

GAZULIS THEODORE  
Form 4  
November 30, 2018

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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

OMB APPROVAL  
OMB  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**GAZULIS THEODORE**

(Last) (First) (Middle)

1700 LINCOLN ST., SUITE 2800

(Street)

DENVER, CO 80203

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading  
Symbol  
**Resolute Energy Corp [REN]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
11/28/2018

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director          \_\_\_\_ 10% Owner  
 Officer (give title below)          \_\_\_\_ Other (specify  
below)          below)  
Executive VP, CFO

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
 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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	11/28/2018		M	26,033	A	\$ 6.75	238,589 <sup>(2)</sup> D <sup>(3)</sup>
Common Stock	11/28/2018		M	34,253	A	\$ 2.915	272,842 <sup>(2)</sup> D <sup>(3)</sup>
Common Stock	11/28/2018		F	9,279 <sup>(1)</sup>	D	\$ 34.79	263,563 <sup>(2)</sup> D <sup>(3)</sup>
Common Stock						1,000	I See footnote <sup>(4)</sup>

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



## 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) Represents shares surrendered to Issuer to cover the exercise price of the options and tax withholdings, as permitted pursuant to Issuer's 2009 Performance Incentive Plan, upon the exercise of 60,286 stock options.
  - (2) Includes 70,313 shares of restricted stock subject to Time- and Performance- Vesting criteria, which vest in annual installments in accordance with such criteria through March 8, 2021.
  - (3) Includes 111,113 shares held by the Reporting Person in a revocable trust; 8,782 shares held in a custodial account; 2,000 shares held in a joint account.
  - (4) Consists of 1,000 shares held in an IRA FBO George Gazulis, Theodore Gazulis, beneficiary.
  - (5) Includes 8,678, 8,678 and 8,677 options, which became exercisable on 5/5/2016, 5/5/2017 and 5/5/2018, respectively.
  - (6) Includes 17,127 and 17,126 options, which became exercisable on 3/8/2017 and 3/8/2018, respectively.

### Remarks:

Note: Option exercises completed for year-end tax planning purposes.

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.