FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL							
OMB Number:	3235-0287						
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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

Name and Address of Reporting Person     Lawrence G Larry					2. Issuer Name and Ticker or Trading Symbol ProPetro Holding Corp. [ PUMP ]									ionship of Reporting Persor all applicable) Director		Person(	10% Ov	
(Last)	(First)	(I		3. Date of Earliest Transaction (Month/Day/Year) 05/16/2021									Officer (give title below)			Other (specify below)		
1706 S. MIDKIFF					4. If Amendment, Date of Original Filed (Month/Day/Year)									Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person				able Line)
(Street) MIDLAND	TX	7	9701											Form file	d by More	than C	ne Reportin	g Person
(City)	(State	) (2	Zip)															
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																		
Date				Date	nth/Day/Year) if any		Execution Date,		Transaction Dispose Code (Instr.			quired (A) (Instr. 3,		5. Amount Securities Beneficially Following I Transactio	y Owned Reported	Form	: Direct (D)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v			Amount		(A) or (D)	Price	(Instr. 3 and				(			
Common Stock 05/10					5/16/2021			М		15,392 <sup>(1)</sup> A		(2)	15,392			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	cise (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Yea	Code (Instr.		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable a Expiration Date (Month/Day/Year)			7. Title and Amoun Securities Underly Derivative Security 3 and 4)		rlying	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficia Owned Following Reported Transacti	e s illy	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisat		xpiration ate	Title		Amount or Number of Shares		(Instr. 4)	(0)		
Restricted Stock Units	(2)	05/16/2021		М	М		15,392	(3)		(3)	Common Stock 15		15,392	\$0.00	0		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. On December 17, 2020, the reporting person was granted 15,392 RSUs, vesting in full upon the earlier to occur of the day immediately preceding the Issuer's annual meeting of stockholders in 2021 and December 17, 2021.

/s/ Newton W. Wilson III, as attorney-in-fact for G. Larry

<u>y 05/18/2021</u>

<u>Lawrence</u>

\*\* Signature of Reporting Person

Date

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

- $^{\star}$  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.