

HORNBECK TODD M

Form 4

February 25, 2011

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 *
HORNBECK TODD M

2. Issuer Name **and** Ticker or Trading
Symbol
**HORNBECK OFFSHORE
SERVICES INC /LA [HOS]**

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
**103 NORTHPARK BOULEVARD,
SUITE 300**

3. Date of Earliest Transaction
(Month/Day/Year)
02/23/2011

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
President & CEO

(Street)
COVINGTON, LA 70433

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or (D)	Price	
COMMON STOCK	02/23/2011		A		41,633 (1)	\$ 0	749,015 D
COMMON STOCK	02/23/2011		A		41,634 (4)	\$ 0	790,649 D
COMMON STOCK	02/24/2011		S		6,060 (6)	\$ 27.024 (7)	28,400 I By Limited Partnership (2)
COMMON STOCK	02/25/2011		S		28,400 (6)	\$ 27.1578 (8)	0 I By Limited Partnership (2)

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COMMON STOCK	1,650	I	By Wife
COMMON STOCK	50,000	I	By Family Trusts ⁽³⁾
COMMON STOCK	70	I	By UTMA custodian for child
COMMON STOCK	220	I	By IRA

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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)
STOCK OPTION (RIGHT TO BUY)	\$ 24.86	02/23/2011		A	83,266	02/23/2012 ⁽⁵⁾ 02/23/2021	COMMON STOCK 83,

Reporting Owners

Reporting Owner Name / Address	Relationships			
	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

02/25/2011

__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) These time-vest restricted stock unit awards will vest in three equal annual installments on the 1st, 2nd and 3rd anniversaries of the Grant Date.
- (2) Represents shares beneficially owned by the Reporting Person through a limited partnership.
- (3) Represents shares beneficially owned by Reporting Person through various family trusts.
- (4) These performance-vest restricted stock unit awards can vest in whole or in part on the 3rd, 4th, and/or 5th anniversaries of the Grant Date based upon the Company achieving certain levels of specified performance objectives.
- (5) The option provides for vesting in three equal annual installments on the 1st, 2nd and 3rd anniversaries of the Grant Date.
- (6) This transaction was effected pursuant to a Rule 10b5-1 trading plan adopted by the limited partnership on December 17, 2010. This sale represents shares transacted as part of the Reporting Person's extended family's overall wealth planning program.

The price represents the weighted average sale price for multiple transactions reported on this line. Sale prices ranged from \$27.00 to
- (7) \$27.20. Reporting Person will provide, upon request by the Commission staff, the Issuer, or a security holder of the Issuer, full information regarding the number of shares purchased at each separate purchase price.

The price represents the weighted average sale price for multiple transactions reported on this line. Sale prices ranged from \$27.00 to
- (8) \$27.57. Reporting Person will provide, upon request by the Commission staff, the Issuer, or a security holder of the Issuer, full information regarding the number of shares purchased at each separate purchase price.

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.