BRADY BOB D JR

Form 4

February 15, 2018

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB 3235-0287

OMB APPROVAL

Number:

Expires:

January 31, 2005

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if no longer subject to Section 16. Form 4 or Form 5 obligations

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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

1(b).

(Print or Type Responses)

may continue.

See Instruction

1. Name and A BRADY BC	Address of Reporting POBD JR	Person * 2. Issuer Symbol	r Name and Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer			
		Resolute	e Energy Corp [REN]	(Check all applicable)			
(Last)	(First) (M	(iddle) 3. Date of	f Earliest Transaction	**			
1700 LINCO 2800	OLN STREET, SU	(Month/D JITE 02/13/20		Director 10% Owner Str. VP - Operations			
	(Street)	4. If Ame	endment, Date Original	6. Individual or Joint/Group Filing(Check			
DENVER, O	CO 80203	Filed(Mon	nth/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	Zip) Table	le 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)	(A) or Code V Amount (D) F				
Common Stock	02/13/2018		A $\frac{39,554}{(1)}$ A \$	0 85,514 (2) D			

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

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

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1. Title of		2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and Expiration Date		7. Title and Amount Underlying Securiti		
Derivati	ive	Conversion	(Month/Day/Year)	Execution Date, if	TransactionDerivative						
Security	1	or Exercise		any	Code	Securities (Month/Day/Yea		ear)	(Instr. 3 and	d 4)	
(Instr. 3)	<i>*</i>	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A)					
		Derivative				or Disposed of					
		Security				(D)					
						(Instr. 3, 4,					
						and 5)					
										Amou	
							Date	Expiration	T:41-	or	
							Exercisable	Date	Title	Numb	
					Code V	(A) (D)				of Sha	
Perfor	mance								Common		
	Rights	<u>(3)</u>	02/13/2018		A	19,777	03/08/2019	03/08/2021	Stock	19,7	

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

BRADY BOB D JR 1700 LINCOLN STREET, SUITE 2800 DENVER, CO 80203

Sr. VP - Operations

Signatures

/s/ Bob D.
Brady, Jr.

**Signature of Date

**Signature of Reporting Person

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 Reporting Person's interests in the Restricted Stock will vest pursuant to the vesting schedule set forth in the Equity Incentive Grant Agreement dated February 13, 2018.

- (1) Pursuant to the Agreement, 19,777 total shares will vest by the passage of time ("Time Vested Shares") and 19,777 shares will vest upon achievement of specified thresholds of cumulative total shareholder return (TSR) compared to certain peers ("Performance Vested Shares") in three annual installments commencing March 8, 2019 through March 8, 2021.
- (2) Includes 60,863 shares of restricted stock subject to Time- and Performance- Vesting criteria, which vest in annual installments in accordance with such criteria through March 8, 2021.
- Each Performance Share Right represents a right to receive the target number of shares of the Issuer's common stock. The Performance (3) Share Rights vest upon achievement of specified thresholds of cumulative TSR compared to certain peers. Vesting will occur in three annual installments commencing March 8, 2019 through March 8, 2021.

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.

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