

OIL STATES INTERNATIONAL, INC

Form 4

June 16, 2014

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**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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(Print or Type Responses)

1. Name and Address of Reporting Person *
Moses Charles James Jr

2. Issuer Name **and** Ticker or Trading
Symbol

OIL STATES INTERNATIONAL,
INC [OIS]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

THREE ALLEN CENTER, 333
CLAY STREET

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

06/16/2014

____ Director ____ 10% Owner
X Officer (give title below) ____ Other (specify
below)

Sr. VP Offshore Products

(Street)

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

HOUSTON, TX 77002

(City) (State) (Zip)

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)
Common Stock	06/16/2014		J	(A) or (D) A	9,755 \$ 0 (1) (1)	54,483	D

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
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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)**

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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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Common Stock (Right to Purchase)	\$ 9.71 <u>(2)</u>	06/16/2014		J		6,434 <u>(3)</u>		<u>(3)</u>	02/19/2015	Common Stock	6,434
Common Stock (Right to Purchase)	\$ 21.96 <u>(2)</u>	06/16/2014		J		25,737 <u>(4)</u>		<u>(4)</u>	02/19/2016	Common Stock	25,737
Common Stock (Right to Purchase)	\$ 43.95 <u>(2)</u>	06/16/2014		J		4,289 <u>(5)</u>		<u>(5)</u>	02/17/2021	Common Stock	4,289
Common Stock (Right to Purchase)	\$ 49.33 <u>(2)</u>	06/16/2014		J		8,579 <u>(6)</u>		<u>(6)</u>	02/16/2022	Common Stock	8,579
Common Stock (Right to Purchase)	\$ 46.78 <u>(2)</u>	06/16/2014		J		6,863 <u>(7)</u>		<u>(7)</u>	02/19/2023	Common Stock	6,863

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Moses Charles James Jr THREE ALLEN CENTER 333 CLAY STREET HOUSTON, TX 77002	Sr. VP Offshore Products

Signatures

/s/ Robert W. Hampton, pursuant to power of attorney

06/16/2014

⁽²⁾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) Adjustments of unvested restricted stock award as a result of the spin-off of Civeo to shareholders.
- (2) Adjusted exercise price resulting from the spin-off of Civeo.
- (3) Adjusted common stock option resulting from the spin-off that vests in four equal annual installments beginning on February 19, 2010.
- (4) Adjusted common stock option resulting from the spin-off that vests in four equal annual installments beginning on February 19, 2011.
- (5) Adjusted common stock option resulting from the spin-off that vests in four equal annual installments beginning on February 17, 2012.
- (6) Adjusted common stock option resulting from the spin-off that vests in four equal annual installments beginning on February 16, 2013.
- (7) Adjusted common stock option resulting from the spin-off that vests in four equal annual installments beginning on February 19, 2014.

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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