SMITH INTERNATIONAL INC Form 4

November 04, 2002

OMB APPROVAL
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# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

#### FORM 4

#### 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

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

	Address of Roast, First, Mid		2.	Trad	er Name and Ticker ling Symbol ITH INTERNATION		3.		cation Number of Reporting entity (Voluntary)
411 N. Sam	ı Houston Pkw	y., Ste. 600	4.		ement for Month/Date ber 31, 2002	ay/Year	5.	If Amendmen (Month/Day/Y	et, Date of Original
	(Street)		6.		tionship of Reportin		7.	Individual or (Check Applica	Joint/Group Filing able Line)
Houston, T.	X 77060		ı	X	Director O	10% Owner		X	Form filed by One Reporting Person
(City)	(State)	(Zip)		0	Officer (give titl	e below)		0	Form filed by More than One Reporting
				0	Other (specify be	elow)			Person

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).

Title of Security (Instr. 3)	2. Transaction Date 2a (Month/Day/Year)	Deemed Execution Date, if any. (Month/Day/Year)	3. Trans Code (Instr.		4. Securities Ac (A) or Disposed o (Instr. 3, 4 and	of (D)	5. Amount of 6. Securities Beneficially Owned Following Reported Transactions(s) (Instr. 3 and 4)	Ownership 7 Form: Direct (D) or Indirect (I) (Instr. 4)	. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)Pric	e		
Common Stock	09-14-88		A		21	A		D	
Common Stock	08-03-90		S		44,398 (1)	D		D	
Common Stock	05-08-02		A	v	400	A	252,434 (2)	D	
Common Stock	10-31-02		W		39,911	A	345,383 (3)	I	By Wife

#### Table II Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative 2. Conversion or Exercise 3. Transaction 3a. Deemed Execution 4. Transaction 5. Number of Derivative Securities Price of Derivative Acquired (A) or Disposed of (D) Security Date Date, if any Code (Instr. 3) Security (Month/Day/Year) (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) CodeV (A)(D)

6. Date Exercisable ar Expiration Date (Month/Day/Year)	Amour of Und Securi	nt erlying	Price of Derivative Security (Instr. 5)	9. Number of Derivati Securities Beneficial Following Reported (Instr. 4)	lly Owned	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
Date Expirat Exercisable Date	ion	Amount or Number of Shares					
ynlanation of Resp	ionses*						
_		ting person's	s self-directe	ed IRA.			
1) Open Market sale 2) On March 15, 198 RA. On June 20, 200	within reports 38, 74,398 sh 32, the comm	ares previou	sly owned t	hrough the Smith Inte		401(k) plan were rolled ov n the reporting person's acc	
1) Open Market sale 2) On March 15, 198 RA. On June 20, 200 dditional shares of c 3) On June 20, 2002	within reports 88, 74,398 sh 02, the common stock	ares previou ton stock of S	sly owned t Smith Intern	hrough the Smith Intenational, Inc. split 2-fo	or-1, resulting i		quisition of 126,
RA. On June 20, 200 dditional shares of c	within reports, 18, 74,398 sh 12, the common stock, the common ares of common ares	ares previou ton stock of S	sly owned t Smith Interr	hrough the Smith Intenational, Inc. split 2-fo	or-1, resulting i	n the reporting person's acc	quisition of 126,

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

Note: