

PETROHAWK ENERGY CORP
Form 4
March 05, 2007

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
WILSON FLOYD C

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

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)
03/02/2007

Director 10% Owner
 Officer (give title below) Other (specify below)
CEO, President, 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount (A) or (D) Price | | |
| Common Stock | 03/02/2007 | | A | | 75,000 A \$ 0 | D | |
| Common Stock | 03/05/2007 | | P | | 1,000 A \$ 11.489 | D | |
| Common Stock | 03/05/2007 | | P | | 4,460 A \$ 11.49 | D | |
| Common Stock | 03/05/2007 | | P | | 12,788 A \$ 11.5 | D | |
| Common Stock | 03/05/2007 | | P | | 552 A \$ 11.569 | D | |

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| | | | | | | | |
|--------------|------------|---|--------|---|-----------|-----------|---|
| Common Stock | 03/05/2007 | P | 5,299 | A | \$ 11.56 | 2,732,637 | D |
| Common Stock | 03/05/2007 | P | 5,252 | A | \$ 11.57 | 2,737,889 | D |
| Common Stock | 03/05/2007 | P | 1,000 | A | \$ 11.559 | 2,738,889 | D |
| Common Stock | 03/05/2007 | P | 1,000 | A | \$ 11.549 | 2,739,889 | D |
| Common Stock | 03/05/2007 | P | 1,000 | A | \$ 11.55 | 2,740,889 | D |
| Common Stock | 03/05/2007 | P | 3,732 | A | \$ 11.58 | 2,744,621 | D |
| Common Stock | 03/05/2007 | P | 9,559 | A | \$ 11.59 | 2,754,180 | D |
| Common Stock | 03/05/2007 | P | 3,358 | A | \$ 11.6 | 2,757,538 | D |
| Common Stock | 03/05/2007 | P | 1,000 | A | \$ 11.579 | 2,758,538 | D |
| Common Stock | 03/05/2007 | P | 1,000 | A | \$ 11.649 | 2,759,538 | D |
| Common Stock | 03/05/2007 | P | 20,400 | A | \$ 11.65 | 2,779,938 | D |
| Common Stock | 03/05/2007 | P | 1,500 | A | \$ 11.639 | 2,781,438 | D |
| Common Stock | 03/05/2007 | P | 9,908 | A | \$ 11.64 | 2,791,346 | D |
| Common Stock | 03/05/2007 | P | 592 | A | \$ 11.659 | 2,791,938 | D |
| Common Stock | 03/05/2007 | P | 792 | A | \$ 11.66 | 2,792,730 | D |
| Common Stock | 03/05/2007 | P | 1,008 | A | \$ 11.689 | 2,793,738 | D |
| Common Stock | 03/05/2007 | P | 300 | A | \$ 11.679 | 2,794,038 | D |
| Common Stock | 03/05/2007 | P | 500 | A | \$ 11.669 | 2,794,538 | D |
| Common Stock | 03/05/2007 | P | 3,400 | A | \$ 11.67 | 2,797,938 | D |
| Common Stock | 03/05/2007 | P | 9,300 | A | \$ 11.68 | 2,807,238 | D |
| | 03/05/2007 | P | 1,300 | A | \$ 11.69 | 2,808,538 | D |

Common
Stock

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

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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 Underlying Security (Instr. 3 and 4) | | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|------------------|-----------------|--------------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title |
| Stock Appreciation Right | \$ 11.64 | 03/02/2007 | | A | 150,000 | 03/02/2008 ⁽¹⁾ | 03/01/2017 | | | Common Stock |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|--------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| WILSON FLOYD C 1000 LOUISIANA SUITE 5600 HOUSTON, TX 77002 | X | | CEO, President, Chairman | |

Signatures

Floyd C. Wilson 03/05/2007

**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) The stock appreciation rights vest in three equal annual installments beginning March 2, 2008.

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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