

WILSON RICHARD O  
 Form 4  
 May 22, 2012

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
**WILSON RICHARD O**

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, SUITE 300  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 05/18/2012

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

HOUSTON, TX 77343

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)	Price		
				Code V	Amount		
Common Stock	05/18/2012		A	11,985	A \$ 10.43	137,831	D
Common Stock	05/18/2012		A	10,000	A \$ 10.43	147,831	D

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 displays a currently valid OMB control number.**

SEC 1474 (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)	8. Price or Amount of Derivative Security (Instr. 3)
Stock Option	\$ 9.4					12/22/2005 12/21/2015	Common Stock 20,000	
Stock Option	\$ 22.37					05/18/2008 05/17/2013	Common Stock 7,800	
Stock Option	\$ 22.75					03/28/2009 03/27/2014	Common Stock 4,628	
Stock Option	\$ 2.51					02/16/2010 02/15/2015	Common Stock 26,668	
Stock Option	\$ 1.57					08/23/2011 08/22/2016	Common Stock 31,847	
Stock Option	\$ 8.29					05/31/2012 05/18/2017	Common Stock 9,047	

## Reporting Owners

**Reporting Owner Name / Address**

**Relationships**

Director 10% Owner Officer Other

WILSON RICHARD O  
2930 W. SAM HOUSTON PKWY. N  
SUITE 300  
HOUSTON, TX 77343

X

## Signatures

/s/ Richard O.  
Wilson

05/22/2012

\*\*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).

### Remarks:

On May 18, 2012 the Company awarded the recipient 11,985 shares which vest approximately in 1 year upon the next Annual

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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