

Pearce Michael D
 Form 3/A
 May 17, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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

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

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Pearce Michael D		(Month/Day/Year)	SMITH INTERNATIONAL INC [SII]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
				05/17/2005
PO BOX 60068			(Check all applicable)	6. Individual or Joint/Group Filing(Check Applicable Line)
	(Street)		<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	<input checked="" type="checkbox"/> Form filed by One Reporting Person
HOUSTON,Â TXÂ 77205-0068			<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	<input type="checkbox"/> Form filed by More than One Reporting Person
(City)	(State)	(Zip)	(give title below)	(specify below)
			President Smith Technologies	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
------------------------------------	--	---	--

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

SEC 1473 (7-02)

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.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible 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 Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date			
		Title	Amount or Number of Shares		

Edgar Filing: Pearce Michael D - Form 3/A

Stock Option (right to buy) ⁽¹⁾	Â ⁽²⁾	12/07/2014	Common Stock	2,804	\$ 56.26	D	Â
Stock Option (right to buy) ⁽¹⁾	Â ⁽³⁾	12/02/2013	Common Stock	11,250	\$ 38.82	D	Â
Stock Option (right to buy) ⁽¹⁾	Â ⁽⁴⁾	12/03/2012	Common Stock	9,000	\$ 34.73	D	Â
Stock Option (right to buy) ⁽¹⁾	Â ⁽⁵⁾	12/04/2011	Common Stock	4,814	\$ 23.5	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Pearce Michael D PO BOX 60068 HOUSTON, TX 77205-0068	Â	Â	Â President Smith Technologies	Â

Signatures

/s/ Michael D.
Pearce

05/17/2005

^{**}Signature of
Reporting Person

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).
- (1) This amendment is being filed to correct the title of the derivative security to be a stock option.
- (2) The option becomes exercisable in four equal annual installments beginning on Dec. 7, 2005.
- (3) The option became exercisable as to four equal annual installments on Dec. 2, 2004. There are three remaining installments that will become exercisable on Dec. 2, 2005, 2006, and 2007.
- (4) The option became exercisable as to four equal annual installments on Dec. 3, 2003. There are two remaining installments that will become exercisable on Dec. 3, 2005 and 2006.
- (5) The option became exercisable as to four equal annual installments on Dec. 4, 2002. There is one remaining installment that will become exercisable on Dec. 4, 2005.

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.