HERCULES OFFSHORE, INC.
Form 4/A
July 19, 2007

FORM 4

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

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

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).

(Print or Type Responses)

1. Name and Address of Reporting Person *
AMONETT THOMAS N

(Last) (First) (Middle)

11 GREENWAY PLAZA, SUITE 2950

(Street)

HOUSTON, TX 77046

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
HERCULES OFFSHORE, INC. [HERO]

3. Date of Earliest Transaction (Month/Day/Year)
07/11/2007

4. If Amendment, Date Original Filed(Month/Day/Year)
07/13/2007

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

__X__ Director _____ 10% Owner
_____ Officer (give title below) _____ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

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	(A) or (D)	Price			
Common Stock, par value $0.01 per share	07/11/2007		J(1)		5,115	A	$ 33.54	5,115	D	
Common Stock, par value $0.01 per share	07/11/2007		J(2)		3,503	A	$ 33.54	8,618	D	

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)

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)		8. D S (I
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (Right to Buy)	$ 9.43	07/11/2007		J[(3)]		7,308		05/11/2007	05/11/2014	Common Stock, par value $0.01 per share	7,308	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
AMONETT THOMAS N 11 GREENWAY PLAZA, SUITE 2950 HOUSTON, TX 77046	X			

Signatures

By: /s/ James W. Noe, attorney-in-fact	07/19/2007
**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) Received in exchange for 3,500 shares of restricted common stock of TODCO in connection with the Amended and Restated Agreement and Plan of Merger by and among Hercules Offshore, Inc., THE Hercules Offshore Drilling Company LLC, and TODCO (the "Merger"). On the effective date of the Merger, the closing price of TODCO common stock was $48.55 per share, and the closing price of Hercules common stock was $33.54. These shares of TODCO common stock were treated as stock election shares, and each share was converted into 1.4616 shares of Hercules common stock in the Merger.

(2)

Received in exchange for 4,105 deferred stock units under TODCO's Long Term Incentive Plan. Each TODCO deferred stock unit was settled pursuant to the Merger for $20.1601 in cash and 0.8535 shares of Hercules common stock, plus cash in lieu of fractional shares.

(3) Received in the Merger in exchange for a fully vested stock option to acquire 5,000 shares of TODCO common stock for an exercise price of $13.78 per share, assumed by Hercules in the Merger as a fully vested stock option to acquire 7,308 shares of Hercules common stock for an exercise price of $9.43 per share.

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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