Resolute Energy Corp Form 4 February 22, 2016

FORM 4

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

OMB 323

Check this box
if no longer
STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Number: 3235-0287 Expires: January 31, 2005

OMB APPROVAL

subject to Section 16. Form 4 or Form 5 obligations

may continue.

Estimated average burden hours per response... 0.5

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

SECURITIES

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *
2. Issuer Name **and** Ticker or Trading
Hicks Thomas O Jr
Symbol

5. Relationship of Reporting Person(s) to Issuer

Resolute Energy Corp [REN] (Check all applicable)

(Check all applicable)
(Last) (First) (Middle) 3. Date of Earliest Transaction

2200 ROSS AVENUE,, SUITE 5000 02/18/2016

_X_Director _____10% Owner ______Officer (give title below) Other (specify below)

(Street)
4. If Amendment, Date Original
6. Individual or Joint/Group Filing(Check
Filed(Month/Day/Year)
Applicable Line)

_X_Form filed by One Reporting Person
DALLAS, TX 75201

_XForm filed by One Reporting Person
Person

(City) (State) (Zip) **Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 6. Ownership 7. Nature of

Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of Securities Form: Direct Indirect (Instr. 3) Code (D) Beneficially (D) or Beneficial anv (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4) Reported (A)

Code V Amount (D) Price (Instr. 3 and 4)

Common Stock 02/18/2016 A $\frac{56,437}{(1)}$ A \$ 0 233,366 $\frac{(2)}{(2)}$ D

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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

Edgar Filing: Resolute Energy Corp - Form 4

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. Transac Code (Instr. 8	actionDerivative Ex Securities (N		Expiration Dat	. Date Exercisable and xpiration Date Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code '	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amoun Numbe Shares
Stock Appreciation Right (3)	\$ 0.53	02/18/2016		A		104,167		02/18/2017	<u>(4)</u>	Common Stock	104,1

Reporting Owners

Reporting Owner Name / Address	Relationships							
r g	Director	10% Owner	Officer	Other				
Hicks Thomas O Jr 2200 ROSS AVENUE, SUITE 5000 DALLAS, TX 75201	X							

Signatures

/s/ James M. Piccone, Attorney-in-Fact for Thomas O.
Hicks, Jr.

02/22/2016

**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).
- This Restricted Stock was granted pursuant to the Issuer's 2009 Performance Incentive Plan. The Restricted Stock will vest pursuant to the vesting schedule set forth in the Restricted Stock Grant Agreement dated February 18, 2016. Pursuant to the Agreement, all 56,437 shares vest on the first anniversary of the date of grant.
- (2) This number includes 96,437 shares of restricted stock subject to future vesting provisions.
- (3) Represents a cash-settled Stock Appreciation Right ("SAR") granted to the reporting person pursuant to the Issuer's 2009 Performance Incentive Plan and the Cash-Settled Stock Appreciation Right Grant Agreement dated February 18, 2016 ("SAR Agreement").
- (4) Each SAR will terminate and may no longer be exercised upon the earlier to occur of (i) discontinuance of the reporting person's services, or (ii) upon expiration of the SAR agreement on February 17, 2026.

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.

Reporting Owners 2