

Moses Charles James Jr
 Form 4
 March 07, 2011

FORM 4

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

OMB APPROVAL

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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 *
 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)
 ___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)
 Sr. VP Offshore Products

(Last) (First) (Middle)
 333 CLAY STREET, SUITE 4620
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 03/04/2011

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

HOUSTON, TX 77002

6. Individual or Joint/Group Filing(Check Applicable Line)
X 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 (A) or (D) Price		
Common Stock	03/04/2011		M		5,000 A \$ 37.67	37,963	D
Common Stock	03/04/2011		S ⁽²⁾		5,000 D \$ 76	32,963	D
Common Stock	03/04/2011		M		4,500 A \$ 36.53	37,463	D
Common Stock	03/04/2011		S		4,500 D \$ 76	32,963	D
Common Stock	03/04/2011		M		6,000 A \$ 28.98	38,963	D

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Common Stock 03/04/2011 S⁽⁴⁾ 6,000 D \$ 76.03 32,963 D

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

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(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)	8. Amount or Number of Shares
Common Stock	\$ 37.67	03/04/2011		M	5,000	⁽¹⁾ 02/19/2016	Common Stock	5,000
Common Stock	\$ 36.53	03/04/2011		M	4,500	⁽³⁾ 02/18/2014	Common Stock	4,500
Common Stock	\$ 28.98	03/04/2011		M	6,000	⁽⁵⁾ 02/16/2013	Common Stock	6,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Sr. VP
Offshore
Products

Moses Charles James Jr
333 CLAY STREET, SUITE 4620
HOUSTON, TX 77002

Signatures

Robert W. Hampton, pursuant to power of attorney

03/07/2011

**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 2/19/2010 that vested equally over the four year period beginning 2/19/2011 and expires 2/19/2016.

(2) Stock sold with a weighted average of \$76.00 including prices ranging from \$76.00 to \$76.03

(3) Common stock option grant of 2/18/2008 that vested equally over the four year period beginning 2/18/2009 and expires 2/18/2014.

(4) Stock sold with a weighted average of \$76.03 including prices ranging from \$76.01 to \$76.10

(5) Common stock option grant of 2/16/2007 that vested equally over the four year period beginning 2/16/2008 and expires 2/16/2013.

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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