

FLOTEK INDUSTRIES INC/CN/  
Form 5  
February 17, 2009

# 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 \*  
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)

3. Statement of Issuer's Fiscal Year Ended (Month/Day/Year)  
12/31/2008

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

2930 W. SAM HOUSTON  
PARKWAY N., STE. 300

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

HOUSTON, TX 77043

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--------|----------|--|--|-----------------------------------|
|                                 |                                      |  |                                | (A) Amount  | or (D) | Price    |  |  |                                   |
| Common Stock                    | 12/21/2006                           | Â  | G <sup>(1)</sup>               | 2,000   | D      | \$ 0     | 18,096 <sup>(5)</sup>  | I  | Saxton River Corporation          |
| Common Stock                    | 10/17/2007                           | Â  | G <sup>(1)</sup>               | 1,000   | D      | \$ 0     | 18,096 <sup>(2)</sup>  | I  | Saxton River Corporation          |
| Common Stock                    | 08/10/2007                           | Â  | S4 <sup>(3)</sup>              | 8,000   | D      | \$ 32.75 | 504,376 <sup>(4)</sup>   | D  | Â                                 |

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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) | 8. Price of Derivative Security (Instr. 5) | 9. of D Se B O E F (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 |
| DUMAS JERRY D SR<br>2930 W. SAM HOUSTON PARKWAY N., STE. 300<br>HOUSTON, TX 77043 | Â X           | Â         | Â CEO & Chairman | Â     |

## Signatures

/s/ Jerry D. Dumas, Sr. 02/17/2009

\*\*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) This transaction was not previously reported on a Form 5.  
As a result of typographical and mathematical errors in prior filings on Forms 3,4 and/or 5, the total amount of securities indirectly owned beneficially by the reporting person was misstated in certain prior filings. Upon the filing of this Form 5, all prior transactions have been reported and the number of shares indirectly owned beneficially by the reporting person are correctly stated in this Form 5. At the end of the Issuer's fiscal year, the reporting person had total indirect ownership of 44,096 shares, consisting of 18,096 held by Saxton River Corporation and 26,000 held by Dora Tes Basileas Foundation.
- (3) This transaction was not previously reported on a Form 4.  
As a result of typographical and mathematical errors in prior filings on Forms 3,4 and/or 5, the total amount of securities directly owned beneficially by the reporting person was misstated in certain prior filings. Upon the filing of this Form 5, all prior transactions have been reported and the number of shares directly owned beneficially by the reporting person are correctly stated in this Form 5.

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(5) See following entry.

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.