#### Edgar Filing: OCEANEERING INTERNATIONAL INC - Form 3

OCEANEERING INTERNATIONAL INC Form 3 June 15, 2016 FORM 3 UNITED STATES SECU

# **RM 3** UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

### 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

#### OMB APPROVAL

OMB Number: 3235-0104 Expires: January 31, 2005 Estimated average burden hours per response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person <u>*</u> BERRY WILLIAM B			2. Date of Event Requiring Statement (Month/Day/Year)	3. Issuer Name and Ticker or Trading Symbol OCEANEERING INTERNATIONAL INC [OII]						
(Last)	(First)	(Middle)	06/15/2016	4. Relationship of Reporting Person(s) to Issuer			5. If Amendment, Date Original Filed(Month/Day/Year)			
11911 FM 529 (Street) HOUSTON, TX 77041				(Check all applicable) Director 10% Owner Officer Other (give title below) (specify below)		Owner	<ul> <li>6. Individual or Joint/Group</li> <li>Filing(Check Applicable Line)</li> <li>_X_Form filed by One Reporting</li> <li>Person</li> <li> Form filed by More than One</li> <li>Reporting Person</li> </ul>			
(City)	(State)	(Zip)	Table I - N	Non-Derivat	ive Securiti	es Beneficially Owned				
1.Title of Securit (Instr. 4)	ty		2. Amount o Beneficially (Instr. 4)		3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nat Owne (Instr.	I			
Common Stor	ck		0		D	Â				
Reminder: Repor owned directly o	r indirectly. Perso	ns who resj	ch class of securities benefic pond to the collection of ained in this form are not	- 51	EC 1473 (7-02	)				
	requir	ed to respo	nd unless the form displ MB control number.							
Та	ble II - Der	ivative Secu	rities Beneficially Owned (e	g., puts, calls.	warrants, onf	ions, c	onvertible 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	5. Ownership Form of Derivative	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of	Security Dire	Security: Direct (D) or Indirect	

Shares (I) (In

(I) (Instr. 5)

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>								
	Director	10% Owner	Officer	Other				
BERRY WILLIAM B 11911 FM 529 HOUSTON, TX 77041	ÂX	Â	Â	Â				
Signatures								
David K. Lawrence, Attorney-in Fact for William B. Berry 06/15/2016								
<u>**</u> Signature of Reporti	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).

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.