

HALCON RESOURCES CORP

Form 4

March 02, 2015

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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)
1000 LOUISIANA STREET, SUITE 6700

3. Date of Earliest Transaction (Month/Day/Year)
02/26/2015

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

(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)			
			Code	V	Amount	(A) or (D)	Price			
Common Stock	02/26/2015		A		192,254	A	\$ 0	517,012 ⁽¹⁾ <u>(2) (3)</u>	D	
Common Stock	02/27/2015		F ⁽⁴⁾		9,179	D	\$ 1.92	507,833	D	
Common Stock	02/28/2015		F ⁽⁵⁾		12,520	D	\$ 1.92	495,313	D	
Common Stock	03/02/2015		J ⁽⁶⁾	V	1,112	A	\$ 0	496,425	D	
Common Stock								466,666	I	By Trusts ⁽⁷⁾

Edgar Filing: HALCON RESOURCES CORP - Form 4

- (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.