

Mosing D. Keith  
 Form 4  
 May 01, 2019

**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 \*  
 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)  
 05/01/2019

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

HOUSTON, TX 77042  
 (City) (State) (Zip)

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

**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 Ownership (Instr. 4) |               |
|---|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|---------------|
|   |                                      |  |                                | (A) or (D)  | Price   |  |                                   |               |
|   |                                      |  |                                | Code  | V   | Amount   |                                   |               |
| Common stock, par value Euro 0.01 per share | 05/01/2019                           |  | M                              | 19,947  | A   | 11   | 4,275,329                         | D             |
| Common stock, par value Euro 0.01 per share |                                      |  |                                |   |   |  | 33,024                            | I             |
|   |                                      |  |                                |   |   |  |                                   | Held by Child |
| Common stock, par value Euro 0.01 per share |                                      |  |                                |   |   |  | 33,024                            | I             |
|   |                                      |  |                                |   |   |  |                                   | Held by Child |

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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

1,100,462 I

See  
footnote (3)

Common  
stock, par  
value Euro  
0.01 per  
share

223,991 I

See  
footnote (4)

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.**

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(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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Restricted Stock Unit                      | <u>(1)</u>   | 05/01/2019                           |  | M                              | 19,947  | <u>(5)</u> <u>(5)</u>                                    | Common Stock  | 19,947                        |

## Reporting Owners

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

## Signatures

/s/ D. Keith Mosing, by Joshua K. Hancock, as Attorney-in-Fact 05/01/2019

\_\_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, 2019, the Donald Keith Mosing Family Partnership, Ltd ("DKM PL") directly owns 6,370,920 shares of Frank's 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.
- (3) The 1,100,462 shares reported are owned directly by the 2015 Mosing Family Delaware Trust f/b/o Keith Mosing, of which Donald Keith 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.
- (4) The 223,991 shares reported are owned directly by the By-Pass Corporate Stock Trust u/l/w Janice P. Mosing f/b/o Donald Keith Mosing, 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.
- (5) On May 23, 2018, the reporting person was granted 19,947 RSUs, which vested in full on May 1, 2019.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.