

FLOTEK INDUSTRIES INC/CN/  
Form 4/A  
June 06, 2008

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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 \*  
CHISHOLM JOHN

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)

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

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

539 GREEN ISLE BEACH

08/14/2007

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)  
08/16/2007

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

MONTGOMERY, TX US 77369

(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) |   |                          |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|---|--------------------------|
| Common Stock                    |                                      |                                                    |                                | (A)<br>or<br>(D)                                                  | Price                                                                                         |                                                          |                                                       |   |                          |
|                                 |                                      |                                                    |                                | V                                                                 | Amount                                                                                        |                                                          |                                                       |   |                          |
| Common Stock                    |                                      |                                                    |                                |                                                                   | \$                                                                                            |                                                          |                                                       |   |                          |
|                                 | 08/14/2007                           |                                                    | S                              | 5,000<br>(3)                                                      | D                                                                                             | 31.13<br>(2)                                             | 231,370                                               | I | Chisholm Energy Partners |
| Common Stock                    |                                      |                                                    |                                |                                                                   |                                                                                               |                                                          | 105,184<br>(1)<br>(5)                                 | D |                          |
| Common Stock                    |                                      |                                                    |                                |                                                                   |                                                                                               |                                                          | 20,470<br>(1)                                         | I | ProTechnics II           |
| Common Stock                    |                                      |                                                    |                                |                                                                   |                                                                                               |                                                          | 236,370<br>(1)                                        | I | Chisholm Energy Partners |

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

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SEC 1474  
(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 or Amount of Underlying Securities (Instr. 3 and 4) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------------------------------------------------------|
| Stock Option                               | \$ 2.3 <sup>(4)</sup>                                  |                                      |                                                    |                                |                                                                                         | 12/23/2004 12/22/2014                                    | Common Stock                                                  | 49,332 <sup>(4)</sup>                                        |
| Stock Option                               | \$ 9.4 <sup>(4)</sup>                                  |                                      |                                                    |                                |                                                                                         | 12/22/2005 12/21/2015                                    | Common Stock                                                  | 20,000 <sup>(4)</sup>                                        |
| Stock Option                               | \$ 22.37 <sup>(4)</sup>                                |                                      |                                                    |                                |                                                                                         | 05/18/2008 05/17/2013                                    | Common Stock                                                  | 7,800 <sup>(4)</sup>                                         |

## Reporting Owners

| Reporting Owner Name / Address                                   | Relationships |           |         |       |
|------------------------------------------------------------------|---------------|-----------|---------|-------|
|                                                                  | Director      | 10% Owner | Officer | Other |
| CHISHOLM JOHN<br>539 GREEN ISLE BEACH<br>MONTGOMERY, TX US 77369 |               |           | X       |       |

## Signatures

/s/John W.  
Chisholm

06/06/2008

\*\*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) Shares reflect 2 for 1 split on July 3, 2007.

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- (2) Multiple sales transactions on this date. Weighted average share price listed.
- (3) Sales part of Rule 10b5-1 Selling Plan March 20, 2007.
- (4) Related shares and prices of remaining stock options adjusted for 2 for 1 split on July 3, 2007.
- (5) Restricted stock award was incorrectly classified in table II as a derivative security in the original form 4.

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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