

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

**FORM 8-K**

CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(D)  
OF THE SECURITIES EXCHANGE ACT OF 1934

Date of report (date of earliest event reported): February 16, 2022

**ProPetro Holding Corp.**  
(Exact name of registrant as specified in its charter)

Delaware  
(State or other jurisdiction of  
incorporation)

001-38035  
(Commission File Number)

26-3685382  
(I.R.S. Employer  
Identification No.)

1706 S. Midkiff  
Midland, TX  
(Address of principal executive offices)

79701  
(Zip Code)

Registrant's telephone number, including area code: (432) 688-0012

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

| Title of each class                       | Trading Symbol(s) | Name of each exchange on which registered |
|---|-------------------|---|
| Common Stock, par value \$0.001 per share | PUMP              | New York Stock Exchange                   |

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

**Item 5.02 Departures of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On February 16, 2022, Phillip A. Gobe resigned as Executive Chairman of ProPetro Holding Corp. (the “Company”), effective as of March 31, 2022 (the “Transition Date”). Following the Transition Date, Mr. Gobe will continue his service with the Company as the non-executive Chairman of the Board of Directors of the Company.

**Item 7.01 Regulation FD Disclosure.**

On February 17, 2022, the Company issued a press release announcing the management changes discussed herein. A copy of the press release is furnished as Exhibit 99.1 hereto.

The information furnished with this report, including Exhibit 99.1, shall not be deemed to be “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities of that section, nor shall it be deemed to be incorporated by reference into any other filing under the Securities Act of 1933, as amended, or the Exchange Act, except as expressly set forth by specific reference in such a filing.

**Item 9.01 Financial Statements and Exhibits.**

**(d) Exhibits.**

| <b>Exhibit Number</b> | <b>Description of Exhibit</b>  |
|-----------------------|--|
| <a href="#">99.1</a>  | <a href="#">Press release dated February 17, 2022.</a>   |
| 104                   | Cover Page Interactive Data File. The cover page XBRL tags are embedded within the inline XBRL document (contained in Exhibit 101) |

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**PROPETRO HOLDING CORP.**

Date: February 18, 2022

By: /s/ Newton W. Wilson III  
Newton W. Wilson III  
General Counsel and Corporate Secretary

**ProPetro Announces Executive Chairman's Continued Transition**

February 17, 2022 04:45 PM Eastern Standard Time

MIDLAND, Texas--(BUSINESS WIRE)--ProPetro Holding Corp. ("ProPetro" or "the Company") (NYSE: PUMP) today announced the planned transition of Phillip Gobe, the Company's Executive Chairman, to non-executive Chairman of the Board effective March 31, 2022.

Mr. Gobe has served on the ProPetro Board of Directors since July of 2019, first as Chairman, then in October of 2019 as Executive Chairman. Mr. Gobe was appointed as ProPetro's Chief Executive Officer on March 13, 2020, and served in that role until August 31, 2021, at which point he was re-appointed as Executive Chairman. He was responsible for leading ProPetro during a challenging period of the Company's history including managing through the COVID-19 pandemic and resulting oil crisis, enhancing ProPetro's governance, and the transition of a new executive leadership team. He will continue to serve the Company as non-executive Chairman.

Chairman Gobe commented, "Transitioning to a non-executive Chairman role was our goal to continue to enhance our governance at ProPetro. As non-executive Chairman, I will continue to be focused on the next phases of success for our Company. The Company is strong, the executive team is energized to lead the Company into the future, and I look forward to continuing to work with the Board of Directors and executive team led by Sam Sledge, our Chief Executive Officer."

Lead Independent Director, Tony Best, added, "On behalf of the entire Board, I would like to thank Phillip for his invaluable contributions as CEO and then Executive Chairman. As a result of Phillip's leadership, ProPetro is well-positioned for success in the future. I look forward to continuing to serve with Phillip in his new role as Chairman of the Board."

**About ProPetro**

ProPetro Holding Corp. is a Midland, Texas-based oilfield services company providing pressure pumping and other complementary services to leading upstream oil and gas companies engaged in the exploration and production of North American unconventional oil and natural gas resources. For more information, please visit [www.propetroservices.com](http://www.propetroservices.com).

**Forward-Looking Statements**

*Except for historical information contained herein, the statements in this news release are forward-looking statements that are made pursuant to the Safe Harbor Provisions of the Private Securities Litigation Reform Act of 1995, including statements regarding growing the business and performance at the wellsite. Forward-looking statements are subject to a number of risks and uncertainties that may cause actual events and results to differ materially from the forward-looking statements. Such risks and uncertainties include the operational disruption and market volatility resulting from the COVID-19 pandemic and other factors are described in ProPetro's Annual Report on Form 10-K and Quarterly Reports on Form 10-Q, particularly the "Risk Factors" sections of such filings, and other filings with the Securities and Exchange Commission. In addition, ProPetro may be subject to currently unforeseen risks that may have a materially adverse impact on it. Accordingly, no assurances can be given that the actual events and results will not be materially different than the anticipated results described in the forward-looking statements. The forward-looking statements in this news release are made as of the date of this news release. ProPetro does not undertake, and expressly disclaims, any duty to publicly update these statements, whether as a result of new information, new developments or otherwise, except to the extent that disclosure is required by law.*

**Contacts**

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