

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

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

1. Name and Address of Reporting Person * <u>SHEPSTON MICHELLE H</u> (Last) (First) (Middle) C/O DMC GLOBAL INC. 11800 RIDGE PARKWAY, SUITE 300 (Street) BROOMFIELD CO 80021 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>DMC Global Inc. [BOOM]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title below) Other (specify below) Chief Legal Officer
	3. Date of Earliest Transaction (Month/Day/Year) 02/26/2020	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

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			
Common Stock	02/26/2020		M		37	A	\$0	21,714	D	
Common Stock	02/26/2020		F		37 ⁽¹⁾	D	\$37.76	21,677	D	
Common Stock	02/27/2020		F		580 ⁽²⁾	D	\$36.9	21,097	D	
Common Stock								100	I	By Spouse

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
Deferred Stock	(3)	02/26/2020		A		3,443		(4)	(5)	Common Stock	3,443	\$0	3,443	D	
Performance Share Units	(6)	02/26/2020		A		3,443		(7)	(7)	Common Stock	3,443	\$0	3,443	D	
Deferred Stock	(3)	02/26/2020		M			37	(8)	(9)	Common Stock	37	\$0	3,624	D	

Explanation of Responses:

- Represents withholding of shares to satisfy tax obligations upon the vesting of Deferred Stock.
- Represents withholding of shares to satisfy tax obligations upon the vesting of restricted stock.
- Each vested share of Deferred Stock represents the right to receive one share of the Issuer's common stock.
- The Deferred Stock will vest in equal amounts over 3 years beginning February 26, 2021.
- The Deferred Stock will be delivered to the reporting person in equal amounts annually over 3 years beginning March 1, 2023 if employed, or in a lump sum upon separation from service. The reporting person may transfer the Deferred Stock into an alternative investment six months and one day following vesting of the Deferred Stock.
- Each Performance Share Unit ("PSU") represents the contingent right to receive one share of the Issuer's common stock based on certain vesting conditions.
- The number of PSUs that will vest and the number of shares of Issuer's common stock that will be awarded, if any, is contingent on the Issuer's average Adjusted EBITDA as compared to target Adjusted EBITDA and the Issuer's total shareholder return ("TSR") relative to the TSR of identified peer companies achieved over the three year period from 2020 through 2022, with potential to earn a number of shares of common stock between 0% and 200% of the number of target PSUs awarded. This PSU award will cliff vest, if at all, after the performance period ending December 31, 2022.
- 3,661 shares of Deferred Stock were granted on February 26, 2019, and vest in equal amounts over 3 years on the grant date anniversary.
- The Deferred Stock will be delivered to the reporting person in equal amounts annually over 2 years beginning March 1, 2022 if employed, or in a lump sum upon separation from service. The reporting person may transfer the Deferred Stock into an alternative investment six months and one day following vesting of the Deferred Stock.

Remarks:

/s/ Andrew Nelson, as attorney-in-fact 02/28/2020

** 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.

POWER OF ATTORNEY

The undersigned hereby appoints each of Michael Kuta, Andrew Nelson, Julie Mraz, Garth B. Jensen and Teri Scott, signing singly, the undersigned's true and lawful attorney-in-fact to:

- (1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of Dynamic Materials Corporation (the "Company"), the Form ID and Forms 3, 4 and 5
- (2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form ID and Form 3, 4 and 5, complete and execute
- (3) take any other action of any type whatsoever in connection with the foregoing that, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally requi

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exe

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file the Form ID or Forms 3, 4 and 5 with respect to the undersigned's holdings of and

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 29th day of August, 2016.

/s/ Michelle H. Sheptson
Name: Michelle H. Shepston