Edgar Filing: Taylor Brian E. - Form 4

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| Form 4 | | | | | | | | | | | |
|---|---|----------------------------------|---|--|-------------------|------------------------|--|---|---|----------|--|
| August 31, 20 | 1 | | | | | | | | | PPROVAL | |
| | UNITED STATES SECURITIES AND EXCHANGE COMMISSIO Washington, D.C. 20549 | | | | | | COMMISSION | OMB Number: | 3235-0287 | | |
| Subject to Section 16. Form 4 or | | | F CHANGES IN BENEFICIAL OW SECURITIES | | | | | | Expires: Estimated a burden hou response | • | |
| Form 5 obligation may conti <i>See</i> Instru 1(b). | $\frac{1}{1}$ Section 17(a | a) of the l | Public Ut | | ing Com | pany | Act of | e Act of 1934, f 1935 or Sectio 40 | n | | |
| (Print or Type R | esponses) | | | | | | | | | | |
| Taylor Brian E. Symb | | | | | | | | 5. Relationship of Reporting Person(s) to Issuer | | | |
| | [SII] | SMITH INTERNATIONAL INC [SII] | | | | (Check all applicable) | | | | | |
| (Last) (First) (Middle) PO BOX 60068 | | | 3. Date of Earliest Transaction (Month/Day/Year) 08/27/2010 | | | | | Director 10% Owner X Officer (give title Other (specify below) below) VP & Controller | | | |
| | | | | mendment, Date Original Month/Day/Year) | | | | 6. Individual or Joint/Group Filing(CheckApplicable Line)_X_ Form filed by One Reporting Person | | | |
| HOUSTON, | TX 77205 | | | | | | | Form filed by M Person | Nore than One Re | porting | |
| (City) | (State) | (Zip) | Table | e I - Non-Do | erivative S | ecurit | ies Acq | uired, Disposed of | f, or Beneficial | ly Owned | |
| 1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deemed Execution I any (Month/Day/Year) | | n Date, if | Date, if Transaction(A Code (I | | sposed 4 and 5 | | Securities Beneficially Owned Following Reported | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | | | |
| Common | | | | Code V | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | | |
| Common Stock | 08/27/2010 | | | D | 14,724 | D | \$ 0 (1) | 0 | 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.

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

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| 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. Transactic Code (Instr. 8) | 5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | ate | Secur | int of rlying | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secu Bene Owno 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 | | | | |
| Taylor Brian E. PO BOX 60068 HOUSTON, TX 77205 | | | VP & Controller | | | | | |
| Signatures | | | | | | | | |
| /s/ Cay D. Price, Atty-in-Fact | 08/30 | /2010 | | | | | | |

**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) Disposed of pursuant to the Agreement and Plan of Merger dated as of February 21, 2010, by and among Schlumberger Limited
 ("Schlumberger"), Turnberry Merger Sub Inc., and Smith International, Inc. ("Smith"), in exchange for .6966 shares of Schlumberger common stock per share of Smith common stock on August 27, 2010. Any fractional share will be paid in cash.

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.