

PETROHAWK ENERGY CORP  
Form 8-K  
January 22, 2009

**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): January 22, 2009**

**PETROHAWK ENERGY CORPORATION  
(Exact name of registrant as specified in its charter)**

**Delaware**  
(State or other jurisdiction  
of incorporation)

**001-33334**  
(Commission File Number)

**86-0876964**  
(I.R.S. Employer  
Identification No.)

**1000 Louisiana St., Suite 5600, Houston, Texas**  
(Address of principal executive offices)

**77002**  
(Zip Code)

**Registrant's telephone number, including area code: (832) 204-2700**

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):

- 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 8.01. Other Events.**

On January 22, 2009, Petrohawk Energy Corporation (the Company ) issued a press release announcing that it intends to commence a private placement offering to eligible purchasers of approximately \$300 million of Senior Notes due 2014. Proceeds of the offering are expected to be used to repay a portion of the outstanding borrowings under our senior revolving credit facility which will provide us additional financial flexibility to fund a portion our 2009 capital budget, to fund potential acquisitions, to provide for further infrastructure expansion, and to provide working capital for general corporate purposes.

The notes have not been registered under the Securities Act of 1933 or applicable state securities laws and may not be offered or sold in the United States absent registration or an applicable exemption from the registration requirements of the Securities Act and applicable state laws. The notes may be resold by the initial purchasers pursuant to Rule 144A and Regulation S under the Securities Act.

The related press release is attached hereto as Exhibit 99.1.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits. The following exhibit is filed as part of this current report on Form 8-K:

<b>Exhibit No.</b>	<b>Item</b>
99.1	Press release issued by Petrohawk Energy Corporation dated January 22, 2009.

**SIGNATURE**

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

PETROHAWK ENERGY CORPORATION

Date: January 22, 2009

By: /s/ C. Byron Charboneau  
C. Byron Charboneau  
Vice President--Chief Accounting  
Officer and Controller

**INDEX TO EXHIBITS**

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