

Complete Production Services, Inc.
Form 4
March 09, 2011

FORM 4

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

OMB APPROVAL

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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 *
NIBLING KENNETH L

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

03/07/2011

VP HR and Admin.

(Street)

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

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

HOUSTON, TX 77079

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

(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 | Price | |
| Common Stock | 03/07/2011 | | M | | 18,700 | A \$ 24 | 108,659 D |
| Common Stock | 03/07/2011 | | M | | 18,700 | A \$ 19.87 | 127,359 D |
| Common Stock | 03/07/2011 | | M | | 24,000 | A \$ 15.9 | 151,359 D |
| Common Stock | 03/07/2011 | | M | | 17,733 | A \$ 6.41 | 169,092 D |
| Common Stock | 03/07/2011 | | M | | 9,367 | A \$ 12.53 | 178,459 D |

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| | | | | | | | | | |
|--------------|------------|--|---|---------|---|----------------------------|--------|---|--------|
| Common Stock | 03/07/2011 | | S | 134,754 | D | \$ 29.125 <u>(1)</u> | 43,705 | D | |
| Common Stock | | | | | | | 1,000 | I | By Son |

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) | Amount or Number of Shares | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Employee Stock Option (Right to Buy) | \$ 24 | 03/07/2011 | | M | 18,700 | <u>(2)</u> 04/20/2016 | Common Stock | 18,700 | |
| Employee Stock Option (Right to Buy) | \$ 19.87 | 03/07/2011 | | M | 18,700 | <u>(3)</u> 01/31/2017 | Common Stock | 18,700 | |
| Employee Stock Option (Right to Buy) | \$ 15.9 | 03/07/2011 | | M | 24,000 | <u>(4)</u> 01/31/2018 | Common Stock | 24,000 | |
| Employee Stock Option (Right to Buy) | \$ 6.41 | 03/07/2011 | | M | 17,733 | <u>(5)</u> 01/30/2019 | Common Stock | 17,733 | |
| Employee Stock Option | \$ 12.53 | 03/07/2011 | | M | 9,367 | <u>(6)</u> 01/29/2020 | Common Stock | 9,367 | |

Option
(Right to
Buy)

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------|-------|
| | Director | 10% Owner | Officer | Other |
| NIBLING KENNETH L 11700 KATY FREEWAY, SUITE 300 HOUSTON, TX 77079 | | | VP HR and Admin. | |

Signatures

/s/ James F. Maroney III, Attorney-in-Fact for Kenneth L. Nibling 03/09/2011

__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).
- The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$29.00 to \$29.31, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth herein.
- (1) Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth herein.
 - (2) The option became fully vested as of 4/20/2009.
 - (3) The option became fully vested as of 1/31/2010.
 - (4) The option became fully vested as of 1/31/2011.
- The option was granted on 1/30/2009 for the right to buy 53,200 shares of common stock of the Issuer. The option provided for vesting in three annual installments commencing 1/30/2010. An aggregate of 17,734 options were previously exercised on May 11 and May 12, 2010.
- (5) three annual installments commencing 1/30/2010. An aggregate of 17,734 options were previously exercised on May 11 and May 12, 2010.
 - (6) The option vests in three annual installments commencing 1/29/2011.

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.