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FLOTEK INDUSTRIES INC/CN/

Form 4

August 08, 2007

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

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OMB APPROVAL

response...

Section 16. Form 4 or Form 5 obligations may continue.

Check this box

if no longer

subject to

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

1(b).

(Print or Type Responses)

See Instruction

| 1. Name and Address of Reporting Person * ZIEGLER WILLIAM R | | | 2. Issuer Name a Symbol | nd Ticker or Trading | 5. Relationship of Reporting Person(s) to Issuer | | |
|---|----------------|------------------------------------|--------------------------------------|----------------------------|--|-----------------------------------|--|
| | | FLOTEK INDUSTRIES INC/CN/ [FTK] | | (Check all applicable) | | | |
| (Last) | (First) | (Middle) | 3. Date of Earliest (Month/Day/Year) | | _X Director Officer (give title below) | 2 10% Owner Other (specify below) | |
| 230 PARK AVENUE, 11TH FL | | | 08/07/2007 | | | | |
| | (Street) | | 4. If Amendment, | Date Original | 6. Individual or Joint | /Group Filing(Check | |
| | | | Filed(Month/Day/Y | ear) | Applicable Line) _X_ Form filed by One | Reporting Person | |
| NEW YORK, NY US 10169 | | | | | Form filed by More than One Reporting Person | | |
| (City) | (State) | (Zip) | Table I - Non | -Derivative Securities Acq | quired, Disposed of, o | r Beneficially Owned | |
| 1.Title of | 2. Transaction | Date 2A. Dee | med 3. | 4. Securities Acquired | 5. Amount of 6 | 7. Nature | |

| | | | | | | | · · · · · · · · · · · · · · · · · · | , | • |
|--------------------------------------|---|--|---|--------|--|---|---|------------|---|
| 1.Title of Security (Instr. 3) | 2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year) | | 3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) | | 5. Amount of Securities Beneficially Owned Following | 6. Ownership Form: Direct (D) or Indirect (I) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | |
| | | | Code V | Amount | (A) or (D) | Price | Reported Transaction(s) (Instr. 3 and 4) | (Instr. 4) | |
| Common Stock | | | | | | | 501,496 (1) | D | |
| Commom Stock | 08/07/2007 | | S | 600 | D | \$ 32 | 500,896 | D | |
| Common Stock | 08/08/2007 | | S | 49,400 | D | \$ 32.84 | 451,496 | D | |

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form

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displays a currently valid OMB control number.

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. DenNumber 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) | | 8 I S (|
|---|---|--------------------------------------|---|--|--|--|--------------------|---|----------------------------------|---------|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Stock Option | \$ 0.3 (3) | | | | | 05/22/2003 | 05/21/2013 | Common Stock | 100,000 (3) | |
| Stock Option | \$ 2.3 (3) | | | | | 12/23/2004 | 12/22/2014 | Common Stock | 49,332 (3) | |
| Stock Option | \$ 9.4 (3) | | | | | 12/22/2005 | 12/21/2015 | Common Stock | 20,000 (3) | |
| Stock Option | \$ 22.37 (3) | | | | | 05/18/2008 | 05/17/2013 | Common Stock | 7,800 (3) | |
| Restricted Stock | \$ 0 | | | | | 05/18/2008 | 05/17/2011 | Common Stock | 3,200 (4) | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | |
|--------------------------------|---------------|-----------|---------|-------|--|--|
| | Director | 10% Owner | Officer | Other | | |

ZIEGLER WILLIAM R 230 PARK AVENUE, 11TH FL X NEW YORK, NY US 10169

Signatures

/s/ William R.

Ziegler 08/08/2007

**Signature of Pate 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).

Reporting Owners 2

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- (1) 1. Shares reflect 2 for 1 split on July 3, 2007.
- (2) 2. Multiple sales transactions on this date. Weighted average share price listed.
- (3) 3. Related shares and prices of remaining stock options adjusted for 2 for 1 split on July 3, 2007.
- (4) 4. Related shares of remaining restricted stock awards adjusted for 2 for 1 split on July 3, 2007.

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.