

CHISHOLM JOHN
Form 4
April 21, 2011

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 *
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)

2930 W. SAM HOUSTON PARKWAY N, SUITE 300

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
04/19/2011

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

HOUSTON, TX 77043

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock | 04/19/2011 | | A | V A | Amount 8,191 Price \$ 8.86 | 563,955 | D |
| Common Stock | | | | | 20,470 | I | ProTechnics II |

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

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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. P Der Sec (Ins | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Option | \$ 2.3 | | | | | 12/23/2004 | 12/22/2014 | Common Stock | 332 |
| 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 | \$ 1.02 | | | | | 06/22/2010 | 06/30/2013 | Common Stock | 400,000 |
| Stock Option | \$ 2.17 | | | | | 12/31/2010 | 11/09/2016 | Common Stock | 300,000 |
| Stock Option | \$ 9.19 | | | | | 04/08/2011 | 04/07/2017 | Common stock | 400,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------|-------|
| | Director | 10% Owner | Officer | Other |
| CHISHOLM JOHN 2930 W. SAM HOUSTON PARKWAY N SUITE 300 HOUSTON, TX 77043 | X | | President | |

Signatures

/s/ John W.
Chisholm

04/21/2011

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).

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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