WILSON RICHARD O
Form 5
February 14, 2013

FORM 5

OMB APPROVAL

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

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 *
WILSON RICHARD O

(Last) (First) (Middle)

10603 W. SAM HOUSTON PKWY. N,Â SUITE 300

(Street)

HOUSTON,Â TXÂ 77064

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
FLOTEK INDUSTRIES INC/CN/ [FTK]

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2012

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

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
__X__ Director
_____ 10% Owner
_____ Officer (give title below)
_____ Other (specify below)

6. Individual or Joint/Group Reporting
(check applicable line)
_X_ Form Filed by One Reporting Person
___ Form Filed by More than One Reporting Person

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)
				Amount	(A) or (D)	Price			
Common Stock	05/18/2012	Â	J	479	D	$ 10.43	135,352	D	Â

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

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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. D S (I
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option	$ 9.4	Â	Â	Â	Â	Â	12/22/2005	12/21/2015	Common Stock	20,000	
Stock Option	$ 22.37	Â	Â	Â	Â	Â	05/18/2008	05/17/2013	Common Stock	7,800	
Stock Option	$ 22.75	Â	Â	Â	Â	Â	03/28/2009	03/27/2014	Common Stock	4,628	
Stock Option	$ 2.51	Â	Â	Â	Â	Â	02/16/2010	02/15/2015	Common Stock	26,668	
Stock Option	$ 1.57	Â	Â	Â	Â	Â	08/23/2011	08/22/2016	Common Stock	31,847	
Stock Option	$ 8.29	Â	Â	Â	Â	Â	05/31/2012	05/18/2017	Common Stock	9,047	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WILSON RICHARD O 10603 W. SAM HOUSTON PKWY. N SUITE 300 HOUSTON,Â TXÂ 77064	Â X	Â	Â	Â

Signatures

Richard O. Wilson	02/14/2013
**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).

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Remarks:

ToÂ correctÂ aÂ calculationÂ overstatementÂ inÂ theÂ numberÂ ofÂ sharesÂ ofÂ aÂ restrictedÂ stockÂ award.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure.
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