

CARNETT JOHN

Form 3

October 10, 2008

FORM 3UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104

Expires: January 31, 2005

Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIESFiled 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 *

CARNETT JOHN

(Last) (First) (Middle)

1301 MCKINNEY
STREET, SUITE 1800

(Street)

HOUSTON, TX 77010

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

10/01/2008

3. Issuer Name and Ticker or Trading Symbol

KEY ENERGY SERVICES INC [KEG]

4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

☐ Director ☐ 10% Owner☒ Officer ☐ Other

(give title below) (specify below)

SVP-Pressure Pumping Ops

6. Individual or Joint/Group

Filing(Check Applicable Line)

☒ Form filed by One Reporting
Person☐ Form filed by More than One
Reporting Person**Table I - Non-Derivative Securities Beneficially Owned**1. Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock

16,202 ⁽⁶⁾

D A

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

SEC 1473 (7-02)

**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.****Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security
(Instr. 4)2. Date Exercisable and
Expiration Date
(Month/Day/Year)3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

Title

4. Conversion
or Exercise
Price of
Derivative
Security5. Ownership
Form of
Derivative
Security:
Direct (D)6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

Edgar Filing: CARNETT JOHN - Form 3

	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Employee Stock Option (right to buy)	Â <u>(1)</u>	05/07/2013	Common Stock	16,667	\$ 11.81	D	Â
Employee Stock Option (right to buy)	Â <u>(1)</u>	05/07/2013	Common Stock	8,333	\$ 10.22	D	Â
Employee Stock Option (right to buy)	Â <u>(2)</u>	03/15/2016	Common Stock	25,000	\$ 15.05	D	Â
Employee Stock Option (right to buy)	Â <u>(3)</u>	08/22/2017	Common Stock	24,000	\$ 14.32	D	Â
Employee Stock Option (right to buy)	Â <u>(4)</u>	04/10/2018	Common Stock	15,000	\$ 15.07	D	Â
Employee Stock Option (right to buy)	Â <u>(5)</u>	08/21/2018	Common Stock	15,750	\$ 16.5	D	Â
Phantom Stock	Â <u>(7)</u>	12/22/2010	Common Stock	30,000	\$ <u>(8)</u>	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CARNETT JOHN 1301 MCKINNEY STREET SUITE 1800 HOUSTON, TX 77010	Â	Â	Â SVP-Pressure Pumping Ops	Â

Signatures

By Kimberly R. Frye, Attorney-in-fact for John
Carnett

10/10/2008

 Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) The options were granted under the Key Energy Group, Inc. 1997 Incentive Plan and are fully vested and exercisable.

The option was granted under the Key Energy Group, Inc. 1997 Incentive Plan and is exercisable in three installments as follows: the first installment for 12,500 shares became exercisable on March 15, 2008; the second installment for 6,250 shares becomes exercisable on March 15, 2009; and the third installment for 6,250 shares becomes exercisable on March 15, 2010.

(3) The option was granted under the Key Energy Group, Inc. 1997 Incentive Plan and is exercisable in three annual installments. The first installment for 7,999 shares became exercisable on August 22, 2008; the second installment for 8,001 shares becomes exercisable on August 22, 2009; and the third installment for 8,000 shares becomes exercisable on August 22, 2010.

(4) The option was granted under the Key Energy Services, Inc. 2007 Equity and Cash Incentive Plan and is exercisable in four equal annual installments beginning on April 10, 2009.

(5)

Edgar Filing: CARNETT JOHN - Form 3

The option was granted under the Key Energy Services, Inc. 2007 Equity and Cash Incentive Plan and is exercisable in four annual installments as follows: 3,938 shares on August 21, 2009; 3,937 shares on August 21, 2010; 3,938 shares on August 21, 2011; and 3,937 shares on August 21, 2012.

- (6) Represents unvested award of restricted stock shares granted under the Key Energy Services, Inc. 2007 Equity and Cash Incentive Plan. The restricted stock shares will vest in four equal annual installments beginning on August 21, 2009.
- (7) Each phantom share award granted December 22, 2006 shall vest in four equal annual installments on the anniversary of the grant date. The vested phantom shares are payable solely in cash within 20 days of the vesting date.
- (8) Each share of phantom stock is the economic equivalent of one share of KEG common stock.

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.