

FLOTEK INDUSTRIES INC/CN/
Form 4
August 24, 2009

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

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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 *
DUMAS JERRY D SR

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)
2930 W. SAM HOUSTON PKWY.
N STE. 300

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
08/12/2009

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

HOUSTON, TX 77043

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

(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)
				(A) or (D) Code V Amount (D) Price			
Common Stock					591,354	D	
Common Stock					18,096	I	Saxton River Corporation
Common Stock					26,000	I	Dora Tes Foundation

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		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Security (Instr. 3 and 4)
					Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	
Stock Option	\$ 9.4				V	(A)	(D)	09/21/2005 09/20/2014	Common Stock 130,
Stock Option	\$ 2.125							12/10/2005 12/09/2014	Common Stock 66,
Stock Option	\$ 13.805							03/13/2008 03/12/2013	Common Stock 54,
Stock Option	\$ 22.37							05/18/2008 05/17/2013	Common Stock 66,
Stock Option	\$ 22.75							03/28/2009 03/27/2014	Common Stock 27,
Stock Option	\$ 2.51							02/16/2010 02/15/2015	Common Stock 200,
Preferred Stock ⁽¹⁾	\$ 2.3	08/12/2009		P		86,956		08/12/2009 ⁽⁷⁾	Common Stock 86,
Exercisable Warrants ⁽²⁾	\$ 2.31	08/12/2009		P		31,000		08/12/2009 08/11/2014	Common Stock 31,
Contingent Warrants ⁽³⁾	\$ 2.45	08/12/2009		P		100,000		⁽⁴⁾ ⁽⁵⁾	Common Stock 100,

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DUMAS JERRY D SR 2930 W. SAM HOUSTON PKWY. N STE. 300 HOUSTON, TX 77043	X		Chairman and CEO	

Signatures

Jerry D. Dumas,
Sr.

08/24/2009

 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) The Series A Cumulative Convertible Preferred Stock is convertible into 434.782 shares of Common Stock per share of Preferred Stock.
- (2) The Exercisable Warrants are exercisable into shares of Common Stock at an exercise price of \$2.31 per share.
- (3) The Contingent Warrants are exercisable into shares of Common Stock at an exercise price of \$2.45 per share.
- (4) The Contingent Warrants are exercisable on or after the date the stockholders approve the Contingent Warrants and the amendment to the Certificate of Incorporation of the Company to increase the number of authorized shares of Common Stock.
- (5) The Contingent Warrants expire on or after the earlier of (1) 5:00 p.m. Eastern time on the date the Company obtains stockholder approval as described in footnote (4) above or (2) 5:00 p.m. Eastern time on October 11, 2017.
- (6) The Warrants were acquired in connection with the purchase of units comprised of the Preferred Stock, exercisable warrants and contingent warrants, for a purchase price of \$1,000.00 per unit.
- (7) The Preferred Stock is perpetual and has no expiration date.

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.