HERCULES OFFSHORE, INC.

Form 4 April 18, 2006

FORM 4

Check this box

if no longer

subject to

Section 16.

OMB APPROVAL

UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB Number:

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Washington, D.C. 20549

Form 4 or Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * WEBSTER STEVEN A			2. Issuer Name and Ticker or Trading Symbol HERCULES OFFSHORE, INC. [HERO]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) 11 GREENW 2950	(First) (Middle)		3. Date of Earliest Transaction (Month/Day/Year) 04/18/2006	X Director 10% Owner Officer (give title below) Other (specify below)			
(Street) HOUSTON, TX 77046			4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
				1 010011			

(City)	(State)	(Zip) Tab	le I - Non-l	Derivative S	ecurit	ies Acqui	red, Disposed of,	or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Transactiomr Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			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)	
Common Stock, par value \$0.01 per share	04/18/2006		Code V	Amount 86,058 (1)	or (D)	Price \$ 34.38 (2)	(Instr. 3 and 4) 168,769	D	
Common Stock, par value \$0.01 per share	04/18/2006		S	331,961 (1)	D	\$ 34.38 (2)	651,010	I	See footnote (3)

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

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SEC 1474 (9-02)

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

 Title of 	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	e and	8. Price of	9
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration D	ate	Amou	nt of	Derivative	J
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	,
(Instr. 3)	Price of		(Month/Day/Year)	Year) (Instr. 8) Derivative		e	Secui			(Instr. 5)]
	Derivative				Securities	1		(Instr.	3 and 4)		(
	Security				Acquired]
					(A) or						J
					Disposed						-
					of (D)						(
					(Instr. 3,						
					4, and 5)						
									Amount		
									or		
						Date Expiration Exercisable Date	Expiration		Number		
							11110	of			
				Code V	(A) (D)				Shares		
				Code v	(A) (D)				Shares		

Reporting Owners

Relationships Reporting Owner Name / Address

> 10% Owner Officer Other Director

WEBSTER STEVEN A 11 GREENWAY PLAZA, SUITE 2950 HOUSTON, TX 77046

Signatures

/s/ James Noe, 04/18/2006 attorney-in-fact

**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).
- The reported securities were sold pursuant to an underwriting agreement dated April 11, 2006 among Hercules Offshore, Inc., certain selling stockholders (including the reporting person) and the underwriters named therein in connection with a public offering of 8,000,000 shares of common stock of Hercules Offshore, Inc.
- (2) Equal to an initial price to the public of \$36.00 per share less a \$1.62 per share discount to the underwriters.
- Mr. Webster beneficially owns these shares of common stock through Kestrel Capital, LP, over which Mr. Webster shares voting and investment power.

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.

Reporting Owners 2

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