

Hardy Carla S.  
Form 5  
February 12, 2018

# FORM 5

**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).  
Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL 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

1. Name and Address of Reporting Person \*  
Hardy Carla S.

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. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
12/31/2017

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

10603 W. SAM HOUSTON PKWY  
N., SUITE 300

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

HOUSTON, TX 77064

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 at end of Issuer's Fiscal Year (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  |  |  |  |
| Common Stock                    | ^                                    | ^  | ^                              | ^ ^ ^   | 24,452   | D  | ^  |
| Common Stock                    | ^                                    | ^  | ^                              | ^ ^ ^   | 0 <sup>(1)</sup>   | I  | By William M. Hardy V Irrevocable Trust <sup>(1)</sup> |
| Common Stock                    | ^                                    | ^  | ^                              | ^ ^ ^   | 192,160  | I  | By Carla Schulz  |

|              |   |   |   |   |   |   |        |   |  |
|--------------|---|---|---|---|---|---|--------|---|--|
| Common Stock | ^ | ^ | ^ | ^ | ^ | ^ | 66,674 | I | Hardy Revocable Trust <sup>(2)</sup><br>By Helen G. Hardy Irrevocable Trust <sup>(3)</sup> |
| Common Stock | ^ | ^ | ^ | ^ | ^ | ^ | 66,673 | I | By Sutton N. Hardy Irrevocable Trust <sup>(3)</sup>  |

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

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SEC 2270 (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 of Derivative Security (Instr. 5) | 9. of D Se O E Is Fi (I |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|-------------------------|
|  |  |                                      |  |                                | (A) (D)   | Date Exercisable Expiration Date                         | Title   | Amount or Number of Shares                 |                         |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| Hardy Carla S.<br>10603 W. SAM HOUSTON PKWY N.<br>SUITE 300<br>HOUSTON, TX 77064 | ^ X           | ^         | ^       | ^     |

## Signatures

/s/Carla Schulz  
Hardy

02/12/2018

\*\*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).

- Ms. Hardy has previously reported a beneficial interest in shares of common stock of the Company held by an irrevocable trust for the
- (1) benefit of a dependent child. This child is no longer a dependent of Ms. Hardy and, as a result, Ms. Hardy no longer has any beneficial interest in the shares of common stock of the Company owned by the trust and such shares are no longer included herein.
  - (2) Ms. Hardy is a trustee and beneficiary of the named trust. Ms. Hardy disclaims beneficial ownership of such shares except to the extent of her pecuniary interest therein.
  - (3) Ms. Hardy is neither the trustee nor the beneficiary of the named trusts. Ms. Hardy disclaims beneficial ownership of such shares except to the extent of her pecuniary interest therein.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.