Edgar Filing: INPUT OUTPUT INC - Form 4

| INPUT OU | TPUT INC | | | | | | | | | |
|---|--|----------------------|--------------------------|---------------|--|------------------|---|---------------------------------------|-------------------------|--|
| Form 4 | | | | | | | | | | |
| April 06, 20 |)06 | | | | | | | | | |
| FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION | | | | | | | | OMB APPROVAL | | |
| | UNITED | STATES SE | CURITIES . Washingtor | | | NGE CO | OMMISSION | OMB Number: | 3235-0287 | |
| Check t | | | _ | | | | | Expires: | January 31, 2005 | |
| if no lor subject | | MENT OF CI | HANGES IN | BENEF | ICIA | L OWN | ERSHIP OF | SHIP OF Estimated average | | |
| Section Form 4 | SECU. | SECURITIES | | | | | burden hours per response 0.5 | | | |
| Form 5 | Filed put | rsuant to Secti | on 16(a) of t | he Securi | ties E | Exchange | Act of 1934, | looponoom | 010 | |
| obligati may con <i>See</i> Inst 1(b). | ons Section 170 | (a) of the Publ | | lding Cor | npan | y Act of 1 | 1935 or Section | | | |
| (Print or Type | Responses) | | | | | | | | | |
| 1. Name and KIRKSEY | Issuer Name an ibol PUT OUTPU | | | 0 | 5. Relationship of Reporting Person(s) to Issuer | | | | | |
| (Last) | (First) (| | ate of Earliest 7 | E. | - 1 | | (Check | all applicable |) | |
| (Last) | (11131) (| . , | onth/Day/Year) | ransaction | | | Director | 10% | Owner | |
| 12300 PAF | RC CREST DRIV | | 05/2006 | | | - t | Officer (give ti below) | tle X_Othe below) Exec. VP & CF | er (specify | |
| | (Street) | 4. If | Amendment, I | Date Origina | ıl | (| 5. Individual or Joi | nt/Group Filin | g(Check | |
| | | File | d(Month/Day/Ye | ar) | | | Applicable Line) | | | |
| STAFFOR | D, TX 77477 | | | | | - | X_ Form filed by On Form filed by Mo Person | | | |
| (City) | (State) | (Zip) | Table I - Non- | Derivative | Secui | ities Acqui | ired, Disposed of, | or Beneficiall | y Owned | |
| 1.Title of | 2. Transaction Date | 2A. Deemed | 3. | 4. Securit | ies Ac | quired (A) | 5. Amount of | 6. | 7. Nature of | |
| Security | (Month/Day/Year) | Execution Date | | oror Dispos | | | Securities | Ownership Earma | Indirect Demoficial | |
| (Instr. 3) | | any (Month/Day/Ye | Code ear) (Instr. 8) | (Instr. 3, 4 | and z |)) | Beneficially Owned | | Beneficial Ownership | |
| | | × 2 | , , , | | | | Following | or Indirect | (Instr. 4) | |
| | | | | | (A) | | Reported Transaction(s) | (I) (Instr. 4) | | |
| | | | Code V | A | or | Duine | (Instr. 3 and 4) | (1130. 4) | | |
| Common stock | 04/05/2006 | | Code V M | Amount 20,000 | (D) A | Price \$ 4.51 | 20,000 | D | | |
| Common Stock | 04/05/2006 | | S | 20,000 (1) | D | \$ 10.0883 | 20,000 | D | | |

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

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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. Transactic Code (Instr. 8) | 5. Number of orDerivative 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) | |
|---|---|---|---|--|--|--------|--|--------------------|---|-------------------------------------|
| | | | | Code V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Option (Right to Buy) | \$ 4.51 | 04/05/2006 | | М | | 20,000 | 01/01/2005 | 01/01/2014 | Common stock | 20,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|---|---------------|------------|---------|-----------------------|--|--|--|
| | Director | 10% Owner | Officer | Other | | | |
| KIRKSEY J MICHAEL 12300 PARC CREST DRIVE STAFFORD, TX 77477 | | | | Former Exec. VP & CFO | | | |
| Signatures | | | | | | | |
| /s/ Debra A. Addington, attorney-in-fact | | 04/06/2006 | i | | | | |
| **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) Sold in connection with a cashless exercise of employee stock options.

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.