

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2008-08-29** | Period of Report: **2008-08-27**
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ISSUER

PETROHAWK ENERGY CORP

CIK: **1059324** | IRS No.: **860876964** | State of Incorporation: **DE** | Fiscal Year End: **1231**
SIC: **1311** Crude petroleum & natural gas

Mailing Address
1000 LOUISIANA SUITE 5600
HOUSTON TX 77002

Business Address
1000 LOUISIANA SUITE 5600
HOUSTON TX 77002
8322042700

REPORTING OWNER

WILSON FLOYD C

CIK: **936305**
Type: **4** | Act: **34** | File No.: **001-33334** | Film No.: **081049253**

Mailing Address
1000 LOUISIANA
SUITE 5600
HOUSTON TX 77002

Business Address
HUGOTON ENERGY CORP
1900 EPIC CENTER 301
NORTH MAIN STREET
WICHITA KS 67202
8322042700

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) CEO, President, Chairman		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 08/27/2008					
1000 LOUISIANA, SUITE 5600			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
(Street)								
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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	08/28/2008		<u>S</u>		400	D	\$36.575	2,809,158	D	
Common Stock	08/28/2008		<u>S</u>		1,300	D	\$36.57	2,807,858	D	
Common Stock	08/28/2008		<u>S</u>		400	D	\$36.55	2,807,458	D	
Common Stock	08/28/2008		<u>S</u>		300	D	\$36.53	2,807,158	D	
Common Stock	08/28/2008		<u>S</u>		400	D	\$36.525	2,806,758	D	
Common Stock	08/28/2008		<u>S</u>		2,295	D	\$36.51	2,804,463	D	
Common Stock	08/28/2008		<u>S</u>		3,614	D	\$36.5	2,800,849	D	
Common Stock	08/28/2008		<u>S</u>		9,400	D	\$35.23	2,791,449	D	
Common Stock	08/28/2008		<u>S</u>		100	D	\$35.22	2,791,349	D	
Common Stock	08/28/2008		<u>S</u>		2,300	D	\$35.21	2,789,049	D	
Common Stock	08/28/2008		<u>S</u>		1,100	D	\$35.2	2,787,949	D	
Common Stock	08/28/2008		<u>S</u>		700	D	\$35.17	2,787,249	D	
Common Stock	08/28/2008		<u>S</u>		5,081	D	\$35.16	2,782,168	D	
Common Stock	08/28/2008		<u>S</u>		200	D	\$35.155	2,781,968	D	
Common Stock	08/28/2008		<u>S</u>		17,257	D	\$35.15	2,764,711	D	
Common Stock	08/28/2008		<u>S</u>		14,656	D	\$35.14	2,750,055	D	

Common Stock	08/28/2008		<u>S</u>	4,000	D	\$35.13	2,746,055	D	
Common Stock	08/28/2008		<u>S</u>	100	D	\$35.125	2,745,955	D	
Common Stock	08/28/2008		<u>S</u>	7,586	D	\$35.12	2,738,369	D	
Common Stock	08/28/2008		<u>S</u>	100	D	\$35.115	2,738,269	D	
Common Stock	08/28/2008		<u>S</u>	4,364	D	\$35.11	2,733,905	D	
Common Stock	08/28/2008		<u>S</u>	11,600	D	\$35.1	2,722,305	D	
Common Stock	08/28/2008		<u>S</u>	100	D	\$35.095	2,722,205	D	
Common Stock	08/28/2008		<u>S</u>	700	D	\$35.093	2,721,505	D	
Common Stock	08/28/2008		<u>S</u>	200	D	\$35.093	2,721,305	D	
Common Stock	08/28/2008		<u>S</u>	9,200	D	\$35.09	2,712,105	D	
Common Stock	08/28/2008		<u>S</u>	5,900	D	\$35.08	2,706,205	D	
Common Stock	08/28/2008		<u>S</u>	5,818	D	\$35.07	2,700,387	D	
Common Stock	08/28/2008		<u>S</u>	4,982	D	\$35.06	2,695,405	D	
Common Stock	08/28/2008		<u>S</u>	2,200	D	\$35.05	2,693,205	D	

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

Remarks:

This report is two of three. All of the dispositions reported on this Form 4 were made by the reporting person for estate planning purposes.

Signatures

Floyd C. Wilson

** Signature of Reporting Person

08/29/2008

Date

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

* 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).

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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