SEC Form 4

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

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 Address of Reporting Person [*] Lehner Keefer McGovern			2. Issuer Name and Ticker or Trading Symbol <u>Quintana Energy Services Inc.</u> [QES]	(Check	ionship of Reporting Pers all applicable) Director Officer (give title	on(s) to Issuer 10% Owner Other (specify
(Last) 1415 LOUISIANA	(First) A STREET, SUIT	(Middle) E 2900	3. Date of Earliest Transaction (Month/Day/Year) 02/13/2018	X	below) See Remar	below)
	TX (State)	77002 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indivi Line) X	dual or Joint/Group Filing Form filed by One Repo Form filed by More thar Person	orting 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 D if any (Month/Day/		Date, Transaction Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	(I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common stock	02/13/2018		A		2,366	A	(1)	2,366	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. Transa Code (8)		Derivative		6. Date Exerc Expiration Da (Month/Day/Y	ate	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	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		Transaction(s) (Instr. 4)		
Phantom Units	(2)	02/13/2018		Α		35,522		(3)	(3)	Common stock	35,522	(2)	35,522	D	
Phantom Units	(2)	02/13/2018		Α		148,484		(4)	(4)	Common stock	148,484	(2)	148,484	D	

Explanation of Responses:

1. The reporting person acquired these securities upon the closing of the transactions contemplated by the Master Reorganization Agreement dated February 9, 2018, by and among Quintana Energy Services Inc. and the other parties thereto.

2. Each phantom unit is the economic equivalent of one share of QES common stock.

3. Represents phantom units scheduled to vest on the closing of the initial public offering of QES and that will be settled within 60 days thereafter.

4. Represents phantom units scheduled to vest in four equal installments in February 2018, February 2019, February 2020 and February 2021. Vested phantom units will be settled within 60 days of the applicable vesting date.

Remarks:

Executive Vice President and Chief Financial Officer

<u>/s/ D. Rogers Herndon,</u> <u>attorney-in-fact</u>

02/15/2018

Date

** Signature of Reporting Person

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

 \ast 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.