

Mosing D. Keith
Form 4
May 02, 2018

FORM 4

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Mosing D. Keith

2. Issuer Name **and** Ticker or Trading
Symbol

FRANK'S INTERNATIONAL N.V.
[FI]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

10260 WESTHEIMER RD.

(Street)

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

05/01/2018

☐ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

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

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

HOUSTON, TX 77042

(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, par value Euro 0.01 per share	05/01/2018		M		18,204	A	11
					2,120,264		D
Common stock, par value Euro 0.01 per share					33,024	I	Held by Child
Common stock, par					33,024	I	Held by Child

value Euro
0.01 per
share

Common
stock, par
value Euro
0.01 per
share

50,000

I

Held by
Spouse

Common
stock, par
value Euro
0.01 per
share

6,370,920

I

See
footnote (2)

Common
stock, par
value Euro
0.01 per
share

440,185

I

See
footnote (3)

Common
stock, par
value Euro
0.01 per
share

89,596

I

See
footnote (4)

Common
stock, par
value Euro
0.01 per
share

31,785,600

I

See
footnote (5)

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)	8. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number

Restricted Stock Unit	(1)	05/01/2018	M	18,204	(6)	(6)	Common Stock	18,204
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of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Mosing D. Keith 10260 WESTHEIMER RD. HOUSTON, TX 77042	X	X		

Signatures

/s/ D. Keith Mosing, by Joshua K. Hancock, as
Attorney-in-Fact

05/02/2018

**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).

- (1) Restricted stock units ("RSUs") convert into common stock on a one-for-one basis as annual compensation to the non-employee members of the Board of Supervisory Directors.

As of May 1, 2018, the Donald Keith Mosing Family Partnership, Ltd ("DKM PL") directly owns 6,370,920 shares of Frank's

- (2) International N.V.'s common stock, par value Euro 0.01 per share (the "Common Stock"). DKM PL is controlled by Donald Keith Mosing, in his capacity as its general partner and trustee of its other general partner, Donald Keith Mosing Revocable Trust.

The 440,185 shares reported are owned directly by the 2015 Mosing Family Delaware Trust f/b/o Keith Mosing, of which Donald Keith

- (3) Mosing is the investment advisor. Mr. Mosing disclaims beneficial ownership of the Common Stock owned by the trust, except to the extent of his pecuniary interest therein.

The 89,596 shares reported are owned directly by the By-Pass Corporate Stock Trust u/l/w Janice P. Mosing f/b/o Donald Keith Mosing,

- (4) of which Donald Keith Mosing is the trustee. Mr. Mosing disclaims beneficial ownership of the Common Stock owned by the trust, except to the extent of his pecuniary interest therein.

The 31,785,600 shares of common stock reported are owned directly by Mosing Holdings, LLC. D. Keith Mosing is the Chairman,

- (5) President and Chief Executive Officer of Mosing Holdings, LLC. Accordingly, Mr. Mosing may be deemed to beneficially own shares of Common Stock owned by Mosing Holdings, LLC. Mr. Mosing disclaims beneficial ownership of the Common Stock owned by Mosing Holdings, LLC, except to the extent of his pecuniary interest therein.

- (6) On May 19, 2017, the reporting person was granted 18,204 RSUs, which vested in full on May 1, 2018.

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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