

PetroHunter Energy Corp
Form 5
February 18, 2010

FORM 5

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

Check this box if
no longer subject
to Section 16.
Form 4 or Form
5 obligations
may continue.
See Instruction
1(b).
Form 3 Holdings
Reported
Form 4
Transactions
Reported

**ANNUAL 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

OMB APPROVAL

OMB
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1. Name and Address of Reporting Person *
MAB RESOURCES LLC

(Last) (First) (Middle)

1875 LAWRENCE STREET, SUITE
1400

(Street)

2. Issuer Name **and** Ticker or Trading
Symbol
PetroHunter Energy Corp [PHUN]

3. Statement for Issuer's Fiscal Year Ended
(Month/Day/Year)
09/30/2009

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____X____ 10% Owner
____ Officer (give title below) ____ Other (specify below)

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

6. Individual or Joint/Group Reporting

(check applicable line)

DENVER, CO 80202

__X__ 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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	10/17/2008	Â	S4	200,000 D	\$ 0.11 98,675,000	D	Â
Common Stock	10/23/2008	Â	S4	4,000,000 D	\$ 0.1 94,675,000	D	Â
Common Stock	12/04/2008	Â	S4	2,500,000 D	\$ 0.08 92,175,000	D	Â
Common Stock	01/07/2009	Â	S4	3,000,000 D	\$ 0.02 89,175,000	D	Â
	04/23/2009	Â	S4	7,750,000 D	81,425,000	D	Â

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Common Stock \$ 0.02

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 (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)
					(A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Option (Right to Buy)	\$ 0.5	Â	Â	Â	Â Â	Â <u>(1)</u> 08/10/2010	Common Stock 3,000,000
Warrant (Right to Buy)	\$ 0.5	Â	Â	Â	Â Â	11/15/2007 11/15/2009	Common Stock 32,000,000

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
MAB RESOURCES LLC 1875 LAWRENCE STREET, SUITE 1400 DENVER,Â COÂ 80202	Â Â X Â Â

Signatures

Marc A. Bruner 02/18/2010
 **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) 20% of this option was exercisable at date of grant (August 10, 2005), 20% became exercisable August 10, 2006, 20% became exercisable at August 10, 2007 and 20% becomes exercisable on August 10 of each of 2008 and 2009.

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