

Hicks Acquisition CO I Inc.  
Form 4  
October 02, 2007

**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 \*  
HH-HACI, L.P.

(Last) (First) (Middle)

100 CRESCENT COURT, SUITE  
1200

(Street)

DALLAS, TX 75201

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
Hicks Acquisition CO I Inc. [TOH]

3. Date of Earliest Transaction  
(Month/Day/Year)  
09/28/2007

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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 Ownership (Instr. 4)
				(A) or (D)	Amount		
				Code	V		
					Price		

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

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)



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disposition and voting of the securities.

HH LP owns 7,000,000 sponsor warrants ("Sponsor Warrants"). Sponsor Warrants are identical to the warrants currently being offered by the Issuer, except for those differences set forth in the Issuer's Form S-1 filed with the Commission on June 14, 2007, as may be amended

- (4) from time to time. In addition, the Sponsor Warrants generally are not transferable, assignable or salable until 180 days after the completion of the Issuer's initial business combination and shall expire worthless if the Issuer does not complete an initial business combination within 24 months from the date of the Issuer's initial public offering.

In addition, as reported on the Reporting Persons' Form 3, HH LP owns founder's units, each consisting of one share of Common Stock and one warrant, which may be exchanged for Common Stock on a one-for-one basis in accordance with its terms. The Reporting

- (5) Persons, through HH LP, currently hold 13,524,000 founder's units. On their Form 3, the Reporting Persons, reported holdings of 11,270,000 founder's units; however, HH LP subsequently received an additional 2,254,000 founder's units on September 27, 2007 as a result of a stock dividend.

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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