

ARES MANAGEMENT LLC
Form 4
April 11, 2019

FORM 4

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

OMB APPROVAL

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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 *
ARES MANAGEMENT LLC

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)

3. Date of Earliest Transaction (Month/Day/Year)
09/12/2018

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

2000 AVENUE OF THE STARS, 12TH FLOOR

(Street)

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

LOS ANGELES, CA 90067

(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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock, \$0.0001 par value	09/12/2018		S	4	(1) D \$ 4.86	(2) (3) 20,869,008	I See footnotes (4) (5) (6) (7)
Common Stock, \$0.0001 par value					86,857	D	

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

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SEC 1474
(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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ARES MANAGEMENT LLC 2000 AVENUE OF THE STARS 12TH FLOOR LOS ANGELES, CA 90067	X	X		
Ares Management Holdings L.P. 2000 AVENUE OF THE STARS 12TH FLOOR LOS ANGELES, CA 90067	X	X		
Ares Holdco LLC 2000 AVENUE OF THE STARS 12TH FLOOR LOS ANGELES, CA 90067	X	X		
Ares Holdings Inc. 2000 AVENUE OF THE STARS 12TH FLOOR LOS ANGELES, CA 90067	X	X		
Ares Management Corp 2000 AVENUE OF THE STARS 12TH FLOOR LOS ANGELES, CA 90067	X	X		

Ares Management GP LLC
 2000 AVENUE OF THE STARS X X
 12TH FLOOR
 LOS ANGELES, CA 90067

Ares Voting LLC
 2000 AVENUE OF THE STARS X X
 12TH FLOOR
 LOS ANGELES, CA 90067

Ares Partners Holdco LLC
 2000 AVENUE OF THE STARS X X
 12TH FLOOR
 LOS ANGELES, CA 90067

Signatures

ARES MANAGEMENT LLC By: Naseem Sagati Aghili Its: Authorized Signatory	04/11/2019
__Signature of Reporting Person	Date
ARES MANAGEMENT HOLDINGS L.P. By: ARES HOLDCO LLC Its: General Partner By: Naseem Sagati Aghili Its: Authorized Signatory	04/11/2019
__Signature of Reporting Person	Date
ARES HOLDCO LLC By: Naseem Sagati Aghili Its: Authorized Signatory	04/11/2019
__Signature of Reporting Person	Date
ARES HOLDINGS INC. By: Naseem Sagati Aghili Its: Authorized Signatory	04/11/2019
__Signature of Reporting Person	Date
ARES MANAGEMENT CORPORATION By: Naseem Sagati Aghili Its: Authorized Signatory	04/11/2019
__Signature of Reporting Person	Date
ARES VOTING LLC By: ARES PARTNERS HOLDCO LLC Its: Sole Member By: Naseem Sagati Aghili Its: Authorized Signatory	04/11/2019
__Signature of Reporting Person	Date
ARES MANAGEMENT GP LLC By: Naseem Sagati Aghili Its: Authorized Signatory	04/11/2019
__Signature of Reporting Person	Date
ARES PARTNERS HOLDCO LLC By: Naseem Sagati Aghili Its: Authorized Signatory	04/11/2019
__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) The amount reported reflects an aggregate of 4 shares of the Issuer's Common Stock, \$0.0001 par value ("Common Stock") sold by Ares Enhanced Credit Opportunities Master Fund II, Ltd. These 4 shares were unintentionally omitted from a Form 4, filed with the Securities and Exchange Commission (the "SEC") by the reporting persons on February 13, 2018, and they have been reported on an amended Form 4, filed with the SEC by the reporting persons on April 11, 2019.
 - (2) The amount reported reflects an aggregate of 20,869,008 shares of Common Stock held on September 12, 2018 by the following entities in the following amounts: 5,648,690 shares by AF IV Energy II AIV B1, L.P., 896,567 shares by AF IV Energy II AIV A1, L.P., 1,344,714 shares by AF IV Energy II AIV A2, L.P., 567,737 shares by AF IV Energy II AIV A3, L.P., 580,546 shares by AF IV Energy II AIV A4, L.P., 744,057 shares by AF IV Energy II AIV A5, L.P., 582,698 shares by AF IV Energy II AIV A6, L.P., 298,870 shares

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by AF IV Energy II AIV A7, L.P., 579,768 shares by AF IV Energy II AIV A8, L.P., 600,983 shares by AF IV Energy II AIV A9, L.P., 896,567 shares by AF IV Energy II AIV A10, L.P., 336,156 shares by AF IV Energy II AIV A11, L.P., 597,583 shares by AF IV Energy II AIV A12, L.P., 257,070 shares by SSF III Halcon AIV B1, L.P., 1,101,652 shares by SSF III Halcon AIV 1, L.P., 165,271 shares by SSF III Halcon AIV 2, L.P., (continued in footnote 3)

- (3) 315,830 shares by SSF III Halcon AIV 3, L.P., 1,897,859 shares by SSF IV Halcon AIV B1, L.P., 88,306 shares by SSF IV Halcon AIV 1, L.P., 650,824 shares by SSF IV Halcon AIV 2, L.P., 706,823 shares by SSF IV Halcon AIV 3, L.P., 176,753 shares by SSF IV Halcon AIV 4, L.P., 389,862 shares by SSF IV Halcon AIV 5, L.P., 655,756 shares by SSF IV Halcon AIV 6, L.P., and 788,066 shares by SSF IV Halcon AIV 7, L.P.

- (4) The Issuer's Common Stock held by the entities listed in footnotes 2-3 (collectively, the "Purchasers") is managed by Ares Management LLC. The sole member of Ares Management LLC is Ares Management Holdings L.P. ("Ares Management Holdings") and the general partner of Ares Management Holdings is Ares Holdco LLC ("Ares Holdco"). The sole member of Ares Holdco is Ares Holdings Inc. ("Ares Holdings"). The sole stockholder of Ares Holdings is Ares Management Corporation ("Ares Management"). Ares Management GP LLC ("Ares Management GP") is the sole holder of the Class B common stock, \$0.01 par value per share, of Ares Management (the "Class B Common Stock") and Ares Voting LLC ("Ares Voting") is the sole holder of the Class C common stock, \$0.01 par value per share, of Ares Management (the "Class C Common Stock"). (continued in footnote 5)

- (5) Pursuant to Ares Management's Certificate of Incorporation in effect as of the date of this Form 4, the holders of the Class B Common Stock and the Class C Common Stock, collectively, will generally have the majority of the votes on any matter submitted to the stockholders of Ares Management if certain conditions are met. (continued in footnote 6)

- (6) The sole member of both Ares Management GP and Ares Voting is Ares Partners Holdco LLC ("Ares Partners," and together with the Purchasers, Ares Management LLC, Ares Management Holdings, Ares Holdco, Ares Holdings, Ares Management, Ares Management GP and Ares Voting, the "Ares Entities"). Ares Partners is managed by a board of managers, which is composed of Michael J Arougheti, Ryan Berry, R. Kipp deVeer, David B. Kaplan, Michael R. McFerran, Antony P. Ressler and Bennett Rosenthal (collectively, the "Board Members"). (continued in footnote 7)

- (7) Mr. Ressler generally has veto authority over Board Members' decisions. Each of the Ares Entities (other than the Purchasers and Ares Management LLC with respect to the securities held directly by them) and the Board Members and the other directors, officers, partners, stockholders, members and managers of the Ares Entities expressly disclaims beneficial ownership of these securities, except to the extent of any pecuniary interest therein, and this Form 4 shall not be deemed an admission that any such person or entity is the beneficial owner of, or has any pecuniary interest in, such securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purposes. The address of each Ares Entity is c/o Ares Management LLC, 2000 Avenue of the Stars, 12th Floor, Los Angeles, CA 90067.

Remarks:

Ares Management LLC and its affiliates designated three individuals who were appointed to the board of directors of the Issuer.

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.