U.S. SILICA HOLDINGS, INC.

Form 4

November 05, 2014

FORM	ПΔ								PPROVAL		
	Washington, D.C. 20549						OMB Number:	3235-0287			
Check the character of	agar.							Expires:	January 31, 2005		
subject	ect to STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF							Estimated :			
Section Form 4		SECURITIES						burden hou response	ırs per		
Form 5 obligation may cor <i>See</i> Install(b).	ons Section 17((a) of the Pu	ıblic U	tility Hol	ding Cor		nge Act of 1934, of 1935 or Section 940	on			
(Print or Type	Responses)										
1. Name and Address of Reporting Person * Yoxtheimer Adam 2. Issuer Name an Symbol							5. Relationship of Reporting Person(s) to Issuer				
			U.S. SILICA HOLDINGS, INC. [SLCA]				(Check all applicable)				
(Last) (First) (Middle) 3. Date of I (Month/Da				Day/Year)X_ Officer			DirectorX Officer (gives)	give title 10% Owner Other (specify below)			
8490 PRO0 300	GRESS DRIVE, S	SUITE 1	1/03/2	2014			· · · · · · · · · · · · · · · · · · ·	hief Admin Offi	icer		
				If Amendment, Date Original led(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
FREDERIC	CK, MD 21701						Form filed by Person	More than One Ro	eporting		
(City)	(State)	(Zip)	Tab	le I - Non-I	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned		
1.Title of Security (Month/Day/Year) Execution any (Month/D					4. Securit nAcquired Disposed (Instr. 3, 4	(A) or of (D)	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code V	Amount	(D) Price	(Instr. 3 and 4)				
Reminder: Re	port on a separate line	e for each class	s of secu	urities benef	-	_	•	-41 4 C	NEC 1474		
					inforn requii	nation cont ed to respo lys a curre	spond to the colle ained in this form and unless the fo ntly valid OMB co	n are not rm	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	2.	3. Transaction Date	3A. Deemed	4. 5. Number	6. Date Exercisable and	7. Title and Amount of 8
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction Derivative	Expiration Date	Underlying Securities D

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day	/Year)	(Instr. 3 and	4)
				Code V	(Α) (Γ) Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 49.39	11/03/2014		A	1,000	<u>(1)</u>	11/03/2024	Common Stock	1,000

Reporting Owners

Reporting Owner Name / Address		Relationships				
	Director	10% Owner	Officer	Other		

Yoxtheimer Adam

8490 PROGRESS DRIVE SUITE 300

FREDERICK, MD 21701

VP, Chief Admin Officer

Signatures

/s/ Sean J. Klein by Power of Attorney 11/05/2014

**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).
- (1) Option grant dated November 3, 2014, vesting in four equal installments on the anniversaries of the Grant Date.
- (2) Options granted and no price paid therefor.

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.

Reporting Owners 2