SEC Form 4

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FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Addre Skindlo Dag	ess of Reporting Perso	on [*]		er Name and Ticker <u>tana Energy S</u>				tionship of Reportin all applicable) Director	g Person(s) to Is 10% C			
(Last) 1415 LOUISIA	(First) NA STREET, SUI	(Middle) TE 2900	3. Date 07/28	of Earliest Transac /2020	tion (Month/D	ay/Year)		Officer (give title below)	Other below)	(specify)		
				nendment, Date of C	Driginal Filed ((Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applica Line)					
(Street) HOUSTON	ТХ	77002					X	Form filed by One Form filed by Mor Person				
(City)	(State)	(Zip)						1 010011				
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned												
Date			2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A Disposed Of (D) (Instr. 3, 5)		5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		

			Ľ.					Reported		(Instr. 4)	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)	
Common stock	07/28/2020		M ⁽³⁾		38,462	A	(3)	83,775	D		
Common stock	07/28/2020		D ⁽¹⁾		83,775	D	(1)(2)	0	D		
Table II. Derivative Accurities Accuring Dispessed of an Deneficially Owned											

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. Transa Code (8)		of Deri Sec Acq (A) o Disp of (I	umber ivative urities uired or oosed O) (Instr. and 5)	Expiration Date (Month/Day/Year) tites red sed (Instr.		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)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Unit	(3)	07/28/2020		М			38,462	(3)	(3)	Common Stock	38,462	(3)	0	D	

Explanation of Responses:

1. On July 28, 2020, pursuant to the Agreement and Plan of Merger, dated May 3, 2020 (the "Merger Agreement"), by and among Quintana Energy Services Inc. ("QES"), KLX Energy Services Holdings, Inc. ("KLXE"), Krypton Intermediate LLC, and Kypton Merger Sub Inc. ("Merger Sub"), Merger Sub merged with and into QES (the "Merger"), with QES surviving the Merger as the wholly owned subsidiary of KLXE.

2. Pursuant to the Merger Agreement, at the effective time of the Merger, each share of QES's common stock issued and outstanding immediately prior to the effective time of the Merger, was converted into, and became exchangeable for, 0.0969 shares of KLXE common stock. On July 27, 2020 (the last trading day prior to consummation of the Merger and KLXE's 1-for-5 reverse stock split), the closing price of one share of KLXE common stock was \$2.00 and the closing price of one share of QES common stock was \$0.93.

3. Pursuant to the Merger Agreement, at the effective time of the Merger, each outstanding restricted stock unit award held by any director of the Company became fully vested and was cancelled, and became exchangeable for 0.0969 shares of KLXE common stock.

Remarks:

/s/ Max L. Bouthillette, attorney-in-fact

** 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.

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07/28/2020