

# FORM 4

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

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response...	0.5

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person* Crestview Partners III GP, L.P.			2. Issuer Name and Ticker or Trading Symbol U.S. WELL SERVICES, INC. [USWS]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)		
(Last) C/O CRESTVIEW PARTNERS, 590 MADISON AVENUE, 42ND FLOOR	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 09/17/2021					
(Street) NEW YORK, NY 10022			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person		
(City)	(State)	(Zip)	<b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>					

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	09/17/2021		M		48,912,429 <u>(1)</u>	A	<u>(1)</u>	69,287,429	I	See footnote <u>(3)</u>

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)

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 Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: 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				
Series B Redeemable Convertible Preferred Stock <u>(1)</u>	<u>(1)</u>	09/17/2021		M		11,500		<u>(1)</u>	<u>(2)</u>	Class A Common Stock	<u>(1)</u>	<u>(1)</u>	0	I	See footnote <u>(3)</u>

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Crestview Partners III GP, L.P. C/O CRESTVIEW PARTNERS 590 MADISON AVENUE, 42ND FLOOR NEW YORK, NY 10022	X	X		
Crestview III USWS TE, LLC C/O CRESTVIEW PARTNERS 590 MADISON AVENUE, 42ND FLOOR NEW YORK, NY 10022	X	X		
Crestview III USWS, L.P. C/O CRESTVIEW PARTNERS 590 MADISON AVENUE, 42ND FLOOR NEW YORK, NY 10022	X	X		

Klein Adam J C/O CRESTVIEW PARTNERS 590 MADISON AVENUE, 42ND FLOOR NEW YORK, NY 10022	X			
--	---	--	--	--

## Signatures

By: Crestview Partners III GP, L.P., By: Crestview, L.L.C., its general partner, By: /s/ Ross A. Oliver, General Counsel		09/21/2021
<small>**Signature of Reporting Person</small>		Date
By: Crestview III USWS TE, LLC, By: /s/ Ross A. Oliver, General Counsel		09/21/2021
<small>**Signature of Reporting Person</small>		Date
By: Crestview III USWS, L.P., By: Crestview III USWS GenPar, LLC, By: /s/ Ross A. Oliver, General Counsel		09/21/2021
<small>**Signature of Reporting Person</small>		Date
By: Adam J. Klein, By: Ross A. Oliver, as Attorney-in-Fact		09/21/2021
<small>**Signature of Reporting Person</small>		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).

Reflects the conversion of 11,500 shares of Series B Redeemable Convertible Preferred Stock of the Issuer, par value \$0.0001 per share ("Series B Preferred Shares") held by Crestview III USWS, L.P. and Crestview III USWS TE, LLC (the "Crestview Entities") into shares of Class A Common Stock of the Issuer, par value \$0.0001 per share ("Class A Shares") at a conversion price of \$0.308 per share in accordance with the Series B Certificate of Designations.

(2) The Series B Preferred Shares have no expiration date.

Crestview Partners III GP, L.P. may be deemed to have beneficial ownership of the securities held by the Crestview Entities. Crestview Partners III GP, L.P. exercises voting and dispositive power over the securities held by the Crestview Entities. Decisions by Crestview Partners III GP, L.P. to vote or dispose of such securities require the approval of a majority of the members of its investment committee and the chairman of the investment committee. Adam J. Klein is a member of the Issuer's board of directors. Mr. Klein is a Partner of Crestview, L.L.C. (which is the general partner of Crestview Partners III GP, L.P.) and Crestview Advisors, L.L.C. (which provides investment advisory and management services to the Crestview Entities and certain affiliates). Each Reporting Person disclaims beneficial ownership of the reported securities except to the extent of its or his pecuniary interest therein.

### Remarks:

Exhibit 99--Joint Filer Information

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.

**Joint Filer Information**

Each of the following joint filers has designated **Crestview Partners III GP, L.P.** as the “**Designated Filer**” for purposes of the attached Form 4:

1. Crestview III USWS TE, LLC  
c/o Crestview Partners  
590 Madison Avenue, 42<sup>nd</sup> Floor  
New York, NY 10022
2. Crestview III USWS, L.P.  
c/o Crestview Partners  
590 Madison Avenue, 42<sup>nd</sup> Floor  
New York, NY 10022
3. Adam J. Klein  
c/o Crestview Partners  
590 Madison Avenue, 42<sup>nd</sup> Floor  
New York, NY 10022

**Date of Event Requiring Statement:** September 17, 2021

**Issuer Name and Ticker or Trading Symbol:** U.S. Well Services, Inc. [USWS]

**Crestview III USWS TE, LLC**

By: /s/ Ross A. Oliver  
Name: Ross A. Oliver  
Title: General Counsel

**Crestview III USWS, L.P.**

By: Crestview III USWS GenPar, LLC

By: /s/ Ross A. Oliver  
Name: Ross A. Oliver  
Title: General Counsel

**Adam J. Klein**

By: /s/ Ross A. Oliver, as Attorney-in-Fact

Date: September 21, 2021

---