

FLOTEK INDUSTRIES INC/CN/
Form 8-K
July 16, 2018

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): July 11, 2018

Flotek Industries, Inc.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction

of incorporation)

001-13270
(Commission

File Number)

90-0023731
(IRS Employer

Identification No.)

10603 W. Sam Houston Pkwy N., Suite 300

77064

Houston, Texas

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code: (713) 849-9911

Not applicable

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On July 11, 2018, the board of directors (the Board) of Flotek Industries, Inc. (the Company) determined that it will increase the total number of directors on the Board to seven and unanimously appointed Katherine T. Richard to serve as a director on the Board effective immediately. Ms. Richard is founder and CEO of Warwick Energy Group, one of the largest institutional consolidators of interests in oil and gas with approximately \$1.5 billion in managed assets. Prior to launching Warwick, she was an investment banker, beginning her career at Goldman Sachs & Co., working in private equity and natural resources investment banking in New York, London, and Paris. She then invested in oil & gas, metals & mining, and sovereign debt for Serengeti Asset Management, a multi-strategy investment fund based in New York. Most recently, she invested in public and private energy investments for MSD Capital, Michael Dell s private investment fund in New York.

There are no arrangements or understandings between Ms. Richard and any other persons pursuant to which Ms. Richard was selected as a director. Ms. Richard has not been involved in any related transactions or relationships with the Company that would require disclosure under Item 404(a) of Regulation S-K.

In connection with Ms. Richard s appointment to the Board, she will be compensated in accordance with the Company s customary compensation practices for non-employee directors as disclosed in the Company s Definitive Proxy Statement as filed with the Securities and Exchange Commission on March 30, 2018, including a grant of shares of restricted common stock of the Company.

Item 7.01 Regulation FD Disclosure.

On July 12, 2018, the Company issued a press release announcing the appointment of Ms. Richard to the Board. The July 12, 2018 press release is furnished herewith as Exhibit 99.1 and is incorporated herein by reference.

The information furnished pursuant to Item 7.01 of this Current Report on Form 8-K and in Exhibit 99.1 shall not be deemed to be filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, is not subject to the liabilities of that section and is not deemed incorporated by reference in any filing of the Company s under the Securities Act of 1933, as amended, except as otherwise expressly stated in such filing.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

Exhibit Number	Description
99.1	<u>Press release dated July 12, 2018.</u>

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: July 16, 2018

FLOTEK INDUSTRIES, INC.

/s/ Matthew B. Marietta

Matthew B. Marietta

Executive Vice President of Finance and

Corporate Development