

OIL STATES INTERNATIONAL, INC  
Form 8-K  
May 16, 2012

**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) May 15, 2012

**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.)

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**Three Allen Center**

**333 Clay Street, Suite 4620, Houston, Texas**

**(Address of principal executive offices)**

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

**77002**

**(Zip Code)**

**Not Applicable**

**(Former name or former address, if changed since last report)**

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:

- ..  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))

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Item 5.07. Submission of Matters to a Vote of Security Holders

SIGNATURE

**Item 5.07. Submission of Matters to a Vote of Security Holders.**

The 2012 Annual Meeting of Shareholders of Oil States International, Inc. (the Company) was held on May 15, 2012. At the Annual Meeting, the shareholders of the Company (i) elected three Class II nominees to the Board of Directors, (ii) ratified the appointment of Ernst & Young LLP as the Company's independent registered public accounting firm, and (iii) voted in favor of the compensation of the named executive officers. The voting results for each proposal are as follows:

1. To elect the three Class II nominees to the Board of Directors:

|                      | <b>For</b> | <b>Withheld</b> | <b>Broker Non-Votes</b> |
|----------------------|------------|-----------------|-------------------------|
| S. James Nelson      | 44,643,755 | 264,445         | 2,103,420               |
| Gary L. Rosenthal    | 43,425,931 | 1,482,269       | 2,103,420               |
| William T. Van Kleef | 44,761,201 | 146,999         | 2,103,420               |

2. To ratify the appointment of Ernst & Young LLP as the Company's independent registered public accounting firm:

| <b>For</b> | <b>Against</b> | <b>Abstain</b> |
|------------|----------------|----------------|
| 46,643,801 | 342,918        | 24,901         |

3. To approve compensation of named executive officers:

| <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker Non-Votes</b> |
|------------|----------------|----------------|-------------------------|
| 47,977,976 | 1,625,715      | 1,304,509      | 2,103,420               |

**SIGNATURE**

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

**Oil States International, Inc.**  
(Registrant)

**May 16, 2012**  
(Date)

**/s/ Robert W. Hampton**  
Robert W. Hampton  
*Senior Vice President, Accounting and Corporate Secretary*