors include risks or liabilities assumed as a result of acquisitions, increases in our indebtedness, ability to complete any divestitures or other strategic transactions, ability to meet financial and operating guidance, ability to achieve production targets, successfully manage capital expenditures, and to complete and to test and produce the wells and prospects identified in this presentation; risks related to variations in the market demand for, and prices of, oil and natural gas; uncertainties related to commodity prices, uncertainties about the Company's estimated quantities of oil and natural gas reserves or potential locations; infrastructure for produced water disposal and electricity and current and future ability to dispose of produced water; the adequacy of the Company's capital resources; general economic and business conditions; failure to realize expected value creation from property acquisitions; uncertainties about the Company's ability to replace reserves and economically develop its current reserves; risks related to the concentration of the Company's operations; drilling results; pending litigation; and potential financial losses or earnings reductions from the Company's commodity derivative positions.

Accordingly, you should not place undue reliance on any of the Company's forward-looking statements. All forward-looking statements speak only as of the date on which such statements are made and the Company undertakes no obligation to correct or update any forward-looking statement, whether as a result of new information, future events or otherwise, except as required by applicable law.

Reserve and Non-GAAP Information

This presentation also includes historical and forward-looking financial measures that are not in accordance with generally accepted accounting principles (“GAAP”), including Adjusted EBITDA, unlevered free cash flow, adjusted G&A – Cash, and PV-10. While management believes such measures are useful for investors because they allow for greater transparency with respect to key financial metrics, they should not be used as a replacement for financial measures that are in accordance with GAAP.

We refer to PV-10 as the present value of estimated future net cash flows of estimated proved reserves as calculated in the respective reserve report using a discount rate of 10%. This amount includes projected revenues, estimated production costs and estimated future development costs and estimated cash flows related to future asset retirement obligations. We believe the presentation of PV-10 provides useful information because it is widely used by investors in evaluating oil and natural gas companies without regard to specific income tax characteristics of such entities. PV-10 should not be considered in isolation or as a substitute for the standardized measure of discounted future net cash flows as defined under US GAAP, which is the most directly comparable GAAP financial measure. Additionally, standardized measure is based on proved reserves as of fiscal year end calculated using unweighted arithmetic average first-day-of-the-month prices for the prior 12 months. GAAP does not prescribe any corresponding GAAP measure for PV-10 of reserves adjusted for pricing sensitivities. For these reasons, it is not practicable for us to reconcile PV-10 at strip pricing to GAAP Standardized Measure.

Reconciliations of the non-GAAP measures used in this presentation are included in the tables attached to the Appendix, to the extent available without unreasonable effort. Because GAAP financial measures on a forward-looking basis are not accessible, and reconciling information is not available without unreasonable effort, we have not provided reconciliations for forward-looking non-GAAP measures.

EBITDA and Unlevered Free Cash Flow are non-GAAP measures. Because information reconciling forecasted EBITDA and Unlevered Free Cash Flows to the most comparable GAAP financial measures is unavailable to the company without unreasonable effort, we have not provided reconciliations for forecasted EBITDA and Unlevered Free Cash Flows.

Because information reconciling forecasted Adjusted G&A - Cash to the most comparable GAAP financial measure is unavailable to the company without unreasonable effort, we have not provided reconciliations for forecasted Adjusted G&A - Cash.

The SEC permits oil and gas companies, in their filings with the SEC, to disclose proved reserves, which are those quantities of oil and gas, which, by analysis of geoscience and engineering data, can be estimated with reasonable certainty to be economically producible—from a given date forward, from known reservoirs, and under existing economic conditions, operating methods, and government regulations—prior to the time at which contracts providing the right to operate expire, unless evidence indicates that renewal is reasonably certain, regardless of whether deterministic or probabilistic methods are used for the estimation. SEC rules also permit the disclosure of “probable” and “possible” reserves. We disclose proved reserves but do not disclose probable or possible reserves. We may use certain broader terms such as “EUR” (as defined below) and other descriptions of volumes of potentially recoverable hydrocarbon resources throughout this presentation that the SEC does not permit to be included in SEC filings. These broader classifications do not constitute “reserves” as defined by the SEC, and we do not attempt to distinguish these classifications from probable or possible reserves as defined by SEC guidelines.

We define EUR as the cumulative oil and gas production expected to be economically recovered from a reservoir or individual well from initial production until the end of its useful life. Our estimates of EURs and resource potential have been prepared internally by our engineers and management without review by independent engineers. These estimates are, by their nature, more speculative than estimates of proved, probable and possible reserves and accordingly are subject to substantially greater risk of being actually realized. We include these estimates to demonstrate what we believe to be the potential for future drilling and production by the Company. Actual locations drilled and quantities that may be ultimately recovered from our properties could differ substantially. In addition, we have made no commitment to drill all of the drilling locations which have been attributed to these quantities. Ultimate recoveries will be dependent upon numerous factors including actual encountered geological conditions, the impact of future oil and gas pricing, exploration and development costs, and future drilling decisions and budgets based upon our future evaluation of risk, returns and the availability of capital and, in many areas, the outcome of negotiation of drilling arrangements with holders of adjacent or fractional interest leases. Estimates of resource potential and other figures may change significantly as development of our properties provides additional data.

Our forecast and expectations for future periods are dependent upon many assumptions, including estimates of production decline rates from existing wells, the undertaking and outcome of future drilling activity, including the type curve utilized in evaluating our proved undeveloped locations and reserves, and activity that may be affected by significant commodity price declines or drilling and completion cost increases.

The Company’s estimates of total proved reserves at December 31, 2016 are based on reports provided by Cawley, Gillespie & Associates, Inc., independent petroleum engineers.

A Compelling Proposal for Shareholders of Both Companies

			Pro Forma
Strong, Clean Balance Sheet	✓	✓	✓
Non-Core Assets to Monetize	✓	✓	✓
Robust Free Cash Flow Profile	✓	✗	✓
Dominant Miss Lime Operator	✗	✗	✓
Market Cap ~\$1 billion	✗	✗	✓
Trading Liquidity	✗	✗	✓

Pro Forma Company Capable of Achieving Annual Synergies >\$70 Million

Combination Achieves Critical Mass in the Mid-Con

Stock for Stock Merger

SD holders to
receive 1.068
MPO shares per
SD share

Based on
current closing
prices as of
2/5/18

Pro Forma Ownership

SD holders to
own ~60%

MPO holders to
own ~40%

Governance

MPO CEO to
lead combined
company

Respective
holders to provide
input on Board of
Directors

Aligned Shareholder Base

Combined
ownership
between MPO &
SD over 40%

Fir Tree &
Avenue hold
~40% of MPO;
supportive of this
transaction

Strategic and Financially Accretive Transaction

Focus on Proven Miss Lime Assets

- Leading positions in core Mississippian Lime play that optimize drilling portfolio and allows comprehensive management of water disposal
- Optimize pro forma drilling program to high-grade the combined inventory

Superior Financial Flexibility

- Increased scale, strong balance sheet, and significantly improved free cash flow to afford greater flexibility in allocating capital between reinvestment and return of capital to shareholders

Improved Float

- Market capitalization ~\$1 billion⁽¹⁾, benefiting existing shareholders by increasing the float and attracting institutional and index fund shareholders

Substantial Synergies

- Creates significant shareholder value through >\$70 million of annual cash savings
- Shareholders would see full benefit of highly achievable synergies in the second year

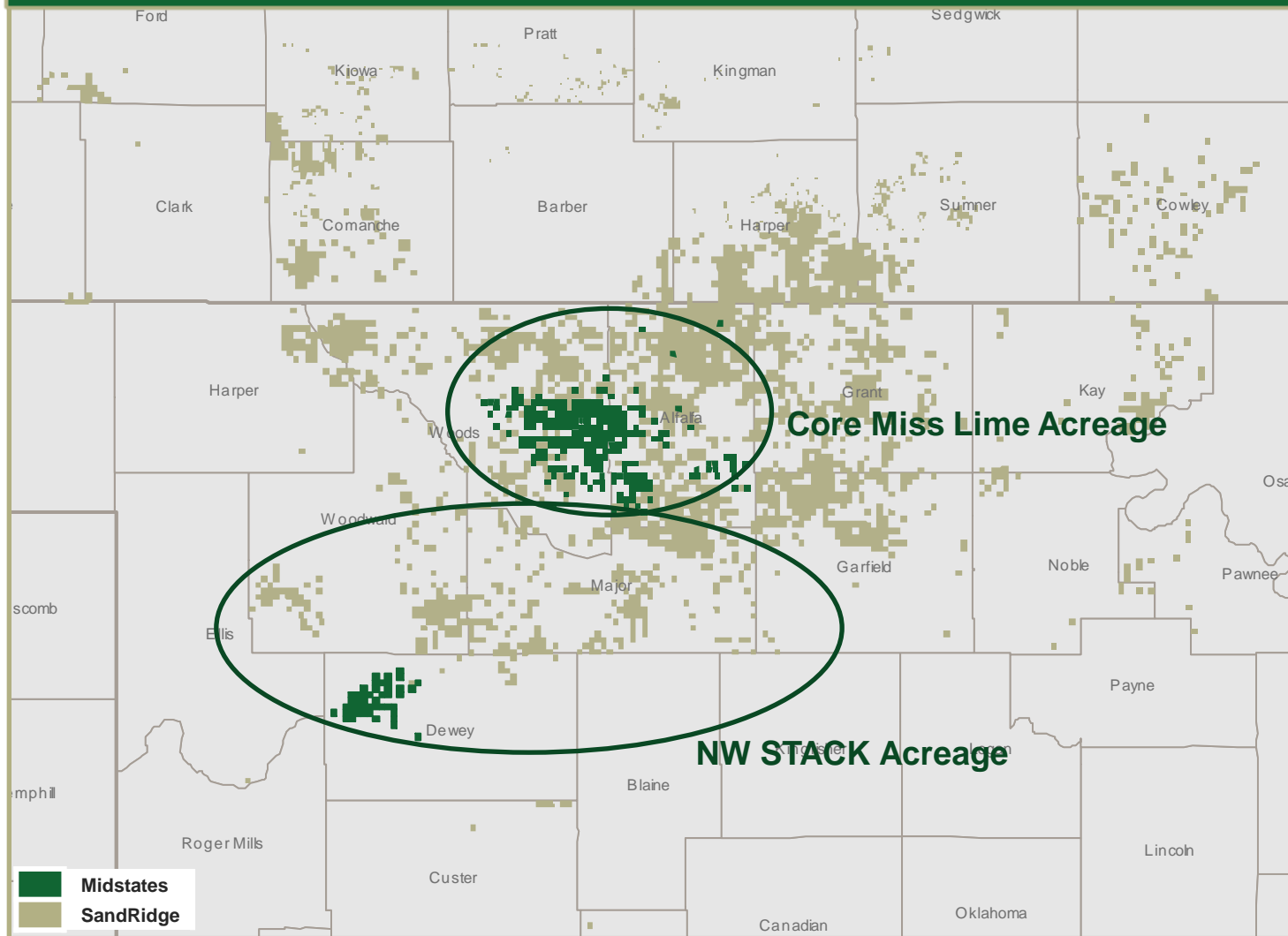
Significant Upside Potential

- Potential upside from completion design enhancement and refracs across the combined Miss Lime footprint
- Control ~75,000 acres in the emerging NW STACK; currently being delineated through attractive DrillCo and other outside operators

Combination Unlocks Significant Value for All Shareholders

Combined Operating Footprint Creates Leader in Mid-Con

Pro Forma Mid-Con Asset Map



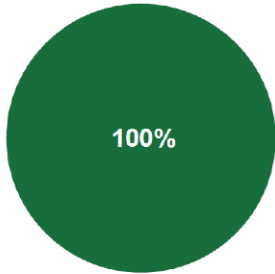
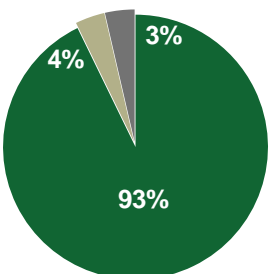
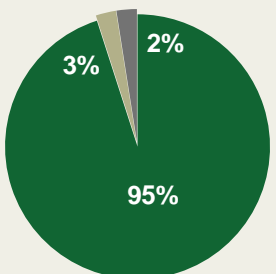
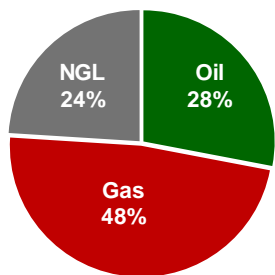
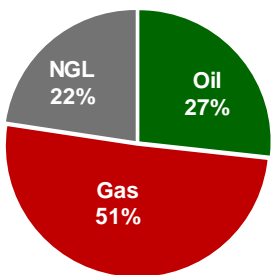
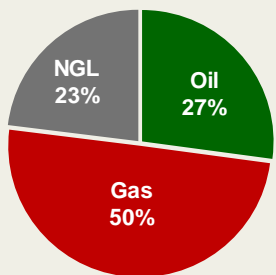


Asset Base Highlights

- Pro forma asset base to include ~456,000 net Miss Lime acres and ~75,000 net NW STACK acres
- Core Woods and Alfalfa Miss Lime acreage position is HBP with infrastructure in place
 - Demonstrated track record of success
 - Continue to optimize asset performance and improve margins
- NW STACK assets currently being de-risked through a DrillCo partnership and other operator activity
 - DrillCo spacing tests have confirmed Meramec and Osage stacked pay

Significant Acreage Overlap Provides Substantial Operating Efficiencies

Complementary Assets Enhance Operating Scale

			Pro Forma
Q3 2017 Production – Mid-Con ⁽¹⁾	17.6 Mboe/d	36.0 Mboe/d	53.6 Mboe/d
2018E EBITDA ⁽²⁾	\$154mm	\$182mm	\$391mm
Mid-Con Net Acres	101,000 acres	430,000 acres	531,000 acres
Market Capitalization (\$MM) ⁽²⁾	\$397	\$588	\$985
Production <div> <div></div> Mid-Con <div></div> North Park <div></div> Permian </div>			
Product Mix			

(1) Pro forma for potential Anadarko sale

(2) Estimates per Wall Street research and market pricing as of 2/5/18. Pro Forma EBITDA includes run-rate EBITDA synergies of \$55mm, additional \$15mm of CAPEX synergies not included

Over \$70 Million of Annual Cash Savings

General & Administrative (~\$40mm/year)	Headquarters Consolidation	❖ Integrate corporate headquarters
	Headcount Reduction	❖ Implement merit-based approach to filling key positions
	Integration of Overlapping Costs	❖ Integrate public company compliance, IT and trim contractor work force
Operational & Technical (~\$30mm/year)	Lease Operating Expense	❖ Reduce LOE with increased scale and field efficiencies
	Non-D&C Capex	❖ Optimize capitalized G&A, workovers, infrastructure, land, seismic, and G&G functions
	Transportation & Marketing	❖ Leverage scale and basin influence to increase price realizations
Additional Upside Opportunities		❖ Optimize drilling inventory and enhance completion design
		❖ Control ~75,000 acres in the emerging NW STACK

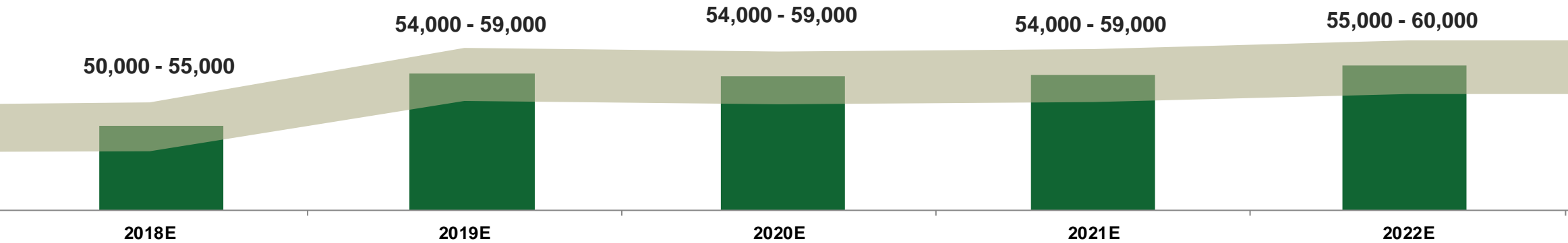
Synergies Drive 2019E-2022E Free Cash Flow of \$400-480 Million

Focused Strategy

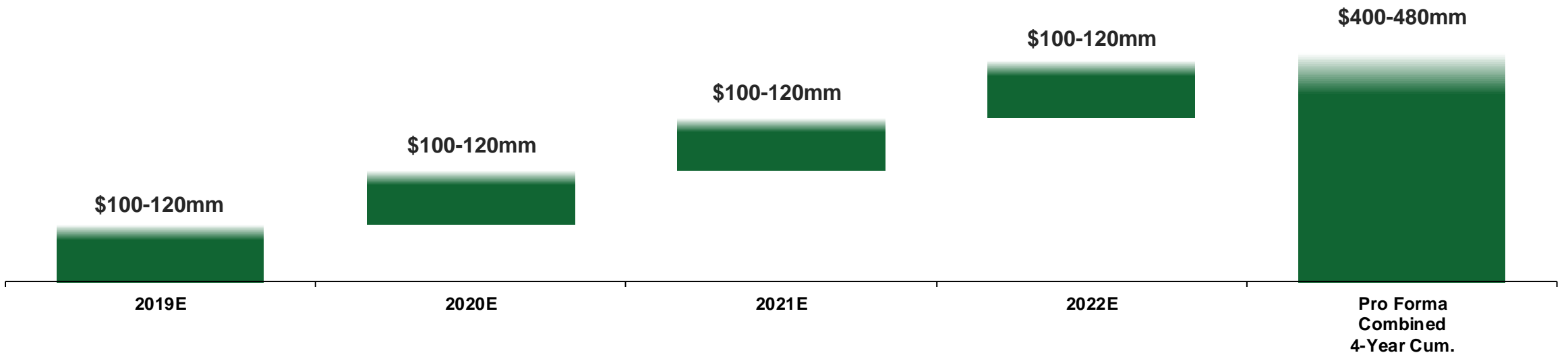
- Realize synergies and drive operational efficiencies
- Manage drilling activity and capex to optimize production levels
- Operate business to generate robust free cash flow
- Disciplined approach to capital allocation, focused on returns
 - Deploy three-rig program across combined Miss Lime position
- Evaluate combined footprint for additional upside potential and portfolio optimization

Optimizing Production and Delivering Free Cash Flow

Illustrative Pro Forma Production Profile (Boe/d)



Illustrative Pro Forma Free Cash Flow Generation⁽¹⁾

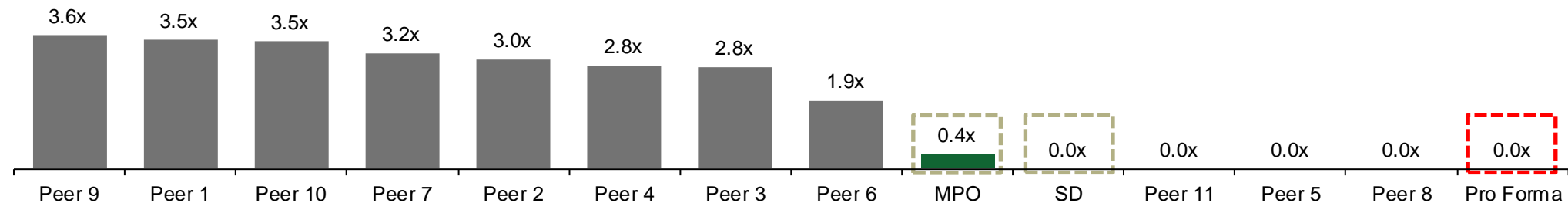


(1) Time period shown reflective of post-synergy implementation period. 2018E cash flow expected to be break-even due to costs to achieve synergies

Pro Forma Capitalization

Capitalization	Midstates as of Sept 30 th	SandRidge as of Sept 30 th	Anadarko Sale ⁽¹⁾ Adj.	Merger Adj.	Pro Forma Combined
Cash	\$77	\$133	\$ --	(\$78)	\$132
Revolver	(\$128)	\$ --	\$50	\$78	\$ --
Building Note	\$ --	(\$38)	\$ --	\$ --	(\$38)
Total Debt	(\$128)	(\$38)	\$50	\$78	(\$38)
Revolver Availability ⁽²⁾	\$40	\$418	\$ --	\$128	\$586
Liquidity	\$117	\$551	\$ --	\$59	\$727
LTM EBITDA	\$129	\$215	\$ --	\$ --	\$344
Net Debt / LTM EBITDA	0.4x	0.0x	--	--	0.0x

Net Debt / LTM EBITDA vs. Peers⁽³⁾



Source: Company filings, Capital IQ

Note: Relevant market data as of 2/5/2018

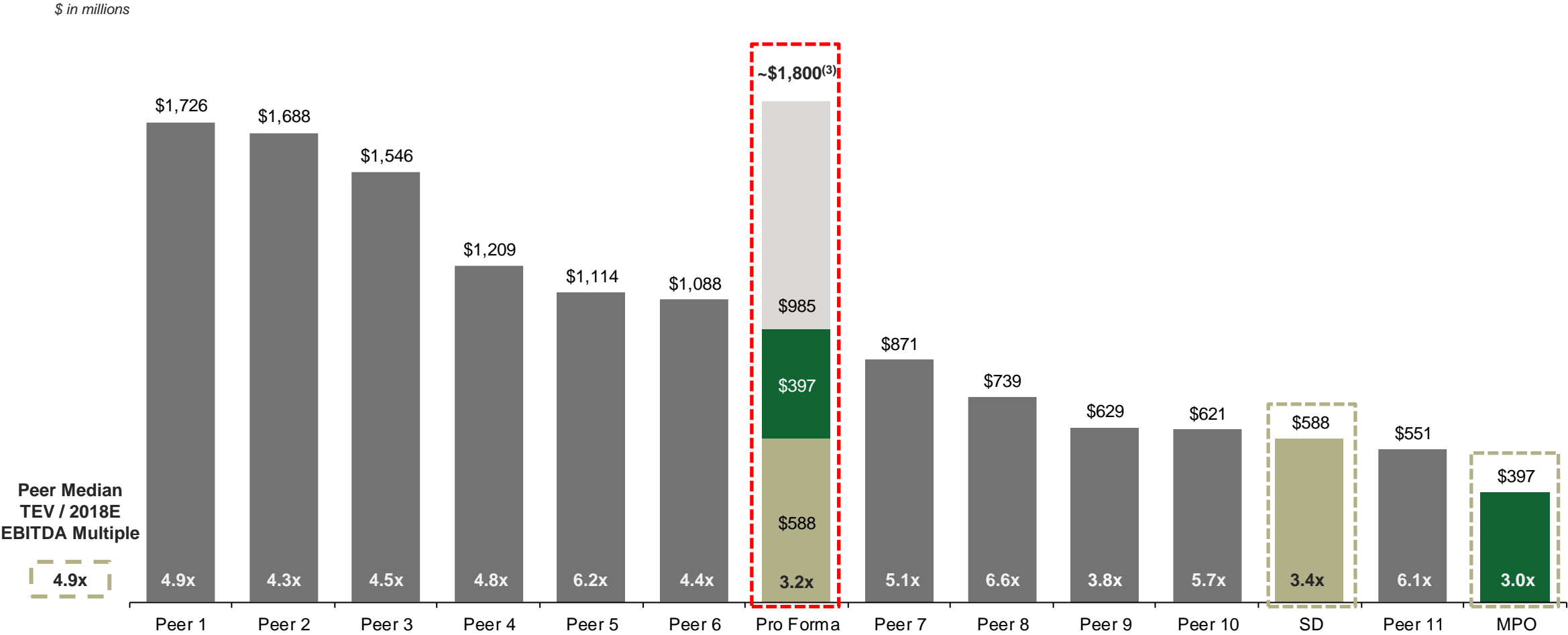
(1) Illustrative for previously disclosed potential disposition of MPO Anadarko Basin PDP assets

(2) Revolver Availability shown net of \$1.9mm and \$7.1mm of outstanding letters of credit, which reduce availability on a dollar-for-dollar basis. Pro Forma assumes letters of credit of \$9.0mm

Midstates Petroleum Company, Inc. | NYSE: MPO (3) Peers include BBG, BECI, CRZO, ECR, GPOR, HK, PVAC, REI, REN, UPL, WRD; Excludes peers with market caps below \$500mm

Improved Scale Drives Potential Multiple Expansion

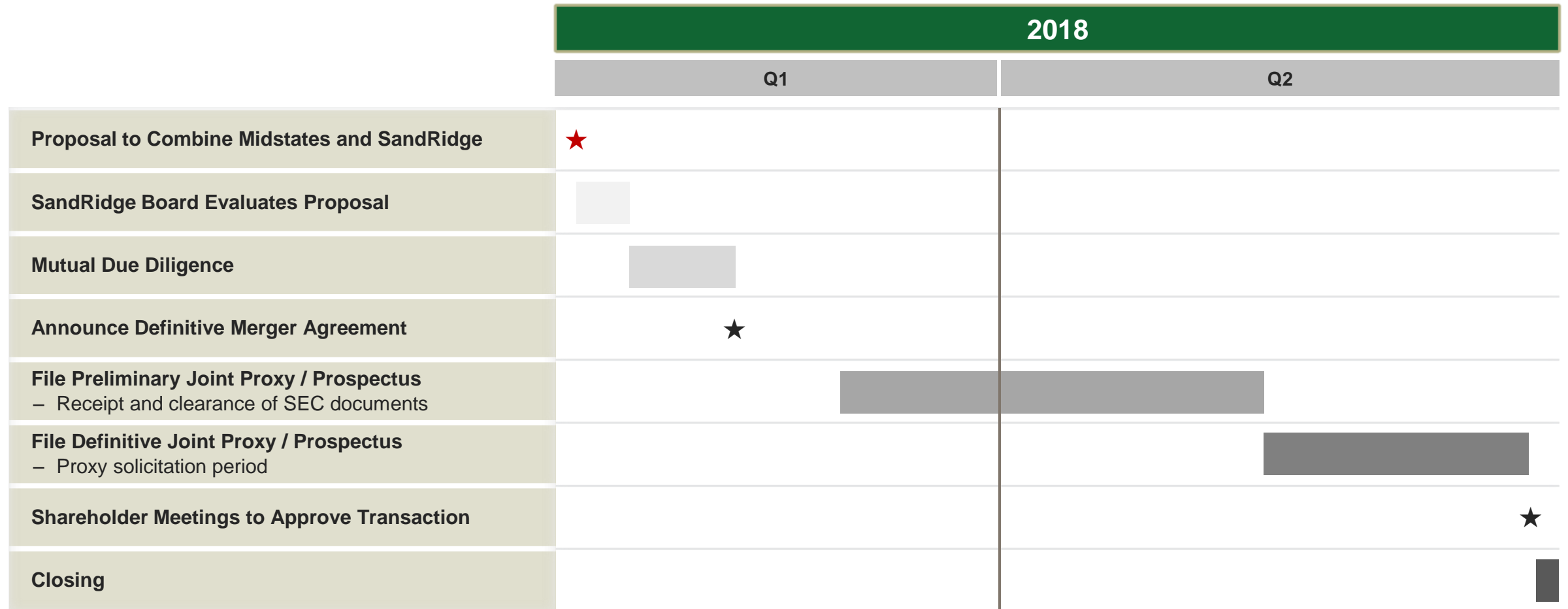
Pro Forma Market Capitalization and EV / 2018E EBITDA Multiples vs. Peers⁽¹⁾⁽²⁾



Source: Company filings, Capital IQ
Note: Relevant market data as of 2/5/2018; Assumes diluted share count as of latest 10-Q pro forma for acquisitions and capital markets transactions
(1) Market capitalizations based on closing share price as of 2/5/2018. Excludes peers with market caps below \$500mm
(2) Peers include BBG, BECI, CRZO, ECR, GPOR, HK, PVAC, REI, REN, UPL, WRD
(3) Shaded area reflects illustrative market cap uplift from achieving peer median EV/2018 EBITDA multiple of 4.9x, assumes pro forma EBITDA of \$391mm and net working capital and net debt as of 9/30/17 (see pg. 8 for details)

Transaction Timeline

Midstates is prepared to move immediately to reach a definitive agreement





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