

PETROHAWK ENERGY CORP
 Form 4
 June 02, 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 *
WILSON FLOYD C

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)
 05/29/2009

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) Code V Amount Price | | | |
| Common Stock | 05/29/2009 | | S | 4,900 D \$ 25.33 | 3,567,957 | D | |
| Common Stock | 05/29/2009 | | S | 8,910 D \$ 25.32 | 3,559,047 | D | |
| Common Stock | 05/29/2009 | | S | 7,900 D \$ 25.31 | 3,551,147 | D | |
| Common Stock | 05/29/2009 | | S | 2,300 D \$ 25.3 | 3,548,847 | D | |
| Common Stock | 05/29/2009 | | S | 1,100 D \$ 25.29 | 3,547,747 | D | |

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| | | | | | | | |
|--------------|------------|---|-------|---|----------|-----------|---|
| Common Stock | 05/29/2009 | S | 3,100 | D | \$ 25.28 | 3,544,647 | D |
| Common Stock | 05/29/2009 | S | 2,100 | D | \$ 25.27 | 3,542,547 | D |
| Common Stock | 05/29/2009 | S | 3,200 | D | \$ 25.26 | 3,539,347 | D |
| Common Stock | 05/29/2009 | S | 2,500 | D | \$ 25.25 | 3,536,847 | D |
| Common Stock | 05/29/2009 | S | 4,422 | D | \$ 25.23 | 3,532,425 | D |
| Common Stock | 05/29/2009 | S | 2,900 | D | \$ 25.22 | 3,529,525 | D |
| Common Stock | 05/29/2009 | S | 2,500 | D | \$ 25.21 | 3,527,025 | D |
| Common Stock | 05/29/2009 | S | 3,400 | D | \$ 25.2 | 3,523,625 | D |
| Common Stock | 05/29/2009 | S | 800 | D | \$ 25.19 | 3,522,825 | D |
| Common Stock | 05/29/2009 | S | 2,700 | D | \$ 25.17 | 3,520,125 | D |
| Common Stock | 05/29/2009 | S | 100 | D | \$ 25.16 | 3,520,025 | D |
| Common Stock | 05/29/2009 | S | 4,000 | D | \$ 25.15 | 3,516,025 | D |
| Common Stock | 05/29/2009 | S | 2,300 | D | \$ 25.14 | 3,513,725 | D |
| Common Stock | 05/29/2009 | S | 409 | D | \$ 25.13 | 3,513,316 | D |

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

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SEC 1474
(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 | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Own Follo Repo |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|--|---------------------------------------|
|--|--|--------------------------------------|--|--------------------------------|--|--|---|--|---------------------------------------|

Disposed
of (D)
(Instr. 3,
4, and 5)

Trans
(Instr

| Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
|------|---|-----|-----|---------------------|--------------------|-------|--|
|------|---|-----|-----|---------------------|--------------------|-------|--|

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 | 06/02/2009 |
| **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).

Remarks:

This report is two of three. The total number of shares sold by the reporting person on May 29, 2009 was 250,000. All of the d
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