

Wallace Peter W Jr
Form 4
November 16, 2011

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN 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 *
Wallace Peter W Jr

2. Issuer Name and Ticker or Trading Symbol
TEAM INC [TISI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
11/14/2011

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)

Executive Vice President

200 HERMANN DRIVE

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

ALVIN, TX 77511

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially 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. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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)
			Code	V	Amount or Price		
Common Stock	11/14/2011		M		7,000 A \$ 7.84	15,260	D
Common Stock	11/14/2011		S		7,000 D \$ 25.16	8,260	D
Common Stock	11/14/2011		M		2,000 A \$ 8.2	10,260	D
Common Stock	11/14/2011		S		2,000 D \$ 25.16	8,260	D
	11/14/2011		M		12,000 A \$ 9.23	20,260	D

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Common Stock								
Common Stock	11/14/2011	S	12,000	D	\$ 25.16 <u>(1)</u>	8,260	D	
Common Stock	11/14/2011	M	7,000	A	\$ 15.27	15,260	D	
Common Stock	11/14/2011	S	7,000	D	\$ 25.16 <u>(1)</u>	8,260	D	

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

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(9-02)

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 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
Iso Stock Options	\$ 7.84	11/14/2011		M	7,000	<u>(2)</u>	06/24/2014	Common Stock	7,000
Iso Stock Options	\$ 8.2	11/14/2011		M	2,000	<u>(2)</u>	11/09/2014	Common Stock	2,000
Iso Stock Options	\$ 9.23	11/14/2011		M	12,000	<u>(2)</u>	08/12/2015	Common Stock	12,000
Nq Stock Options	\$ 15.27	11/14/2011		M	7,000	<u>(2)</u>	10/17/2016	Common Stock	7,000
Nq Stock Options	\$ 30.33					<u>(2)</u>	10/15/2017	Common Stock	44,000
Restricted Stock Units	<u>(3)</u>					<u>(4)</u>	10/15/2018	Common Stock	1,688
Restricted Stock	<u>(3)</u>					<u>(5)</u>	10/14/2019	Common Stock	4,110

Units					
Restricted Stock Units	(3)	(6)	10/15/2020	Common Stock	6,164
Restricted Stock Units	(3)	(7)	10/14/2021	Common Stock	8,347

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Wallace Peter W Jr 200 HERMANN DRIVE ALVIN, TX 77511			Executive Vice President	

Signatures

/s/ Peter W.
Wallace, Jr. 11/16/2011

**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).

- This transaction was executed in multiple trades at prices ranging from \$25.00 to \$25.33. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- Options are fully vested.
 - Stock Units convert on a 1-for-1 basis into shares of Team Common Stock.
 - Stock Units vest 25% on 10/14/2009, 10/14/2010, 10/14/2011 and 10/15/2012, unless earlier terminated in accordance with the Plan. Stock Units will automatically be converted into shares of Common Stock in accordance with the respective vesting schedule.
 - Stock Units vest 25% on 10/15/2010, 10/15/2011, 10/15/2012 and 10/15/2013, unless earlier terminated in accordance with the Plan. Stock Units will automatically be converted into shares of Common Stock in accordance with the respective vesting schedule.
 - Stock Units vest 25% on 10/15/2011, 10/15/2012, 10/15/2013 and 10/15/2014, unless earlier terminated in accordance with the Plan. Stock Units will automatically be converted into shares of Common Stock in accordance with the respective vesting schedule.
 - Stock Units vest 25% on 10/15/2012, 10/15/2013, 10/15/2014, and 10/15/2015, unless earlier terminated in accordance with the Plan. Stock Units will automatically be converted into shares of Common Stock in accordance with the respective vesting schedule.

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.