

PETROHAWK ENERGY CORP  
 Form 4  
 May 26, 2005

**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 \*  
 EnCap Energy Capital Fund IV, L.P.

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)  
 1100 LOUISIANA, SUITE 3150

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 04/01/2005

\_\_\_\_ Director  
 \_\_\_\_ Officer (give title below)  
 10% Owner  
 \_\_\_\_ Other (specify below)

(Street)  
 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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |   |
|                                 |                                      |  |                                | Code  | V   | Amount   |   |
| Common Stock                    | 04/01/2005                           |  | J(1)                           | 954   | A   | \$ 10.48   | 28,932 D (4)  |
| Common Stock                    | 05/25/2005                           |  | J(2)                           | 10,000  | A   | \$ 0   | 28,932 D (4)  |
| Common Stock                    | 05/25/2005                           |  | J(3)                           | 1,168   | A   | \$ 8.56  | 28,932 D (4)  |

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

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SEC 1474  
 (9-02)

number.

**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. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|  |  |                                      |  | 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 |
| EnCap Energy Capital Fund IV, L.P.<br>1100 LOUISIANA<br>SUITE 3150<br>HOUSTON, TX 77002 |               | X         |         |       |

## Signatures

EnCap Energy Capital Fund IV, L.P., by EnCap Equity Fund IV GP, L.P., its general partner, by EnCap Investments L.P., its general partner, by EnCap Investments GP, L.L.C., its general partner, by /s/ David B. Miller, Senior Managing Director

05/25/2005

\_\_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) Represents 477 shares of Common Stock granted to the reporting person as compensation for David B. Miller serving on the Issuer's board of directors and 477 shares of Common Stock granted to the reporting person as compensation for D. Martin Phillips serving on the Issuer's board of directors
  - (2) Represents 5,000 shares of Common Stock granted to David B. Miller as compensation for serving on the Issuer's board of directors and assigned to the reporting person and 5,000 shares of Common Stock granted to D. Martin Phillips as compensation for serving on the Issuer's board of directors and assigned to the reporting person
  - (3) Represents 584 shares of Common Stock granted to the reporting person as compensation for David B. Miller serving on the Issuer's board of directors and 584 shares of Common Stock granted to the reporting person as compensation for D. Martin Phillips serving on the Issuer's board of directors
  - (4) The reporting person is also the indirect beneficial owner of 3,245,757 shares of Common Stock owned by PHAWK, LLC as reported on the reporting person's Form 4 filed April 4, 2005

## Edgar Filing: PETROHAWK ENERGY CORP - Form 4

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