

HORNBECK OFFSHORE SERVICES INC /LA
 Form 4
 February 22, 2017

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549**

OMB APPROVAL

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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)

1. Name and Address of Reporting Person *
HARP JAMES O JR

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)
 ___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
 Executive Vice President & CFO

(Last) (First) (Middle)
**103 NORTH PARK BOULEVARD,
 SUITE 300**
 (Street)

3. Date of Earliest Transaction
 (Month/Day/Year)
02/17/2017

COVINGTON, LA 70433

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 (D) Price			
COMMON STOCK	02/17/2017		D		4,490	D 374,612	D	
COMMON STOCK	02/17/2017		F		4,443 (2)	D \$ 4.66 370,169	D	
COMMON STOCK	02/17/2017		F		1,966 (2)	D \$ 4.66 368,203	D	
COMMON STOCK	02/17/2017		M		3,033	A 371,236	D	
COMMON STOCK	02/17/2017		D		3,033	D \$ 6.85 368,203	D	

(3)

COMMON STOCK 12,784 I By IRA

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. 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)	Amount or Number of Shares
PHANTOM STOCK	(3)	02/17/2017		M	3,033	(3) (3)	COMMON STOCK	3,033

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HARP JAMES O JR 103 NORTH PARK BOULEVARD, SUITE 300 COVINGTON, LA 70433			Executive Vice President & CFO	

Signatures

/s/ Beth A. LaBrosse as POA for James O. Harp 02/22/2017

**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 shares represent the forfeiture of a portion of a performance - vest restricted stock unit award granted February 18, 2014.
- (2)

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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.

Represents the vesting and cash settlement of a time-vest phantom restricted stock unit award with a Grant Date of February 18, 2014.

- (3) 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.

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

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