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

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 Addre	ess of Reporting Person	ı*	2. Issuer Name and Ticker or Trading Symbol <u>ProPetro Holding Corp.</u> [PUMP]		tionship of Reporting Perso all applicable) Director	n(s) to Issuer 10% Owner
(Last) 1706 S. MIDK	ast) (First) (Middle) 706 S. MIDKIFF		3. Date of Earliest Transaction (Month/Day/Year) 03/18/2021	x	Officer (give title below) Chief Strategy & A	Other (specify below) admin Officer
[4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check App			
(Street)				X	Form filed by One Repo	rting Person
MIDLAND	ТХ	79701			Form filed by More than	One Reporting Person
(City)	(State)	(Zip)				

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)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
				v	Amount	(A) or (D)	Price	(Instr. 3 and 4)		(1130.4)
Common Stock	03/18/2021		м		1,667(1)	Α	(2)	1,817	D	
Common Stock	03/18/2021		F		406 ⁽³⁾	D	\$11.05	1,411	D	

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. Transac Code (Ir 8)		Derivative Exp		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)	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	Title	Amount or Number of Shares		(instr. 4)		
Restricted Stock Units	(2)	03/18/2021		м			1,667	(4)	(4)	Common Stock	1,666	\$ 0	57,978	D	

Explanation of Responses:

1. Reflects shares of common stock of the Issuer ("Common Stock") delivered upon vesting and settlement of previously awarded restricted stock units ("RSUs").

2. Each RSU represents a contingent right to receive either one share of Common Stock or an amount of cash equal to the fair market value of one share of Common Stock.

3. Reflects shares of Common Stock withheld to satisfy taxes payable in connection with the vesting and settlement of previously awarded RSUs.

5. Herects shares of common clock withhere to satisfy taxes payable in connection with the vesting and settlement of previously awarded hores.

4. On March 18, 2019, the reporting person was granted 5,000 RSUs, vesting in three substantially equal annual installments beginning on the first anniversary of the grant date.

/s/ Newton W. Wilson III as	
attorney-in-fact for Samuel D.	03/19/2021
Sledge	
** 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.

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