

HAHNE WILLIAM N
Form 4/A
August 30, 2006

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 *
HAHNE WILLIAM N

2. Issuer Name and Ticker or Trading Symbol
PETROHAWK ENERGY CORP
[HAWK]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
1100 LOUISIANA, SUITE 4400

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
08/15/2006

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
EVP, COO

HOUSTON, TX 77002

4. If Amendment, Date Original Filed(Month/Day/Year)
08/18/2006

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	08/15/2006		P	900	\$ 10.09	438,930 ⁽¹⁾	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.

SEC 1474 (9-02)

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 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 Owned Following Reporting Transaction (Instr. 6)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HAHNE WILLIAM N 1100 LOUISIANA SUITE 4400 HOUSTON, TX 77002			EVP, COO	

Signatures

Connie D. Tatum, Attorney
in Fact 08/30/2006

**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) This holding is being revised to correct the number of shares of common stock held directly by the reporting person to include shares which were distributed to the reporting person from his 401(k) plan.

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. none" align="center" valign="top"> 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) N/A - Gift
- (2) by RMS Trust, Ralph Macali, Trustee - 15856.7692 shares by PMRP Partnership, Ralph Macali, Partner - 27953.8351 shares

Note: File three copies of this Form, one of which must be manually signed. If space provided 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. bsp; \$1,946,247 \$0

Newton W. Wilson III

94,822 \$695,045 \$0

J. Marshall Dodson

31,037 \$227,501 \$0

Kim B. Clarke

27,024 \$198,086 \$0

Kimberly R. Frye

22,559 \$165,357 \$0

Barry B. Ekstrand

12,278 \$260,260 \$0

Participant	2013	Grant Value	First Vesting Payout	Second Vesting Payout
	Performance Units Granted	(based on \$7.70 stock price)		
Richard J. Alario	259,500	\$ 1,998,150	\$ 0	\$ 0
Newton W. Wilson III	89,973	\$ 692,792	\$ 0	\$ 0
J. Marshall Dodson	5,550	\$ 42,350	\$ 0	\$ 0
Kim B. Clarke	25,153	\$ 193,678	\$ 0	\$ 0
Kimberly R. Frye	21,200	\$ 163,240	\$ 0	\$ 0
Barry B. Ekstrand	6,933	\$ 53,384	\$ 0	\$ 0

Negative Discretion Used in Determining Long Term Incentive Awards to NEOs. In 2015, the Compensation Committee used negative discretion in awarding restricted stock to its NEOs by reducing the value of shares awarded by 40% to 50% compared to the value of shares awarded to the NEOs in 2014.

Restricted Shares

The following table sets forth the number of restricted shares granted on January 30, 2015 to our NEOs determined using the long-term incentive plan multipliers. The number of restricted shares granted was based on the then existing stock price at or about the time of grant and the multiple of base salary recommended by the compensation consultant.

Participant	2015	
	Restricted Shares Granted	Grant Value (based on \$1.68 stock price)
Richard J. Alario	250,000	\$ 420,000
J. Marshall Dodson	217,634	\$ 365,625
Kim B. Clarke	176,859	\$ 297,123
Kimberly R. Frye	154,018	\$ 258,750

Performance Units

The following table sets forth the number of restricted shares granted on January 30, 2015 to our NEOs. The number of performance units granted was determined using the long-term incentive plan multipliers and the performance unit allocations. The number of performance units granted was based on the then existing stock price at or about the time of grant and the multiple of base salary recommended by the compensation consultant. The performance units granted in 2015 were measured based on a performance period of January 1, 2015-December 31, 2017.

Participant	2015	
	Performance Units Granted	Grant Value (based on \$1.68 stock price)
Richard J. Alario	1,390,178	\$ 1,946,247
J. Marshall Dodson	217,634	\$ 365,625
Kim B. Clarke	176,859	\$ 297,123
Kimberly R. Frye	154,018	\$ 258,750

Negative Discretion Used in Determining 2014 Bonus Payout. We met for our financial performance threshold. Nonetheless, the Compensation Committee exercised negative discretion in determining the bonus payout.

The CEO was not paid any cash bonus.

The payments to Mr. Dodson and Mses. Clarke and Frye were as follows:

Participant	Bonus Paid
J. Marshall Dodson	\$ 125,000
Kim B. Clarke	\$ 125,000
Kimberly R. Frye	\$ 89,700

In addition to the CEO, no bonus was paid to Messrs. Wilson or Ekstrand.

NEO Salary Reductions. Effective February 22, 2015, the Compensation Committee reduced the CEO's base salary by 10% and the NEOs' base salaries by 7%, resulting in base salaries at the 28th market percentile of the prior peer group.

Director Fee Reduction. Effective January 1, 2015, as part of the Company's cost cutting measures; the Compensation Committee temporarily reduced the directors' base cash retainer by 10% or \$7,500 annually.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

99.1 Press release dated February 18, 2015 reporting results for the full year ended December 31, 2014.

SIGNATURE

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

KEY ENERGY SERVICES, INC.

Date: February 18, 2015

By: /s/ Kimberly R. Frye
Kimberly R. Frye
Senior Vice President, General Counsel and
Secretary

Exhibit Index

**Exhibit
No.**

Description

99.1 Press release dated February 18, 2015 reporting results for the quarter ended December 31, 2014.