

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): February 10, 2014

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 February 3, 2014, Forum Energy Technologies, Inc. (the "**Company**") issued a press release announcing that Mr. C. Christopher Gaut, the Company's Chairman and Chief Executive Officer, will be presenting at the 2014 Credit Suisse Energy Summit in Vail, Colorado on February 11, 2014.

Materials to be used during Mr. Gaut's presentation are furnished herewith as Exhibit 99.1. The presentation materials will also be available in the Investor Relations section of the Company's website at <http://www.f-e-t.com> for 30 days following the event.

The information furnished pursuant to this Item 7.01, including Exhibit 99.1, 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. The Company expressly disclaims any obligation to update the presentation materials or any other information posted on or available through its website, and cautions that the information set forth therein is only accurate as of the date indicated on such materials.

**Item 9.01 Financial Statements and Exhibits.**

**(d) Exhibits.**

<u>Exhibit No.</u>	<u>Exhibit Title or Description</u>
99.1	Investor Presentation, 2014 Credit Suisse Energy Summit.

**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 thereunto duly authorized.

**FORUM ENERGY TECHNOLOGIES, INC.**

Date: February 10, 2014

By: /s/ James L. McCulloch  
James L. McCulloch  
Senior Vice President, General Counsel and Secretary

EXHIBIT INDEX

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# 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. This presentation may contain Non-GAAP financial measures. A reconciliation to the most directly comparable GAAP measure is included in the appendix to this presentation. A copy of this presentation will be available on our website at [www.f-e-t.com](http://www.f-e-t.com) for 30 days following the conference.

# Forum Energy Technologies

## Strategy Themes



- **Global oilfield, manufactured products and equipment company**
- **Leveraged to attractive secular growth trends**
  - Deepwater / Subsea
  - Drilling / Well Construction
  - Production / Completion / Infrastructure
- **Develop strong brands and market position**
- **High percentage of revenue from activity-based, consumable products**
- **Strong platform for growth from multiple avenues**

# Markets & Customers



## Full Well Cycle Exposure

Subsea Construction & Development	Drilling	Well Construction & Completion	Stimulation & Intervention	Production	Infrastructure
					

## Key Customers & Business Drivers

Offshore Construction	Drilling Contractors	Service Companies E&P Operators	E&P Operators	Upstream, Midstream & Downstream
Subsea Activity 20%	Rig Count 30%	Well Count 35%		Valves 15%

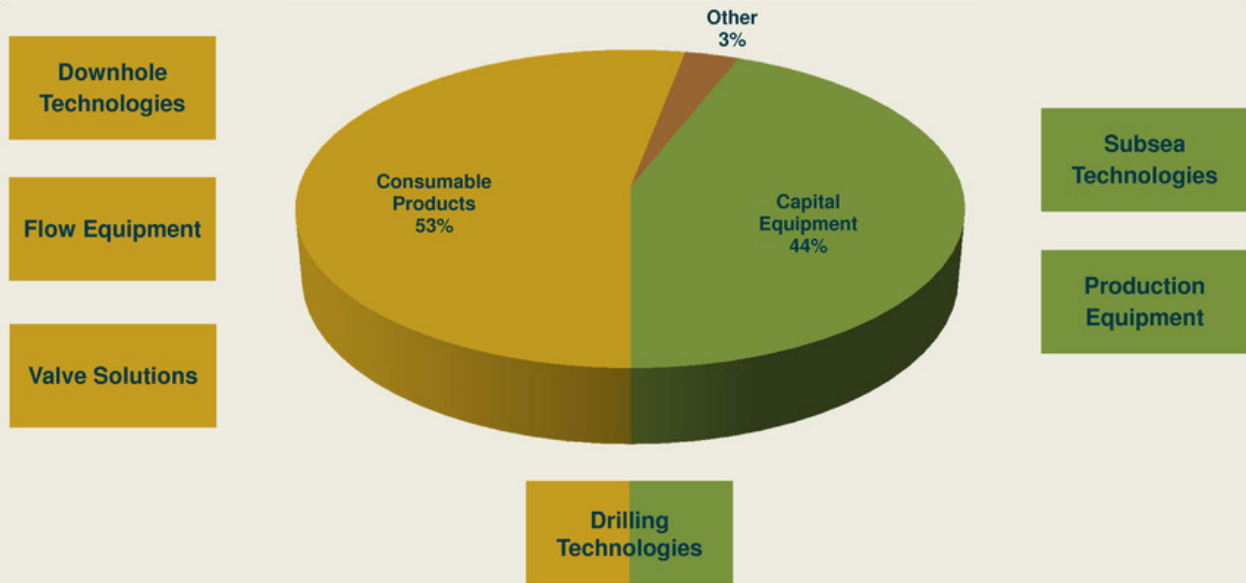


# Weighted Towards Consumables

## Activity-based revenue drivers

- High percentage of revenue from activity-based, consumable products
- Purchases often associated with our customers' operating expense budgets

Percent of 2013 Revenue



# Expansion for Growth

- **Fallbrook Central Campus, Houston**
- **Manufacturing**
  - Drilling, LA
  - Production Equipment, OK
  - Dynacon Subsea, TX
- **Distribution**
  - Multi-Product Line, Singapore
  - Multi-Product Line, Dubai
  - Subsea, Batam
  - Davis-Lynch, Houston



Broussard Manufacturing



Elmore City Manufacturing



Fallbrook Campus

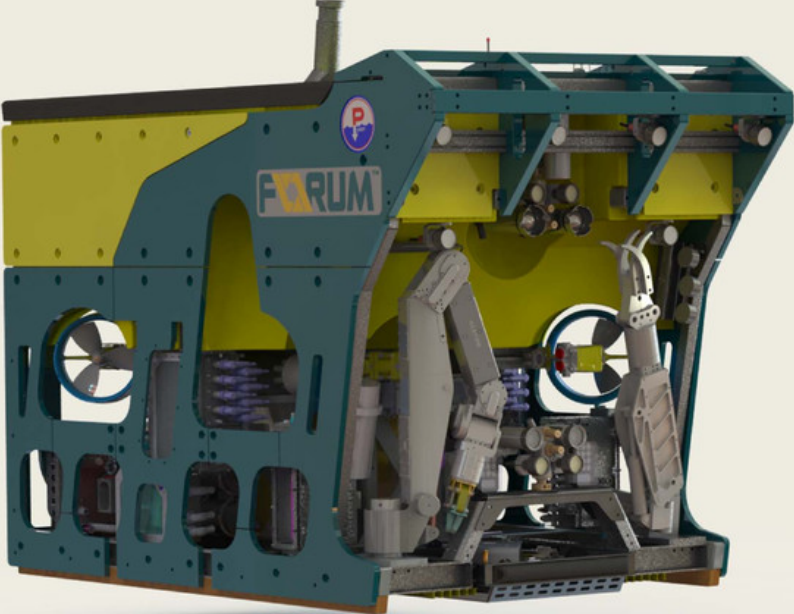


Batam Workshop & Warehouse

# 2014 Objectives

- **Revenue enhancements**
  - Market share gains – international and offshore
  - New product commercialization
    - Next generation ROV
    - Multi-well pad production facility
    - CT BOP
- **Margin improvement / operational performance**
  - Manufacturing processes
  - Supply chain efficiencies
  - Service company growth - 35% in 2013
  - Quality management systems
  - Forecasting accuracy
- **Organizational structure / transitioning**
  - COO
  - Six SVP's
- **Complementary acquisition program**

# Next Generation ROV



# Focused Acquisition Strategy

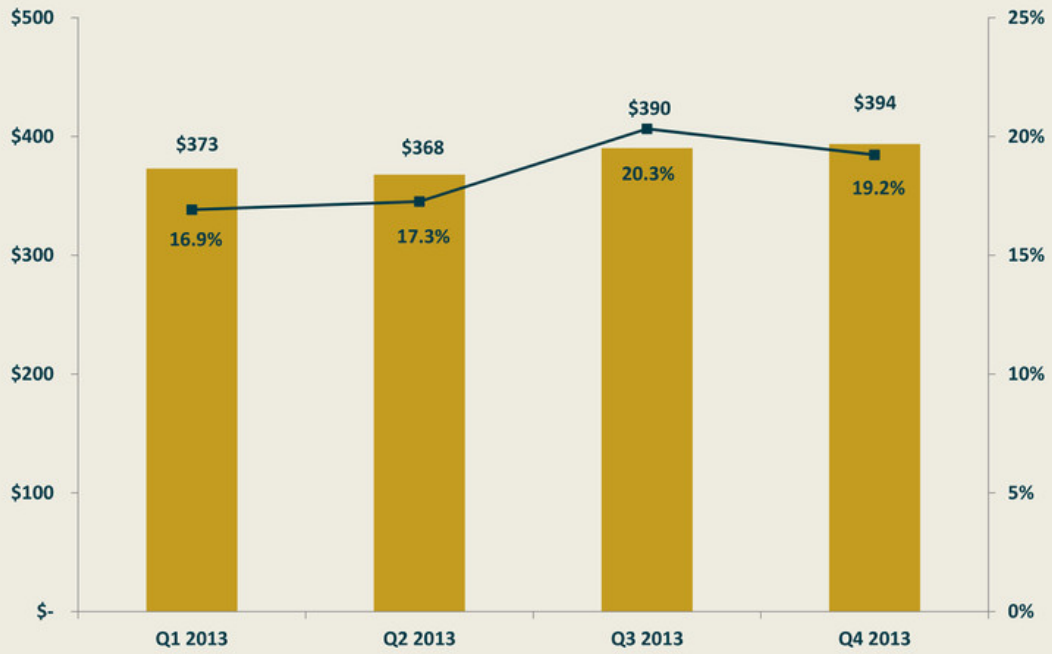
Global oilfield, manufactured products	✓	✓	✓	✓	✓	✓	✓
Leveraged to attractive secular growth trends	✓	✓	✓	✓	✓	✓	✓
Strong brand and market position	✓	✓	✓	✓			✓
Activity-based, consumable products	✓	✓			✓	✓	
High Growth	✓	✓	✓	✓	✓	✓	✓
International Expansion	✓	✓	✓	✓	✓	✓	✓

# 4<sup>th</sup> Quarter 2013 Results (unaudited)

(\$ millions)



### Quarterly Revenue & Adj. EBITDA Margin %



Note: EBITDA is a non-GAAP financial measure. See reconciliation of EBITDA to Net Income in the appendix.

# Product Line Revenue Growth

(\$ millions)



Product Line	2012	2013	2014 Growth	Product Line Drivers
Drilling Technologies	\$ 434	\$ 462	↑	B+V, jackup market, ME & LA, flat US rig count
Subsea Technologies	250	316	↑	Deepwater rigs, subsea activity & infrastructure
Downhole Technologies	142	162	↑	Footage drilled, international share gains
Production Equipment	227	251	↔	Well count, new competitors
Valve Solutions	211	211	↔	Pipeline, midstream and downstream expansion
Flow Equipment	151	123	↑	Frac demand, stage count
Total	<u>\$ 1,415</u>	<u>\$ 1,525</u>	<u>↑</u>	

# Capitalization

Strong balance sheet to support growth initiatives



- Senior notes offering completed in Q4 2013
- \$151 million of free cash flow in 2013

(\$mm)	12/31/13	12/31/12
<b>Capitalization</b>		
6.25% Senior unsecured notes due October 2021	\$ 403	\$ -
Senior secured revolving credit facility	108	122
Term loan	-	296
Other debt (cap leases, etc.)	2	2
Total debt	\$ 513	\$ 421
Total equity	\$ 1,331	\$ 1,162
Total capitalization	\$ 1,844	\$ 1,583
Less: cash & cash equivalents	\$ 40	\$ 41
Total net capitalization	\$ 1,804	\$ 1,542
<b>Credit Statistics</b>		
Credit rating (S&P / Moody's)	BB / Ba3	n/a
Net debt	\$ 473	\$ 380
Net Debt / Capitalization	26%	24%
Net debt / EBITDA PF	1.7x	1.3x

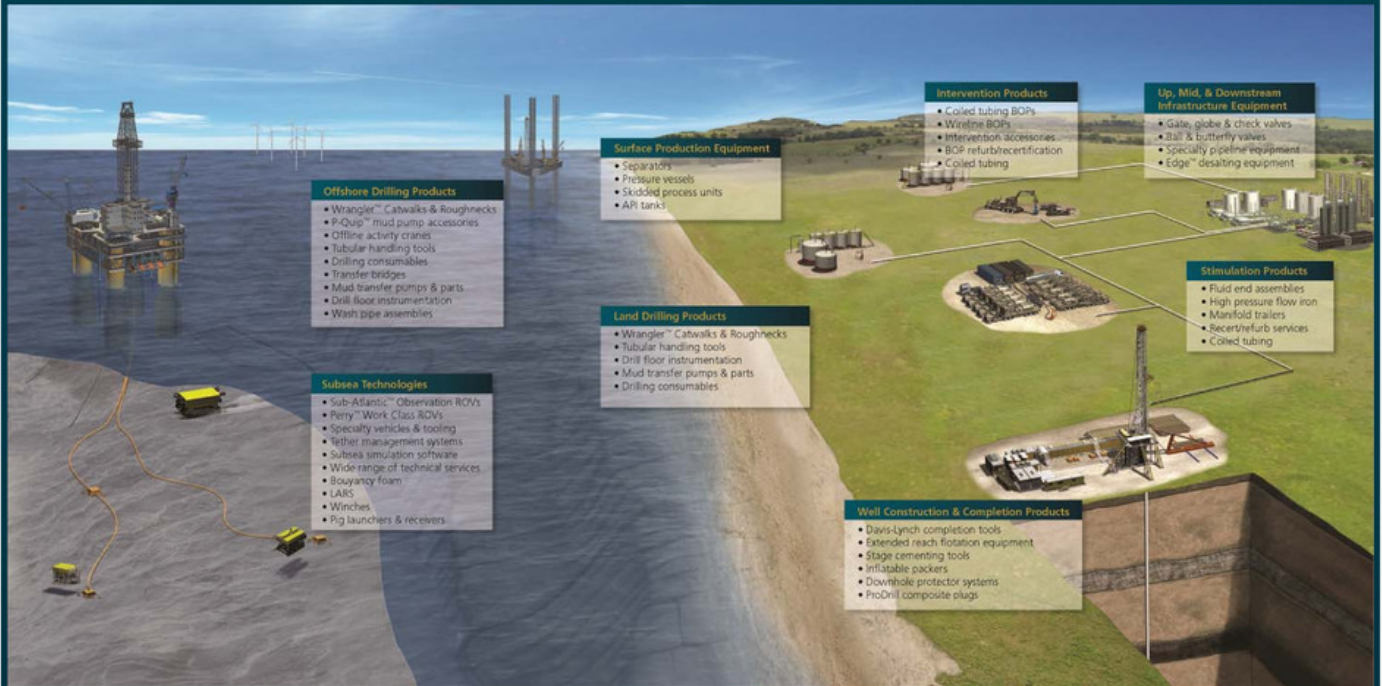


# Summary

*Large cap capabilities, small cap growth*



- **Global oilfield, manufactured products and equipment company**
- **Leveraged to attractive secular growth trends**
  - Deepwater / Subsea
  - Drilling / Well Construction
  - Production / Completion / Infrastructure
- **Develop strong brands and market position**
- **High percentage of revenue from activity-based, consumable products**
- **Strong platform for growth from multiple avenues**



- Offshore Drilling Products**
- Wrangler™ Catwalks & Roughnecks
  - P-Quip™ mud pump accessories
  - Offshore activity cranes
  - Tubular handling tools
  - Drilling consumables
  - Transfer bridges
  - Mud transfer pumps & parts
  - Drill floor instrumentation
  - Wash pipe assemblies

- Subsea Technologies**
- Sub-Atlantic™ Observation ROVs
  - Perry™ Work Class ROVs
  - Specialty vehicles & tooling
  - Tether management systems
  - Subsea simulation software
  - Wide range of technical services
  - Buoyancy foam
  - LARS
  - Winches
  - Pig launchers & receivers

- Surface Production Equipment**
- Separators
  - Pressure vessels
  - Skid-leg process units
  - API tanks

- Land Drilling Products**
- Wrangler™ Catwalks & Roughnecks
  - Tubular handling tools
  - Drill floor instrumentation
  - Mud transfer pumps & parts
  - Drilling consumables

- Intervention Products**
- Coiled tubing BOPs
  - Wireline BOPs
  - Intervention accessories
  - BOP refurb/recertification
  - Coiled tubing

- Up, Mid, & Downstream Infrastructure Equipment**
- Gate, globe & check valves
  - Ball & butterfly valves
  - Specialty pipeline equipment
  - Edge™ desalting equipment

- Stimulation Products**
- Fluid end assemblies
  - High pressure flow iron
  - Manifold trailers
  - Recert/refurb services
  - Coiled tubing

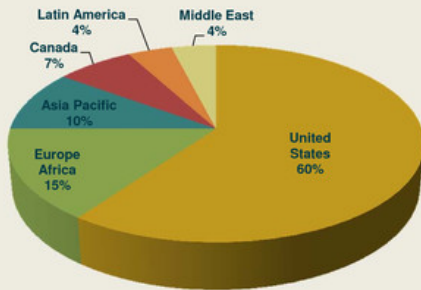
- Well Construction & Completion Products**
- Davis-Lynch completion tools
  - Extended reach flotation equipment
  - Stage cementing tools
  - Inflatable packers
  - Downhole protector systems
  - ProDrill composite plugs

Questions?

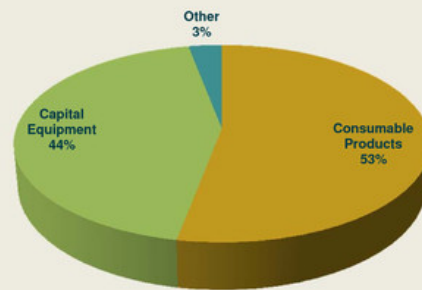
# Sources of Revenue

As a percent of 2013 sales

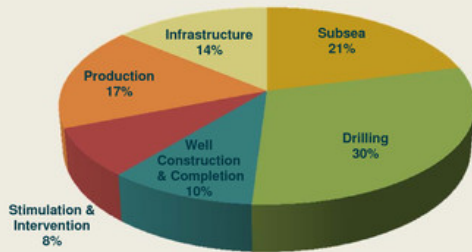
### Geography



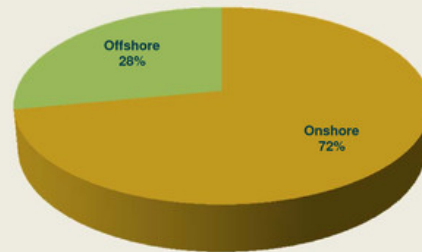
### Purchase Cycle



### Well Cycle



### Onshore / Offshore



# Drilling & Subsea Division

## Subsea Technologies



Largest range of ROVs in industry

Perry™ and Sub-Atlantic™ ROV Technology



VMax™ Simulation Systems

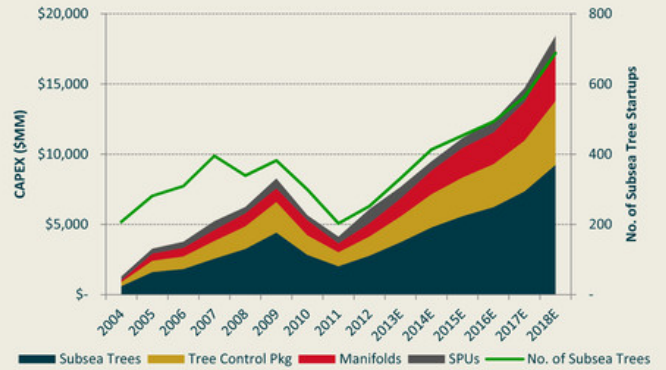


Tether Management Systems



ROV Components

### Subsea Capex (\$MM) & Subsea Tree Start-ups



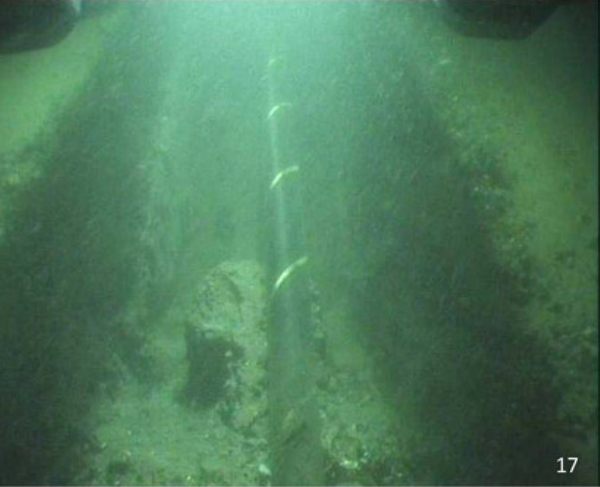
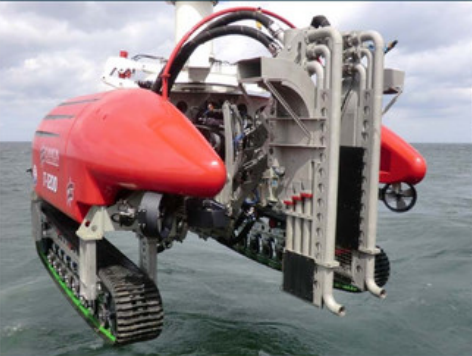
Source: Quest Offshore



Launch & Recovery Systems

# Subsea Technologies

## Deployment of the T-1200 Trencher



# Drilling & Subsea Division

## Drilling Technologies



### Mission Critical Drilling Capital Equipment



Wrangler™ Catwalk



Offline Activity Crane



Blohm + Voss Oil Tools  
FLOORHAND™



AMC™ torque machines

### Drilling Consumable Product Suite



XL Backsaver



125 ton air spider



P-Quip™ mud  
pump liner  
retention system



1,000 ton hydraulic elevator



Casing slip



Merrimac  
Mud Pump  
Fluid End



Mousehole tool



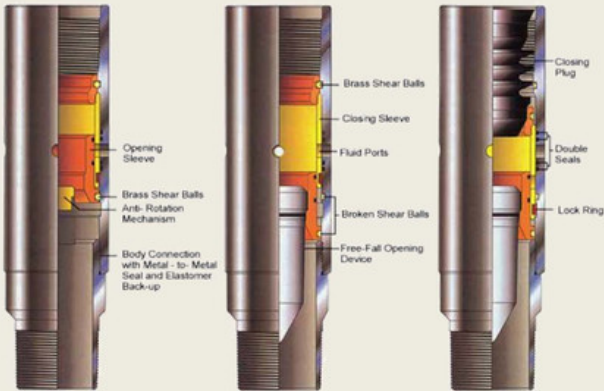
Drill pipe  
float valve



Coiled Tubing  
BOP

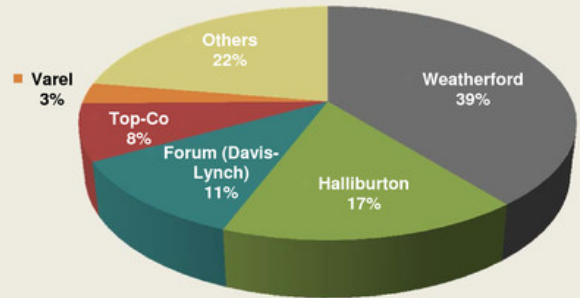
# Drilling & Subsea Division

## Downhole Technologies



**Davis-Lynch™ Casing & Cementing Technology**

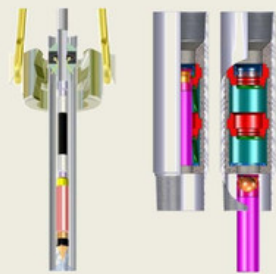
### Trusted Name in a Consolidated Market<sup>1</sup>



**Cannon™ Protection Systems**



**Wireline Composite Frac Plugs**



**Downhole Completion Tools**

1) Spears & Associates – 2012 "Oilfield Market Report," casing hardware market by revenue.

# Production & Infrastructure Division

Production Equipment



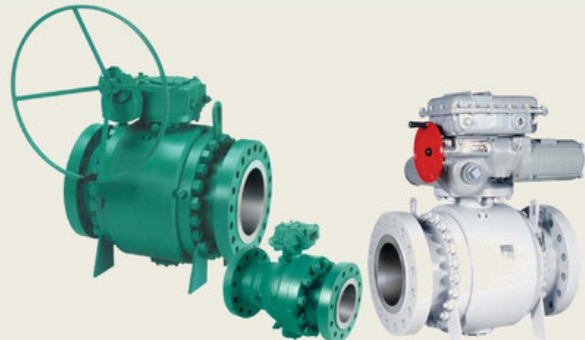
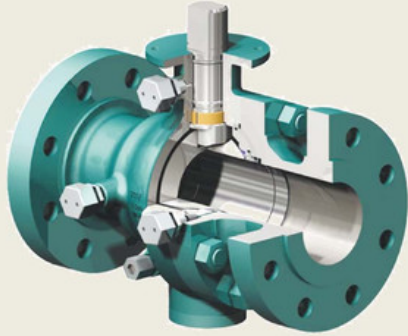


# Production & Infrastructure Division

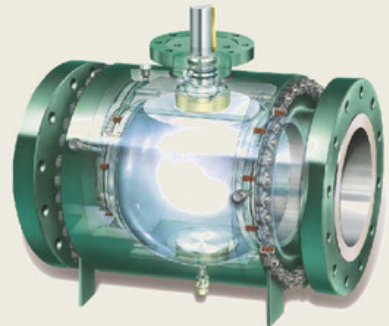
Valve Solutions



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



# Production & Infrastructure Division

Global Tubing JV



# 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



- **Prady Iyyanki, COO**

- President & CEO – GE Turbomachinery Equipment
- President & CEO – GE Gas Engines



- **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



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



**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



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

# Reconciliation of Non-GAAP Measures



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

<i>(\$ millions)</i>	Actual					
	Q1 2013	Q2 2013	Q3 2013	Q4 2013	FY 2013	FY 2012
<b>EBITDA Reconciliation</b>						
Net Income attributable to common stockholders	\$ 32	\$ 30	\$ 33	\$ 35	\$ 130	\$ 152
Interest expense	3	3	4	8	18	16
Depreciation and amortization	14	14	16	17	61	52
Income tax expense	15	14	14	14	57	71
Contingent consideration expense (benefit)	-	-	-	-	-	(5)
Impairment of intangible assets	-	-	-	-	-	1
Transaction expenses	-	2	1	-	3	2
Restructuring charges	-	-	9	1	10	1
Loss / (gain) on FX, net	(1)	1	2	1	3	2
<b>Adj. EBITDA</b>	<b>\$ 63</b>	<b>\$ 64</b>	<b>\$ 79</b>	<b>\$ 76</b>	<b>\$ 282</b>	<b>\$ 292</b>

