

OIL STATES INTERNATIONAL, INC
 Form 4/A
 March 22, 2007

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
 OIL STATES INTERNATIONAL, INC [OIS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

3. Date of Earliest Transaction (Month/Day/Year)
 05/09/2006

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

HOUSTON, TX 77002

4. If Amendment, Date Original Filed(Month/Day/Year)
 05/11/2006

6. Individual or Joint/Group Filing(Check Applicable Line)
 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)	(A) or (D)	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	Price		
Common Stock	05/09/2006		M		11,550	A \$ 13.7	101,728	D
Common Stock	05/09/2006		S		11,550	D \$ 43.23	90,178	D
Common Stock	05/10/2006		M		25,950	A \$ 13.7	116,128	D
Common Stock	05/10/2006		S		25,950	D \$ 42.5	90,178	D
Common Stock	05/10/2006		M		11,750	A \$ 21.08	101,928	D

Edgar Filing: OIL STATES INTERNATIONAL, INC - Form 4/A

Common Stock	05/10/2006	S	11,750	D	\$ 42.5	90,178	D
Common Stock	05/11/2006	M	7,000	A	\$ 21.08	97,178	D
Common Stock	05/11/2006	S	7,000	D	\$ 43.05	90,178	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)	Amount or Number of Share	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Share
Common Stock Option (Right to Purchase)	\$ 13.7	05/09/2006		M	11,550	<u>(1)</u> 02/26/2010	Common Stock	11,550	
Common Stock Option (Right to Purchase)	\$ 13.7	05/10/2006		M	25,950	<u>(1)</u> 02/26/2010	Common Stock	25,950	
Common Stock Option (Right to Purchase)	\$ 21.08	05/10/2006		M	11,750	<u>(2)</u> 02/24/2011	Common Stock	11,750	
Common Stock Option (Right to Purchase)	\$ 21.08	05/11/2006		M	11,750	<u>(2)</u> 02/24/2011	Common Stock	7,000	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SWANSON DOUGLAS E 333 CLAY STREET SUITE 4620 HOUSTON, TX 77002	X		CEO	

Signatures

/s/ Robert W. Hampton (Pursuant to Power of Attorney) 03/22/2007

__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) Award of 2/26/2004 that vests in four annual installments beginning 2/26/2005.
 - (2) Award of 2/24/2005 that vests in four annual installments beginning 2/24/2006.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.