

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL	
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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 OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person * Rooke Andrew M			2. Issuer Name and Ticker or Trading Symbol ASV HOLDINGS, INC. [ASV]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Chief Executive Officer		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 12/14/2018					
840 LILY LANE								
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
GRAND RAPIDS, MN 55744								
(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 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	12/14/2018		F		3,744 (1)	D	\$ 2.32	71,608	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 control number. 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 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 Underlying Securities (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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
						Date Exercisable	Expiration Date					

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Rooke Andrew M 840 LILY LANE GRAND RAPIDS, MN 55744	X		Chief Executive Officer	

Signatures

/s/ Melissa How, Attorney-in-Fact for Andrew M. Rooke		12/17/2018
**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) Shares surrendered in payment of tax withholding due upon vesting of restricted stock units.

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.

POWER OF ATTORNEY

Know all by these presents, that I hereby constitute and appoint
Melissa How,
my true and lawful attorney-in-fact and agent, acting alone, with
full power
of substitution for me and in my name, place and stead, to:

1. execute for me and on my behalf, in my capacity as an officer
and/or
director of ASV Holdings, Inc., Forms 3, 4 or 5 in accordance with
Section 16(a) of the Securities Exchange Act of 1934, as amended, and
the rules promulgated thereunder;
2. do and perform any and all acts for me and on my behalf which may
be
necessary or desirable to complete and execute any such Form 3, 4 or
5,
complete and execute any amendment or amendments thereto and timely
file
such Form with the United States Securities and Exchange Commission
and
any stock exchange or similar authority; and
3. take any other action of any type whatsoever in connection with
the
foregoing which, in the opinion of such attorney-in-fact, may be of
benefit
to me, in my best interest or legally required by me, it being
understood
that the documents executed by such attorney-in-fact on my behalf
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-facts discretion.

I hereby grant to 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 I might or could do if
personally
present, hereby ratifying and confirming all that such attorney-in-
fact,
or such attorney-in-facts 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. I acknowledge that the attorney-in-fact, in
serving
in such capacity at my request, is not assuming, nor is ASV Holdings,
Inc.
assuming, any of my responsibilities to comply with Section 16 of the
Securities Exchange Act of 1934, as amended.

This Power of Attorney shall remain in full force and effect until I
am no
longer required to file Forms 3, 4 and 5 with respect to my holdings
of and
transactions in securities of ASV Holdings, Inc., unless earlier
revoked by
me in a signed writing delivered to the attorneys-in-fact named
above.

IN WITNESS WHEREOF, I have signed this Power of Attorney on December
14, 2018.

/s/ Andrew M. Rooke

