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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

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person * <u>Atlas Sand Holdings, LLC</u> <hr/> (Last) (First) (Middle) 5918 W. COURTYARD DRIVE SUITE 500 <hr/> (Street) AUSTIN TX 78730 <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Atlas Energy Solutions Inc. [ AESI ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 09/13/2023	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting 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 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			
Class A Common Stock	09/13/2023		J <sup>(1)</sup>		2,255,395	D	\$0.00	0	D	
Class B Common Stock	09/13/2023		J <sup>(1)</sup>		42,852,499	D	\$0.00	0	D <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
Atlas Sand Operating, LLC Units	(2)	09/13/2023		J <sup>(1)</sup>			42,852,499	(2)	(2)	Class A Common Stock	42,852,499	(2)	0	D	

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1. Name and Address of Reporting Person * <u>Atlas Sand Management Company, LLC</u> <hr/> (Last) (First) (Middle) 5918 W. COURTYARD DRIVE SUITE 500 <hr/> (Street) AUSTIN TX 78730 <hr/> (City) (State) (Zip)

Explanation of Responses:

1. Atlas Sand Holdings, LLC ("Holdings") distributed these securities as part of a liquidation distribution to its members on a pro rata basis, for no consideration. Atlas Sand Management Company, LLC ("ASMC"), the managing member of Holdings, received pro rata distributions from Holdings and then distributed such securities as part of a liquidation distribution to its members on a pro rata basis, for no consideration.

2. Each share of Class B Common Stock has no economic rights but entitles its holder to one vote on all matters to be voted on by stockholders generally. At the request of the holder, each unit ("Unit") representing ownership interests in Atlas Sand Operating, LLC ("Atlas Operating") may be coupled with a share of Class B Common Stock and redeemed for, at the Issuer's election and subject to certain restrictions in the amended and restated limited liability company agreement of Atlas Operating (the "Atlas Operating LLC Agreement"), newly issued shares of Class A Common Stock of the Issuer on a one-for-one basis or for a cash payment to be determined pursuant to the Atlas Operating LLC Agreement for each Unit redeemed. The Units do not expire.

**Remarks:**

[/s/ Atlas Sand Holdings, LLC, by  
Dathan C. Voelter as Attorney-in- Fact](#) [09/15/2023](#)

[/s/ Atlas Sand Management  
Company, LLC, by Dathan C.  
Voelter as Attorney-in-Fact](#) [09/15/2023](#)

\*\* 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.**