

FORUM ENERGY TECHNOLOGIES, INC.

Form 4

March 03, 2015

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Schmitz John

2. Issuer Name and Ticker or Trading Symbol
FORUM ENERGY TECHNOLOGIES, INC. [FET]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
920 MEMORIAL CITY WAY, SUITE 1000
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
03/02/2015

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

HOUSTON, TX 77024

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 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)
			Code	V Amount (D) Price			
Common Stock	03/02/2015		M	13,024 A \$ 7.68	32,650	D	
Common Stock	03/02/2015		M	6,512 A \$ 15.35	39,162	D	
Common Stock					2,131,347	I	See footnote (1)

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

Persons who respond to the collection of information contained in this form are not

SEC 1474 (9-02)

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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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 7.68	03/02/2015		M	13,024	⁽²⁾	09/09/2020	Common Stock	13,024
Employee Stock Option (Right to Buy)	\$ 15.35	03/02/2015		M	6,512	⁽³⁾	08/17/2021	Common Stock	6,512

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Schmitz John 920 MEMORIAL CITY WAY SUITE 1000 HOUSTON, TX 77024	X			

Signatures

/s/ John Schmitz by John C. Ivascu as
Attorney-in- Fact

03/03/2015

 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) B-29 Family Holdings, LLC, a Texas limited liability company ("B-29 Family Holdings") is the beneficial owner of 2,131,347 shares of Forum Energy Technologies, Inc. common stock. Mr. Schmitz maintains a 90.69% membership interest in B-29 Family Holdings. As such, Mr. Schmitz may be deemed to have dispositive power over the common stock owned by B-29 Family Holdings. Mr. Schmitz

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disclaims beneficial ownership of such common stock, except to the extent of his pecuniary interest therein.

- These options, granted under the Forum Energy Technologies, Inc. 2010 Stock Incentive Plan (the "Plan"), became exercisable in
- (2) accordance with the following schedule: 1/4 of the options became exercisable on each of the first, second, third and fourth anniversaries of the date of grant (9/9/2010).
 - (3) These options, granted under the Plan, became exercisable in accordance with the following schedule: 1/4 of the options became exercisable on each of the first, second, third and fourth anniversaries of the date of grant (8/17/2011).

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.