

FLOTEK INDUSTRIES INC/CN/
Form 4
February 18, 2009

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

OMB APPROVAL

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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)
02/16/2009

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

HOUSTON, TX US 77043

(City) (State) (Zip)

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

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (D) | Price |
| Common Stock | | | | | 504,376 | D | |
| Restricted Stock Award | 02/16/2009 | | A | | 107,572 (1) | A | \$ 0 |
| Common Stock | | | | | 18,096 | I | Saxton River Corporation |
| Common Stock | | | | | 26,000 | I | Dora Tes Basileas Foundation |

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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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount Number of Shares |
| Stock Option | \$ 9.4 | | | | | 09/21/2005 09/20/2014 | Common 130,270 |
| Stock Option | \$ 2.125 | | | | | 12/10/2005 12/09/2014 | Common 66,940 |
| Stock Option | \$ 13.805 | | | | | 03/13/2008 03/12/2013 | Common 54,348 |
| Stock Option | \$ 22.37 | | | | | 05/18/2008 05/17/2013 | Common 66,600 |
| Stock Option | \$ 22.75 | | | | | 03/28/2009 03/27/2014 | Common 27,776 |
| Stock Option | \$ 2.51 | 02/16/2009 | | A | 200,000 | 02/16/2010 02/15/2015 | Common 200,000 |

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 US 77043

CEO and Chairman

Signatures

s/s Jerry D.
Dumas, Sr. 02/18/2009

**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 stock award in Table 1 is vested 25% each year on anniversary date

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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