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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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>Wilks Farris</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)
	3. Date of Earliest Transaction (Month/Day/Year) <u>09/29/2023</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> 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			

**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
Series A redeemable convertible preferred stock	\$20 <sup>(1)</sup>	09/29/2023		P		20,000		09/29/2024	<sup>(2)</sup>	Class A common stock, par value \$0.01 per share	1,000,000 <sup>(3)</sup>	\$1,000	20,000	I	See footnotes <sup>(4)(5)</sup>

1. Name and Address of Reporting Person * <u>Wilks Farris</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 Jo Ann</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 \*

[Farris & Jo Ann Wilks 2022 Family Trust](#)

(Last) (First) (Middle)

[17018 INTERSTATE 20](#)

(Street)  
[CISCO TX 76437](#)

(City) (State) (Zip)

**Explanation of Responses:**

1. The Conversion Price may be adjusted from time to time in accordance with the Certificate of Designation of Series A Redeemable Convertible Preferred Stock, Exh. 3.1 to the Issuer's Form 8-K filed on October 2, 2023 ("CoD").
2. Issuer's Series A convertible preferred stock has no expiration date as it is not redeemable at the option of holder and does not automatically convert into common stock on a specified date.
3. In accordance with the CoD, following the first anniversary of the Issuance Date, each holder of Series A redeemable convertible preferred stock shall have the option from time to time to convert all or a portion of holders shares of Series A redeemable convertible preferred stock into Class A common stock, par value \$0.01 per share, at a Conversion Ratio equal to the quotient of (i) the Liquidation Preference as of the date of the conversion, which initially shall equal the original issue price per share of \$1,000.00 and subsequently be adjusted as the result of any PIK Accrual and as otherwise set forth in the CoD, and (ii) the then applicable Conversion Price. The amount of underlying securities reported has been determined utilizing the Conversion Ratio calculated as of the transaction date.
4. Reflects 20,000 shares of the Issuer's Class A redeemable convertible preferred stock held directly by FARJO Holdings, LP, a Texas limited partnership ("FARJO Holdings"). The General Partner of FARJO Holdings is FARJO Management, LLC, a Texas limited liability company ("FARJO Management"). FARJO Management, as General Partner of FARJO Holdings, has exclusive investment control over the shares of the Issuer's Class A redeemable convertible preferred stock held by FARJO Holdings, and therefore may be deemed to beneficially own such shares. Farris C. Wilks, as sole manager of FARJO Management, may be deemed to exercise voting and investment power over the shares of the Issuer's Class A redeemable convertible preferred stock directly owned by FARJO Holdings, and therefore may be deemed to beneficially own such shares.
5. 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.

**Remarks:**

[/s/ Matthew Rinaldi, Attorney-in-Fact](#) [10/03/2023](#)  
[/s/ Matthew Rinaldi, Attorney-in-Fact](#) [10/03/2023](#)  
[/s/ Matthew Rinaldi, Attorney-in-Fact](#) [10/03/2023](#)

\*\* 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.