

Stephen M. Pezanosky
State Bar No. 15881850
Matthew T. Ferris
State Bar No. 24045870
David L. Staab
State Bar No. 24093194
HAYNES AND BOONE, LLP
301 Commerce Street, Suite 2600
Fort Worth, TX 76102
Telephone: 817.347.6600
Facsimile: 817.347.6650
Email: stephen.pezanosky@haynesboone.com
Email: matt.ferris@haynesboone.com
Email: david.staab@haynesboone.com

ATTORNEYS FOR DEBTORS

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
FORT WORTH DIVISION**

In re: § Chapter 11
§
Vista Proppants and Logistics, LLC, et al.,¹ § Case No. 20-42002-ELM-11
§
Debtors. § Jointly Administered

**AMENDED AGENDA
OF MATTERS SCHEDULED FOR HEARING
ON AUGUST 17, 2020**

Matters Set for August 17, 2020 at 1:30 p.m.

UNCONTESTED MATTERS

A. FIRST OMNIBUS RAILCAR REJECTION MOTION

Debtors’ First Omnibus Motion for Entry of an Order Authorizing the Debtors to (I) Reject Certain Unexpired Railcar Leases Pursuant to Section 365 of the Bankruptcy Code and Bankruptcy Rule 6006 as of the Petition Date and (II) Abandon any Remaining Personal Property in Connection Therewith [Docket No. 22]

¹ The Debtors in these Chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, include: Vista Proppants and Logistics, LLC (7817) (“Vista”); VPROP Operating, LLC (0269) (“VPROP”); Lonestar Prospects Management, L.L.C. (8451) (“Lonestar Management”); MAALT Specialized Bulk, LLC (2001) (“MAALT Bulk”); Denetz Logistics, LLC (8177) (“Denetz”); Lonestar Prospects, Ltd. (4483) (“Lonestar Prospects”); and MAALT, LP (5198) (“MAALT”). The location of the Debtors’ service address is 4413 Carey Street, Fort Worth, TX 76119-4219.



Response Deadline: June 30, 2020 at 5:00 p.m. Central Time

Status: Status conference, unless agreed order is submitted in advance of the hearing, in which case the parties will request that the Court enter the agreed order. The parties are working to finalize the few remaining open items in connection with the proposed order.

Related Matters:

1. Stipulated Extension of Deadline for Trinity Industries Leasing Co. to File Response to (A) Debtors' Sixth Omnibus Motion to Reject Certain Executory Contracts and Unexpired Leases Pursuant to Section 365 of the Bankruptcy Code and Bankruptcy Rule 6006 as of the Petition Date, and (B) Debtors' First Omnibus Motion for Entry of an Order Authorizing the Debtors to (I) Reject Certain Unexpired Railcar Leases Pursuant to Section 365 of the Bankruptcy Code and Bankruptcy Rule 6006 as of the Petition Date and (II) Abandon any Remaining Personal Property in Connection Therewith [Docket No. 135]
2. Limited Objection of The Andersons, Inc. to the Debtors' First Omnibus Motion for Entry of an Order Authorizing the Debtors to (I) Reject Certain Unexpired Railcar Leases Pursuant to Section 365 of the Bankruptcy Code and Bankruptcy Rule 6006 as of the Petition Date and (II) Abandon any Remaining Personal Property in Connection Therewith [Docket No. 140]
3. Limited Objection and Reservation of Rights of the Official Committee of Unsecured Creditors to Debtors' Motions to Reject Certain Executory Contracts and Unexpired Leases [Docket No. 144]
4. Notice of Hearing [Docket No. 156]
5. Second Stipulated Extension of Deadline for Trinity Industries Leasing Co. to File Response to (A) Debtors' Sixth Omnibus Motion to Reject Certain Executory Contracts and Unexpired Leases Pursuant to Section 365 of the Bankruptcy Code and Bankruptcy Rule 6006 as of the Petition Date and (B) Debtors' First Omnibus Motion for Entry of an Order Authorizing the Debtors to (I) Reject Certain Unexpired Railcar Leases Pursuant to Section 365 of the Bankruptcy Code and Bankruptcy Rule 6006 as of the Petition Date and (II) Abandon any Remaining Personal Property in Connection Therewith [Docket No. 203]
6. Trinity Industries Leasing Companies' Omnibus Objection to Debtors' (A) Sixth Omnibus Motion to Reject Certain Executory Contracts and Unexpired Leases Pursuant to Section 365 of the Bankruptcy Code and Bankruptcy Rule 6006 as of the Petition Date; and (B) First Omnibus Motion for Entry of an Order Authorizing the Debtors to (I) Reject Certain Unexpired Railcar Leases Pursuant to Section 365 of the Bankruptcy Code and Bankruptcy Rule 6006 as of the Petition Date and (II) Abandon any Remaining Personal Property in Connection Therewith [Docket No. 226]
7. Declaration of Gary Barton in Support of the Debtors' Rejection Motions and the Debtors' Emergency Motion Pursuant to 11 U.S.C. § 363 for Approval of and

Authority to Perform Under Agreement Regarding Sale of Finished Sand Inventory [Docket No. 252]

8. Notice of Continued Hearing on Disclosure Statement Approval and Railcar Rejection Motions [Docket No. 371]
9. The Official Committee of Unsecured Creditors' Witness and Exhibit List for August 17, 2020 Hearing [Docket No. 387]
10. Debtors' Witness and Exhibit List for August 17, 2020 Hearing [Docket No. 390]

CONTESTED MATTERS

B. MOTION TO APPROVE DISCLOSURE STATEMENT

Debtors' Motion for Entry of an Order (I) Approving the Disclosure Statement, (II) Fixing a Record Date, (III) Approving Cure Procedures, (IV) Approving Solicitation Procedures, (V) Approving Form of Ballot and Establishing Voting Procedures, and (VI) Establishing Notice and Objection Procedures with Respect to Confirmation of the Debtors' Chapter 11 Plan of Reorganization [Docket No. 171]

Response Deadline: August 5, 2020 at 4:00 p.m. Central Time

Status: Going forward. The Debtors are continuing to engage with the Committee and are working to narrow the list of open items with respect to the Committee's objections to the Disclosure Statement.

Related Matters:

1. Disclosure Statement in Support of the Joint Plan of Reorganization of Vista Proppants and Logistics, LLC, *et al.*, Pursuant to Chapter 11 of the Bankruptcy Code [Docket No. 159]
2. Notice of Hearing [Docket No. 172]
3. Objection of the Official Committee of Unsecured Creditors to Debtors' Motion for Entry of an Order (I) Approving the Disclosure Statement, (II) Fixing a Record Date, (III) Approving Cure Procedures, (IV) Approving Solicitation Procedures, (V) Approving Form of Ballot and Establishing Voting Procedures, and (VI) Establishing Notice and Objection Procedures with Respect to Confirmation of the Debtors' Chapter 11 Plan of Reorganization [Docket No. 343]
4. Notice of Continued Hearing on Disclosure Statement Approval and Railcar Rejection Motions [Docket No. 371]
5. First Amended Disclosure Statement in Support of the First Amended Joint Plan of Reorganization of Vista Proppants and Logistics, LLC, *et al.*, Pursuant to Chapter 11 of the Bankruptcy Code [Docket No. 382]

6. Notice of Filing of Redline Versions of (I) First Amended Joint Plan of Reorganization of Vista Proppants and Logistics, LLC, *et al.*, Pursuant to Chapter 11 of the Bankruptcy Code and (II) First Amended Disclosure Statement in Support of the First Amended Joint Plan of Reorganization of Vista Proppants and Logistics, LLC, *et al.*, Pursuant to Chapter 11 of the Bankruptcy Code [Docket No. 383]
7. The Official Committee of Unsecured Creditors' Witness and Exhibit List for August 17, 2020 Hearing [Docket No. 387]
8. Debtors' Witness and Exhibit List for August 17, 2020 Hearing [Docket No. 390]
9. Supplemental Objection of the Official Committee of Unsecured Creditors to Debtors' Motion for Entry of an Order (I) Approving the Disclosure Statement, (II) Fixing a Record Date, (III) Approving Cure Procedures, (IV) Approving Solicitation Procedures, (V) Approving Form of Ballot and Establishing Voting Procedures, and (VI) Establishing Notice and Objection Procedures with Respect to Confirmation of the Debtors' Chapter 11 Plan of Reorganization [Docket No. 391]

RESPECTFULLY SUBMITTED this 17th day of August, 2020.

HAYNES AND BOONE, LLP

By: /s/ Stephen M. Pezanosky

Stephen M. Pezanosky

State Bar No. 15881850

Matthew T. Ferris

State Bar No. 24045870

David L. Staab

State Bar No. 24093194

301 Commerce Street, Suite 2600

Fort Worth, TX 76102

Telephone: 817.347.6600

Facsimile: 817.347.6650

Email: stephen.pezanosky@haynesboone.com

Email: matt.ferris@haynesboone.com

Email: david.staab@haynesboone.com

ATTORNEYS FOR DEBTORS