#### Edgar Filing: HERCULES OFFSHORE, INC. - Form 4

HERCULES OFFSHORE, INC. Form 4 December 05, 2007 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 WEBSTER STEVEN A Issuer Symbol HERCULES OFFSHORE, INC. (Check all applicable) [HERO] (Last) (First) (Middle) 3. Date of Earliest Transaction X\_ Director 10% Owner Officer (give title Other (specify (Month/Day/Year) below) below) 11 GREENWAY PLAZA, SUITE 12/03/2007 2950 (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person \_ Form filed by More than One Reporting HOUSTON, TX 77046 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (D) Securities Form: Direct Indirect (Instr. 3) any Code (Instr. 3, 4 and 5) Beneficially (D) or Beneficial (Month/Day/Year) (Instr. 8) Owned Indirect (I) Ownership (Instr. 4) (Instr. 4) Following Reported (A) Transaction(s) or (Instr. 3 and 4) Price Code V Amount (D) Common Stock, par 12/03/2007 Ρ 6.623 Α 312,612 D 24 25 value \$0.01 per share Common Stock, par 12/03/2007 Ρ 1.191 313.803 D Α 24.28value \$0.01 per share Common 12/03/2007 Ρ 2,180\$ 315.983 D А Stock, par 24.29 value \$0.01

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per share

Value \$0.01       24.31         per share       24.31         Common       Stock, par         value \$0.01       12/03/2007       P       2,600       A       \$ 24.32       3         per share       12/03/2007       P       1,000       A       \$ 24.35       3         Common       Stock, par       12/03/2007       P       1,000       A       \$ 24.35       3         per share       12/03/2007       P       1,000       A       \$ 24.35       3         Common       Stock, par       12/03/2007       P       3,200       A       \$ 24.36       3         Common       Stock, par       12/03/2007       P       3,200       A       \$ 24.36       3         Common       Stock, par       12/03/2007       P       3,200       A       \$ 24.36       3         per share       12/03/2007       P       2,200       A       \$ 24.37       3         Common       Stock, par       12/03/2007       P       1,500       A       \$ 24.38       3         per share       12/03/2007       P       1,500       A       \$ 24.38       3	<ul> <li>317,183 D</li> <li>319,783 D</li> <li>320,783 D</li> </ul>	)
Stock, par value \$0.0112/03/2007P700A $$^{\$}_{24.31}$ 3per shareCommon Stock, par value \$0.0112/03/2007P2,600A $$^{\$}_{24.32}$ 3Common Stock, par value \$0.0112/03/2007P1,000A $$^{\$}_{24.35}$ 33Common Stock, par value \$0.0112/03/2007P1,000A $$^{\$}_{24.35}$ 33Common Stock, par value \$0.0112/03/2007P3,200A $$^{\$}_{24.36}$ 33Common Stock, par value \$0.0112/03/2007P2,200A $$^{\$}_{24.36}$ 33Common Stock, par value \$0.0112/03/2007P2,200A $$^{\$}_{24.37}$ 34Common Stock, par value \$0.0112/03/2007P1,500A $$^{\$}_{24.38}$ 34Common Stock, par value \$0.0112/03/2007P1,500A $$^{\$}_{24.38}$ 34	319,783 D 320,783 D	)
Stock, par value \$0.01 per share $12/03/2007$ P $2,600$ A $\$ \\ 24.32$ 3.Common Stock, par 	320,783 D	
Stock, par value \$0.01 per share       12/03/2007       P       1,000       A       \$ 24.35       32         Common Stock, par value \$0.01 per share       12/03/2007       P       3,200       A       \$ 24.36       32         Common Stock, par value \$0.01 per share       12/03/2007       P       3,200       A       \$ 24.36       32         Common Stock, par value \$0.01 per share       12/03/2007       P       2,200       A       \$ 24.37       32         Common Stock, par value \$0.01 per share       12/03/2007       P       1,500       A       \$ 24.38       32         Common Stock, par value \$0.01 per share       12/03/2007       P       1,500       A       \$ 24.38       32		
Stock, par value \$0.01 per share       12/03/2007       P       3,200       A       \$ 24.36       32 24.36       32 24.36       32 24.36       32 24.36       32 24.36       32 24.36       32 24.36       32 24.36       32 24.36       32 24.36       32 24.36       32 24.36       32 24.37       32 24.37       32 24.37       32 24.37       32 24.37       32 24.37       32 24.37       32 24.37       32 24.37       32 24.37       32 24.37       32 24.38	222.092	
Stock, par value \$0.01       12/03/2007       P       2,200       A       \$ 24.37       32         per share       Common       Stock, par value \$0.01       12/03/2007       P       1,500       A       \$ 24.38       32         per share       12/03/2007       P       1,500       A       \$ 24.38       32	323,983 D	
Stock, par value \$0.01       12/03/2007       P       1,500       A       \$24.38       32         per share       24.38       32       32       32       32	326,183 D	
	327,683 D	
Common Stock, par value \$0.01 per share P 2,000 A \$24.39 32	329,683 D	
Common Stock, par value \$0.01 per share P 6,129 A \$ 24.4 3.	335,812 D	
Common Stock, par value \$0.01 per share P 1,600 A $\begin{cases} $ 24.44 \\ 24.44 \end{cases}$ 33	337,412 D	
Common Stock, par value \$0.01 per share P 2,500 A $$24.45$ 32	339,912 D	

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Common Stock, par value \$0.01 per share	12/03/2007	Р	400	A	\$ 24.46	340,312	D	
Common Stock, par value \$0.01 per share	12/03/2007	Р	1,700	A	\$ 24.47	342,012	D	
Common Stock, par value \$0.01 per share	12/03/2007	Р	1,734	A	\$ 24.48	343,746	D	
Common Stock, par value \$0.01 per share	12/03/2007	Р	1,100	A	\$ 24.49	344,846	D	
Common Stock, par value \$0.01 per share	12/03/2007	Р	3,665	A	\$ 24.5	348,511	D	
Common Stock, par value \$0.01 per share						588,767	Ι	By Kestrel Capital, LP

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 (9-02) required to respond unless the form displays a currently valid OMB control number.

# 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)	4. Transactic Code (Instr. 8)	5. ofNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Secur	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
WEBSTER STEVEN A 11 GREENWAY PLAZA, SUITE 2950 HOUSTON, TX 77046	Х							
Signatures								
By: /s/ James W. Noe, attorney-in-fact	12/05/2007							
**Signature of Reporting Person	Date	e						
Evalenction of Deenen								

## 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).

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.