

HERCULES OFFSHORE, INC.  
Form 15-12G  
November 03, 2016

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

**FORM 15**

**CERTIFICATION AND NOTICE OF TERMINATION OF REGISTRATION**  
**UNDER SECTION 12(g) OF THE SECURITIES EXCHANGE ACT OF 1934**  
**OR SUSPENSION OF DUTY TO FILE REPORTS UNDER SECTIONS 13 AND 15(d)**  
**OF THE SECURITIES EXCHANGE ACT OF 1934.**

**Commission File Number 0-51582**

**HERCULES OFFSHORE, INC.**

**(Exact name of registrant as specified in its charter)**

**9 Greenway Plaza, Suite 2200**

**Houston, Texas 77046**

**(713) 350-5100**

**(Address, including zip code, and telephone number, including area code, of registrant's principal executive offices)**

**Common Stock, par value \$0.01<sup>1</sup>**

**(Title of each class of securities covered by this Form)**

**Common Stock, par value \$0.01<sup>2</sup>**

**Warrants to purchase Common Stock, \$0.01 par value per share, exercisable on or before November 8, 2021<sup>3</sup>**

**(Titles of all other classes of securities for which a duty to file reports under section 13(a) or 15(d) remains)**

Please place an X in the box(es) to designate the appropriate rule provision(s) relied upon to terminate or suspend the duty to file reports:

Rule 12g-4(a)(1)  
Rule 12g-4(a)(2)  
Rule 12h-3(b)(1)(i)  
Rule 12h-3(b)(1)(ii)  
Rule 15d-6

Approximate number of holders of record as of the certification or notice date: Zero

- <sup>1</sup> Relates to the Common Stock, par value, \$0.01 (the Old Common Stock), that was cancelled on November 6, 2015 in connection with the effective date of the Joint Pre-Packaged Plan of Reorganization of Hercules Offshore, Inc. and certain of its subsidiaries under Chapter 11 of the Bankruptcy Code.
- <sup>2</sup> Relates to the Common Stock, par value, \$0.01 (the New Common Stock), that was registered with the Securities and Exchange Commission on November 6, 2015 after the cancellation of the Old Common Stock.
- <sup>3</sup> Warrants relate to the New Common Stock.

Pursuant to the requirements of the Securities Exchange Act of 1934, Hercules Offshore, Inc. has caused this certification/notice to be signed on its behalf by the undersigned duly authorized person.

HERCULES OFFSHORE, INC.

Date: November 3, 2016

By: /s/ Beau M. Thompson

Name: Beau M. Thompson

Title: Senior Vice President, General Counsel and  
Secretary