IN THE UNITED STATES BANKRUPTCY COURT FOR THE SOUTHERN DISTRICT OF TEXAS HOUSTON DIVISION

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In re: : Chapter 11

:

HI-CRUSH INC., *et al.*, : Case No. 20-33495

:

Debtors. 1 : (Jointly Administered)

:

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SUPPLEMENTAL CERTIFICATE OF SERVICE

I, Heather Fellows, depose and say that I am employed by Kurtzman Carson Consultants LLC (KCC), the claims and noticing agent for the Debtors in the above-captioned case.

On or before September 22, 2020, at my direction and under my supervision, employees of KCC caused to be served per postal forwarding address the following documents via First Class Mail upon the service list attached hereto as **Exhibit B**:

- Notice of Deadlines for the Filing of Proofs of Claim, Including Claims Arising Under Section 503(B)(9) of the Bankruptcy Code [Exhibit 1 to Docket No. 88]
- Individualized Modified Official Form 410 Proof of Claim [substantially in the form of Exhibit 2 to Docket No. 88]
- Notice of Chapter 11 Bankruptcy Case [attached here to as Exhibit A]

Furthermore, on September 22, 2020, at my direction and under my supervision, employees of KCC caused to be served per postal forwarding address the following document via First Class Mail upon the service list attached hereto as $\underline{\textbf{Exhibit D}}$:

(Continued on Next Page)

The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number (where available), are: Hi-Crush Inc. (0530), OnCore Processing LLC (9403), Hi-Crush Augusta LLC (0668), Hi-Crush Whitehall LLC (5562), PDQ Properties LLC (9169), Hi-Crush Wyeville Operating LLC (5797), D & I Silica, LLC (9957), Hi-Crush Blair LLC (7094), Hi-Crush LMS LLC, Hi-Crush Investments Inc. (6547), Hi-Crush Permian Sand LLC, Hi-Crush Proppants LLC (0770), Hi-Crush PODS LLC, Hi-Crush Canada Inc. (9195), Hi-Crush Holdings LLC, Hi-Crush Services LLC (6206), BulkTracer Holdings LLC (4085), Pronghorn Logistics Holdings, LLC (5223), FB Industries USA Inc. (8208), PropDispatch LLC, Pronghorn Logistics, LLC (4547), and FB Logistics, LLC (8641). The Debtors' address is 1330 Post Oak Blvd, Suite 600, Houston, Texas 77056.

• Notice of Disclosure Statement Hearing [attached here to as **Exhibit C**]

Dated: September 25, 2020

/s/ Heather Fellows
Heather Fellows
KCC
222 N Pacific Coast Highway, 3rd Floor
El Segundo, CA 90245
Tel 310.823.9000

Exhibit A

Information to identify the case:		
Debtor Hi-Crush Inc., et al. Name	ein <u>90-0840530</u>	
United States Bankruptcy Court for the: Southern District of Texas (State)	Date case filed for chapter 11	07/12/2020
Case number: 20-33495 (DRJ) (Jointly Administered)		MM / DD / YYYY

Official Form 309F1 (For Corporations or Partnerships)

Notice of Chapter 11 Bankruptcy Case

02/20

For the debtor listed above, a case has been filed under chapter 11 of the Bankruptcy Code. An order for relief has been entered.

This notice has important information about the case for creditors and debtors, including information about the meeting of creditors and deadlines. Read both pages carefully.

The filing of the case imposed an automatic stay against most collection activities. This means that creditors generally may not take action to collect debts from the debtor or the debtor's property. For example, while the stay is in effect, creditors cannot sue, assert a deficiency, repossess property, or otherwise try to collect from the debtor. Creditors cannot demand repayment from the debtor by mail, phone, or otherwise. Creditors who violate the stay can be required to pay actual and punitive damages and attorney's fees.

Confirmation of a chapter 11 plan may result in a discharge of debt. A creditor who wants to have a particular debt excepted from discharge may be required to file a complaint in the bankruptcy clerk's office within the deadline specified in this notice. (See line 11 below for more information.)

To protect your rights, consult an attorney. All documents filed in the case may be inspected at the bankruptcy clerk's office at the address listed below or through PACER (Public Access to Court Electronic Records at www.pacer.gov).

A. The staff of the bankruptcy clerk's office cannot give legal advice.

Do not file this notice with any proof of claim or other filing in the case.

1. Debtor's full name: See chart below. List of Jointly Administered Cases:

No.	Debtor	Address	Case No.	EIN#
1	Hi-Crush Inc.	1330 Post Oak Blvd., Suite 600,	20-33495	90-0840530
		Houston, TX 77056		
2	OnCore Processing LLC	1330 Post Oak Blvd., Suite 600,	20-33496	83-4499403
		Houston, TX 77056		
3	Hi-Crush Augusta LLC	1330 Post Oak Blvd., Suite 600,	20-33497	90-0930668
		Houston, TX 77056		
4	Hi-Crush Whitehall LLC	1330 Post Oak Blvd., Suite 600,	20-33498	38-3915562
		Houston, TX 77056		
5	PDQ Properties LLC	1330 Post Oak Blvd., Suite 600,	20-33499	37-1779169
		Houston, TX 77056		
6	Hi-Crush Wyeville Operating LLC	1330 Post Oak Blvd., Suite 600,	20-33500	27-4395797
		Houston, TX 77056		
7	D & I Silica, LLC	1330 Post Oak Blvd., Suite 600,	20-33501	20-4999957
		Houston, TX 77056		
8	Hi-Crush Blair LLC	1330 Post Oak Blvd., Suite 600,	20-33502	38-3937094
		Houston, TX 77056		
9	Hi-Crush LMS LLC	1330 Post Oak Blvd., Suite 600,	20-33503	none
		Houston, TX 77056		
10	Hi-Crush Investments Inc.	1330 Post Oak Blvd., Suite 600,	20-33504	38-4026547
		Houston, TX 77056		
11	Hi-Crush Permian Sand LLC	1330 Post Oak Blvd., Suite 600,	20-33505	none
		Houston, TX 77056		

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			1	
12	Hi-Crush Proppants LLC	1330 Post Oak Blvd., Suite 600,	20-33506	27-3830770
		Houston, TX 77056		
13	Hi-Crush PODS LLC	1330 Post Oak Blvd., Suite 600,	20-33507	none
		Houston, TX 77056		
14	Hi-Crush Canada Inc.	1330 Post Oak Blvd., Suite 600,	20-33508	61-1749195
		Houston, TX 77056		
15	Hi-Crush Holdings LLC	1330 Post Oak Blvd., Suite 600,	20-33509	none
		Houston, TX 77056		
16	Hi-Crush Services LLC	1330 Post Oak Blvd., Suite 600,	20-33510	61-1686206
		Houston, TX 77056		
17	BulkTracer Holdings LLC	1330 Post Oak Blvd., Suite 600,	20-33511	47-3224085
		Houston, TX 77056		
18	Pronghorn Logistics Holdings, LLC	1330 Post Oak Blvd., Suite 600,	20-33512	82-4725223
		Houston, TX 77056		
19	FB Industries USA Inc.	1330 Post Oak Blvd., Suite 600,	20-33513	90-0868208
		Houston, TX 77056		
20	PropDispatch LLC	1330 Post Oak Blvd., Suite 600,	20-33514	none
		Houston, TX 77056		
21	Pronghorn Logistics, LLC	1330 Post Oak Blvd., Suite 600,	20-33515	82-2154547
		Houston, TX 77056		
22	FB Logistics, LLC	1330 Post Oak Blvd., Suite 600,	20-33516	47-1928641
		Houston, TX 77056		

2. All other names used in the last 8 years: See Rider 1.

3. Address: See chart above.

4. Debtors' attorneys:

George A. Davis Keith A. Simon David A. Hammerman Annemarie V. Reilly Hugh K. Murtagh

LATHAM & WATKINS LLP

885 Third Avenue New York, NY 10022 Telephone: (212) 906-1200 Facsimile: (212) 751-4864 Email: george.davis@lw.com

keith.simon@lw.com david.hammerman@lw.com annemarie.reilly@lw.com hugh.murtagh@lw.com

- and -

Timothy A. ("Tad") Davidson II Ashley L. Harper **HUNTON ANDREWS KURTH LLP** 600 Travis Street, Suite 4200 Houston, Texas 77002 Telephone: (713) 220-4200 Facsimile: (713) 220-4285

Email: taddavidson@huntonak.com

ashleyharper@huntonak.com

Debtors' notice and claims agent (for court documents and case information inquiries):

If by First-Class Mail or by Hand Delivery or Overnight Mail:

Hi-Crush Claims Processing Center c/o KCC

222 N. Pacific Coast Highway, Suite 300

El Segundo, CA 90245

Telephone: (866) 554-5810 (Domestic)

(781) 575-2032 (International)

Case website: www.kccllc.net/hicrush

5. Bankruptcy clerk's office

Documents in this case may be filed at this address.

You may inspect all records filed in this case at this office or online at www.pacer.gov.

Location:

Bob Casey United States Courthouse 515 Rusk Avenue

Houston, TX 77002

Correspondence:

David J. Bradley Clerk of Court P. O. Box 61010 Houston, TX 77208

Hours Open:

8:00 a.m. - 5:00 p.m. (Central) Monday – Friday

Contact Phone:

713-250-5500

6. Meeting of creditors

The debtor's representative must attend the meeting to be questioned under oath.

Creditors may attend, but are not required to do so.

August 18, 2020

at 11:00 a.m. (Prevailing Central Time)

The meeting may be continued or adjourned to a later date. If so, the date will be on the court docket.

Location:

The meeting of creditors will take place telephonically.

Dial In: 1-866-707-5468 Participant Code: 6166997#

7. Proof of claim deadline

Deadline for filing proof of claim:

August 16, 2020, at 5:00 p.m. (Prevailing Central Time)

A proof of claim is a signed statement describing a creditor's claim. A proof of claim form may be obtained at www.uscourts.gov or any bankruptcy clerk's office.

Your claim will be allowed in the amount scheduled unless:

- your claim is designated as disputed, contingent, or unliquidated;
- you file a proof of claim in a different amount; or
- you receive another notice.

If your claim is not scheduled or if your claim is designated as disputed, contingent, or unliquidated, you must file a proof of claim or you might not be paid on your claim and you might be unable to vote on a plan. You may file a proof of claim even if your claim is scheduled.

You may review the schedules at the bankruptcy clerk's office or online at www.pacer.gov.

Secured creditors retain rights in their collateral regardless of whether they file a proof of claim. Filing a proof of claim submits a creditor to the jurisdiction of the bankruptcy court, with consequences a lawyer can explain. For example, a secured creditor who files a proof of claim may surrender important nonmonetary rights, including the right to a jury trial.

8. Exception to discharge deadline

The bankruptcy clerk's office must receive a complaint and any required filing fee by the following deadline.

If § 523(c) applies to your claim and you seek to have it excepted from discharge, you must start a judicial proceeding by filing a complaint by the deadline stated below.

Deadline for filing the complaint:

October 17, 2020.

9. Creditors with a foreign address

If you are a creditor receiving notice mailed to a foreign address, you may file a motion asking the court to extend the deadlines in this notice. Consult an attorney familiar with United States bankruptcy law if you have any questions about your rights in this case.

10. Filing a Chapter 11 bankruptcy case

Chapter 11 allows debtors to reorganize or liquidate according to a plan. A plan is not effective unless the court confirms it. You may receive a copy of the plan and a disclosure statement telling you about the plan, and you may have the opportunity to vote on the plan. You will receive notice of the date of the confirmation hearing, and you may object to confirmation of the plan and attend the confirmation hearing. Unless a trustee is serving, the debtor will remain in possession of the property and may continue to operate its business.

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11. Discharge of debts

Confirmation of a chapter 11 plan may result in a discharge of debts, which may include all or part of your debt. See 11 U.S.C. § 1141(d). A discharge means that creditors may never try to collect the debt from the debtor except as provided in the plan. If you want to have a particular debt owed to you excepted from the discharge and § 523(c) applies to your claim, you must start a judicial proceeding by filing a complaint and paying the filing fee in the bankruptcy clerk's office by the deadline.

Rider 1
Other Names Used in the Last 8 Years

Current Entity Name	Former Names (if any)
Hi-Crush Inc.	Hi-Crush Augusta Acquisition Co. LLC Hi-Crush Finance Corp. Hi-Crush Partners LP
OnCore Processing LLC	West Texas Golden Spike
Hi-Crush Augusta LLC	-
Hi-Crush Whitehall LLC	-
PDQ Properties LLC	-
Hi-Crush Wyeville Operating LLC	Hi-Crush Operating LLC Hi-Crush Chambers LLC Hi-Crush Railroad LLC Hi-Crush Wyeville, LLC
D & I Silica, LLC	-
Hi-Crush Blair LLC	-
Hi-Crush LMS LLC	Pronghorn Energy Services
Hi-Crush Investments Inc.	-
Hi-Crush Permian Sand LLC	-
Hi-Crush Proppants LLC	Hi-Crush Rupert LLC Hi-Crush GP LLC
Hi-Crush PODS LLC	Proppant Logistics LLC
Hi-Crush Canada Inc.	-
Hi-Crush Holdings LLC	Hi-Crush Buffalo County LLC Hi-Crush Tomah LLC
Hi-Crush Services LLC	-
BulkTracer Holdings LLC	BulkTracer LLC
Pronghorn Logistics Holdings, LLC	-
FB Industries USA Inc.	NexStage Equipment
PropDispatch LLC	-
Pronghorn Logistics, LLC	-
FB Logistics, LLC	-

Exhibit B

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Creditor Matrix Served via First Class Mail

CreditorName	Address	City	State	Zip
Davis, Samuel	Address on File			
Railpros Field Services, Inc.	1320 Greenway Dr Ste 490	Irving	TX	75038-2690
Villatoro, Carlos	Address on File			

Exhibit C

IN THE UNITED STATES BANKRUPTCY COURT FOR THE SOUTHERN DISTRICT OF TEXAS HOUSTON DIVISION

:	
:	ter 11
Debtors. : (Joint	No. 20-33496 (DRJ)
	ly Administered)
: x	

NOTICE OF DISCLOSURE STATEMENT HEARING

TO: ALL HOLDERS OF CLAIMS AGAINST, AND HOLDERS OF EQUITY INTERESTS IN, HI-CRUSH INC. AND ITS AFFILIATED DEBTORS AND DEBTORS IN POSSESSION AND ALL OTHER PARTIES IN INTEREST IN THE ABOVE-CAPTIONED CHAPTER 11 CASES.

PLEASE TAKE NOTICE THAT on July 12, 2020 (the "<u>Petition Date</u>"), Hi-Crush Inc. and its affiliated debtors, as debtors and debtors in possession (collectively, the "<u>Debtors</u>"), each commenced a case under chapter 11 of title 11 of the United States Code (the "<u>Bankruptcy Code</u>") in the United States Bankruptcy Court for the Southern District of Texas (the "<u>Bankruptcy Court</u>").

PLEASE TAKE FURTHER NOTICE THAT on July 27, 2020, the Debtors filed their (i) Joint Plan of Reorganization for Hi-Crush Inc. and its Affiliate Debtors Under Chapter 11 of the Bankruptcy Code [Docket No. 174] (as may be amended, modified or supplemented from time to time, the "Plan"), (ii) Disclosure Statement for the Joint Plan of Reorganization for Hi-Crush Inc. and its Affiliate Debtors Under Chapter 11 of the Bankruptcy Code [Docket No. 175] (as may be amended, modified or supplemented from time to time, the "Disclosure Statement"), and (iii) Emergency Motion for Entry of an Order (I) Approving Adequacy of Disclosure Statement, (II) Scheduling Hearing on Confirmation of Plan, (III) Establishing Deadline to Object to Plan and Form of Notice Thereof, (IV) Approving (A) Solicitation Procedures, (B) Forms of Ballots and Notices of Non-Voting and Limited Voting Status, and (C)

The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number, are: Hi-Crush Inc. (0530), OnCore Processing LLC (9403), Hi-Crush Augusta LLC (0668), Hi-Crush Whitehall LLC (5562), PDQ Properties LLC (9169), Hi-Crush Wyeville Operating LLC (5797), D & I Silica, LLC (9957), Hi-Crush Blair LLC (7094), Hi-Crush LMS LLC, Hi-Crush Investments Inc. (6547), Hi-Crush Permian Sand LLC, Hi-Crush Proppants LLC (0770), Hi-Crush PODS LLC, Hi-Crush Canada Inc. (9195), Hi-Crush Holdings LLC, Hi-Crush Services LLC (6206), BulkTracer Holdings LLC (4085), Pronghorn Logistics Holdings, LLC (5223), FB Industries USA Inc. (8208), PropDispatch LLC, Pronghorn Logistics, LLC (4547), and FB Logistics, LLC (8641). The Debtors' address is 1330 Post Oak Blvd, Suite 600, Houston, Texas 77056.

Capitalized terms used but not otherwise defined herein will have the meanings set forth in the Plan.

Rights Offering Materials, (V) Approving Procedures for Assumption of Contracts and Leases and Form and Manner of Cure Notice, and (VI) Granting Related Relief [Docket No. 176] (the "Disclosure Statement Motion").

PLEASE TAKE FURTHER NOTICE THAT a hearing (the "<u>Disclosure Statement Hearing</u>") is scheduled for August 14, 2020 at 11:00 a.m. (Prevailing Central Time) to approve the adequacy of the Disclosure Statement and certain related relief. The Disclosure Statement Hearing will take place in Courtroom 400, 4th Floor, 515 Rusk Street, Houston, TX 77002 or via videoconference, if necessary.³ The Disclosure Statement Hearing may be continued from time to time by the Bankruptcy Court or the Debtors without further notice other than by such adjournment being announced in open court or by a notice of adjournment filed with the Bankruptcy Court and served on such parties as the Bankruptcy Court may order.

PLEASE TAKE FURTHER NOTICE THAT if you would like to obtain a copy of the Disclosure Statement, the Plan or related documents, you should contact Kurtzman Carson Consultants LLC, the voting and claims agent retained by the Debtors in these Chapter 11 Cases, by: (i) calling the Debtors' restructuring hotline at 866-554-5810 (US and Canada) or 781-575-2032 (international); (ii) visiting the Debtors' restructuring website at: http://www.kccllc.net/hicrush; and/or (iii) writing to Hi-Crush Claims Processing Center, c/o Kurtzman Carson Consultants LLC, 222 N. Pacific Coast Highway, Suite 300, El Segundo, CA 90245. You may also obtain copies of any pleadings filed in these Chapter 11 Cases for a fee via PACER at: http://www.deb.uscourts.gov or free of charge at http://www.kccllc.net/hicrush.

PLEASE TAKE FURTHER NOTICE THAT objections, if any, to the adequacy of the Disclosure Statement or the relief sought in connection therewith must: (i) be in writing; (ii) conform to the Bankruptcy Rules and the Bankruptcy Local Rules; (iii) state the name and address of the objecting party and the amount and nature of the Claim or Equity Interest held by such Entity; (iv) state with particularity the basis and nature of any objection; and (v) be filed, contemporaneously with a proof of service, with the Bankruptcy Court and served on each of the following parties (the "Notice Parties") so that it is actually received by no later than 12:00 p.m. (Prevailing Central Time) on August 13, 2020 (the "Disclosure Statement Objection Deadline").

Notice Parties. The Notice Parties include:

• Counsel to the Debtors: Latham & Watkins LLP, 885 Third Avenue, New York, NY 10022 (Attn: Keith A. Simon, Esq. and Annemarie V. Reilly, Esq.) (keith.simon@lw.com

If the hearing occurs over videoconference the Court will utilize GoToMeeting for the hearing. You should download the free GoToMeeting application on each device that will be used to connect to the hearing. If you choose to connect via a web browser, available literature suggests that Chrome is the preferred browser. Please note that connecting through a browser may limit the availability of some GoToMeeting features. To connect to the hearing, you should enter the meeting code "JudgeJones". You can also connect using the link on Judge Jones' homepage on the Southern District of Texas website. Once connected to GoToMeeting, click the settings icon in the upper right corner and enter your name under the personal information setting. In either event, audio for the Disclosure Statement Hearing will be available by using the Court's regular dial-in number. The dial-in number is +1 (832) 917-1510. You will be responsible for your own long-distance charges. You will be asked to key in the conference room number. Judge Jones' conference room number is 205691.

and annemarie.reilly@lw.com) and Hunton Andrews Kurth LLP, 600 Travis Street, Suite 4200, Houston, TX (Attn: Timothy A. Davidson II, Esq. and Ashley L. Harper, Esq.) (TadDavidson@HuntonAK.com and AshleyHarper@HuntonAK.com);

- Counsel to the DIP ABL Agent: Simpson, Thacher & Bartlett LLP, 425 Lexington Avenue, New York, NY 10017 (Attn: Elisha Graff, Esq. and Daniel L. Biller, Esq.) (egraff@stblaw.com and dbiller@stblaw.com);
- Counsel to the Ad Hoc Noteholders Committee: Paul, Weiss, Rifkind, Wharton & Garrison, LLP, 1285 Avenue of the Americas, New York, NY 10019 (Attn: Brian S. Hermann, Esq. and Elizabeth R. McColm, Esq.) (bhermann@paulweiss.com and emccolm@paulweiss.com) and Porter Hedges LLP, 1000 Main St., 36th Floor, Houston, TX 77002 (Attn: John F. Higgins, Esq.) (JHiggins@porterhedges.com);
- Counsel to any statutory committee appointed in these Chapter 11 Cases; and
- the Office of the United States Trustee for the Southern District of Texas, 515 Rusk Street, Suite 3516, Houston, TX 77002 (Attn: Stephen Statham, Esq. and Hector Duran, Esq.) (stephen.statham@usdoj.gov and hector.duranjr@usdoj.gov).

PLEASE TAKE FURTHER NOTICE THAT only those objections made in writing and timely filed and received by the Disclosure Statement Objection Deadline will be considered by the Bankruptcy Court during the Disclosure Statement Hearing. If no objections to the Disclosure Statement Motion are timely and properly filed and served in accordance with the procedures set forth herein, the Bankruptcy Court may enter an order granting the relief requested in the Disclosure Statement Motion without further notice.

Dated: July 27, 2020 Houston, Texas

HUNTON ANDREWS KURTH LLP	LATHAM & WATKINS LLP		
Timothy A. ("Tad") Davidson II	George A. Davis		
Ashley L. Harper	Keith A. Simon		
600 Travis Street, Suite 4200	David A. Hammerman		
Houston, Texas 77002	Annemarie V. Reilly		
Telephone: (713) 220-4200	Hugh K. Murtagh		
Facsimile: (713) 220-4285	885 Third Avenue		
	New York, New York 10022		
	Telephone: (212) 906-1200		
	Facsimile: (212) 751-4864		
Proposed Counsel for the Debtors and Debtors-in-Possession			

THIS NOTICE IS BEING SENT TO YOU FOR INFORMATIONAL PURPOSES ONLY. IF YOU HAVE QUESTIONS WITH RESPECT TO YOUR RIGHTS UNDER THE PLAN OR ABOUT ANYTHING STATED HEREIN OR IF YOU WOULD LIKE TO OBTAIN ADDITIONAL INFORMATION, PLEASE CONTACT THE VOTING AND CLAIMS AGENT AT THE NUMBER OR ADDRESS SPECIFIED ABOVE. PLEASE NOTE THAT THE VOTING AND CLAIMS AGENT CANNOT PROVIDE LEGAL ADVICE.

Exhibit D

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Creditor Matrix Served via First Class Mail

CreditorName	Address	City	State	Zip
Balogun, Seyi MacBeth		Address on File		
Carr, Jeffrey D		Address on File		
Schlomkas Vac Truck Service Inc	11496 Courthouse Blvd	Inver Grove	MN	55077-5908