

HERCULES OFFSHORE, INC.  
Form 8-K  
May 16, 2013

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

FORM 8-K

CURRENT REPORT  
Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934  
Date of Report (Date of earliest event reported): May 15, 2013

HERCULES OFFSHORE, INC.  
(Exact name of registrant as specified in its charter)

|   |                                     |   |
|---|-------------------------------------|---|
| Delaware<br>(State or other jurisdiction<br>of incorporation) | 0-51582<br>(Commission File Number) | 56-2542838<br>(I.R.S. Employer<br>Identification No.) |
|---|-------------------------------------|---|

|  |                     |
|--|---------------------|
| 9 Greenway Plaza, Suite 2200<br>Houston, Texas<br>(Address of principal executive offices) | 77046<br>(Zip Code) |
|--|---------------------|

Registrant's telephone number, including area code: (713) 350-5100

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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Item 5.07. Submission of Matters to a Vote of Security Holders.

Hercules Offshore, Inc. (the "Company") held its Annual Meeting of Stockholders (the "Annual Meeting") on May 15, 2013. Only holders of the Company's common stock at the close of business on March 19, 2013 (the "Record Date") were entitled to vote at the Annual Meeting. As of the Record Date, there were 161,089,116 shares of common stock outstanding and entitled to vote. A total of 143,089,291 shares of common stock, constituting a quorum, were represented in person or by valid proxies at the Annual Meeting.

Set forth below are the final results of voting on each of the matters submitted to a vote at the Annual Meeting.

1. Stockholders elected each of the three Class II Director nominees for three-year terms, as follows:

|                      | For         | Withheld  | Broker Non-Votes |
|----------------------|-------------|-----------|------------------|
| Thomas R. Bates, Jr. | 106,852,853 | 5,250,986 | 30,985,452       |
| Thomas M Hamilton    | 109,894,655 | 2,209,184 | 30,985,452       |
| Thierry Pilenko      | 110,006,768 | 2,097,071 | 30,985,452       |

2. Stockholders of a majority of shares voted for approval, on an advisory basis, of the compensation of the Company's named executive officers, as follows:

| For         | Against   | Abstentions | Broker Non-Votes |
|-------------|-----------|-------------|------------------|
| 108,898,547 | 2,849,534 | 355,758     | 30,985,452       |

3. Stockholders ratified the appointment of Ernst & Young LLP as independent registered public accounting firm for the Company for the year ending December 31, 2013, as follows:

| For         | Against | Abstentions |
|-------------|---------|-------------|
| 141,944,065 | 934,295 | 210,931     |

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

HERCULES OFFSHORE, INC.

Date: May 16, 2013

By: /s/ Beau M. Thompson  
Beau M. Thompson  
General Counsel and Secretary