

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), 6057(b), and 6058(a) of the Internal Revenue Code (the Code). <p style="text-align: center;">▶ Complete all entries in accordance with the instructions to the Form 5500.</p>	OMB Nos. 1210-0110 1210-0089 <div style="text-align: center; font-size: 1.5em; font-weight: bold;">2014</div> This Form is Open to Public Inspection
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Part I	Annual Report Identification Information
For calendar plan year 2014 or fiscal plan year beginning <u>01/01/2014</u> and ending <u>12/31/2014</u>	
A This return/report is for:	☐ a multiemployer plan; ☐ a multiple-employer plan (Filers checking this box must attach a list of participating employer information in accordance with the form instructions); or ☒ a single-employer plan; ☐ a DFE (specify) _____
B This return/report is:	☐ the first return/report; ☐ the final return/report; ☐ an amended return/report; ☐ a short plan year return/report (less than 12 months).
C If the plan is a collectively-bargained plan, check here.	☐
D Check box if filing under:	☒ Form 5558; ☐ automatic extension; ☐ the DFVC program; ☐ special extension (enter description)

Part II	Basic Plan Information —enter all requested information				
1a Name of plan FORUM ENERGY TECHNOLOGIES INC 401(K) PLAN	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%;">1b Three-digit plan number (PN) ▶</td> <td style="width: 20%; text-align: center;">001</td> </tr> <tr> <td colspan="2">1c Effective date of plan 07/01/2006</td> </tr> </table>	1b Three-digit plan number (PN) ▶	001	1c Effective date of plan 07/01/2006	
1b Three-digit plan number (PN) ▶	001				
1c Effective date of plan 07/01/2006					
2a Plan sponsor's name and address; include room or suite number (employer, if for a single-employer plan) FORUM ENERGY TECHNOLOGIES, INC 920 MEMORIAL CITY WAY SUITE 1000 HOUSTON, TX 77024	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td>2b Employer Identification Number (EIN) 61-1488595</td> </tr> <tr> <td>2c Plan Sponsor's telephone number 281-949-2519</td> </tr> <tr> <td>2d Business code (see instructions) 211110</td> </tr> </table>	2b Employer Identification Number (EIN) 61-1488595	2c Plan Sponsor's telephone number 281-949-2519	2d Business code (see instructions) 211110	
2b Employer Identification Number (EIN) 61-1488595					
2c Plan Sponsor's telephone number 281-949-2519					
2d Business code (see instructions) 211110					

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	10/14/2015	BRANDI COOPER
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE
Preparer's name (including firm name, if applicable) and address (include room or suite number) (optional)			Preparer's telephone number (optional)

3a Plan administrator's name and address ☒ Same as Plan Sponsor		3b Administrator's EIN	
		3c Administrator's telephone number	
4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report:		4b EIN	
a Sponsor's name		4c PN	
5 Total number of participants at the beginning of the plan year		5	3573
6 Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines 6a(1) , 6a(2) , 6b , 6c , and 6d).			
a(1) Total number of active participants at the beginning of the plan year		6a(1)	2565
a(2) Total number of active participants at the end of the plan year		6a(2)	2659
b Retired or separated participants receiving benefits		6b	0
c Other retired or separated participants entitled to future benefits.....		6c	851
d Subtotal. Add lines 6a(2) , 6b , and 6c		6d	3510
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.		6e	19
f Total. Add lines 6d and 6e		6f	3529
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)		6g	3476
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....		6h	203
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item).....		7	
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions: 2A 2E 2F 2G 2J 2K 2S 2T			
b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:			
9a Plan funding arrangement (check all that apply)		9b Plan benefit arrangement (check all that apply)	
(1) ☐ Insurance		(1) ☐ Insurance	
(2) ☐ Code section 412(e)(3) insurance contracts		(2) ☐ Code section 412(e)(3) insurance contracts	
(3) ☒ Trust		(3) ☒ Trust	
(4) ☐ General assets of the sponsor		(4) ☐ General assets of the sponsor	
10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)			
a Pension Schedules		b General Schedules	
(1) ☒ R (Retirement Plan Information)		(1) ☒ H (Financial Information)	
(2) ☐ MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary		(2) ☐ I (Financial Information – Small Plan)	
(3) ☐ SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary		(3) ☐ A (Insurance Information)	
		(4) ☒ C (Service Provider Information)	
		(5) ☒ D (DFE/Participating Plan Information)	
		(6) ☐ G (Financial Transaction Schedules)	

Part III**Form M-1 Compliance Information (to be completed by welfare benefit plans)**

11a If the plan provides welfare benefits, was the plan subject to the Form M-1 filing requirements during the plan year? (See instructions and 29 CFR 2520.101-2.) ☐ Yes ☐ No

If "Yes" is checked, complete lines 11b and 11c.

11b Is the plan currently in compliance with the Form M-1 filing requirements? (See instructions and 29 CFR 2520.101-2.) ☐ Yes ☐ No

11c Enter the Receipt Confirmation Code for the 2014 Form M-1 annual report. If the plan was not required to file the 2014 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code _____

SCHEDULE C (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ► File as an attachment to Form 5500.	OMB No. 1210-0110
		2014
		This Form is Open to Public Inspection.

For calendar plan year 2014 or fiscal plan year beginning 01/01/2014 and ending 12/31/2014

A Name of plan <u>FORUM ENERGY TECHNOLOGIES INC 401(K) PLAN</u>	B Three-digit plan number (PN) <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>FORUM ENERGY TECHNOLOGIES, INC</u>	D Employer Identification Number (EIN) <u>61-1488595</u>

Part I Service Provider Information (see instructions)

You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1 Information on Persons Receiving Only Eligible Indirect Compensation

a Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions)..... ☒ Yes ☐ No

b If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
<u>AMERICAN BEACON</u>
<u>75-2401150</u>

(b) Enter name and EIN or address of person who provided you disclosure on eligible indirect compensation
<u>AMERICAN CENTURY INVESTMENTS</u>
<u>44-6006315</u>

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
<u>AMERICAN FUNDS</u>
<u>95-1411037</u>

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
<u>COLUMBIA</u>
<u>93-0577450</u>

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

FIDELITY INVESTMENTS

06-1194217

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

FRANKLIN TEMPLETON INVESTMENTS

94-3167260

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

JP MORGAN

13-2624428

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

JANUS

43-1804048

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

LAZARD

20-4571006

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

LORD ABBETT

13-5620131

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

MORGAN STANLEY

36-3145972

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

OPPENHEIMER FUNDS

13-2527171

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

PIMCO FUNDS

95-2632339

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

T ROWE PRICE

52-2264646

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

VANGUARD

23-1945930

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

WELLS FARGO BANK, N.A.

94-1347393

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
15 21 37 49 50 52 62 64	SERVICE PROVIDER	381195	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☒

(a) Enter name and EIN or address (see instructions)

AMEGY INVESTMENTS, INC.

68-0491185

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
27 50	SERVICE PROVIDER	73505	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

Part I Service Provider Information (continued)

3 If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

Part II Service Providers Who Fail or Refuse to Provide Information

4 Provide, to the extent possible, the following information for each service provider who failed or refused to provide the information necessary to complete this Schedule.

(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide

Part III **Termination Information on Accountants and Enrolled Actuaries (see instructions)**
(complete as many entries as needed)

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

SCHEDULE D (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small>	DFE/Participating Plan Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ► File as an attachment to Form 5500.	OMB No. 1210-0110 2014 This Form is Open to Public Inspection.
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For calendar plan year 2014 or fiscal plan year beginning 01/01/2014 and ending 12/31/2014

A Name of plan FORUM ENERGY TECHNOLOGIES INC 401(K) PLAN	B Three-digit plan number (PN)	001
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 FORUM ENERGY TECHNOLOGIES, INC	D Employer Identification Number (EIN) 61-1488595	

Part I	Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs) (Complete as many entries as needed to report all interests in DFEs)
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a Name of MTIA, CCT, PSA, or 103-12 IE: <u>WELLS FARGO STABLE RETURN FUND N60</u>		
b Name of sponsor of entity listed in (a): <u>WELLS FARGO BANK, N.A.</u>		
c EIN-PN <u>52-2251407-001</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>2</u>
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>WF BLACKROCK S&P 500 INDEX CIT N</u>		
b Name of sponsor of entity listed in (a): <u>WELLS FARGO BANK, N.A.</u>		
c EIN-PN <u>94-3224211-001</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>4537332</u>
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>WF BLACKRCK RUSSELL 2000 INDX CIT N</u>		
b Name of sponsor of entity listed in (a): <u>WELLS FARGO BANK, N.A.</u>		
c EIN-PN <u>52-2265233-001</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>930688</u>
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>WF BLACKROCK S&P MIDCAP INDEX CIT N</u>		
b Name of sponsor of entity listed in (a): <u>WELLS FARGO BANK, N.A.</u>		
c EIN-PN <u>52-2265235-001</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>1591013</u>
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>WELLS FARGO STABLE RETURN FUND N</u>		
b Name of sponsor of entity listed in (a): <u>WELLS FARGO BANK, N.A.</u>		
c EIN-PN <u>41-6202499-001</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>10000524</u>
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
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103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
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103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
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103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)

Part II Information on Participating Plans (to be completed by DFEs)

(Complete as many entries as needed to report all participating plans)

a Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN

SCHEDULE H (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	<small>OMB No. 1210-0110</small> 2014 This Form is Open to Public Inspection
For calendar plan year 2014 or fiscal plan year beginning <u>01/01/2014</u> and ending <u>12/31/2014</u>		
A Name of plan <u>FORUM ENERGY TECHNOLOGIES INC 401(K) PLAN</u>		B Three-digit plan number (PN) ▶ <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>FORUM ENERGY TECHNOLOGIES, INC</u>		D Employer Identification Number (EIN) <u>61-1488595</u>

Part I Asset and Liability Statement			
1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.			
Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		2346
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions.....	1b(1)	2366599	3773862
(2) Participant contributions.....	1b(2)		
(3) Other.....	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit).....	1c(1)		
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common.....	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property).....	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans.....	1c(8)	2984483	4105167
(9) Value of interest in common/collective trusts	1c(9)	15506173	17059559
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities.....	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)	64533150	72155857
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
(15) Other.....	1c(15)		

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	85390405	97096791

Liabilities

g Benefit claims payable	1g		
h Operating payables	1h		
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through 1j)	1k	0	0

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	85390405	97096791
---	-----------	----------	----------

Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

Income

		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	9213075	
(B) Participants	2a(1)(B)	8433058	
(C) Others (including rollovers)	2a(1)(C)	536089	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		18182222
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)	137072	
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		137072
(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	1019770	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		1019770
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		0
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts.....	2b(6)		987318
(7) Net investment gain (loss) from pooled separate accounts.....	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts.....	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities.....	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		2457730
c Other income.....	2c		
d Total income. Add all income amounts in column (b) and enter total.....	2d		22784112

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers.....	2e(1)	11185610	
(2) To insurance carriers for the provision of benefits.....	2e(2)		
(3) Other.....	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3).....	2e(4)		11185610
f Corrective distributions (see instructions).....	2f		
g Certain deemed distributions of participant loans (see instructions).....	2g		
h Interest expense.....	2h		
i Administrative expenses: (1) Professional fees.....	2i(1)		
(2) Contract administrator fees.....	2i(2)		
(3) Investment advisory and management fees.....	2i(3)		
(4) Other.....	2i(4)	454863	
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		454863
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		11640473

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d.....	2k		11143639
l Transfers of assets:			
(1) To this plan.....	2l(1)		562747
(2) From this plan.....	2l(2)		

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) ☐ Unqualified (2) ☐ Qualified (3) ☒ Disclaimer (4) ☐ Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)?

☒ Yes ☐ No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: BDO USA, LLP

(2) EIN: 13-5381590

d The opinion of an independent qualified public accountant is **not attached** because:

(1) ☐ This form is filed for a CCT, PSA, or MTIA. (2) ☐ It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l.

During the plan year:

a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.).....

b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.).....

	Yes	No	Amount
4a		X	
4b		X	

	Yes	No	Amount
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.).....		X	
e Was this plan covered by a fidelity bond?	X		1000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?.....		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?.....		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)		X	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?		X	
l Has the plan failed to provide any benefit when due under the plan?.....		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)		X	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.			

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year?
 If "Yes," enter the amount of any plan assets that reverted to the employer this year..... ☐ Yes ☒ No Amount:

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)	5b(2) EIN(s)	5b(3) PN(s)

5c If the plan is a defined benefit plan, is it covered under the PBGC insurance program (see ERISA section 4021)? ☐ Yes ☐ No ☐ Not determined

Part V Trust Information (optional)

6a Name of trust	6b Trust's EIN

<div>SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation</div>		<div>Retirement Plan Information</div> <div>This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code).</div> <div>▶ File as an attachment to Form 5500.</div>		<div>OMB No. 1210-0110</div> <div>2014</div> <div>This Form is Open to Public Inspection.</div>	
For calendar plan year 2014 or fiscal plan year beginning 01/01/2014 and ending 12/31/2014					
A Name of plan FORUM ENERGY TECHNOLOGIES INC 401(K) PLAN				B Three-digit plan number (PN) ▶	001
C Plan sponsor's name as shown on line 2a of Form 5500 FORUM ENERGY TECHNOLOGIES, INC				D Employer Identification Number (EIN) 61-1488595	
Part I Distributions					
All references to distributions relate only to payments of benefits during the plan year.					
1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....				1	0
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): 41-6257133					
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.					
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year.....				3	
Part II Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part)					
4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)?..... ☐ Yes ☐ No ☐ N/A					
If the plan is a defined benefit plan, go to line 8.					
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____					
If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.					
6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived).....				6a	
b Enter the amount contributed by the employer to the plan for this plan year.....				6b	
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount)				6c	
If you completed line 6c, skip lines 8 and 9.					
7 Will the minimum funding amount reported on line 6c be met by the funding deadline?..... ☐ Yes ☐ No ☐ N/A					
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change?..... ☐ Yes ☐ No ☐ N/A					
Part III Amendments					
9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box..... ☐ Increase ☐ Decrease ☐ Both ☐ No					
Part IV ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.					
10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan? ☐ Yes ☐ No					
11 a Does the ESOP hold any preferred stock? ☐ Yes ☐ No					
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.)..... ☐ Yes ☐ No					
12 Does the ESOP hold any stock that is not readily tradable on an established securities market?..... ☐ Yes ☐ No					
For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500.				Schedule R (Form 5500) 2014 v. 140124	

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

- 14** Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:

a The current year	14a	
b The plan year immediately preceding the current plan year	14b	
c The second preceding plan year	14c	

- 15** Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year	15a	
b The corresponding number for the second preceding plan year	15b	

- 16** Information with respect to any employers who withdrew from the plan during the preceding plan year:

a Enter the number of employers who withdrew during the preceding plan year	16a	
b If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	16b	

- 17** If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

- 18** If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment ☐

- 19** If the total number of participants is 1,000 or more, complete lines (a) through (c)

- a** Enter the percentage of plan assets held as:
 Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%
- b** Provide the average duration of the combined investment-grade and high-yield debt:
☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more
- c** What duration measure was used to calculate line 19(b)?
☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify): _____



FORUM ENERGY TECHNOLOGIES, INC. 401(k) PLAN

Financial Statements

As of December 31, 2014 and 2013 and
for the Year Ended December 31, 2014

FORUM ENERGY TECHNOLOGIES, INC. 401(k) PLAN

Financial Statements

As of December 31, 2014 and 2013 and
for the Year Ended December 31, 2014

FORUM ENERGY TECHNOLOGIES, INC. 401(k) PLAN

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All other schedules required by 29 CFR 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 are not applicable and have been omitted.



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Independent Auditor's Report

To the Benefits Committee and Participants of
Forum Energy Technologies, Inc. 401(k) Plan
Houston, Texas

We were engaged to audit the accompanying financial statements of Forum Energy Technologies, Inc. 401(k) Plan (the "Plan"), which comprise the statement of net assets available for benefits as of December 31, 2014, and the related statement of changes in net assets available for benefits for the year then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audit in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the *Basis for Disclaimer of Opinion* paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan Administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 3, which was certified by Wells Fargo Bank, N.A., the trustee of the Plan, except for comparing such information with the related information included in the financial statements. We have been informed by the Plan Administrator that the trustee holds the Plan's investment assets and executes investment transactions. The Plan Administrator has obtained a certification from the trustee as of and for the year ended December 31, 2014, that the information provided to the Plan Administrator by the trustee is complete and accurate.

Disclaimer of Opinion

Because of the significance of the matter described in the *Basis for Disclaimer of Opinion* paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on the 2014 financial statements. Accordingly, we do not express an opinion on the 2014 financial statements.

BDO USA, LLP, a Delaware limited liability partnership, is the U.S. member of BDO International Limited, a UK company limited by guarantee, and forms part of the international BDO network of independent member firms.

BDO is the brand name for the BDO network and for each of the BDO Member Firms.



Other Matter - Supplemental Schedule

The supplemental schedule of assets (held at year end) as of December 31, 2014 is required by the Department of Labor's ("DOL") Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 ("ERISA") and is presented for the purpose of additional analysis and is not a required part of the financial statements. Because of the significance of the matter described in the *Basis for Disclaimer of Opinion* paragraph, we do not express an opinion on the supplemental schedule.

Other Matter - Prior Period Financial Statements

The financial statements of the Plan as of December 31, 2013, were audited by predecessor auditors. As permitted by 29 CFR 2520.103-8 of the DOL's Rules and Regulations for Reporting and Disclosure under ERISA, the plan administrator instructed the predecessor auditors not to perform, and they did not perform any auditing procedures with respect to the information certified by the trustee. Their report, dated August 27, 2014, indicated that (a) because of the significance of the information that they did not audit, they were unable to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion and accordingly, they did not express an opinion on the financial statements and (b) the form and content of the information included in the financial statements other than that derived from the information certified by the trustee, were presented in compliance with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

Report on Form and Content in Compliance with DOL Rules and Regulations

The form and content of the information included in the 2014 financial statements and supplemental schedule, other than that derived from the information certified by the trustee, has been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, is presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

BDO USA, LLP

Houston, Texas
October 14, 2015

Financial Statements

FORUM ENERGY TECHNOLOGIES, INC. 401(k) PLAN

Statements of Net Assets Available for Benefits

<i>December 31,</i>	2014	2013
Non-Interest Bearing Cash	\$ 2,346	\$ -
Investments, at Fair Value		
Common/collective trusts	17,059,559	15,506,173
Registered investment companies	72,155,857	64,533,150
Total Investments	89,215,416	80,039,323
Receivables		
Plan sponsor contributions	3,773,862	2,366,599
Notes receivable from participants	4,105,167	2,984,483
Total Receivables	7,879,029	5,351,082
Net assets available for benefits at fair value	97,096,791	85,390,405
Adjustment from fair value to contract value for interest in common/collective trust relating to fully benefit-responsive investment contracts	(198,843)	(74,675)
Net assets available for benefits	\$ 96,897,948	\$ 85,315,730

See accompanying notes to the financial statements.

FORUM ENERGY TECHNOLOGIES, INC. 401(k) PLAN

Statement of Changes in Net Assets Available for Benefits

<i>Year Ended December 31,</i>	<i>2014</i>
Additions to Net Assets	
Investment income	
Net appreciation in common/collective trust	\$ 863,150
Net appreciation in registered investment companies	2,457,730
Interest and dividends	1,019,770
Total investment income	4,340,650
Interest on notes receivable from participants	137,072
Contributions	
Plan sponsor contributions	9,213,075
Participant contributions	8,433,058
Rollovers	536,089
Total contributions	18,182,222
Total Additions to Net Assets	22,659,944
Deductions from net assets	
Benefit payments to participants	11,185,610
Administrative expenses	454,863
Total Deductions from Net Assets	11,640,473
Net Increase in Net Assets Available for Benefits	11,019,471
Transfers from Other Plans	562,747
Net Assets Available for Benefits	
Beginning of year	85,315,730
End of year	\$ 96,897,948

See accompanying notes to the financial statements.

FORUM ENERGY TECHNOLOGIES, INC. 401(k) PLAN

Notes to Financial Statements

1. Description of Plan

The following description of the Forum Energy Technologies, Inc. 401(k) Plan (the “Plan”) provides only general information. Participants should refer to the Plan Document for a more complete description of the Plan’s provisions.

General

The Plan is a defined contribution plan established by Forum Energy Technologies, Inc., in July 2006 and has been adopted by certain of its affiliates (collectively referred to herein as the “Plan Sponsor “or” “Forum”). The Plan is designed and intended to operate as a safe harbor plan as defined by the Plan Document. The purpose of the Plan is to offer eligible employees of the Plan Sponsor a means to adopt a regular savings program and to provide a supplement to their retirement income. The Plan is administered by a Benefits Committee and an Investments Committee, both established by the Forum Board of Directors. The Plan is subject to the provisions of the Department of Labor’s Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 (“ERISA”), and any subsequent amendments.

The Plan was amended and restated as of January 1, 2012 in order to expand participation in the Plan as a result of corporate transactions and to clarify certain Plan terms.

Plan Sponsor Acquisitions and Plan Mergers

From time to time, the Plan Sponsor will complete business acquisitions that lead to mergers of assets from plans of acquired businesses into the Plan. Effective January 7, 2014, the Blohm Voss Oil Tools, LLC 401(k) Profit Sharing Plan was merged with the Plan. Effective April 1, 2013, the Dynacon, Inc. 401(k) Plan was merged with the Plan.

Administration

The Plan Sponsor is responsible for the administration and operation of the Plan. Wells Fargo Bank, N.A. (“Wells Fargo” or the “Trustee”) is responsible for the custody and management of the Plan’s assets while Wells Fargo & Trust Company Institutional Retirement & Trust also provides record keeping and administrative services to the Plan.

Eligibility

An employee is eligible to participate in the Plan upon completing 30 days of continuous employment. Union employees, leased employees, non-resident aliens, interns, contractors, residents of Puerto Rico, and temporary employees are not eligible to participate in the Plan.

Participant Contributions

Participants in the Plan may elect to have up to 75 percent of their eligible compensation, as defined in the Plan Document, deferred on a before tax basis, subject to the federal tax law limits including Internal Revenue Code (“IRC”) Section 402(g) limits of \$17,500 in 2014. Participants who have attained the age of 50 before the close of the Plan year may make an additional before tax catch-up contribution of up to \$5,500 for 2014. A participant electing to make such contributions is allowed to further elect to have some or all of such contributions designated as Roth contributions made on an after tax basis and also subject to IRC Section 402(g) limits.

FORUM ENERGY TECHNOLOGIES, INC. 401(k) PLAN

Notes to Financial Statements

Automatic Deferrals

Any employee who is eligible to make contributions to the Plan on a before tax basis will be automatically enrolled in the Plan and deemed to elect to make elective deferrals equal to 3% of his or her compensation beginning on the first day of the first full payroll period beginning on or immediately after 30 days after the date of such participant's entry date. The participant can positively elect to opt out of the Plan or change the deferral percentage. A participant's automatic deferrals shall be invested in the Plan's default investment fund, unless the participant makes his or her own investment elections with respect to such deferrals.

Plan Sponsor Contributions

The Plan Sponsor makes matching contributions to each participant's account in an amount equal to 100 percent of the first 3 percent of compensation deferred by the employee and 50 percent of next 2 percent of compensation deferred by the employee. The Plan Sponsor in its sole discretion may make a profit sharing contribution to participants' accounts at an amount determined by the Plan Sponsor. A profit sharing contribution has been authorized for 2014 in the amount of \$3,851,496. During August 2015, the Plan Sponsor funded the profit sharing contribution in the amount of \$3,640,819 net of forfeitures used to reduce the Plan Sponsor's contribution totaling \$210,677.

Participant Accounts

Each participant's account is credited with the participant's contributions, Plan Sponsor matching contributions, Plan earnings or losses, expenses paid by the Plan and any Plan Sponsor discretionary profit sharing contribution. Allocations are based on participant earnings or account balances, as defined in the Plan Document. Participants may allocate their contributions at any time to any or all of the Plan's investment options in multiples of one percent. Subject to certain conditions, participants may rollover and transfer amounts distributed or distributable from another individual retirement arrangement or another qualified retirement plan to the Plan.

Vesting

Participants are immediately vested in all participant contributions and Plan Sponsor matching contributions and earnings thereon. Vesting in discretionary profit sharing contributions is based on years of service starting with 20% at the end of year one and increasing by 20% each year thereafter until full vesting is achieved after five years. The Plan takes into account a participant's service with companies acquired by Forum and includes certain special provisions for vesting and distributions for certain employees who were formerly participants in plans that were merged with the Plan.

Forfeitures

Forfeitures of non-vested accounts are first used to offset plan expenses and/or restore previously forfeited account balances, and any remaining forfeitures are used to reduce Plan Sponsor contributions. During 2014 no forfeitures were used to pay plan expenses. During 2014 \$122,410 of forfeitures were used to reduce Plan Sponsor profit sharing contributions. At December 31, 2014 and 2013, forfeited non-vested accounts totaled \$210,677 and \$122,410, respectively.

FORUM ENERGY TECHNOLOGIES, INC. 401(k) PLAN

Notes to Financial Statements

Notes Receivable from Participants

Participants may borrow from their fund accounts a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000 or 50 percent of their vested account balance. A participant may have no more than two outstanding loans at any given time. Loan terms require repayment for a period not to exceed five years at a rate determined by the Plan Sponsor in accordance with the Plan Document. The notes receivable from participants include loans initiated by the participants from the merged plans, which also include loans that had terms of five years or more if used for the purchase of a primary residence. Loans are repaid ratably through payroll deductions. Upon termination of employment, a participant's loan is due in full. If the loan is not paid in full at termination, the outstanding balance will be considered a taxable distribution, and may be subject to penalty.

Benefit Payments to Participants

Distributions and withdrawals from the Plan are governed by applicable Internal Revenue Service ("IRS") regulations and provisions of ERISA. Penalties may apply in certain instances. The full value of a participant's account becomes available upon retirement, full and permanent disability, or death. Upon termination of employment, a participant is entitled to receive the vested portion of his or her account balance. Participants may also receive in-service withdrawals from the Plan once they have attained age 59½ or if they are able to demonstrate a severe financial need, subject to certain provisions in the Plan Document. A participant's deferrals are suspended for six months after each hardship withdrawal.

Plan Amendment and Termination

It is the intention of the Plan Sponsor to continue the Plan indefinitely; however, the Plan may be amended at any time. No such amendment, however, may adversely affect the rights of participants in the Plan with respect to contributions made prior to the date of the amendment. In the event the Plan is terminated, each participant shall receive the full amount of Plan assets from his or her account.

2. Summary of Significant Accounting Policies

The following accounting policies, which conform to accounting principles generally accepted in the United States of America ("U.S. GAAP") and with the requirements of ERISA, have been used consistently in the preparation of the Plan's financial statements and supplemental schedule.

Basis of Accounting

The Plan's financial statements are prepared on the accrual basis of accounting.

Investment Valuation and Income Recognition

Investments in registered investment companies are based upon quoted market prices as reported by the Trustee. At December 31, 2014 and 2013, the Plan's investments included interest in the Wells Fargo Collective Stable Return Fund ("Fixed Income Common/Collective Trust") which is based on the fair value of the Fixed Income Common/Collective Trust's underlying investments and on information reported by the Trustee using the audited financial

FORUM ENERGY TECHNOLOGIES, INC. 401(k) PLAN

Notes to Financial Statements

statements of the Fixed Income Common/Collective Trust at the Plan's year end. The Fixed Income Common/Collective Trust is accounted for at contract value and adjusted to fair value at year end. Contract value represents the accumulated contributions plus accrued net earnings, less distributions and represents the amount the participants would receive under a normal distribution from the Plan. The Plan's interests in Wells Fargo Index Fund Common/Collective Trust are valued based on information reported by the investment advisor using the audited financial statements of this fund at year-end.

The statements of net assets available for benefits present an investment contract at fair value, as well as an additional line item showing an adjustment of the fully benefit-responsive contract from fair value to contract value. The objective of the collective trust funds is to provide a diversified group of investments offering competitive levels of yield consistent with stable fixed-income methodology. The collective trust funds seeks to achieve this objective by investing in conventional, synthetic and separate account investment contracts issued by life insurance companies, banks and other financial institutions. The collective trust funds can be redeemed daily with a 30-day notice period and there were no unfunded commitments as of December 31, 2014.

Investments in common/collective trusts are valued at the number of the Plan's units of participation multiplied by the unit value for the underlying investments. Unit value is based on the market value of the underlying investments less a management fee divided by the total number of outstanding units for the underlying investments. The underlying investments are either a single mutual fund or a portfolio of domestic or international stocks. These investments are valued by the sponsor, based primarily on observable market data. The common/collective trusts held by the Plan provide for daily redemptions by the Plan at the reported unit value with no advance notice requirement. The Plan has no unfunded commitments.

Purchases and sales of securities are recorded on a trade-date basis. Dividend income is recorded on the ex-dividend date. Interest income is recorded on the accrual basis.

Benefit payments to participants

Benefits are recorded when paid.

Use of Estimates

The preparation of financial statements, in conformity with U.S. GAAP, requires management to make estimates and assumptions that affect the reported amounts in the accompanying financial statements and notes to the financial statements. Actual results could differ from those estimates.

Notes Receivable from Participants

Notes receivable from participants is measured at their unpaid principal balance plus any accrued, but unpaid interest. Delinquent participant loans are recorded as distributions and are recorded as a reduction to net assets available for benefits.

FORUM ENERGY TECHNOLOGIES, INC. 401(k) PLAN

Notes to Financial Statements

Risk and Uncertainties

The Plan provides for various investment options in a variety of investment securities. Investment securities are exposed to various risks, such as interest rate risk, financial market risk and credit risk. Due to the level of risk associated with investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect participant's account balances and the amounts reported in the Plan's financial statements.

Administrative Expenses

The Plan's expenses are paid either by the Plan or the Plan Sponsor, as provided by the Plan Agreement. Expenses that are paid directly by the Plan Sponsor are excluded from these financial statements. Fees related to the administration of notes receivable from participants, and other participant-directed expenses, are charged directly to the participant's account and are included in expenses of the Plan. Investment-related expenses are included in net appreciation (depreciation) of fair value of investments.

Subsequent Events

The Plan has evaluated all subsequent events and transactions through October 14, 2015, the date the financial statements were available for issuance. In March 2015, the Plan was amended to suspend the Employer matching contribution which resulted in a loss of the Plan's safe harbor status.

3. Investments Certified by Trustees

As permitted by ERISA, the Trustee has certified to the Plan Administrator that all investment amounts, including notes receivable from participants, and related investment activity, from which the accompanying financial statements and supplemental schedule of assets (held at end of year) have been prepared are complete and accurate as of December 31, 2014 and 2013, and for the year ended December 31, 2014.

The fair values of individual investments exceeding 5% of the Plan's net assets have been separately identified as follows:

<i>December 31,</i>	2014	2013
Wells Fargo Collective Stable Return	\$ 10,000,524	\$ 9,225,490
WF Advantage Dow Jones Target 2030	7,385,175	5,812,262
WF Advantage Dow Jones Target 2040	6,473,826	5,354,795
WF Advantage Dow Jones Target 2020	5,697,825	4,738,549
Fidelity Contrafund	5,115,695	5,055,157
PIMCO Total Return (ADMIN)	- *	5,361,982
Other	54,542,371	44,491,088
Total Investments at Fair Value	\$ 89,215,416	\$ 80,039,323

* Investment does not represent 5% or more of the Plan's net assets available for benefits as of the period indicated but it is included for comparative purposes.

FORUM ENERGY TECHNOLOGIES, INC. 401(k) PLAN

Notes to Financial Statements

The Plan's independent auditors did not perform auditing procedures with respect to this information, except for comparing such information with related information included in the financial statements and supplemental schedule.

4. Party-In-Interest

Certain Plan investments are shares of funds managed by the Trustee. The Trustee receives certain fees paid by the Plan, certain fees paid by the participants, and other fees paid by the Plan's investment funds. Fees paid by the Plan include an annual Trustee fee, an annual per participant fee, and a payroll processing fee. Fees paid by the participant include fees charged for distributions and new loan set-up. Fees paid by the investment funds are revenue share fees for shareholder services provided to the funds, including 12(b)(1) fees, sub-transfer agent fees and other shareholder servicing fees. These fees are paid to the Trustee for handling certain duties for the fund companies that they would otherwise have to do such as sending out prospectuses. None of the 12(b)(1) fees or sub-transfer agent fees are shared with parties in interest to the Plan. Notes receivable from participants also qualify as party-in-interest transactions.

5. Income Tax Status

The IRS has determined and informed the Plan Sponsor by a letter dated May 2, 2011, that the Plan and related trust are designed in accordance with applicable sections of the IRC. The Plan has since been amended; however, the Plan Sponsor believes that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC. Therefore, no provision for income taxes has been included in the Plan's financial statements.

U.S. GAAP requires Plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan Sponsor has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2014, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the Plan's financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan Sponsor believes the Plan is no longer subject to income tax examinations for years prior to 2011.

6. Fair Value Measurements

U.S. GAAP defines fair value as the price that would be received in the sale of an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. U.S. GAAP also establishes a framework for measuring fair value, and expands disclosures about fair value measurements. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1 inputs) and the lowest priority to unobservable inputs (level 3 inputs). The three levels of the fair value hierarchy under U.S. GAAP are described as follows:

Level 1 - Quoted market prices in active markets for identical assets or liabilities.

FORUM ENERGY TECHNOLOGIES, INC. 401(k) PLAN

Notes to Financial Statements

Level 2 - Observable inputs such as quoted prices for similar assets or liabilities in active markets; quoted prices for identical or similar assets or liabilities in markets that are not active; and model-derived valuations in which all significant input and significant value drivers are observable in active markets.

Level 3 - Valuations with one or more unobservable significant inputs that reflect the reporting entity's own assumptions.

In some cases, a valuation technique used to measure fair value includes inputs from multiple levels of the fair value hierarchy. The asset or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used maximize the use of observable inputs and minimize the use of unobservable inputs to the extent possible.

The methods used to value investments may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

The following fair value hierarchy table presents information about the Plan's investments measured at fair value on a recurring basis as of December 31, 2014 and 2013:

<i>December 31, 2014</i>	Level 1	Level 2	Level 3	Total
Registered investment companies:				
Fixed Income	6,624,894	-	-	6,624,894
Balanced/Asset Allocation	38,313,226	-	-	38,313,226
International	4,410,018	-	-	4,410,018
Large Cap	12,117,226	-	-	12,117,226
Mid Cap	3,799,334	-	-	3,799,334
Small Cap	6,891,159	-	-	6,891,159
Common/collective trust funds	-	17,059,559	-	17,059,559
Total Investments Measured at Fair Value	\$ 72,155,857	\$ 17,059,559	\$ -	\$ 89,215,416

<i>December 31, 2013</i>	Level 1	Level 2	Level 3	Total
Registered investment companies:				
Fixed Income	\$ 8,134,286	\$ -	\$ -	\$ 8,134,286
Balanced/Asset Allocation	29,681,646	-	-	29,681,646
International	4,734,167	-	-	4,734,167
Large Cap	11,074,643	-	-	11,074,643
Mid Cap	4,157,795	-	-	4,157,795
Small Cap	6,750,613	-	-	6,750,613
Common/collective trust funds	-	15,506,173	-	15,506,173
Total Investments Measured at Fair Value	\$ 64,533,150	\$ 15,506,173	\$ -	\$ 80,039,323

FORUM ENERGY TECHNOLOGIES, INC. 401(k) PLAN

Notes to Financial Statements

The determination of the fair values above incorporates various factors required under Accounting Standards Codification No. 820. The Plan's valuation methodology used to measure the fair values of registered investment companies were derived from quoted closing market prices traded in active markets. The fair values of common/collective trusts ("CCT") are stated at net asset value ("NAV"), as provided by Wells Fargo, which is used as a practical expedient to estimate fair value. The NAV is based on the fair value of the underlying investments held by the fund (less its liabilities) in relation to the total number of units outstanding.

The CCT Fixed income fund invests in a variety of investment contracts and instruments issued by selected high-quality insurance companies and financial institutions. The principal value of these contracts is not expected to experience price fluctuations in most economic or interest rate environments. The CCT Index fund invests primarily in the same stocks in approximately the same percentages as the stocks that make up the S&P 500 Index. This fund intends to remain 95% invested in the stocks comprising the Index and the remaining 5% of the fund's assets is invested in cash reserves.

7. Reconciliation of Financial Statements to Form 5500

The following is a reconciliation of the net assets available for benefits from the financial statements to the Schedule H of Form 5500:

<i>December 31,</i>	2014	2013
Net assets available for plan benefits per the financial statements	\$ 96,897,948	\$ 85,315,730
Adjustment from contract value to fair value for interest in common/collective trust fund relating to fully benefit-responsive investment contracts	198,843	74,675
Net assets available for plan benefits per Form 5500, Schedule H, Part I, Line 11	\$ 97,096,791	\$ 85,390,405

The following is a reconciliation of the change in net assets available for benefits from the financial statements to the Schedule H of Form 5500:

<i>Year Ended December 31,</i>	2014
Net increase in net assets per the financial statements	\$ 11,019,471
Adjustment from contract value to fair value for interest in common/collective trust fund relating to fully benefit-responsive investment contracts for 2014	198,843
Adjustment from contract value to fair value for interest in common/collective trust fund relating to fully benefit-responsive investment contracts for 2013	(74,675)
Net income per Form 5500, Part II, Line 2k	\$ 11,143,639

Supplemental Schedule

FORUM ENERGY TECHNOLOGIES, INC. 401(k) PLAN

Schedule H, Line 4i - Schedule of Assets (Held at End of Year)

December 31, 2014

EIN 61-1488595, Plan 001

(a)	(b)	(c)	(d)	(e)
Identity of Issue, Borrower, Lessor, or Similar Party	Description of Investment including Maturity Date, Rate of Interest, [□] Collateral, Par, or Maturity Value		Cost	Current
* Wells Fargo	Wells Fargo Collective Stable Return		**	\$ 10,000,524
* Wells Fargo	Wells Fargo Collective (BGI) S&P 500 Index		**	4,537,332
* Wells Fargo	Wells Fargo S&P Midcap Index Fund N		**	1,591,013
* Wells Fargo	Wells Fargo Russell 2000 Index Fund N		**	930,690
				17,059,559
American Beacon	American Beacon International Equity		**	701,284
American Century	American Century Inflation Adjusted Bond (Inv)		**	929,165
American Funds	American FDS Fundamental Investors R4		**	1,463,085
American Funds	American Funds Europacific R4		**	1,963,664
Columbia	Columbia Acorn International Fund Z		**	946,116
Fidelity	Fidelity Contrafund		**	5,115,695
Fidelity	Fidelity Puritan Fund		**	2,575,613
Fidelity	Fidelity Small Cap Value Fund		**	1,110,561
Franklin Templeton Investment Funds	Franklin Strategic Inc A		**	920,000
JP Morgan	JP Morgan High Yield Funds SS		**	616,511
Lazard	Lazard Emerging Markets Equity		**	476,401
Lord Abbett	Lord Abbett Total Return		**	4,159,218
Oppenheimer	Oppenheimer Intl Growth		**	322,553
T. Rowe Price	T. Rowe Price Equity Income		**	2,962,833
T. Rowe Price	T. Rowe Price New Horizons		**	3,374,275
T. Rowe Price	T. Rowe Price Small Cap Stock		**	2,406,323
Vanguard	Vanguard Mid-Cap Growth FD		**	2,402,011
Vanguard	Vanguard Selected Value FD		**	1,397,323
* Wells Fargo	Wells Fargo Advantage Dow Jones Target 2010		**	901,976
* Wells Fargo	Wells Fargo Advantage Dow Jones Target 2015		**	1,446,102
* Wells Fargo	Wells Fargo Advantage Dow Jones Target 2020		**	5,697,825
* Wells Fargo	Wells Fargo Advantage Dow Jones Target 2025		**	3,390,720
* Wells Fargo	Wells Fargo Advantage Dow Jones Target 2030		**	7,385,175
* Wells Fargo	Wells Fargo Advantage Dow Jones Target 2035		**	3,800,246
* Wells Fargo	Wells Fargo Advantage Dow Jones Target 2040		**	6,473,826
* Wells Fargo	Wells Fargo Advantage Dow Jones Target 2045		**	2,896,092
* Wells Fargo	Wells Fargo Advantage Dow Jones Target 2050		**	4,250,119
* Wells Fargo	Wells Fargo Advantage Dow Jones Target 2055		**	1,844,551
* Wells Fargo	Wells Fargo Advantage Dow Jones Target Today		**	226,594
				72,155,857
* Notes receivable from participants	Loans to participants with interest rates ranging from 3.25% to 9.75% due through October 2040		-	4,105,167
Total				\$ 93,320,583

The above information has been certified by Wells Fargo as being complete and accurate.

* Denotes a party-in-interest to the Plan.

** Cost information not provided as assets are participant directed.

See independent auditor's report.



FORUM ENERGY TECHNOLOGIES, INC. 401(k) PLAN

Financial Statements

As of December 31, 2014 and 2013 and
for the Year Ended December 31, 2014

FORUM ENERGY TECHNOLOGIES, INC. 401(k) PLAN

Financial Statements

As of December 31, 2014 and 2013 and
for the Year Ended December 31, 2014

FORUM ENERGY TECHNOLOGIES, INC. 401(k) PLAN

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All other schedules required by 29 CFR 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 are not applicable and have been omitted.



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Independent Auditor's Report

To the Benefits Committee and Participants of
Forum Energy Technologies, Inc. 401(k) Plan
Houston, Texas

We were engaged to audit the accompanying financial statements of Forum Energy Technologies, Inc. 401(k) Plan (the "Plan"), which comprise the statement of net assets available for benefits as of December 31, 2014, and the related statement of changes in net assets available for benefits for the year then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audit in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the *Basis for Disclaimer of Opinion* paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan Administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 3, which was certified by Wells Fargo Bank, N.A., the trustee of the Plan, except for comparing such information with the related information included in the financial statements. We have been informed by the Plan Administrator that the trustee holds the Plan's investment assets and executes investment transactions. The Plan Administrator has obtained a certification from the trustee as of and for the year ended December 31, 2014, that the information provided to the Plan Administrator by the trustee is complete and accurate.

Disclaimer of Opinion

Because of the significance of the matter described in the *Basis for Disclaimer of Opinion* paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on the 2014 financial statements. Accordingly, we do not express an opinion on the 2014 financial statements.

BDO USA, LLP, a Delaware limited liability partnership, is the U.S. member of BDO International Limited, a UK company limited by guarantee, and forms part of the international BDO network of independent member firms.

BDO is the brand name for the BDO network and for each of the BDO Member Firms.



Other Matter - Supplemental Schedule

The supplemental schedule of assets (held at year end) as of December 31, 2014 is required by the Department of Labor's ("DOL") Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 ("ERISA") and is presented for the purpose of additional analysis and is not a required part of the financial statements. Because of the significance of the matter described in the *Basis for Disclaimer of Opinion* paragraph, we do not express an opinion on the supplemental schedule.

Other Matter - Prior Period Financial Statements

The financial statements of the Plan as of December 31, 2013, were audited by predecessor auditors. As permitted by 29 CFR 2520.103-8 of the DOL's Rules and Regulations for Reporting and Disclosure under ERISA, the plan administrator instructed the predecessor auditors not to perform, and they did not perform any auditing procedures with respect to the information certified by the trustee. Their report, dated August 27, 2014, indicated that (a) because of the significance of the information that they did not audit, they were unable to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion and accordingly, they did not express an opinion on the financial statements and (b) the form and content of the information included in the financial statements other than that derived from the information certified by the trustee, were presented in compliance with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

Report on Form and Content in Compliance with DOL Rules and Regulations

The form and content of the information included in the 2014 financial statements and supplemental schedule, other than that derived from the information certified by the trustee, has been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, is presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

BDO USA, LLP

Houston, Texas
October 14, 2015

Financial Statements

FORUM ENERGY TECHNOLOGIES, INC. 401(k) PLAN

Statements of Net Assets Available for Benefits

<i>December 31,</i>	2014	2013
Non-Interest Bearing Cash	\$ 2,346	\$ -
Investments, at Fair Value		
Common/collective trusts	17,059,559	15,506,173
Registered investment companies	72,155,857	64,533,150
Total Investments	89,215,416	80,039,323
Receivables		
Plan sponsor contributions	3,773,862	2,366,599
Notes receivable from participants	4,105,167	2,984,483
Total Receivables	7,879,029	5,351,082
Net assets available for benefits at fair value	97,096,791	85,390,405
Adjustment from fair value to contract value for interest in common/collective trust relating to fully benefit-responsive investment contracts	(198,843)	(74,675)
Net assets available for benefits	\$ 96,897,948	\$ 85,315,730

See accompanying notes to the financial statements.

FORUM ENERGY TECHNOLOGIES, INC. 401(k) PLAN

Statement of Changes in Net Assets Available for Benefits

<i>Year Ended December 31,</i>	<i>2014</i>
Additions to Net Assets	
Investment income	
Net appreciation in common/collective trust	\$ 863,150
Net appreciation in registered investment companies	2,457,730
Interest and dividends	1,019,770
Total investment income	4,340,650
Interest on notes receivable from participants	137,072
Contributions	
Plan sponsor contributions	9,213,075
Participant contributions	8,433,058
Rollovers	536,089
Total contributions	18,182,222
Total Additions to Net Assets	22,659,944
Deductions from net assets	
Benefit payments to participants	11,185,610
Administrative expenses	454,863
Total Deductions from Net Assets	11,640,473
Net Increase in Net Assets Available for Benefits	11,019,471
Transfers from Other Plans	562,747
Net Assets Available for Benefits	
Beginning of year	85,315,730
End of year	\$ 96,897,948

See accompanying notes to the financial statements.

FORUM ENERGY TECHNOLOGIES, INC. 401(k) PLAN

Notes to Financial Statements

1. Description of Plan

The following description of the Forum Energy Technologies, Inc. 401(k) Plan (the “Plan”) provides only general information. Participants should refer to the Plan Document for a more complete description of the Plan’s provisions.

General

The Plan is a defined contribution plan established by Forum Energy Technologies, Inc., in July 2006 and has been adopted by certain of its affiliates (collectively referred to herein as the “Plan Sponsor “or” “Forum”). The Plan is designed and intended to operate as a safe harbor plan as defined by the Plan Document. The purpose of the Plan is to offer eligible employees of the Plan Sponsor a means to adopt a regular savings program and to provide a supplement to their retirement income. The Plan is administered by a Benefits Committee and an Investments Committee, both established by the Forum Board of Directors. The Plan is subject to the provisions of the Department of Labor’s Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 (“ERISA”), and any subsequent amendments.

The Plan was amended and restated as of January 1, 2012 in order to expand participation in the Plan as a result of corporate transactions and to clarify certain Plan terms.

Plan Sponsor Acquisitions and Plan Mergers

From time to time, the Plan Sponsor will complete business acquisitions that lead to mergers of assets from plans of acquired businesses into the Plan. Effective January 7, 2014, the Blohm Voss Oil Tools, LLC 401(k) Profit Sharing Plan was merged with the Plan. Effective April 1, 2013, the Dynacon, Inc. 401(k) Plan was merged with the Plan.

Administration

The Plan Sponsor is responsible for the administration and operation of the Plan. Wells Fargo Bank, N.A. (“Wells Fargo” or the “Trustee”) is responsible for the custody and management of the Plan’s assets while Wells Fargo & Trust Company Institutional Retirement & Trust also provides record keeping and administrative services to the Plan.

Eligibility

An employee is eligible to participate in the Plan upon completing 30 days of continuous employment. Union employees, leased employees, non-resident aliens, interns, contractors, residents of Puerto Rico, and temporary employees are not eligible to participate in the Plan.

Participant Contributions

Participants in the Plan may elect to have up to 75 percent of their eligible compensation, as defined in the Plan Document, deferred on a before tax basis, subject to the federal tax law limits including Internal Revenue Code (“IRC”) Section 402(g) limits of \$17,500 in 2014. Participants who have attained the age of 50 before the close of the Plan year may make an additional before tax catch-up contribution of up to \$5,500 for 2014. A participant electing to make such contributions is allowed to further elect to have some or all of such contributions designated as Roth contributions made on an after tax basis and also subject to IRC Section 402(g) limits.

FORUM ENERGY TECHNOLOGIES, INC. 401(k) PLAN

Notes to Financial Statements

Automatic Deferrals

Any employee who is eligible to make contributions to the Plan on a before tax basis will be automatically enrolled in the Plan and deemed to elect to make elective deferrals equal to 3% of his or her compensation beginning on the first day of the first full payroll period beginning on or immediately after 30 days after the date of such participant's entry date. The participant can positively elect to opt out of the Plan or change the deferral percentage. A participant's automatic deferrals shall be invested in the Plan's default investment fund, unless the participant makes his or her own investment elections with respect to such deferrals.

Plan Sponsor Contributions

The Plan Sponsor makes matching contributions to each participant's account in an amount equal to 100 percent of the first 3 percent of compensation deferred by the employee and 50 percent of next 2 percent of compensation deferred by the employee. The Plan Sponsor in its sole discretion may make a profit sharing contribution to participants' accounts at an amount determined by the Plan Sponsor. A profit sharing contribution has been authorized for 2014 in the amount of \$3,851,496. During August 2015, the Plan Sponsor funded the profit sharing contribution in the amount of \$3,640,819 net of forfeitures used to reduce the Plan Sponsor's contribution totaling \$210,677.

Participant Accounts

Each participant's account is credited with the participant's contributions, Plan Sponsor matching contributions, Plan earnings or losses, expenses paid by the Plan and any Plan Sponsor discretionary profit sharing contribution. Allocations are based on participant earnings or account balances, as defined in the Plan Document. Participants may allocate their contributions at any time to any or all of the Plan's investment options in multiples of one percent. Subject to certain conditions, participants may rollover and transfer amounts distributed or distributable from another individual retirement arrangement or another qualified retirement plan to the Plan.

Vesting

Participants are immediately vested in all participant contributions and Plan Sponsor matching contributions and earnings thereon. Vesting in discretionary profit sharing contributions is based on years of service starting with 20% at the end of year one and increasing by 20% each year thereafter until full vesting is achieved after five years. The Plan takes into account a participant's service with companies acquired by Forum and includes certain special provisions for vesting and distributions for certain employees who were formerly participants in plans that were merged with the Plan.

Forfeitures

Forfeitures of non-vested accounts are first used to offset plan expenses and/or restore previously forfeited account balances, and any remaining forfeitures are used to reduce Plan Sponsor contributions. During 2014 no forfeitures were used to pay plan expenses. During 2014 \$122,410 of forfeitures were used to reduce Plan Sponsor profit sharing contributions. At December 31, 2014 and 2013, forfeited non-vested accounts totaled \$210,677 and \$122,410, respectively.

FORUM ENERGY TECHNOLOGIES, INC. 401(k) PLAN

Notes to Financial Statements

Notes Receivable from Participants

Participants may borrow from their fund accounts a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000 or 50 percent of their vested account balance. A participant may have no more than two outstanding loans at any given time. Loan terms require repayment for a period not to exceed five years at a rate determined by the Plan Sponsor in accordance with the Plan Document. The notes receivable from participants include loans initiated by the participants from the merged plans, which also include loans that had terms of five years or more if used for the purchase of a primary residence. Loans are repaid ratably through payroll deductions. Upon termination of employment, a participant's loan is due in full. If the loan is not paid in full at termination, the outstanding balance will be considered a taxable distribution, and may be subject to penalty.

Benefit Payments to Participants

Distributions and withdrawals from the Plan are governed by applicable Internal Revenue Service ("IRS") regulations and provisions of ERISA. Penalties may apply in certain instances. The full value of a participant's account becomes available upon retirement, full and permanent disability, or death. Upon termination of employment, a participant is entitled to receive the vested portion of his or her account balance. Participants may also receive in-service withdrawals from the Plan once they have attained age 59½ or if they are able to demonstrate a severe financial need, subject to certain provisions in the Plan Document. A participant's deferrals are suspended for six months after each hardship withdrawal.

Plan Amendment and Termination

It is the intention of the Plan Sponsor to continue the Plan indefinitely; however, the Plan may be amended at any time. No such amendment, however, may adversely affect the rights of participants in the Plan with respect to contributions made prior to the date of the amendment. In the event the Plan is terminated, each participant shall receive the full amount of Plan assets from his or her account.

2. Summary of Significant Accounting Policies

The following accounting policies, which conform to accounting principles generally accepted in the United States of America ("U.S. GAAP") and with the requirements of ERISA, have been used consistently in the preparation of the Plan's financial statements and supplemental schedule.

Basis of Accounting

The Plan's financial statements are prepared on the accrual basis of accounting.

Investment Valuation and Income Recognition

Investments in registered investment companies are based upon quoted market prices as reported by the Trustee. At December 31, 2014 and 2013, the Plan's investments included interest in the Wells Fargo Collective Stable Return Fund ("Fixed Income Common/Collective Trust") which is based on the fair value of the Fixed Income Common/Collective Trust's underlying investments and on information reported by the Trustee using the audited financial

FORUM ENERGY TECHNOLOGIES, INC. 401(k) PLAN

Notes to Financial Statements

statements of the Fixed Income Common/Collective Trust at the Plan's year end. The Fixed Income Common/Collective Trust is accounted for at contract value and adjusted to fair value at year end. Contract value represents the accumulated contributions plus accrued net earnings, less distributions and represents the amount the participants would receive under a normal distribution from the Plan. The Plan's interests in Wells Fargo Index Fund Common/Collective Trust are valued based on information reported by the investment advisor using the audited financial statements of this fund at year-end.

The statements of net assets available for benefits present an investment contract at fair value, as well as an additional line item showing an adjustment of the fully benefit-responsive contract from fair value to contract value. The objective of the collective trust funds is to provide a diversified group of investments offering competitive levels of yield consistent with stable fixed-income methodology. The collective trust funds seeks to achieve this objective by investing in conventional, synthetic and separate account investment contracts issued by life insurance companies, banks and other financial institutions. The collective trust funds can be redeemed daily with a 30-day notice period and there were no unfunded commitments as of December 31, 2014.

Investments in common/collective trusts are valued at the number of the Plan's units of participation multiplied by the unit value for the underlying investments. Unit value is based on the market value of the underlying investments less a management fee divided by the total number of outstanding units for the underlying investments. The underlying investments are either a single mutual fund or a portfolio of domestic or international stocks. These investments are valued by the sponsor, based primarily on observable market data. The common/collective trusts held by the Plan provide for daily redemptions by the Plan at the reported unit value with no advance notice requirement. The Plan has no unfunded commitments.

Purchases and sales of securities are recorded on a trade-date basis. Dividend income is recorded on the ex-dividend date. Interest income is recorded on the accrual basis.

Benefit payments to participants

Benefits are recorded when paid.

Use of Estimates

The preparation of financial statements, in conformity with U.S. GAAP, requires management to make estimates and assumptions that affect the reported amounts in the accompanying financial statements and notes to the financial statements. Actual results could differ from those estimates.

Notes Receivable from Participants

Notes receivable from participants is measured at their unpaid principal balance plus any accrued, but unpaid interest. Delinquent participant loans are recorded as distributions and are recorded as a reduction to net assets available for benefits.

FORUM ENERGY TECHNOLOGIES, INC. 401(k) PLAN

Notes to Financial Statements

Risk and Uncertainties

The Plan provides for various investment options in a variety of investment securities. Investment securities are exposed to various risks, such as interest rate risk, financial market risk and credit risk. Due to the level of risk associated with investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect participant's account balances and the amounts reported in the Plan's financial statements.

Administrative Expenses

The Plan's expenses are paid either by the Plan or the Plan Sponsor, as provided by the Plan Agreement. Expenses that are paid directly by the Plan Sponsor are excluded from these financial statements. Fees related to the administration of notes receivable from participants, and other participant-directed expenses, are charged directly to the participant's account and are included in expenses of the Plan. Investment-related expenses are included in net appreciation (depreciation) of fair value of investments.

Subsequent Events

The Plan has evaluated all subsequent events and transactions through October 14, 2015, the date the financial statements were available for issuance. In March 2015, the Plan was amended to suspend the Employer matching contribution which resulted in a loss of the Plan's safe harbor status.

3. Investments Certified by Trustees

As permitted by ERISA, the Trustee has certified to the Plan Administrator that all investment amounts, including notes receivable from participants, and related investment activity, from which the accompanying financial statements and supplemental schedule of assets (held at end of year) have been prepared are complete and accurate as of December 31, 2014 and 2013, and for the year ended December 31, 2014.

The fair values of individual investments exceeding 5% of the Plan's net assets have been separately identified as follows:

<i>December 31,</i>	2014	2013
Wells Fargo Collective Stable Return	\$ 10,000,524	\$ 9,225,490
WF Advantage Dow Jones Target 2030	7,385,175	5,812,262
WF Advantage Dow Jones Target 2040	6,473,826	5,354,795
WF Advantage Dow Jones Target 2020	5,697,825	4,738,549
Fidelity Contrafund	5,115,695	5,055,157
PIMCO Total Return (ADMIN)	- *	5,361,982
Other	54,542,371	44,491,088
Total Investments at Fair Value	\$ 89,215,416	\$ 80,039,323

* Investment does not represent 5% or more of the Plan's net assets available for benefits as of the period indicated but it is included for comparative purposes.

FORUM ENERGY TECHNOLOGIES, INC. 401(k) PLAN

Notes to Financial Statements

The Plan's independent auditors did not perform auditing procedures with respect to this information, except for comparing such information with related information included in the financial statements and supplemental schedule.

4. Party-In-Interest

Certain Plan investments are shares of funds managed by the Trustee. The Trustee receives certain fees paid by the Plan, certain fees paid by the participants, and other fees paid by the Plan's investment funds. Fees paid by the Plan include an annual Trustee fee, an annual per participant fee, and a payroll processing fee. Fees paid by the participant include fees charged for distributions and new loan set-up. Fees paid by the investment funds are revenue share fees for shareholder services provided to the funds, including 12(b)(1) fees, sub-transfer agent fees and other shareholder servicing fees. These fees are paid to the Trustee for handling certain duties for the fund companies that they would otherwise have to do such as sending out prospectuses. None of the 12(b)(1) fees or sub-transfer agent fees are shared with parties in interest to the Plan. Notes receivable from participants also qualify as party-in-interest transactions.

5. Income Tax Status

The IRS has determined and informed the Plan Sponsor by a letter dated May 2, 2011, that the Plan and related trust are designed in accordance with applicable sections of the IRC. The Plan has since been amended; however, the Plan Sponsor believes that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC. Therefore, no provision for income taxes has been included in the Plan's financial statements.

U.S. GAAP requires Plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan Sponsor has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2014, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the Plan's financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan Sponsor believes the Plan is no longer subject to income tax examinations for years prior to 2011.

6. Fair Value Measurements

U.S. GAAP defines fair value as the price that would be received in the sale of an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. U.S. GAAP also establishes a framework for measuring fair value, and expands disclosures about fair value measurements. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1 inputs) and the lowest priority to unobservable inputs (level 3 inputs). The three levels of the fair value hierarchy under U.S. GAAP are described as follows:

Level 1 - Quoted market prices in active markets for identical assets or liabilities.

FORUM ENERGY TECHNOLOGIES, INC. 401(k) PLAN

Notes to Financial Statements

Level 2 - Observable inputs such as quoted prices for similar assets or liabilities in active markets; quoted prices for identical or similar assets or liabilities in markets that are not active; and model-derived valuations in which all significant input and significant value drivers are observable in active markets.

Level 3 - Valuations with one or more unobservable significant inputs that reflect the reporting entity's own assumptions.

In some cases, a valuation technique used to measure fair value includes inputs from multiple levels of the fair value hierarchy. The asset or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used maximize the use of observable inputs and minimize the use of unobservable inputs to the extent possible.

The methods used to value investments may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

The following fair value hierarchy table presents information about the Plan's investments measured at fair value on a recurring basis as of December 31, 2014 and 2013:

<i>December 31, 2014</i>	Level 1	Level 2	Level 3	Total
Registered investment companies:				
Fixed Income	6,624,894	-	-	6,624,894
Balanced/Asset Allocation	38,313,226	-	-	38,313,226
International	4,410,018	-	-	4,410,018
Large Cap	12,117,226	-	-	12,117,226
Mid Cap	3,799,334	-	-	3,799,334
Small Cap	6,891,159	-	-	6,891,159
Common/collective trust funds	-	17,059,559	-	17,059,559
Total Investments Measured at Fair Value	\$ 72,155,857	\$ 17,059,559	\$ -	\$ 89,215,416

<i>December 31, 2013</i>	Level 1	Level 2	Level 3	Total
Registered investment companies:				
Fixed Income	\$ 8,134,286	\$ -	\$ -	\$ 8,134,286
Balanced/Asset Allocation	29,681,646	-	-	29,681,646
International	4,734,167	-	-	4,734,167
Large Cap	11,074,643	-	-	11,074,643
Mid Cap	4,157,795	-	-	4,157,795
Small Cap	6,750,613	-	-	6,750,613
Common/collective trust funds	-	15,506,173	-	15,506,173
Total Investments Measured at Fair Value	\$ 64,533,150	\$ 15,506,173	\$ -	\$ 80,039,323

FORUM ENERGY TECHNOLOGIES, INC. 401(k) PLAN

Notes to Financial Statements

The determination of the fair values above incorporates various factors required under Accounting Standards Codification No. 820. The Plan's valuation methodology used to measure the fair values of registered investment companies were derived from quoted closing market prices traded in active markets. The fair values of common/collective trusts ("CCT") are stated at net asset value ("NAV"), as provided by Wells Fargo, which is used as a practical expedient to estimate fair value. The NAV is based on the fair value of the underlying investments held by the fund (less its liabilities) in relation to the total number of units outstanding.

The CCT Fixed income fund invests in a variety of investment contracts and instruments issued by selected high-quality insurance companies and financial institutions. The principal value of these contracts is not expected to experience price fluctuations in most economic or interest rate environments. The CCT Index fund invests primarily in the same stocks in approximately the same percentages as the stocks that make up the S&P 500 Index. This fund intends to remain 95% invested in the stocks comprising the Index and the remaining 5% of the fund's assets is invested in cash reserves.

7. Reconciliation of Financial Statements to Form 5500

The following is a reconciliation of the net assets available for benefits from the financial statements to the Schedule H of Form 5500:

<i>December 31,</i>	2014	2013
Net assets available for plan benefits per the financial statements	\$ 96,897,948	\$ 85,315,730
Adjustment from contract value to fair value for interest in common/collective trust fund relating to fully benefit-responsive investment contracts	198,843	74,675
Net assets available for plan benefits per Form 5500, Schedule H, Part I, Line 11	\$ 97,096,791	\$ 85,390,405

The following is a reconciliation of the change in net assets available for benefits from the financial statements to the Schedule H of Form 5500:

<i>Year Ended December 31,</i>	2014
Net increase in net assets per the financial statements	\$ 11,019,471
Adjustment from contract value to fair value for interest in common/collective trust fund relating to fully benefit-responsive investment contracts for 2014	198,843
Adjustment from contract value to fair value for interest in common/collective trust fund relating to fully benefit-responsive investment contracts for 2013	(74,675)
Net income per Form 5500, Part II, Line 2k	\$ 11,143,639

Supplemental Schedule

FORUM ENERGY TECHNOLOGIES, INC. 401(k) PLAN

Schedule H, Line 4i - Schedule of Assets (Held at End of Year)

December 31, 2014

EIN 61-1488595, Plan 001

(a)	(b)	(c)	(d)	(e)
Identity of Issue, Borrower, Lessor, or Similar Party	Description of Investment including Maturity Date, Rate of Interest, [□] Collateral, Par, or Maturity Value		Cost	Current
*	Wells Fargo	Wells Fargo Collective Stable Return	**	\$ 10,000,524
*	Wells Fargo	Wells Fargo Collective (BGI) S&P 500 Index	**	4,537,332
*	Wells Fargo	Wells Fargo S&P Midcap Index Fund N	**	1,591,013
*	Wells Fargo	Wells Fargo Russell 2000 Index Fund N	**	930,690
				17,059,559
	American Beacon	American Beacon International Equity	**	701,284
	American Century	American Century Inflation Adjusted Bond (Inv)	**	929,165
	American Funds	American FDS Fundamental Investors R4	**	1,463,085
	American Funds	American Funds Europacific R4	**	1,963,664
	Columbia	Columbia Acorn International Fund Z	**	946,116
	Fidelity	Fidelity Contrafund	**	5,115,695
	Fidelity	Fidelity Puritan Fund	**	2,575,613
	Fidelity	Fidelity Small Cap Value Fund	**	1,110,561
	Franklin Templeton Investment Funds	Franklin Strategic Inc A	**	920,000
	JP Morgan	JP Morgan High Yield Funds SS	**	616,511
	Lazard	Lazard Emerging Markets Equity	**	476,401
	Lord Abbett	Lord Abbett Total Return	**	4,159,218
	Oppenheimer	Oppenheimer Intl Growth	**	322,553
	T. Rowe Price	T. Rowe Price Equity Income	**	2,962,833
	T. Rowe Price	T. Rowe Price New Horizons	**	3,374,275
	T. Rowe Price	T. Rowe Price Small Cap Stock	**	2,406,323
	Vanguard	Vanguard Mid-Cap Growth FD	**	2,402,011
	Vanguard	Vanguard Selected Value FD	**	1,397,323
*	Wells Fargo	Wells Fargo Advantage Dow Jones Target 2010	**	901,976
*	Wells Fargo	Wells Fargo Advantage Dow Jones Target 2015	**	1,446,102
*	Wells Fargo	Wells Fargo Advantage Dow Jones Target 2020	**	5,697,825
*	Wells Fargo	Wells Fargo Advantage Dow Jones Target 2025	**	3,390,720
*	Wells Fargo	Wells Fargo Advantage Dow Jones Target 2030	**	7,385,175
*	Wells Fargo	Wells Fargo Advantage Dow Jones Target 2035	**	3,800,246
*	Wells Fargo	Wells Fargo Advantage Dow Jones Target 2040	**	6,473,826
*	Wells Fargo	Wells Fargo Advantage Dow Jones Target 2045	**	2,896,092
*	Wells Fargo	Wells Fargo Advantage Dow Jones Target 2050	**	4,250,119
*	Wells Fargo	Wells Fargo Advantage Dow Jones Target 2055	**	1,844,551
*	Wells Fargo	Wells Fargo Advantage Dow Jones Target Today	**	226,594
				72,155,857
*	Notes receivable from participants	Loans to participants with interest rates ranging from 3.25% to 9.75% due through October 2040	-	4,105,167
	Total			\$ 93,320,583

The above information has been certified by Wells Fargo as being complete and accurate.

* Denotes a party-in-interest to the Plan.

** Cost information not provided as assets are participant directed.

See independent auditor's report.



FORUM ENERGY TECHNOLOGIES, INC. 401(k) PLAN

Financial Statements

As of December 31, 2014 and 2013 and
for the Year Ended December 31, 2014

FORUM ENERGY TECHNOLOGIES, INC. 401(k) PLAN

Financial Statements

As of December 31, 2014 and 2013 and
for the Year Ended December 31, 2014

FORUM ENERGY TECHNOLOGIES, INC. 401(k) PLAN

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All other schedules required by 29 CFR 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 are not applicable and have been omitted.



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Independent Auditor's Report

To the Benefits Committee and Participants of
Forum Energy Technologies, Inc. 401(k) Plan
Houston, Texas

We were engaged to audit the accompanying financial statements of Forum Energy Technologies, Inc. 401(k) Plan (the "Plan"), which comprise the statement of net assets available for benefits as of December 31, 2014, and the related statement of changes in net assets available for benefits for the year then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audit in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the *Basis for Disclaimer of Opinion* paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan Administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 3, which was certified by Wells Fargo Bank, N.A., the trustee of the Plan, except for comparing such information with the related information included in the financial statements. We have been informed by the Plan Administrator that the trustee holds the Plan's investment assets and executes investment transactions. The Plan Administrator has obtained a certification from the trustee as of and for the year ended December 31, 2014, that the information provided to the Plan Administrator by the trustee is complete and accurate.

Disclaimer of Opinion

Because of the significance of the matter described in the *Basis for Disclaimer of Opinion* paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on the 2014 financial statements. Accordingly, we do not express an opinion on the 2014 financial statements.

BDO USA, LLP, a Delaware limited liability partnership, is the U.S. member of BDO International Limited, a UK company limited by guarantee, and forms part of the international BDO network of independent member firms.

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Other Matter - Supplemental Schedule

The supplemental schedule of assets (held at year end) as of December 31, 2014 is required by the Department of Labor's ("DOL") Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 ("ERISA") and is presented for the purpose of additional analysis and is not a required part of the financial statements. Because of the significance of the matter described in the *Basis for Disclaimer of Opinion* paragraph, we do not express an opinion on the supplemental schedule.

Other Matter - Prior Period Financial Statements

The financial statements of the Plan as of December 31, 2013, were audited by predecessor auditors. As permitted by 29 CFR 2520.103-8 of the DOL's Rules and Regulations for Reporting and Disclosure under ERISA, the plan administrator instructed the predecessor auditors not to perform, and they did not perform any auditing procedures with respect to the information certified by the trustee. Their report, dated August 27, 2014, indicated that (a) because of the significance of the information that they did not audit, they were unable to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion and accordingly, they did not express an opinion on the financial statements and (b) the form and content of the information included in the financial statements other than that derived from the information certified by the trustee, were presented in compliance with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

Report on Form and Content in Compliance with DOL Rules and Regulations

The form and content of the information included in the 2014 financial statements and supplemental schedule, other than that derived from the information certified by the trustee, has been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, is presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

BDO USA, LLP

Houston, Texas
October 14, 2015

Financial Statements

FORUM ENERGY TECHNOLOGIES, INC. 401(k) PLAN

Statements of Net Assets Available for Benefits

<i>December 31,</i>	2014	2013
Non-Interest Bearing Cash	\$ 2,346	\$ -
Investments, at Fair Value		
Common/collective trusts	17,059,559	15,506,173
Registered investment companies	72,155,857	64,533,150
Total Investments	89,215,416	80,039,323
Receivables		
Plan sponsor contributions	3,773,862	2,366,599
Notes receivable from participants	4,105,167	2,984,483
Total Receivables	7,879,029	5,351,082
Net assets available for benefits at fair value	97,096,791	85,390,405
Adjustment from fair value to contract value for interest in common/collective trust relating to fully benefit-responsive investment contracts	(198,843)	(74,675)
Net assets available for benefits	\$ 96,897,948	\$ 85,315,730

See accompanying notes to the financial statements.

FORUM ENERGY TECHNOLOGIES, INC. 401(k) PLAN

Statement of Changes in Net Assets Available for Benefits

<i>Year Ended December 31,</i>	<i>2014</i>
Additions to Net Assets	
Investment income	
Net appreciation in common/collective trust	\$ 863,150
Net appreciation in registered investment companies	2,457,730
Interest and dividends	1,019,770
Total investment income	4,340,650
Interest on notes receivable from participants	137,072
Contributions	
Plan sponsor contributions	9,213,075
Participant contributions	8,433,058
Rollovers	536,089
Total contributions	18,182,222
Total Additions to Net Assets	22,659,944
Deductions from net assets	
Benefit payments to participants	11,185,610
Administrative expenses	454,863
Total Deductions from Net Assets	11,640,473
Net Increase in Net Assets Available for Benefits	11,019,471
Transfers from Other Plans	562,747
Net Assets Available for Benefits	
Beginning of year	85,315,730
End of year	\$ 96,897,948

See accompanying notes to the financial statements.

FORUM ENERGY TECHNOLOGIES, INC. 401(k) PLAN

Notes to Financial Statements

1. Description of Plan

The following description of the Forum Energy Technologies, Inc. 401(k) Plan (the “Plan”) provides only general information. Participants should refer to the Plan Document for a more complete description of the Plan’s provisions.

General

The Plan is a defined contribution plan established by Forum Energy Technologies, Inc., in July 2006 and has been adopted by certain of its affiliates (collectively referred to herein as the “Plan Sponsor “or” “Forum”). The Plan is designed and intended to operate as a safe harbor plan as defined by the Plan Document. The purpose of the Plan is to offer eligible employees of the Plan Sponsor a means to adopt a regular savings program and to provide a supplement to their retirement income. The Plan is administered by a Benefits Committee and an Investments Committee, both established by the Forum Board of Directors. The Plan is subject to the provisions of the Department of Labor’s Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 (“ERISA”), and any subsequent amendments.

The Plan was amended and restated as of January 1, 2012 in order to expand participation in the Plan as a result of corporate transactions and to clarify certain Plan terms.

Plan Sponsor Acquisitions and Plan Mergers

From time to time, the Plan Sponsor will complete business acquisitions that lead to mergers of assets from plans of acquired businesses into the Plan. Effective January 7, 2014, the Blohm Voss Oil Tools, LLC 401(k) Profit Sharing Plan was merged with the Plan. Effective April 1, 2013, the Dynacon, Inc. 401(k) Plan was merged with the Plan.

Administration

The Plan Sponsor is responsible for the administration and operation of the Plan. Wells Fargo Bank, N.A. (“Wells Fargo” or the “Trustee”) is responsible for the custody and management of the Plan’s assets while Wells Fargo & Trust Company Institutional Retirement & Trust also provides record keeping and administrative services to the Plan.

Eligibility

An employee is eligible to participate in the Plan upon completing 30 days of continuous employment. Union employees, leased employees, non-resident aliens, interns, contractors, residents of Puerto Rico, and temporary employees are not eligible to participate in the Plan.

Participant Contributions

Participants in the Plan may elect to have up to 75 percent of their eligible compensation, as defined in the Plan Document, deferred on a before tax basis, subject to the federal tax law limits including Internal Revenue Code (“IRC”) Section 402(g) limits of \$17,500 in 2014. Participants who have attained the age of 50 before the close of the Plan year may make an additional before tax catch-up contribution of up to \$5,500 for 2014. A participant electing to make such contributions is allowed to further elect to have some or all of such contributions designated as Roth contributions made on an after tax basis and also subject to IRC Section 402(g) limits.

FORUM ENERGY TECHNOLOGIES, INC. 401(k) PLAN

Notes to Financial Statements

Automatic Deferrals

Any employee who is eligible to make contributions to the Plan on a before tax basis will be automatically enrolled in the Plan and deemed to elect to make elective deferrals equal to 3% of his or her compensation beginning on the first day of the first full payroll period beginning on or immediately after 30 days after the date of such participant's entry date. The participant can positively elect to opt out of the Plan or change the deferral percentage. A participant's automatic deferrals shall be invested in the Plan's default investment fund, unless the participant makes his or her own investment elections with respect to such deferrals.

Plan Sponsor Contributions

The Plan Sponsor makes matching contributions to each participant's account in an amount equal to 100 percent of the first 3 percent of compensation deferred by the employee and 50 percent of next 2 percent of compensation deferred by the employee. The Plan Sponsor in its sole discretion may make a profit sharing contribution to participants' accounts at an amount determined by the Plan Sponsor. A profit sharing contribution has been authorized for 2014 in the amount of \$3,851,496. During August 2015, the Plan Sponsor funded the profit sharing contribution in the amount of \$3,640,819 net of forfeitures used to reduce the Plan Sponsor's contribution totaling \$210,677.

Participant Accounts

Each participant's account is credited with the participant's contributions, Plan Sponsor matching contributions, Plan earnings or losses, expenses paid by the Plan and any Plan Sponsor discretionary profit sharing contribution. Allocations are based on participant earnings or account balances, as defined in the Plan Document. Participants may allocate their contributions at any time to any or all of the Plan's investment options in multiples of one percent. Subject to certain conditions, participants may rollover and transfer amounts distributed or distributable from another individual retirement arrangement or another qualified retirement plan to the Plan.

Vesting

Participants are immediately vested in all participant contributions and Plan Sponsor matching contributions and earnings thereon. Vesting in discretionary profit sharing contributions is based on years of service starting with 20% at the end of year one and increasing by 20% each year thereafter until full vesting is achieved after five years. The Plan takes into account a participant's service with companies acquired by Forum and includes certain special provisions for vesting and distributions for certain employees who were formerly participants in plans that were merged with the Plan.

Forfeitures

Forfeitures of non-vested accounts are first used to offset plan expenses and/or restore previously forfeited account balances, and any remaining forfeitures are used to reduce Plan Sponsor contributions. During 2014 no forfeitures were used to pay plan expenses. During 2014 \$122,410 of forfeitures were used to reduce Plan Sponsor profit sharing contributions. At December 31, 2014 and 2013, forfeited non-vested accounts totaled \$210,677 and \$122,410, respectively.

FORUM ENERGY TECHNOLOGIES, INC. 401(k) PLAN

Notes to Financial Statements

Notes Receivable from Participants

Participants may borrow from their fund accounts a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000 or 50 percent of their vested account balance. A participant may have no more than two outstanding loans at any given time. Loan terms require repayment for a period not to exceed five years at a rate determined by the Plan Sponsor in accordance with the Plan Document. The notes receivable from participants include loans initiated by the participants from the merged plans, which also include loans that had terms of five years or more if used for the purchase of a primary residence. Loans are repaid ratably through payroll deductions. Upon termination of employment, a participant's loan is due in full. If the loan is not paid in full at termination, the outstanding balance will be considered a taxable distribution, and may be subject to penalty.

Benefit Payments to Participants

Distributions and withdrawals from the Plan are governed by applicable Internal Revenue Service ("IRS") regulations and provisions of ERISA. Penalties may apply in certain instances. The full value of a participant's account becomes available upon retirement, full and permanent disability, or death. Upon termination of employment, a participant is entitled to receive the vested portion of his or her account balance. Participants may also receive in-service withdrawals from the Plan once they have attained age 59½ or if they are able to demonstrate a severe financial need, subject to certain provisions in the Plan Document. A participant's deferrals are suspended for six months after each hardship withdrawal.

Plan Amendment and Termination

It is the intention of the Plan Sponsor to continue the Plan indefinitely; however, the Plan may be amended at any time. No such amendment, however, may adversely affect the rights of participants in the Plan with respect to contributions made prior to the date of the amendment. In the event the Plan is terminated, each participant shall receive the full amount of Plan assets from his or her account.

2. Summary of Significant Accounting Policies

The following accounting policies, which conform to accounting principles generally accepted in the United States of America ("U.S. GAAP") and with the requirements of ERISA, have been used consistently in the preparation of the Plan's financial statements and supplemental schedule.

Basis of Accounting

The Plan's financial statements are prepared on the accrual basis of accounting.

Investment Valuation and Income Recognition

Investments in registered investment companies are based upon quoted market prices as reported by the Trustee. At December 31, 2014 and 2013, the Plan's investments included interest in the Wells Fargo Collective Stable Return Fund ("Fixed Income Common/Collective Trust") which is based on the fair value of the Fixed Income Common/Collective Trust's underlying investments and on information reported by the Trustee using the audited financial

FORUM ENERGY TECHNOLOGIES, INC. 401(k) PLAN

Notes to Financial Statements

statements of the Fixed Income Common/Collective Trust at the Plan's year end. The Fixed Income Common/Collective Trust is accounted for at contract value and adjusted to fair value at year end. Contract value represents the accumulated contributions plus accrued net earnings, less distributions and represents the amount the participants would receive under a normal distribution from the Plan. The Plan's interests in Wells Fargo Index Fund Common/Collective Trust are valued based on information reported by the investment advisor using the audited financial statements of this fund at year-end.

The statements of net assets available for benefits present an investment contract at fair value, as well as an additional line item showing an adjustment of the fully benefit-responsive contract from fair value to contract value. The objective of the collective trust funds is to provide a diversified group of investments offering competitive levels of yield consistent with stable fixed-income methodology. The collective trust funds seeks to achieve this objective by investing in conventional, synthetic and separate account investment contracts issued by life insurance companies, banks and other financial institutions. The collective trust funds can be redeemed daily with a 30-day notice period and there were no unfunded commitments as of December 31, 2014.

Investments in common/collective trusts are valued at the number of the Plan's units of participation multiplied by the unit value for the underlying investments. Unit value is based on the market value of the underlying investments less a management fee divided by the total number of outstanding units for the underlying investments. The underlying investments are either a single mutual fund or a portfolio of domestic or international stocks. These investments are valued by the sponsor, based primarily on observable market data. The common/collective trusts held by the Plan provide for daily redemptions by the Plan at the reported unit value with no advance notice requirement. The Plan has no unfunded commitments.

Purchases and sales of securities are recorded on a trade-date basis. Dividend income is recorded on the ex-dividend date. Interest income is recorded on the accrual basis.

Benefit payments to participants

Benefits are recorded when paid.

Use of Estimates

The preparation of financial statements, in conformity with U.S. GAAP, requires management to make estimates and assumptions that affect the reported amounts in the accompanying financial statements and notes to the financial statements. Actual results could differ from those estimates.

Notes Receivable from Participants

Notes receivable from participants is measured at their unpaid principal balance plus any accrued, but unpaid interest. Delinquent participant loans are recorded as distributions and are recorded as a reduction to net assets available for benefits.

FORUM ENERGY TECHNOLOGIES, INC. 401(k) PLAN

Notes to Financial Statements

Risk and Uncertainties

The Plan provides for various investment options in a variety of investment securities. Investment securities are exposed to various risks, such as interest rate risk, financial market risk and credit risk. Due to the level of risk associated with investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect participant's account balances and the amounts reported in the Plan's financial statements.

Administrative Expenses

The Plan's expenses are paid either by the Plan or the Plan Sponsor, as provided by the Plan Agreement. Expenses that are paid directly by the Plan Sponsor are excluded from these financial statements. Fees related to the administration of notes receivable from participants, and other participant-directed expenses, are charged directly to the participant's account and are included in expenses of the Plan. Investment-related expenses are included in net appreciation (depreciation) of fair value of investments.

Subsequent Events

The Plan has evaluated all subsequent events and transactions through October 14, 2015, the date the financial statements were available for issuance. In March 2015, the Plan was amended to suspend the Employer matching contribution which resulted in a loss of the Plan's safe harbor status.

3. Investments Certified by Trustees

As permitted by ERISA, the Trustee has certified to the Plan Administrator that all investment amounts, including notes receivable from participants, and related investment activity, from which the accompanying financial statements and supplemental schedule of assets (held at end of year) have been prepared are complete and accurate as of December 31, 2014 and 2013, and for the year ended December 31, 2014.

The fair values of individual investments exceeding 5% of the Plan's net assets have been separately identified as follows:

<i>December 31,</i>	2014	2013
Wells Fargo Collective Stable Return	\$ 10,000,524	\$ 9,225,490
WF Advantage Dow Jones Target 2030	7,385,175	5,812,262
WF Advantage Dow Jones Target 2040	6,473,826	5,354,795
WF Advantage Dow Jones Target 2020	5,697,825	4,738,549
Fidelity Contrafund	5,115,695	5,055,157
PIMCO Total Return (ADMIN)	- *	5,361,982
Other	54,542,371	44,491,088
Total Investments at Fair Value	\$ 89,215,416	\$ 80,039,323

* Investment does not represent 5% or more of the Plan's net assets available for benefits as of the period indicated but it is included for comparative purposes.

FORUM ENERGY TECHNOLOGIES, INC. 401(k) PLAN

Notes to Financial Statements

The Plan's independent auditors did not perform auditing procedures with respect to this information, except for comparing such information with related information included in the financial statements and supplemental schedule.

4. Party-In-Interest

Certain Plan investments are shares of funds managed by the Trustee. The Trustee receives certain fees paid by the Plan, certain fees paid by the participants, and other fees paid by the Plan's investment funds. Fees paid by the Plan include an annual Trustee fee, an annual per participant fee, and a payroll processing fee. Fees paid by the participant include fees charged for distributions and new loan set-up. Fees paid by the investment funds are revenue share fees for shareholder services provided to the funds, including 12(b)(1) fees, sub-transfer agent fees and other shareholder servicing fees. These fees are paid to the Trustee for handling certain duties for the fund companies that they would otherwise have to do such as sending out prospectuses. None of the 12(b)(1) fees or sub-transfer agent fees are shared with parties in interest to the Plan. Notes receivable from participants also qualify as party-in-interest transactions.

5. Income Tax Status

The IRS has determined and informed the Plan Sponsor by a letter dated May 2, 2011, that the Plan and related trust are designed in accordance with applicable sections of the IRC. The Plan has since been amended; however, the Plan Sponsor believes that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC. Therefore, no provision for income taxes has been included in the Plan's financial statements.

U.S. GAAP requires Plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan Sponsor has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2014, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the Plan's financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan Sponsor believes the Plan is no longer subject to income tax examinations for years prior to 2011.

6. Fair Value Measurements

U.S. GAAP defines fair value as the price that would be received in the sale of an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. U.S. GAAP also establishes a framework for measuring fair value, and expands disclosures about fair value measurements. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1 inputs) and the lowest priority to unobservable inputs (level 3 inputs). The three levels of the fair value hierarchy under U.S. GAAP are described as follows:

Level 1 - Quoted market prices in active markets for identical assets or liabilities.

FORUM ENERGY TECHNOLOGIES, INC. 401(k) PLAN

Notes to Financial Statements

Level 2 - Observable inputs such as quoted prices for similar assets or liabilities in active markets; quoted prices for identical or similar assets or liabilities in markets that are not active; and model-derived valuations in which all significant input and significant value drivers are observable in active markets.

Level 3 - Valuations with one or more unobservable significant inputs that reflect the reporting entity's own assumptions.

In some cases, a valuation technique used to measure fair value includes inputs from multiple levels of the fair value hierarchy. The asset or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used maximize the use of observable inputs and minimize the use of unobservable inputs to the extent possible.

The methods used to value investments may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

The following fair value hierarchy table presents information about the Plan's investments measured at fair value on a recurring basis as of December 31, 2014 and 2013:

<i>December 31, 2014</i>	Level 1	Level 2	Level 3	Total
Registered investment companies:				
Fixed Income	6,624,894	-	-	6,624,894
Balanced/Asset Allocation	38,313,226	-	-	38,313,226
International	4,410,018	-	-	4,410,018
Large Cap	12,117,226	-	-	12,117,226
Mid Cap	3,799,334	-	-	3,799,334
Small Cap	6,891,159	-	-	6,891,159
Common/collective trust funds	-	17,059,559	-	17,059,559
Total Investments Measured at Fair Value	\$ 72,155,857	\$ 17,059,559	\$ -	\$ 89,215,416

<i>December 31, 2013</i>	Level 1	Level 2	Level 3	Total
Registered investment companies:				
Fixed Income	\$ 8,134,286	\$ -	\$ -	\$ 8,134,286
Balanced/Asset Allocation	29,681,646	-	-	29,681,646
International	4,734,167	-	-	4,734,167
Large Cap	11,074,643	-	-	11,074,643
Mid Cap	4,157,795	-	-	4,157,795
Small Cap	6,750,613	-	-	6,750,613
Common/collective trust funds	-	15,506,173	-	15,506,173
Total Investments Measured at Fair Value	\$ 64,533,150	\$ 15,506,173	\$ -	\$ 80,039,323

FORUM ENERGY TECHNOLOGIES, INC. 401(k) PLAN

Notes to Financial Statements

The determination of the fair values above incorporates various factors required under Accounting Standards Codification No. 820. The Plan's valuation methodology used to measure the fair values of registered investment companies were derived from quoted closing market prices traded in active markets. The fair values of common/collective trusts ("CCT") are stated at net asset value ("NAV"), as provided by Wells Fargo, which is used as a practical expedient to estimate fair value. The NAV is based on the fair value of the underlying investments held by the fund (less its liabilities) in relation to the total number of units outstanding.

The CCT Fixed income fund invests in a variety of investment contracts and instruments issued by selected high-quality insurance companies and financial institutions. The principal value of these contracts is not expected to experience price fluctuations in most economic or interest rate environments. The CCT Index fund invests primarily in the same stocks in approximately the same percentages as the stocks that make up the S&P 500 Index. This fund intends to remain 95% invested in the stocks comprising the Index and the remaining 5% of the fund's assets is invested in cash reserves.

7. Reconciliation of Financial Statements to Form 5500

The following is a reconciliation of the net assets available for benefits from the financial statements to the Schedule H of Form 5500:

<i>December 31,</i>	2014	2013
Net assets available for plan benefits per the financial statements	\$ 96,897,948	\$ 85,315,730
Adjustment from contract value to fair value for interest in common/collective trust fund relating to fully benefit-responsive investment contracts	198,843	74,675
Net assets available for plan benefits per Form 5500, Schedule H, Part I, Line 11	\$ 97,096,791	\$ 85,390,405

The following is a reconciliation of the change in net assets available for benefits from the financial statements to the Schedule H of Form 5500:

<i>Year Ended December 31,</i>	2014
Net increase in net assets per the financial statements	\$ 11,019,471
Adjustment from contract value to fair value for interest in common/collective trust fund relating to fully benefit-responsive investment contracts for 2014	198,843
Adjustment from contract value to fair value for interest in common/collective trust fund relating to fully benefit-responsive investment contracts for 2013	(74,675)
Net income per Form 5500, Part II, Line 2k	\$ 11,143,639

Supplemental Schedule

FORUM ENERGY TECHNOLOGIES, INC. 401(k) PLAN

Schedule H, Line 4i - Schedule of Assets (Held at End of Year)

December 31, 2014

EIN 61-1488595, Plan 001

(a)	(b)	(c)	(d)	(e)
	Identity of Issue, Borrower, Lessor, or Similar Party	Description of Investment including Maturity Date, Rate of Interest, [□] Collateral, Par, or Maturity Value	Cost	Current
*	Wells Fargo	Wells Fargo Collective Stable Return	**	\$ 10,000,524
*	Wells Fargo	Wells Fargo Collective (BGI) S&P 500 Index	**	4,537,332
*	Wells Fargo	Wells Fargo S&P Midcap Index Fund N	**	1,591,013
*	Wells Fargo	Wells Fargo Russell 2000 Index Fund N	**	930,690
				17,059,559
	American Beacon	American Beacon International Equity	**	701,284
	American Century	American Century Inflation Adjusted Bond (Inv)	**	929,165
	American Funds	American FDS Fundamental Investors R4	**	1,463,085
	American Funds	American Funds Europacific R4	**	1,963,664
	Columbia	Columbia Acorn International Fund Z	**	946,116
	Fidelity	Fidelity Contrafund	**	5,115,695
	Fidelity	Fidelity Puritan Fund	**	2,575,613
	Fidelity	Fidelity Small Cap Value Fund	**	1,110,561
	Franklin Templeton Investment Funds	Franklin Strategic Inc A	**	920,000
	JP Morgan	JP Morgan High Yield Funds SS	**	616,511
	Lazard	Lazard Emerging Markets Equity	**	476,401
	Lord Abbett	Lord Abbett Total Return	**	4,159,218
	Oppenheimer	Oppenheimer Intl Growth	**	322,553
	T. Rowe Price	T. Rowe Price Equity Income	**	2,962,833
	T. Rowe Price	T. Rowe Price New Horizons	**	3,374,275
	T. Rowe Price	T. Rowe Price Small Cap Stock	**	2,406,323
	Vanguard	Vanguard Mid-Cap Growth FD	**	2,402,011
	Vanguard	Vanguard Selected Value FD	**	1,397,323
*	Wells Fargo	Wells Fargo Advantage Dow Jones Target 2010	**	901,976
*	Wells Fargo	Wells Fargo Advantage Dow Jones Target 2015	**	1,446,102
*	Wells Fargo	Wells Fargo Advantage Dow Jones Target 2020	**	5,697,825
*	Wells Fargo	Wells Fargo Advantage Dow Jones Target 2025	**	3,390,720
*	Wells Fargo	Wells Fargo Advantage Dow Jones Target 2030	**	7,385,175
*	Wells Fargo	Wells Fargo Advantage Dow Jones Target 2035	**	3,800,246
*	Wells Fargo	Wells Fargo Advantage Dow Jones Target 2040	**	6,473,826
*	Wells Fargo	Wells Fargo Advantage Dow Jones Target 2045	**	2,896,092
*	Wells Fargo	Wells Fargo Advantage Dow Jones Target 2050	**	4,250,119
*	Wells Fargo	Wells Fargo Advantage Dow Jones Target 2055	**	1,844,551
*	Wells Fargo	Wells Fargo Advantage Dow Jones Target Today	**	226,594
				72,155,857
*	Notes receivable from participants	Loans to participants with interest rates ranging from 3.25% to 9.75% due through October 2040	-	4,105,167
	Total			\$ 93,320,583

The above information has been certified by Wells Fargo as being complete and accurate.

* Denotes a party-in-interest to the Plan.

** Cost information not provided as assets are participant directed.

See independent auditor's report.