

FORUM ENERGY TECHNOLOGIES, INC.
Form SC 13G/A
March 07, 2019

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G/A

Under the Securities Exchange Act of 1934

(Amendment No. 7)

Forum Energy Technologies, Inc.

(Name of Issuer)

Common Stock, par value \$0.01 per share

(Title of Class of Securities)

34984V 100

(CUSIP Number)

February 26, 2019

(Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

- * The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 (Act) or otherwise subject to the liabilities of that section of the Act, but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP NO. 34984V 100

1 Name of Reporting Person

SCF-V, L.P.

2 Check the Appropriate Box if a Member of a Group

(A): (B):

3 SEC Use Only

4 Citizenship or Place of Organization

Delaware

5 Sole Voting Power

With Number of 0

6 Shared Voting Power

Shares
Beneficially

Owned by 6,918,619(1)

7 Sole Dispositive Power

Each

Reporting

0

Person **8** Shared Dispositive Power

6,918,619(1)

9 Aggregate Amount Beneficially Owned by Each Reporting Person

6,918,619

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares

11 Percent of Class Represented by Amount in Row (9)

6.3%

12 Type of Reporting Person

PN

(1) Power is exercised through Reporting Person's general partner, SCF-V, G.P., LLC., and its managing member, SCF GP LLC.

CUSIP NO. 34984V 100

1 Name of Reporting Person

SCF-V, G.P., LLC

2 Check the Appropriate Box if a Member of a Group

(A): (B):

3 SEC Use Only

4 Citizenship or Place of Organization

Delaware

5 Sole Voting Power

With Number of

0

Shares

6 Shared Voting Power

Beneficially

Owned by

6,918,619(1)

7 Sole Dispositive Power

Each

Reporting

0

Person

8 Shared Dispositive Power

6,918,619(1)

9 Aggregate Amount Beneficially Owned by Each Reporting Person

6,918,619

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares

11 Percent of Class Represented by Amount in Row (9)

6.3%

12 Type of Reporting Person

OO

(1) Reporting Person holds power over shares held by SCF-V, L.P. Reporting Person's power is exercised by SCF GP LLC.

CUSIP NO. 34984V 100

1 Name of Reporting Person

SCF 2012A, L.P.

2 Check the Appropriate Box if a Member of a Group

(A): (B):

3 SEC Use Only

4 Citizenship or Place of Organization

Delaware

5 Sole Voting Power

With Number of

0

Shares

6 Shared Voting Power

Beneficially

Owned by

1,941,403(1)

7 Sole Dispositive Power

Each

Reporting

0

Person

8 Shared Dispositive Power

1,941,403(1)

9 Aggregate Amount Beneficially Owned by Each Reporting Person

1,941,403

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares

11 Percent of Class Represented by Amount in Row (9)

1.8%

12 Type of Reporting Person

PN

(1) Power is exercised through Reporting Person's general partner, SCF GP LLC.

CUSIP NO. 34984V 100

1 Name of Reporting Person

SCF-VI, L.P.

2 Check the Appropriate Box if a Member of a Group

(A): (B):

3 SEC Use Only

4 Citizenship or Place of Organization

Delaware

5 Sole Voting Power

With Number of
Shares

0

6 Shared Voting Power

Beneficially

Owned by **7** 4,046,515(1)
Sole Dispositive Power

Each

Reporting
Person

0

8 Shared Dispositive Power

9 4,046,515(1)
Aggregate Amount Beneficially Owned by Each Reporting Person

10 4,046,515
Check if the Aggregate Amount in Row (9) Excludes Certain Shares

11 Percent of Class Represented by Amount in Row (9)

3.7%

12 Type of Reporting Person

PN

(1) Power is exercised through Reporting Person's general partner, SCF-VI, G.P., Limited Partnership and its general partner, SCF GP LLC.

CUSIP NO. 34984V 100

1 Name of Reporting Person

SCF-VI, G.P., Limited Partnership

2 Check the Appropriate Box if a Member of a Group

(A): (B):

3 SEC Use Only

4 Citizenship or Place of Organization

Delaware

5 Sole Voting Power

With Number of

0

Shares

6 Shared Voting Power

Beneficially

Owned by **7** 4,046,515(1)
Sole Dispositive Power

Each

Reporting **8** 0

Person

Shared Dispositive Power

4,046,515(1)

9 Aggregate Amount Beneficially Owned by Each Reporting Person

4,046,515

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares

11 Percent of Class Represented by Amount in Row (9)

3.7%

12 Type of Reporting Person

PN

(1) Reporting Person holds power over shares held by SCF-VI, L.P. Reporting Person's power is exercised by SCF GP LLC.

CUSIP NO. 34984V 100

1 Name of Reporting Person

SCF 2012B, L.P.

2 Check the Appropriate Box if a Member of a Group

(A): (B):

3 SEC Use Only

4 Citizenship or Place of Organization

Delaware

5 Sole Voting Power

With Number of

0

Shares

6 Shared Voting Power

Beneficially

Owned by

1,113,543(1)

7 Sole Dispositive Power

Each

Reporting

0

Person

8 Shared Dispositive Power

1,113,543(1)

9 Aggregate Amount Beneficially Owned by Each Reporting Person

1,113,543

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares

11 Percent of Class Represented by Amount in Row (9)

1.0%

12 Type of Reporting Person

PN

(1) Power is exercised through Reporting Person's general partner, SCF GP LLC.

CUSIP NO. 34984V 100

1 Name of Reporting Person

SCF-VII, L.P.

2 Check the Appropriate Box if a Member of a Group

(A): (B):

3 SEC Use Only

4 Citizenship or Place of Organization

Delaware

5 Sole Voting Power

With Number of

0

Shares

6 Shared Voting Power

Beneficially

Owned by

6,512,720(1)

7 Sole Dispositive Power

Each

Reporting

0

Person

8 Shared Dispositive Power

6,512,720(1)

9 Aggregate Amount Beneficially Owned by Each Reporting Person

6,512,720

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares

11 Percent of Class Represented by Amount in Row (9)

6.0%

12 Type of Reporting Person

PN

(1) Power is exercised through Reporting Person's general partner, SCF-VII, G.P., Limited Partnership and its general partner, SCF GP LLC.

CUSIP NO. 34984V 100

1 Name of Reporting Person

SCF-VII, G.P. Limited Partnership

2 Check the Appropriate Box if a Member of a Group

(A): (B):

3 SEC Use Only

4 Citizenship or Place of Organization

Delaware

5 Sole Voting Power

With Number of
Shares

0

6 Shared Voting Power

Beneficially

Owned by **7** 6,512,720(1)
Sole Dispositive Power

Each

Reporting
Person

0

8 Shared Dispositive Power

9 6,512,720(1)
Aggregate Amount Beneficially Owned by Each Reporting Person

10 6,512,720
Check if the Aggregate Amount in Row (9) Excludes Certain Shares

11 Percent of Class Represented by Amount in Row (9)

6.0%

12 Type of Reporting Person

PN

(1) Reporting Person holds power over shares held by SCF-VII, L.P. Reporting Person's power is exercised by SCF GP LLC.

CUSIP NO. 34984V 100

1 Name of Reporting Person

SCF GP LLC

2 Check the Appropriate Box if a Member of a Group

(A): (B):

3 SEC Use Only

4 Citizenship or Place of Organization

Delaware

5 Sole Voting Power

With Number of
Shares

0

6 Shared Voting Power

Beneficially

Owned by 20,532,800(1)

7 Sole Dispositive Power

Each

Reporting
Person

0

8 Shared Dispositive Power

9 20,532,800(1)
Aggregate Amount Beneficially Owned by Each Reporting Person

10 20,532,800
Check if the Aggregate Amount in Row (9) Excludes Certain Shares

11 Percent of Class Represented by Amount in Row (9)

18.8%

12 Type of Reporting Person

OO

(1) Reporting Person holds power over shares held by SCF-V, L.P., SCF-VI, L.P., and SCF-VII, L.P. through their respective general partners, and holds power over shares held by SCF 2012A, L.P. and SCF 2012B, L.P.

Item 1(a). Name of issuer:

Forum Energy Technologies, Inc. (the Issuer)

Item 1(b). Address of issuer's principal executive offices:

920 Memorial City Way, Suite 1000

Houston, Texas 77024

Item 2(a). Names of persons filing:

Each of the following is hereinafter individually referred to as a Reporting Person and collectively as the Reporting Persons. This statement is filed on behalf of:

- (i) SCF GP LLC, with respect to the shares of Common Stock indirectly owned by SCF-V, G.P., LLC, SCF-VI, G.P., Limited Partnership and SCF-VII, G.P., Limited Partnership and the shares of Common Stock directly owned by SCF 2012A, L.P. and SCF 2012B, L.P.;
- (ii) SCF-V, L.P., with respect to shares directly owned by it;
- (iii) SCF-V, G.P., LLC, with respect to shares directly owned by SCF-V, L.P.;
- (iv) SCF 2012A, L.P., with respect to shares directly owned by it;
- (v) SCF-VI, L.P., with respect to shares directly owned by it;
- (vi) SCF-VI, G.P., Limited Partnership, with respect to shares directly owned by SCF-VI, L.P.;
- (vii) SCF 2012B, L.P., with respect to shares directly owned by it;
- (viii) SCF-VII, L.P., with respect to shares directly owned by it; and
- (ix) SCF-VII, G.P., Limited Partnership, with respect to shares directly owned by SCF-VII, L.P.

Item 2(b). Address or principal business office or, if none, residence:

The address and principal business office of the Reporting Persons is:

600 Travis Street, Suite 6600

Houston, Texas 77002

Item 2(c). Citizenship:

SCF GP LLC is a limited liability company organized under the laws of the State of Delaware.

SCF-V, L.P. is a limited partnership organized under the laws of the State of Delaware.

SCF-V, G.P., LLC is a limited liability company organized under the laws of the State of Delaware.

SCF 2012A, L.P. is a limited partnership organized under the laws of the State of Delaware.

SCF-VI, L.P. is a limited partnership organized under the laws of the State of Delaware.

SCF-VI, G.P., Limited Partnership is a limited partnership organized under the laws of the State of Delaware.

SCF 2012B, L.P. is a limited partnership organized under the laws of the State of Delaware.

SCF-VII, L.P. is a limited partnership organized under the laws of the State of Delaware.

SCF-VII, G.P., Limited Partnership is a limited partnership organized under the laws of the State of Delaware.

Item 2(d). Title of class of securities:

Common Stock.

Item 2(e). CUSIP number:

34984V 100

Item 3. If this statement is filed pursuant to Rule 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a:

Not applicable.

Item 4. Ownership:

1. SCF-V, L.P.

- a. Amount beneficially owned: 6,918,619
- b. Percent of class: 6.3%
- c. Number of shares as to which the person has:
 - i.