

REYNOLDS JOHN T
Form 3/A
January 23, 2018

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

| | | | | |
|---|---------|--------------------------------------|--|--|
| 1. Name and Address of Reporting Person * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â GEODynamics B.V. | | (Month/Day/Year) | OIL STATES INTERNATIONAL, INC [OIS] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| | | | | 01/22/2018 |
| 274 RIVERSIDE AVENUE | | | (Check all applicable) | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (Street) | | | <input type="checkbox"/> Director | <input checked="" type="checkbox"/> 10% Owner |
| | | | <input type="checkbox"/> Officer | <input type="checkbox"/> Other |
| WESTPORT,Â CTÂ 06880 | | | (give title below) | (specify below) |
| (City) | (State) | (Zip) | | <input type="checkbox"/> Form filed by One Reporting Person |
| | | | | <input checked="" type="checkbox"/> Form filed by More than One Reporting Person |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock | 8,661,083 <u>(1)</u> <u>(2)</u> <u>(3)</u> | D <u>(1)</u> <u>(2)</u> <u>(3)</u> Â | |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|--|--|--|
| | Date Exercisable | Expiration Date | Title | Amount or Number of | |

Shares

(I)
(Instr. 5)

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| GEODynamics B.V. 274 RIVERSIDE AVENUE WESTPORT, CT 06880 | ^ | ^ X | ^ | ^ |
| LRP V Luxembourg Holdings S.a r.l. 13-15 AVENUE DE LA LIBERTE LUXEMBOURG, N4 L-1931 | ^ | ^ X | ^ | ^ |
| LRP IV Luxembourg Holdings S.a.r.l. 13-15 AVENUE DE LA LIBERTE LUXEMBOURG, N4 L-1931 | ^ | ^ X | ^ | ^ |
| LIME ROCK PARTNERS IV LP 274 RIVERSIDE AVENUE WESTPORT, CT 06680 | ^ | ^ X | ^ | ^ |
| LIME ROCK PARTNERS V LP 274 RIVERSIDE AVENUE WESTPORT, CT 06680 | ^ | ^ X | ^ | ^ |
| REYNOLDS JOHN T 274 RIVERSIDE AVENUE WESTPORT, CT 06680 | ^ | ^ X | ^ | ^ |
| Farber Jonathan C. 274 RIVERSIDE AVENUE WESTPORT, CT 06680 | ^ | ^ X | ^ | ^ |

Signatures

| | |
|--|------------|
| /s/ J. Will Franklin, as authorized person for GEODynamics B.V. | 01/23/2018 |
| __Signature of Reporting Person | Date |
| /s/ J. Will Franklin, as authorized person for LRP IV Luxembourg Holdings S.a.r.l. | 01/23/2018 |
| __Signature of Reporting Person | Date |
| /s/ J. Will Franklin, as authorized person for Lime Rock Partners IV, L.P. | 01/23/2018 |
| __Signature of Reporting Person | Date |
| /s/ J. Will Franklin, as authorized person for LRP V Luxembourg Holdings S.a.r.l. | 01/23/2018 |

| __Signature of Reporting Person | Date |
|---|------------|
| /s/ J. Will Franklin, as authorized person for Lime Rock Partners V, L.P. | 01/23/2018 |
| __Signature of Reporting Person | Date |
| /s/ Kris Agarwal, as Attorney-in-Fact for Jonathan C. Farber | 01/23/2018 |
| __Signature of Reporting Person | Date |
| /s/ Kris Agarwal, as Attorney-in-Fact for John T. Reynolds | 01/23/2018 |
| __Signature of Reporting Person | Date |

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).
 - ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The original Form 3 is being amended to include Lime Rock Partners IV LP as an additional reporting entity.
- GEODynamics B.V., a Netherlands private limited liability company ("GEODynamics") directly owns common stock of the Issuer. LRP IV Luxembourg Holdings S.a.r.l. ("LRP IV") and LRP V Luxembourg Holdings S.a.r.l. ("LRP V") collectively own a majority of the outstanding equity interests in GEODynamics. LRP GP IV, Inc. ("GP Inc. IV") is the general partner of Lime Rock Partners GP IV, L.P. ("GP LP IV"), which is the general partner of Lime Rock Partners IV, L.P. ("Lime Rock IV"), which wholly owns LRP IV. LRP GP V, Inc. ("GP Inc. V") is the general partner of Lime Rock Partners GP V, L.P. ("GP LP V"), which is the general partner of Lime Rock Partners V, L.P. ("Lime Rock V"), which wholly owns LRP IV. John T. Reynolds ("Reynolds") and Jonathan C. Farber ("Farber") are the sole directors of each of GP Inc. IV and GP Inc. V.
- (2) (Continued from Footnote 2) Therefore, LRP IV, Lime Rock IV, GP LP IV, GP Inc. IV, LRP V, Lime Rock V, GP LP V, GP Inc. V, Reynolds and Farber may be deemed to beneficially own the reported securities. This report shall not be an admission that LRP IV, Lime Rock IV, GP LP IV, GP Inc. IV, LRP V, Lime Rock V, GP LP V, GP Inc. V, Reynolds and Farber is the beneficial owner of the securities reported herein for purposes of Section 16 of the Securities Exchange Act of 1934 or for any other purposes.
- (3)

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.