

REEVES STEVEN A
Form 4/A
September 05, 2012

FORM 4 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).

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 *
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, Operations

(Last) (First) (Middle)
2930 W. SAM HOUSTON PKWY.
N STE. 300
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
09/05/2012

HOUSTON, TX 77043

4. If Amendment, Date Original Filed(Month/Day/Year)
08/23/2012

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| Common Stock | 08/21/2012 | | G | 2,500 | D \$ 0 | 443,511 | D |
| Common Stock | 08/22/2012 | | F | 227 | D \$ 11.86 | 443,284 | D |
| Common Stock | | | | | | 21,087 ⁽¹⁾ | I Flotek 401K |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form

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. De | | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|------------------|-----------------|-------|----------------------------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Common Stock | \$ 13.805 | | | | | 03/13/2008 | 03/12/2013 | Common Stock | 15,348 | | |
| Common Stock | \$ 22.75 | | | | | 03/28/2009 | 03/27/2014 | Common Stock | 8,680 | | |
| Common Stock | \$ 22.75 | | | | | 08/09/2009 | 08/08/2014 | Common Stock | 7,724 | | |
| Common Stock | \$ 2.51 | | | | | 02/16/2010 | 02/15/2015 | Common Stock | 40,742 | | |
| Common Stock | \$ 9.19 | | | | | 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 2930 W. SAM HOUSTON PKWY. N STE. 300 HOUSTON, TX 77043 | | | Exec. VP, Operations | |

Signatures

/s/ Steven A. Reeves
09/05/2012
Date

**Signature of Reporting Person

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).

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- (1) The reporting person acquired shares of Flotek Common Stock under the Flotek 401-K Plan. The information is based upon a plan statement dated August 21, 2012.

Remarks:

To accurately reflect shares surrender for taxes and respective price. All other items previously reported remain unchanged. A

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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