

# SECURITIES AND EXCHANGE COMMISSION

## FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2013-01-10** | Period of Report: **2013-01-09**  
SEC Accession No. [0001437749-13-000354](#)

([HTML Version](#) on [secdatabase.com](#))

### REPORTING OWNER

**TAYLOR CINDY B**

CIK: **1198828**

Type: **4** | Act: **34** | File No.: **001-16337** | Film No.: **13522469**

### ISSUER

**OIL STATES INTERNATIONAL, INC**

CIK: **1121484** | IRS No.: **760476605** | State of Incorporation: **DE** | Fiscal Year End: **1231**  
SIC: **3533** Oil & gas field machinery & equipment

Mailing Address

*THREE ALLEN CENTER  
333 CLAY STREET, SUITE  
4620  
HOUSTON TX 77002*

Business Address

*THREE ALLEN CENTER  
333 CLAY STREET, SUITE  
4620  
HOUSTON TX 77002  
713-652-0582*

# FORM 4

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

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

OMB APPROVAL	
OMB Number:	3235-0287
Expires:	02/28/2011
Estimated average burden hours per response	0.5

## 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

1. Name and Address of Reporting Person <b>TAYLOR CINDY B</b>			2. Issuer Name and Ticker or Trading Symbol <b>OIL STATES INTERNATIONAL, INC</b> [OIS]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>President &amp; CEO</b>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>01/09/2013</b>			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
THREE ALLEN CENTER, 333 CLAY STREET			4. If Amendment, Date Original Filed(Month/Day/Year)					
(Street) <b>HOUSTON, TX 77002</b>								
(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)			
Common Stock	01/09/2013		M		10,000	A	\$11.49	163,562	D
Common Stock	01/09/2013		S	(1)	10,000	D	\$76.02 (2)	153,562	D

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	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 Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Common Stock (Right to Purchase)	\$11.49	01/09/2013		M			10,000	(3)	02/25/2013	Common Stock	10,000	\$ 0	245,760	D	

**Explanation of Responses:**

- The sales reported in this Form 4 was effected pursuant to a rule 10b5-1 trading plan adopted by the reporting person on December 26, 2012.
- Stock sold with a weighted average of \$76.02 including prices ranging from \$76.00 to \$76.10.

3. Common stock option grant of 2/25/2003 that vested equally over the four year period beginning 2/25/2004 and expires 2/25/2013.

**Signatures**

/s/ Robert W. Hampton, pursuant to power of attorney

\*\* Signature of Reporting Person

01/10/2013

Date

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).

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

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

**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 Number.**