HORNBECK TODD M

Form 4

February 15, 2007

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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Check this box

Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * HORNBECK TODD M

2. Issuer Name and Ticker or Trading

Symbol

HORNBECK OFFSHORE

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last)

(First)

(Middle)

3. Date of Earliest Transaction

SERVICES INC /LA [HOS]

(Month/Day/Year) 02/13/2007

_X__ Director 10% Owner X_ Officer (give title

Other (specify

President & CEO

103 NORTHPARK BOULEVARD,

(Street)

SUITE 300

4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

below)

COVINGTON, LA 70433

(City)	(State) (Z	ip) Table	I - Non-De	rivative Se	ecuriti	ies Acqui	red, Disposed of,	or Beneficial	ly 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 ion(A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(I) (Instr. 4)	
COMMON STOCK	01/03/2007		A	395 (1)	A	\$ 30.35	517,219	D	
COMMON STOCK	02/13/2007		A	31,899 (2)	A	\$ 0	549,118	D	
COMMON STOCK	02/13/2007		A	63,798 (3) (4)	A	\$ 0	612,916	D	
COMMON STOCK							20,000	I	By Family Trusts (5)

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

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SEC 1474 (9-02)

> 9. Nu Deriv Secur Bene

> Follo Repo Trans (Insti

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

 Title of 	2.	3. Transaction Date	3A. Deemed	4.		5.	6. Date Exerc	cisable and	7. Tit	le and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transa	ction	Number	Expiration D	ate	Amou	ınt of	Derivative
Security	or Exercise		any	Code		of	(Month/Day/	Year)	Unde	rlying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr.	8)	Derivative	•		Secur	ities	(Instr. 5)
	Derivative		•			Securities			(Instr	. 3 and 4)	
	Security					Acquired			`		
	Ĭ					(A) or					
						Disposed					
						of (D)					
						(Instr. 3,					
						4, and 5)					
						, ,					
										Amount	
							Date	Expiration		or	
								Date	Title	Number	
									of	of	
				Code	V	(A) (D)				Shares	

Reporting Owners

Reporting Owner Name / Address	Relationships						
. 9	Director	10% Owner	Officer	Other			
HORNBECK TODD M 103 NORTHPARK BOULEVARD, SUITE 300 COVINGTON, LA 70433	X		President & CEO				

Signatures

/s/ Paul M. Ordogne, as poa for Todd M. Hornbeck 02/15/2007

**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) Acquired through the Company's Employee Stock Purchase Plan (ESPP).
- (2) Represents a restricted stock unit award granted to the reporting person for service as an executive officer of the Company, which will vest in full on February 13, 2010.

Restricted stock unit award consisting of a base and a bonus amount of shares, each representing 50% of the total award. The bonus amount constitutes an incremental number of shares that, when added to the base shares, equals the maximum number of shares of restricted stock that the reporting person may receive based on the relative stock price performance of the Company and certain of its public peers for the 3-year period ending 2/13/2010.

(4)

Reporting Owners 2

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The actual amount of shares that will finally be received by the reporting person will be calculated as a percentage of the base shares amount as follows: (1) Top 20% = 200% of base shares; (2) Top 33-1/3%=between 150% and 200% of base shares; (3) Top 50% = 200% of base shares; (4) Top 66-2/3% = 200% and 100% of base shares; and (5) Bottom 33-1/3% = 200% on shares. Within categories (2), (3) and (4), the appropriate bonus and forfeiture factors related to the base shares amount will be interpolated on a straight-line basis between the two performance percentages.

(5) Represents shares beneficially owned by Reporting Person through various family trusts.

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