HICKS THOMAS O
Form 4
September 25, 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 *
HH-HACI, L.P.

(Last) (First) (Middle)

100 CRESCENT COURT, SUITE 1200

(Street)

DALLAS, TX 75201

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
Hicks Acquisition CO I Inc. [TOH]

3. Date of Earliest Transaction (Month/Day/Year)
09/25/2009

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
___ Form filed by One Reporting Person
_X_ 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			
Common Stock, par value $0.0001 per share	09/25/2009		D		7,188,300 (1)	D	$ 0 (3)	6,335,700	D (2)	
Common Stock, par value $0.0001 per share	09/25/2009		D		6,335,700 (1)	D	(4)	0	D (2)	

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)

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 or Number of Shares
Sponsor Warrants (right to buy)	$ 7.5	09/25/2009		S			2,333,333 (5)	(5)	(5)	Common Stock, $0.0001 per share	2,333,33
Sponsor Warrants (right to buy)	$ 7.5	09/25/2009		D			4,666,667 (6)	(6)	(6)	Common Stock, $0.0001 per share	4,666,66
Founder's Warrants (right to buy)	$ 7.5	09/25/2009		D			9,016,000 (7)	(7)	(7)	Common Stock, $0.0001 per share	9,016,00

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HH-HACI, L.P. 100 CRESCENT COURT, SUITE 1200 DALLAS, TX 75201		X		
HH-HACI GP, LLC 100 CRESCENT COURT, SUITE 1200 DALLAS, TX 75201		X		
HICKS THOMAS O 100 CRESCENT COURT, SUITE 1200 DALLAS, TX 75201	X	X		

Signatures

/s/ Joseph B. Armes, on behalf of Thomas O. Hicks, sole member of HH-HACI GP, LLC, general partner of HH-HACI, L.P.	09/25/2009
**Signature of Reporting Person	Date
/s/ Joseph B. Armes, on behalf of Thomas O. Hicks, sole member of HH-HACI GP, LLC	09/25/2009
**Signature of Reporting Person	Date
/s/ Joseph B. Armes, on behalf of Thomas O. Hicks	09/25/2009
**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)	The filing of this Form 4 shall not be construed as an admission that either Thomas O. Hicks (the "Principal"), the sole member of HH-HACI GP, LLC ("HH LLC"), or HH LLC, the general partner of HH-HACI, L.P. ("HH LP," together with the Principal and HH LLC, the "Reporting Persons"), is or was for the purposes of Section 16(a) of the Securities Exchange Act of 1934, as amended, the beneficial owner of any of the shares of common stock, par value $0.0001 per share (the "Common Stock"), of Hicks Acquisition Company I, Inc. ("Issuer"), owned by HH LP. Pursuant to Rule 16a-1, each of the Principal and HH LLC disclaims beneficial ownership except to the extent of their respective pecuniary interests.
(2)	HH LLC controls the voting and disposition of securities held by HH LP, of which HH LLC is the general partner. The Principal reports the securities held indirectly by HH LLC because, as the sole member of HH LLC at the time of purchase, the Principal controlls the disposition and voting of the securities. HH LLC has a pecuniary interest in securities held by HH LP because HH LLC holds a general partnership interest in HH LP. The Principal has a pecuniary interest in securities held by HH LP because the Principal is the sole member of HH LLC, which holds a general partnership interest in HH LP, and owns a limited partnership interest in HH LP.
(3)	Cancelled 7,188,300 shares of Issuer Common Stock in connection with the transaction (the "Acquisition") contemplated by that certain Purchase and IPO Reorganization Agreement (the "Purchase Agreement"), dated as of August 2, 2009, as amended on September 9, 2009 by a certain letter agreement, by and among the Issuer, Resolute Energy Corporation ("Resolute Energy"), Resolute Subsidiary Corporation, Resolute Aneth, LLC, Resolute Holdings, LLC, Resolute Holdings Sub, LLC, and HH LP.
(4)	Disposed of 6,335,700 shares of Issuer Common Stock in exchange for 4,508,000 shares of Resolute Energy Common Stock, par value $0.0001 per share, and 1,827,700 shares of Resolute Energy Common Stock subject to forfeiture unless at any time prior to five years from the closing of the Acquisition, either (a) the closing sale price of the Resolute Energy Common Stock exceeds $15.00 per share for 20 trading days in any 30 trading day period beginning 90 days after the closing of the Acquisition, or (b) a change in control event occurs in which Resolute Energy Common Stock is valued at greater than $15.00 per share, all in connection with the Acquisition contemplated by the Purchase Agreement.
(5)	Sold 2,333,333 Sponsor Warrants of Issuer for $1,166,667 (or $0.50 per Sponsor Warrant) in connection with the Acquisition contemplated by the Purchase Agreement.
(6)	Disposed 4,666,667 Sponsor Warrants of Issuer in exchange for 4,666,667 warrants to purchase 4,666,667 shares of Resolute Energy Common Stock at a price of $13.00 per share, which will expire within five years after the closing of the Acquisition, in connection with the Acquisition contemplated by the Purchase Agreement.
(7)	Disposed of 9,016,000 Founder's Warrants of Issuer in exchange for 9,016,000 warrants to purchase 9,016,000 shares of Resolute Energy Common Stock at a price of $13.00 per share, which will expire within five years after the closing of the Acquisition, in connection with the Acquisition contemplated by the Purchase Agreement.

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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