

OIL STATES INTERNATIONAL, INC

Form 8-K

February 23, 2007

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

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 OR 15(d) of The Securities Exchange Act of 1934  
Date of Report (Date of earliest event reported): February 16, 2007**

**OIL STATES INTERNATIONAL, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other jurisdiction of incorporation)

**1-16337**

(Commission File Number)

**76-0476605**

(IRS Employer Identification No.)

**333 Clay Street, Suite 4620**

**Houston, Texas**

(Address of principal executive offices)

**77002**

(Zip Code)

**Registrant's telephone number, including area code: (713) 652-0582**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

(b) On February 16, 2007, L. E. Simmons informed Oil States International, Inc. (the Company ) that Mr. Simmons would resign as a director of the Company effective immediately.

(b) and (c) On February 20, 2007, the Company issued a press release announcing that Douglas E. Swanson will retire as Chief Executive Officer of the Company, effective April 30, 2007. Mr. Swanson, who has been Chief Executive Officer of the Company since 2000, will remain a director of Oil States. Cindy B. Taylor, President and Chief Operating Officer, will succeed Mr. Swanson as Chief Executive Officer effective May 1, 2007.

**Item 7.01 Regulation FD Disclosure.**

On February 16, 2007, L. E. Simmons informed the Company that Mr. Simmons would resign as a director of the Company effective immediately. A copy of Mr. Simmons' letter of resignation is furnished herewith as Exhibit 99.1 and is incorporated herein by reference.

On February 20, 2007, the Company issued a press release announcing that Douglas E. Swanson will retire as Chief Executive Officer of the Company, effective April 30, 2007. Mr. Swanson, who has been Chief Executive Officer of the Company since 2000, will remain a director of Oil States. Cindy B. Taylor, President and Chief Operating Officer, will succeed Mr. Swanson as Chief Executive Officer effective May 1, 2007. A copy of the press release is furnished herewith as Exhibit 99.2 and is incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

<b>Exhibit No.</b>	<b>Exhibit Title</b>
99.1	Letter from L. E. Simmons dated February 20, 2007.
99.2	Press release dated February 20, 2007.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**OIL STATES INTERNATIONAL, INC.**

Date: February 23, 2007

/s/ Bradley J. Dodson

Name: Bradley J. Dodson

Title: Vice President, Chief Financial Officer  
and Treasurer

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**INDEX TO EXHIBITS**

<b>Exhibit No.</b>	<b>Description</b>
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99.2	Press release dated February 20, 2007.