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HORNBECK OFFSHORE SERVICES INC /LA Form 4 February 16, 2006 OMB APPROVAL FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Cook John S Issuer Symbol HORNBECK OFFSHORE (Check all applicable) SERVICES INC /LA [HOS] (Last) (First) (Middle) 3. Date of Earliest Transaction Director 10% Owner X_Officer (give title Other (specify (Month/Day/Year) below) below) **103 NORTHPARK** 02/14/2006 Vice President and CIO **BOULEVARD, SUITE 300** (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Applicable Line) Filed(Month/Day/Year) _X_ Form filed by One Reporting Person Form filed by More than One Reporting COVINGTON, LA 70433 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 4. Securities Acquired 5. Amount of 6. Ownership 7. Nature of 2. Transaction Date 2A. Deemed 3. Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of Securities Form: Direct Indirect (Instr. 3) anv Code (D) Beneficially (D) or Beneficial (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned Indirect (I) Ownership (Instr. 4) (Instr. 4) Following Reported (A) Transaction(s) or (Instr. 3 and 4) Code V Price Amount (D) Common 10.500 02/14/2006 \$0 Α A 10,863 D (1) Stock By UGMA Common I 50 custodian Stock for children

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. Transacti Code (Instr. 8)	5. Number on f Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisat Expiration Date (Month/Day/Year		7. Title and A Underlying S (Instr. 3 and	Securities
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	\$ 33.15	02/14/2006		А	9,500	02/14/2007 <u>(2)</u>	02/14/2016	Common Stock	9,500

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Cook John S 103 NORTHPARK BOULEVARD SUITE 300 COVINGTON, LA 70433			Vice President and CIO				
Signatures							
/s/ Paul M. Ordogne, as poa for John S. Cook		02/16/	02/16/2006				

**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).

Restricted stock award subject to forfeiture based on the relative stock price performance of HOS and certain of its public peers for the 3-year period ending 2/14/2009. The above shares represent the maximum amount of shares that may be received by the reporting person under the bonus and forfeiture provisions of this long-term incentive grant. The actual amount of shares finally received will be calculated as a percentage of the "Base" amount (equal to 50% of the above amount) based on the relative performance ranking of HOS compared to the performance of the "Base" amount (equal to 50% of the above amount) based on the relative performance ranking of HOS compared to the performance of the "Base" amount (equal to 50% of the above amount) based on the relative performance ranking of HOS compared to the performance of the "Base" amount (equal to 50% of the above amount) based on the relative performance ranking of HOS compared to the performance of the "Base" amount (equal to 50% of the above amount) based on the relative performance ranking of HOS compared to the performance to the performance of the "Base" amount (equal to 50% of the above amount) based on the relative performance ranking of HOS compared to the performance to the pe

- (1) as a percentage of the Base amount (equal to 50% of the above amount) based on the relative performance ranking of FIOS compared to its peers, as follows: (1) Top 20% = 200% of Base; (2) Top 33-1/3% = between 150% and 200% of Base; (3) Top 50% = between 100% and 150% of Base; (4) Top 66-2/3% = between 50% and 100% of Base; and (5) Bottom 33-1/3% = no shares. Within categories (2), (3) and (4), the appropriate bonus and forfeiture factors related to the Base amount will be interpolated on a straight-line basis between the two performance percentages.
- (2) The option provides for vesting in three equal annual installments commencing on 02/14/2007.

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.