Cook John S Form 4 February 20, 2008

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

(Print or Type Responses)

(Last)

SUITE 300

1. Name and Address of Reporting Person * Cook John S

(First)

2. Issuer Name and Ticker or Trading Symbol

(Middle)

HORNBECK OFFSHORE SERVICES INC /LA [HOS]

3. Date of Earliest Transaction

(Month/Day/Year) 02/18/2008

103 NORTHPARK BOULEVARD,

(Street) 4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

Director 10% Owner X_ Officer (give title Other (specify below)

Vice President & CIO

6. Individual or Joint/Group Filing(Check

Applicable Line)

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

COVINGTON, LA 70433

(City)	(State) (Z	Zip) Table	I - Non-D	erivative S	ecurit	ties Acquir	ed, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code V	Amount	(D)	Price	(Instr. 3 and 4)		
COMMON STOCK	07/03/2007		A	377 <u>(1)</u>	A	\$ 29.827	30,025	D	
COMMON STOCK	01/03/2008		A	23 (1)	A	\$ 33.541	30,048	D	
COMMON STOCK	02/18/2008		A	1,215 (2)	A	\$ 0	31,263	D	
COMMON STOCK	02/18/2008		A	6,074 (3)	A	\$ 0	37,337	D	
COMMON STOCK	02/18/2008		A	12,148 (4) (5)	A	\$ 0	49,485	D	

COMMON STOCK

50

By **UGMA** custodian

for children

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.

SEC 1474 (9-02)

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

1. Title of	2.
Derivative	Conversion
Security	or Exercise
(Instr. 3)	Price of
	Derivative
	Security

3. Transaction Date 3A. Deemed (Month/Day/Year)

Execution Date, if (Month/Day/Year) TransactionNumber of (Instr. 8) Derivative Securities

of (D)

Code V (A) (D)

(Instr. 3, 4, and 5)

Acquired (A) or Disposed

6. Date Exercisable and **Expiration Date** (Month/Day/Year)

7. Title and Amount of Underlying Security (Instr. 5) Securities (Instr. 3 and 4)

8. Price of Derivative

Bene Own Follo Repo Trans (Insti

Secu

Amount or Expiration Title Number

of Shares

Reporting Owners

Reporting Owner Name / Address

Relationships

Date Exercisable

Director

10% Owner

Officer Vice

CIO

Date

President &

Other

Cook John S

103 NORTHPARK BOULEVARD, SUITE 300

COVINGTON, LA 70433

02/20/2008

Cook

Signatures

**Signature of Reporting Person

/s/ Paul M. Ordogne, as poa for John S.

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).

Reporting Owners 2

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- (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 18, 2009.
- (3) 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 18, 2011.
- 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 2/18/2011.
 - 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% =
- (5) between 100% and 150% of base shares; (4) Top 66-2/3% = between 50% and 100% of base shares; and (5) Bottom 33-1/3% = no 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.

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.