Edgar Filing: INPUT OUTPUT INC - Form 4

INPUT OUTPUT	ΓINC										
Form 4 December 05, 20	06										
FORM 4									PPROVAL		
CURIVI 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								N OMB Number:	3235-0287		
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. <i>See</i> Instruction	Section 1 Public U	NGES IN SECUI 16(a) of th Julity Hol nvestment	Estimated burden hou response	Estimated average burden hours per response 0.5							
1(b).	1	()			r - r	j					
(Print or Type Respo	onses)										
1. Name and Address of Reporting Person <u>*</u> Nelson S James			2. Issuer Name and Ticker or Trading Symbol INPUT OUTPUT INC [IO]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last)	(First) (I	Middle)	3. Date of Earliest Transaction				(Check an applicable)				
12300 PARC CREST DRIVE			(Month/Day/Year) 12/01/2006			X_ Director 10% Owner Officer (give title Other (specify below) below)					
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 					
STAFFORD, TY	X //4//						Person				
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned		
	ansaction Date nth/Day/Year)	2A. Deemo Execution any (Month/Da	Date, if	3. Transactio Code (Instr. 8) Code V	4. Securit inAcquired Disposed (Instr. 3, 4 Amount	(A) or of (D)	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)		
Reminder: Report or	n a separate line	e for each cla	ass of sec	urities bene	ficially ow	ned directly of	or indirectly.				
					Perso inforn requir	ns who res nation cont red to respo lys a curren	spond to the colle ained in this forn ond unless the fo ntly valid OMB co	n are not rm	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	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A)		

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	Derivative Security			(D)	(Instr. 3, 4,					
			Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option to purchase common stock (1)	\$ 10.85	12/01/2006	А		12,500		12/01/2006	12/01/2016	Common Stock	12,500

Reporting Owners

	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
Nelson S James 12300 PARC CREST DRIVE STAFFORD, TX 77477	X					
Signatures						
/s/ Debra A. Addington, attorney-in-fact	12/05/2006					
**Signature of Reporting Person		D	ate			

**Signature of Reporting Person

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) Issued pursuant to the Second Amended and Restated Input/Output, Inc. 2004 Long-term Incentive Plan.

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.