

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

Schedule 13G

(Rule 13d-102)
Information to be Included in Statements Filed Pursuant
to § 240.13d-1(b), (c) and (d) and Amendments Thereto Filed
Pursuant to § 240.13d-2

UNDER THE SECURITIES EXCHANGE ACT OF 1934

(Amendment No. 1)*

ProPetro Holding Corp.

(Name of Issuer)

Common Stock
(Title of Class of Securities)

74347M108
(CUSIP Number)

December 31, 2023
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
 Rule 13d-1(c)
 Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1	Names of Reporting Persons	
	New SCS Spur Holdco, LLC	
2	Check the Appropriate Box if a Member of a Group	(a) <input type="checkbox"/> (b) <input type="checkbox"/>
3	SEC Use Only	
4	Citizenship or Place of Organization	
	Delaware	
5	Sole Voting Power	
	0	
6	Shared Voting Power	
	0	
7	Sole Dispositive Power	
	0	
8	Shared Dispositive Power	
	0	

9 Aggregate Amount Beneficially Owned by Each Reporting Person

0

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares

Not Applicable

11 Percent of Class Represented by Amount in Row 9

0.0%

12 Type of Reporting Person

OO

1 Names of Reporting Persons

SCS Spur, LLC

2 Check the Appropriate Box if a Member of a Group

(a)
(b)

3 SEC Use Only

4 Citizenship or Place of Organization

Delaware

5 Sole Voting Power

0

6 Shared Voting Power

0

Number of Shares
Beneficially Owned by
Each Reporting Person
With

7 Sole Dispositive Power

0

8 Shared Dispositive Power

0

9 Aggregate Amount Beneficially Owned by Each Reporting Person

0

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares

Not Applicable

11 Percent of Class Represented by Amount in Row 9

0.0%

12 Type of Reporting Person

OO

1 Names of Reporting Persons

LR-Permian Wireline Holdings, L.P.

2 Check the Appropriate Box if a Member of a Group

(a)
(b)

3 SEC Use Only

4	Citizenship or Place of Organization	
	Delaware	
	5	Sole Voting Power
		0
	6	Shared Voting Power
		0
Number of Shares Beneficially Owned by Each Reporting Person With	7	Sole Dispositive Power
		0
	8	Shared Dispositive Power
		0
9	Aggregate Amount Beneficially Owned by Each Reporting Person	
	0	
10	Check if the Aggregate Amount in Row (9) Excludes Certain Shares	
	Not Applicable	
11	Percent of Class Represented by Amount in Row 9	
	0.0%	
12	Type of Reporting Person	
	PN	
1	Names of Reporting Persons	
	Lime Rock Partners VIII, L.P.	
2	Check the Appropriate Box if a Member of a Group	(a) <input type="checkbox"/> (b) <input type="checkbox"/>
3	SEC Use Only	
4	Citizenship or Place of Organization	
	Cayman Islands	
	5	Sole Voting Power
		0
	6	Shared Voting Power
		0
Number of Shares Beneficially Owned by Each Reporting Person With	7	Sole Dispositive Power
		0
	8	Shared Dispositive Power
		0
9	Aggregate Amount Beneficially Owned by Each Reporting Person	
	0	
10	Check if the Aggregate Amount in Row (9) Excludes Certain Shares	
	Not Applicable	

11 Percent of Class Represented by Amount in Row 9

0.0%

12 Type of Reporting Person

PN

1 Names of Reporting Persons

Lime Rock Partners GP VIII, L.P.

2 Check the Appropriate Box if a Member of a Group

(a)
(b)

3 SEC Use Only

4 Citizenship or Place of Organization

Cayman Islands

5 Sole Voting Power

0

6 Shared Voting Power

0

Number of Shares
Beneficially Owned by
Each Reporting Person
With

7 Sole Dispositive Power

0

8 Shared Dispositive Power

0

9 Aggregate Amount Beneficially Owned by Each Reporting Person

0

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares

Not Applicable

11 Percent of Class Represented by Amount in Row 9

0.0%

12 Type of Reporting Person

PN

1 Names of Reporting Persons

LRP GP VIII, Inc.

2 Check the Appropriate Box if a Member of a Group

(a)
(b)

3 SEC Use Only

4 Citizenship or Place of Organization

Cayman Islands

5 Sole Voting Power

0

Number of Shares Beneficially Owned by Each Reporting Person With	6	Shared Voting Power	0
	7	Sole Dispositive Power	0
	8	Shared Dispositive Power	0
9	Aggregate Amount Beneficially Owned by Each Reporting Person		0
10	Check if the Aggregate Amount in Row (9) Excludes Certain Shares		Not Applicable
11	Percent of Class Represented by Amount in Row 9		0.0%
12	Type of Reporting Person		CO

ITEM 1. (a) Name of Issuer:

ProPetro Holding Corp. (the "Issuer").

(b) Address of Issuer's Principal Executive Offices:

1706 S. Midkiff
Midland, Texas, 79701

ITEM 2. (a) Name of Person Filing:

Each of the following is hereinafter individually referred to as a "Reporting Person" and collectively as the "Reporting Persons." This statement is filed on behalf of:

New SCS Spur Holdco, LLC ("Spur Holdco"),
SCS Spur, LLC ("SCS Spur"),
LR-Permian Wireline Holdings, L.P.,
Lime Rock Partners VIII, L.P. ("LRP VIII"),
Lime Rock Partners GP VIII, L.P., and
LRP GP VIII, Inc. ("GP Inc. VIII").

(b) Address or Principal Business Office:

The principal business address of the Reporting Persons is 1111 Bagby Street, Suite 4600, Houston, TX 77002.

(c) Citizenship of each Reporting Person is:

Each of Spur Holdco, SCS Spur and LR-Permian Wireline Holdings, L.P. is organized under the laws of the State of Delaware. Each of the other Reporting Persons is organized under the laws of the Cayman Islands.

(d) Title of Class of Securities:

Common stock ("Common Stock").

(e) CUSIP Number:

74347M108

ITEM 3.

Not applicable.

ITEM 4. Ownership.

(a-c)

This amendment to Schedule 13G is being filed on behalf of the Reporting Persons to report that, as of December 31, 2023, the Reporting Persons do not beneficially own any shares of Common Stock.

ITEM 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the Reporting Persons have ceased to be the beneficial owner of more than five percent of the class of securities, check the following:

ITEM 6. Ownership of More than Five Percent on Behalf of Another Person.

Not applicable.

ITEM 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company.

Not applicable.

ITEM 8. Identification and Classification of Members of the Group.

Not applicable.

ITEM 9. Notice of Dissolution of Group.

Not applicable.

ITEM 10. Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under § 240.14a-11.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: June 7, 2024

New SCS Spur Holdco, LLC

By: /s/ Greg Highberger
Name: Greg Highberger
Title: Managing Member

SCS Spur, LLC

By: /s/ Greg Highberger
Name: Greg Highberger
Title: Managing Member

LR-Permian Wireline Holdings, L.P.

By: /s/ Greg Highberger
Name: Greg Highberger
Title: Managing Member

Lime Rock Partners VIII, L.P.

By: /s/ Susan Oswald
Name: Susan Oswald
Title: Chief Financial Officer

Lime Rock Partners GP VIII, L.P.

By: /s/ Susan Oswald
Name: Susan Oswald
Title: Chief Financial Officer

LRP GP VIII, Inc.

By: /s/ Susan Oswald
Name: Susan Oswald
Title: Chief Financial Officer

LIST OF EXHIBITS

Exhibit No. Description
