

PETROHAWK ENERGY CORP  
Form 8-K  
August 03, 2010

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of Report (date of earliest event reported): August 3, 2010

**PETROHAWK ENERGY CORPORATION**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction  
of incorporation)

**001-33334**  
(Commission  
File Number)

**86-0876964**  
(I.R.S. Employer  
Identification No.)

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**1000 Louisiana, Suite 5600**

**Houston, Texas**  
(Address of principal executive offices)

**Registrant's telephone number, including area code: (832) 204-2700**

**77002**  
(Zip Code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 8.01. Other Events.**

On August 3, 2010, Petrohawk Energy Corporation (the Company ) issued a press release announcing that it intends to commence a private offering to eligible purchasers of approximately \$825 million aggregate principal amount of senior notes due 2018 (the Notes ). Proceeds of the offering are expected to be used to purchase the Company s outstanding approximately \$769 million aggregate principal amount of 9 1/8% senior notes due 2013 pursuant to a tender offer and, to the extent there are net proceeds remaining, for general corporate purposes.

The Notes have not been registered under the Securities Act of 1933 (the Securities Act ) or applicable state securities laws and may not be offered or sold in the United States absent registration or an applicable exemption from the registration requirements of the Securities Act and applicable state laws. The Notes may be resold by the initial purchasers pursuant to Rule 144A and Regulation S under the Securities Act.

The related press release is attached hereto as Exhibit 99.1.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits. The following exhibits are filed as part of this current report on Form 8-K:

<b>Exhibit No.</b>	<b>Item</b>
99.1	Press release issued by Petrohawk Energy Corporation dated August 3, 2010. <b>SIGNATURE</b>

Pursuant to the requirements of the Securities Exchange Act of 1934, the Company has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

PETROHAWK ENERGY CORPORATION

Date: August 3, 2010

By: /s/ C. Byron Charboneau  
C. Byron Charboneau  
Vice President Chief Accounting Officer and  
Controller

**INDEX TO EXHIBITS**

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