

PETROHAWK ENERGY CORP
Form 4
December 14, 2009

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
CHRISTMAS JAMES W

2. Issuer Name and Ticker or Trading Symbol
PETROHAWK ENERGY CORP [HK]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
1000 LOUISIANA, SUITE 5600
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
12/10/2009

Director 10% Owner
 Officer (give title below) Other (specify below)
Vice Chairman

HOUSTON, TX 77002

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V Amount (A) or (D) Price | | | |
| Common Stock | 10/16/2009 | | G | V 900 ⁽¹⁾ D \$ 0 | 1,799,488 | D | |
| Common Stock | 12/10/2009 | | M | 223,092 A \$ 2.54 | 2,022,580 | D | |
| Common Stock | 12/10/2009 | | M | 148,161 A \$ 0.73 | 2,170,741 | D | |
| Common Stock | 12/10/2009 | | S | 18,947 D \$ 21 | 2,151,794 | D | |
| Common Stock | 12/10/2009 | | S | 301 D \$ 21.01 | 2,151,493 | D | |

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| | | | | | | | |
|--------------|------------|---|--------|---|-----------|-----------|---|
| Common Stock | 12/10/2009 | S | 315 | D | \$ 21.02 | 2,151,178 | D |
| Common Stock | 12/10/2009 | S | 600 | D | \$ 21.03 | 2,150,578 | D |
| Common Stock | 12/10/2009 | S | 300 | D | \$ 21.045 | 2,150,278 | D |
| Common Stock | 12/10/2009 | S | 8,024 | D | \$ 21.05 | 2,142,254 | D |
| Common Stock | 12/10/2009 | S | 1,000 | D | \$ 21.06 | 2,141,254 | D |
| Common Stock | 12/10/2009 | S | 100 | D | \$ 21.065 | 2,141,154 | D |
| Common Stock | 12/10/2009 | S | 4,100 | D | \$ 21.07 | 2,137,054 | D |
| Common Stock | 12/10/2009 | S | 200 | D | \$ 21.075 | 2,136,854 | D |
| Common Stock | 12/10/2009 | S | 3,410 | D | \$ 21.08 | 2,133,444 | D |
| Common Stock | 12/10/2009 | S | 7,050 | D | \$ 21.09 | 2,126,394 | D |
| Common Stock | 12/10/2009 | S | 19,200 | D | \$ 21.1 | 2,107,194 | D |
| Common Stock | 12/10/2009 | S | 900 | D | \$ 21.11 | 2,106,294 | D |
| Common Stock | 12/10/2009 | S | 1,700 | D | \$ 21.12 | 2,104,594 | D |
| Common Stock | 12/10/2009 | S | 300 | D | \$ 21.13 | 2,104,294 | D |
| Common Stock | 12/10/2009 | S | 200 | D | \$ 21.15 | 2,104,094 | D |
| Common Stock | 12/10/2009 | S | 100 | D | \$ 21.165 | 2,103,994 | D |
| Common Stock | 12/10/2009 | S | 1,200 | D | \$ 21.17 | 2,102,794 | D |
| Common Stock | 12/10/2009 | S | 2,500 | D | \$ 21.19 | 2,100,294 | D |
| Common Stock | 12/10/2009 | S | 12,200 | D | \$ 21.2 | 2,088,094 | D |
| Common Stock | 12/10/2009 | S | 400 | D | \$ 21.205 | 2,087,694 | D |
| | 12/10/2009 | S | 7,253 | D | \$ 21.21 | 2,080,441 | D |

| | | | | | | | |
|--------------|------------|--|---|--------|---|----------|-------------|
| Common Stock | | | | | | | |
| Common Stock | 12/10/2009 | | S | 1,000 | D | \$ 21.22 | 2,079,441 D |
| Common Stock | 12/10/2009 | | S | 21,900 | D | \$ 21.23 | 2,057,541 D |
| Common Stock | 12/10/2009 | | S | 1,000 | D | \$ 21.24 | 2,056,541 D |
| Common Stock | 12/10/2009 | | S | 2,200 | D | \$ 21.25 | 2,054,341 D |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount Number Shares |
| Employee Stock Option (right to buy) | \$ 2.54 | 12/10/2009 | | M | 223,092 | <u>(2)</u> | 02/20/2011 | Common Stock | 223,092 |
| Employee Stock Option (right to buy) | \$ 0.73 | 12/10/2009 | | M | 148,161 | <u>(3)</u> | 01/01/2013 | Common Stock | 148,161 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|-------------------------------------|---------------|-----------|---------|---------------|
| | Director | 10% Owner | Officer | Other |
| CHRISTMAS JAMES W 1000 LOUISIANA | X | | | Vice Chairman |

SUITE 5600
HOUSTON, TX 77002

Signatures

David S. Elkouri
Attorney-in-fact

12/14/2009

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
 - ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Mr. Christmas contributed 900 shares to St. John's University.
 - (2) The option vested in two equal installments on February 20, 2002 and 2003.
 - (3) The option vested in three equal installments on January 1, 2004, 2005 and 2006.

Remarks:

This report is one of two. The total number of shares sold by the reporting person on December 10, 2009 was 123,500.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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