SEC Form 4

## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

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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* Blackwell Pryor				2. Issuer Name and Ticker or Trading Symbol ProPetro Holding Corp. [ PUMP ]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner			
(Last)	(First)	(Middle)		3. Date of Earliest Transaction (Month/Day/Year) 04/24/2020						Officer (give title below)	Other ( below)	specify	
1706 S. MIDKIFF			4. If Ame	4. If Amendment, Date of Original Filed (Month/Day/Year)					6. Indiv	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person			
(Street) MIDLAND	ΤХ	79701								Form filed by More	than One Reportir	ng Person	
(City)	(State)	(Zip)											
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned													
Date			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. Amount of Securities Beneficially Owned Following Reported Transaction(s)	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	(Instr. 3 and 4)		(	

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

(D)

32,336

Explanation of Responses:

(1)

Restricted

Stock Units

1. Each restricted stock unit ("RSU") represents a contingent right to receive either one share of common stock of the Issuer ("Common Stock") or an amount of cash equal to the fair market value of one share of Common Stock. The RSUs will vest in full upon the earlier to occur of the day immediately preceding the Issuer's annual meeting of the stockholders in 2021 and April 24, 2021.

Exercisable

(1)

Title

(1)

Common

Stock

<u>/s/ Samuel D. Sledge, as</u>	
attorney-in-fact for Pryor	04/2
<u>Blackwell</u>	
** Signature of Reporting Person	Date

32,336

\$<mark>0</mark>

4/28/2020

40,214

D

Signature of Reporting Person

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).

04/24/2020

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

Code v (A)

Α

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.