

GULFPORT ENERGY CORP
 Form 4
 July 03, 2018

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 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 OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 GULFPORT ENERGY CORP

2. Issuer Name and Ticker or Trading Symbol
 MAMMOTH ENERGY SERVICES, INC. [TUSK]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 3001 QUAIL SPRINGS PARKWAY
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 06/29/2018

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

OKLAHOMA CITY, OK 73134

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | Code | V Amount (A) or (D) Price | | | |
| Common Stock | 06/29/2018 | | S | 1,235,600 (1) | \$ 9,948,522 (2) | D | |
| | | | | | 38.01 | | |

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

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 control number.

SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

Edgar Filing: GULFPORT ENERGY CORP - Form 4

| 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 Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr |
|---|--|---|---|--------------------------------------|--|--|---|---|--|
|---|--|---|---|--------------------------------------|--|--|---|---|--|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| GULFPORT ENERGY CORP 3001 QUAIL SPRINGS PARKWAY OKLAHOMA CITY, OK 73134 | X | X | | |

Signatures

/s/ Keri Crowell, Chief Financial
Officer

07/03/2018

__Signature of Reporting Person Date

Explanation of Responses:

- * 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).
- (1) These shares of common stock, par value \$0.01 per share ("Common Stock") of Mammoth Energy Services, Inc. (the "Issuer"), were sold by Gulfport Energy Corporation ("Gulfport") to the underwriters in a secondary public offering of Common Stock (the "Offering") at a price of \$38.01 per share, which offering closed on June 29, 2018.
- Of these securities, 4,877 are unvested restricted stock units ("RSUs") that were granted under the Issuer's 2016 Equity Incentive Plan and were assigned to Gulfport by its director designee to the Issuer's board of directors under the terms of his employment with Gulfport.
- (2) Such director designee previously reported the acquisition of the RSUs in his Form 4 filings and indicated that these were assigned to Gulfport. Of these 4,877 unvested RSUs, 2,222 will vest on October 19, 2018 and 2,655 will vest on the earlier of June 7, 2019 and the date of the Issuer's 2019 Annual Meeting of Stockholders. Each RSU represents a contingent right to receive one share of Common Stock of the Issuer.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.