

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): May 13, 2020

FORUM ENERGY TECHNOLOGIES, INC.
(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation or organization)	001-35504 (Commission File Number)	61-1488595 (I.R.S. Employer Identification No.)
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10344 Sam Houston Park Drive <i>(Address of Principal Executive Offices)</i> (Address of principal executive offices and zip code)	Suite 300 Houston TX <i>(Zip Code)</i>	77064 <i>(Zip Code)</i>
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281 949-2500
Registrant's telephone number, including area code

(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))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, par value \$0.01 per share	FET	NYSE

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. o

Item 7.01. Regulation FD Disclosure.

On May 13, 2020, Forum Energy Technologies, Inc. (the “*Company*”) issued a press release announcing the expiration and results of its previously announced modified “Dutch auction” cash tender offer for an aggregate principal amount of its outstanding 6.250% Senior Notes due 2021 (the “*Notes*”) resulting in an aggregate payment amount of up to \$80,000,000, as well as a solicitation of consents to proposed amendments with respect to the Notes.

A copy of the release is furnished herewith as Exhibit 99.1 and incorporated herein by reference.

The information in this Current Report on Form 8-K is for informational purposes only and is not an offer to purchase or exchange or a solicitation of an offer to purchase, exchange or sell any securities, nor shall there be any sale or exchange of any securities in any jurisdiction in which such offer, solicitation, sale or exchange would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction.

The information contained in this Current Report shall not be deemed to be “filed” for purposes of Section 18 of the Securities Exchange Act of 1934 (the “*Exchange Act*”) or otherwise subject to the liabilities of that section, nor shall it be incorporated by reference into a filing under the Securities Act of 1933, or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

<u>Exhibit No.</u>	<u>Exhibit Title or Description</u>
99.1	Press Release dated May 13, 2020.
104	Cover Page Interactive Data File - the cover page XBRL tags are embedded within the Inline XBRL document.

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.

Date: May 13, 2020

FORUM ENERGY TECHNOLOGIES, INC.

/s/ John C. Ivascu

John C. Ivascu

Senior Vice President, General Counsel, Chief Compliance Officer and Secretary



Forum Energy Technologies, Inc. Announces Expiration and Results of its Tender Offer and Consent Solicitation

HOUSTON--(BUSINESS WIRE)--May 13, 2020—Forum Energy Technologies, Inc. (NYSE: FET) (“Forum” or the “Company”) announced today the expiration and results of its previously announced “Dutch Auction” tender offer and consent solicitation (the “Offer”) for a portion of its outstanding 6.250% Senior Notes due 2021 (the “Notes”) for aggregate cash consideration of up to \$80.0 million.

The Offer expired at 11:59 p.m., New York City time, on May 12, 2020 (the “Expiration Date”). As of the Expiration Date, an aggregate principal amount of \$58,255,000, or 15.02%, of the Notes were validly tendered and not validly withdrawn. Pursuant to the Purchase and Consent Solicitation Statement dated as of April 15, 2020 (the “Statement”), the Company has accepted for payment all such Notes validly tendered and not validly withdrawn in the Offer as of the Expiration Date and expects to make payment for such Notes on May 14, 2020. Based on a report provided by the Information Agent, the Clearing Price (as defined in Statement) with respect to the Offer for the Notes was \$400.

The terms and conditions of the Offer are described in the Statement. BofA Securities, Wells Fargo Securities, LLC and Citigroup Global Markets Inc. have acted as dealer managers in connection with the Offer. Questions regarding the Offer may be directed to BofA Securities at (888) 292-0070 (U.S. Toll-Free) or (980) 388-3646 (Collect). Copies of the Statement may be obtained from the Information Agent for the Offer, D.F. King & Co., Inc. at (866) 864-7961 (Toll-Free) or forum@dfking.com.

After taking into consideration the Offer and other repurchases completed in 2020, the Company has repurchased a total of \$70,425,000 of Notes at an approximate weighted average price of \$385 per \$1,000 Note.

This press release is for informational purposes only. This announcement does not constitute an offer to purchase or a solicitation of any offer to sell Notes or any other securities or a notice of redemption. The Offer is being made solely by the Statement.

About Forum

Forum Energy Technologies is a global oilfield products company, serving the drilling, downhole, subsea, completions and production sectors of the oil and natural gas industry. The Company's products include highly engineered capital equipment as well as products that are consumed in the drilling, well construction, production and transportation of oil and natural gas. Forum is headquartered in Houston, TX with manufacturing and distribution facilities strategically located around the globe. For more information, please visit www.f-e-t.com.

Source: Forum Energy Technologies, Inc.

Company Contact

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