

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): June 26, 2012

FORUM ENERGY TECHNOLOGIES, INC.
(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation or organization)

001-35504
(Commission
File Number)

61-1488595
(I.R.S. Employer
Identification No.)

920 Memorial City Way, Suite 1000
Houston, Texas 77024
(Address of principal executive offices and zip code)

Registrant's telephone number, including area code: (281) 949-2500

(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 (see General Instruction A.2. below):

- 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 7.01 Regulation FD Disclosure.

On June 26, 2012 at approximately 3:00 p.m. Pacific Daylight Time, Cris Gaut, Chairman and Chief Executive Officer of Forum Energy Technologies, Inc., will be presenting at the Global Hunter Securities 100 Energy Conference to be held at the InterContinental Hotel in San Francisco, California.

The PowerPoint slides that Mr. Gaut will present at the Conference are furnished herewith as Exhibit 99.1.

The information furnished pursuant to this Item 7.01, including Exhibit 99.1, shall not be deemed to be "filed" for purposes of Section 18 of the Securities Exchange Act of 1934 and will not be incorporated by reference into any filing under the Securities Act of 1933 unless specifically identified therein as being incorporated therein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

<u>Exhibit No.</u>	<u>Exhibit Title or Description</u>
99.1	PowerPoint Presentation, June 26, 2012.

EXHIBIT INDEX

Exhibit No.

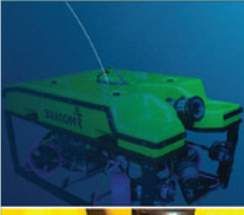
Exhibit Title or Description

99.1

PowerPoint Presentation, June 26, 2012.



Smart Solutions. Powerful Products.



Forum Energy Technologies

*Global Hunter Securities 100 Energy Conference
26 June 2012*

Forward Looking Statements



The statements made during this presentation, including the answers to your questions, include information that we believe to be forward-looking statements within the meaning of the Private Securities Litigation Reform Act. Forward-looking statements involve risk and uncertainties that may cause actual results or events to differ materially from those expressed or implied in such statements. Those risks include, among other things, matters that we have described in our earnings release and in our filings with the Securities and Exchange Commission. We do not undertake any ongoing obligation, other than that imposed by law, to publicly update or revise any forward-looking statements to reflect future events, information, or circumstances that arise after this presentation. In addition, this presentation contains time sensitive information that reflects management's best judgment only as of the date of this presentation.

Forum Energy Technologies

Investment Thesis



- **Global oilfield products and equipment company**
- **Leveraged to attractive secular growth trends**
 - Deepwater
 - Well complexity
 - Service intensity
- **Competing in consolidated markets**
- **High percentage of revenue from activity-based, consumable products**
- **Strong platform for growth from multiple avenues**

Markets and Key Customers We Serve

Exposure to multiple large areas of industry spending



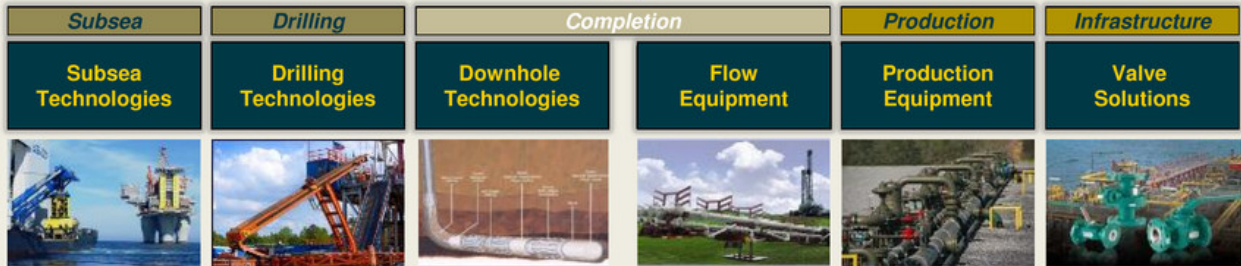
Organization

Drilling and Subsea

- From the reservoir to the wellhead
- On the drilling rig and below the surface

Production and Infrastructure

- From wellhead to the refinery
- In the production and transportation line



- Organized into two divisions, each focused on key industry growth trends
- Six product lines aligned with customers and end-users
- Balanced mix of capital equipment and consumable products

Deepwater Development

Subsea capital equipment & downhole consumables



Subsea Technologies

Downhole Technologies

- **Leading provider of deepwater remote operating vehicles**
 - Construction class; observation class; specialty vehicles
- **Subsea tooling, components and positioning systems**
- **Strong secular trends in the deepwater**
 - Development activity → growing subsea well count
 - ROV fleet renewal cycle
 - Subsea pipeline, fiber-optic, and offshore windfarms
- **Premium provider of offshore, downhole well construction tools**



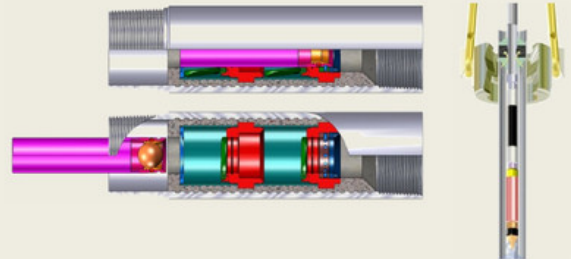
Increasing Well Complexity

Downhole consumables & drilling rig capital equipment



Downhole Technologies

Drilling Technologies



- **Leading brands of downhole tools**

- Davis-Lynch™ cementing tools and Cannon™ protection systems
- Core focus on well integrity



- **Leveraged to well complexity trends**

- Increasing number of highly deviated well paths
- Growth in downhole gauges, injections lines, ESP artificial lift

- **Rig capital equipment focused on tubular handling**

- Rig upgrade and retrofit market
- Increased speed, automation, and safety around tubulars



Service Intensity

Fracturing consumables & drilling rig consumables



Flow Equipment

Drilling Technologies

- **High wear rate consumables related to well stimulation**

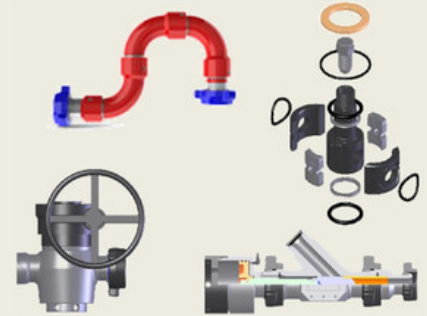
- Replacement treating iron and pressure control valves
- Recertification and refurbishment channel to market

- **Strong service intensity trends**

- “Manufacturing of wells”
- Completion intensity: increasing lateral lengths & stages per well
- Drilling intensity: increasing wells drilled per rig per year

- **Drilling rig consumable products**

- Manual and powered handling tools



Unconventional Infrastructure

Valves & production capital equipment



Valve Solutions

Production Equipment

- **Broad offering of valves**
- **Strong infrastructure tailwinds**
 - Pipeline Safety Act
 - Canadian heavy oil sands process facilities
 - Petrochemical complex revival
- **Oil and liquids need for surface process equipment**
 - Shift to liquids rich and oil basins
 - High revenue per well opportunity



Competing in Consolidated Markets

Focused on areas with few large, well capitalized competitors



ROVs & Related Subsea Products & Services

Tubular Handling Tools & Equipment

Downhole Tools

Consumable Flow Iron & Related Services

Surface Production Equipment

Up, Mid, Downstream Valves

SCHILLING
FMC
Subsea Technologies segment (ROVs)

CAMERON
DPS segment

NOV
Rig Technology segment

Weatherford

FMC
Surface Technologies segment

WEIR SPM
Oil & Gas segment

CAMERON
PCS segment (NATCO)

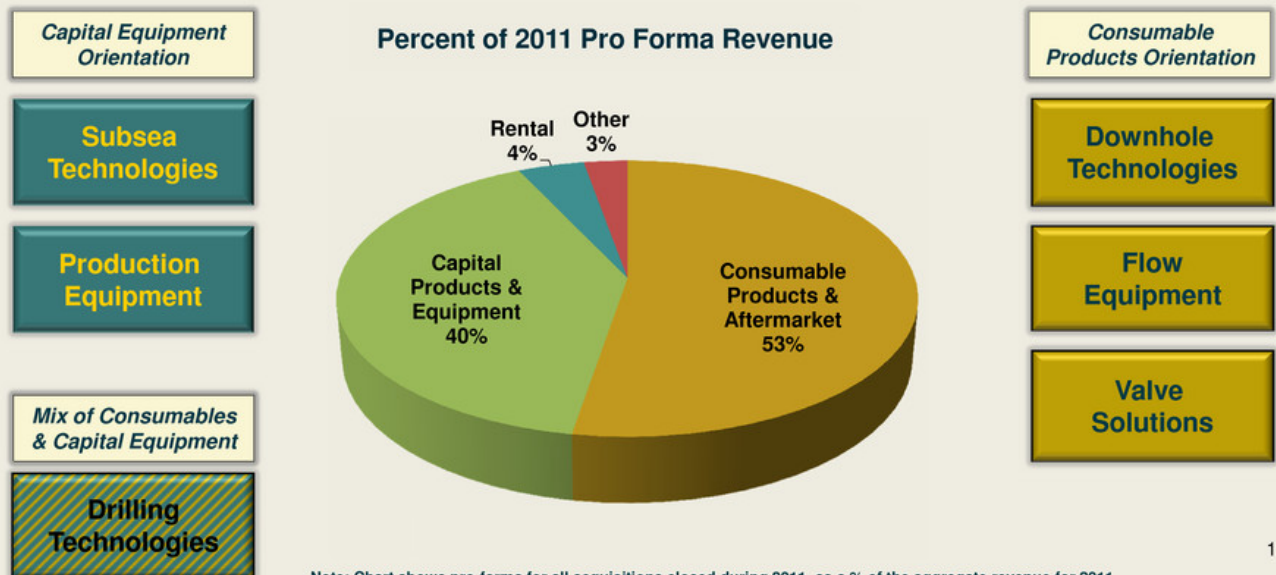
CAMERON
V&M segment

Weighted Towards Consumables

Activity-based revenue drivers



- Products consumed or worn out during the well construction and completion process, or related to the ongoing operation of large energy transmission and processing infrastructure
- Purchases often associated with our customers' operating expense budgets



Note: Chart shows pro-forma for all acquisitions closed during 2011, as a % of the aggregate revenue for 2011.

Growth Company

Focused on organic growth prospects



- **Multiple avenues of growth across our lines of business**
 - Market share gains
 - New product commercialization
 - Geographic expansion: Bakken, Brazil, Australia, etc.
- **Productivity improvements in manufacturing, distribution and supply chain**
- **Long term enhancement of revenue driver mix**
 - Increase international and offshore content
 - Preserve mix of consumable products versus capital equipment
- **Complementary acquisition program**

Focused Acquisition Program

M&A as a strategic core competency

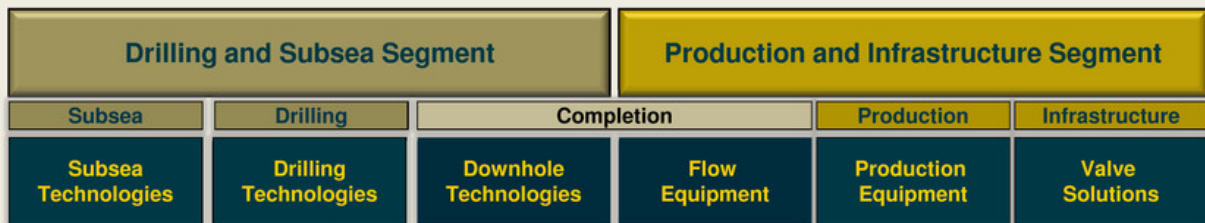


- **Significant acquisition program in 2011**

- Created two **new business lines** to gain exposure to the growth trend in the completions sector
- Extended our subsea and drilling offering with three acquisitions

- **Ongoing efforts**

- Product line extensions within our existing **six business lines**
- Value oriented with compelling opportunity to enhance acquired business
- Focused on the subsea and completion areas

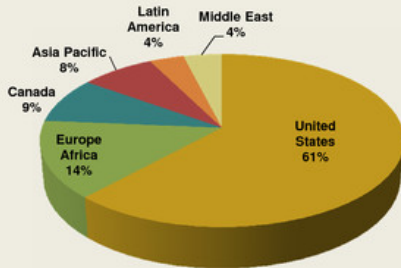


Sources of Revenue

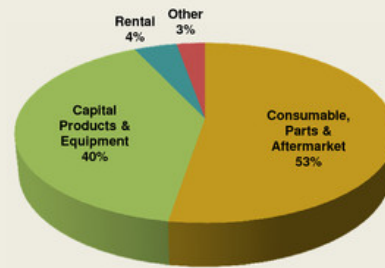
As a percent of 2011 pro forma sales



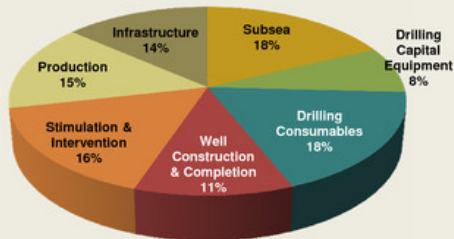
Geography



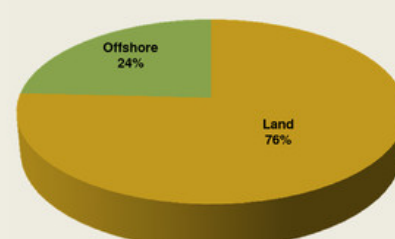
Purchase Cycle



Well Cycle



Land / Offshore



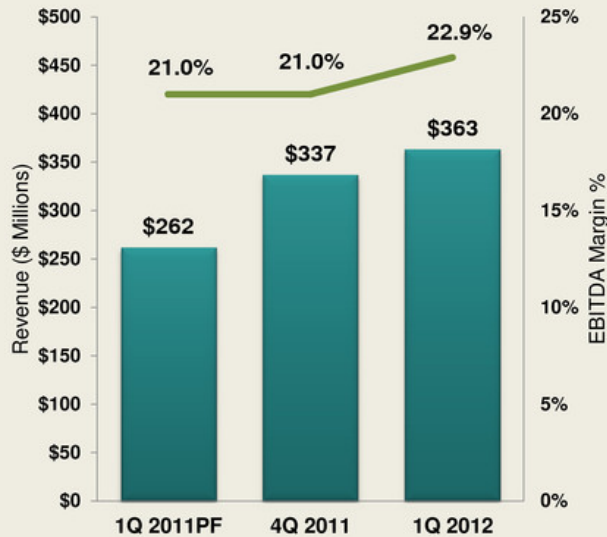
Note: Charts show pro-forma for all acquisitions closed during 2011, as a % of the aggregate revenue for 2011.

1st Quarter 2012 Results

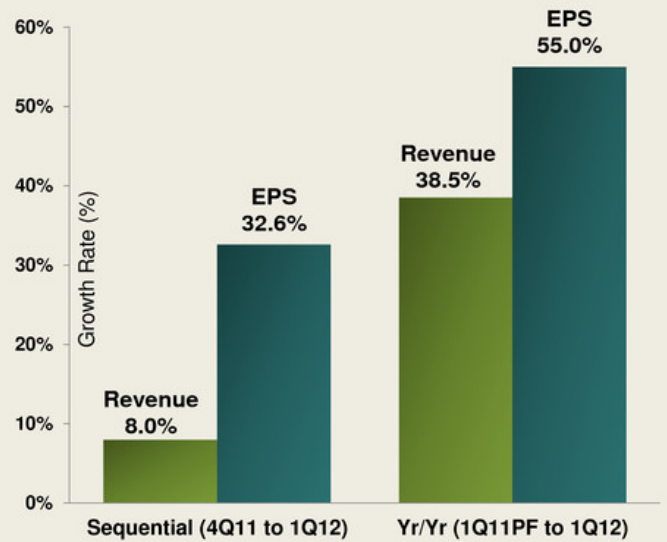
Strong growth with improving margins (\$ Millions)



Quarterly Revenue & Adj. EBITDA Margin



Strong Growth: Sequentially & Year/Year



Note: Pro forma assumes acquisition closed on 1/1/2011. EBITDA is a non-GAAP financial measure. See reconciliation of EBITDA to Net Income in the appendix. Adj EBITDA removes transaction expenses and non-cash contingent consideration expenses (1Q'11: \$0.3MM, 4Q'11: \$6.3MM, 1Q'12: \$1.4MM).

Post-IPO Capitalization

Strong balance sheet to support growth initiatives



- Initial public offering priced on April 11, 2012 and raised \$258 million net proceeds
- Concurrent private placement of \$50 million

<u>Capitalization</u>	<u>31-Mar-12</u>	<u>Adjustment</u>	<u>Pro Forma⁽¹⁾</u>
Debt			
\$600mm Revolver, Oct 2016	\$355	(\$308)	\$47
\$300mm Term Loan, Oct 2016	300		300
Other Debt	1		1
Total debt	\$655		\$347
Shareholders Equity	713	308	1,021
Total Capitalization	\$1,368		\$1,368
Less: Cash on hand	16		16
Total Net Capitalization	\$1,352		\$1,352
Diluted shares outstanding (mm)	75	17	92
Credit Statistics			
Net Debt	\$639		\$332
Net Capitalization Ratio	47%		25%
Net Debt / TTM EBITDA	2.1x		1.1x

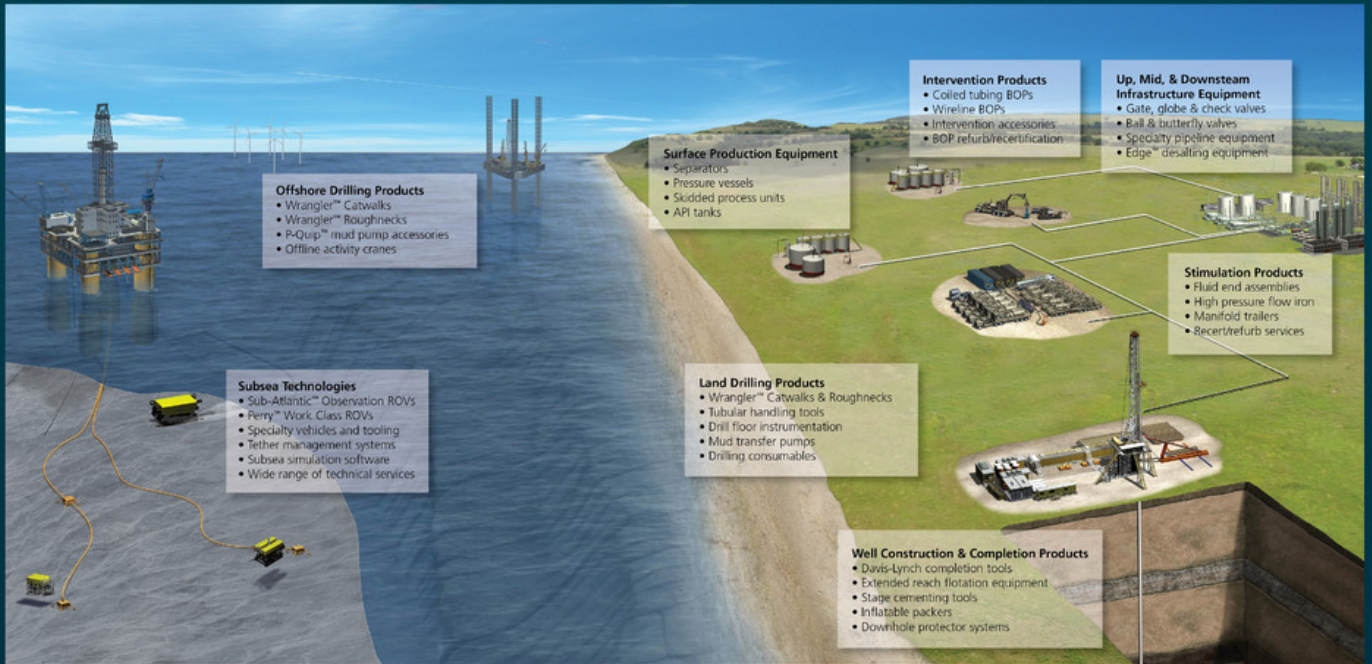
(1) Pro Forma net debt equals debt less cash on hand for the quarter ended 3/31/2012, less the net proceeds raised from the IPO and concurrent private placement

Summary

Large cap capabilities, small cap growth



- **Global oilfield products and equipment company**
- **Leveraged to attractive secular growth trends**
 - Deepwater
 - Well complexity
 - Service intensity
- **Competing in consolidated markets**
- **High percentage of revenue from activity-based, consumable products**
- **Strong platform for growth from multiple avenues**



Offshore Drilling Products

- Wrangler™ Catwalks
- Wrangler™ Roughnecks
- P-Q-UP™ mud pump accessories
- Offline activity cranes

Subsea Technologies

- Sub-Atlantic™ Observation ROVs
- Perry™ Work Class ROVs
- Specialty vehicles and tooling
- Tether management systems
- Subsea simulation software
- Wide range of technical services

Surface Production Equipment

- Separators
- Pressure vessels
- Skidded process units
- API tanks

Land Drilling Products

- Wrangler™ Catwalks & Roughnecks
- Tubular handling tools
- Drill floor instrumentation
- Mud transfer pumps
- Drilling consumables

Intervention Products

- Coiled tubing BOPs
- Wireline BOPs
- Intervention accessories
- BOP refurb/recertification

Up, Mid, & Downstream Infrastructure Equipment

- Gate, globe & check valves
- Ball & butterfly valves
- Specialty pipeline equipment
- Edge™ descaling equipment

Stimulation Products

- Fluid end assemblies
- High pressure flow iron
- Manifold trailers
- Recert/refurb services

Well Construction & Completion Products

- Davis-Lynch completion tools
- Extended reach flotation equipment
- Stage cementing tools
- Inflatable packers
- Downhole protector systems

Questions?



Smart Solutions. Powerful Products.

VMAX™ Simulation Station



Rescue Submarine



Appendix

Drilling & Subsea Division

Subsea Technologies

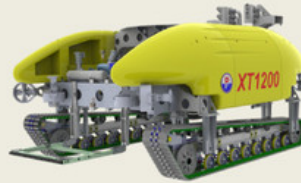


Largest range of ROVs in industry

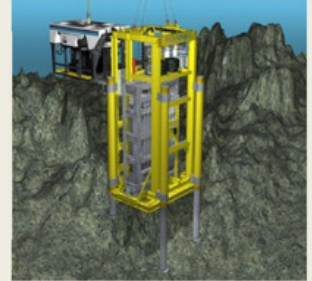
Perry™ and Sub-Atlantic™ ROV Technology



Specialty Vehicles



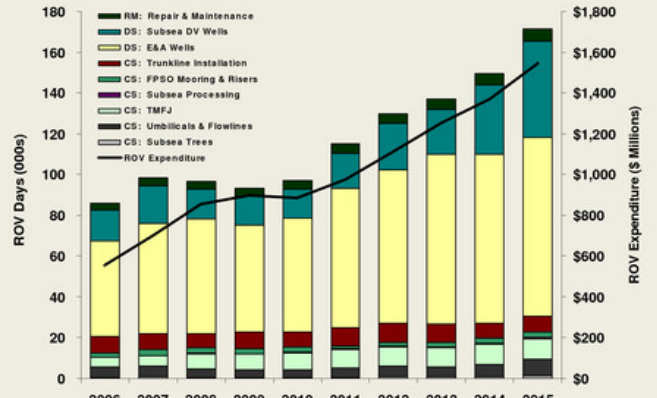
ROVDrill™ Subsea Coring Tool



VMax™ Simulation Systems



Global ROV Market (Douglas Westwood)



Tether Management Systems



ROV Components



Source: (1) Douglas-Westwood, "The World ROV Market Report 2011-2015"

Drilling & Subsea Division

Drilling Technologies



Mission Critical Drilling Capital Equipment



Wrangler™ Catwalk



Offline Activity Crane



Wrangler™ Roughneck



AMC™ torque machines

Drilling Consumable Product Suite



XL Backsaver



1,000 ton hydraulic elevator



Mousehole tool



125 ton air spider



Casing slip



Drill pipe float valve



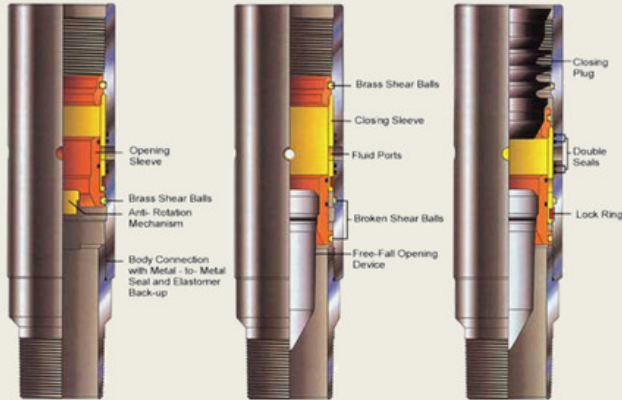
P-Quip™ mud pump
liner retention system



Fluid end parts

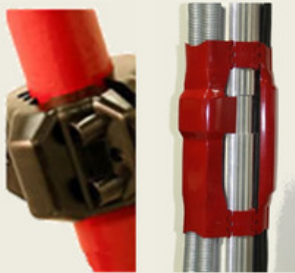
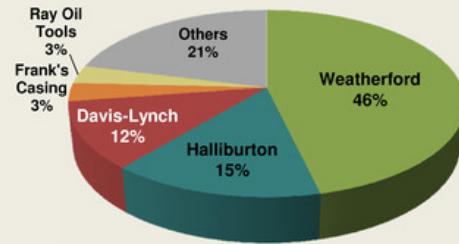
Drilling & Subsea Division

Downhole Technologies



Davis-Lynch™ Casing & Cementing Technology

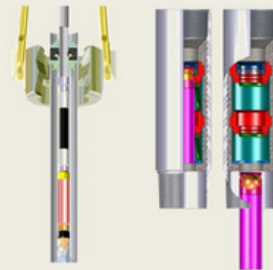
Trusted Name in a Consolidated Market¹



Cannon™ Protection Systems

- Customized and standard
- Control lines for Electric Submersible Pumps ("ESP") and Sub-Surface Safety Valves
- Intelligent well completion installations
- Oil sands gauge protection for "SAG-D" wells

Downhole Completion Tools



Source: (1) Spears & Associates – 2010 "Oilfield Market Report," casing hardware market by revenue.

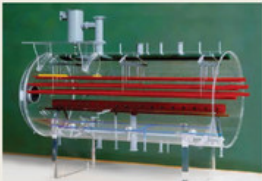
Production & Infrastructure Division

Flow Equipment



Production & Infrastructure Division

Production Equipment

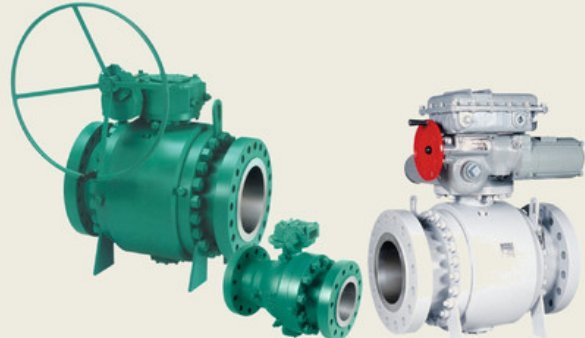
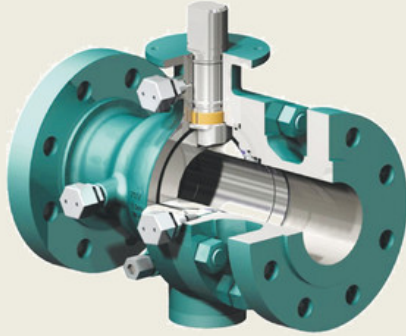


Production & Infrastructure Division

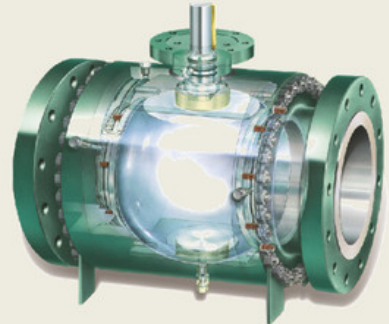
Valve Solutions



Two piece trunnion valves for the shale markets



Specified ball valve of choice for the US Strategic Petroleum Reserve



Preferred valve supplier to leading Canadian oil sands producers

Senior Management

Executive team has an average of 30+ yrs of industry experience



- **Cris Gaut, Chairman & CEO**
 - President (Drilling & Evaluation), CFO – Halliburton
 - Co-COO & CFO – ENSCO



- **Charles Jones, President of Drilling and Subsea**
 - President & CEO – Forum Oilfield Technologies
 - COO - Hydril



- **Wendell Brooks, President of Production and Infrastructure**
 - President & CEO – Allied Technology
 - Group Director Well Support – Wood Group



- **James Harris, Chief Financial Officer**
 - CFO – Forum Oilfield Technologies
 - Controller – Baker Hughes



- **Jim McCulloch, General Counsel**
 - General Counsel – GlobalSantaFe

Board of Directors



Cris Gaut, FET Chairman & CEO
– President (Drilling & Evaluation) and CFO – Halliburton
– ENSCO



Evelyn Angelle, Halliburton
– Chief Accounting Officer, Halliburton
– Ernst & Young



David Baldwin, SCF Partners
– Managing Director, SCF Partners
– Union Pacific Drilling



John A. Carrig
– President & COO, ConocoPhillips
– Chief Financial Officer, Conoco Phillips



Mike McShane, Advent International
– President & CEO, Grant Prideco
– BJ Services Company



Franklin Myers
– Chief Financial Officer, Cameron
– General Counsel, Baker Hughes



Louis A. Raspino
– President & CEO, Pride International
– Sr VP & CFO, Grant Prideco



John Schmitz, Select Energy Services
– Chairman & CEO, Select Energy Services
– HEP Oil Company



Terence O'Toole, Tincum
– Managing Member, Tincum Partnership
– Goldman, Sachs & Co.



Andrew L. Waite, SCF Partners
– Managing Director, SCF Partners
– Simmons & Company
– Royal Dutch Shell

Organic Growth Case Study

Building a world class hydraulic catwalk



- **Forum's Drilling product offering evolution**

- Began as a drilling consumables offering
- Mix of capital equipment and consumables
- 13 acquisitions since 2005 → "one face to the customer"

- **Centralized engineering, distribution, sales**

- **Building the Wrangler™ product and brand**

- Complete redesign to suit today's enhanced capability needs
- Land & high spec jackup market → enhancement & safety
- Dramatic margin improvement from a purpose built greenfield facility
- Over 600 in the field → largest installed based globally

- **New products: Wrangler Roughneck and Lightweight 1,000 Ton Spider**

Catwalk in Monterrey, Mexico



1st Quarter 2012 Results

Strong growth with improving margins (\$ Millions)



Summarized P&L	Three months ended			% Change	
	March 31,		December 31,	1Q'11 - 1Q'12 Year/Year	4Q'11 - 1Q'12 Sequential
	2012 <i>Actual</i>	2011 <i>Pro forma</i>	2011 <i>Actual</i>		
Revenue					
Drilling & Subsea	\$213.1	\$163.8	\$193.5	30.1%	10.1%
Production & Infrastructure	150.6	98.6	143.2	52.7%	5.2%
Eliminations	(0.2)	0.0	0.0		
Revenue	\$363.5	\$262.4	\$336.7	38.5%	8.0%
Operating income					
Drilling & Subsea	\$46.0	\$31.3	\$34.4	47.1%	33.5%
Production & Infrastructure	29.7	15.3	27.3	94.3%	8.9%
Corporate	(4.1)	(3.1)	(5.0)		
Operating income	71.6	43.5	56.7	64.7%	26.2%
Margin %	19.7%	16.6%	16.8%		
Net income	\$42.5	\$22.5	\$31.7	89.1%	33.9%
Margin %	11.7%	8.6%	9.4%		
Diluted Earnings per share	\$0.57	\$0.37	\$0.43	55.0%	32.6%
Non-GAAP Measure					
EBITDA	\$82.0	\$54.8	\$64.3	49.7%	27.5%
EBITDA Margin %	22.6%	20.9%	19.1%		

Note: Acquisition actual results include contribution from date of acquisition; pro forma contribution assumes acquisition closed on 1/1/2011.

Non-GAAP Measures



This presentation contains “non-GAAP financial measures” as defined in Item 10 of Regulation S-K of the Exchange Act. The non-GAAP financial measures reflect earnings before interest, taxes, depreciation and amortization expense (“EBITDA”). A reconciliation of EBITDA to the most directly comparable financial measures calculated and presented in accordance with Generally Accepted Accounting Principles in the United States (“GAAP”) is included in the appendix of this presentation. The Company believes the presentation of EBITDA is useful to the Company's investors because EBITDA is an appropriate measure of evaluating the Company's operating performance and liquidity that reflects the resources available for strategic opportunities including, among others, investing in the business, strengthening the balance sheet, repurchasing the Company's securities and making strategic acquisitions. In addition, EBITDA is a widely used benchmark in the investment community.

The presentation of this additional information is not meant to be considered in isolation or as a substitute for the Company's financial results prepared in accordance with GAAP.

Reconciliation of Non-GAAP Measures



Forum Energy Technologies, Inc.
Reconciliation of GAAP to non-GAAP financial information
(Unaudited)

	Three months ended			
	March 31, 2012	March 31, 2011		December 31, 2011
<i>(in thousands of dollars)</i>	Actual	Actual	Pro forma	Actual
EBITDA reconciliation				
Net income attributable to common stockholders	\$ 42,482	\$ 12,369	\$ 22,463	\$ 31,729
Interest expense	5,786	3,240	9,233	5,809
Depreciation and amortization	11,825	7,857	11,300	12,829
Income tax expense	21,885	6,930	11,780	13,934
EBITDA	\$ 81,978	\$ 30,396	\$ 54,776	\$ 64,301

