### FORM 4

# **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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OMB APPROVAL

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*  GAUT C CHRISTOPHER					FC	2. Issuer Name and Ticker or Trading Symbol FORUM ENERGY TECHNOLOGIES, INC. FET									ck all applica Director	ble)	10% Owne		wner	
(Last) 920 MEM SUITE 100	ORIAL CI	(First) (Middle)				3. Date of Earliest Transaction (Month/Day/Year) 02/21/2014										esident,				
(Street)					-   4. l -	4. If Amendment, Date of Original Filed (Month/Day/Year)									Individual or Joint/Group Filing (Check Applicable Line)      X Form filed by One Reporting Person     Form filed by More than One Reporting Person					
(City)	(St	· · · · · · · · · · · · · · · · · · ·	(Zip)	n Davi					i	Dia		f or D		ا الماد	Oursel					
Table I - Non-Deriv  1. Title of Security (Instr. 3)  2. Transa Date (Month/D				saction	extion 2A. Executes 2A. Execute		A. Deemed execution Date,		3.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 a			f 5. Amount		6. Own Form: I (D) or I (I) (Inst	Direct ndirect	Indired Benefi Owner	Nature of direct eneficial wnership	
									Code	v	Amount	(A) (D)	r Pri	ice	Reported Transaction(s) (Instr. 3 and 4)				(Instr. 4)	
Common S	Common Stock			02/2	1/201	/2014			A		41,729	(1) A	$\top$	\$0	433,432		]	D		
Common S	tock														T 167/300 T T T			See Footr	note <sup>(2)</sup>	
Common S	tock														167,3	00	00 I See Footn			note <sup>(3)</sup>
			Table II -								osed of, convertil				wned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deeme Execution if any (Month/Day	Date,	4. Transaction Code (Instr 8)				6. Date Exerc Expiration Day/Y		te	7. Title and Amou of Securities Underlying Deriv Security (Instr. 3 4)		vative	8. Price of Derivative Security (Instr. 5)	derivati Securiti Benefic Owned Followin Reporte	ve ies ially ng ed	10. Ownersh Form: Direct (D) or Indirect (I) (Instr.	p of Be Ov t (In	. Nature Indirect neficial vnership str. 4)
					Code	v	(A)		Date Exercisa		Expiration Date			ount or ober of res		Transaction(s				
Employee Stock Option (Right to Buy)	\$26.96	02/21/2014			A		132,851		(4)		02/21/2024	Commor Stock	132	2,851	\$0	132,	851	D		
Performance Shares	(5)	02/21/2014			A		13,909		(5)		(5)	Commor Stock	13,9	909 <sup>(5)</sup>	\$0	13,9	909 D			
Performance Shares	(6)	02/21/2014			A		13,910		(6)		(6)	Commor Stock	13,9	910 <sup>(6)</sup>	\$0	13,9	910	D		
Performance Shares	(7)	02/21/2014			A		13,910		(7)		(7)	Common	13,9	910 <sup>(7)</sup>	\$0	13,9	910	D		

## Explanation of Responses:

- 1. These restricted stock units (the "Units") are granted pursuant to the Forum Energy Technologies, Inc. 2010 Stock Incentive Plan (the "Plan"). Each Unit represents a contingent right to receive one share of Forum Energy Technologies, Inc.'s (the "Company") common stock, par value \$0.01 per share, upon the vesting of the Units. The Units vest according to the following schedule: 1/4 vest on each of the first, second, third and fourth anniversaries of the date of grant (2/21/2014), subject to accelerated vesting of the entire award upon a Change in Control (as defined in the Plan). The Units also include dividend equivalent rights that entitle the reporting person to the same dividends that would be payable were the shares of common stock underlying the Units actually outstanding at the time such dividends were issued. The credited dividends will be paid concurrently with the issuance of the shares of common stock to the reporting person.
- 2. These securities are held in trust for the benefit of the reporting person. The reporting person is the trustee of the trust. The reporting person disclaims beneficial ownership of the reported securities except to the extent of any pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed an admission that the reporting person is the beneficial owner of these securities for purposes of Section 16 or for any other purpose.
- 3. These securities are held in trust for the benefit of the reporting person's spouse. The reporting person's spouse is the trustee of the trust. The reporting person disclaims beneficial ownership of the reported securities except to the extent of any pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed an admission that the reporting person is the beneficial owner of these securities for purposes of Section 16 or for any other purpose.
- 4. The options are exercisable in accordance with the following schedule: 1/4 of the options become exercisable on each of the first, second, third and fourth anniversaries of the date of grant (2/21/2014).
- 5. Each performance share represents a contingent right to receive shares of the Company's common stock, based on the Company's relative shareholder return versus that of the Company's peer group. Each performance share will settle for between 0 and 2 shares of common stock in the first quarter of 2015, based on achievement of performance measures over a one year period, following certification by the Nominating, Governance and Compensation Committee of performance results.
- 6. Each performance share represents a contingent right to receive shares of the Company's common stock, based on the Company's relative shareholder return versus that of the Company's peer group. Each performance share will settle for between 0 and 2 shares of common stock in the first quarter of 2016, based on achievement of performance measures over a two year period, following certification by the Nominating, Governance and Compensation Committee of performance results.
- 7. Each performance share represents a contingent right to receive shares of the Company's common stock, based on the Company's relative shareholder return versus that of the Company's peer group. Each performance share will settle for between 0 and 2 shares of common stock in the first quarter of 2017, based on achievement of performance measures over a three year period, following certification by the Nominating, Governance and Compensation Committee of performance results.

## Remarks:

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

02/25/2014

\*\* Signature of Reporting Person

Date

- $^{\star}$  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).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.