UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D/A

Under the Securities Exchange Act of 1934 (Amendment No. 1)*

Ring Energy, Inc. (Name of Issuer)

Common Stock, par value \$0.001 per share (Title of Class of Securities)

> 76680V108 (CUSIP Number)

Harsha Marti **General Counsel** c/o Warburg Pincus LLC 450 Lexington Avenue New York, NY 10017 (212) 878-0600

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

October 27, 2022 (Date of Event Which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box.

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other parties to whom copies are to be sent.

The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1.	NAMES OF REPORTING PERSONS				
	Stronghold Energy II Operating, LLC				
2.	CHECK TH	E APPR	OPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)		
	(a)"				
	(b)"				
3.	SEC USE O	NLY			
4.	SOURCE O	F FUND	DS (SEE INSTRUCTIONS)		
	00				
5.	CHECK IF	DISCLO	SURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)		
6	CITIZENSI	HIP OR I	PLACE OF ORGANIZATION		
	Delaware				
		7.	SOLE VOTING POWER		
			0		
	umber of	8.	SHARED VOTING POWER		
Ber	Shares neficially		59,594,853		
	ed by Each eporting	9.	SOLE DISPOSITIVE POWER		
	son With		0		
		10.	SHARED DISPOSITIVE POWER		
			59,594,853		
11.	AGGREGA	ГЕ АМС	OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	59,594,853				
12.	CHECK IF	ΓHE AG	GREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)		
	-				
13	PERCENT (OF CLA	SS REPRESENTED BY AMOUNT IN ROW (11)		
	34.2%(1)				
14.	TYPE OF R	EPORTI	NG PERSON (SEE INSTRUCTIONS)		
	00				

⁽¹⁾ This calculation is based on a total of 174,135,830 shares of Common Stock issued and outstanding as of October 31, 2022, as provided by the Issuer to the Reporting Person.

1.	NAMES OF REPORTING PERSONS				
	Stronghold Energy II Intermediate, LLC				
2.	CHECK TH	IE APPR	OPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)		
	(a)"				
	(b)"				
3.	SEC USE C	NLY			
4.	SOURCE C	F FUNE	OS (SEE INSTRUCTIONS)		
	OO				
5.	CHECK IF	DISCLO	SURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)		
6	CITIZENSI	HIP OR I	PLACE OF ORGANIZATION		
	Delaware				
		7.	SOLE VOTING POWER		
			0		
	umber of	8.	SHARED VOTING POWER		
Ber	Shares neficially		59,594,853		
	ed by Each eporting	9.	SOLE DISPOSITIVE POWER		
	rson With		0		
		10.	SHARED DISPOSITIVE POWER		
			59,594,853		
11.	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	59,594,853				
12.		THE AG	GREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)		
12	-				
13		JF CLA	SS REPRESENTED BY AMOUNT IN ROW (11)		
1.4	34.2%(1)	EDODT	NG DEDGON (SEE INSTRUCTIONS)		
14.		EPORTI	NG PERSON (SEE INSTRUCTIONS)		
	00				

⁽¹⁾ This calculation is based on a total of 174,135,830 shares of Common Stock issued and outstanding as of October 31, 2022, as provided by the Issuer to the Reporting Person.

1.	NAMES OF REPORTING PERSONS				
	Stronghold Energy II Holdings, LLC				
2.	CHECK TH	E APPR	OPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)		
	(a)"				
	(b)"				
3.	SEC USE O	NLY			
4.	SOURCE O	F FUND	S (SEE INSTRUCTIONS)		
	00				
5.	CHECK IF	DISCLO	SURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)		
6	CITIZENSI	HIP OR I	PLACE OF ORGANIZATION		
	Delaware				
	Delaware	7.	SOLE VOTING POWER		
		/.	SOLE VOTING FOWER		
Nι	umber of	8.	SHARED VOTING POWER		
	Shares neficially		59,594,853		
Own	ed by Each	9.	SOLE DISPOSITIVE POWER		
Re	eporting				
Per	son With		0		
		10.	SHARED DISPOSITIVE POWER		
			59,594,853		
11.	AGGREGA	ГЕ АМС	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	59,594,853				
12.	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)				
	-				
13	PERCENT (OF CLAS	SS REPRESENTED BY AMOUNT IN ROW (11)		
	34.2%(1)				
14.	TYPE OF R	EPORTI	NG PERSON (SEE INSTRUCTIONS)		
	00				

⁽¹⁾ This calculation is based on a total of 174,135,830 shares of Common Stock issued and outstanding as of October 31, 2022, as provided by the Issuer to the Reporting Person.

1.	NAMES OF REPORTING PERSONS				
	Warburg Pincus & Company US, LLC				
2.	CHECK TH	E APPR	OPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)		
	(a)"				
	(b)"				
3.	SEC USE O	NLY			
4.	SOURCE O	F FUND	DS (SEE INSTRUCTIONS)		
	00				
5.	CHECK IF	DISCLO	SURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)		
6	CITIZENSI	HIP OR I	PLACE OF ORGANIZATION		
	Delaware				
		7.	SOLE VOTING POWER		
			0		
	ımber of	8.	SHARED VOTING POWER		
Ber	Shares neficially		59,594,853		
	ed by Each eporting	9.	SOLE DISPOSITIVE POWER		
	son With		0		
		10.	SHARED DISPOSITIVE POWER		
			59,594,853		
11.	AGGREGA	ГЕ АМС	OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	59,594,853				
12.	CHECK IF	ΓHE AG	GREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)		
	-				
13	PERCENT (OF CLA	SS REPRESENTED BY AMOUNT IN ROW (11)		
	34.2%(1)				
14.	TYPE OF R	EPORTI	NG PERSON (SEE INSTRUCTIONS)		
	00				

⁽¹⁾ This calculation is based on a total of 174,135,830 shares of Common Stock issued and outstanding as of October 31, 2022, as provided by the Issuer to the Reporting Person.

1.	NAMES OF REPORTING PERSONS				
1.					
	Warburg Pincus Partners II (US), L.P.				
2.	CHECK TH	E APPR	OPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)		
	(a)"				
	(b)"				
3.	SEC USE O	NLY			
4.	SOURCE O	F FUND	S (SEE INSTRUCTIONS)		
	00				
5.	CHECK IF	DISCLC	SURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)		
6	CITIZENSI	HIP OR I	PLACE OF ORGANIZATION		
	Delaware				
	Delaware	7.	SOLE VOTING POWER		
		/.	SOLE VOTINGTOWER		
			0		
Nι	umber of	8.	SHARED VOTING POWER		
	Shares neficially		59,594,853		
Own	ed by Each	9.	SOLE DISPOSITIVE POWER		
	eporting son With				
Per	son with	10	O CYLLDED DYGROGYTY/F POWYD		
		10.	SHARED DISPOSITIVE POWER		
			59,594,853		
11.	AGGREGA	ГЕ АМС	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	59,594,853				
12.		ΓHE AG	GREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)		
12					
13	PERCENT (JF CLAS	SS REPRESENTED BY AMOUNT IN ROW (11)		
	34.2%(1)				
14.	TYPE OF R	EPORTI	NG PERSON (SEE INSTRUCTIONS)		
	PN				
	111				

⁽¹⁾ This calculation is based on a total of 174,135,830 shares of Common Stock issued and outstanding as of October 31, 2022, as provided by the Issuer to the Reporting Person.

1.	NAMES OF	REPOR	TING PERSONS		
1.					
	Warburg Pincus (E&P) Energy LLC				
2.	CHECK TH	E APPR	OPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)		
	(a)"				
2	(p)"				
3.	SEC USE O	NLY			
4.	SOURCE O	F FUND	S (SEE INSTRUCTIONS)		
-	00	DICCLO	CLIDE OF LEGAL PROGEEDBYGG IG REQUIDED BURGUANT TO ITEMS 2/D) OR 2/F)		
5.	CHECK IF	DISCLU	SURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)		
6	CITIZENSI	HIP OR I	PLACE OF ORGANIZATION		
	Delaware				
		7.	SOLE VOTING POWER		
			0		
	umber of	8.	SHARED VOTING POWER		
	Shares neficially		59,594,853		
Own	ed by Each	9.	SOLE DISPOSITIVE POWER		
Re Per	eporting son With				
		10.	SHARED DISPOSITIVE POWER		
		10.			
			59,594,853		
11.	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	59,594,853				
12.	CHECK IF	ΓHE AG	GREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)				
15			SO ALLALDE LA ALLOCATA INTO TO (11)		
	34.2%(1)				
14.	TYPE OF R	EPORTI	NG PERSON (SEE INSTRUCTIONS)		
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⁽¹⁾ This calculation is based on a total of 174,135,830 shares of Common Stock issued and outstanding as of October 31, 2022, as provided by the Issuer to the Reporting Person.

		PEROF	NEW COLUMN		
1.	NAMES OF REPORTING PERSONS				
	Warburg Pincus (E&P) Energy GP, L.P.				
2.	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)				
	(a)"				
	(b)"				
3.	SEC USE C	NLY			
4	COLIDCE C	E ELINIE	DS (SEE INSTRUCTIONS)		
4.		FFUNL	S (SEE INSTRUCTIONS)		
	00				
5.	CHECK IF	DISCLO	SURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)		
6	CITIZENSI	HIP OR I	PLACE OF ORGANIZATION		
	Delaware				
	I.	7.	SOLE VOTING POWER		
			0		
Nι	umber of	8.	SHARED VOTING POWER		
	Shares neficially		59,594,853		
Owne	ed by Each	9.	SOLE DISPOSITIVE POWER		
	eporting son With				
		10.	SHARED DISPOSITIVE POWER		
			59,594,853		
11.	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	59,594,853				
12.		THE AG	GREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)				
	34.2%(1)				
14.		EPORTI	NG PERSON (SEE INSTRUCTIONS)		
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	PN				

⁽¹⁾ This calculation is based on a total of 174,135,830 shares of Common Stock issued and outstanding as of October 31, 2022, as provided by the Issuer to the Reporting Person.

1.	NAMES OF REPORTING PERSONS				
	Warburg Pincus Energy (E&P)-A, L.P.				
2.	CHECK TH	IE APPR	OPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)		
	(a)"				
	(b)"				
3.	SEC USE C	NLY			
4.	SOURCE C	F FUNE	DS (SEE INSTRUCTIONS)		
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5.	OO OO	DISCLO	SURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)		
3.		DISCLC	SURE OF LEGAL PROCEEDINGS IS REQUIRED FURSUANT TO TEMIS 2(D) OR 2(E)		
6	CITIZENSI	HIP OR I	PLACE OF ORGANIZATION		
	Delaware				
		7.	SOLE VOTING POWER		
			0		
	ımber of	8.	SHARED VOTING POWER		
	Shares neficially		59,594,853		
Owne	ed by Each	9.	SOLE DISPOSITIVE POWER		
	son With		0		
		10.	SHARED DISPOSITIVE POWER		
			59,594,853		
11.	AGGREGA	TE AMO	DUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	59,594,853				
12.	CHECK IF	THE AG	GREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)				
	34.2%(1)				
14.		EPORTI	NG PERSON (SEE INSTRUCTIONS)		
	PN				

⁽¹⁾ This calculation is based on a total of 174,135,830 shares of Common Stock issued and outstanding as of October 31, 2022, as provided by the Issuer to the Reporting Person.

1.	NAMES OF	DEDOE	TING PERSONS		
1.	NAMES OF REFORMING LEGIONS				
	WP Energy Stronghold Holdings, L.P.				
2.	CHECK TH	E APPR	OPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)		
	(a)"				
	(b)"				
3.	SEC USE O	NLY			
4.	SOURCE O	F FUND	S (SEE INSTRUCTIONS)		
	00				
5.		DISCLO	SURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)		
3.		DISCLO	SURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO TTEMS 2(D) OR 2(E)		
6	CITIZENSI	HP OR I	PLACE OF ORGANIZATION		
	Delaware				
		7.	SOLE VOTING POWER		
			0		
	umber of	8.	SHARED VOTING POWER		
Ber	Shares neficially		59,594,853		
Owne	ed by Each	9.	SOLE DISPOSITIVE POWER		
	eporting son With				
		10.	SHARED DISPOSITIVE POWER		
			59,594,853		
11.	AGGREGA	TE AMC	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	59,594,853				
12.	CHECK IF	ГНЕ AG	GREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)		
					
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)				
1.4	34.2%(1)	EDODTI	NG PERSON (SEE INSTRUCTIONS)		
14.	TYPE OF K	EPUKII	NU PERSON (SEE INSTRUCTIONS)		
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⁽¹⁾ This calculation is based on a total of 174,135,830 shares of Common Stock issued and outstanding as of October 31, 2022, as provided by the Issuer to the Reporting Person.

1.	NAMES OF REPORTING PERSONS				
1.	NAMES OF REFORTING FERSONS				
	WP Energy Partners Stronghold Holdings, L.P.				
2.	CHECK TH	IE APPR	OPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)		
	(a)"				
	d.)"				
	(b)"				
3.	SEC USE C	ONLY			
4.	SOURCE C	F FUND	DS (SEE INSTRUCTIONS)		
	OO				
5.	CHECK IF	DISCLO	OSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)		
		IID OD I	PLACE OF ORGANIZATION		
6	CITIZENSI	HIP OK I	PLACE OF ORGANIZATION		
	Delaware				
		7.	SOLE VOTING POWER		
			0		
Nı	umber of	8.	SHARED VOTING POWER		
	Shares		59,594,853		
	neficially ed by Each	9.	SOLE DISPOSITIVE POWER		
Re	eporting				
Per	son With		0		
		10.	SHARED DISPOSITIVE POWER		
			59,594,853		
11.	AGGREGA	ГЕ АМС	DUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	59,594,853				
12.	CHECK IF	THE AG	GREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)		
13	PERCENT (OF CLA	SS REPRESENTED BY AMOUNT IN ROW (11)		
	34.2%(1)				
14.		EPORTI	NG PERSON (SEE INSTRUCTIONS)		
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⁽¹⁾ This calculation is based on a total of 174,135,830 shares of Common Stock issued and outstanding as of October 31, 2022, as provided by the Issuer to the Reporting Person.

1.	NAMES OF	DEDOL	OTING DED SONS		
1.	NAMES OF REPORTING PERSONS				
	Warburg Pincus Energy (E&P) Partners-B, L.P.				
2.	CHECK TH	IE APPR	OPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)		
	(a)"				
	(b)"				
3.	SEC USE C	NLY			
4.	SOURCE O	F FLINE	DS (SEE INSTRUCTIONS)		
		T T OINE	S (OLL INTINCE TIONS)		
	00				
5.	CHECK IF	DISCLO	OSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)		
6	CITIZENSI	HIP OR I	PLACE OF ORGANIZATION		
	Delaware				
	Delaware	7.	SOLE VOTING POWER		
		/.	SOLE VOTING POWER		
			0		
Nι	umber of	8.	SHARED VOTING POWER		
	Shares neficially		59,594,853		
	ed by Each	9.	SOLE DISPOSITIVE POWER		
Re	eporting				
Per	son With		0		
		10.	SHARED DISPOSITIVE POWER		
			59,594,853		
11.	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	59,594,853				
12.	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)				
	-				
13	PERCENT (OF CLA	SS REPRESENTED BY AMOUNT IN ROW (11)		
	34.2%(1)				
14.	TYPE OF R	EPORTI	NG PERSON (SEE INSTRUCTIONS)		
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	111				

⁽¹⁾ This calculation is based on a total of 174,135,830 shares of Common Stock issued and outstanding as of October 31, 2022, as provided by the Issuer to the Reporting Person.

1.	NAMES OF REPORTING PERSONS				
1.					
	Warburg Pincus Energy (E&P) Partners-A, L.P.				
2.	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)				
	(a)"				
	(b)"				
3.	SEC USE O	NIV			
3.	SEC USE C	INLI			
4.	SOURCE O	F FUNE	DS (SEE INSTRUCTIONS)		
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5.		DISCLO	OSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)		
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6	CITIZENSI	HIP OR I	PLACE OF ORGANIZATION		
	Delaware				
		7.	SOLE VOTING POWER		
Nı	ımber of	8.	SHARED VOTING POWER		
	Shares		59,594,853		
Bei	neficially ed by Each	9.	SOLE DISPOSITIVE POWER		
Re	eporting	9.	SOLE DISPOSITIVE FOWER		
Per	son With		0		
		10.	SHARED DISPOSITIVE POWER		
			59,594,853		
11.	AGGREGA	ГЕ АМС	DUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	59,594,853				
12.		THE AG	GREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)				
13		JI CLA	55 KETKESENTED DI AMMOUNI IN KOW (II)		
	34.2%(1)				
14.	TYPE OF R	EPORTI	NG PERSON (SEE INSTRUCTIONS)		
	PN				

⁽¹⁾ This calculation is based on a total of 174,135,830 shares of Common Stock issued and outstanding as of October 31, 2022, as provided by the Issuer to the Reporting Person.

1.	NAMES OF REPORTING PERSONS					
1.						
	Warburg Pincus Energy (E&P) Partners-B Stronghold, LLC					
2.	CHECK TH	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)				
	(a)"					
	(b)"					
3.	SEC USE O	MIV				
3.	SEC USE U	INLI				
4.	SOURCE O	F FUND	S (SEE INSTRUCTIONS)			
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5.		DISCLO	SURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)			
		IID OD I	V ACE OF ORGANIZATION			
6	CHIZENSE	HP OK I	PLACE OF ORGANIZATION			
	Delaware					
		7.	SOLE VOTING POWER			
			0			
Nı	ımber of	8.	SHARED VOTING POWER			
	Shares		59,594,853			
Bei Own	neficially ed by Each	9.	SOLE DISPOSITIVE POWER			
Re	eporting). 				
Per	son With		0			
		10.	SHARED DISPOSITIVE POWER			
			59,594,853			
11.	AGGREGA	ГЕ АМС	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
	59,594,853					
12.		ΓΗΕ AG	GREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)			
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)					
13		JI CLA	DO KLI KLOLITILO DI AMOUNI IN KOW (II)			
	34.2%(1)					
14.	TYPE OF R	EPORTI	NG PERSON (SEE INSTRUCTIONS)			
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⁽¹⁾ This calculation is based on a total of 174,135,830 shares of Common Stock issued and outstanding as of October 31, 2022, as provided by the Issuer to the Reporting Person.

	Lyrrago	DEDOL	WILLIA DEPOSALS		
1.	NAMES OF REPORTING PERSONS				
	Warburg Pincus (E&P) XII LLC				
2.	CHECK TH	IE APPR	OPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)		
	(a)"				
	(b)"				
3.	SEC USE C	NLY			
4.	SOURCEC	E FIINT	OS (SEE INSTRUCTIONS)		
٦.		71 TOTAL	(SEE INSTRUCTIONS)		
	00	DIGGLO	DOLINE OF LEGAL PROGEEDINGS IS DESCRIBED NURSULANT TO ITEMS A(D) OF A(E)		
5.		DISCLC	SURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)		
6	CITIZENSI	HIP OR I	PLACE OF ORGANIZATION		
	Delaware				
		7.	SOLE VOTING POWER		
			0		
Nι	umber of	8.	SHARED VOTING POWER		
	Shares neficially		59,594,853		
Owne	ed by Each	9.	SOLE DISPOSITIVE POWER		
	eporting son With		0		
		10.	SHARED DISPOSITIVE POWER		
			59,594,853		
11.	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	59,594,853				
12.	CHECK IF	THE AG	GREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)		
					
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)				
	34.2%(1)				
14.		EPORTI	NG PERSON (SEE INSTRUCTIONS)		
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⁽¹⁾ This calculation is based on a total of 174,135,830 shares of Common Stock issued and outstanding as of October 31, 2022, as provided by the Issuer to the Reporting Person.

1.	NAMES OF REPORTING PERSONS				
1.					
	Warburg Pincus (E&P) XII, L.P.				
2.	CHECK TH	E APPR	OPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)		
	(a)"				
	(b)"				
3.	SEC USE O	NLY			
4.	SOURCE O	F FUND	S (SEE INSTRUCTIONS)		
		1 1 01 12			
	00				
5.	CHECK IF	DISCLO	SURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)		
6	CITIZENSI	HIP OR I	PLACE OF ORGANIZATION		
	Delaware				
	Delaware	7	SOLE VOTING POWER		
		7.	SOLE VOTING POWER		
Nι	umber of	8.	SHARED VOTING POWER		
	Shares		59,594,853		
Own	neficially ed by Each	9.	SOLE DISPOSITIVE POWER		
Re	eporting				
Per	son With		0		
		10.	SHARED DISPOSITIVE POWER		
			59,594,853		
11.	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	59,594,853				
12.		THE AG	GREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)		
12.		IIIL AO	GREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)				
	34.2%(1)				
14.	TYPE OF R	EPORTI	NG PERSON (SEE INSTRUCTIONS)		
	PN				
	1 1 1				

⁽¹⁾ This calculation is based on a total of 174,135,830 shares of Common Stock issued and outstanding as of October 31, 2022, as provided by the Issuer to the Reporting Person.

1.	NAMES OF REPORTING PERSONS				
	Warburg Pin	cus XII ((E&P) Partners-2, L.P.		
2.	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)				
	(a)"				
	(b)"				
3.	SEC USE O	NLY			
4.	SOURCE O	F FUND	S (SEE INSTRUCTIONS)		
	00				
5.		DISCLO	SURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)		
6	CITIZENSH	IIP OR P	LACE OF ORGANIZATION		
	Delaware				
		7.	SOLE VOTING POWER		
			0		
	ımber of	8.	SHARED VOTING POWER		
Ben	Shares reficially		59,594,853		
	ed by Each porting	9.	SOLE DISPOSITIVE POWER		
	son With		0		
		10.	SHARED DISPOSITIVE POWER		
1	. con Eq.		59,594,853		
11.	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
12.	59,594,853				
12.	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)				
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)				
1.5					
14.	34.2%(1) TYPE OF RI	EPORTI	NG PERSON (SEE INSTRUCTIONS)		
	PN				
	TIN				

⁽¹⁾ This calculation is based on a total of 174,135,830 shares of Common Stock issued and outstanding as of October 31, 2022, as provided by the Issuer to the Reporting Person.

1.	NAMES OF REPORTING PERSONS				
1.					
	Warburg Pincus XII (E&P) Partners-1, L.P.				
2.	CHECK TH	E APPR	OPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)		
	(a)¨				
	4.5"				
2	(p)	NIT XZ			
3.	SEC USE O	NLY			
4.	SOURCE O	F FUND	S (SEE INSTRUCTIONS)		
	00				
5.		DISCLO	SURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)		
3.		DISCLO	SURE OF LEGAL PROCEEDINGS IS REQUIRED FORSUANT TO TTEMIS 2(D) OR 2(E)		
6	CITIZENSE	HIP OR F	PLACE OF ORGANIZATION		
	Delaware				
		7.	SOLE VOTING POWER		
		8.	SHARED VOTING POWER		
	ımber of Shares	0.	SHARED VOTING FOWER		
Ber	neficially		59,594,853		
Owne	ed by Each eporting	9.	SOLE DISPOSITIVE POWER		
Per	son With		0		
		10.	SHARED DISPOSITIVE POWER		
			50 504 952		
11.	ACCRECA	EE AMO	59,594,853 JUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
11.		LE AIVIO	ONI DENEFICIALLI OWNED DI EACH REFORTINO FERSON		
	59,594,853				
12.	CHECK IF	ΓΗΕ AG	GREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)				
	34.2%(1)				
14.		EPORTI	NG PERSON (SEE INSTRUCTIONS)		
17.			TOTAL COLUMN (CALCALIO)		
	PN				

⁽¹⁾ This calculation is based on a total of 174,135,830 shares of Common Stock issued and outstanding as of October 31, 2022, as provided by the Issuer to the Reporting Person.

1.	NAMES OF REPORTING PERSONS					
	WP XII Stronghold Holdings, L.P.					
2.	CHECK TH	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)				
	(a)"					
	(b)"					
3.	SEC USE O	NLY				
4.	SOURCE O	F FUNE	OS (SEE INSTRUCTIONS)			
	OO					
5.	CHECK IF	DISCLO	SURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)			
6	CITIZENSI	HIP OR I	PLACE OF ORGANIZATION			
	Delaware					
		7.	SOLE VOTING POWER			
			0			
	umber of	8.	SHARED VOTING POWER			
Ber	Shares neficially		59,594,853			
	ed by Each eporting	9.	SOLE DISPOSITIVE POWER			
	son With		0			
		10.	SHARED DISPOSITIVE POWER			
			59,594,853			
11.	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
	59,594,853					
12.	. CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)					
	-					
13		OF CLA	SS REPRESENTED BY AMOUNT IN ROW (11)			
	34.2%(1)					
14.	TYPE OF R	EPORTI	NG PERSON (SEE INSTRUCTIONS)			
	PN					

⁽¹⁾ This calculation is based on a total of 174,135,830 shares of Common Stock issued and outstanding as of October 31, 2022, as provided by the Issuer to the Reporting Person.

		DEDOL	NEW OF THE COLUMN		
1.	NAMES OF REPORTING PERSONS				
	WP XII (E&P) Partners (A), L.P.				
2.	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)				
	(a)"				
	(b)"				
3.	SEC USE C	NLY			
4.	SOURCE O	F FUNE	OS (SEE INSTRUCTIONS)		
	00				
5.	CHECK IF	DISCLO	OSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)		
6	CITIZENSI	HIP OR I	PLACE OF ORGANIZATION		
	Delaware				
	I	7.	SOLE VOTING POWER		
			0		
Nι	ımber of	8.	SHARED VOTING POWER		
	Shares neficially		59,594,853		
Owne	ed by Each	9.	SOLE DISPOSITIVE POWER		
	eporting son With				
		10.	SHARED DISPOSITIVE POWER		
			59,594,853		
11.	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	59,594,853				
12.		THE AG	GREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)				
1.4	34.2%(1)	EDODT	NC DEDGON (SEE INSTRUCTIONS)		
14.	TYPEOFR	EPUKII	NG PERSON (SEE INSTRUCTIONS)		
	PN				

⁽¹⁾ This calculation is based on a total of 174,135,830 shares of Common Stock issued and outstanding as of October 31, 2022, as provided by the Issuer to the Reporting Person.

	Lyrrago	DEDOL	WILLIA DEPOSALS		
1.	NAMES OF REPORTING PERSONS				
	WP XII (E&P) Partners (B), L.P.				
2.	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)				
	(a)"				
	(b)"				
3.	SEC USE C	NLY			
	gov m cn c				
4.	SOURCE)F FUNL	S (SEE INSTRUCTIONS)		
	OO				
5.	CHECK IF	DISCLO	SURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)		
6	CITIZENSI	HIP OR I	PLACE OF ORGANIZATION		
	Delaware				
		7.	SOLE VOTING POWER		
			0		
Nι	umber of	8.	SHARED VOTING POWER		
	Shares neficially		59,594,853		
Owne	ed by Each	9.	SOLE DISPOSITIVE POWER		
	eporting rson With				
		10.	SHARED DISPOSITIVE POWER		
			59,594,853		
11.	AGGREGA	TE AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	59,594,853				
12.		THE AG	GREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)				
14.	34.2%(1)	EPORTI	NG PERSON (SEE INSTRUCTIONS)		
17.		LIORII	TO LEGOT (SEE ESTROCTIONS)		
	PN				

⁽¹⁾ This calculation is based on a total of 174,135,830 shares of Common Stock issued and outstanding as of October 31, 2022, as provided by the Issuer to the Reporting Person.

1.	NAMES OF REPORTING PERSONS				
1.					
	Warburg Pincus Private Equity (E&P) XII-E (A), L.P.				
2.	CHECK TH	E APPR	OPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)		
	(a)"				
	(b)"				
3.	SEC USE O	NIV			
3.	SEC USE U	INLI			
4.	SOURCE O	F FUNE	DS (SEE INSTRUCTIONS)		
	00				
5.		DISCLO	SURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)		
		HD OD I	N. LOT OF ORGANIZATION		
6	CHIZENSE	HP OK I	PLACE OF ORGANIZATION		
	Delaware				
		7.	SOLE VOTING POWER		
			0		
Nı	ımber of	8.	SHARED VOTING POWER		
	Shares		59,594,853		
Bei Own	neficially ed by Each	9.	SOLE DISPOSITIVE POWER		
Re	eporting	7.			
Per	son With		0		
		10.	SHARED DISPOSITIVE POWER		
			59,594,853		
11.	AGGREGA	ГЕ АМС	DUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	59,594,853				
12.		ΓHE AG	GREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)				
13		JI CLA	SS KLI KLSLITILD DI AMOONI II KOW (II)		
	34.2%(1)				
14.	TYPE OF R	EPORTI	NG PERSON (SEE INSTRUCTIONS)		
	PN				

⁽¹⁾ This calculation is based on a total of 174,135,830 shares of Common Stock issued and outstanding as of October 31, 2022, as provided by the Issuer to the Reporting Person.

1.	NAMES OF REPORTING PERSONS				
	Warburg Pincus Private Equity (E&P) XII-D (A), L.P.				
2.	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)				
	(a)"				
	(b)"				
3.	SEC USE O	NLY			
4.	SOURCE O	F FUND	S (SEE INSTRUCTIONS)		
	00				
5.	CHECK IF	DISCLO	SURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)		
6	CITIZENSI	HIP OR I	PLACE OF ORGANIZATION		
	Delaware				
		7.	SOLE VOTING POWER		
			0		
	umber of	8.	SHARED VOTING POWER		
Ber	Shares neficially		59,594,853		
	ed by Each eporting	9.	SOLE DISPOSITIVE POWER		
	son With		0		
		10.	SHARED DISPOSITIVE POWER		
			59,594,853		
11.	AGGREGA	ГЕ АМС	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	59,594,853				
12.	CHECK IF	THE AG	GREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)		
	-				
13	PERCENT (OF CLA	SS REPRESENTED BY AMOUNT IN ROW (11)		
	34.2%(1)				
14.	TYPE OF R	EPORTI	NG PERSON (SEE INSTRUCTIONS)		
	PN				

⁽¹⁾ This calculation is based on a total of 174,135,830 shares of Common Stock issued and outstanding as of October 31, 2022, as provided by the Issuer to the Reporting Person.

1.	NAMES OF REPORTING PERSONS					
1.						
	Warburg Pincus Private Equity (E&P) XII (A), L.P.					
2.	CHECK TH	IE APPR	OPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)			
	(a)"	(a)"				
	(")					
	(b)"					
3.	SEC USE O	NLY				
4.	COLIDCE	E ELINIE	DS (SEE INSTRUCTIONS)			
4.	SOURCE	FFUNL	S (SEE INSTRUCTIONS)			
	00					
5.	CHECK IF	DISCLO	SURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)			
6	CITIZENSE	HIP OR I	PLACE OF ORGANIZATION			
	Delaware					
		7.	SOLE VOTING POWER			
			0			
Nı	ımber of	8.	SHARED VOTING POWER			
	Shares		50 504 052			
Bei	neficially ed by Each		59,594,853			
Re	ed by Each eporting	9.	SOLE DISPOSITIVE POWER			
	son With		0			
		10.	SHARED DISPOSITIVE POWER			
			59,594,853			
11.	AGGREGA'	TE AMC	DUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
11.		I E I IIIIC	JOHN BEIVER GEREEL GWINED BY EINGINER GREEN GEREGON			
	59,594,853					
12.	CHECK IF	THE AG	GREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)			
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)					
14.	34.2%(1)	ED()DTI	NG PERSON (SEE INSTRUCTIONS)			
14.	11FE OF K	LFUKII	no i erson (see instructions)			
	PN					

⁽¹⁾ This calculation is based on a total of 174,135,830 shares of Common Stock issued and outstanding as of October 31, 2022, as provided by the Issuer to the Reporting Person.

1.	NAMES OF REPORTING PERSONS				
	Warburg Pincus XII (E&P) Partners-2 Stronghold, LLC				
2.	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)				
	(a)"				
	(b)"				
3.	SEC USE O	NLY			
4.	SOURCE O	F FUND	S (SEE INSTRUCTIONS)		
	00				
5.		DISCLO	SURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)		
6	CITIZENSH	IIP OR P	PLACE OF ORGANIZATION		
	Delaware				
		7.	SOLE VOTING POWER		
			0		
Νι	ımber of	8.	SHARED VOTING POWER		
	Shares neficially		59,594,853		
Owne	ed by Each	9.	SOLE DISPOSITIVE POWER		
	son With		0		
		10.	SHARED DISPOSITIVE POWER		
			59,594,853		
11.	AGGREGAT	TE AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	59,594,853				
12.	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)				
12					
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)				
1.4	34.2%(1)	EDODTE	NG PERSON (SEE INSTRUCTIONS)		
14.		EFUKIII	NO FERSON (SEE INSTRUCTIONS)		
	00				

⁽¹⁾ This calculation is based on a total of 174,135,830 shares of Common Stock issued and outstanding as of October 31, 2022, as provided by the Issuer to the Reporting Person.

1.	NAMES OF REPORTING PERSONS						
1.	NAMES OF REFORTING FERSONS						
	Warburg Pincus & Co.						
2.	CHECK TH	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)					
	(a)"						
	(b)"						
3.	SEC USE ONLY						
4.	SOURCE OF FUNDS (SEE INSTRUCTIONS)						
	00						
5.	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)						
3.		DISCLO	SURE OF LEGAL PROCEEDINGS IS REQUIRED FORSUANT TO TTEMIS 2(D) OR 2(E)				
	-						
6	CITIZENSHIP OR PLACE OF ORGANIZATION						
	Delaware						
7. SOLE VOTING POWER		SOLE VOTING POWER					
		8.	SHARED VOTING POWER				
Number of Shares		0.	SHARED VOTING FOWER				
Ber	neficially		59,594,853				
	ed by Each eporting	9.	SOLE DISPOSITIVE POWER				
	son With						
		10.	SHARED DISPOSITIVE POWER				
			50.504.052				
11	59,594,853 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON						
11.	AGGREGA	IE AMC	OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	59,594,853						
12.	CHECK IF	THE AG	GREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)				
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)						
14.	34.2%(1) TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)						
14.	THE OF REFORTING LEASON (SEE INSTRUCTIONS)						
	OO	00					

⁽¹⁾ This calculation is based on a total of 174,135,830 shares of Common Stock issued and outstanding as of October 31, 2022, as provided by the Issuer to the Reporting Person.

1.	NAMES OF REPORTING PERSONS						
	Warburg Pincus LLC						
2.	CHECK TH	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)					
	(a)"						
	(b)"						
3.	SEC USE ONLY						
4.	SOURCE OF FUNDS (SEE INSTRUCTIONS)						
	00						
5.	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)						
6	CITIZENSHIP OR PLACE OF ORGANIZATION						
	Delaware						
		7.	SOLE VOTING POWER				
			0				
	imber of Shares	8.	SHARED VOTING POWER				
Ber	neficially		59,594,853				
Re	ed by Each eporting	9.	SOLE DISPOSITIVE POWER				
Per	son With	- 10	0				
		10.	SHARED DISPOSITIVE POWER				
11	A CORECA	EE AMC	59,594,853				
11.	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON						
12.	59,594,853 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)						
12.		IIIL AO	OREGATE AMOUNT IN NOW (11) EXCEODES CERTAIN SHARES (SEE INSTRUCTIONS)				
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)						
	34.2%(1)						
14.	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)						
	00						

⁽¹⁾ This calculation is based on a total of 174,135,830 shares of Common Stock issued and outstanding as of October 31, 2022, as provided by the Issuer to the Reporting Person.

Item 1. Security and Issuer.

This Amendment No. 1 to Schedule 13D (the "Amendment") relates to the shares of Common Stock, \$0.001 par value per share ("Common Stock"), of Ring Energy, Inc., a Nevada corporation (the "Issuer"), whose principal executive office is located at 1725 Hughes Landing Blvd. Suite 900, The Woodlands, Texas 77380. This Amendment amends the Schedule 13D (the "Original Schedule 13D" and, as further amended, supplemented or restated hereby, the "Schedule 13D"), to report and reflect the conversion of 153,176 shares of the Issuer's Preferred Stock filed with the Securities and Exchange Commission (the "SEC") by certain of the Reporting Persons (as defined below) on October 27, 2022. All capitalized terms contained herein but not otherwise defined shall have the meanings ascribed to such terms in the Original Schedule 13D. Except as specifically provided herein, this Amendment does not modify any of the information previously reported in the Schedule 13D.

Item 2. Identity and Background.

Warburg Pincus LLC

This Schedule 13D is being jointly filed by the following entities (each, a "Reporting Person" and collectively, the "Reporting Persons"):

Stronghold Energy II Operating, LLC ("Stronghold OpCo") Stronghold Energy II Intermediate, LLC ("Stronghold Intermediate") Stronghold Energy II Holdings, LLC ("Stronghold Holdings") Warburg Pincus Energy (E&P)-A, L.P. WP Energy Stronghold Holdings, L.P. WP Energy Partners Stronghold Holdings, L.P. Warburg Pincus Energy (E&P) Partners-B Stronghold, LLC Warburg Pincus Energy (E&P) Partners-A, L.P. Warburg Pincus Private Equity (E&P) XII (A), L.P. Warburg Pincus Private Equity (E&P) XII-D (A), L.P. Warburg Pincus Private Equity (E&P) XII-E (A), L.P. WP XII (E&P) Partners (A), L.P. WP XII (E&P) Partners (B), L.P. WP XII Stronghold Holdings, L.P. Warburg Pincus XII (E&P) Partners-1, L.P. Warburg Pincus XII (E&P) Partners-2 Stronghold, LLC Warburg Pincus Energy (E&P) Partners-B, L.P. Warburg Pincus (E&P) XII, L.P. Warburg Pincus (E&P) XII LLC Warburg Pincus XII (E&P) Partners-2, L.P. Warburg Pincus Partners II (US), L.P. Warburg Pincus & Company US, LLC ("Warburg Pincus") Warburg Pincus (E&P) Energy GP, L.P. Warburg Pincus (E&P) Energy LLC Warburg Pincus & Co.

Information with respect to each of the Reporting Persons is given solely by such Reporting Person, and no Reporting Person assumes responsibility for the accuracy or completeness of information by another Reporting Person. A Joint Filing Agreement among the Reporting Persons is attached here to as Exhibit 1.

Each of the Reporting Persons, except for Warburg Pincus & Company US, LLC and Warburg Pincus LLC, is organized under the laws of the state of Delaware. Warburg Pincus & Company US, LLC and Warburg Pincus LLC is organized under the laws of the state of New York.

The general partners and members (collectively, the "Related Persons") of Warburg Pincus & Co. and Warburg Pincus LLC are set forth in Schedule I hereto, including each Related Person's present principal occupation, which is incorporated herein by reference. The Warburg Entities (as defined below) are principally engaged in the business of investing in securities, including securities of the Issuer. Except as otherwise set forth in Schedule I, the principal business address of the Related Persons and the Warburg Entities is c/o Warburg Pincus LLC, 450 Lexington Avenue, New York, New York 10017.

The principal business address of each of the Stronghold Entities (as defined below) is 508 W. Wall Street, Suite 550, Midland, TX 79701.

During the last five years, none of the Reporting Persons or any Related Person (i) has been convicted in any criminal proceeding (excluding traffic violations or similar misdemeanors) or (ii) was a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgement, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

Item 3. Source and Amount of Funds of Other Consideration.

Item 3 of the Schedule 13D is hereby amended and supplemented to add as follows:

At a special meeting on October 27, 2022, the stockholders approved the conversion of 153,176 shares of Preferred Stock into 42,548,892 shares of Common Stock pursuant to the terms of the Certificate of Designation filed with the Nevada Secretary of State creating the Preferred Stock that was issued at closing of the Purchase Agreement. In connection with such approval, 4,294,025 shares of Common Stock beneficially held directly by Stronghold OpCo were distributed to members of Stronghold Energy II Holdings, LLC.

Item 4. Purpose of Transaction.

Item 4 of the Schedule 13D is hereby amended and supplemented to add as follows:

Stockholder Approval

At a special meeting on October 27, 2022, the stockholders approved the conversion of 153,176 shares of Preferred Stock into 42,548,892 shares of Common Stock pursuant to the terms of the Certificate of Designation filed with the Nevada Secretary of State creating the Preferred Stock that was issued at closing of the Purchase Agreement. In connection with such approval, 4,294,025 shares of Common Stock beneficially held directly by Stronghold OpCo were distributed to members of Stronghold Energy II Holdings, LLC.

Item 5. Interest in Securities of the Issuer.

Item 5 of the Schedule 13D is hereby amended and restated as follows:

(a) – (b) The information relating to the beneficial ownership of the Common Stock by each of the Reporting Persons set forth in Rows 7 through 13 of the cover pages hereto is incorporated by reference herein and is as of the date hereof. Such information assumes there are 174,135,830 shares of Common Stock outstanding as of October 31, 2022. On October 27, 2022, requisite stockholder approval was obtained, and the Company issued an additional 42,548,892 shares of Common Stock pursuant to the conversion of the Preferred Stock as required by the Certificate of Designation. The initial issuance at the closing of the Purchase Agreement and subsequent conversion resulted in a total of 63,888,878 shares of Common Stock issued to Stronghold, which represents approximately 36.7% of the 174,135,830 shares of Common Stock outstanding immediately following such conversion.

The reported securities and the shares of Preferred Stock are held directly by Stronghold OpCo. Stronghold Intermediate is the managing member of Stronghold OpCo, and Stronghold Energy II Holdings, LLC ("Stronghold Holdings" and, collectively with Stronghold OpCo and Stronghold Intermediate, the "Stronghold Entities") is the managing member of Stronghold Intermediate.

Warburg Pincus is the general partner of Warburg Pincus Partners II (US), L.P., which is the managing member of Warburg Pincus (E&P) Energy LLC and Warburg Pincus (E&P) XII LLC. Warburg Pincus (E&P) Energy LLC is the general partner of Warburg Pincus (E&P) Energy GP, L.P., which is the general partner of Warburg Pincus Energy (E&P)-A, L.P., WP Energy Stronghold Holdings, L.P., WP Energy Partners-Stronghold Holdings, L.P., Warburg Pincus Energy (E&P) Partners-A, L.P., and Warburg Pincus Energy (E&P) Partners-B, L.P. Warburg Pincus Energy (E&P) Partners-B Stronghold, LLC. Warburg Pincus (E&P) XII LLC is the general partner of Warburg Pincus (E&P) XII, L.P., which is the general partner of Warburg Pincus XII (E&P) Partners-1, L.P., Warburg Pincus XII (E&P) Partners-2, L.P., WP XII Stronghold Holdings, L.P., WP XII (E&P) Partners (A), L.P., WP XII (E&P) Partners (B), L.P., Warburg Pincus Pincus XII (E&P) XII-D (A), L.P., and Warburg Pincus Pincus Pincus Pincus XII (E&P) Partners-2, L.P. Warburg Pincus XII (E&P) Partners-2, L.P. is the managing member of Warburg Pincus XII (E&P) Partners-2, L.P. warburg Pincus XII (E&P) Partners-2 Stronghold, LLC (Warburg Pincus and the other entities listed in this paragraph, collectively, the "Warburg Entities").

The Warburg Entities collectively hold a majority of the membership interests in Stronghold Holdings. Each of the Stronghold Entities, Warburg Entities and Roy Ben-Dor, (collectively, the "Reporting Persons") directly (whether through ownership or position) or indirectly through one or more intermediaries, may be deemed for purposes of Section 13 of the Securities Exchange Act of 1934, as amended, to be the indirect beneficial owner of some or all of the shares owned by the Stronghold and, therefore, a "five percent holder" hereunder.

Each of the Reporting Persons other than Stronghold OpCo disclaims beneficial ownership of the securities reported herein, except to the extent of its pecuniary interest therein, and this report shall not be deemed an admission that the Reporting Persons other than Stronghold OpCo are the beneficial owners of such securities for purposes of Section 13 or for any other purposes.

The Reporting Persons other than Stronghold OpCo expressly disclaim any such beneficial ownership.

- (c) Except as set forth in Items 3 and 4 above, during the past 60 days none of the Reporting Persons or Related Persons has effected any transactions in the Common Stock.
- (d) None.
- (e) Not applicable.

SIGNATURES

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: October 31, 2022

STRONGHOLD ENERGY II OPERATING, LLC

By: Stronghold Energy II Intermediate, LLC

By: /s/ Caleb Weatherl
Name: Caleb Weatherl
Title: Authorized Signatory

Set forth below is the name, position and present principal occupation of each of the general partners of Warburg Pincus & Co. ("WP") and members of Warburg Pincus LLC (including its subsidiaries, "WP LLC"). Except as otherwise indicated, the business address of each of such persons is 450 Lexington Avenue, New York, New York 10017, and each of such persons is a citizen of the United States.

GENERAL PARTNERS OF WP

PRESENT PRINCIPAL OCCUPATION IN ADDITION TO POSITION WITH WP, AND POSITIONS WITH THE REPORTING ENTITIES

	TO FOSITION WITH WI, AND FOSITIONS
NAME	WITH THE REPORTING ENTITIES
Gregory C. Baecher	Partner of WP; Member and Managing Director of WP LLC
Roy Ben-Dor	Partner of WP; Member and Managing Director of WP LLC
Damon Beyer	Partner of WP; Member and Managing Director of WP LLC
Anthony Robert Buonanno	Partner of WP; Member and Managing Director of WP LLC
Thomas Carella	Partner of WP; Member and Managing Director of WP LLC
Brian Chang	Partner of WP; Member and Managing Director of WP LLC
Ruoxi Chen	Partner of WP; Member and Managing Director of WP LLC
Mark M. Colodny	Partner of WP; Member and Managing Director of WP LLC
Casey Ryan Dalton	Partner of WP; Member and Managing Director of WP LLC
Cary J. Davis	Partner of WP; Member and Managing Director of WP LLC
Peter Deming	Partner of WP; Member and Managing Director of WP LLC
Adrienne Filipov	Partner of WP; Member and Managing Director of WP LLC
Eric Friedman	Partner of WP; Member and Managing Director of WP LLC
Timothy F. Geithner	Partner of WP; Member, Managing Director and President of WP LLC
Stephanie Geveda	Partner of WP; Member and Managing Director of WP LLC
Steven G. Glenn	Partner of WP; Member and Managing Director of WP LLC
Jeffrey Goldfaden	Partner of WP; Member and Managing Director of WP LLC
Edward Y. Huang	Partner of WP; Member and Managing Director of WP LLC
Peter R. Kagan	Partner of WP; Member and Managing Director of WP LLC
Charles R. Kaye	Managing General Partner of WP; Managing Member and Chief Executive Officer of WP LLC
Deborah Kerr	Partner of WP; Member and Managing Director of WP LLC
Amr Kronfol	Partner of WP; Member and Managing Director of WP LLC
Rajveer Kushwaha	Partner of WP; Member and Managing Director of WP LLC
Zachary D. Lazar	Partner of WP; Member and Managing Director of WP LLC
Harsha Marti	Partner of WP; Member and Managing Director of WP LLC
Michael Martin	Partner of WP; Member and Managing Director of WP LLC
Vishnu Menon	Partner of WP; Member and Managing Director of WP LLC
Douglas Musicaro	Partner of WP; Member and Managing Director of WP LLC
James Neary	Partner of WP; Member and Managing Director of WP LLC
James O'Gara	Partner of WP; Member and Managing Director of WP LLC
Parag K. Gupta	Partner of WP; Member and Managing Director of WP LLC
Michael Pan	Partner of WP; Member and Managing Director of WP LLC
Andrew Park	Partner of WP; Member and Managing Director of WP LLC
Jeffrey Perlman	Partner of WP; Member and Managing Director of WP LLC
Chandler Reedy	Partner of WP; Member and Managing Director of WP LLC
John Rowan	Partner of WP; Member and Managing Director of WP LLC
Justin L. Sadrian	Partner of WP; Member and Managing Director of WP LLC
Adarsh Sarma	Partner of WP; Member and Managing Director of WP LLC
John W. Shearburn	Partner of WP; Member and Managing Director of WP LLC
Ashutosh Somani	Partner of WP; Member and Managing Director of WP LLC
David Sreter	Partner of WP; Member and Managing Director of WP LLC
Jeffrey Stein	Partner of WP; Member and Managing Director of WP LLC
Alexander Stratoudakis	Partner of WP; Member and Managing Director of WP LLC

Jacob Strauss
Christopher H. Turner
James W. Wilson
Daniel Zamlong
Daniel Zilberman
WP & Co. Partners, L.P.*
Warburg Pincus Principal Partnership, L.P.**

Partner of WP; Member and Managing Director of WP LLC Partner of WP; Member and Managing Director of WP LLC Partner of WP; Member and Managing Director of WP LLC Partner of WP; Member and Managing Director of WP LLC Partner of WP; Member and Managing Director of WP LLC

- * New York limited partnership; primary activity is ownership interest in WP
- ** Delaware limited partnership; primary activity is ownership interest in WP

MEMBERS OF WP LLC

PRESENT PRINCIPAL OCCUPATION IN ADDITION TO POSITION WITH WP LLC, AND POSITIONS WITH THE REPORTING ENTITIES

NAME

Saurabh Agarwal (1) Member and Managing Director of WP LLC Jonas Agesand (2) Member and Managing Director of WP LLC

Gregory C. Baecher Member and Managing Director of WP LLC; Partner of WP Roy Ben-Dor Member and Managing Director of WP LLC; Partner of WP Damon Beyer Member and Managing Director of WP LLC; Partner of WP Member and Managing Director of WP LLC; Partner of WP Anthony Robert Buonanno Thomas Carella Member and Managing Director of WP LLC; Partner of WP Member and Managing Director of WP LLC; Partner of WP Brian Chang Ruoxi Chen Member and Managing Director of WP LLC; Partner of WP

Member and Managing Director of WP LLC Julian Cheng (5)

Mark M. Colodny Member and Managing Director of WP LLC; Partner of WP Casey Ryan Dalton Member and Managing Director of WP LLC; Partner of WP Cary J. Davis Member and Managing Director of WP LLC; Partner of WP Peter Deming Member and Managing Director of WP LLC; Partner of WP

Yi Ding (4) Member and Managing Director of WP LLC Yilong Du (5) Member and Managing Director of WP LLC Min Fang (4) Member and Managing Director of WP LLC

Member and Managing Director of WP LLC; Partner of WP Adrienne Filipov

Member and Managing Director of WP LLC Max Fowinkel (3)

Eric Friedman Member and Managing Director of WP LLC: Partner of WP

Timothy F. Geithner Member, Managing Director and President of WP LLC; Partner of WP

Stephanie Geveda Member and Managing Director of WP LLC; Partner of WP Steven G. Glenn Member and Managing Director of WP LLC; Partner of WP Jeffrey G. Goldfaden Member and Managing Director of WP LLC; Partner of WP Parag K. Gupta Member and Managing Director of WP LLC; Partner of WP Edward Y. Huang Member and Managing Director of WP LLC; Partner of WP Faisal Jamil (6) Member and Managing Director of WP LLC

Member and Managing Director of WP LLC; Partner of WP Peter R. Kagan

Charles R. Kaye Managing Member and Chief Executive Officer of WP LLC; Managing General Partner of WP

Deborah Kerr Member and Managing Director of WP LLC; Partner of WP Member and Managing Director of WP LLC; Partner of WP Amr Kronfol Member and Managing Director of WP LLC; Partner of WP Rajveer Kushwaha Zachary D. Lazar Member and Managing Director of WP LLC; Partner of WP

Vishal Mahadevia Member of WP LLC and Managing Director of Warburg Pincus India Private Limited

Harsha Marti Member and Managing Director of WP LLC; Partner of WP Member and Managing Director of WP LLC, Partner of WP Michael Martin Vishnu Menon Member and Managing Director of WP LLC; Partner of WP

Piero Minardi (7) Member and Managing Director of WP LLC Member and Managing Director of WP LLC Henrique Muramoto (8)

Douglas Musicaro Member and Managing Director of WP LLC; Partner of WP James Neary Member and Managing Director of WP LLC; Partner of WP

Member and Managing Director of WP LLC Hoi Ying Ng (5) René Obermann (3) Member and Managing Director of WP LLC

James O'Gara Member and Managing Director of WP LLC; Partner of WP

Narendra Ostawal (1) Member of WP LLC and Managing Director of Warburg Pincus India Private Limited

Member and Managing Director of WP LLC; Partner of WP Michael Pan Andrew Park Member and Managing Director of WP LLC; Partner of WP Jeffrey Perlman Member and Managing Director of WP LLC; Partner of WP

Member and Managing Director of WP LLC Flavio Porciani (3)

Chandler Reedy Member and Managing Director of WP LLC; Partner of WP David Reis (3) Member and Managing Director of WP LLC

John Rowan Member and Managing Director of WP LLC; Partner of WP Justin L. Sadrian Member and Managing Director of WP LLC; Partner of WP

Anish Saraf (1) Member of WP LLC and Managing Director of Warburg Pincus India Private Limited

Adarsh Sarma Member and Managing Director of WP LLC; Partner of WP

Viraj Sawhney (1) Member of WP LLC and Managing Director of Warburg Pincus India Private Limited John W. Shearburn Member and Managing Director of WP LLC; Partner of WP

John W. Shearburn
Leo Long Shi (4)
Ashutosh Somani
David Sreter
Member and Managing Director of WP LLC; Partner of WP
Member and Managing Director of WP LLC; Partner of WP
Member and Managing Director of WP LLC; Partner of WP
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Member and Managing Director of WP LLC; Partner of WP

Michael Thompson (6) Member and Managing Director of WP LLC

Christopher H. Turner Member and Managing Director of WP LLC; Partner of WP

Zhen Wei (5) Member and Managing Director of WP LLC

James W. Wilson Member and Managing Director of WP LLC; Partner of WP

Bo Xu (4) Member and Managing Director of WP LLC

Daniel Zamlong Member and Managing Director of WP LLC; Partner of WP

Lei Zhang (4) Member and Managing Director of WP LLC
Qiqi Zhang (4) Member and Managing Director of WP LLC
Langlang Zhou (4) Member and Managing Director of WP LLC
Lilian Zhu (4) Member and Managing Director of WP LLC
Lilian Zhu (4) Member and Managing Director of WP LLC

Daniel Zilberman Member and Managing Director of WP LLC; Partner of WP

- (1) Citizen of India
- (2) Citizen of Sweden
- (3) Citizen of Germany
- (4) Citizen of China
- (5) Citizen of Hong Kong
- (6) Citizen of United Kingdom
- (7) Citizen of Italy
- (8) Citizen of Brazil

As of October 31, 2022