Instruction 1(b)

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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or Section 30(h) of the Investment Company Act of 1940 1. Name and Address of Reporting Person 2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) HORNBECK OFFSHORE SERVICES INC Cook John S Director 10% Owner <u>/LA</u> [HOS] Officer (give title Other (specify below) below) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) **EVP & Chief Commercial Officer** 103 NORTHPARK BOULEVARD, SUITE 300 02/21/2014 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) (Street) **COVINGTON** LA 70433 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 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 1. Title of Security (Instr. 3) 2. Transaction 2A. Deemed 5. Amount of 6. Ownership 7. Nature of Transaction **Execution Date** Securities Form: Direct Indirect Code (Instr. 8) (D) or Indirect (Month/Day/Year) if any 5) Beneficially Beneficial (Month/Day/Year) Owned Following Ownership (I) (Instr. 4) Reported (Instr. 4) (A) or (D) Transaction(s) Code Amount Price (Instr. 3 and 4) **COMMON STOCK** 02/21/2014 F 88(1) D \$41.34 120,840 D **COMMON STOCK** 02/21/2014 F 869(2) D \$39.16 119,971 D Bv**UGMA COMMON STOCK** 50 custodian for children Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of 3A. Deemed 6. Date Exercisable and 7. Title and 9. Number of 3. Transaction 5. Number 8. Price of 10. 11. Nature Conversion Transaction Expiration Date (Month/Day/Year) Ownership **Execution Date** (Month/Day/Year) Derivative Security or Exercise if anv Code (Instr. Securities Security Securities Form: Beneficial Direct (D) (Instr. 3) Price of (Month/Day/Year) 8) Securities Underlying Derivative (Instr. 5) Beneficially Ownership Owned Derivative Acquired or Indirect (Instr. 4) (A) or Disposed (I) (Instr. 4) Security Security (Instr. 3 Following and 4) Reported of (D) Transaction(s) (Instr. 3, 4 (Instr. 4)

Explanation of Responses:

1. Disposition of these shares represents payment of tax liability by delivering or withholding securities incident to the vesting of a February 9, 2010 performance-based restricted stock award issued in accordance with Rule 16b-3 and distributed on February 21, 2014.

and 5)

(A) (D)

2. Disposition of these shares represents payment of tax liability by delivering or withholding securities incident to the vesting of a February 23, 2011 time-based restricted stock award issued in accordance with Rule 16b-3 and distributed on February 21, 2014.

Date

Exercisable

/s/ Paul M. Ordogne, as poa for 02/25/2014 John S. Cook

Amount Number

Shares

** Signature of Reporting Person

Title

Expiration

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).

Code ν

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.