



Annual Stockholders' Meeting Presentation

May 8, 2018



Forward-looking Statements

We include the following cautionary statement to take advantage of the "safe harbor" provisions of the Private Securities Litigation Reform Act of 1995 for any forward-looking statement made by us, or on our behalf. The factors identified in this cautionary statement are important factors (but not necessarily all of the important factors) that could cause actual results to differ materially from those expressed in any forward-looking statement made by us, or on our behalf. You can typically identify forward-looking statements by the use of forward-looking words such as "may," "will," "could," "project," "believe," "anticipate," "expect," "estimate," "potential," "plan," "forecast," and other similar words. Forward-looking statements may include statements regarding our future financial position, budgets, capital expenditures, projected costs, plans and objectives of management for future operations and possible future acquisitions. Where any such forward-looking statement includes a statement of the assumptions or bases underlying such forward-looking statement, we caution that, while we believe such assumptions or bases to be reasonable and make them in good faith, assumed facts or bases almost always vary from actual results. The differences between assumed facts or bases and actual results can be material, depending upon the circumstances. Where, in any forward-looking statement, we, or our management, express an expectation or belief as to the future results, such expectation or belief is expressed in good faith and believed to have a reasonable basis. However, there can be no assurance that the statement of expectation or belief will result or be achieved or accomplished. Taking this into account, the following are identified as important factors that could cause actual results to differ materially from those expressed in any forward-looking statement made by, or on behalf of, our company: the level of demand for and supply of oil and gas, fluctuations in the current and future prices of oil and gas, the level of drilling activity, the level of offshore oil and gas developmental activities, general economic conditions, our ability to find and retain skilled personnel, the availability of capital, and the other factors discussed within the "Business" and "Risk Factors" sections of our Form 10-K for the year ended December 31, 2017 filed by Oil States with the SEC on February 20, 2018. You are cautioned not to place undue reliance on forward-looking statements, which speak only as of the date hereof.

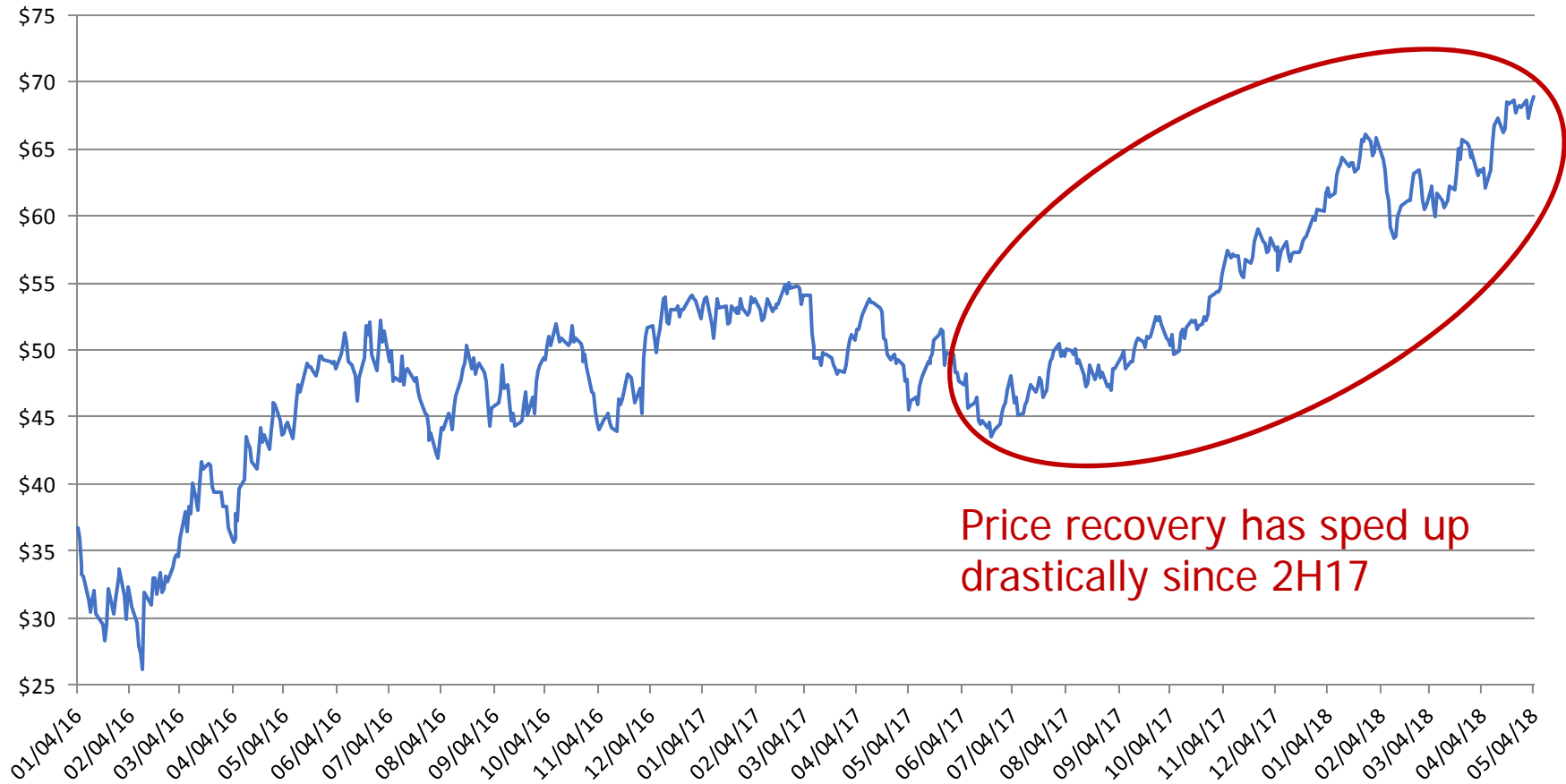
Macroeconomic Environment

Industry Conditions

- Improving crude oil price environment- since June 2017, oil prices have increased 58% (WTI \$42 → \$67 per barrel)
- OPEC, specifically Saudi Arabia, and certain non-OPEC members maintained crude oil production cuts, helping to stabilize commodity prices
- Global exploration and production customer spending was up in 2017
- Translating to increases in drilling and completion activity
 - Pad drilling and new completion technologies affording increases in production with lower rig counts
- U.S. lower 48 drilling and completions activity is the primary focus of E&P operators
- Major global deepwater infrastructure developments were delayed as project economics were reassessed

WTI Price Trends

WTI Price Recovery Since 2016



Source: Nasdaq IR Insight as of 5/4/2018.

Global Rig Count Forecast- U.S. Rig Count Recovering Faster

Global rig count ended 2017 with an average of 2,008 rigs, a 28% increase from the 2016 average, and is forecast to increase steadily over the next three years

U.S. rig count ended 2017 with an averaged of 876 rigs, a 71% increase over the 2016 average, and is forecast to increase steadily over the next three years

The U.S. rig count on May 4, 2018 was 1,032

44% of the working rigs were located in the Permian Basin

Number of Rigs	2013A	2014A	2015A	2016A	2017A	2018F	2019F	2020F
U.S. Onshore Rigs	1,705	1,805	948	490	856	1,045	1,119	1,170
U.S. Offshore Rigs	56	57	36	23	20	20	22	24
U.S. Total	1,762	1,862	983	513	876	1,065	1,142	1,194
Canada	353	379	194	129	206	205	217	228
North America Total	2,114	2,241	1,177	642	1,083	1,270	1,359	1,422
International Land ¹	976	1,006	878	729	747	775	794	810
International Offshore ¹	303	304	261	198	178	185	190	194
Global Rig Count	3,393	3,551	2,316	1,569	2,008	2,230	2,343	2,426
U.S. Total Type of Drilling								
Horizontal / Directional	1,326	1,485	844	453	806	988	1,048	1,087
Vertical	435	376	140	60	70	77	94	107
Total	1,762	1,862	983	513	876	1,065	1,142	1,194
Y/Y Percent Change								
U.S. Onshore Rigs		6%	(47%)	(48%)	75%	22%	7%	5%
U.S. Offshore Rigs		2%	(38%)	(36%)	(10%)	(1%)	10%	9%
U.S. Total		6%	(47%)	(48%)	71%	22%	7%	5%
Canada		8%	(49%)	(34%)	60%	(1%)	6%	5%
North America Total		6%	(47%)	(45%)	69%	17%	7%	5%
International Land ¹		3%	(13%)	(17%)	2%	4%	2%	2%
International Offshore ¹		0%	(14%)	(24%)	(10%)	4%	3%	2%
Global World Wide Rig Count		5%	(35%)	(32%)	28%	11%	5%	4%
U.S. Total Type of Drilling								
Horizontal / Directional		12%	(43%)	(46%)	78%	23%	6%	4%
Vertical		(14%)	(63%)	(57%)	16%	10%	22%	14%
Total		6%	(47%)	(48%)	71%	22%	7%	5%

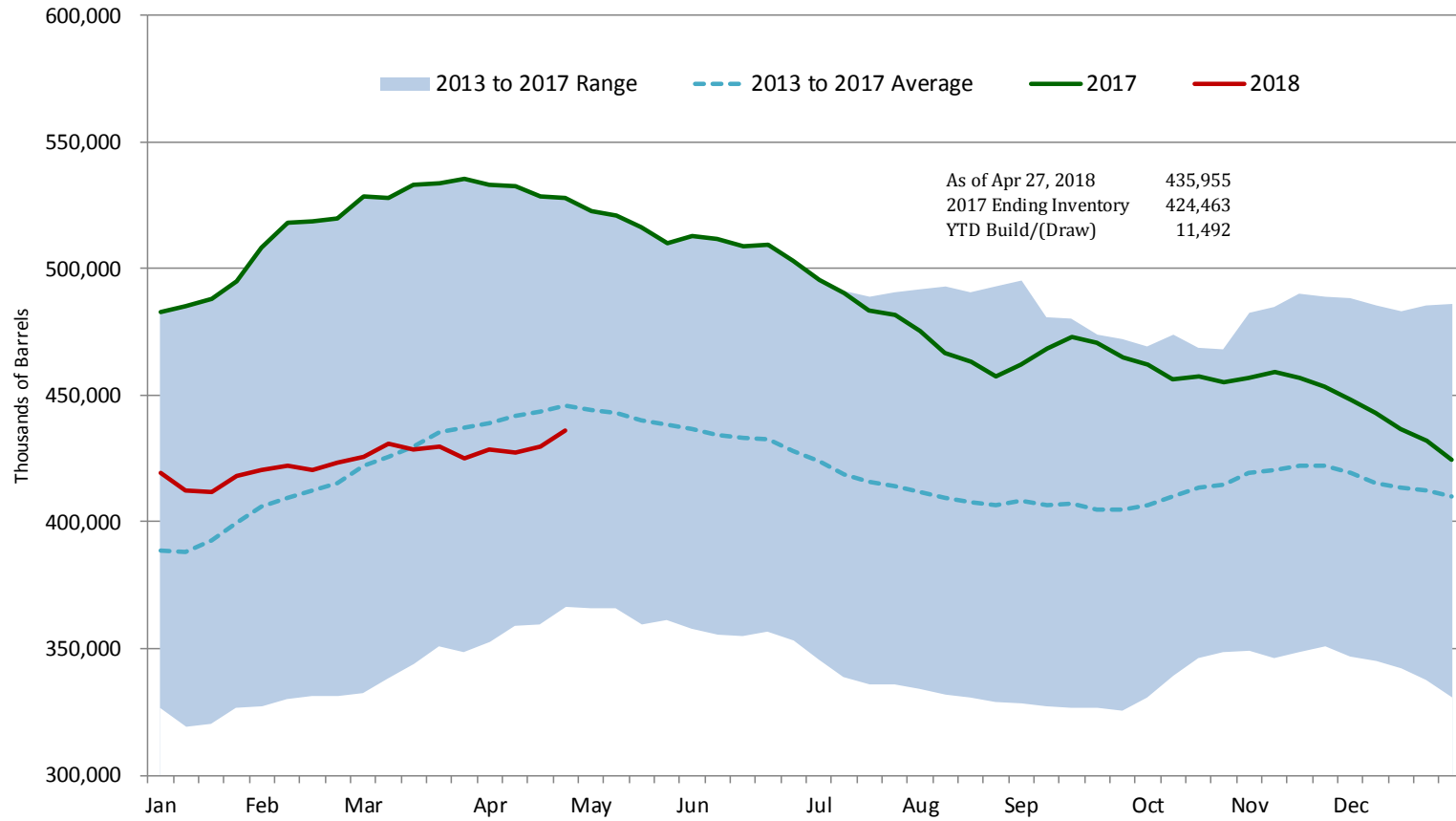
Source: Spears & Associates, "Drilling and Production Outlook", March 2018
Baker Hughes, May 4, 2018

1) Excludes North America, Russia, China and Central Asia.

Note: Rig counts represent annual averages.

Crude Oil Inventory Coming into Balance

Weekly U.S. Ending Stocks of Crude Oil, excluding SPR



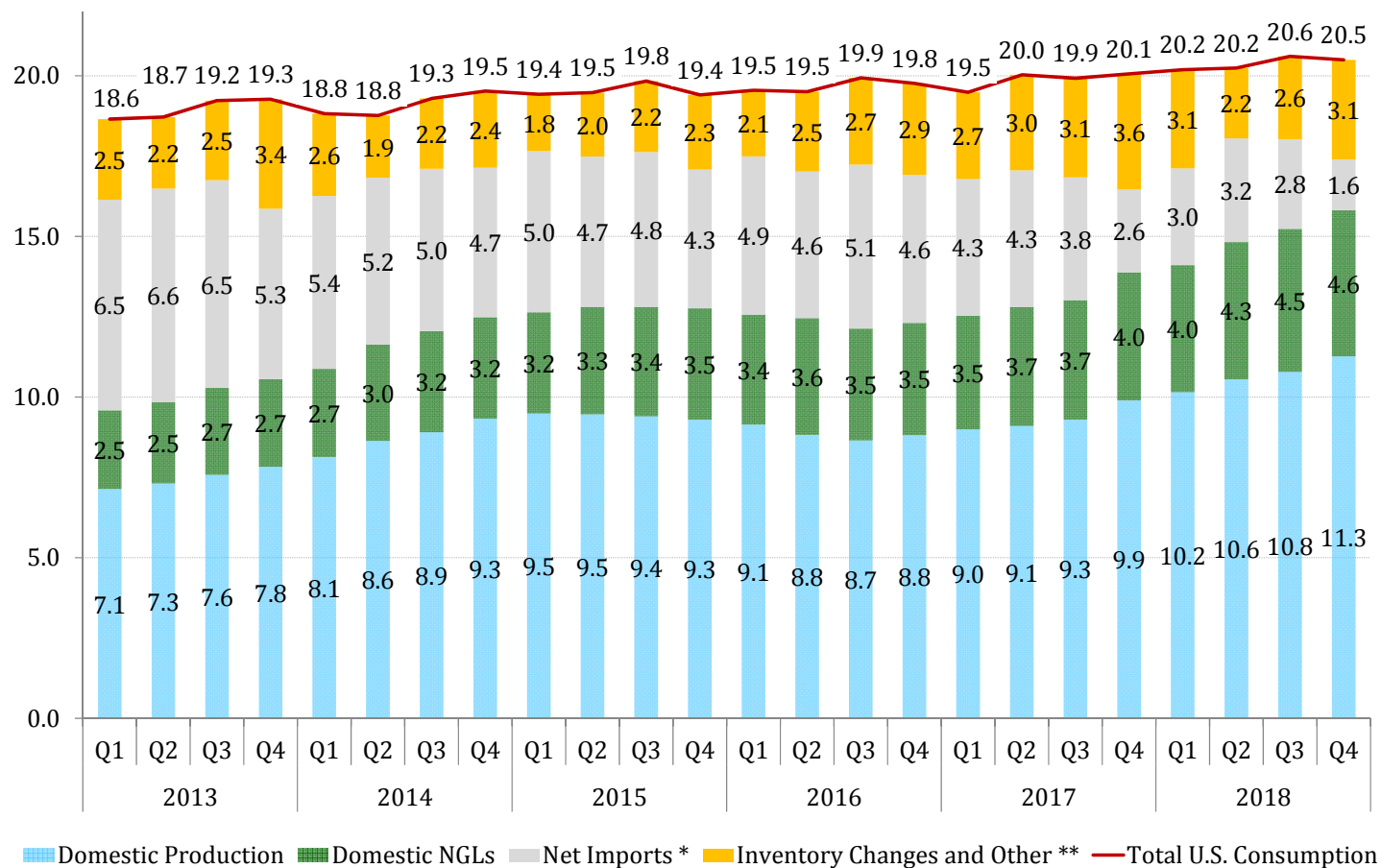
- Crude oil inventories are 17% below year-ago levels and
- 2% below the 5-year average

Source: U.S. Energy Information Administration, April 27, 2018

U.S. Supply and Demand- Significantly Less Reliant on Imports

(millions of barrels per day)

U.S. Crude production satisfies less about half the U.S. demand.



Source: U.S. Energy Information Administration, "Short Term Energy Outlook", February 2018

* Includes net imports of both crude oil and processed commercial products

** Other includes processing gains, renewable sources and other product adjustments.

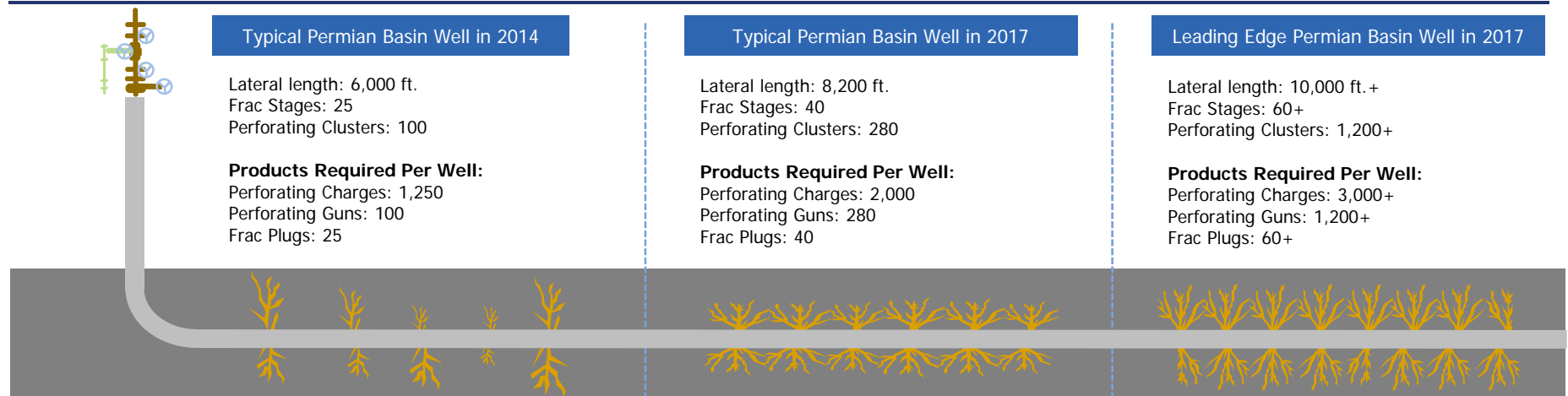
Current Industry Drivers

Industry Drivers: Our View

On-Going Completion Intensity in North America Outperforms Near-Term

- Implementation of technology for complex well completions, coupled with sustained WTI prices above \$50+/Bbl are needed to deliver top-tier well results and economics
- Better returns and a lower risk profile are driving increased completions activity by E&P operators in U.S. shale plays
- Modern completion practices driving increased demand for consumable completion products: longer lateral lengths, increased frac stages and more perforation clusters for improved unconventional well productivity

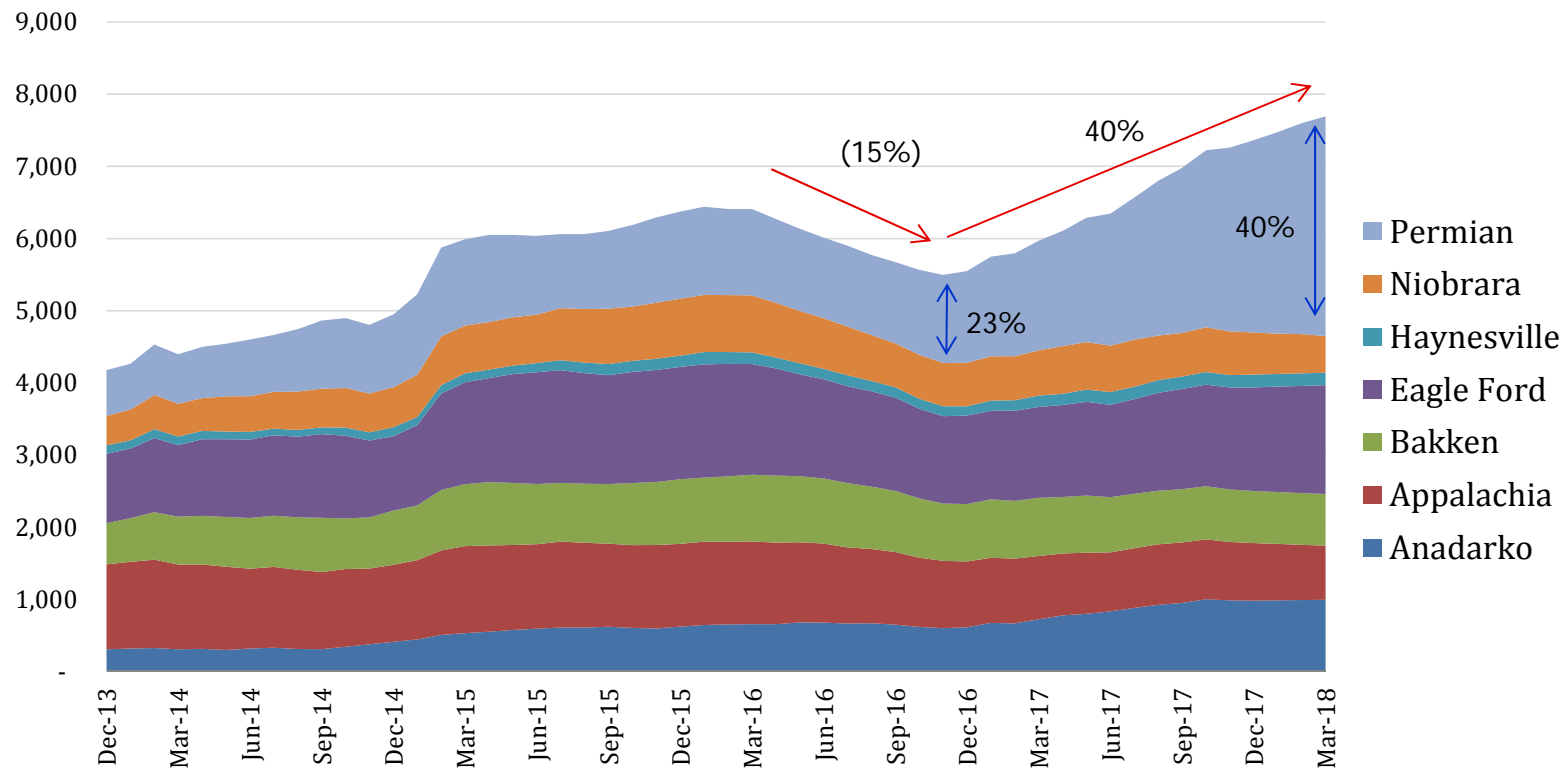
Increasing Well Completion Design and Product Requirements Over Time (1)



(1) Source: well design data are Company management estimates.

Drilled but Uncompleted Wells ("DUCs")

DUCs by Region
Dec 2013 - Mar 2018



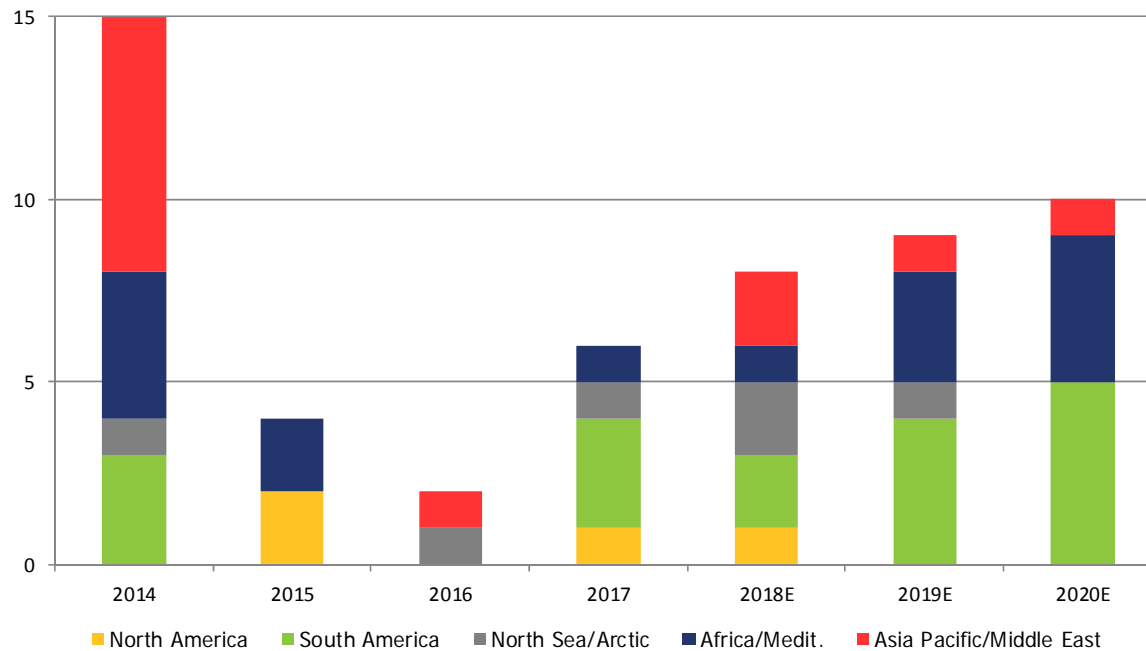
- After a 15% inventory decline between February and November 2016, the DUC inventory has climbed 40% to end March 2018 at 7,493 wells
- The Permian region represents the largest growth in DUC inventory and accounts for 40% of the total DUCs at March 31, 2018, up from 37% at 2017 year end

Source: U.S. Energy Information Administration: www.eia.gov/petroleum/drilling/xls/duc-data.xlsx

Offshore Exposure Provides Long-Cycle Growth

- Opportunity to participate in the early stages of the offshore recovery
- Major project backlog awards/FID's have been weak for the last 2-3 years, but project bidding activity is improving as the industry is exiting trough levels of activity
- In a \$55-\$65 Brent oil environment, visibility is developing towards 8-10 project sanctions and equipment/floating production facility awards per year for 2018-2020

Industry Floating Production Facility Awards by Geography



Source: Company management, Wells Fargo, Wood Mackenzie (February 2018)

Key Industry Drivers Going Forward

- North American Oilfield Services
 - Land market continues to recover, with the total U.S. rig count up 628 rigs (155%) since the rig count troughed in May 2016 (as of May 4, 2018)
 - Service intensity continues to grow
 - Industry will continue to focus on higher-end, more proprietary completion offerings
 - Technology and service quality are key differentiators
 - Cost structure was reset in response to cyclical downturn which allows for better well economics in the current price environment
 - Most service companies need added scale which should drive M&A activity

- Downhole Technologies is a Focus/Differentiator
 - Demand for consumable completion products is being driven by longer lateral lengths, increased frac stages and more perforation clusters for improved unconventional well productivity

- Deepwater/Offshore/Manufactured Products
 - Sales of short-cycle products and other services support on-going operations in the near-term
 - Backlogs need to be rebuilt
 - Book-to-bill ratios will continue to be a key focus of shareholders/investors
 - Final investment decisions for major offshore production-oriented projects will slowly recover due to the steady improvement in oil prices coupled with lower industry costs achieved through re-engineering efforts

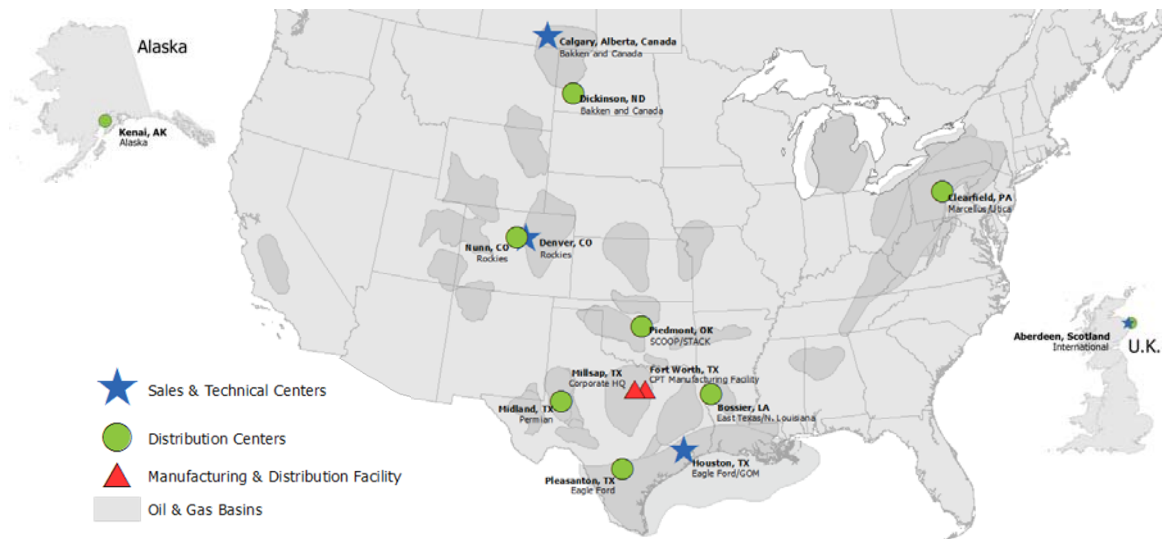
Company Highlights/Recent Acquisitions

Financial Position/ Strategic Actions

- Generated \$60 million of free cash flow in 2017
 - Repurchased \$16 million of common stock
 - Repaid \$42 million of borrowings under the revolving credit facility
- We exited 2017 with a very strong balance sheet position, which afforded us the opportunity to make transformational acquisitions
 - Need for scale
 - Near-term focus on U.S. onshore completions
- Closed the GEODynamics acquisition in January 2018:
 - \$295 million cash portion of the purchase price was funded by borrowings under the revolving credit facility
 - Issued 8.66 million shares of the Company's common stock (valued at \$295 million at closing)
 - Issued a \$25 million promissory note to sellers
- Closed the Falcon acquisition on February 28, 2018
 - Funded with borrowings under our revolving credit facility
- Issued \$200 million principal amount of 1.50% convertible senior notes due February 2023 to repay a portion of the borrowings outstanding under our revolving credit facility

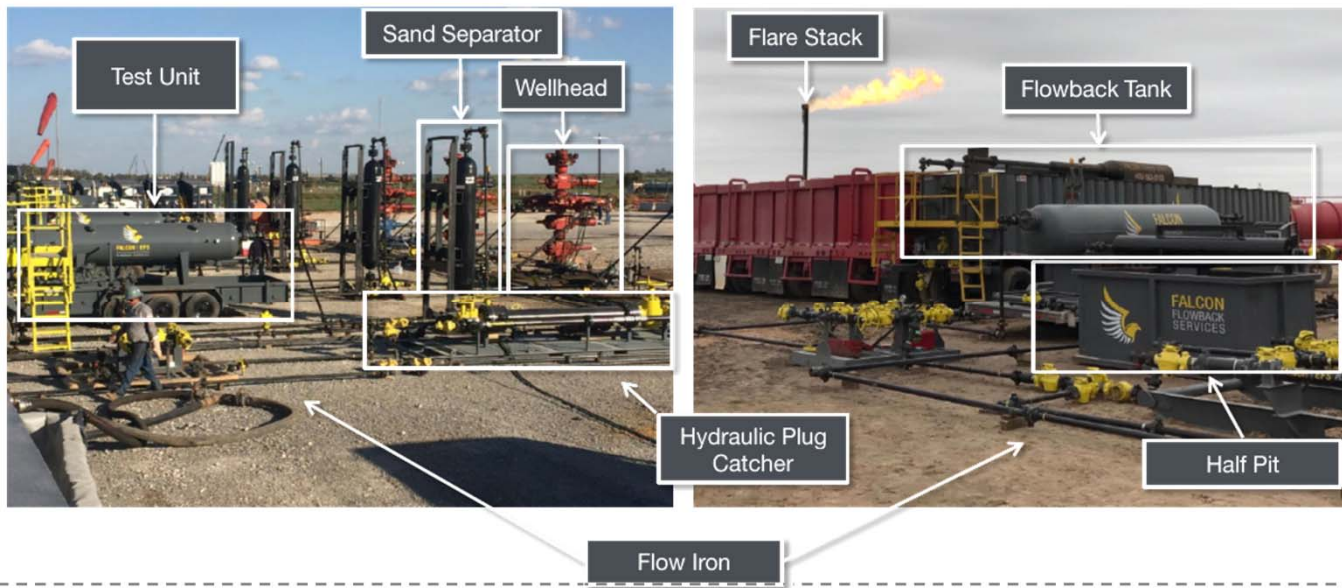
GEODynamics Overview (Downhole Technologies Segment)

- **GEODynamics**® Founded in 2004 as a researcher, developer and manufacturer of consumable engineered products for completion applications
- Technology leader for oil and gas well perforating systems, downhole completion, intervention, and wireline conveyed solutions
- Product innovation driven internally by engineering personnel at its manufacturing and testing facilities as well as through collaborative relationships with E&P operators
- Over 40 issued patents
- Headquartered in Millsap, Texas (near Fort Worth) on a 350-acre campus supporting its engineering, product testing, manufacturing, sales and administrative functions
- Employs over 400 personnel in 14 locations



Falcon Flowback Services Overview (Within Completion Services)

- Falcon provides full service flowback and well testing services for the separation and recovery of fluids, solid debris and proppant used during hydraulic fracturing operations
- Headquartered in Oklahoma City, Oklahoma
- Employs over 400 personnel in 7 locations
- Owns the equivalent of 174 sets of equipment which, in various configurations, generally consists of Sand Separators, 4 Phase Separators, Choke Manifolds, Flare Stacks, Flow-Iron, Flowback Tanks, Plug Catchers, and Line Heaters



Strategic Rationale for Acquisitions

GEODynamics

- Provider of proprietary consumable completion products
 - Supports recurring revenue streams at attractive margins
 - Supplies products with relatively high barriers to entry due to strict regulatory compliance associated with safe handling of explosive materials
- Proven track record of growth through technological innovation
 - Strong engineering culture supported by an R&D facility and both in-house and outsourced manufacturing
 - Offers robust growth pipeline of technologies complementary to Oil States' current product lines with opportunities to expand domestically and internationally
- Strong free cash flow generation
- Direct technical relationships with blue-chip customer base
- Management team brings a combined 100 years of industry experience
- Strong brand recognition

Falcon

- Immediately accretive
- Anticipate operational synergies which should come from both revenues and cost synergies
- Offers access to new regional markets and an incremental customer base
- Good management team in place and provides additional experienced employees in a tight labor market
- Strong brand recognition
- Good cultural fit within Oil States' Completion Services business



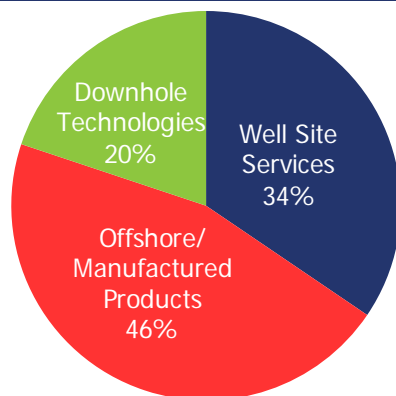
Oil States Today

2017 Company Highlights/ Strategic Actions

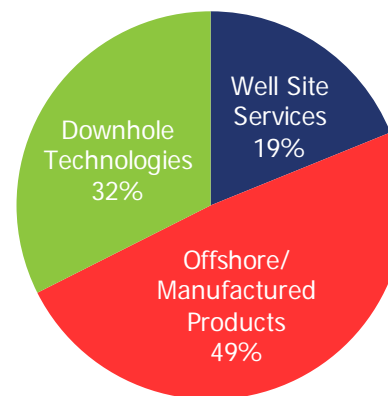
- **Well Site Services** – provides service equipment and personnel primarily for completion and production operations
 - U.S. shale focused (76% of 2017 Completion Services revenues)
 - GOM and international markets (24% of 2017 Completion Services revenues)
 - Acquired Falcon Flowback Services on February 28, 2018 (service personnel and equipment complimentary to current Completion Services offerings)
- **Offshore/Manufactured Products** – designs, manufactures and sells capital equipment utilized on floating production systems, subsea pipelines, and offshore drilling rigs and vessels along with shorter-cycle products
 - Activity drivers:
 - Long-term, technology-focused business driven by investments in global deepwater capital equipment
 - Shorter-cycle products (consumables) driven primarily by U.S. onshore shale activities
- **Downhole Technologies** (GEODynamics, Inc. acquisition; new reportable segment) – researcher, developer and manufacturer of consumable engineered products for completion applications
 - U.S. shale market represents over 90% of 2017 revenues
- **On a pro forma basis, revenues derived from U.S. land-based activities totaled approximately 65% in 2017**

Full Year 2017 Pro Forma Financial Snapshot⁽¹⁾

(\$ in Millions)



Total Revenue: \$837

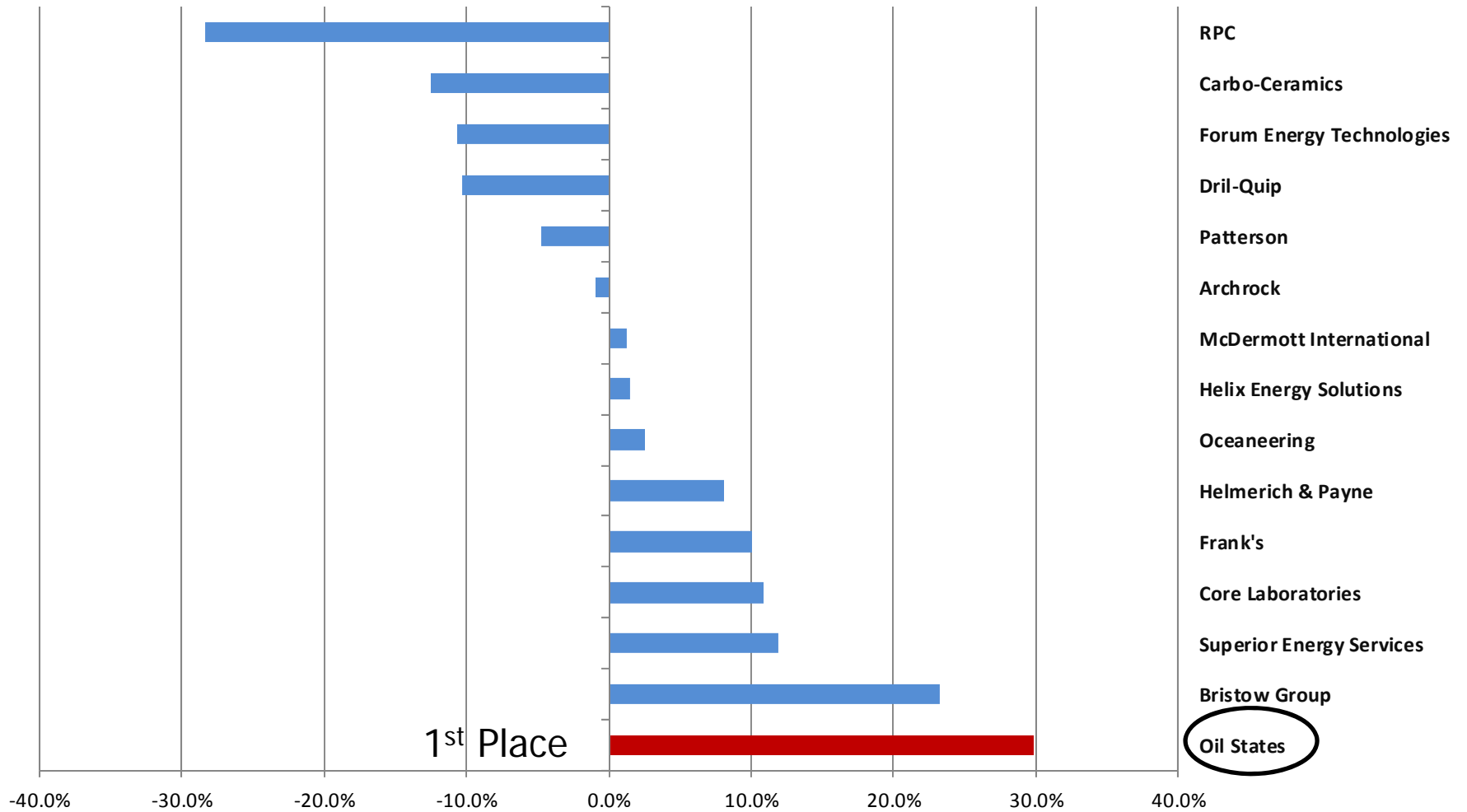


Adjusted Segment EBITDA⁽²⁾: \$130

(1) Excludes 2017 results of Falcon Flowback, which we acquired on February 28, 2018 and will be included in the Completion Services operations

(2) Adjusted Segment EBITDA excludes corporate costs; see non-GAAP reconciliation on slides 26-27

Oil States and Proxy Peer YTD 2018 Stock Performance



Source: Nasdaq IR Insight as of 5/4/2018. All share prices adjusted for dividends and splits.
 OIS increased 29.9%, while peer group increased 0.2% in same time period.

Outlook for Oil States

- North American land market has improved, led by the Permian basin
 - Continued positive outlook for Well Site Services, Downhole Technologies and short-cycle manufactured products
- Improved major project FID bidding and outlook in 2018
- Quality customer base
 - Partnering with customers to design customized downhole completion solutions
- Strong balance sheet position (\$126 million of liquidity as of March 31, 2018)
- Opportunity to continue to deploy capital organically or for strategic acquisitions
- Highly experienced management team to navigate the current economic environment and capitalize on opportunities to strengthen Oil States for the long-term (executive team has over 60 years of experience with the Company)
- Goal to create long-term stockholder value through strategic growth and returns on invested capital

Appendix

Non-GAAP Pro Forma EBITDA Reconciliation

Oil States International, Inc.

Non-GAAP Reconciliation

(USD in millions)

	For The Year Ending December 31,								
	2009	2010	2011	2012	2013	2014	2015	2016	2017
Well Site Services									
Operating Income (Loss)	\$ (114)	\$ 48	\$ 141	\$ 157	\$ 150	\$ 178	\$ (44)	\$ (108)	\$ (59)
Other Income	(0)	1	1	5	1	3	1	1	1
Depreciation and Amortization Expense	67	65	61	73	91	101	103	93	82
Segment EBITDA	(47)	114	203	235	241	282	60	(13)	24
Goodwill Impairment Charges	95	-	-	-	-	-	-	-	-
Severance and Other Downsizing Charges	-	-	-	-	-	-	3	2	1
Insurance Proceeds	-	-	-	(3)	-	-	-	-	-
Adjusted Segment EBITDA	\$ 48	\$ 114	\$ 203	\$ 232	\$ 241	\$ 282	\$ 63	\$ (11)	\$ 25
Offshore/Manufactured Products									
Operating Income	\$ 81	\$ 61	\$ 95	\$ 134	\$ 157	\$ 199	\$ 146	\$ 87	\$ 38
Other Income (Expense)	0	(0)	(1)	1	0	1	0	(0)	0
Depreciation and Amortization Expense	11	11	13	15	18	22	27	24	25
Segment EBITDA	92	72	107	149	175	222	174	111	63
Severance and Other Downsizing Charges	-	-	-	-	-	-	3	3	1
Adjusted Segment EBITDA	\$ 92	\$ 72	\$ 107	\$ 149	\$ 175	\$ 222	\$ 177	\$ 114	\$ 64
Downhole Technologies⁽¹⁾									
Operating Income								\$ 37	
Other Expense								0	
Depreciation and Amortization Expense								4	
Segment EBITDA								41	
Oil States International, Inc.									
Net Loss								\$ (85)	
Income Tax Provision								7	
Net Interest Expense								4	
Depreciation and Amortization Expense								108	
Consolidated EBITDA								34	
Severance and Other Downsizing Charges								2	
Transaction Costs								1	
Adjusted Consolidated EBITDA								\$ 38	
Downhole Technologies⁽¹⁾									
Net Income								\$ 24	
Income Tax Provision								12	
Depreciation and Amortization Expense								4	
Interest Expense								1	
Segment EBITDA								\$ 41	
Pro Forma Adj. Consolidated EBITDA								\$ 79	

(1) As reported; December 31, 2017 results. Not adjusted for preliminary purchase price allocation as of December 31, 2017.

Non-GAAP EBITDA Reconciliation *(Continued)*

The terms Segment EBITDA and Adjusted Segment EBITDA consist of operating income (loss) plus depreciation and amortization expense, and certain other items. Segment EBITDA and Adjusted Segment EBITDA are not measures of financial performance under generally accepted accounting principles and should not be considered in isolation from or as a substitute for operating income (loss) or cash flow measures prepared in accordance with generally accepted accounting principles or as a measure of profitability or liquidity. Additionally, Segment EBITDA and Adjusted Segment EBITDA may not be comparable to other similarly titled measures of other companies. The Company has included Segment EBITDA and Adjusted Segment EBITDA as a supplemental disclosure because its management believes that Segment EBITDA and Adjusted Segment EBITDA provide useful information regarding its ability to service debt and to fund capital expenditures and provides investors a helpful measure for comparing its operating performance with the performance of other companies that have different financing and capital structures or tax rates. The Company uses Segment EBITDA and Adjusted Segment EBITDA to compare and to monitor the performance of its business segments to other comparable public companies and as a benchmark for the award of incentive compensation under its annual incentive compensation plan. The tables above set forth reconciliations of Segment EBITDA and Adjusted Segment EBITDA to operating income (loss), which is the most directly comparable measure of financial performance calculated under generally accepted accounting principles.

The terms Consolidated EBITDA, Adjusted Consolidated EBITDA and Pro Forma Adjusted Consolidated EBITDA consist of net (loss) income plus net interest expense, taxes, depreciation and amortization expense, and certain other items. Consolidated EBITDA, Adjusted Consolidated EBITDA and Pro Forma Adjusted Consolidated EBITDA are not measures of financial performance under generally accepted accounting principles and should not be considered in isolation from or as a substitute for net (loss) income or cash flow measures prepared in accordance with generally accepted accounting principles or as a measure of profitability or liquidity. Additionally, Consolidated EBITDA, Adjusted Consolidated EBITDA and Pro Forma Adjusted Consolidated EBITDA may not be comparable to other similarly titled measures of other companies. The Company has included Consolidated EBITDA, Adjusted Consolidated EBITDA and Pro Forma Adjusted Consolidated EBITDA as a supplemental disclosure because its management believes that Consolidated EBITDA, Adjusted Consolidated EBITDA and Pro Forma Adjusted Consolidated EBITDA provide useful information regarding its ability to service debt and to fund capital expenditures and provides investors a helpful measure for comparing its operating performance with the performance of other companies that have different financing and capital structures or tax rates. The Company uses Consolidated EBITDA, Adjusted Consolidated EBITDA and Pro Forma Adjusted Consolidated EBITDA to compare and to monitor the performance of the Company and its business segments to other comparable public companies and as a benchmark for the award of incentive compensation under its annual incentive compensation plan. The table above sets forth a reconciliation of Consolidated EBITDA, Adjusted Consolidated EBITDA and Pro Forma Adjusted Consolidated EBITDA to net (loss) income, which is the most directly comparable measure of financial performance calculated under generally accepted accounting principles.

