

Mosing Gregory Stanton
Form 4
May 17, 2018

FORM 4

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

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,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Mosing Gregory Stanton

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)
11/27/2017

____ Director ____ 10% Owner
____ Officer (give title below) ____ Other (specify below)

HOUSTON, TX 77042

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
X Form filed by One Reporting Person
___ 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			
Common Stock, par value Euro 0.01 per share	11/27/2017		J ⁽¹⁾		440,185	A	\$ 0	440,185	I	By 2009 Mosing Family Delaware Dynasty Trust f/b/o Gregory Stanton Mosing ⁽²⁾
Common Stock, par value	05/14/2018		S ⁽³⁾		25,000	D	\$ 7.33 ⁽⁴⁾	95,657	D	

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Euro 0.01 per share									
Common Stock, par value					50,541	I		By Trust u/l/w Janice P. Mosing f/b/o Lindsey R. Mosing ⁽⁵⁾	
Euro 0.01 per share									
Common Stock, par value					39,145	I		By By-Pass Corporate Stock Trust u/l/w Janice P. Mosing f/b/o Gregory Stanton Mosing ⁽⁶⁾	
Euro 0.01 per share									
Common Stock, par value					9,918,667	I		By G. Stanton Investments, LP ⁽⁷⁾	
Euro 0.01 per share									
Common Stock, par value					31,785,600	I		See footnote. ⁽⁸⁾	
Euro 0.01 per share									

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

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SEC 1474
(9-02)

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

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Mosing Gregory Stanton 10260 WESTHEIMER RD. HOUSTON, TX 77042	

Signatures

/s/ Gregory Stanton
Mosing

05/17/2018

__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) Mosing Holdings, LLC made a distribution of shares of Frank's International N.V.'s common stock, par value Euro 0.01 per share (the "Common Stock") to certain of its members, including certain trusts of which the reporting person is the trustee or investment advisor.

- (2) The 440,185 shares reported are owned directly by the 2009 Mosing Family Delaware Dynasty Trust f/b/o Gregory Stanton Mosing, of which the reporting person is the investment advisor. The reporting person disclaims beneficial ownership of the Common Stock owned by the trust, except to the extent of his pecuniary interest therein.

- (3) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on March 23, 2018.

- (4) The price reported in Column 4 is a weighted average price. This Common Stock was sold in multiple transactions at prices ranging from \$7.25 to \$7.47, inclusive. The reporting person undertakes to provide to Frank's International N.V., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of Common Stock sold at each separate price within the ranges set forth in footnote (4) to this Form 4.

- (5) The 50,541 shares reported are owned directly by the Trust u/l/w Janice P. Mosing f/b/o Lindsey R. Mosing, of which the reporting person is the trustee. The reporting person disclaims beneficial ownership of the Common Stock owned by the trust, except to the extent of his pecuniary interest therein.

- (6) The 39,145 shares reported are owned directly by the By-Pass Corporate Stock Trust u/l/w Janice P. Mosing f/b/o Gregory Stanton Mosing, of which the reporting person is the trustee. The reporting person disclaims beneficial ownership of the Common Stock owned by the trust, except to the extent of his pecuniary interest therein.

- (7) G. Stanton Investments, LP ("GSI") directly owns 9,918,667 shares of Common Stock. GSI is controlled by the reporting person, in his capacity as the manager of GSI's general partner. The reporting person disclaims beneficial ownership of the Common Stock owned by GSI, except to the extent of his pecuniary interest therein.

- (8) The 31,785,600 shares reported are owned directly by Mosing Holdings, LLC, as of March 19, 2018. As a result of the Voting Agreement, dated July 22, 2013, by and among Ginsoma Family C.V., FWW B.V., Mosing Holdings, LLC and the other parties thereto, the reporting person may be deemed to beneficially own shares of Common Stock owned by Mosing Holdings, LLC. The reporting person disclaims beneficial ownership of the Common 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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