

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): October 1, 2012

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.)

920 Memorial City Way, Suite 1000
Houston, Texas 77024
(Address of principal executive offices and zip code)

Registrant's telephone number, including area code: (281) 949-2500

(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 (see General Instruction A.2. below):

- 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 7.01 Regulation FD Disclosure.

On October 1, 2012, Forum Energy Technologies, Inc. (the "**Company**") issued a press release announcing that James W. Harris, the Company's Senior Vice President and Chief Financial Officer, will be presenting at the Johnson Rice & Co. Energy Conference to be held on Tuesday, October 2, 2012 at approximately 4:25 p.m. Central Daylight Time at the Hotel Monteleone in New Orleans, Louisiana. A live audio webcast will be available at <http://wsw.com/webcast/jr13/fet/>. The replay of the presentation will be archived in the Investor Relations section of the Company's website at <http://www.f-e-t.com>.

A copy of the press release and the PowerPoint slides that Mr. Harris will present at the conference are furnished herewith as Exhibit 99.1 and Exhibit 99.2, respectively.

The information furnished pursuant to this Item 7.01, including Exhibit 99.1 and Exhibit 99.2, shall not be deemed to be "filed" for purposes of Section 18 of the Securities Exchange Act of 1934 and will not be incorporated by reference into any filing under the Securities Act of 1933 unless specifically identified therein as being incorporated therein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

<u>Exhibit No.</u>	<u>Exhibit Title or Description</u>
99.1	Press Release, October 1, 2012.
99.2	PowerPoint Presentation, October 2, 2012.

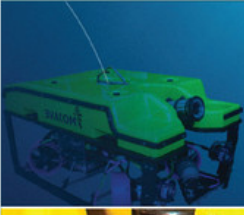
EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Exhibit Title or Description</u>
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EXHIBIT 99.2

Smart Solutions. Powerful Products.



Forum Energy Technologies

Johnson Rice & Co. Energy Conference

Forward Looking Statements



The statements made during this presentation, including the answers to your questions, include information that the Company believes to be forward-looking statements within the meaning of the Private Securities Litigation Reform Act. Forward-looking statements involve risk and uncertainties that may cause actual results or events to differ materially from those expressed or implied in such statements. Those risks include, among other things, matters that the Company has described in its earnings release and in its filings with the Securities and Exchange Commission. The Company does not undertake any ongoing obligation, other than that imposed by law, to publicly update or revise any forward-looking statements to reflect future events, information, or circumstances that arise after this presentation. In addition, this presentation contains time sensitive information that reflects management's best judgment only as of the date of this presentation.

Forum Energy Technologies

Investment Thesis



- **Global oilfield products and equipment company**
- **Leveraged to attractive secular growth trends**
 - Deepwater
 - Well complexity
 - Service intensity
- **Competing in consolidated markets**
- **High percentage of revenue from activity-based, consumable products**
- **Strong platform for growth from multiple avenues**

Markets and Key Customers We Serve

Exposure to multiple large areas of industry spending



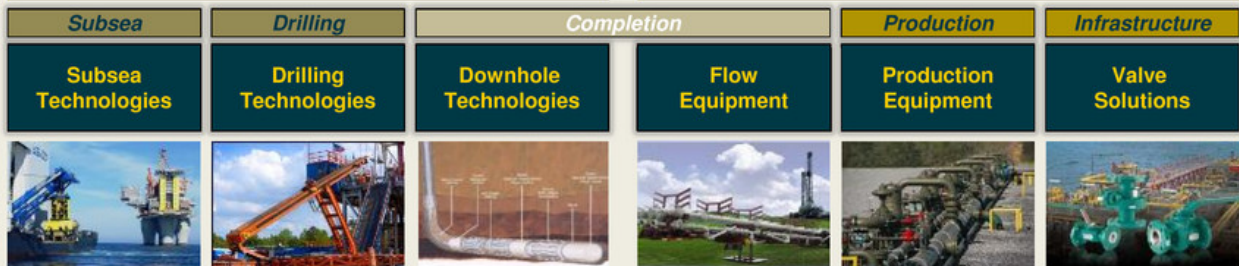
Organization

Drilling and Subsea

- From the reservoir to the wellhead
- On the drilling rig and below the surface

Production and Infrastructure

- From wellhead to the refinery
- In the production and transportation line



- Organized into two divisions, each focused on key industry growth trends
- Six product lines aligned with customers and end-users
- High percentage of revenue from activity-based, consumable products

Deepwater Development

Subsea capital equipment & downhole consumables



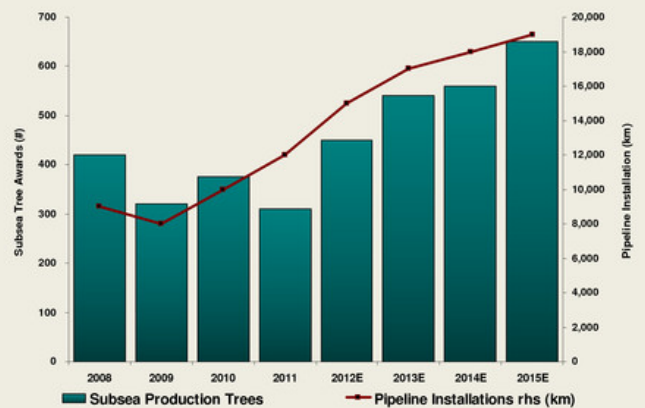
Subsea Technologies

Downhole Technologies



- Leading provider of deepwater remote operating vehicles
- Tooling, components & positioning systems
- Strong secular trends in the deepwater
 - Development activity growth
 - ROV fleet renewal cycle
 - Subsea pipeline, fiber-optic, and offshore windfarms
- Premium provider of offshore, downhole well construction tools

Subsea Infrastructure Growth



Source: Pareto Securities Research, "E&P Survey," August 2012

Increasing Well Complexity

Downhole consumables & drilling rig capital equipment



Downhole Technologies

Drilling Technologies

- **Leading brands of downhole tools**

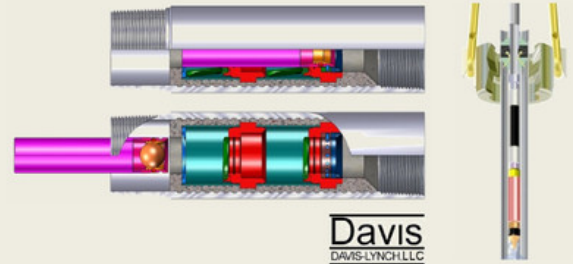
- Davis-Lynch™ cementing tools and Cannon™ protection systems
- Core focus on well integrity

- **Leveraged to well complexity trends**

- Increasing number of highly deviated well paths
- Growth in downhole gauges, injections lines, ESP artificial lift

- **Rig capital equipment focused on tubular handling**

- Rig upgrade and retrofit market
- Increased speed, automation, and safety around tubulars



Davis
DAVIS-LYNCH LLC



Service Intensity

Fracturing consumables & drilling rig consumables



Flow Equipment

Drilling Technologies

- **High wear rate consumables related to well stimulation**

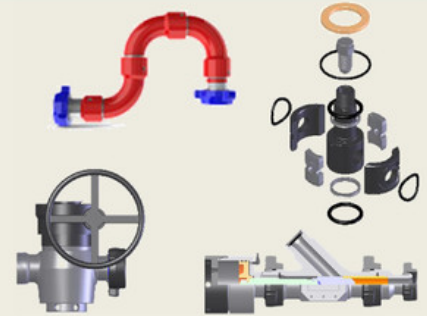
- Replacement treating iron and pressure control valves
- Recertification and refurbishment channel to market

- **Strong service intensity trends**

- “Manufacturing of wells”
- Completion intensity: increasing lateral lengths & stages per well
- Drilling intensity: increasing wells drilled per rig per year

- **Drilling rig consumable products**

- Manual and powered handling tools



Unconventional Infrastructure

Valves & production capital equipment



Valve Solutions

Production Equipment

- **Broad offering of valves**
- **Strong infrastructure tailwinds**
 - Pipeline Safety Act
 - Canadian heavy oil sands process facilities
 - Petrochemical complex revival
- **Oil and liquids need for surface process equipment**
 - Shift to liquids rich and oil basins
 - High revenue per well opportunity



Multi-well Production Systems



Competing in Consolidated Markets

Focused on areas with few large, well capitalized competitors



ROVs & Related Subsea Products & Services

Tubular Handling Tools & Equipment

Downhole Tools

Consumable Flow Iron & Related Services

Surface Production Equipment

Up, Mid, Downstream Valves

SCHILLING
FMC
Subsea Technologies segment (ROVs)

CAMERON
DPS segment

NOV
Rig Technology segment

Weatherford

FMC
Surface Technologies segment

WEIR SPM
Oil & Gas segment

CAMERON
PCS segment (NATCO)

EXTERRAN

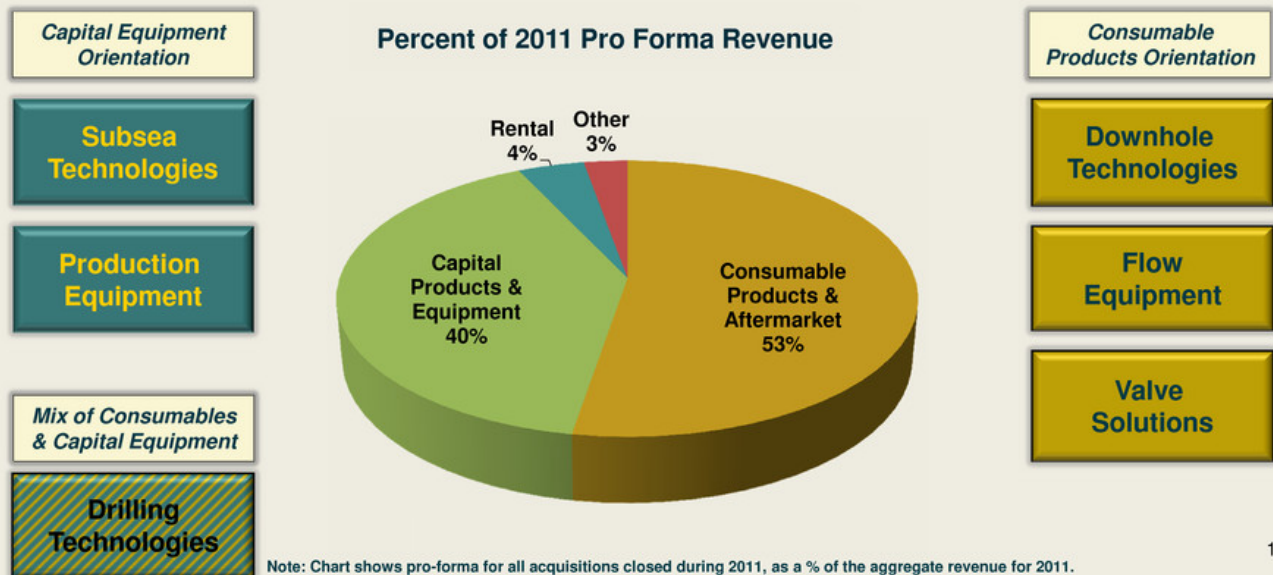
CAMERON
V&M segment

Weighted Towards Consumables

Activity-based revenue drivers



- Products consumed or worn out during the well construction and completion process, or related to the ongoing operation of large energy transmission and processing infrastructure
- Purchases often associated with our customers' operating expense budgets



Growth Company

Focused on organic growth prospects



- **Multiple avenues of growth across our lines of business**
 - Market share gains
 - New product commercialization
 - Geographic expansion: Bakken, Brazil, Australia, etc.
- **Productivity improvements in manufacturing, distribution and supply chain**
- **Long term enhancement of revenue driver mix**
 - Increase international and offshore content
 - Preserve mix of consumable products versus capital equipment
- **Complementary acquisition program**

Focused Acquisition Program

M&A as a strategic core competency

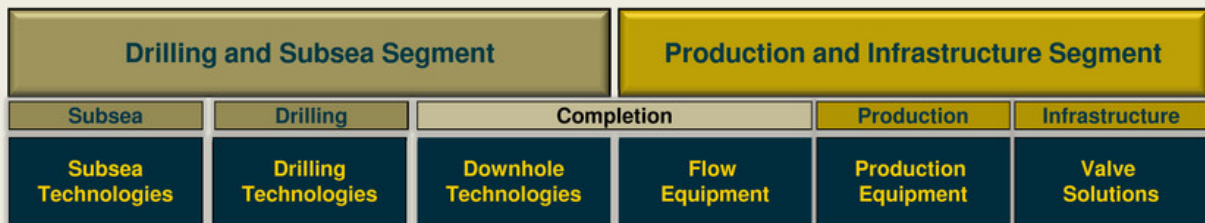


- **Significant acquisition program in 2011**

- Created two **new business lines** to gain exposure to the growth trend in the completions sector
- Extended our subsea and drilling offering with three acquisitions

- **Ongoing program**

- Product line extensions within our existing **six business lines**
- Value oriented with compelling opportunity to enhance acquired business
- Focused on the subsea and completion areas, with emphasis on international market opportunities

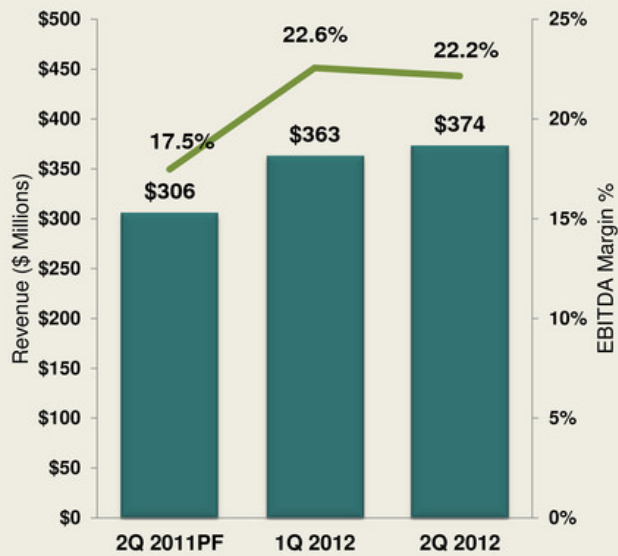


2nd Quarter 2012 Results (unaudited)

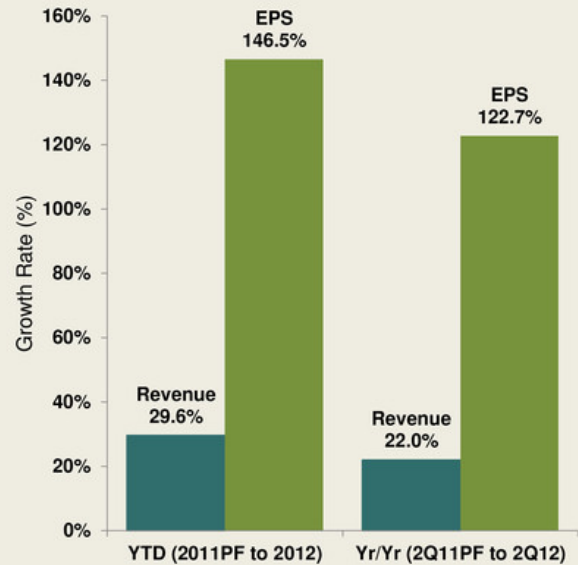
Solid growth with strong margins (\$ Millions)



Quarterly Revenue & EBITDA Margin %



Year/Year Growth: YTD & 2nd Qtr



Note: Pro forma assumes acquisition closed on 1/1/2011, except for EPS, which is as reported. EBITDA is a non-GAAP financial measure. See reconciliation of EBITDA to Net Income in the appendix.

Capitalization

Strong balance sheet to support growth initiatives



- Initial public offering priced on April 11, 2012 and raised \$257 million net proceeds
- Concurrent private placement of \$50 million

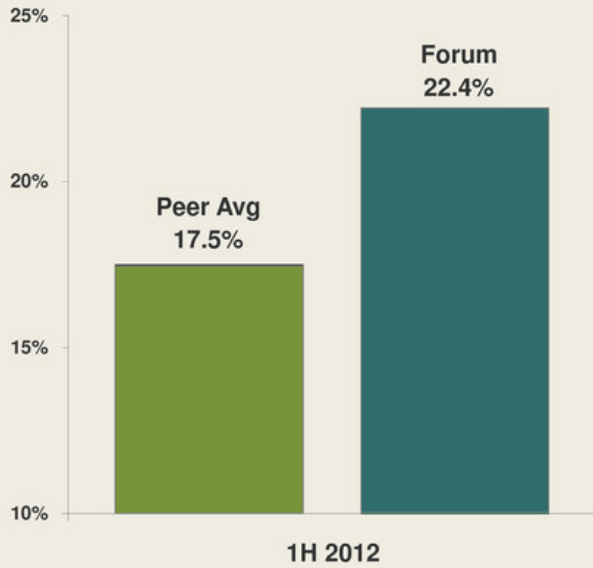
	30-Jun-12
Total Net Capitalization	
Debt	
\$600mm Revolver, Oct 2016	\$61
\$300mm Term Loan, Oct 2016	300
Other debt (cap leases, etc.)	6
Total Bank Debt	\$367
Shareholders Equity	1,063
Total Capitalization	\$1,430
Less: Cash on hand	15
Total Net Capitalization	\$1,415
Common shares outstanding (mm)	86
Credit Statistics	
Net Debt	\$352
Net Capitalization Ratio	25%
Net Debt / TTM EBITDA	1.1x

Competitive Margins & Attractive Valuation

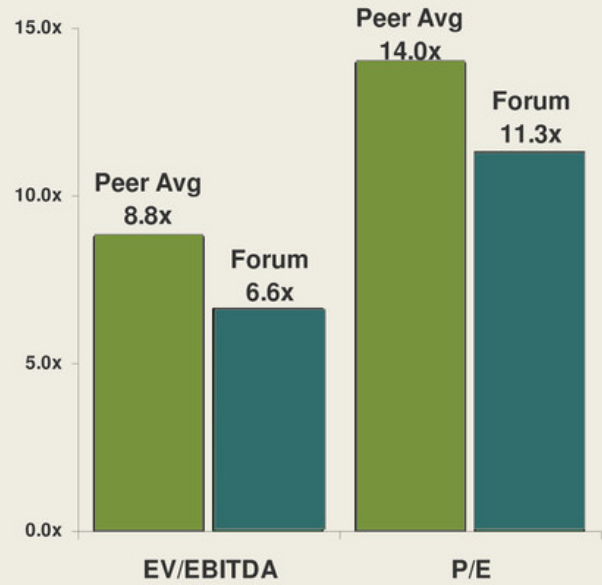
Oilfield equipment & manufacturing peers



1H 2012 EBITDA Margins



Attractive Valuation ('13E consensus)



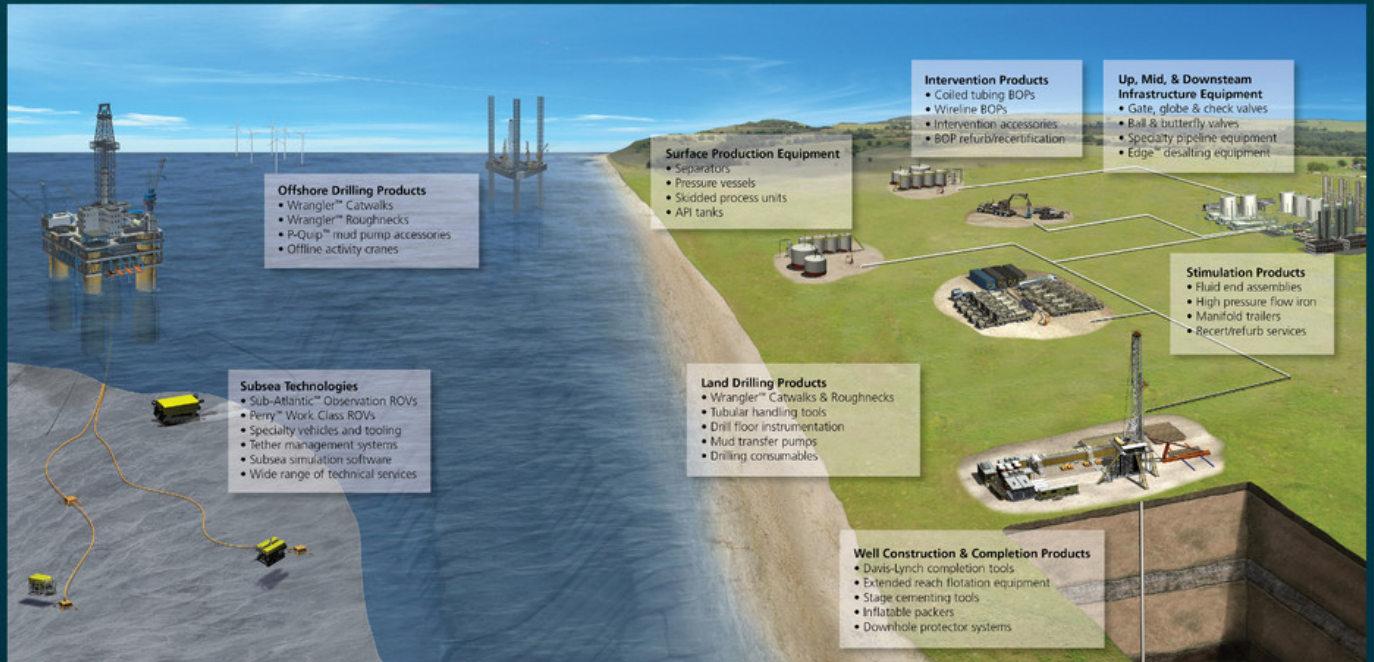
Peer company average consists of the following oilfield equipment companies: CAM, FTI, NOV, FLS, DRC, WEIR, LUFK, DRQ.
Valuation multiples as of closing 26 September 2012. EBITDA is a non-GAAP financial measure; see reconciliation in the appendix.

Summary

Large cap capabilities, small cap growth



- **Global oilfield products and equipment company**
- **Leveraged to attractive secular growth trends**
 - Deepwater
 - Well complexity
 - Service intensity
- **Competing in consolidated markets**
- **High percentage of revenue from activity-based, consumable products**
- **Strong platform for growth from multiple avenues**



Questions?



Smart Solutions. Powerful Products.

VMAX™ Simulation Station



Rescue Submarine



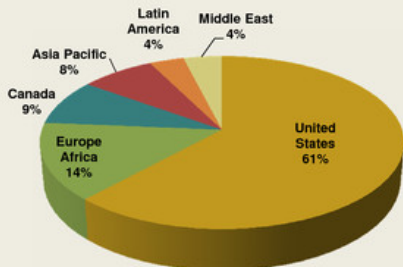
Appendix

Sources of Revenue

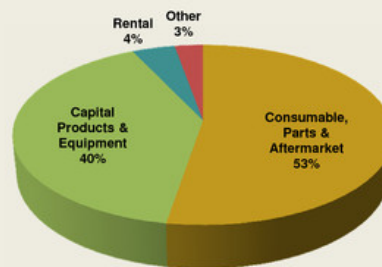
As a percent of 2011 pro forma sales



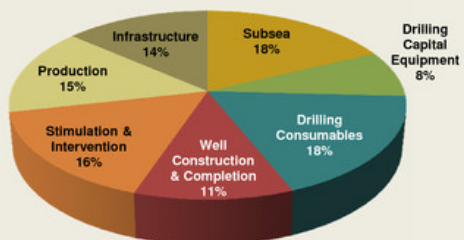
Geography



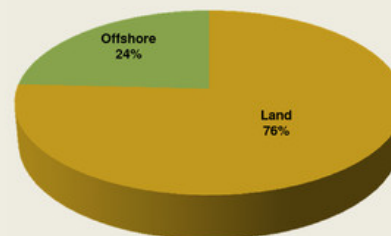
Purchase Cycle



Well Cycle



Land / Offshore



Note: Charts show pro-forma for all acquisitions closed during 2011, as a % of the aggregate revenue for 2011.

Drilling & Subsea Division

Subsea Technologies

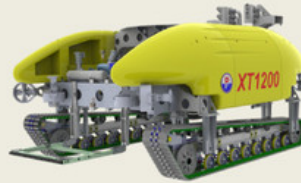


Largest range of ROVs in industry

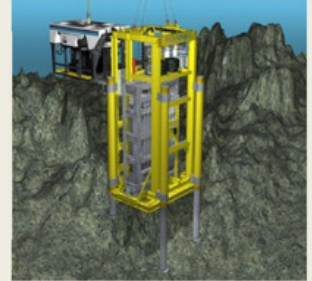
Perry™ and Sub-Atlantic™ ROV Technology



Specialty Vehicles



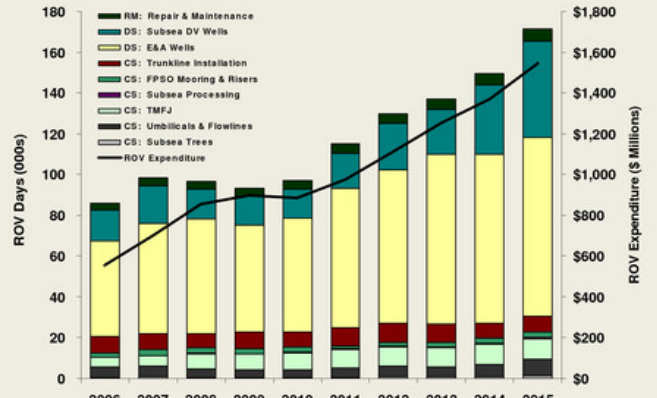
ROVDrill™ Subsea Coring Tool



VMax™ Simulation Systems



Global ROV Market (Douglas Westwood)



Tether Management Systems



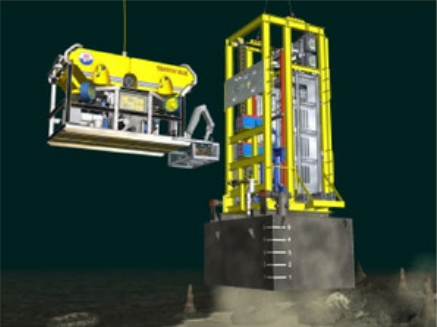
ROV Components



Source: (1) Douglas-Westwood, "The World ROV Market Report 2011-2015"

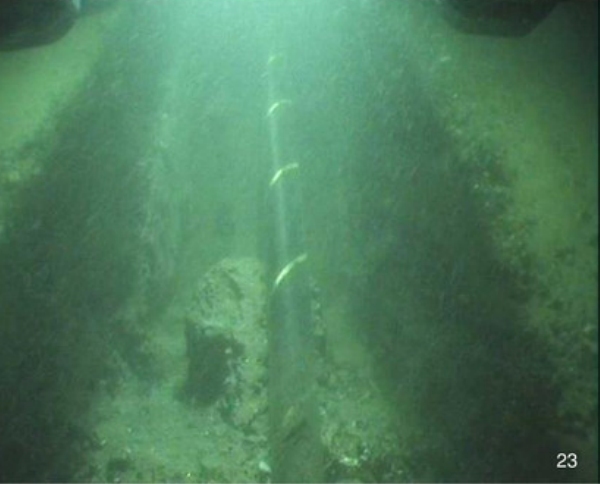
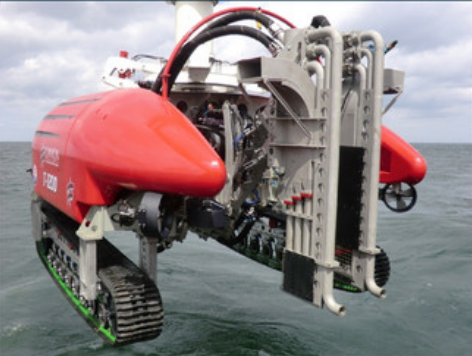
Subsea Technologies

Widest range of remote operating vehicles in the industry



Subsea Technologies

Deployment of the T-1200 Trencher



Drilling & Subsea Division

Drilling Technologies



Mission Critical Drilling Capital Equipment



Wrangler™ Catwalk



Offline Activity Crane



Wrangler™ Roughneck



AMC™ torque machines

Drilling Consumable Product Suite



XL Backsaver



1,000 ton hydraulic elevator



Mousehole tool



125 ton air spider



Casing slip



Drill pipe float valve



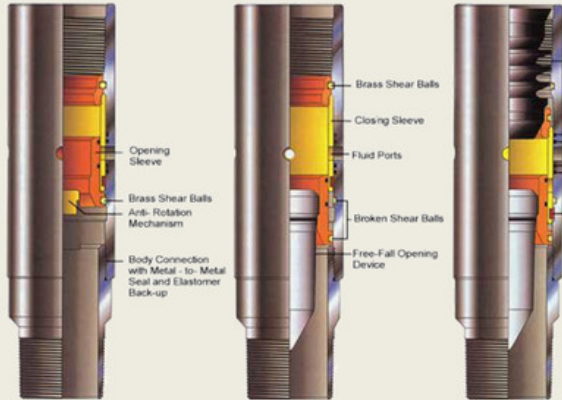
P-Quip™ mud pump
liner retention system



Fluid end parts

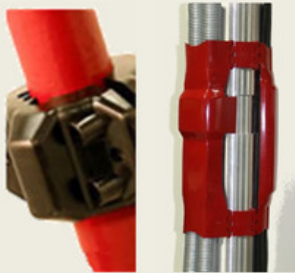
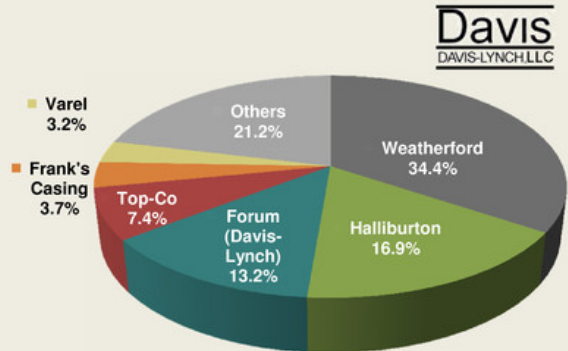
Drilling & Subsea Division

Downhole Technologies



Davis-Lynch™ Casing & Cementing Technology

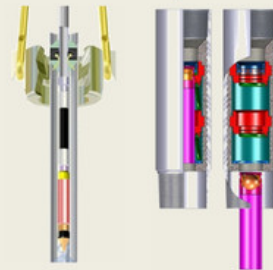
Trusted Name in a Consolidated Market¹



Cannon™ Protection Systems

- Customized and standard
- Control lines for Electric Submersible Pumps ("ESP") and Sub-Surface Safety Valves
- Intelligent well completion installations
- Oil sands gauge protection for "SAG-D" wells

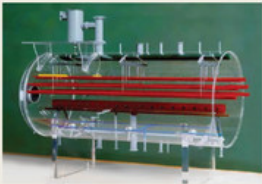
Downhole Completion Tools



Source: (1) Spears & Associates – 2011 "Oilfield Market Report," casing hardware market by revenue.

Production & Infrastructure Division

Production Equipment



Production Equipment

Multi-well production equipment battery for Chevron

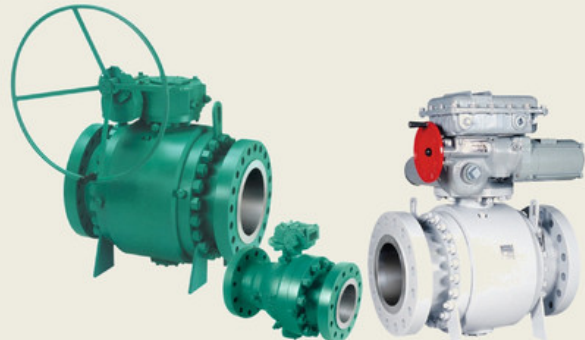
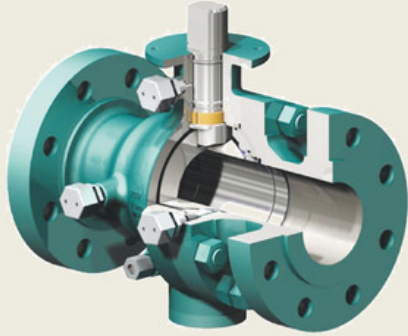


Production & Infrastructure Division

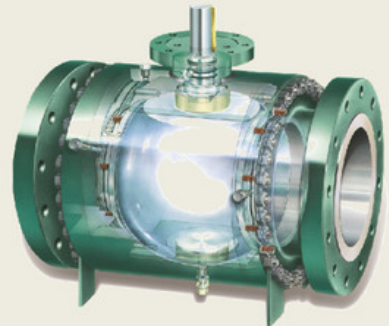
Valve Solutions



Two piece trunnion valves for the shale markets



Specified ball valve of choice for the US Strategic Petroleum Reserve



Preferred valve supplier to leading Canadian oil sands producers

Production & Infrastructure Division

Flow Equipment



Senior Management

Executive team has an average of 30+ yrs of industry experience



- **Cris Gaut, Chairman & CEO**
 - President (Drilling & Evaluation), CFO – Halliburton
 - Co-COO & CFO – ENSCO



- **Charles Jones, President of Drilling and Subsea**
 - President & CEO – Forum Oilfield Technologies
 - COO - Hydril



- **Wendell Brooks, President of Production and Infrastructure**
 - President & CEO – Allied Technology
 - Group Director Well Support – Wood Group



- **James Harris, Chief Financial Officer**
 - CFO – Forum Oilfield Technologies
 - Controller – Baker Hughes



- **Jim McCulloch, General Counsel**
 - General Counsel – GlobalSantaFe

Board of Directors



Cris Gaut, FET Chairman & CEO
– President (Drilling & Evaluation) and CFO – Halliburton
– ENSCO



Evelyn Angelle, Halliburton
– Chief Accounting Officer, Halliburton
– Ernst & Young



David Baldwin, SCF Partners
– Managing Director, SCF Partners
– Union Pacific Drilling



John A. Carrig
– President & COO, ConocoPhillips
– Chief Financial Officer, Conoco Phillips



Mike McShane, Advent International
– President & CEO, Grant Prideco
– BJ Services Company



Franklin Myers
– Chief Financial Officer, Cameron
– General Counsel, Baker Hughes



Louis A. Raspino
– President & CEO, Pride International
– Sr VP & CFO, Grant Prideco



John Schmitz, Select Energy Services
– Chairman & CEO, Select Energy Services
– HEP Oil Company



Terence O'Toole, Tincum
– Managing Member, Tincum Partnership
– Goldman, Sachs & Co.



Andrew L. Waite, SCF Partners
– Managing Director, SCF Partners
– Simmons & Company
– Royal Dutch Shell

Non-GAAP Measures



This presentation contains “non-GAAP financial measures” as defined in Item 10 of Regulation S-K of the Securities Exchange Act of 1934. The non-GAAP financial measures reflect earnings before interest, taxes, depreciation and amortization expense (“EBITDA”). A reconciliation of EBITDA to the most directly comparable financial measures calculated and presented in accordance with Generally Accepted Accounting Principles in the United States (“GAAP”) is included in the appendix of this presentation. The Company believes the presentation of EBITDA is useful to the Company's investors because EBITDA is an appropriate measure of evaluating the Company's operating performance and liquidity that reflects the resources available for strategic opportunities including, among others, investing in the business, strengthening the balance sheet, repurchasing the Company's securities and making strategic acquisitions. In addition, EBITDA is a widely used benchmark in the investment community.

The presentation of this additional information is not meant to be considered in isolation or as a substitute for the Company's financial results prepared in accordance with GAAP.

Reconciliation of Non-GAAP Measures



Forum Energy Technologies, Inc.
Reconciliation of GAAP to non-GAAP financial information

<i>(in thousands of dollars)</i>	Three Months Ended			
	June 30, 2012	June 30, 2011		March 31, 2012
	Actual	Actual	Pro Forma	Actual
EBITDA Reconciliation				
Net Income attributable to common stockholders	\$44.1	\$13.7	\$20.5	\$42.5
Interest expense	3.6	4.4	10.3	5.8
Depreciation and amortization	13.3	8.5	11.8	11.8
Income tax expense	21.7	7.5	11.0	21.9
EBITDA	\$82.7	\$34.1	\$53.5	\$82.0

<i>(in thousands of dollars)</i>	Six Months Ended		
	June 30, 2012	June 30, 2011	
	Actual	Actual	Pro Forma
EBITDA Reconciliation			
Net Income attributable to common stockholders	\$86.6	\$26.1	\$43.0
Interest expense	9.4	7.7	19.5
Depreciation and amortization	25.1	16.4	23.1
Income tax expense	43.6	14.4	22.7
EBITDA	\$164.7	\$64.5	\$108.3

