

Mosing Gregory Stanton
 Form 4
 December 04, 2017

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

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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 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)
 11/30/2017

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

HOUSTON, TX 77042
 (City) (State) (Zip)

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

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 | 11/30/2017 | | J ⁽¹⁾ | | 50,541 | A | \$ 0 50,541 | I | By Trust u/l/w Janice P. Mosing f/b/o Lindsey R. Mosing ⁽²⁾ |
| Common stock, par value Euro 0.01 per share | 11/30/2017 | | J ⁽¹⁾ | | 39,145 | A | \$ 0 39,145 | I | By By-Pass Corporate Stock Trust u/l/w Janice P. Mosing f/b/o Gregory Stanton |

Mosing ⁽³⁾

| | | | |
|---|------------|---|---|
| Common stock, par value Euro 0.01 per share | 240,657 | D | |
| Common stock, par value Euro 0.01 per share | 9,918,667 | I | By G. Stanton Investments, LP. ⁽⁴⁾ |
| Common stock, par value Euro 0.01 per share | 39,911,994 | I | See footnote. ⁽⁵⁾ |

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. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 3) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Mosing Gregory Stanton 10260 WESTHEIMER RD. | | | X | |

HOUSTON, TX 77042

Signatures

Gregory Stanton Mosing, by Joshua K. Hancock, as
Attorney-in-Fact

12/04/2017

__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 Gregory S. Mosing is the trustee.

(2) 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 Gregory S. Mosing is the trustee. Mr. Mosing disclaims beneficial ownership of the Common Stock owned by the trust, except to the extent of his pecuniary interest therein.

(3) 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 Gregory S. Mosing is the trustee. Mr. Mosing disclaims beneficial ownership of the Common Stock owned by the trust, except to the extent of his pecuniary interest therein.

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

(5) The 39,911,994 shares reported are owned directly by Mosing Holdings, LLC, as of December 4, 2017. 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, Mr. Mosing may be deemed to beneficially own shares of Common Stock owned by Mosing Holdings, LLC. Mr. Mosing 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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