FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL							
OMB Number:	3235-0287						
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hours per response:	0.5						

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(b) of the Investment Company Act of 1940

						1 000	11011 30(11)	or the n	ivestilieni	. 0011	ilpaily Act C	DI 1340							
1. Name and Address of Reporting Person * SCHEATZLE JOHN EDGAR JR						2. Issuer Name and Ticker or Trading Symbol  DMC Global Inc. [BOOM]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
SCHERRIZED VOINVED STRUKT						3. Date of Earliest Transaction (Month/Day/Year)								1	Director			10% Owner Other (specify	
(Last)	(First)	(M	liddle)			02/26/2020								X	Officer (give title below)			below)	specify
C/O DMC GL	OBAL INC										President of NobelClad								
11800 RIDGE PARKWAY, SUITE 300					4. If <i>i</i>	Amer	ndment, D	ate of O	riginal File	ed (M	lonth/Day/Y	1	6. Individual or Joint/Group Filing (Check Applicable Line)						
(Street)													X Form filed by One Reporting Person  Form filed by More than One Reporting Person						
BROOMFIELD CO 80021											rount lifed by More than One Reporting Person								
(City)	(State)	(Z	ip)																
		Ta	able I - No	n-De	rivativ	e S	ecuritie	s Acq	uired,	Dis	posed o	f, or Ben	efici	ally Ow	ned				
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				Following	rities eficially Owned owing Reported		nership : Direct (D) direct (I) : 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
								Code	v	Amount	Amount (A) or (D)		Price	Transaction(s) (Instr. 3 and 4)					
Common Stock				02/	26/2020				A		1,324	<b>(</b> 1)		<b>\$0</b>	14,571		D		
Common Stock				02/	26/2020				F 2		2660	266 <sup>(2)</sup> D \$		\$37.76	14,305			D	
Common Stock				02/	2/26/2020				M		10	A		<b>\$0</b>	14,315			D	
Common Stock				02/	2/26/2020				F		10(3	) <u>[</u>		\$37.76	14,305			D	
Common Stock				02/	2/27/2020				F		3770	(2) I		\$36.9	13,928			D	
Common Stock				02/	2/27/2020				M		21	A		\$0	13,949		D		
Common Stock				02/27/2020		0.			F		21(3	) [		\$36.9	13,928			D	
			Table II - I									or Benef le secur			ed				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	se (Month/Day/Year)	3A. Deemed Execution Da if any (Month/Day/	ate,	Code (Instr.				6. Date Exercisable an Expiration Date (Month/Day/Year)		isable and te	nd 7. Title and Amou Securities Underl Derivative Securi 3 and 4)		unt of lying	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficia Owned Following Reported	e s ally g	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)			Expiration Date	Title	,	Amount or lumber of Shares		Transacti (Instr. 4)	on(s)		
Performance Share Units	(4)	02/26/2020			A		2,648		(5)		(5)	Commo Stock	n	2,648	\$0	2,648	8	D	
Deferred Stock	(6)	02/26/2020					1,324		(7)		(7)	Commo Stock	n	1,324	\$0	1,324	4	D	
Deferred Stock	(6)	02/26/2020			M			21	(8)		(9)	Commo Stock	n	21	\$0	2,060	6	D	
Deferred Stock	(6)	02/26/2020			M			10	(10)		(11)	Commo Stock	n	10	\$0	905		D	

## **Explanation of Responses:**

- 1. This stock award is subject to the lapse of time-based restrictions. The restrictions will lapse with respect to one-third of the shares in equal amounts on each of the first, second and third anniversaries of thegrant date.
- 2. Represents withholding of shares to satisfy tax obligations upon the vesting of restricted stock.
- $3. \ Represents \ withholding \ of \ shares \ to \ satisfy \ tax \ obligations \ upon \ the \ vesting \ of \ Deferred \ Stock.$
- 4. Each Performance Share Unit ("PSU") represents the contingent right to receive one share of the Issuer's common stock based on certain vesting conditions.
- 5. 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.
- 6. Each vested share of Deferred Stock represents the right to receive one share of the Issuer's common stock.
- 7. The Deferred Stock will be delivered to the reporting person in a lump sum following separation from service, or on March 1, 2023 if employed. The reporting person may transfer the Deferred Stock into an alternative investment six months and one day following vesting of the Deferred Stock.
- 8. 2,100 shares of Deferred Stock were granted on February 27, 2018, and vest in equal amounts over 3 years on the grant date anniversary.
- 9. The Deferred Stock will be delivered to the reporting person in a lump sum following separation from service, or on March 1, 2021 if employed. The reporting person may transfer the Deferred Stock into an alternative investment six months and one day following vesting of the Deferred Stock.
- 10. The Deferred Stock will vest in equal amounts over 3 years beginning February 26, 2020.
- 11. The Deferred Stock will be delivered to the reporting person in a lump sum following separation from service, or on March 1, 2022 if employed. 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.

The undersigned hereby appoints each of Michael Kuta, Michelle Shepston,
Andrew Nelson, 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 DMC Global Inc. (the "Company"), the Form ID and Forms 3, 4 and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934, as amended, and the rules thereunder;
- (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 any amendment or amendments thereto, and timely file such form with the United States Securities and Exchange Commission, any stock exchange or similar authority, and the National Association of Securities Dealers; and
- (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 required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

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 exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934, as amended, and the rules thereunder.

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 transactions in securities issued

by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this  $15 \, \text{th}$  day of November, 2016.

/s/ John Edgar Scheatzle Jr.

Name: John Edgar Scheatzle Jr.