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

			I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)		
Oil Stat	es International, Inc OIS (NYSE)	_			
		-			
4. Statem	ent for Month/Day/Year		If Amendment, Date of Original (Month/Day/Year)		
Februai	ry 25, 2003		(inonin Duy, icur)		
		-			
	· ·		Individual or Joint/Group Filing (Check Applicable Line)		
o Di	rector o 10% Owner		☑ Form Filed by One Reporting Person		
	fficer (give title below)		• Form Filed by More than One Reporting		
0 Of	ther (specify below)		Person		
_	Symbo Oil Stat 4. Statem Februar 6. Relatio to Issue 0 Di ⊠ Oi 0 Oi Pre	☑ Officer (give title below)	Symbol Oil States International, Inc OIS (NYSE) 4. Statement for Month/Day/Year February 25, 2003 6. Relationship of Reporting Person(s) to Issuer (Check All Applicable) 7. 0 Director 0 10% Owner Image: Section of the		

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 (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Sec- urities Beneficially Owned Following Reported Trans- action(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownershij (Instr. 4)
				Code V	Amount	(A) or (D)	Price			
	_									

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.	Transact Code (Instr. 8)		5.	Number of Derivat Acquired (A) or Dis (Instr. 3, 4 and 5)	
									Code	v		(A)	(D)
	Stock Option (right to buy	r)			2/25/2003				А			30,	000
_													
								_					

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Table II — Derivative Securities Acquired, Disposed of, or Beneficially Owned — Continued (e.g., puts, calls, warrants, options, convertible securities)										
Date Exercisable and Expiration Date (Month/Day/Year)		ng Securities	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)				
Expiration Date	Title	Amount or Number of Shares								
2/25/13	Common Stock	30.000	\$11.49	225.693	D					
	e r) Expiration	le and 7. Title and Ar of Underlyin r) (Instr. 3 and Expiration Date Title	(e.g., p le and for the second	(e.g., puts, calls, warrants le and e r)	(e.g., puts, calls, warrants, options, convertible securities) le and e 7. Title and Amount of Underlying Securities (Instr. 3 and 4) 8. Price of Derivative Security (Instr. 5) 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) Expiration Date Amount or Number of Shares Price of Derivative Security (Instr. 5) 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) Expiration Date Amount or Shares Common	(e.g., puts, calls, warrants, options, convertible securities) le and e 7. Title and Amount of Underlying Securities (Instr. 3 and 4) 8. Price of Derivative Security (Instr. 5) 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) Expiration Date Amount or Number of Shares				

Explanation of Responses:

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(1) The option vests in four equal installments beginning on February 25, 2004

(2) Signed pursuant to power of attorney

/s/ Robert W. Hampton (2)

**Signature of Reporting Person

Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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

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March 25, 2003

Date