

CHISHOLM JOHN
Form 4
April 12, 2011

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 *
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

3. Date of Earliest Transaction (Month/Day/Year)
04/08/2011

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

(Street)
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)
			Code	V	Amount or Price		
Common Stock Grant	04/08/2011		A		200,000 (1)	A	\$ 0
Common Stock					555,764	D	
					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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(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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount 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		A	400,000 (2)	04/08/2012 04/07/2017	Common 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

04/12/2011

**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) Grant vested over two years, subject to meeting financial target.

(2) Options vest over two years, subject to meeting financial target.

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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