## SEC Form 4

## FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

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

1. Name and Add	1 0	Person*	2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>NCS Multistage Holdings, Inc.</u> [ NCSM ]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
<u>Stromquist Marty</u>				X	Director	10% Owner			
(I) = =+)	( <b>F</b> inet)	(8.61-11-)		— x	Officer (give title below)	Other (specify below)			
(Last) (First) (Middle)			3. Date of Earliest Transaction (Month/Day/Year)		,	,			
C/O NCS MU	LTISTAGE HC	DLDINGS, INC.	03/01/2018		President				
19450 STATE	HIGHWAY 24	9, SUITE 200							
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indi <sup>,</sup> Line)	vidual or Joint/Group Filir	ng (Check Applicable			
HOUSTON	ТХ	77070		X	Form filed by One Re	porting Person			
	17	//0/0			Form filed by More the Person	an One Reporting			
(City)	(State)	(Zip)							

### 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	6. Ownership Form: Direct (D) or Indirect (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	03/01/2018		A		24,419	Α	\$ <mark>0</mark>	24,419 <sup>(1)</sup>	D	
Common Stock								221,156 <sup>(2)</sup>	Ι	See Footnote <sup>(2)</sup>

#### 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)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Performance Shares	(3)	03/01/2018		Α		24,419		(3)	12/31/2020	Common Stock	24,419	\$0	24,419	D	

Explanation of Responses:

1. Consists of restricted stock units which vest in three equal annual installments beginning on March 1, 2019.

2. The shares are held by Cemblend Systems Inc. Cemblend Systems Inc. is indirectly 50% owned by Mr. Stromquist.

3. These performance shares represent a contingent right to receive common stock, based on the Issuer's relative shareholder return versus that of its peer group. Each performance share will settle for between zero and two shares of common stock in the first quarter of 2021, based on achievement of the performance measure over a three-year period, following certification by the Compensation, Nominating and Governance Committee of the performance results.

> /s/ Kevin Trautner, attorney-in-03/05/2018 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.

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.

OMB APPROVAL