

Mammoth Energy Services, Inc.
Form 4
October 21, 2016

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 *
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)
14313 N MAY AVE # 100
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
10/19/2016

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

OKLAHOMA CITY, OK 73134
(City) (State) (Zip)

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

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)
Common Stock ⁽¹⁾				(A) or (D)	6,667 ⁽¹⁾	I ⁽¹⁾	See footnote ⁽¹⁾
Common Stock	10/19/2016		S	76,250 ⁽²⁾ D	\$ 14.0625 9,080,417 ⁽³⁾	D	

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

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SEC 1474 (9-02)

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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 Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 6)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GULFPORT ENERGY CORP 14313 N MAY AVE # 100 OKLAHOMA CITY, OK 73134	X	X		

Signatures

/s/ Aaron Gaydosik, Chief Financial Officer
10/21/2016

__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).

- On October 19, 2016, the closing date (the "Closing Date") of the initial public offering of common stock, par value \$0.01 per share (the "IPO"), of Mammoth Energy Services, Inc. (the "Issuer"). Gulfport Energy Corporation ("Gulfport"), on behalf of services of Aaron Gaydosik, a director of the Issuer, was granted 6,667 restricted stock units ("RSUs") under the Issuer's 2016 Equity Incentive Plan. 2,223
- (1) RSUs vested on the Closing Date of the IPO, and the remaining 4,444 RSUs will vest in two equal annual installments beginning on October 19, 2017. Each RSU represents a contingent right to receive one share of common stock of the Issuer. Mr. Gaydosik reported the acquisition of the RSUs on a Form 4 filed on the date hereof and indicated that these RSUs were assigned to Gulfport under the terms of his employment with Gulfport.
 - (2) These shares of comon stock were sold by Gulfport to the underwriters in the IPO at a price of \$14.0625 per share.
Of these securities, 9,073,750 shares of common stock were received by Gulfport in connection with Gulfport's contribution of its
 - (3) membership interests in Mammoth Energy Partners LLC to the Issuer, which was completed prior to the IPO and approved by the board of directors of the Issuer in advance.

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.