

FLOTEK INDUSTRIES INC/CN/

Form 4

January 20, 2016

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Hardy Carla S.

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)
10603 W. SAM HOUSTON PKWY
N., SUITE 300

3. Date of Earliest Transaction
(Month/Day/Year)
01/14/2016

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

(Street)
HOUSTON, TX 77064

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 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		Price
Common Stock	08/03/2015		G	V	4,070	D	\$ 0
					184,834	I	
							By Carla Shulz Hardy Revocable Trust ⁽¹⁾
Common Stock	01/14/2016		S		2,794 ⁽²⁾	D	\$ 7.8504
					182,040	I	
							By Carla Shulz Hardy Revocable Trust ⁽¹⁾
Common Stock					66,674	I	
							By William M. Hardy V Irrevocable

Common Stock	66,674	I	Trust ⁽³⁾ By Helen G. Hardy Irrevocable Trust ⁽³⁾
Common Stock	66,673	I	By Sutton N. Hardy Irrevocable Trust ⁽³⁾
Common Stock	12,915	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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Hardy Carla S. 10603 W. SAM HOUSTON PKWY N. SUITE 300 HOUSTON, TX 77064	X

Signatures

/s/Carla Schultz
Hardy

01/20/2016

__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) Ms. Hardy is a trustee and beneficiary of the named trust. Ms. Hardy disclaims beneficial ownership of such shares except to the extent of her pecuniary interest therein.
- (2) Disposition on January 14, 2016, of 2,794 shares at \$7.8504 per share pursuant to a Rule 10b5-1 Trading Plan.
- (3) Ms. Hardy is neither the trustee nor the beneficiary of the named trusts. Ms. Hardy disclaims beneficial ownership of such shares except to the extent of her pecuniary interest therein.

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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