

SCF VI LP
Form 4
February 26, 2013

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
SIMMONS L E

2. Issuer Name and Ticker or Trading Symbol
FORUM ENERGY TECHNOLOGIES, INC. [FET]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
600 TRAVIS STREET, SUITE 6600
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/22/2013

____ Director _____ 10% Owner
____ Officer (give title below) _____ Other (specify below)
Member of Group

HOUSTON, TX 77002

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
____ Form filed by One Reporting Person
X Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | | | | | 15,267,456 | I | By SCF-V, L.P. (1) |
| Common Stock | | | | | 4,284,147 | I | By SCF 2012A, L.P. (1) |
| Common Stock | | | | | 8,929,530 | I | By SCF-VI, L.P. (1) |
| Common Stock | | | | | 2,457,286 | I | By SCF 2012B, |

| | | | | | | | | |
|--------------|------------|---|-----------|---|---------|------------|---|--|
| Common Stock | 02/22/2013 | X | 4,227,358 | A | \$ 8.92 | 14,411,028 | I | L.P. ⁽¹⁾ By SCF-VII, L.P. ⁽¹⁾ |
|--------------|------------|---|-----------|---|---------|------------|---|--|

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

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 control number.

SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | | | Date Exercisable Expiration Date | Title Amount |
| | | | | | | | Number of Shares |
| Common Stock Warrants | \$ 8.92 | 02/22/2013 | | X | 3,253,706 | 08/02/2010 10/17/2014 | Common Stock 2,160 |
| Common Stock Warrants | \$ 8.92 | 02/22/2013 | | X | 3,112,366 | 06/29/2011 10/17/2014 | Common Stock 2,060 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-----------------|
| | Director | 10% Owner | Officer | Other |
| SIMMONS L E 600 TRAVIS STREET SUITE 6600 HOUSTON, TX 77002 | | X | | Member of Group |
| SIMMONS L E & ASSOCIATES INC 600 TRAVIS STREET SUITE 6600 HOUSTON, TX 77002 | | X | | Member of Group |
| SCF V LP 600 TRAVIS STREET SUITE 6600 HOUSTON, TX 77002 | | X | | Member of Group |

| | | |
|--|---|-----------------|
| SCF-V, G.P., Limited Partnership 600 TRAVIS STREET SUITE 6600 HOUSTON, TX 77002 | X | Member of Group |
| SCF VI LP 600 TRAVIS STREET SUITE 6600 HOUSTON, TX 77002 | X | Member of Group |
| SCF-VI, G.P., Limited Partnership 600 TRAVIS STREET SUITE 6600 HOUSTON, TX 77002 | X | Member of Group |
| SCF-VII, L.P. 600 TRAVIS STREET SUITE 6600 HOUSTON, TX 77002 | X | Member of Group |
| SCF-VII, G.P., Limited Partnership 600 TRAVIS STREET SUITE 6600 HOUSTON, TX 77002 | X | Member of Group |

Signatures

L.E. Simmons 02/26/2013

__Signature of
Reporting Person

Date

Explanation of Responses:

* 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).

LE Simmons is President and sole member of the board of directors of LE Simmons & Associates Inc, a Delaware corporation (LESA), which is the sole general partner of each of SCFV, GP, LLC (SCFVGPLLC), SCFVI, GP, Limited Partnership (SCFVIGP) and SCFVII, GP Limited Partnership (SCFVIIIGP), SCF 2012A, LP and SCF 2012B, LP, each of which are Delaware limited partnerships.

- (1) Additionally, SCFVGPLLC is the sole general partner of SCFV, LP (SCFV), SCFVIGP is the sole general partner of SCFVI, LP (SCFVI) and SCFVIIIGP is the sole general partner of SCFVII, LP (SCFVII), Collectively, LESA, SCF 2012A, LP, SCF 2012B, LP, SCFVGP LLC, SCFVIGP, SCFVIIIGP, SCFV, SCFVI and SCFVII are the Reporting Entities. Based on the reporting person's affiliation with the Reporting Entities, LE Simmons may be deemed to beneficially own all of the shares of common stock of the Issuer beneficially owned or deemed to be beneficially owned by the Reporting Entities.

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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