

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

	X	
In re:	:	Chapter 11
	:	
EMERGE ENERGY SERVICES LP, <i>et al.</i> , ¹	:	Case No. 19-11563 (KBO)
	:	
Debtors.	:	Jointly Administered
	:	
	:	
	:	
	X	

**NOTICE OF AGENDA OF MATTERS SCHEDULED FOR
HEARING ON SEPTEMBER 9, 2019 AT 11:00 A.M. (ET)**²

I. RESOLVED MATTERS:

1. Debtors’ Application for Entry of an Order Authorizing the Employment and Retention of Latham & Watkins LLP as Bankruptcy Co-Counsel *Nunc Pro Tunc* to the Petition Date [Docket No. 139; filed August 8, 2019]

Response/Objection Deadline: August 22, 2019 at 4:00 p.m. (ET); extended to August 27, 2019 at 4:00 p.m. (ET) for Office of the United States Trustee for the District of Delaware (the “**U.S. Trustee**”)

Responses/Objections Received:

A. Informal comments from the U.S. Trustee

¹ The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are: Emerge Energy Services LP (2937), Emerge Energy Services GP LLC (4683), Emerge Energy Services Operating LLC (2511), Superior Silica Sands LLC (9889), and Emerge Energy Services Finance Corporation (9875). The Debtors’ address is 5600 Clearfork Main Street, Suite 400, Fort Worth, Texas 76109.

² The hearing will be before The Honorable Karen B. Owens at the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 6th Floor, Courtroom 2, Wilmington, Delaware 19801. Any party who wishes to appear telephonically at such hearing must contact COURTCALL, LLC at 866-582-6878 prior to **12:00 p.m. (noon) (Eastern Time) on Friday, September 6, 2019**, to register his/her telephonic appearance in accordance with the *Instructions for Telephonic Appearances Effective January 5, 2005, Revised May 11, 2018*.



Related Documents:

- i. Supplemental Declaration of Keith A. Simon and Disclosure Statement of Latham & Watkins LLP [Docket No. 290; filed September 3, 2019]
- ii. Certification of Counsel Regarding Order Authorizing the Employment and Retention of Latham & Watkins LLP as Bankruptcy Co-Counsel *Nunc Pro Tunc* to the Petition Date [Docket No. 291; filed September 3, 2019]
- iii. Order Authorizing the Employment and Retention of Latham & Watkins LLP as Bankruptcy Co-Counsel *Nunc Pro Tunc* to the Petition Date [Docket No. 305; filed September 4, 2019]

Status: On September 4, 2019, the Court entered an order regarding this matter. Accordingly, a hearing on this matter is no longer necessary.

2. Application of the Official Committee of Unsecured Creditors of Emerge Energy Services LP, *et al.* for Entry of an Order Authorizing the Employment and Retention of Kilpatrick Townsend & Stockton LLP as its Attorneys, *Nunc Pro Tunc* to July 30, 2019 [Docket No. 220; filed August 15, 2019]

Response/Objection Deadline: August 29, 2019 at 4:00 p.m. (ET)

Responses/Objections Received:

- A. Informal comments from the U.S. Trustee

Related Documents:

- i. Supplemental Declaration of Todd C. Myers in Support of Application of the Official Committee of Unsecured Creditors of Emerge Energy Services LP, *et al.* for Entry of an Order Authorizing the Employment and Retention of Kilpatrick Townsend & Stockton LLP as its Attorneys, *Nunc Pro Tunc* to July 30, 2019 [Docket No. 296; filed September 3, 2019]
- ii. Certification of Counsel Regarding Application of the Official Committee of Unsecured Creditors of Emerge Energy Services LP, *et al.* for Entry of an Order Authorizing the Employment and Retention of Kilpatrick Townsend & Stockton LLP as its Attorneys, *Nunc Pro Tunc* to July 30, 2019 [Docket No. 297; filed September 3, 2019]
- iii. Order Authorizing the Employment and Retention of Kilpatrick Townsend & Stockton LLP as its Attorneys for the Official Committee of Unsecured Creditors of Emerge Energy Services LP, *et al.*, *Nunc Pro Tunc* to July 30, 2019 [Docket No. 306; filed September 4, 2019]

Status: On September 4, 2019, the Court entered an order regarding this matter. Accordingly, a hearing on this matter is no longer necessary.

3. Application for Entry for an Order Authorizing and Approving the Employment of Province, Inc. as Financial Advisor to the Official Committee of Unsecured Creditors Effective as of August 2, 2019 [Docket No. 221; filed August 15, 2019]

Response/Objection Deadline: August 29, 2019 at 4:00 p.m. (ET)

Responses/Objections Received:

- A. Informal comments from the U.S. Trustee

Related Documents:

- i. Supplemental Declaration of Edward Kim in Support of Application for Entry of an Order Authorizing and Approving the Employment of Province, Inc. as Financial Advisor to the Official Committee of Unsecured Creditors Effective as of August 2, 2019 [Docket No. 285; filed September 3, 2019]
- ii. Certification of Counsel Regarding Application for Entry for an Order Authorizing and Approving the Employment of Province, Inc. as Financial Advisor to the Official Committee of Unsecured Creditors Effective as of August 2, 2019 [Docket No. 288; filed September 3, 2019]
- iii. Order Authorizing and Approving the Employment of Province, Inc. as Financial Advisor to the Official Committee of Unsecured Creditors Effective as of August 2, 2019 [Docket No. 303; filed September 4, 2019]

Status: On September 4, 2019, the Court entered an order regarding this matter. Accordingly, a hearing on this matter is no longer necessary.

4. Application of the Official Committee of Unsecured Creditors of Emerge Energy Services LP, *et al.* for Entry of an Order Authorizing the Employment and Retention of Potter Anderson & Corroon LLP as Delaware Counsel *Nunc Pro Tunc* to July 30, 2019 [Docket No. 223; filed August 15, 2019]

Response/Objection Deadline: August 29, 2019 at 4:00 p.m. (ET)

Responses/Objections Received:

- A. Informal comments from the U.S. Trustee

Related Documents:

- i. Supplemental Declaration of Christopher M. Samis of Potter Anderson & Corroon LLP in Support of Application of Official Committee of

Unsecured Creditors of Emerge Energy Services LP, *et al.* for Entry of an Order Authorizing the Employment and Retention of Potter Anderson & Corroon LLP as Delaware Counsel *Nunc Pro Tunc* to July 30, 2019 [Docket No. 286; filed September 3, 2019]

- ii. Certification of Counsel Regarding Application of Official Committee of Unsecured Creditors of Emerge Energy Services LP, *et al.* for Entry of an Order Authorizing the Employment and Retention of Potter Anderson & Corroon LLP as Delaware Counsel *Nunc Pro Tunc* to July 30, 2019 [Docket No. 289; filed September 3, 2019]
- iii. Order Authorizing the Employment and Retention of Potter Anderson & Corroon LLP as Delaware Counsel to the Official Committee of Unsecured Creditors *Nunc Pro Tunc* to July 30, 2019 [Docket No. 304; filed September 4, 2019]

Status: On September 4, 2019, the Court entered an order regarding this matter. Accordingly, a hearing on this matter is no longer necessary.

II. MATTER FILED UNDER CERTIFICATION:

5. Motion of Official Committee of Unsecured Creditors for an Order Establishing Information Sharing Procedures for Compliance with 11 U.S.C. §§ 1102(b)(3) and 1103(c) *Nunc Pro Tunc* to July 30, 2019 [Docket No. 245; filed August 22, 2019]

Response/Objection Deadline: August 29, 2019 at 4:00 p.m. (ET)

Responses/Objections Received:

- A. Informal comments from the U.S. Trustee

Related Documents:

- i. Certification of Counsel Regarding Motion of Official Committee of Unsecured Creditors for an Order Establishing Information Sharing Procedures for Compliance with 11 U.S.C. §§ 1102(b)(3) and 1103(c) *Nunc Pro Tunc* to July 30, 2019 [Docket No. 308; filed September 4, 2019]

Status: On September 4, 2019, the Official Committee of Unsecured Creditors (the “**Committee**”) filed a revised proposed form of order under certification of counsel in connection with this matter. Accordingly a hearing with respect to this matter is only required to the extent that the Court has any questions or concerns.

III. CONTESTED MATTERS:

6. Motion for Entry of an Order Authorizing the Official Committee of Unsecured Creditors to File Under Seal the Objection of the Official Committee of Unsecured Creditors to Debtors' Omnibus Motion for Entry of an Order Authorizing the Debtors to (I) Reject Certain Railcar Lease Agreements *Nunc Pro Tunc* to the Petition Date, and (II) Enter into Proposed New Railcar Lease Agreements Effective as of the Petition Date [Docket No. 182; filed August 12, 2019]

Response/Objection Deadline: August 14, 2019 at 11:00 a.m. (ET)

Responses/Objections Received:

- A. Informal comments from the U.S. Trustee

Status: The hearing on this matter will go forward.

7. Application of the Official Committee of Unsecured Creditors to Employ and Retain Miller Buckfire & Co., LLC and Stifel, Nicolaus & Co., Inc. as Investment Banker *Nunc Pro Tunc* to August 2, 2019 [Docket No. 222; filed August 15, 2019]

Response/Objection Deadline: August 29, 2019 at 4:00 p.m. (ET)

Responses/Objections Received:

- A. Debtors' Limited Objection to the Application of the Official Committee of Unsecured Creditors to Employ and Retain Miller Buckfire & Co., LLC and Stifel, Nicolaus & Co., Inc. as Investment Banker *Nunc Pro Tunc* to August 2, 2019 [Docket No. 274; filed August 29, 2019]
- B. Informal comments from the U.S. Trustee

Related Documents:

- i. Supplemental Declaration of Matthew Rodrigue in Support of the Official Committee of Unsecured Creditors' Application to Employ and Retain Miller Buckfire & Co., LLC and Stifel, Nicolaus & Co., Inc. as Investment Banker *Nunc Pro Tunc* to August 2, 2019 [Docket No. 287; filed September 3, 2019]
- ii. Notice of Filing of Revised Form of Proposed Order Regarding Application of the Official Committee of Unsecured Creditors to Employ and Retain Miller Buckfire & Co., LLC and Stifel, Nicolaus & Co., Inc. as Investment Banker *Nunc Pro Tunc* to August 2, 2019 [Docket No. 307; filed September 4, 2019]
- iii. Joint Reply of the Official Committee of Unsecured Creditors and Miller Buckfire & Co., LLC and Stifel, Nicolaus & Co. to the Debtors' Limited Objection to the Application of the Official Committee of Unsecured Creditors to Employ and Retain Miller Buckfire & Co., LLC and Stifel, Nicolaus & Co., Inc. as Investment Banker *Nunc Pro Tunc* to August 2, 2019 [Docket No. 309; filed September 4, 2019]

Status: The hearing on this matter will go forward.

8. Debtors' Motion for Entry of an Order Establishing Procedures for the Sale, Transfer or Abandonment of Miscellaneous and *De Minimis* Assets and Granting Certain Related Relief [Docket No. 241; filed August 20, 2019]

Response/Objection Deadline: August 29, 2019 at 4:00 p.m. (ET)

Responses/Objections Received:

- A. Pownall Services, LLC's Limited Objection to the Debtors' Motion for Entry of an Order Establishing Procedures for the Sale, Transfer or Abandonment of Miscellaneous and *De Minimis* Assets and Granting Certain Related Relief [Docket No. 272; filed August 29, 2019]
- B. Limited Objection of Market and Johnson, Inc., Stout Excavating Group LLC, and A-1 Excavating, Inc. to Debtors' Motion for Entry of an Order Establishing Procedures for the Sale, Transfer or Abandonment of Miscellaneous and *De Minimis* Assets and Granting Certain Related Relief [Docket No. 275; filed August 29, 2019]
- C. Informal comments from the U.S. Trustee

Status: The hearing on this matter will go forward.

9. Motion of Official Committee of Unsecured Creditors for an Order, Pursuant to Section 105(a) of the Bankruptcy Code, Bankruptcy Rule 2004, and Local

Bankruptcy Rule 2004-1, Authorizing and Directing the Examination of the Debtors and Certain Third Parties [Docket No. 246; filed August 22, 2019]

Response/Objection Deadline: August 29, 2019 at 4:00 p.m. (ET)

Responses/Objections Received:

- A. Objection and Reservation of Rights of the Debtors to the Motion of Official Committee of Unsecured Creditors for an Order, Pursuant to Section 105(a) of the Bankruptcy Code, Bankruptcy Rule 2004, and Local Bankruptcy Rule 2004-1, Authorizing and Directing the Examination of the Debtors and Certain Third Parties [Docket No. 273; filed August 29, 2019]

Status: The hearing on this matter will go forward.

IV. DISCLOSURE STATEMENT:

- 10. Motion of the Debtors for Entry of an Order (I) Approving the Disclosure Statement, (II) Establishing the Voting Record Date, Voting Deadline and Other Dates, (III) Approving Procedures for Soliciting, Receiving and Tabulating Votes on the Plan and for Filing Objections to the Plan, (IV) Approving the Manner and Forms of Notice and Other Related Documents, and (V) Granting Related Relief [Docket No. 247; filed August 22, 2019]

Response/Objection Deadline: August 30, 2019 at 4:00 p.m. (ET)

Responses/Objections Received:

- A. Objection of the Securities and Exchange Commission to Approval of the Disclosure Statement and Confirmation of the Debtors' Joint Chapter 11 Plan [Docket No. 255; filed August 24, 2019]
- B. Pownall Services, LLC's Objection to the Debtors' Disclosure Statement [Docket No. 276; filed August 30, 2019]
- C. Objection of the Official Committee of Unsecured Creditors to Motion of the Debtors for Entry of an Order (I) Approving the Disclosure Statement, (II) Establishing the Voting Record Date, Voting Deadline and Other Dates, (III) Approving Procedures for Soliciting, Receiving and Tabulating Votes on the Plan and for Filing Objections to the Plan, (IV) Approving the Manner and Forms of Notice and Other Related Documents, and (V) Granting Related Relief [Docket No. 277; filed August 30, 2019]
- D. Informal comments from the U.S. Trustee

Related Documents:

- i. Joint Plan of Reorganization for Emerge Energy Services LP and its Affiliate Debtors Under Chapter 11 of the Bankruptcy Code [Docket No. 98; filed July 25, 2019]
- ii. Disclosure Statement for the Joint Plan of Reorganization for Emerge Energy Services LP and its Affiliate Debtors Under Chapter 11 of the Bankruptcy Code [Docket No. 99; filed July 25, 2019]
- iii. Notice of Disclosure Statement Hearing [Docket No. 100; filed July 25, 2019]
- iv. First Amended Joint Plan of Reorganization for Emerge Energy Services LP and its Affiliate Debtors Under Chapter 11 of the Bankruptcy Code [Docket No. 268; filed August 29, 2019]
- v. Disclosure Statement for the First Amended Joint Plan of Reorganization for Emerge Energy Services LP and its Affiliate Debtors Under Chapter 11 of the Bankruptcy Code [Docket No. 269; filed August 29, 2019]
- vi. Notice of Filing of Blacklines of Revised Plan and Disclosure Statement [Docket No. 270; filed August 29, 2019]
- vii. Notice of Extension of Deadline for Objections to the Proposed Disclosure Statement [Docket No. 271; filed August 29, 2019]

Status: The hearing on this matter will go forward.

Dated: September 5, 2019
Wilmington, Delaware

/s/ Travis J. Cuomo

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