SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

OMB APPROVAL

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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).

☐ 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 *

Wilks Dan H.

(Last) (First) (Middle)

17018 INTERSTATE 20

(Street)

CISCO TX 76437

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol

ProFrac Holding Corp. [ACDC]

3. Date of Earliest Transaction (Month/Day/Year)

06/25/2026

4. If Amendment, Date of Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

	Director	X	10% Owner
	Officer (give title below)		Other (specify below)

6. Individual or Joint/Group Filing (Check Applicable Line)

X Form filed by One Reporting Person

Form filed by More than One Reporting Person

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	06/25/2026		J[1]		1,071,454[2]	A	$4.72	86,743,609	I	See Footnotes[3][4]

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	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. Shares of the Issuer's Class A common stock were acquired by Wilks Brothers, LLC, a Texas limited Liability company ("Wilks Brothers") pursuant to the terms of the Shared Services Agreement, dated May 3, 2022, between Wilks Brothers and ProFrac Holdings II, LLC, an indirect wholly-owned subsidiary of the Issuer ("PFII"), as amended by a Letter Agreement dated June 30, 2025 (as amended, the "Services Agreement")

2. Under the Services Agreement, PFII was required to pay in arrears upon satisfaction of an approval condition, a quarterly services fee of $1,750,000 in shares of the Issuer's Class A Common Stock, until a specified liquidity condition is satisfied. The number of shares issued each quarter is determined by dividing the applicable services fee by the 10-day volume-weighted average price of the Issuer's Common Stock at the end of the quarter. With respect to the Q4 2025 issuance, the liquidity condition was satisfied during the quarter, resulting in a prorated services fee of $1,557,692.31 for the partial period.

3. Reflects shares of the Issuer's Class A common stock held directly by Wilks Brothers. Dan H. Wilks, as 50% owner and a Manager of Wilks Brothers, may be deemed to exercise voting and investment power over the shares of the Issuer's Class A common stock directly owned by Wilks Brothers, and therefore may be deemed to beneficially own such shares.

4. 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/ Robert B. Early, Attorney-in-Fact	06/29/2026
** 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.

Exhibit 24.01

POWER OF ATTORNEY

I, Dan H. Wilks, hereby confirm that I have authorized Robert B. Early to 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 any other actions in connection with the above, as a result of my position with, or direct or indirect ownership of, or transactions in securities of ProFrac Holdings 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: June 29, 2026

By: /s/ Dan H, Wilks
Dan H. Wilks