

OIL STATES INTERNATIONAL, INC  
 Form 3  
 March 06, 2015

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Munson Sarah Ann		(Month/Day/Year)	OIL STATES INTERNATIONAL, INC [OIS]	
(Last)	(First)	(Middle)	02/28/2015	
THREE ALLEN CENTER, 333 CLAY STREET			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
HOUSTON, TX 77002			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	<input checked="" type="checkbox"/> Form filed by One Reporting Person
			(give title below) (specify below)	<input type="checkbox"/> Form filed by More than One Reporting Person
			VP, Controller & CAO	

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	13,167 <sup>(1)</sup>	D	^

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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

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

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	Expiration Date	Amount or Number of Shares	or Indirect (I) (Instr. 5)
Common Stock Option (right to purchase)	02/19/2014 <sup>(2)</sup> 02/19/2016	Common Stock 3,860 \$ 21.96	D Â
Common Stock Option (right to purchase)	02/17/2015 <sup>(3)</sup> 02/17/2021	Common Stock 1,715 \$ 43.95	D Â
Common Stock Option (right to purchase)	02/16/2016 <sup>(4)</sup> 02/16/2022	Common Stock 3,431 \$ 49.33	D Â
Common Stock Option (right to purchase)	02/19/2017 <sup>(5)</sup> 02/19/2023	Common Stock 3,860 \$ 46.78	D Â
Common Stock Option (right to purchase)	02/19/2018 <sup>(6)</sup> 02/19/2024	Common Stock 3,860 \$ 58.54	D Â
Common Stock Option (right to purchase)	02/18/2019 <sup>(7)</sup> 02/18/2025	Common Stock 4,370 \$ 42.29	D Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Munson Sarah Ann THREE ALLEN CENTER 333 CLAY STREET HOUSTON, TX 77002	Â	Â	Â VP, Controller & CAO	Â

## Signatures

/s/ Sarah A. Munson 03/06/2015

\*\*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).
- (1) Includes 261 fully vested shares awarded on 2/18/2008, 253 fully vested shares awarded on 2/19/2009, 1,367 fully vested shares awarded on 2/19/2010, 1,120 fully vested shares awarded on 2/17/2011, 1,583 shares awarded on 2/16/2012 (940 fully vested shares and 643 shares vesting on 2/16/2016), 2,661 shares awarded on 2/19/2013 (945 fully vested shares, 858 shares vesting on 2/19/2016 and 858 shares vesting on 2/19/2017), 3,152 shares awarded on 2/19/2014 (578 fully vested shares, 858 shares vesting on 2/19/2016, 858 shares vesting on 2/19/2017 and 858 shares vesting on 2/19/2018) and 2,770 shares awarded on 2/18/2015 that vest 25% per year beginning 2/18/2016.
- (2) Option award of 2/19/2010 fully vested on 2/19/2014.
- (3) Option award of 2/17/2011 fully vested on 2/17/2015.
- (4) Option award of 2/16/2012 with remaining 857 options vesting on 2/16/2016.
- (5) Option award of 2/19/2013 with remaining options vesting on 2/19/2016 (964 options) and 2/19/2017 (964 options).
- (6) Option award of 2/19/2014 with remaining options vesting on 2/19/2016 (966 options), 2/19/2017 (964 options) and 2/19/2018 (964 options).

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(7) Option award of 2/18/15 which vests in four equal annual installments beginning 2/18/2016.

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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