OIL STATES INTERNATIONAL, INC

Form 4

February 22, 2016

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB 3235-0287 Number:

OMB APPROVAL

Expires:

January 31,

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Check this box if no longer subject to Section 16. Form 4 or

Form 5 obligations may continue. See Instruction

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(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Steen Lias Jeff			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) THREE ALLEN CENTER, 333 CLAY STREET		,	3. Date of Earliest Transaction (Month/Day/Year) 02/18/2016	Director 10% Owner X Officer (give title Other (specify below) SR Vice President, HR & Legal			
(Street) HOUSTON, TX 77002			4. If Amendment, Date Original Filed(Month/Day/Year)	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) Tak	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securities Acquired	5. Amount of	6. Ownership 7. Nature of					
Security	(Month/Day/Year)	Execution Date, if	Transacti	on(A) or Disposed of (D)	Securities	Form: Direct Indirect					

Security	(Monul/Day/1ear)	Execution Date, ii	Transactio	$\mathrm{JII}(\mathbf{A})$ of \mathbf{D}	ispose	u or (D)	Securities	roini. Difect
(Instr. 3)		any	Code	Code (Instr. 3, 4 and 5)			Beneficially	(D) or
		(Month/Day/Year)	(Instr. 8)				Owned	Indirect (I)
							Following	(Instr. 4)
					()		Reported	
					(A)		Transaction(s)	
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)	
Common Stock	02/18/2016		F	791 <u>(1)</u>	D	\$ 25.09	102,687	D
Common Stock	02/19/2016		F	3,737 (1)	D	\$ 24.38	98,950	D
Common Stock	02/19/2016		F	645 (1)	D	\$ 24.38	98,305	D
Common Stock	02/19/2016		F	645 (1)	D	\$ 24.38	97,660	D

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

Beneficial Ownership (Instr. 4)

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)		4. Transacti	5. orNumber	6. Date Exerc Expiration Da		7. Title		8. Price of Derivative	9. Nu Deriv
Security (Instr. 3)	or Exercise Price of Derivative Security	(manazay, 16ar)	any (Month/Day/Year)	Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/		Underly Securit	ying	Security (Instr. 5)	Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Steen Lias Jeff THREE ALLEN CENTER 333 CLAY STREET HOUSTON, TX 77002

SR Vice President, HR & Legal

Signatures

/s/ Lloyd A. Hajdik, pursuant to power of attorney

02/22/2016

Date

**Signature of Reporting Person

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) Shares surrendered for payment of tax liability incident to vesting of prior restricted stock award.

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.

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