#### Edgar Filing: SMITH INTERNATIONAL INC - Form 5

SMITH INTERNATIONAL INC Form 5 March 24, 2005 FORM 5

Check this box if

no longer subject

Form 4 or Form

to Section 16.

5 obligations

may continue.

#### OMB APPROVAL OMB UNITED STATES SECURITIES AND EXCHANGE COMMISSION 3235-0362 Number: Washington, D.C. 20549 January 31, Expires: 2005 Estimated average **ANNUAL STATEMENT OF CHANGES IN BENEFICIAL** burden hours per

# **OWNERSHIP OF SECURITIES**

See Instruction		~								
1(b).	Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,									
Form 3 Holdings	Section 17(a) of the	Public Utility Holding Company Act	of 1935 or Section							
Reported		of the Investment Company Act of 1								
Form 4	50(II)	for the investment company rice of i								
Transactions										
Reported										
1. Name and Addres	s of Reporting Person <sup>*</sup>	2. Issuer Name and Ticker or Trading	5. Relationship of Reporting Person(s)							
BUCK G CLYD	E	Symbol	Issuer							

SMITH INTERNATIONAL INC

3. Statement for Issuer's Fiscal Year Ended

BUCK G CLYDE

(Last) (First) (Middle) C/O SMITH INTERNATIONAL

### INC, PO BOX 60068

HOUSTON, TXÂ 77205

(Street)

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

(Month/Day/Year)

12/31/2004

[SII]

s) to Issuer

(Check all applicable)

response...

1.0

10% Owner \_X\_ Director \_Officer (give title \_\_\_ Other (specify below) below)

6. Individual or Joint/Group Reporting

(check applicable line)

#### \_X\_ Form Filed by One Reporting Person Form Filed by More than One Reporting Person

(City)	(State)	(Zip) Tab	le I - Non-Der	ivative Se	curiti	es Acqu	iired, Disposed	of, or Benefici	ally 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. Securi Acquirec Disposec (Instr. 3, Amount	d (A) of d of (E 4 and (A) or	))	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	Â	Â	Â	Â	Â	Â	17,992	D	Â
Common Stock	Â	Â	Â	Â	Â	Â	11,600	Ι	By limited partnership
Common Stock	Â	Â	Â	Â	Â	Â	400	I	By limited partnership (son)

### Edgar Filing: SMITH INTERNATIONAL INC - Form 5

Common Stock	Â	Â	Â	Â	Â	400	Ι	I	By limited partnership daughter)	
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.			y. contained	Persons who respond to the collection of information SI contained in this form are not required to respond unless the form displays a currently valid OMB control number.						70 2)
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 Expiration Date Securities (Month/Day/Year) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	Â	01/28/1999	Â	A4 (2)	12,000 ( <u>3)</u>	Â	(4)	(4)	Common Stock	12,000 ( <u>3)</u>

## **Reporting Owners**

	Relationships					
<b>Reporting Owner Name / Address</b>	Director	10% Owner	Officer	Other		
BUCK G CLYDE C/O SMITH INTERNATIONAL INC PO BOX 60068 HOUSTON, TX 77205	ÂX	Â	Â	Â		

### Signatures

/s/ G. Clyde 03/23/2005 Buck 03/23/2005 <u>\*\*</u>Signature of Date 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) Each restricted stock unit represents a contingent right to receive one share of SII common stock at \$1.00 per share.

(2) The reporting person was granted the restricted stock award in connection with the termination of the Directors' Retirement Plan of the registrant.

### Edgar Filing: SMITH INTERNATIONAL INC - Form 5

- (3) This number has been adjusted to reflect a 2-for-1 stock split of the registrant's common stock on June 20, 2002.
- (4) The units will vest on the date the reporting person last serves as a director provided that he has served for 10 years in such capacity, or upon his earlier death or change of control of the registrant while he is a director.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.