

FLOTEK INDUSTRIES INC/CN/  
Form 8-K  
December 17, 2012

**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): December 14, 2012

**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.)

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2930 W. Sam Houston Pkwy N.,

Suite 300 Houston, Texas  
(Address of principal executive offices)

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

77043  
(Zip Code)

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))

**Item 1.01 Entry into a Material Definitive Agreement.**

On December 14, 2012, Flotek Industries, Inc. (the Company) and its affiliates entered into the Third Amendment (the Amendment) to Revolving Credit and Security Agreement with PNC Bank, National Association dated as of September 23, 2011, as amended to date (the Credit Agreement). Under the terms of the Amendment, the Credit Agreement was amended to permit the Company to redeem up to an aggregate principal amount of \$40 million of the Company's Convertible Senior Unsecured Notes issued on February 14, 2008. The term of the Credit Agreement was also extended to January 31, 2013. The description of the changes to the Credit Agreement effected by the Amendment is qualified in its entirety by reference to the copy thereof filed as Exhibit 10.1 to this Form 8-K, which is incorporated by reference.

**Item 7.01 Regulation FD Disclosure.**

On December 17, 2012, the Company issued a press release announcing the Amendment. A copy of the press release is furnished herewith as Exhibit 99.1 and is incorporated herein by reference.

The information presented under this Item 7.01 shall not be deemed filed under the Securities Exchange Act of 1934, as amended, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, except as may be expressly set forth by specific reference in such filing.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

<b>Exhibit Number</b>	<b>Description</b>
10.1	Third Amendment to Revolving Credit and Security Agreement dated December 14, 2012.
99.1	Press release dated December 17, 2012.

**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.

FLOTEK INDUSTRIES, INC.

Date: December 17, 2012

/s/ Johnna D. Kokenge  
Johnna D. Kokenge  
Vice President and Chief Accounting Officer

**EXHIBIT INDEX**

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