

REEVES STEVEN A
Form 5
February 14, 2013

FORM 5

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
REEVES STEVEN A

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

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
Exec. VP & COO

(Last) (First) (Middle)
10603 W. SAM HOUSTON PKWY.
N STE. 300
(Street)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2012

HOUSTON, TX 77064

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

6. Individual or Joint/Group Reporting
(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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)
				(A) or (D) Amount Price			
Common Stock	03/07/2012	^	J	72,013 D \$ 11.04	371,271 ⁽¹⁾ D	^	
Common Stock	03/07/2012	^	J	0 D \$ 11.04	21,087 ⁽²⁾ D	^	

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

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SEC 2270 (9-02)

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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)	
					(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Common Stock	\$ 13.805	Â	Â	Â	Â	Â	03/13/2008 03/12/2013	Common Stock	15,348
Common Stock	\$ 22.75	Â	Â	Â	Â	Â	03/28/2009 03/27/2014	Common Stock	8,680
Common Stock	\$ 22.75	Â	Â	Â	Â	Â	08/09/2009 08/08/2014	Common Stock	7,724
Common Stock	\$ 2.51	Â	Â	Â	Â	Â	02/16/2010 02/15/2015	Common Stock	40,742
Common Stock	\$ 9.19	Â	Â	Â	Â	Â	04/08/2012 04/07/2017	Common Stock	200,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
REEVES STEVEN A 10603 W. SAM HOUSTON PKWY. N STE. 300 HOUSTON, TX 77064	Â	Â	Â Exec. VP & COO	Â

Signatures

Steven A. Reeves
02/14/2013

**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) Flotek
- (2) 401K

^

Remarks:

To correct an overstatement in the number of shares previously reported, resulting from reporting shares

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

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