SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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

<u>Mercado, Pablo G.</u>		2. Date of Event Requiring Statement (Month/Day/Year) 08/15/2017		3. Issuer Name and Ticker or Trading Symbol <u>FORUM ENERGY TECHNOLOGIES, INC.</u> [FET]				
(Last) (First) (Middle) 920 MEMORIAL CITY WAY SUITE 1000				4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title Other (specify below) below)		er cify 6. In	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line)	
(Street) HOUSTON T2	X 77024			SVP - Corp. Strat. & Treas.		_ · · ·	X Form filed by One Reporting Person Form filed by More than One Reporting Person	
(City) (St	ate) (Zip)							
Table I - Non-Derivative Securities Beneficially Owned								
1. Title of Security (Instr. 4)				A Amount of Securities Beneficially Owned (Instr. 4)	3. Ownersh Form: Direc or Indirect ((Instr. 5)	n: Direct (D) (Instr. 5) ndirect (I)		
Common Stock				63,774	D			
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)								
1. Title of Derivative Security (Instr. 4)		2. Date Exercisable and Expiration Date (Month/Day/Year)		d 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise	5. Ownership Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
		Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price of Derivative Security	Direct (D) or Indirect (I) (Instr. 5)	
Employee Stock Option (Right to Buy)		(1)	02/20/2027	Common Stock	14,153	20.1	D	
Employee Stock Option (Right to Buy)		(2)	02/19/2026	6 Common Stock	32,900	9.39	D	
Employee Stock Option (Right to Buy)		(3)	02/20/2025	Common Stock	19,220	18.68	D	
Employee Stock Option (Right to Buy)		(4)	02/21/2024	Common Stock	14,959	26.96	D	
Employee Stock Option (Right to Buy)		(5)	02/21/2023	3 Common Stock	14,270	26.05	D	
Employee Stock Option (Right to Buy)		(5)	04/12/2022	Common Stock	27,380	20	D	
Employee Stock Option (Right to Buy)		(5)	12/02/2021	Common Stock	30,700	15.35	D	
Performance Shares		(6)	(6)	Common Stock	2,101	(6)	D	
Performance Shares		(7)	(7)	Common Stock	2,101	(7)	D	
Performance Shares		(8)	(8)	Common Stock	2,100	(8)	D	
Performance Shares		(9)	(9)	Common Stock	4,497	(9)	D	
Performance Shares		(10)	(10)	Common Stock	4,497	(10)	D	
Performance Shares		(11)	(11)	Common Stock	2,260	(11)	D	

Explanation of Responses:

1. These options, granted under the Forum Energy Technologies, Inc. 2016 Stock Incentive Plan, 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 (2/20/2017).

2. 8,225 of these options, granted under the Forum Energy Technologies, Inc. 2010 Stock Incentive Plan, are exercisable. The remaining 24,675 options are exercisable in accordance with the following schedule: 1/3 of the options become exercisable on each of the second, third and fourth anniversaries of the date of grant (02/19/2016).

3. 9,610 of these options, granted under the Forum Energy Technologies, Inc. 2010 Stock Incentive Plan, are exercisable. The remaining 9,610 options are exercisable in accordance with the following schedule: 1/2 of the options become exercisable on each of the third and fourth anniversaries of the date of grant (02/20/2015).

4. 11,219 of these options, granted under the Forum Energy Technologies, Inc. 2010 Stock Incentive Plan, are exercisable. The remaining 3,740 options are exercisable on the fourth anniversaries of the date of grant (02/21/2014).

5. These options, granted under the Forum Energy Technologies, Inc. 2010 Stock Incentive Plan, are all exercisable.

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 2020, based on achievement of performance measures over a three 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 2019, based on achievement of performance measures over a two year period, following certification by the Nominating, Governance and Compensation Committee of performance results.

8. 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 2018, based on achievement of performance measures over a one year period, following certification by the Nominating, Governance and Compensation Committee of performance results.

9. 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 per group. Each

performance share will settle for between 0 and 2 shares of common stock in the first quarter of 2019, based on achievement of performance measures over a three year period, following certification by the Nominating, Governance and Compensation Committee of performance results.

10. 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 per group. Each performance share will settle for between 0 and 2 shares of common stock in the first quarter of 2018, based on achievement of performance measures over a two year period, following certification by the Nominating, Governance and Compensation Committee of performance results.

11. 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 2018, based on achievement of performance measures over a three year period, following certification by the Nominating, Governance and Compensation Committee of performance results.

Remarks:

<u>/s/ Pablo G. Mercado by John</u> <u>C. Ivascu as Attorney-in- Fact</u>

08/23/2017

** Signature of Reporting Person Date

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

* If the form is filed by more than one reporting person, see Instruction 5 (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.

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