SEC Form 4

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL 3235-0287 OMB Number: Estimated average burden hours per response 0.5

1. Name and Address of Reporting Person* <u>MCCARTHY TIMOTHY P</u>			2. Issuer Name and Ticker or Trading Symbol HORNBECK OFFSHORE SERVICES INC /LA [HOS]		ationship of Reporting Pe k all applicable) Director Officer (give title below)	erson(s) to Issuer 10% Owner Other (specify below)
(Last) (F 103 NORTHPARK	First) (Mid BLVD, SUITE 300	dle)	3. Date of Earliest Transaction (Month/Day/Year) 02/17/2017		SVP & Chief Huma	,
(Street) COVINGTON L (City) (S	A 704 State) (Zip)	33	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indir Line) X	vidual or Joint/Group Fili Form filed by One Re Form filed by More th Person	eporting 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)		A. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(1130.4)
COMMON STOCK	02/17/2017		D		1,900	D	(1)	128,754	D	
COMMON STOCK	02/17/2017		F		1,880(2)	D	\$4.66	126,874	D	
COMMON STOCK	02/17/2017		F		832(2)	D	\$4.66	126,042	D	
COMMON STOCK	02/17/2017		М		3,033	A	(3)	129,075	D	
COMMON STOCK	02/17/2017		D		3,033	D	\$6.85 ⁽³⁾	126,042	D	

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. Transa Code (8)		n of		6. Date Exer Expiration D (Month/Day/	ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
PHANTOM STOCK	(3)	02/17/2017		М			3,033	(3)	(3)	COMMON STOCK	3,033	(3)	0	D	

Explanation of Responses:

1. These shares represent the forfeiture of a portion of a performance - vest restricted stock unit award granted February 18, 2014.

2. Disposition of these shares represents payment of tax liability by delivering or withholding securities incident to the vesting of a restricted stock unit award issued in accordance with Rule 16b-3. 3. Represents the vesting and cash settlement of a time-vest phantom restricted stock unit award with a Grant Date of February 18, 2014. Each phantom unit is the economic equivalent of one share of the Company's Common Stock. The phantom shares are payable only in cash based on a 10 day trailing average of the market price of the Company's stock on the vesting date. No shares were actually, issued, converted, or sold in connection with this transaction.

Remarks:

/s/ Beth A. LaBrosse as POA for Timothy P. McCarthy ** Signature of Reporting Person

02/22/2017

Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.