

Hamm Harold
Form 4
February 03, 2010

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
Hamm Harold

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

01/29/2010

(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 Indirect Beneficial Ownership (Instr. 4)			
			Code	V	Amount	(A) or (D)	Price			
Common Stock	08/19/2009		G	V	159,925	D	\$ 0	3,794,696	I	See footnotes. (1) (2)
Common Stock	08/19/2009		G	V	159,925	D	\$ 0	3,634,771	I	See footnotes. (1) (3)
Common Stock	08/19/2009		G	V	159,925	D	\$ 0	3,474,846	I	See footnotes. (1) (4)
Common	08/19/2009		G	V	159,924	D	\$ 0	3,314,922	I	See

Edgar Filing: Hamm Harold - Form 4

Stock									footnotes. <u>(1) (5)</u>
Common Stock	08/19/2009		G V	159,924	D	\$ 0	2,532,562	I <u>(6)</u>	By Harold G. Hamm GRAT 6 and Harold G. Hamm GRAT 8. <u>(1) (7)</u>
Common Stock <u>(8)</u>	01/29/2010		A	5,716	A	\$ 0	469,662	D	
Common Stock							820,391	I <u>(9)</u>	By Revocable Inter Vivos Trust of Harold G. Hamm

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.

SEC 1474
(9-02)

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)	8. Derivative Securities (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 12.53	01/29/2010		A	5,000	<u>(10)</u> 01/29/2020	Common Stock	5,000	

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

Edgar Filing: Hamm Harold - Form 4

Director 10% Owner Officer Other

Hamm Harold
11700 KATY FREEWAY, SUITE 300 X
HOUSTON, TX 77079

Signatures

J. F. Maroney III, Attorney-in-Fact for Harold Hamm

02/03/2010

**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).
An aggregate of 799,623 shares were gifted to five irrevocable trusts for the benefit of the reporting person's adult children (individually, Child #1 to Child #5 2005 Irrevocable Trust reported as separate line items herein, and collectively, the "2005 Irrevocable Trusts"). Mr. Hamm does not have a pecuniary or beneficial interest in the shares held by the 2005 Irrevocable Trusts.
- (1) Child #1 to Child #5 2005 Irrevocable Trust reported as separate line items herein, and collectively, the "2005 Irrevocable Trusts"). Mr. Hamm does not have a pecuniary or beneficial interest in the shares held by the 2005 Irrevocable Trusts.
- (2) Transfer of shares from GRAT 4 to Child #1 2005 Irrevocable Trust.
- (3) Transfer of shares from GRAT 4 to Child #2 2005 Irrevocable Trust.
- (4) Transfer of shares from GRAT 4 to Child #3 2005 Irrevocable Trust.
- (5) Transfer of shares from GRAT 4 to Child #4 2005 Irrevocable Trust.
Represents aggregate shares held indirectly by Harold G. Hamm GRAT 6 and Harold G. Hamm GRAT 8 (the "GRATs") after: (i) the transfer of an aggregate of 799,623 shares to the 2005 Irrevocable Trusts as reported herein, and (ii) the transfer of an aggregate of 622,436 shares (452,322 from GRAT 4 and 170,114 from GRAT 6) transferred to the Revocable Inter Vivos Trust of Harold G. Hamm (the "Revocable Trust"). The transfer of 622,436 shares to the Revocable Trust was a change in form of beneficial ownership only. The reporting person is the trustee of the GRATs and is the trustee of the Revocable Trust.
- (6) 622,436 shares (452,322 from GRAT 4 and 170,114 from GRAT 6) transferred to the Revocable Inter Vivos Trust of Harold G. Hamm (the "Revocable Trust"). The transfer of 622,436 shares to the Revocable Trust was a change in form of beneficial ownership only. The reporting person is the trustee of the GRATs and is the trustee of the Revocable Trust.
- (7) Transfer of shares from GRAT 4 to Child #5 2005 Irrevocable Trust.
- (8) Restricted stock; vests in full on January 29, 2011, the first anniversary of the grant date, subject to continued service with the Company.
Represents aggregate shares held through the Revocable Trust, and includes the transfer of an aggregate of 622,436 shares (452,322 from GRAT 4 and 170,114 from GRAT 6) to the Revocable Trust. The transfer of 622,436 shares to the Revocable Trust was a change in form of beneficial ownership only. The reporting person is the trustee of the GRATs and is the trustee of the Revocable Trust.
- (9) from GRAT 4 and 170,114 from GRAT 6) to the Revocable Trust. The transfer of 622,436 shares to the Revocable Trust was a change in form of beneficial ownership only. The reporting person is the trustee of the GRATs and is the trustee of the Revocable Trust.
- (10) Options vest in three (3) equal annual installments commencing January 29, 2011, subject to continued service with the Company.

Remarks:

Exhibit List: Exhibit 24 - Power of Attorney

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.