

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

☐ Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person * <u>THRC Holdings, LP</u> (Last) (First) (Middle) <u>17018 INTERSTATE 20</u> (Street) <u>CISCO TX 76437</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>ProFrac Holding Corp. [ACDC]</u>	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) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
	3. Date of Earliest Transaction (Month/Day/Year) <u>05/14/2025</u>	
	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			
Class A common stock, par value \$0.01 per share	05/14/2025	05/14/2025	P		23,584	A	\$6.1195 ⁽¹⁾	79,258,442	D	
Class A common stock, par value \$0.01 per share	05/15/2025	05/15/2025	P		390,253	A	\$6.1006 ⁽²⁾	79,648,695	D	
Class A common stock, par value \$0.01 per share	05/16/2025	05/16/2025	P		207,163	A	\$6.248 ⁽³⁾	79,855,858 ⁽⁴⁾	D ⁽⁵⁾	

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		Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person * <u>THRC Holdings, LP</u> (Last) (First) (Middle) <u>17018 INTERSTATE 20</u> (Street) <u>CISCO TX 76437</u> (City) (State) (Zip)
1. Name and Address of Reporting Person * <u>Wilks Dan H.</u> (Last) (First) (Middle) <u>17018 INTERSTATE 20</u> (Street) <u>CISCO TX 76437</u> (City) (State) (Zip)

1. Name and Address of Reporting Person *

[THRC Management, LLC](#)

(Last) (First) (Middle)

17018 IH 20

(Street)

CISCO TX 76437

(City) (State) (Zip)

Explanation of Responses:

1. The reported price in Column 4 is a weighted average purchase price. These shares were purchased in multiple transactions at prices ranging from \$6.05 to \$614 per share. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the range set forth in this footnote.
2. The reported price in Column 4 is a weighted average purchase price. These shares were purchased in multiple transactions at prices ranging from \$6.00 to \$6.15 per share. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the range set forth in this footnote.
3. The reported price in Column 4 is a weighted average purchase price. These shares were purchased in multiple transactions at prices ranging from \$6.18 to \$6.25 per share. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the range set forth in this footnote.
4. THRC Holdings owns (i) 78,123,143 shares of Class A Common Stock of Issuer, (ii) 30,000 shares of Series A Redeemable Convertible Preferred Stock that are convertible into 1,689,971 shares of Class A Common Stock, and (iii) warrants to purchase 42,744 shares of Class A Common Stock.
5. THRC Holdings, LP, a Texas limited partnership ("THRC"), directly holds the securities of the Issuer. THRC Management, LLC, a Texas limited liability company ("THRC Management"), as General Partner of THRC, has exclusive voting and investment control over the shares of the Issuer's Class A common stock held by THRC, and therefore may be deemed to beneficially own such shares. Dan Wilks, as sole manager of THRC Management, may be deemed to exercise voting and investment power over the shares of the Issuer's Class A common stock directly owned by THRC, and therefore may be deemed to beneficially own such shares. Each Reporting Person disclaims beneficial ownership of all equity securities reported herein except to the extent of its respective pecuniary interest therein, and the filing of this Form 4 shall not be construed as an admission that any such Reporting Person is the beneficial owner of any equity securities covered by this Form 4.

[/s/ THRC Management LLC by
Robert B. Early, Attorney-in-Fact](#) [05/16/2025](#)

[/s/ Dan Wilks by Robert B. Early,
Attorney-in-Fact](#) [05/16/2025](#)

[/s/ THRC Holdings LP by Robert
B. Early, Attorney-in-Fact](#) [05/16/2025](#)

** 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.

POWER OF ATTORNEY

THRC Holdings, LP, a Texas limited partnership ("THRC Holdings"), represented by THRC Management, LLC, General Partner, by Dan H. Wilks, Manager, hereby authorizes Robert B. Early to represent THRC Holdings to execute and file on THRC Holdings' behalf all SEC forms (including any amendments thereto) that THRC Holdings may be required to file with the United States Securities and Exchange Commission and any other actions in connection with the above, as a result of THRC Holdings' position with, or direct or indirect ownership of, or transactions in securities by or on behalf of THRC Holdings. The authority of such individual under this Statement shall continue for as long as THRC Holdings is required to file such forms, unless earlier terminated by my delivery of a written revocation of this authorization to THRC Holdings. I hereby acknowledge that such individual is not assuming any of THRC Holdings' responsibilities to comply with any of the requirements of the Securities Exchange Act of 1934, as amended.

Dated:

May 16, 2025

THRC Holdings, LPBy: THRC Management, LLC, its General
PartnerBy: /s/ Dan H. Wilks

Name: Dan H. Wilks

Title: Manager

POWER OF ATTORNEY

THRC Management, LLC, a Texas limited liability company ("THRC Management"), represented by Dan H. Wilks, Manager, hereby authorizes Robert B. Early to represent THRC Management to execute and file on THRC Management's behalf all SEC forms (including any amendments thereto) that THRC Management may be required to file with the United States Securities and Exchange Commission and any other actions in connection with the above, as a result of THRC Management's position with, or direct or indirect ownership of, or transactions in securities by or on behalf of THRC Management. The authority of such individual under this Statement shall continue for as long as THRC Management is required to file such forms, unless earlier terminated by my delivery of a written revocation of this authorization to THRC Management. I hereby acknowledge that such individual is not assuming any of THRC Management's responsibilities to comply with any of the requirements of the Securities Exchange Act of 1934, as amended.

Dated:

May 16, 2025

THRC Management, LLCBy: /s/ Dan H. Wilks

Name: Dan H. Wilks

Title: Manager

POWER OF ATTORNEY

I, Dan Wilks, hereby confirm that I have authorized and designated Robert B. Early to execute and file on my behalf all SEC forms (including any amendments thereto) that I may be required to file with the United States Securities and Exchange Commission and to perform any other actions in connection with the above, as a result of my position with, or my direct or indirect ownership of, or transaction in securities of, ProFrac Holding Corp. The authority of such individual under this Statement shall continue for as long as I am required to file such forms, unless earlier terminated by my delivery of a written revocation of this authorization to Robert Early. I hereby acknowledge that such individual is not assuming any of my responsibilities to comply with any of the requirements of the Securities Exchange Act of 1934, as amended.

Dated:

May 16, 2025

By: /s/ Dan Wilks
Dan Wilks