

HALCON RESOURCES CORP
Form 4
January 23, 2013

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 *
Petro-Hunt Holdings, LLC

2. Issuer Name and Ticker or Trading Symbol
HALCON RESOURCES CORP
[HK]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
1601 ELM STREET, SUITE 3400

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
01/18/2013

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

DALLAS, TX 75201

(City) (State) (Zip)

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

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

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 Ownership (Instr. 4)
				(A) or (D) Price			
Common Stock	01/18/2013		C	V 103,741,278 A	103,741,278	D	(2)

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)

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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 Security (Instr. 3 and 4)
8% Automatically Convertible Preferred Stock	(1)	01/18/2013		C	10,374.1278	(1) (1)	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Petro-Hunt Holdings, LLC 1601 ELM STREET, SUITE 3400 DALLAS, TX 75201		X		
William Herbert Hunt Trust Estate 1601 ELM STREET, SUITE 3400 DALLAS, TX 75201		X		

Signatures

/s/ R. Fred Hosey, Secretary of Petro-Hunt Holdings, LLC 01/23/2013
 **Signature of Reporting Person Date

/s/ Gage A. Prichard, Sr., Trustee of William Herbert Hunt Trust Estate 01/23/2013
 **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).

On December 6, 2012, pursuant to a Reorganization and Interest Purchase Agreement among Halcon Energy Properties, Inc., a wholly-owned subsidiary of Halcon Resources Corporation, and Petro-Hunt, L.L.C. and Pillar Energy, LLC dated as of October 19, 2012, (1) Petro-Hunt Holdings, LLC acquired 10,374.1278 shares of 8% automatically convertible preferred stock (the "Preferred Stock") of Halcon Resources Corporation (the "Issuer"). On January 18, 2013, the 10,374.1278 shares of Preferred Stock converted into 103,741,278 shares of common stock, par value \$0.0001 per share ("Common Stock") of the Issuer without the payment of additional consideration.

Petro-Hunt Holdings, LLC directly owns the 103,741,278 shares of Common Stock. William Herbert Hunt Trust Estate ("WHHTE") does (2) not directly own any Common Stock; however, as the sole member of Petro-Hunt Holdings, LLC, WHHTE may be deemed to indirectly beneficially own the Common Stock held of record by Petro-Hunt Holdings, LLC.

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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