

FLOTEK INDUSTRIES INC/CN/  
Form 8-K  
April 29, 2015

**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): April 24, 2015**

**Flotek Industries, Inc.**

**(Exact name of registrant as specified in its charter)**

**Delaware**  
**(State or other jurisdiction**  
  
**of incorporation)**

**001-13270**  
**(Commission**  
  
**File Number)**

**90-0023731**  
**(IRS Employer**  
  
**Identification No.)**

**10603 W. Sam Houston Pkwy N., Suite 300**

**Houston, Texas**  
**(Address of principal executive offices)**

**77064**  
**(Zip Code)**

**Registrant's telephone number, including area code: (713) 849-9911**

**Not applicable**

**(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))

**Item 5.07 Submission of Matters to a Vote of Security Holders.**

On April 24, 2015, Flotek Industries, Inc. (the Company) held its 2015 annual meeting of stockholders (the Annual Meeting). At the Annual Meeting, the stockholders elected all of the Company's nominees for director, approved the compensation of the Company's named executive officers, and ratified the appointment of Hein & Associates LLP as the Company's independent auditors for the fiscal year ending December 31, 2015.

A total of 48,739,981 shares of the Company's common stock were present at the meeting in person or by proxy, which represented approximately 89% of the outstanding shares of the Company's common stock as of March 5, 2015, the record date for the Annual Meeting.

(1) Proposal One: Election of directors to serve until the next annual meeting of stockholders of the Company or until their successors are duly elected and qualified, or until their earlier resignation or removal. Each director was elected as follows:

| Name             | For        | Withheld  | Broker Non-Votes |
|------------------|------------|-----------|------------------|
| John W. Chisholm | 39,690,428 | 511,246   | 8,538,307        |
| Kenneth T. Hern  | 40,130,708 | 70,966    | 8,538,307        |
| John S. Reiland  | 40,014,264 | 187,410   | 8,538,307        |
| L.V. Bud McGuire | 40,122,624 | 79,050    | 8,538,307        |
| L. Melvin Cooper | 40,131,910 | 69,764    | 8,538,307        |
| Carla S. Hardy   | 34,037,507 | 6,164,167 | 8,538,307        |
| Ted D. Brown     | 40,132,941 | 68,733    | 8,538,307        |

(2) Proposal Two: Advisory Vote on Executive Compensation. The compensation of the Company's named executive officers was approved, on an advisory basis, as follows:

| For        | Against | Abstain | Broker Non-Votes |
|------------|---------|---------|------------------|
| 39,374,505 | 289,265 | 537,904 | 8,538,307        |

(3) Proposal Three: Ratification of appointment of Hein & Associates LLP as the Company's independent auditors for the fiscal year ending December 31, 2015. The appointment of Hein & Associates LLP was ratified as follows.

| For        | Against | Abstain |
|------------|---------|---------|
| 48,688,710 | 19,780  | 31,491  |

**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.

**FLOTEK INDUSTRIES, INC.**

Date: April 29, 2015

By: /s/ H. Richard Walton  
H. Richard Walton  
Executive Vice President and Chief Financial Officer