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TAYLOR CINDY B Form 4 April 09, 2003

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

O Check this box if no longer subject to Section 16.
Form 4 or Form 5 obligations may continue.
See Instruction 1(b)

1.		Address of Rep Last, First, Middle ady B.	U	2.	Issuer Name and Ticker or Trading Symbol Oil States International, Inc. (OIS)	3.	I.R.S. Identification Person, if an entity	Number of Reporting (Voluntary)
	333 Clay S Suite 3460			4.	Statement for (Month/Day/Year) April 9, 2003	5.	If Amendment, Dat (Month/Day/Year)	e of Original
		(Street)		6.	Relationship of Reporting Person(s) to Issuer (Check All Applicable)	7.	Individual or Joint/ (Check Applicable L	
	Houston, T	TX 77002		_	O Director O 10% Owner		X	Form filed by One Reporting Person
	(City)	(State)	(Zip)		X Officer (give title below) Other (specify below) Senior Vice President - CFO & Treasurer		0	Form filed by More than One Reporting Person

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

* If the form is filed by more than one reporting person, *see* instruction 4(b)(v).

			Tabl	e I	Non-Derivative S	ecu	rities Acquire	ed, Disposed of, or	Ber	neficially Owne	d		
1.	Title of Security (Instr. 3)	2.	Transaction Date (Month/Day/Year)	2a.	Deemed Execution Date, if any. (Month/Day/Year)	3.	Transaction4. Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5.	Amount of 6. Securities Beneficially Owned Following Reported Transactions(s) (Instr. 3 and 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7.	Nature of Indirect Beneficial Ownership (Instr. 4)
								(A) or					
							Code V	Amount (D) Price					
_													
_													
_													
_							Page 2						
							r age 2						

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)		Deemed Execution 4. Date, if any (Month/Day/Year)	Transaction 5. Code (Instr. 8)	Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)
			·						CodeV (A)(D)
									Phantom Stock 1-for-1 4/9/03 A
						Pag	ge 3		

Expiration 1 (Month/Day)	Oate	7. Title and of Underl Securities (Instr. 3 a	ying	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownershij (Instr. 4)
Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Immed.	(1)	Common Stock	38	11.30	2,984	D	

April 9, 2003

Cindy B. Taylor (2)

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**Signature of Reporting	Date
Person	

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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^{**} Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).