

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden	
hours per response:	0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person * <b>ENERGY CAPITAL PARTNERS II, LLC</b>  (Last) (First) (Middle) <b>51 JOHN F. KENNEDY PARKWAY</b> <b>SUITE 200</b>  (Street) <b>SHORT HILLS NJ 07078</b>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>ProPetro Holding Corp. [ PUMP ]</b>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <b>03/28/2017</b>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	03/28/2017		S		2,771,557	D	\$14	34,527,928 <sup>(1)</sup>	I	See footnote <sup>(1)(2)</sup>

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person \*

**ENERGY CAPITAL PARTNERS II, LLC**

(Last) (First) (Middle)

**51 JOHN F. KENNEDY PARKWAY**

**SUITE 200**

(Street)

**SHORT HILLS NJ 07078**

(City) (State) (Zip)

1. Name and Address of Reporting Person \*

**ENERGY CAPITAL PARTNERS II, LP**

(Last) (First) (Middle)

**51 JOHN F. KENNEDY PARKWAY**

**SUITE 200**

(Street)

**SHORT HILLS NJ 07078**

(City) (State) (Zip)

1. Name and Address of Reporting Person \*

[ENERGY CAPITAL PARTNERS II-A, LP](#)

(Last) (First) (Middle)

51 JOHN F. KENNEDY PARKWAY  
SUITE 200

(Street)

SHORT HILLS NJ 07078

(City) (State) (Zip)

1. Name and Address of Reporting Person \*

[ENERGY CAPITAL PARTNERS II-B, LP](#)

(Last) (First) (Middle)

51 JOHN F. KENNEDY PARKWAY  
SUITE 200

(Street)

SHORT HILLS NJ 07078

(City) (State) (Zip)

1. Name and Address of Reporting Person \*

[Energy Capital Partners II-C \(Direct IP\), LP](#)

(Last) (First) (Middle)

51 JOHN F. KENNEDY PARKWAY  
SUITE 200

(Street)

SHORT HILLS NJ 07078

(City) (State) (Zip)

1. Name and Address of Reporting Person \*

[ENERGY CAPITAL PARTNERS II-D, LP](#)

(Last) (First) (Middle)

51 JOHN F. KENNEDY PARKWAY  
SUITE 200

(Street)

SHORT HILLS NJ 07078

(City) (State) (Zip)

1. Name and Address of Reporting Person \*

[Energy Capital Partners II \(Midland Co-Invest\), LP](#)

(Last) (First) (Middle)

51 JOHN F. KENNEDY PARKWAY  
SUITE 200

(Street)

SHORT HILLS NJ 07078

(City) (State) (Zip)

1. Name and Address of Reporting Person *		
<a href="#">Energy Capital Partners GP II Co-Investment (Midland), LLC</a>		
(Last)	(First)	(Middle)
51 JOHN F. KENNEDY PARKWAY SUITE 200		
(Street)		
SHORT HILLS	NJ	07078
(City)	(State)	(Zip)
1. Name and Address of Reporting Person *		
<a href="#">Energy Capital Partners GP II, LP</a>		
(Last)	(First)	(Middle)
51 JOHN F. KENNEDY PARKWAY SUITE 200		
(Street)		
SHORT HILLS	NJ	07078
(City)	(State)	(Zip)

**Explanation of Responses:**

1. Following the transaction reported herein, includes (i) 517,092 shares held by Energy Capital Partners II, LP ("ECP II"), (ii) 16,843,582 shares held by Energy Capital Partners II-A, LP ("ECP II-A"), (iii) 3,526,945 shares held by Energy Capital Partners II-B, LP ("ECP II-B"), (iv) 6,195,410 shares held by Energy Capital Partners II-C (Direct IP), LP ("ECP II-C"), (v) 4,151,258 shares held by Energy Capital Partners II-D, LP ("ECP II-D"), and (vi) 3,293,641 shares held by Energy Capital Partners II (Midland Co-Invest), LP ("ECP Co-Invest"). Each of ECP II, ECP II-A, ECP II-B, ECP II-C and ECP II-D is managed by its general partner, Energy Capital Partners GP II, LP. Energy Capital Partners GP II, LP is managed by its general partner, Energy Capital Partners II, LLC ("Energy Capital Partners"). ECP Co-Invest is managed by its general partner, Energy Capital Partners GP II Co-Investment (Midland), LLC, which is managed by its sole member, Energy Capital Partners.

2. As a result, each of Energy Capital Partners GP II, LP and Energy Capital Partners may be deemed to share beneficial ownership of the shares held by ECP II, ECP II-A, ECP II-B, ECP II-C and ECP II-D, and each of Energy Capital Partners GP II Co-Investment (Midland), LLC and Energy Capital Partners may be deemed to share beneficial ownership of the shares held by ECP Co-Invest. Douglas W. Kimmelman, Peter Labbat, Thomas K. Lane, Tyler Reeder and Andrew D. Singer are the managing members of, and Rahman D'Argenio is a partner of, Energy Capital Partners and share the power to direct the voting and disposition of the shares beneficially owned by Energy Capital Partners. Each such individual disclaims beneficial ownership of such shares except to the extent of their pecuniary interest therein.

[Energy Capital Partners II, LLC](#)  
By: [/s/ Christopher M. Leininger, Managing Director and Deputy General Counsel](#) [03/30/2017](#)

[Energy Capital Partners GP II, LP](#) By: [Energy Capital Partners II, LLC, its general partner](#) By: [/s/ Christopher M. Leininger, Managing Director and Deputy General Counsel](#) [03/30/2017](#)

[Energy Capital Partners II, LP](#) By: [Energy Capital Partners GP II, LP, its general partner](#) By: [Energy Capital Partners II, LLC, its general partner](#) By: [/s/ Christopher M. Leininger, Managing Director and Deputy General Counsel](#) [03/30/2017](#)

[Energy Capital Partners II-A, LP](#) By: [Energy Capital Partners GP II, LP, its general partner](#) By: [Energy Capital Partners II, LLC, its general partner](#) By: [/s/ Christopher M. Leininger, Managing Director and Deputy General Counsel](#) [03/30/2017](#)

[Energy Capital Partners II-B, LP](#) By: [Energy Capital Partners GP II, LP, its general partner](#) By: [Energy Capital Partners II, LLC, its general partner](#) By: [/s/ Christopher M. Leininger, Managing Director and Deputy General Counsel](#) [03/30/2017](#)

Energy Capital Partners II-C  
(Direct IP), LP By: Energy  
Capital Partners GP II, LP, its  
general partner By: Energy  
Capital Partners II, LLC, its 03/30/2017  
general partner By: /s/  
Christopher M. Leininger,  
Managing Director and Deputy  
General Counsel

Energy Capital Partners II-D,  
LP By: Energy Capital Partners  
GP II, LP, its general partner  
By: Energy Capital Partners II, 03/30/2017  
LLC, its general partner By: /s/  
Christopher M. Leininger,  
Managing Director and Deputy  
General Counsel

Energy Capital Partners II  
(Midland Co-Invest), LP By:  
Energy Capital Partners GP II  
Co-Investment (Midland), LLC,  
its GP By: Energy Capital 03/30/2017  
Partners II, LLC, its sole  
member By: /s/ Christopher M.  
Leininger, Managing Director  
and Deputy General Counsel

Energy Capital Partners GP II  
Co-Investment (Midland), LLC  
By: Energy Capital Partners II,  
LLC, its sole member By: /s/ 03/30/2017  
Christopher M. Leininger,  
Managing Director and Deputy  
General Counsel

\*\* Signature of Reporting Person      Date

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

\* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.**