

Frank's International N.V.
Form 4
August 23, 2016

FORM 4

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

OMB APPROVAL

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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 Michael Frank

(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)
08/19/2016

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing (Check Applicable Line)
X 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 Beneficial Ownership (Instr. 4) | |
|---|--------------------------------------|--|--------------------------------|---|---|--|---|-----------------------|
| Common stock, par value 20.01 per share | 08/19/2016 | | C | 52,976,000 | A <u>(1)</u> <u>(2)</u> | 52,976,000 | I | See footnotes (1) (2) |
| Common stock, par value 20.01 per share | | | | | 200 | | D | |
| Common stock, par value 20.01 per share | | | | | 10,000 | | I | Held by Spouse |

value
?0.01 per
share

Common
stock, par
value
?0.01 per
share

9,918,667 I See
footnote
(3)

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

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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) | Amount of Number of Shares | |
|---|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | |
| Series A preferred stock, par value ?0.01 per share | (1) (2) | 08/19/2016 | | C | 52,976,000 | (1)(2) | (1)(2) | Common Stock | 52,976,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Mosing Michael Frank 10260 WESTHEIMER RD. HOUSTON, TX 77042 | | X | | |

Signatures

/s/ Michael Frank Mosing, as attorney in fact 08/23/2016

__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).

Pursuant to the Amended and Restated Articles of Association of Frank's International N.V. (the "Issuer") and the Limited Partnership Agreement of Frank's International C.V. ("FICV"), holders of the Issuer's Series A preferred stock, par value Euro 0.01 per share (the "Preferred Stock") have the right to convert all or a portion of their Preferred Stock into the Issuer's common stock, par value Euro 0.01 per share (the "Common Stock") at any time by delivery to the Issuer of an equivalent number of FICV portions, which portions are equal to the holder's total limited partnership interest in FICV divided by the total number of issued and outstanding shares of the Issuer's Preferred Stock.

(Continued from footnote 1) The conversion of all shares of Preferred Stock and the delivery of all FICV Portions, all of which in both cases are owned directly by Mosing Holdings, Inc., occurred on August 19, 2016. As a result of the Voting Agreement, dated July 22, 2013, by and among Ginsoma Family C.V., FWW B.V., Mosing Holdings, Inc. and the other parties thereto, Michael Frank Mosing may be deemed to beneficially own shares of Common Stock owned by Mosing Holdings, Inc. Mr. Mosing disclaims beneficial ownership of the Common Stock owned by Mosing Holdings, Inc., except to the extent of his pecuniary interest therein.

As of August 3, 2016, the Michael Frank Mosing Family, L.L.C. ("MFM LLC") directly owns 9,918,667 shares of Frank's International N.V.'s common stock, par value Euro 0.01 per share. MFM LLC is controlled by Michael Frank Mosing, in his capacity as its sole manager.

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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