

Mosing D. Keith
Form 4
August 29, 2018

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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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)
08/27/2018

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 Indirect Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common stock, par value Euro 0.01 per share	08/27/2018		S		18,910	D	\$ 8.77
Common stock, par value Euro 0.01 per share	08/28/2018		S		77,700	D	\$ 8.6301 ⁽¹⁾
Common stock, par value Euro 0.01 per share	08/29/2018		S		153,390	D	\$ 8.6731

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	<u>(2)</u>		
value Euro 0.01 per share			
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
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 <u>(3)</u>
Common stock, par value Euro 0.01 per share	440,185	I	See footnote <u>(4)</u>
Common stock, par value Euro 0.01 per share	89,596	I	See footnote <u>(5)</u>
Common stock, par value Euro 0.01 per share	31,785,600	I	See footnote <u>(6)</u>

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)**

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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. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)

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 08/29/2018

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) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$8.595 to \$8.68, inclusive. The reporting person undertakes to provide to Frank's International N.V. (the "Issuer"), any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnotes (1) and (2) to this Form 4.
- (2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$8.62 to \$8.735, inclusive.
- (3) As of August 28, 2018, 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.
- (4) The 440,185 shares reported are as of August 28, 2018 and 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.
- (5) The 89,596 shares reported are as of August 28, 2018 and 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.
- (6) The 31,785,600 shares of common stock reported are as of August 28, 2018 and are owned directly by Mosing Holdings, LLC. D. Keith Mosing is the Chairman, 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

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Stock owned by Mosing Holdings, LLC, except to the extent of his pecuniary interest therein.

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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