Moses Charles James Jr Form 4 December 09, 2010

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

OMB 3235-0287 Number:

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OMB APPROVAL

January 31,

2005

if no longer subject to Section 16. Form 4 or

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

Estimated average burden hours per response... 0.5

Form 5 obligations may continue. See Instruction

Check this box

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).

Common

Common

Stock

Stock

12/08/2010

12/08/2010

(Print or Type Responses)

1 Name and Address of Departing De

1. Name and A Moses Char	Symbol OIL ST	2. Issuer Name and Ticker or Trading Symbol OIL STATES INTERNATIONAL, INC [OIS]		S. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) 333 CLAY	(First) (N	(Month/	of Earliest T Day/Year) 2010	ransaction	Director 10% Owner _X Officer (give title Other (specify below) Sr. VP Offshore Products		
	(Street)		endment, D onth/Day/Yea	ate Original r)	6. Individual or Jo Applicable Line) _X_ Form filed by	•	
HOUSTON	T, TX 77002					More than One Re	
(City)	(State)	(Zip) Tab	ole I - Non-l	Derivative Securities Acq	quired, Disposed o	f, 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)	Code	4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5)	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)

Code V Amount

8,000

8,000

M

 $S^{(2)}$

(D)

Price

34.86

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Transaction(s) (Instr. 3 and 4)

D

D

35,791

27,791

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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. Transactic Code (Instr. 8)	5. Number proof Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	of Derivative Expiration Date Securities (Month/Day/Year Acquired (A) or Disposed of (D) (Instr. 3, 4,		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	\$ 34.86	12/08/2010		M	8,000	<u>(1)</u>	02/15/2012	Common	8,000

Reporting Owners

Reporting Owner Name / Address	Kelationships					
• 0	Director	10% Owner	Officer	Other		
Moses Charles James Jr			Sr. VP			
333 CLAY STREET, SUITE 4620			Offshore			
HOUSTON, TX 77002			Products			

Signatures

Robert W. Hampton, pursuant to power of attorney 12/09/2010

**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) Common stock option grant of 2/15/2006 that vested equally over the four year period beginning 2/15/2007 and expires 2/15/2012.
- (2) Stock sold with a weighted average of \$62.73 including prices ranging from \$62.73 to \$62.77

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.

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