



**Flotek Industries, Inc.**

FTK NYSE

Oil Related Services / Equipment

Market Capitalization USD:

\$233.17 mm**CONCERN LEVEL: AVERAGE**

- 1 The CEO's total remuneration is within the typical market range for the relevant industry and market cap. 
- 2 The ratio between the CEO's pay and the median pay of the other named executive officers is 3X or less.
- 3 The CEO's annual cash incentives rose or fell in line with annual performance.
- 4 The CEO received no more than one annual cash bonus this fiscal year.
- 5 The CEO's equity remuneration reflected the company's share price movement over the last five years.
- 6 The company only pays long-term incentives to the CEO for above median performance against a peer group.
- 7 The company's dilution from equity incentives is 10 percent or less.
- 8 Unvested equity lapses when the CEO's employment is terminated. 
- 9 The CEO's potential cash severance payment is capped at two times annual cash remuneration.
- 10 The accrued benefits of the CEO's post-retirement income are within the typical market range for the relevant market cap bracket.

CEO: John W. Chisholm**Age: 57****CEO Since: 2012**

	2009	2010	2011
Base Salary		\$5,538	\$48,000
Discretionary Bonus		\$290,304	\$772,800
Annual Cash Incentive		\$0	\$0
Benefits and Perquisites		\$674,447	\$921,857
TOTAL ANNUAL COMPENSATION		\$970,289	\$1,742,657
Increase in Post-Retirement Benefits		\$0	\$0
Stock Option Awards		\$555,584	\$2,084,726
Stock Awards		\$683,650	\$1,838,000
TOTAL COMPENSATION		\$2,209,523	\$5,665,383
Median of Other Named Executive Officers Total Compensation		\$574,604	\$1,785,375
Value Realized on Exercise of Stock Option		\$0	\$0
Value Realized on Vesting of Stock		\$552,153	\$1,103,941
TOTAL REALIZED EQUITY COMPENSATION		\$552,153	\$1,103,941

Proxy Date: 16 Apr 2012

Annual Meeting Date: 18 May 2012

Equity Reserves: 11.41%

Stock Option Run Rate: 2.04%

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Performance Comparison

■ S&P500 ■ Industry ■ FTK



Peer Comparisons (TRBC) =Oil Related Services / Equipment

Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
FTK	Flotek Industries, Inc.		\$2,209,523	\$5,665,383	\$233,174,384
EXH	Exterran Holdings, Inc.	\$1,783,427	\$4,673,161	\$6,903,285	\$621,464,646
BAS	Basic Energy Services, Inc.	\$1,414,239	\$2,480,459		\$600,780,904
TTI	TETRA Technologies, Inc.	\$893,092	\$1,237,973	\$1,647,439	\$595,829,206
NR	Newpark Resources, Inc.	\$909,505	\$2,436,296		\$554,821,843
TESO	Tesco Corporation	\$2,064,551	\$2,691,004	\$1,199,809	\$443,090,419
OSG	Overseas Shipholding Group, Inc.	\$1,489,082	\$2,703,832		\$418,577,654

To insure consistency, peer comparisons are based on a combination of TRBC Industry and Sector classifications and company market caps. Missing peer pay figures for 2011 are due to differences in company filing schedules.

Pay Peer Group

Basic Energy Services, Inc., Matrix Service Company, Bolt Technology Corporation, Newpark Resources, Inc., Carbo Ceramics, Inc., Parker Drilling, Inc., CE Franklin, Ltd., Pioneer Drilling, Inc., Dawson Geophysical, Inc., Team, Inc., Geokinetics Inc., Tesco Corporation, Layne Christensen, Inc., Tetra Technologies, Inc., Lufkin Industries, Inc., Union Drilling, Inc.

Performance Peer Group

NA

COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
L.V. McGuire	Chairman	69	Male	2	Outside
John S. Reiland	Member	62	Male	3	Outside
Kenneth T. Hern	Member	74	Male	3	Outside
L. Melvin Cooper	Member	58	Male	2	Outside
Richard O. Wilson	Member	82	Male	9	Outside

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