

FLOTEK INDUSTRIES INC/CN/  
Form 4/A  
June 04, 2008

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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 \*  
**ZIEGLER WILLIAM R**

2. Issuer Name and Ticker or Trading Symbol  
**FLOTEK INDUSTRIES INC/CN/ [FTK]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
**230 PARK AVENUE, 11TH FL**  
  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
**08/07/2007**

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

**NEW YORK, NY US 10169**  
  
(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)  
**08/08/2007**

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

**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	(A) or (D)	Price
Common Stock					504,696 <sup>(1)</sup> <sub>(4)</sub>	D	
Common Stock	08/07/2007		S		600	D	\$ 32
Common Stock	08/08/2007		S		49,400	D	\$ 32.84 <sub>(2)</sub>
					454,696 <sup>(4)</sup>	D	

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

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SEC 1474 (9-02)

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. 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)	8. P			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option	\$ 0.3 <sup>(3)</sup>					05/22/2003	05/21/2013	Common Stock	100,000 <sup>(3)</sup>		
Stock Option	\$ 2.3 <sup>(3)</sup>					12/23/2004	12/22/2014	Common Stock	49,332 <sup>(3)</sup>		
Stock Option	\$ 9.4 <sup>(3)</sup>					12/22/2005	12/21/2015	Common Stock	20,000 <sup>(3)</sup>		
Stock Option	\$ 22.37 <sup>(3)</sup>					05/18/2008	05/17/2013	Common Stock	7,800 <sup>(3)</sup>		

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ZIEGLER WILLIAM R 230 PARK AVENUE, 11TH FL NEW YORK, NY US 10169	X			

## Signatures

/s/ William R.  
Ziegler

06/04/2008

        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) 1. Shares reflect 2 for 1 split on July 3, 2007.

(2) 2. Multiple sales transactions on this date. Weighted average share price listed.

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- (3) 3. Related shares and prices of remaining stock options adjusted for 2 for 1 split on July 3, 2007.
- (4) Restricted Stock Award was incorrectly classified in Table II as a derivative security in the original Form 4.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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