

WOODS JAMES D  
Form 4  
February 01, 2012

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN 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 \*  
WOODS JAMES D

2. Issuer Name and Ticker or Trading Symbol  
Complete Production Services, Inc.  
[CPX]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction  
(Month/Day/Year)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

11700 KATY FREEWAY, SUITE 300

01/30/2012

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

HOUSTON, TX 77079

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. 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 Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	01/30/2012		M		5,000 A \$ 11.66	49,377	D
Common Stock	01/30/2012		M		5,000 A \$ 24	54,377	D
Common Stock	01/30/2012		M		5,000 A \$ 26.26	59,377	D
Common Stock	01/30/2012		M		5,000 A \$ 29.88	64,377	D
Common Stock	01/30/2012		M		5,000 A \$ 6.41	69,377	D

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Common Stock 01/30/2012 M 5,000 A \$ 12.53 74,377 D

Common Stock <sup>(1)</sup> 01/31/2012 A 5,045 A \$ 0 79,422 D

Common Stock 127 I As UGMA Custodian for Grandchild.

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Stock Option (Right to Buy)	\$ 11.66	01/30/2012		M	5,000	10/01/2006 <sup>(2)</sup>	10/01/2015	Common Stock	5,000
Stock Option (Right to Buy)	\$ 24	01/30/2012		M	5,000	04/20/2007 <sup>(2)</sup>	04/20/2016	Common Stock	5,000
Stock Option (Right to Buy)	\$ 26.26	01/30/2012		M	5,000	05/24/2008 <sup>(3)</sup>	05/24/2017	Common Stock	5,000
Stock Option (Right to Buy)	\$ 29.88	01/30/2012		M	5,000	05/22/2009 <sup>(3)</sup>	05/22/2018	Common Stock	5,000
	\$ 6.41	01/30/2012		M	5,000	01/30/2010 <sup>(3)</sup>	01/30/2019		5,000

Stock Option (Right to Buy)								Common Stock	
Stock Option (Right to Buy)	\$ 12.53	01/30/2012		M	5,000	01/29/2011 <sup>(4)</sup>	01/29/2020	Common Stock	5,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WOODS JAMES D 11700 KATY FREEWAY, SUITE 300 HOUSTON, TX 77079		X		

## Signatures

/s/ James F. Maroney III, Attorney-in-Fact for James D.  
Woods

02/01/2012

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 4(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) Represents shares of restricted stock, which vest in three equal annual installments commencing January 31, 2013, subject to continued service with the Company or its successor.
- (2) The option vests in four equal annual installments beginning on the respective "Date Exercisable" reported in this line item.
- (3) The option vests in three equal annual installments beginning on the respective "Date Exercisable" reported in this line item.
- (4) The option became fully vested and exercisable on January 30, 2012 pursuant to the terms and conditions of the Agreement and Plan of Merger between the Issuer, Superior Energy Services, Inc. ("Superior") and an indirect wholly owned subsidiary of Superior.

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.