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OIL STATES INTERNATIONAL, INC

Form 3 May 25, 2006

FORM 3

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

OMB APPROVAL

OMB Number:

Expires:

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

January 31, 2005

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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

SECURITIES

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement OIL STATES INTERNATIONAL, INC [OTS] Dodson Bradley J (Month/Day/Year) 05/18/2006 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 333 CLAY STREET, SUITE (Check all applicable) 4620 (Street) 6. Individual or Joint/Group 10% Owner Director _X__ Officer Other Filing(Check Applicable Line) (give title below) (specify below) _X_ Form filed by One Reporting VP-CFO & Treasurer Person HOUSTON, TXÂ 77002 Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 4. Nature of Indirect Beneficial 1. Title of Security 2. Amount of Securities Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) Â 5,937 (1) Common Stock D Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly. Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

currently valid OMB control number.

1. Title of Derivative Security	2. Date Exercisable and	3. Title and Amount of	4.	5.	6. Nature of Indirect
(Instr. 4)	Expiration Date	Securities Underlying	Conversion	Ownership	Beneficial
	(Month/Day/Year)	Derivative Security	or Exercise	Form of	Ownership
		(Instr. 4)	Price of	Derivative	(Instr. 5)
	Title	Derivative	Security:		
		Title	Security	Direct (D)	

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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Common Stock Option (right to purchase)	02/11/2006	02/11/2012	Common Stock	12,000	\$ 8	D	Â
Common Stock Option (right to purchase)	(2)	02/25/2013	Common Stock	10,000	\$ 11.49	D	Â
Common Stock Option (right to purchase)	(3)	02/26/2010	Common Stock	10,000	\$ 13.7	D	Â
Common Stock Option (right to purchase)	(4)	02/24/2011	Common Stock	9,843	\$ 21.08	D	Â
Common Stock Option (right to purchase)	(5)	02/15/2012	Common Stock	15,000	\$ 34.86	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Dodson Bradley J 333 CLAY STREET SUITE 4620 HOUSTON, TX 77002	Â	Â	VP-CFO & Treasurer	Â

Signatures

/s/ Robert W. Hampton, Pursuant to power of attorney 05/25/2006

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).
- Includes 937 shares of restricted stock awarded on 2/24/2005 (vesting on 2/24/2007 312 shares, vesting on 2/24/2008 312 shares and (1) vesting on 3/24/2009 313 shares) and 5,000 shares awarded on 2/15/2006 (vesting 1,250 shares per year on 2/15/2007, 2/15/2008, 2/15/2009 and 2/15/2010).
- (2) Award of 2/25/2003 with 5,000 options currently exercisable and remaining 5,000 options vesting on 2/25/2007.
- (3) Award of 2/26/2004 with remaining options vesting on 2/26/2007 (5,000 options) and 2/26/2008 (5,000 options).
- (4) Award of 2/24/2005 with remaining options vesting on 2/24/2007 (3,281 options), 2/24/2008 (3,281 options) and 2/24/2009 (3,281 options).
- (5) Award of 2/15/2006 which vests in four equal annual installments beginning 2/15/2007.

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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