

HALCON RESOURCES CORP  
Form 4  
November 21, 2016

**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 \*  
WILSON FLOYD C

2. Issuer Name and Ticker or Trading Symbol  
HALCON RESOURCES CORP  
[HK]

5. Relationship of Reporting Person(s) to Issuer  
  
(Check all applicable)  
  
 Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Chairman, CEO & President

(Last) (First) (Middle)  
1000 LOUISIANA STREET, SUITE 6700

3. Date of Earliest Transaction (Month/Day/Year)  
11/17/2016

(Street)  
HOUSTON, TX 77002

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

(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                    | 11/17/2016                           |                                                    | J <sup>(1)</sup>               |                                                                   | 155,618                                                                                       | A                                                        | \$ 0                              | 1,121,919 | D |                                 |
| Common Stock                    | 11/17/2016                           |                                                    | J <sup>(1)</sup>               |                                                                   | 5,895                                                                                         | A                                                        | \$ 0                              | 6,583     | I | By Trusts <sup>(2)</sup>        |
| Common Stock                    |                                      |                                                    |                                |                                                                   |                                                                                               |                                                          |                                   | 2,403     | I | By Family Trusts <sup>(3)</sup> |
| Common Stock                    |                                      |                                                    |                                |                                                                   |                                                                                               |                                                          |                                   | 324       | I | By Trust <sup>(4)</sup>         |
| Common Stock                    |                                      |                                                    |                                |                                                                   |                                                                                               |                                                          |                                   | 4,292     | I | By Spouse                       |

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

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(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) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|
|                                            |                                                        |                                      |                                                    | Code                           | V (A) (D)                                                                               | Date Exercisable Expiration Date                         | Title Amount Number Shares                                    |
| Warrants (Right to Buy)                    | \$ 14.04                                               | 11/18/2016                           |                                                    | J <sup>(1)</sup>               | 40,952                                                                                  | 09/09/2016 09/09/2020                                    | Common Stock 40,952                                           |
| Warrants (Right to Buy)                    | \$ 14.04                                               | 11/18/2016                           |                                                    | J <sup>(1)</sup>               | 1,557                                                                                   | 09/09/2016 09/09/2020                                    | Common Stock 1,557                                            |
| Warrants (Right to Buy)                    | \$ 14.04                                               |                                      |                                                    |                                |                                                                                         | 09/09/2016 09/09/2020                                    | Common Stock 1,160                                            |
| Employee Stock Option (Right to Buy)       | \$ 9.24                                                |                                      |                                                    |                                |                                                                                         | <sup>(5)</sup> 09/12/2026                                | Common Stock 1,862,500                                        |

## Reporting Owners

| Reporting Owner Name / Address                                           | Relationships |           |                                 |       |
|--------------------------------------------------------------------------|---------------|-----------|---------------------------------|-------|
|                                                                          | Director      | 10% Owner | Officer                         | Other |
| WILSON FLOYD C<br>1000 LOUISIANA STREET, SUITE 6700<br>HOUSTON, TX 77002 |               |           | Chairman,<br>CEO &<br>President |       |

## Signatures

Floyd C. Wilson 11/21/2016

\*\*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).

(1) Pro rata distribution from Mwewe Partners LLC.

These shares are held in trusts for the benefit of the reporting person's children. The reporting person's spouse is trustee of the trusts. The

(2) reporting person disclaims beneficial ownership of these securities, and the filing of this report is not an admission that the reporting person is the beneficial owner of these securities for purposes of Section 16 or for any other purpose.

The shares are held in seventeen trusts for the benefit of family members for which the reporting person serves as the trustee. The

(3) reporting person disclaims beneficial ownership of these securities, and the filing of this report is not an admission that the reporting person is the beneficial owner of these securities for purposes of Section 16 or for any other purpose.

The shares are held in a trust for the benefit of the reporting person's grandchild for which the reporting person serves as the trustee. The

(4) reporting person disclaims beneficial ownership of these securities, and the filing of this report is not an admission that the reporting person is the beneficial owner of these securities for purposes of Section 16 or for any other purpose.

(5) The option vests in three equal annual installments beginning September 12, 2017.

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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