

Holcombe H Weldon
Form 4
February 19, 2009

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Holcombe H Weldon

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)
02/17/2009

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)

EVP - Mid Continent Region

HOUSTON, TX 77002

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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)
Common Stock	02/17/2009		M	17,912 A	113,653	D	
Common Stock					4,397	I	Through 401(k)

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

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information contained in this form are not
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SEC 1474
(9-02)

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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 Amount of Underlying Securities (Instr. 3 and 4)	8. D
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Performance Shares	(2)	02/17/2009		M	8,956 (3)	(4)	(5)	Common Stock	(6)

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Holcombe H Weldon 1000 LOUISIANA SUITE 5600 HOUSTON, TX 77002	EVP - Mid Continent Region

Signatures

David S. Elkouri, Attorney
in Fact 02/19/2009

__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) Each performance share represented a contingent right to receive issuer common stock. The reporting person earned 200% of 8,956 shares upon the achievement of pre-determined objectives over a three year period.
- (2) Each performance share represented a contingent right to receive issuer common stock. The reporting person earned 200% of 8,956 shares upon the achievement of pre-determined objectives over a three year period.
- (3) Each performance share represented a contingent right to receive issuer common stock. The reporting person earned 200% of 8,956 shares upon the achievement of pre-determined objectives over a three year period.
- (4) Each performance share represented a contingent right to receive issuer common stock. The reporting person earned 200% of 8,956 shares upon the achievement of pre-determined objectives over a three year period.
- (5) Each performance share represented a contingent right to receive issuer common stock. The reporting person earned 200% of 8,956 shares upon the achievement of pre-determined objectives over a three year period.
- (6) Each performance share represented a contingent right to receive issuer common stock. The reporting person earned 200% of 8,956 shares upon the achievement of pre-determined objectives over a three year period.

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- (7) Each performance share represented a contingent right to receive issuer common stock. The reporting person earned 200% of 8,956 shares upon the achievement of pre-determined objectives over a three year period.

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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