

SWANSON DOUGLAS E
Form 4
March 08, 2005

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
SWANSON DOUGLAS E

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

OIL STATES INTERNATIONAL INC [OIS]

(Check all applicable)

(Last) (First) (Middle)

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

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

333 CLAY STREET, SUITE 4620

03/07/2005

President and CEO

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

HOUSTON, TX 77002

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	03/07/2005		M		75,000 A \$ 8	D	
Common Stock	03/07/2005		M		50,250 A \$ 8	D	
Common Stock	03/07/2005		M		82,500 A \$ 11.49	D	
Common Stock	03/07/2005		S		1,350 D \$ 22.05	D	
Common Stock	03/07/2005		S		1,100 D \$ 21.85	D	

Edgar Filing: SWANSON DOUGLAS E - Form 4

Common Stock	03/07/2005	S	700	D	\$ 21.99	311,750	D
Common Stock	03/07/2005	S	100	D	\$ 22.12	311,650	D
Common Stock	03/07/2005	S	700	D	\$ 22.11	310,950	D
Common Stock	03/07/2005	S	6,200	D	\$ 22.05	304,750	D
Common Stock	03/07/2005	S	8,100	D	\$ 22	296,650	D
Common Stock	03/07/2005	S	300	D	\$ 21.99	296,350	D
Common Stock	03/07/2005	S	6,700	D	\$ 21.9	289,650	D
Common Stock	03/07/2005	S	182,500	D	\$ 21.85	107,150	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 required to respond unless the form displays a currently valid OMB control number.

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)	
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Common Stock Option (right to purchase)	\$ 8	03/07/2005		M	75,000	(1)	02/11/2012	Common Stock	100,000
Common Stock Option (right to purchase)	\$ 8	03/07/2005		M	50,250	(2)	02/11/2012	Common Stock	67,000

