Latch Charles W
Form 4
February 19, 2009

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 *
Latch Charles W

(Last) (First) (Middle)

1000 LOUISIANA, SUITE 5600

(Street)

HOUSTON, TX 77002

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
02/17/2009

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
Sr VP - Western Region

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Commmon Stock	02/17/2009		M		17,618	A	(1)	67,258	D	
Common Stock								781	I	Through 401(k)

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. D S (I
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Performance Shares	(2)	02/17/2009		M			8,809 (3)	(4)	(5)	Common Stock	(6)	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Latch Charles W 1000 LOUISIANA SUITE 5600 HOUSTON, TX 77002			Sr VP - Western Region	

Signatures

David S. Elkouri, Attorney in Fact	02/19/2009
**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) Each performance share represented a contingent right to receive issuer common stock. The reporting person earned 200% of 8,809 shares upon the achievement of pre-determined objectives over a three year period.

(2) Each performance share represented a contingent right to receive issuer common stock. The reporting person earned 200% of 8,809 shares upon the achievement of pre-determined objectives over a three year period.

(3) Each performance share represented a contingent right to receive issuer common stock. The reporting person earned 200% of 8,809 shares upon the achievement of pre-determined objectives over a three year period.

(4) Each performance share represented a contingent right to receive issuer common stock. The reporting person earned 200% of 8,809 shares upon the achievement of pre-determined objectives over a three year period.

(5) Each performance share represented a contingent right to receive issuer common stock. The reporting person earned 200% of 8,809 shares upon the achievement of pre-determined objectives over a three year period.

(6) Each performance share represented a contingent right to receive issuer common stock. The reporting person earned 200% of 8,809 shares upon the achievement of pre-determined objectives over a three year period.

(7) Each performance share represented a contingent right to receive issuer common stock. The reporting person earned 200% of 8,809 shares upon the achievement of pre-determined objectives over a three year period.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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