

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

| OMB APPROVAL | |
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|---|---|---|
| 1. Name and Address of Reporting Person* <u>Murry David D.</u> (Last) (First) (Middle) <u>C/O U.S. SILICA HOLDINGS, INC.</u> <u>24275 KATY FREEWAY, SUITE 600</u> (Street) <u>KATY TX 77494</u> (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol <u>U.S. SILICA HOLDINGS, INC. [SLCA]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) SVP & CHRO |
| | 3. Date of Earliest Transaction (Month/Day/Year) <u>03/31/2019</u> | |
| 4. If Amendment, Date of Original Filed (Month/Day/Year) | | |

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 | 03/31/2019 | | M ⁽¹⁾ | | 2,223 | A | \$0.00 | 26,954 | D | |
| Common Stock | 03/31/2019 | | F ⁽²⁾ | | 1,069 | D | \$17.36 | 25,885 | D | |
| Common Stock | 04/01/2019 | | M ⁽³⁾ | | 652 | A | \$0.00 | 26,537 | D | |
| Common Stock | 04/01/2019 | | F ⁽²⁾ | | 313 | D | \$17.25 | 26,224 | D | |
| Common Stock | 04/01/2019 | | M ⁽⁴⁾ | | 1,236 | A | \$0.00 | 27,460 | D | |
| Common Stock | 04/01/2019 | | F ⁽²⁾ | | 594 | D | \$17.25 | 26,866 | D | |

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) |
|--|--|--------------------------------------|--|--------------------------------|--|-------|--|-----------------|---|----------------------------|--|--|---|--|
| | | | | | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Restricted Stock Units | (5) | 03/31/2019 | | M | | 2,223 | (6) | (6) | Common Stock | 2,223 | \$0.00 | 0 | D | |
| Restricted Stock Units | (5) | 04/01/2019 | | M | | 652 | (7) | (7) | Common Stock | 652 | \$0.00 | 652 | D | |
| Restricted Stock Units | (5) | 04/01/2019 | | M | | 1,236 | (8) | (8) | Common Stock | 1,236 | \$0.00 | 2,472 | D | |

Explanation of Responses:

- Scheduled vesting of restricted stock units granted on March 31, 2016.
- Represents tax withholding on vested restricted stock units.
- Scheduled vesting of restricted stock units granted on April 1, 2017.
- Scheduled vesting of restricted stock units granted on April 1, 2018.
- Each restricted stock unit represents a contingent right to receive one share of common stock upon vesting of the unit.
- Restricted Stock Units granted on March 31, 2016 and vesting in three equal installments on the anniversaries of the grant date.
- Restricted Stock Units granted on April 1, 2017 and vesting in three equal installments on the anniversaries of the grant date.
- Restricted Stock Units granted on April 1, 2018 and vesting in three equal installments on the anniversaries of the grant date.

Remarks:

/s/ Robert M. Hayward, P.C. by 04/02/2019
Power of Attorney

** 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.