

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 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person ProFrac Holding Corp.			2. Issuer Name and Ticker or Trading Symbol FLOTEK INDUSTRIES INC/CN/ [FTK]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)				
(Last) 333 SHOPS BLVD., SUITE 301	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/17/2022							
(Street) WILLOW PARK, TX 76087			4. If Amendment, Date Original Filed (Month/Day/Year)			6. Individual or Joint/Group Filing (Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> 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			

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

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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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	V	(A)	(D)	Date Exercisable	Expiration Date					Title
10% Convertible PIK Notes (1) (2) (3)	\$ 1.0881 (4) (5)	05/17/2022		P		50,000,000		05/17/2022(4)(5)	05/17/2023(4)(5)	Common Stock	45,950,604 (6)	(7)	50,000,000	I (1) (2) (3)	By ProFrac Holdings, LLC (1) (2) (3)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ProFrac Holding Corp. 333 SHOPS BLVD., SUITE 301 WILLOW PARK, TX 76087		X		
ProFrac Holdings, LLC 333 SHOPS BLVD., SUITE 301 WILLOW PARK, TX 76087		X		

Signatures

ProFrac Holding Corp., By: /s/ Robert J. Willette, Chief Legal Officer		05/20/2022
Signature of Reporting Person		Date
ProFrac Holdings, LLC, By: /s/ Robert J. Willette, Chief Legal Officer		05/20/2022
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) ProFrac Holdings, LLC, a Texas limited liability company ("ProFrac Holdings"), directly holds the securities of the Issuer. ProFrac Holding Corp., a Delaware corporation, as the sole managing member of ProFrac Holdings, has exclusive voting and investment control over the securities of the Issuer held by ProFrac Holdings, and therefore may be deemed to beneficially own such securities.
- (2) Each Reporting Person disclaims beneficial ownership of all securities reported herein except to the extent of its respective pecuniary interest therein, and the filing of this Form 4 shall not be construed as an admission that any such Reporting Person is the beneficial owner of any securities covered by this Form 4.
- (3) Reflects the acquisition by ProFrac Holdings from the Issuer of \$50,000,000 in principal amount of 10% Convertible PIK Notes of the Issuer (the "Notes") in connection with the closing of a Securities Purchase Agreement dated as of February 16, 2022 (the "Securities Purchase Agreement").
- (4) Subject to earlier conversion in accordance with their terms, the entire outstanding and unpaid principal balance of the Notes, plus any accrued and unpaid interest thereon, will become due and payable on May 17, 2023 (the "Maturity Date") in a number of shares of the Issuer's Common Stock, par value \$0.0001 per share ("Common Stock"), equal to the quotient obtained by dividing (a) the amount of such outstanding principal and accrued and unpaid interest through the date immediately prior to the Maturity Date, by (b) the lesser of (i) \$1.088125 (the "Conversion Price") and (ii) \$0.8705, in each case, subject to certain anti-dilution adjustments in accordance with their terms.

- Subject to the terms and conditions of the Notes, all or any portion of the outstanding principal and accrued and unpaid interest owing under the Notes may be converted at the election of ProFrac Holdings at any time
- (5) into a number of shares of Common Stock equal to the quotient obtained by dividing (a) the amount of such outstanding aggregate principal amount plus accrued and unpaid interest through the date immediately prior to the date of conversion, by (b) the Conversion Price.
 - (6) This number represents the number of shares of Common Stock issuable upon conversion of the Notes if ProFrac Holdings elects to convert the Notes based on the aggregate principal amount of the Notes identified in footnote 3 above, not including the conversion of any accrued but unpaid interest on any Notes, and the Conversion Price applicable to the Notes (as described in footnote 5 above).
 - (7) Pursuant to the Securities Purchase Agreement, the Notes were issued to ProFrac Holdings in consideration of the execution and delivery by ProFrac Services, LLC, an indirect subsidiary of ProFrac Holdings ("ProFrac Services"), of an amendment to that certain Chemical Supply Agreement by and between ProFrac Services and Flotek Chemistry, LLC, the Issuer's wholly-owned subsidiary, dated as of February 2, 2022.

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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