

HALCON RESOURCES CORP

Form 4

March 02, 2015

**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 \*  
**HEROD STEPHEN W**

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)

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

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

1000 LOUISIANA STREET, SUITE 6700

02/26/2015

President

(Street)

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

HOUSTON, TX 77002

(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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	02/26/2015		A		192,254	A	\$ 0
					517,012 <sup>(1)</sup>		
					<u>(2)</u> <u>(3)</u>		
Common Stock	02/27/2015		F <sup>(4)</sup>		9,179	D	\$ 1.92
Common Stock	02/28/2015		F <sup>(5)</sup>		12,520	D	\$ 1.92
Common Stock	03/02/2015		J <sup>(6)</sup>	V	1,112	A	\$ 0
Common Stock					466,666	I	
							By Trusts <sup>(7)</sup>



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- (4) Represents shares withheld to satisfy withholding taxes applicable upon vesting of the February 27, 2014 restricted stock grant.
- (5) Represents shares withheld to satisfy withholding taxes applicable upon vesting of the February 28, 2013 restricted stock grant.
- (6) On January 30, 2015, Halcon declared a stock dividend, payable to all Series A Cumulative Perpetual Convertible Preferred Stock holders of record on February 13, 2015. As a result, the reporting person received 1,112 shares of Halcon stock on March 2, 2015.  
  
The reporting person disclaims beneficial ownership of these securities, and the filing of this report is not an admission that the reporting person is the beneficial owner of these securities for purposes of Section 16 or for any other purpose. The reporting person is neither the trustee nor a remainderman and the trusts are irrevocable.
- (7) person is the beneficial owner of these securities for purposes of Section 16 or for any other purpose. The reporting person is neither the trustee nor a remainderman and the trusts are irrevocable.
- (8) The option vests in three equal annual installments beginning February 26, 2016.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.