

SCF VI LP

Form 4

April 18, 2012

FORM 4
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).

**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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
SIMMONS L E

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 800**

3. Date of Earliest Transaction
(Month/Day/Year)
04/17/2012

____ Director ____X____ 10% Owner
____ Officer (give title below) ____X____ Other (specify below)
Member of Group

(Street)
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
____X____ 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	(A) or (D)	Price			
Common Stock	04/17/2012		S		3,458,485 ⁽¹⁾	D	\$ 18.75	19,717,094	I	By SCF-V, L.P. See Footnote ⁽²⁾
Common Stock	04/17/2012		S		2,014,215 ⁽¹⁾	D	\$ 18.75	11,483,200	I	By SCF-VI, L.P. See Footnote ⁽²⁾
	04/17/2012		S			D		10,304,844	I	

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Common Stock	2,427,300 (1)	\$ 18.75	By SCF-VII, L.P. See Footnote (2)
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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. 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. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
SIMMONS L E 920 MEMORIAL CITY WAY SUITE 800 HOUSTON, TX 77024	X Member of Group
SCF V LP 600 TRAVIS STE 6600 HOUSTON, TX 77002	X
SCF VI LP 600 TRAVIS STE 6600 HOUSTON, TX 77002	X
SCF-V, G.P., Limited Partnership 600 TRAVIS STE 6600 HOUSTON, TX 77002	X

SCF-VI, G.P., Limited Partnership
600 TRAVIS STE 6600 X
HOUSTON, TX 77002

SCF-VII, G.P., Limited Partnership
600 TRAVIS STE 6600 X
HOUSTON, TX 77002

SCF-VII, L.P.
600 TRAVIS STE 6600 X
HOUSTON, TX 77002

SIMMONS L E & ASSOCIATES INC
600 TRAVIS STE 6600 X
HOUSTON, TX 77002

Signatures

/s/ John C. Ivascu, as attorney-in-fact for L.E. Simmons 04/18/2012

__Signature of Reporting Person

Date

/s/ John C. Ivascu, as attorney-in-fact for LESA 04/18/2012

__Signature of Reporting Person

Date

/s/ John C. Ivascu, as attorney-in-fact for SCF-V 04/18/2012

__Signature of Reporting Person

Date

/s/ John C. Ivascu, as attorney-in-fact for SCF-V GP 04/18/2012

__Signature of Reporting Person

Date

/s/ John C. Ivascu, as attorney-in-fact for SCF-VI 04/18/2012

__Signature of Reporting Person

Date

/s/ John C. Ivascu, as attorney-in-fact for SCF-VI GP 04/18/2012

__Signature of Reporting Person

Date

/s/ John C. Ivascu, as attorney-in-fact for SCF-VII 04/18/2012

__Signature of Reporting Person

Date

/s/ John C. Ivascu, as attorney-in-fact for SCF-VII GP 04/18/2012

__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).

- SCF-V, L.P., a Delaware limited partnership ("SCF-V"), SCF-VI, L.P., a Delaware limited partnership ("SCF-VI") and SCF-VII, L.P., a Delaware limited partnership ("SCF-VII") and, collectively with SCF-V and SCF-VI, the "Selling Stockholders") sold the shares of common stock to the public in connection with the initial public offering of the issuer on April 17, 2012 ("the IPO").
- (1) L.E. Simmons is President and sole member of the board of directors of L.E. Simmons & Associates, Inc., a Delaware corporation ("LESA"), which is the sole general partner of each of SCF-V, G.P., Limited Partnership ("SCF-V GP"), SCF-VI, G.P., Limited Partnership ("SCF-VI GP") and SCF-VII, G.P. (SCF-VII Limited Partnership ("SCF-VII GP"), each of which are Delaware limited

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partnerships. Additionally, SCF-V GP is the sole general partner of SCF-V, SCF-VI GP is the sole general partner of SCF-VI and SCF-VII GP is the sole general partner of SCF-VII (SCF-VII, collectively with LESA, SCF-V GP, SCF-VI GP, SCF-VII GP, SCF-V and SCF-VI, the "Reporting Entities"). Based on the reporting person's affiliation with the Reporting Entities, L.E. Simmons may be deemed to beneficially own all of the shares of common stock of the Issuer beneficially owned or deemed to be beneficially owned by the Reporting Entities.

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

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