

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): September 20, 2013

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:

- 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 8.01 Other Events.**

On September 20, 2013, Forum Energy Technologies, Inc. (the "**Company**") filed a prospectus supplement (the "**Prospectus Supplement**") to the prospectus dated September 20, 2013, included in the Registration Statement of the Company on Form S-3 (Registration No. 333-191294) covering the offer and sale from time to time of up to 6,000,000 shares of common stock, par value \$0.01 per share, of the Company (the "**Shares**") by the selling stockholders identified in the Prospectus Supplement. In connection with the filing of the Prospectus Supplement, the Company is filing as Exhibit 5.1 hereto an opinion of its Senior Vice President, General Counsel and Secretary, with respect to the legality of the Shares.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

<b>Exhibit No.</b>	<b>Exhibit Title or Description</b>
5.1	Legal opinion of James L. McCulloch

**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.

Date: September 20, 2013

**FORUM ENERGY TECHNOLOGIES, INC.**

/s/ James L. McCulloch

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James L. McCulloch

Senior Vice President, General Counsel and Secretary

**Exhibit Index**

<b>Exhibit No.</b>	<b>Exhibit Title or Description</b>
5.1	Legal opinion of James L. McCulloch

September 20, 2013

Forum Energy Technologies, Inc.  
920 Memorial City Way, Ste. 1000  
Houston, TX 77024

Ladies and Gentlemen:

I am Senior Vice President, General Counsel and Secretary of Forum Energy Technologies, Inc., a Delaware corporation (the "Company"). This opinion is being delivered in connection with the preparation and filing by the Company with the Securities and Exchange Commission (the "Commission") under the Securities Act of 1933, as amended (the "Act"), of a prospectus supplement dated September 20, 2013 (the "Prospectus Supplement") to the prospectus dated September 20, 2013, included in the Registration Statement of the Company on Form S-3 (Registration No. 333-191294) covering the offer and sale from time to time of up to 6,000,000 shares of common stock, par value \$0.01 per share, of the Company (the "Shares") by the selling stockholders identified in the Prospectus Supplement.

I, or attorneys under my supervision, have examined originals, or copies certified or otherwise identified, of (i) the Third Amended and Restated Certificate of Incorporation of the Company, as amended to date, (ii) the Second Amended and Restated Bylaws of the Company, as amended to date, (iii) the corporate records of the Company, including minute books of the Company, certificates of public officials and of representatives of the Company, statutes and other instruments and documents, as I have deemed necessary or advisable, as a basis for the opinion hereinafter expressed. For purposes of this letter, I have relied upon certificates of officers of the Company with respect to the accuracy of the material factual matters contained in such certificates, and I have assumed that the signatures on all documents examined by me are genuine, that all documents submitted to me as originals are accurate and complete, that all documents submitted to me as copies are true, correct and complete copies of the originals thereof and that all information submitted to me was accurate and complete.

On the basis of the foregoing, and subject to the assumptions, limitations and qualifications set forth herein, I am of the opinion that the Shares have been duly authorized and validly issued and are fully paid and nonassessable shares of common stock of the Company.

I am licensed to practice law in the State of Texas. The opinion set forth above is limited in all respects to matters of the General Corporation Law of the State of Delaware, as in effect on the date hereof. I am providing this opinion in my capacity as General Counsel of the Company and not in my individual capacity as a lawyer.

I hereby consent to the filing of this opinion of counsel as Exhibit 5.1 to the Current Report on Form 8-K of the Company to be filed on or about the date hereof. I also consent to the reference under the heading "Legal Matters" in the Prospectus Supplement. In giving this consent, I do not hereby admit that I am in the category of persons whose consent is required under Section 7 of the Act or the rules and regulations of the Commission thereunder.

Very truly yours,

/s/ James L. McCulloch

James L. McCulloch  
Senior Vice President,  
General Counsel and Secretary