

RESOLUTE ENERGY CORPORATION

STOCKHOLDER AND INTERESTED PARTIES COMMUNICATION POLICY

(adopted 03-16-10)

1. It is the policy of Resolute Energy Corporation (the “Company”) to facilitate communications of security holders, and in accordance with the rules of the New York Stock Exchange, to facilitate communications of interested parties with the Board of Directors (the “Board”), Committees of the Board and individual non–management directors of the Board.
2. Communications to the directors must be in writing and sent care of the Company’s Lead Independent Director at the following addresses:

Resolute Energy Corporation
Attn: Lead Independent Director
1675 Broadway, Suite 1950
Denver, CO 80202
Attention: Corporate Governance/Nominating Committee
By Telephone: (303) 534-4600
3. Communications should not exceed 1,000 words in length, excluding the information required to accompany the communication under these procedures.
4. All communications must be accompanied by the following information:
 - if the person submitting the communication is a security holder, a statement of the type and amount of the securities of the Company that the person holds;
 - if the person submitting the communication is not a security holder and is submitting the communication to the non-management directors as an interested party, including as an employee, the nature of the person’s interest in the Company;
 - any special interest, meaning an interest not in the capacity of a stockholder of the Company, of the person in the subject matter of the communication; and
 - the address, telephone number and e-mail address, if any, of the person submitting the communication.
5. Communications may be submitted anonymously if desired. Communications that are submitted anonymously will receive no follow up regarding the communication.
6. The following types of communications are not appropriate for delivery to directors under these procedures:
 - Communications regarding individual grievances or other interests that are personal to the party submitting the communication and could not reasonably be construed to be of concern to security holders or other constituencies of the Company (such as employees, members of the communities in which the Company operates its businesses, customers and suppliers) generally;
 - Communications that advocate the Company’s engaging in illegal activities;

- Communications that, under community standards, contain offensive, scurrilous or abusive content; and
 - Communications that have no rational relevance to the business or operations of the Company (it being understood, however, that issues of social concern arising by reason of the business and operations of the Company are not intended to be excluded under this criterion).
7. The Lead Independent Director may designate one or more of the Company's personnel, or persons independent of the Company, including independent investigators or counsel, to assist him in the receipt and processing of communications.
 8. Upon receipt, each communication shall be entered into an intake record maintained for this purpose, including the name of the person submitting the communication (if provided), the date and time of receipt of the communication, the information concerning the relationship of the person submitting the communication that is required to accompany the communication and a brief statement of the subject matter of the communication. The record shall also indicate the action taken with respect to the communication, as prescribed by these procedures.
 9. The personnel responsible for receiving and processing the communications shall send an acknowledgment of receipt to each person submitting a communication. The acknowledgement shall indicate that the communication was received, but that it is not the practice of the directors to respond individually to the communications.
 10. If a communication does not conform to the procedural requirements of Paragraphs (3) or (4) of this policy, the communication shall be returned to the person submitting the communication, together with a brief explanation of the defect(s).
 11. The Lead Independent Director, with the assistance of the personnel responsible for receiving and processing the communications, shall review each communication to determine whether:
 - the communication satisfies the procedural requirements for submission under these procedures; and
 - the substance of the communication is of a type that is appropriate for delivery to the directors under the criteria set forth in paragraph (6) above.
 12. If the Lead Independent Director determines that the substance of the communication is not of a type that is appropriate for delivery to the directors under these procedures, the Lead Independent Director shall take the following action:
 - if the communication is in respect of an individual grievance or other interest that is personal to the party submitting the communication, the Lead Independent Director shall determine if there exists a standing body or department of the Company which is authorized to deal with communications of this type and, if so, shall forward the communication to that body or department, and shall inform the person submitting the communication of this action; otherwise, the Lead Independent Director shall take no further action with respect to such communication;
 - if the communication appears to advocate the Company's engaging in illegal activity, the Lead Independent Director shall refer the communication to counsel, which may be the

Company's general counsel, and if counsel confirms this assessment, the Lead Independent Director shall take no further action with respect to such communication;

- if the communication appears to contain offensive, scurrilous or abusive content, the Lead Independent Director shall refer the communication to a senior officer of the Company, and if the officer confirms this assessment, the Lead Independent Director shall take no further action with respect to such communication; and
 - if the communication appears to have no rational relevance to the business or operations of the Company, the Lead Independent Director shall refer the communication to a senior officer of the Company, and if the officer confirms this assessment, the Lead Independent Director shall take no further action with respect to such communication.
13. If a communication is not presented to the directors because the Lead Independent Director deems that it is not appropriate for delivery to the directors under these procedures, that communication must nonetheless be made available to any director to whom it was directed and who wishes to review it.
 14. Communications determined to be appropriate for delivery to directors shall be assembled by the Lead Independent Director. The assembled communications shall be delivered to the directors on a periodic basis, generally in advance of each regularly scheduled meeting of the Board.
 15. The Lead Independent Director may request management, or persons independent of management, including independent counsel, to investigate such communications and the results of such investigation may accompany the communications delivered to the Board, together with any other materials that may be useful to the directors in the consideration of the communications.
 16. If so instructed by the Chairman of the Board, communications directed to the Board as a whole, but relating to the area of competence of one of the Board's committees, shall be delivered to that committee, with a copy to the Chairman.
 17. The Company's acceptance and forwarding of a communication to the Board or any member or members of the Board does not imply that the directors owe or assume any fiduciary duty to the person submitting the communication, all such duties being only as prescribed by applicable law.