Frank's International N.V.

Form 4

April 04, 2017

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

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OMB APPROVAL

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if no longer subject to Section 16. Form 4 or Form 5

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obligations may continue. See Instruction

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(b).

(Last)

share

(Print or Type Responses)

1. Name and Address of Reporting Person * McClure Kyle

2. Issuer Name and Ticker or Trading

Issuer

Symbol

Frank's International N.V. [FI]

(First)

(Middle)

(Month/Day/Year)

Director 10% Owner

(Check all applicable)

See Remarks

5. Relationship of Reporting Person(s) to

10260 WESTHEIMER RD., SUITE

(Street)

04/01/2017

X_ Officer (give title Other (specify below) below)

700

4. If Amendment, Date Original

3. Date of Earliest Transaction

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

HOUSTON, TX 77042

HOUSTON,	Person										
(City)	(State) (Zip) Table			e 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. Transactio Code (Instr. 8)	4. Securin(A) or Di (Instr. 3,	ispose	d of (D)	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)		
Common stock, par value Euro 0.01 per share	04/01/2017		M	4,703	A	(1)	12,638	D			
Common stock, par value Euro 0.01 per	04/01/2017		F	1,412 (2)	D	\$ 10.57	11,226	D			

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

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SEC 1474 (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. Transactic 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. P Der Sec (Ins
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Unit	<u>(1)</u>	04/01/2017		M	4,703	(3)	(3)	Common	4,703	

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

McClure Kyle 10260 WESTHEIMER RD. SUITE 700 HOUSTON, TX 77042

See Remarks

Signatures

/s/ Kyle McClure, by Joshua K. Hancock, as Attorney-in-Fact

04/04/2017

**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) Restricted stock units ("RSUs") convert into common stock on a one-for-one basis.
 - In connection with the vesting of shares of RSUs pursuant to the Frank's International N.V. 2013 Long-Term Incentive Plan, Frank's International N.V. (the "Issuer") withheld vested shares to satisfy tax withholding obligations. The number of vested shares withheld was
- (2) based on the closing price per share on March 31, 2017. The withholding of vested shares pursuant to this award was approved by the Board of Supervisory Directors of the Issuer, and the number of shares indicated in this Form 4 was acquired as treasury stock by the Issuer.
- (3) On April 1, 2015, the reporting person was granted 14,108 RSUs, vesting ratably in three annual installments beginning on April 1, 2016.

Reporting Owners 2

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(4) Consists of (i) 6,467 RSUs that will vest 50% on February 23, 2018 and 50% on February 23, 2019, (ii) 4,703 RSUs that will vest on April 1, 2018, and (iii) 7,943 RSUs that will vest on December 1, 2018.

Remarks:

Senior Vice President of Finance and Treasurer and interim Chief Financial Officer

Note: File three copies of this Form, one of which must be manually signed. If space 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.