

Casper Bradford B
Form 4
February 14, 2019

FORM 4

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

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).

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 *
Casper Bradford B

2. Issuer Name and Ticker or Trading Symbol
U.S. SILICA HOLDINGS, INC.
[SLCA]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
11/05/2018

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
EVP & Chief Commercial Officer

C/O U.S. SILICA HOLDINGS, INC., 8490 PROGRESS DRIVE, SUITE 300

(Street)

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

KATY, TX 21701

(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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	11/05/2018		M		12,048	A	Ⓛ
Common Stock	11/05/2018		F ⁽²⁾		5,343	D	\$ 14.38
Common Stock	02/12/2019		A ⁽³⁾		45,314	A	\$ 0
Common Stock	02/12/2019		A ⁽⁴⁾		22,637	A	\$ 12.91
	02/12/2019		F ⁽⁵⁾		10,325	D	
							70,571
							93,208
							82,883

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- On March 31, 2016, the reporting person was granted performance-based restricted stock units subject to vesting based on the attainment of pre-established objective financial goals, business unit performance objectives and individual personal performance objectives. Certain performance criteria for 2018 were met, resulting in vesting of the grant as to 22,637 shares of the issuer's common stock on February 12, 2019.
- (4) Represents tax withholding on vested performance-based stock.
 - (5) Each restricted stock unit represents a contingent right to receive one share of common stock upon vesting of the unit.
 - (6) Restricted Stock Units granted on November 5, 2015 and vesting in three equal installments on the anniversaries of the grant date.

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.