

Frank's International N.V.
Form 4
August 16, 2013

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Mosing Donald K.

(Last) (First) (Middle)
10260 WESTHEIMER RD.
(Street)

HOUSTON, TX 77042

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Frank's International N.V. [FI]

3. Date of Earliest Transaction
(Month/Day/Year)
08/14/2013

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

See Remarks

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 Ownership (Instr. 4) | | |
|---|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|---|-----------------|
| | | | Code | V | Amount | (A) or (D) | Price | | |
| Common stock, par value Euro 0.01 per share | 08/14/2013 | | P | | 25,000 | A | \$ 22 25,000 | D | |
| Common stock, par value Euro 0.01 per share | 08/14/2013 | | P | | 50,000 | A | \$ 22 50,000 | I | Held by Spouse. |
| Common stock, par | 08/14/2013 | | P | | 50 | A | \$ 29.38 50 | I | Held by Child. |

value Euro
0.01 per
share

Common
stock, par
value Euro 08/14/2013
0.01 per
share

P 50 A \$ 29.38 50 I

Held by
Child.

Common
stock, par
value Euro 08/14/2013
0.01 per
share

P 2,500 A \$ 22 2,550 I

Held by
Child.

Common
stock, par
value Euro 08/14/2013
0.01 per
share

P 2,500 A \$ 22 2,550 I

Held by
Child.

Common
stock, par
value Euro
0.01 per
share

119,024,000 I

See
footnote
(1)

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)

| 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) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Restricted Stock Unit | <u>(2)</u> | 08/14/2013 | | A | 1,136,364 | <u>(3)</u> | <u>(3)</u> | Common Stock | 1,136,364 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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| | Director | 10% Owner | Officer | Other |
|---|----------|-----------|-------------|-------|
| Mosing Donald K. 10260 WESTHEIMER RD. HOUSTON, TX 77042 | X | X | See Remarks | |

Signatures

/s/ Donald Keith Mosing, by Brian D. Baird, as Attorney-in-Fact 08/16/2013

__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).
- As of August 14, 2013, FWW B.V. ("FWW") directly owns 119,024,000 shares of the Issuer's common stock, par value Euro 0.01 per share (the "Common Stock"). FWW is controlled by Donald Keith Mosing, as managing director. Mr. Mosing is also a party to that certain Voting Agreement, dated July 22, 2013, by and among Ginsoma Family C.V., FWW and Mosing Holdings, Inc. Additionally, Mr. Mosing is a shareholder of FWW. Accordingly, Mr. Mosing may be deemed to beneficially own shares of Common Stock owned by FWW. Mr. Mosing disclaims beneficial ownership of the Common Stock owned by FWW, except to the extent of his pecuniary interest therein.
- (1) Mosing is a shareholder of FWW. Accordingly, Mr. Mosing may be deemed to beneficially own shares of Common Stock owned by FWW. Mr. Mosing disclaims beneficial ownership of the Common Stock owned by FWW, except to the extent of his pecuniary interest therein.
 - (2) Each restricted stock unit ("RSU") represents a contingent right to receive, upon vesting, one share of Common Stock.
 - (3) The RSUs will vest 20% per year on the anniversary of the grant over the first three years, with the remaining 40% vesting on March 31, 2017.

Remarks:

Chairman of Supervisory Board, Director, Chief Executive Officer and President

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.