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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

NOTICE OF FILING OF PLAN SUPPLEMENTS

PLEASE TAKE NOTICE that pursuant to the terms of *the Third Amended Joint Plan of Reorganization of Vista Proppants and Logistics, LLC, et al., Pursuant to Chapter 11 of the Bankruptcy Code* [Docket No. 518] (the “Plan”),² the following documents are attached hereto:

- Exhibit 1 – Updated Governance Documents;
- Exhibit 2 – Identities of the officers of the Reorganized Debtors;
- Exhibit 3 – Identities and affiliations of the members of the New Parent Board;

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

² Capitalized terms not defined herein shall have the meaning ascribed to them in the Plan.



- Exhibit 4 – Exit Facility Documents;
- Exhibit 5 – Schedule of Assumed Contracts and Leases;
- Exhibit 6 – Schedule of Retained Causes of Action;
- Exhibit 7 – Schedule of Litigation Trust Causes of Action;
- Exhibit 8 – Litigation Trust Agreement;
- Exhibit 9 – Litigation Trust Loan Documents; and
- Exhibit 10 – Identity of Litigation Trustee

DATED this 19th day of September, 2020.

HAYNES AND BOONE, LLP

By: /s/ David L. Staab

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ATTORNEYS FOR DEBTORS

Exhibit 1

Updated Governance Documents

Reserved.³

³ The Debtors, the Committee, and the Term Loan Secured Parties are in process of finalizing the form of the Updated Governance Documents, which the Debtors anticipate filing in an amended Plan Supplement no later than September 21, 2020.

Exhibit 2

Identities of the Officers of the Reorganized Debtors

Reserved.⁴

⁴ The identities of the officers of the Reorganized Debtors will be disclosed on or before the date of the Confirmation Hearing, to the extent known at such time.

Exhibit 3

Identities and Affiliations of the Members of the New Parent Board

Reserved.⁵

⁵ The identities and affiliations of the New Parent Board will be disclosed on or before the date of the Confirmation Hearing, to the extent known at such time.

Exhibit 4

Exit Facility Documents

Reserved.⁶

⁶ The Debtors, the Committee, the Exit Agent, and the Exit Lenders are in process of finalizing the form of the Exit Facility Documents, which the Debtors anticipate filing in an amended Plan Supplement no later than September 21, 2020.

Exhibit 5

Schedule of Assumed Contracts and Leases

Vista Proppants and Logistics
Schedule of Assumed Contracts and Leases

#	Counterparty Name	Counterparty Address	Debtor Counterparty	Contract Description (Contracts include any and all amendments if not separately listed)	Effective Date	Contract Status
1	Apache Corp.	PO BOX 27709 Houston, TX 77227-7709	Lonestar Prospects, Ltd.	Sand Purchase Agreement	2/1/2017	N/A
2	Apache Corp.	PO BOX 27709 Houston, TX 77227-7709	Lonestar Prospects, Ltd.	Sand Purchase Agreement	11/15/2017	N/A
3	Apache Corp.	PO BOX 27709 Houston, TX 77227-7709	Lonestar Prospects, Ltd.	Sand Purchase Agreement	2/25/2019	N/A
4	AT&T Corp.	208 S. Akard St. Ste 110 Dallas, TX 75202	Maalt Specialized Bulk, LLC	Service Agreement	5/9/2018	N/A
5	Birch Operations, Inc.	2918 N. County Road 1140 Midland, TX 79705	Lonestar Prospects, Ltd.	Service Agreement	7/1/2019	N/A
6	Castlerock Operating, LLC	111 Tower Drive San Antonio, TX 78232	Lonestar Prospects, Ltd.	Master Service Agreement	9/1/2019	N/A
7	Caterpillar Financial Services Corp.	2120 West End Ave Nashville, TN 37203	Lonestar Prospects, Ltd.	Freightliner M916A3; VIN - 1FULATCG08PZ72813; Contract # - 001-0027398-004; Agreement # - N/A	6/8/2018	N/A
8	Caterpillar Financial Services Corp.	2120 West End Ave Nashville, TN 37203	Lonestar Prospects, Ltd.	Caterpillar D6T Tractor; VIN - HTZ00706; Contract # - 001-0872445-000; Agreement # - 3157164	7/31/2017	N/A
9	Caterpillar Financial Services Corp.	2120 West End Ave Nashville, TN 37203	Lonestar Prospects, Ltd.	TL1255D Caterpillar Telehandler; VIN - ML701441; Contract # - 001-0943873-000; Agreement # - 3560414	10/30/2018	N/A
10	Caterpillar Financial Services Corp.	2120 West End Ave Nashville, TN 37203	Lonestar Prospects, Ltd.	980M Caterpillar Wheel Loader; VIN - XDJ01007; Contract # - 001-1026735-000; Agreement # - 3808532	3/1/2020	N/A
11	Caterpillar Financial Services Corp.	2120 West End Ave Nashville, TN 37203	Lonestar Prospects, Ltd.	Caterpillar 745-04 Articulated Truck; VIN - 3T602054; Contract # - 001-0998248-000; Agreement # - 3740867	10/26/2019	N/A
12	Caterpillar Financial Services Corp.	2120 West End Ave Nashville, TN 37203	Lonestar Prospects, Ltd.	Caterpillar 745-04 Articulated Truck; VIN - 3T602055; Contract # - 001-0998248-001; Agreement # - 3740867	10/26/2019	N/A
13	Caterpillar Financial Services Corp.	2120 West End Ave Nashville, TN 37203	Lonestar Prospects, Ltd.	Caterpillar 745-04 Articulated Truck; VIN - 3T602062; Contract # - 001-0998248-002; Agreement # - 3740867	10/26/2019	N/A
14	Caterpillar Financial Services Corp.	2120 West End Ave Nashville, TN 37203	Lonestar Prospects, Ltd.	Caterpillar 986k Wheel Loader; VIN - SWH00315; Contract # - 001-1030734-000; Agreement # - 3830403	2/20/2020	N/A
15	Caterpillar Financial Services Corp.	2120 West End Ave Nashville, TN 37203	Lonestar Prospects, Ltd.	Caterpillar 980M Wheel Loader; VIN - XDJ01156; Contract # - 001-1030766-000; Agreement # - 3832876	2/28/2020	N/A
16	Cudd Pumping Services, Inc.	5610 Old Bullard Rd Tyler, TX 75703	Lonestar Prospects, Ltd.	Master Purchase Agreement	7/17/2018	N/A
17	DDC Ranch Consulting, LLC	101 S Betty Ave Monahans, TX 79756	Lonestar Prospects, Ltd.	Lease Agreement	5/1/2017	Contract in the process of being amended/replaced
18	El Paso Natural Gas Company, LLC	1001 Louisiana Street Houston, TX 77002	Lonestar Prospects, Ltd.	Interconnect Agreement	6/12/2017	N/A
19	EOG Resources, Inc.	421 West 3rd Street Fort Worth, TX 76102	Lonestar Prospects, Ltd.	Sand Supply Agreement	1/1/2017	N/A
20	EOG Resources, Inc.	421 West 3rd Street Fort Worth, TX 76102	Lonestar Prospects, Ltd.	Sand Supply Agreement	1/1/2018	N/A
21	EOG Resources, Inc.	421 West 3rd Street Fort Worth, TX 76102	Lonestar Prospects, Ltd.	Purchase Agreement	6/24/2013	N/A
22	EOG Resources, Inc.	421 West 3rd Street Suite 150 Fort Worth, TX 76102	Lonestar Prospects, Ltd.	Purchase Agreement	2/13/2017	N/A
23	Fort Worth & Western Railroad Co.	6300 Ridgelea Place Fort Worth, TX 76116	Lonestar Prospects, Ltd.	Demurrage Agreement	9/1/2012	N/A
24	Fort Worth & Western Railroad Co.	6300 Ridgelea Place Fort Worth, TX 76116	Lonestar Prospects, Ltd.	Demurrage Agreement	2/1/2017	N/A
25	GBH Properties LLC	3821 Collinwood Fort Worth, TX 76107	Maalt Specialized Bulk, LLC	Commercial Lease Agreement Fort Worth Corporate Office	5/1/2016	Contract in the process of being amended/replaced
26	GHMR Operations, LLC	3821 Collinwood Fort Worth, TX 76107	Maalt Specialized Bulk, LLC	Lease Agreement	5/1/2016	Contract in the process of being amended/replaced
27	GHMR Operations, LLC	1311 Ranchers Legacy Trail Fort Worth, TX 76126	Lonestar Prospects, Ltd.	Lease Agreement – Tolar Appx. 869 acres Hood County, Texas	12/1/2014	Contract in the process of being amended/replaced
28	GHMR Operations, LLC	1311 Ranchers Legacy Trail Fort Worth, TX 76126	Lonestar Prospects, Ltd.	First Amendment to Lease Agreement - Tolar	3/1/2017	Contract in the process of being amended/replaced
29	GHMR Operations, LLC	1311 Ranchers Legacy Trail Fort Worth, TX 76126	Maalt, LP	Lease Agreement [Transloading & Storage Facility] Dilley, Texas	5/1/2016	Contract in the process of being amended/replaced
30	GHMR Operations, LLC	1311 Ranchers Legacy Trail Fort Worth, TX 76126	Maalt Specialized Bulk, LLC	Lease Agreement	12/1/2018	Contract in the process of being amended/replaced

Vista Proppants and Logistics
Schedule of Assumed Contracts and Leases

#	Counterparty Name	Counterparty Address	Debtor Counterparty	Contract Description (Contracts include any and all amendments if not separately listed)	Effective Date	Contract Status
31	GHMR Operations, LLC	421 West 3Rd Street Suite 150 Fort Worth, TX 76102	Maalt, LP	Assignment and Assumption Agreement	4/19/2017	N/A
32	Hogg Ranch, LLC	101 S Betty Ave Monahans, TX 79756	Lonestar Prospects, Ltd.	Lease Agreement	4/28/2017	Contract in the process of being amended/replaced
33	Hogg Ranch, LLC	101 S Betty Ave Monahans, TX 79756	Lonestar Prospects, Ltd.	Lease Agreement	4/28/2017	Contract in the process of being amended/replaced
34	Hogg Ranch, LLC	101 S Betty Ave Monahans, TX 79756	Lonestar Prospects, Ltd.	Lease Agreement	1/31/2018	Contract in the process of being amended/replaced
35	Holt Texas, Ltd.	549 Jim Wright Freeway North Fort Worth, TX 76108	Lonestar Prospects, Ltd.	Caterpillar 980M Wheel Loader; VIN - HPD00832; Contract # - 001-0977626-000; Agreement # - 3832876	10/31/2016	N/A
36	John Goodlett	129 Trinity Bluffs Road Aledo, TX 76008	Lonestar Prospects, Ltd.	Royalty Agreement	3/16/2015	Contract in the process of being amended/replaced
37	Keane Frac, LP	11200 Westheimer Rd #777 Houston, TX 77042	Lonestar Prospects, Ltd.	Sand Purchase Agreement	8/1/2016	N/A
38	Keane Frac, LP	11200 Westheimer Rd #777 Houston, TX 77042	Lonestar Prospects, Ltd.	Sand Purchase Agreement	5/1/2018	N/A
39	Keane Frac, LP	11200 Westheimer Rd #777 Houston, TX 77042	Lonestar Prospects, Ltd.	Sand Purchase Agreement	9/17/2018	N/A
40	Keane Frac, LP	11200 Westheimer Rd #777 Houston, TX 77042	Lonestar Prospects, Ltd.	Sand Purchase Agreement	1/31/2019	N/A
41	Kestra Advisory Services, LLC	3221 Collinsworth Street Fort Worth, TX 76107	Maalt, LP; Vista Proppants and Logis	Insurance Agreement	10/1/2018	N/A
42	Lonestar Prop 50, LLC	1500 N.W. Loop 567 Granbury, TX 76048	Lonestar Prospects, Ltd.	Lease / Mining Agreement	8/27/2015	Contract in the process of being amended/replaced
43	Lonestar Prop 50, LLC	1500 N.W. Loop 567 Granbury, TX 76048	Lonestar Prospects, Ltd.	Lease / Mining Agreement	10/18/2016	Contract in the process of being amended/replaced
44	Lonestar Prop 50, LLC	1500 N.W. Loop 567 Granbury, TX 76048	Lonestar Prospects, Ltd.	Lease / Mining Agreement	3/1/2019	Contract in the process of being amended/replaced
45	Lonestar Prop 50, LLC	1500 N.W. Loop 567 Granbury, TX 76048	Lonestar Prospects, Ltd.	Lease / Mining Agreement	3/1/2019	Contract in the process of being amended/replaced
46	Marabou Energy Management, LLC	450 Gears Road Suite 850 Houston, TX 77067	Lonestar Prospects, Ltd.	Natural Gas Purchase & Sale Agreement	5/1/2017	N/A
47	Marabou Energy Management, LLC	450 Gears Road Suite 850 Houston, TX 77067	Lonestar Prospects, Ltd.	Agency Agreement	6/1/2017	N/A
48	Marabou Superior Pipeline, LLC	450 Gears Road Ste 850 Houston, TX 77067	Lonestar Prospects, Ltd.	Construction Agreement	6/9/2014	N/A
49	Marabou Superior Pipeline, LLC	450 Gears Road Ste 850 Houston, TX 77067	Lonestar Prospects, Ltd.	Construction Agreement	3/31/2017	N/A
50	Marathon Oil EF LLC	PO Box 22165 Tulsa, OK 74121-2165	Lonestar Prospects, Ltd.	Master Service Agreement	1/1/2020	N/A
51	Marathon Oil EF LLC	PO Box 22165 Tulsa, OK 74121-2165	Lonestar Prospects, Ltd.	Master Service Agreement	4/1/2020	N/A
52	Priority Power Management, LLC	5012 Portico Way Midland, TX 79707	Lonestar Prospects, Ltd.	Service Agreement	8/1/2017	N/A
53	ProFrac Services, LLC	333 Shops Boulevard Willow Park, TX 76087	Lonestar Prospects, Ltd.	Master Purchase Agreement	11/27/2017	N/A
54	ProFrac Services, LLC	333 Shops Boulevard Willow Park, TX 76087	Lonestar Prospects, Ltd.	Master Purchase Agreement	6/10/2018	N/A
55	ProFrac Services, LLC	333 Shops Boulevard Willow Park, TX 76087	Lonestar Prospects, Ltd.	Master Purchase Agreement	6/10/2018	N/A
56	Pursuit Oil & Gas, LLC	840 Gessner Rd Houston, TX 77024	Lonestar Prospects, Ltd.	Master Service Agreement	8/14/2019	N/A
57	Sand Hill Land and Cattle, LLC	610 Fall Creek Hwy Granbury, TX 76049	Lonestar Prospects, Ltd.	Lease Agreement	4/14/2011	Contract in the process of being amended/replaced
58	Sand Hill Land and Cattle, LLC	610 Fall Creek Hwy Granbury, TX 76049	Lonestar Prospects, Ltd.	Lease Agreement	4/1/2012	Contract in the process of being amended/replaced
59	Sand Hill Land and Cattle, LLC	610 Fall Creek Hwy Granbury, TX 76049	Lonestar Prospects, Ltd.	Lease Agreement	1/1/2014	Contract in the process of being amended/replaced
60	Sand Hill Land and Cattle, LLC	610 Fall Creek Hwy Granbury, TX 76049	Lonestar Prospects, Ltd.	Lease Agreement	9/18/2014	Contract in the process of being amended/replaced

Vista Proppants and Logistics
Schedule of Assumed Contracts and Leases

#	Counterparty Name	Counterparty Address	Debtor Counterparty	Contract Description (Contracts include any and all amendments if not separately listed)	Effective Date	Contract Status
61	Sand Hill Land and Cattle, LLC	610 Fall Creek Hwy Granbury, TX 76049	Lonestar Prospects, Ltd.	Lease Agreement	11/4/2015	Contract in the process of being amended/replaced
62	Sand Hill Land and Cattle, LLC	610 Fall Creek Hwy Granbury, TX 76049	Lonestar Prospects, Ltd.	Lease Agreement	2/1/2019	Contract in the process of being amended/replaced
63	Sand Hill Land and Cattle, LLC	610 Fall Creek Hwy Granbury, TX 76049	Lonestar Prospects, Ltd.	Lease Agreement	3/1/2020	Contract in the process of being amended/replaced
64	Solaris Oilfield Site Service Operating, LLC	PO Box 208274 Dallas, TX 75320-8274	Lonestar Prospects, Ltd.	Storage Services Agreement	10/9/2019	N/A
65	Solaris Oilfield Technologies, LLC	9811 Katy Frwy Suite 900 Houston, TX 77024	Lonestar Prospects, Ltd.	Software Services Agreement	2/6/2018	N/A
66	TEP Barnett USA, LLC	301 Commerce St Fort Worth, TX 76102	Lonestar Prospects, Ltd.	Master Service Agreement	8/28/2019	N/A
67	Texas Pacifico Transportation, Ltd.	106 South Chadbourne St. San Angelo, TX 76903	Lonestar Prospects, Ltd.	Transportation Services Agreement	2/1/2017	N/A
68	Texas, Gonzales & Northern Railway Co.	5430 Lbj Fwy Ste 1020 Dallas, TX 75240	Maalt, LP	Unloading Track License Agreement	8/25/2017	N/A
69	TXU Energy	1717 Main Street 2000 Dallas, TX 75201	Lonestar Prospects, Ltd.	Natural Gas Purchase & Sale Agreement	8/31/2018	N/A
70	Union Pacific Railroad Company	8130 South Central Expressway Dallas, TX 75241	Lonestar Prospects, Ltd.	Amended Quote	1/1/2020	N/A
71	United Electric Cooperative Services	1200 Glen Rose Highway Stephenville, TX 76401	Lonestar Prospects, Ltd.	Service Agreement	6/13/2011	N/A
72	United Electric Cooperative Services	1200 Glen Rose Highway Stephenville, TX 76401	Lonestar Prospects, Ltd.	Service Agreement	8/10/2017	N/A
73	Venado Oil & Gas LLC	13301 Galleria Circle Austin, TX 78738	Lonestar Prospects, Ltd.	Master Service Agreement	8/24/2019	N/A
74	Worsham-Steed Gas Storage, LLC	1201 Louisiana Street Suite 700 Houston, TX 77001	Lonestar Prospects, Ltd.	Interconnect Agreement	5/23/2017	N/A
75	Worsham-Steed Gas Storage, LLC	1201 Louisiana Street Suite 700 Houston, TX 77001	Lonestar Prospects, Ltd.	Interconnect Agreement	5/31/2017	N/A
76	Worsham-Steed Gas Storage, LLC	1201 Louisiana Street Suite 700 Houston, TX 77001	Lonestar Prospects, Ltd.	Service Agreement	5/23/2017	N/A

Exhibit 6

Schedule of Retained Causes of Action

Schedule of Retained Causes of Action

Pursuant to Article IV.O of the *Third Amended Joint Plan of Reorganization of Vista Proppants and Logistics, LLC, et al., Pursuant to Chapter 11 of the Bankruptcy Code*, filed on September 14, 2020 (as may be further amended, the “Plan”),¹ and in accordance with section 1123(b)(3) of the Bankruptcy Code, the Reorganized Debtors shall retain and shall have the exclusive right, authority, and discretion to (without further order of the Bankruptcy Court) determine and to initiate, file, prosecute, enforce, abandon, settle, compromise, release, or withdraw, or litigate to judgment any and all Retained Causes of Action (excluding Non-Insider Trade Creditor Avoidance Actions) that the Debtors or the Estates may hold against any Entity, whether arising before or after the Petition Date.

Retained Causes of Action is defined in the Plan to include all Causes of Action that belong to the Debtors, but shall not include Litigation Trust Causes of Action, Causes of Action against Released Parties, or Non-Insider Trade Creditor Avoidance Actions. Unless a Retained Cause of Action is expressly waived, relinquished, released, compromised or settled in the Plan or any Final Order, the Debtors expressly reserve such Retained Cause of Action (including any counterclaims) for later adjudication by the Reorganized Debtors. Therefore, no preclusion doctrine, including the doctrines of res judicata, collateral, estoppel, issue preclusion, claim preclusion, waiver, estoppel (judicial, equitable or otherwise) or laches shall apply to such Retained Causes of Action (including counterclaims) on or after the Confirmation Date.

Notwithstanding the foregoing paragraphs, and without limiting the generality of Article IV.O of the Plan, the Retained Causes of Action include Causes of Action related to: (i) insurance policies; (ii) tax credits and refunds; (iii) litigation and possible litigation other than Litigation Trust Causes of Action; (iv) confidentiality agreements; (v) accounts receivable and accounts payable; (vi) contracts and leases; (vii) current or former employee matters; (viii) deposits, adequate assurance postings, and other collateral postings; (ix) vendor obligations; (x) intellectual property; (xi) customer obligations; and (xii) environmental matters. Further descriptions of these categories of Retained Causes of Action are described in more detail below.

1. Causes of Action Related to Insurance Policies

Unless otherwise released by the Plan, Retained Causes of Action shall include all Causes of Action based in whole or in part upon any and all insurance contracts and insurance policies to which any Debtor or Reorganized Debtor is a party or pursuant to which the Debtors or Reorganized Debtors have any rights whatsoever, including Causes of Action against insurance carriers, reinsurance carriers, insurance brokers, third party administrators, underwriters, or surety bond issuers relating to coverage, indemnity, contribution, reimbursement, or any other matter; *provided, however*, that Retained Causes of Action shall not include such Causes of Action that are Litigation Trust Causes of Action.

¹ Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Plan.

Retained Causes of Action shall include all Causes of Action related the Debtors' insurance policy No. MAF773031-18 from Axis Insurance Company in connection with claim number ATL15899 and the Debtors' rights under the *Release and Settlement Agreement* made and entered into by and between Vista Proppants and Logistics, LLC and Axis Insurance Company, which remains subject to Court approval as of the date hereof.

2. Causes of Action Related to Tax Credits and Refunds

Unless otherwise released by the Plan, Retained Causes of Action shall include all Causes of Action against or related to all taxing authorities that owe or that may in the future owe money to the Debtors or Reorganized Debtors. Furthermore, Retained Causes of Action shall include all Causes of Action against or related to all taxing authorities who assert or may assert that the Debtors or Reorganized Debtors owe money to them.

Such Retained Causes of Action include, but are not limited to, all Causes of Action arising from or related to that certain litigation styled *Lonestar Prospects, Ltd., d/b/a Vista Sand v. Hood County Appraisal District* bearing Cause No. C2018373 and Cause No. C2020350 in the District Court of Hood County, Texas, 355th Judicial District in connection with 2018, 2019, and 2020 property taxes.

3. Causes of Action Related to Litigation and Possible Litigation Other than Litigation Trust Causes of Action

Unless otherwise released by the Plan, Retained Causes of Action shall include all Causes of Action against or related to all Entities that are party to or that may in the future become party to litigation, arbitration, or any other type of adversarial proceeding or dispute resolution proceeding, whether formal or informal, judicial or non-judicial, regardless of whether such Entity is included on the schedule below; *provided, however*, that Retained Causes of Action shall not include such Causes of Action that are Litigation Trust Causes of Action.

The following schedule includes Entities, affiliates, subsidiaries and successors and assigns, that are party to or that the Debtors believe may become party to litigation, arbitration, or any other type of adversarial proceeding or dispute resolution proceeding, whether formal or informal, judicial or non-judicial. **No Entity may rely on its omission the schedule as any indication that the Debtors or the Reorganized Debtors will not pursue any and all available Causes of Action against them.**

COUNTER-PARTY NAME	ADDRESS	DESCRIPTION OF PROCEEDING
AMERICAN STRUCTURAL METALS, INC.	777 LEHMANN WAY SOMERSET, WI 54025	All claims and causes of action arising from or related to that certain litigation styled <i>American Structural Metals, Inc. v. GHMR Operations, LLC, Sandview, Ltd. f/k/a Vista Sand, Vista Proppants and Logistics, LLC</i> bearing Cause No. CJ-2020-16 in connection with alleged nonpayment of equipment.

ASPHALT EQUIPMENT COMPANY, INC. D/B/A ALMIX	15851 DALLAS PARKWAY, No. 650 FORT WAYNE, IN 46814	All claims and causes of action arising from or related to that certain litigation styled <i>Asphalt Equipment Company, Inc., d/b/a Almix v. Lonestar Prospects, Ltd., et al.</i> bearing Cause No. 1:19-cv-313 in connection with alleged nonpayment of equipment.
CHARLES DAVIS	5225 ORLEANS AVE. EL PASO, TX 79745	All claims and causes of action arising from or related to that certain EEOC discrimination action styled <i>Charles Davis v. Vista Proppants & Logistics</i> bearing Claim No. 453-2019-01389.
DAKOREY JOHNSON	306 ANDOVER DR. MESQUITE, TX 75149	All claims and causes of action arising from or related to that certain EEOC charge styled <i>Dakorey Johnson v. Vista Proppants and Logistics</i> bearing Claim No. 31C-2019-00950.
DARYL HARRY	2232 CONDOR ST. GRAND PRAIRIE, TX 75052	All claims and causes of action arising from or related to that certain EEOC charge styled <i>Daryl Harry v. Vista Proppants and Logistics</i> bearing Claim No. 450-2019-03921.
DONALD HAMILTON	108 HARRY DR NATCHITOCHEs, LC 71457	All claims and causes of action arising from or related to that certain EEOC charge styled <i>Donald Hamilton v. Vista Proppants and Logistics</i> bearing Claim No. 453-2019-01586.
DWIGHT E. SUTTON	5319 LAKE JESSAMINE DR. ORLANDO, FL 32839	All claims and causes of action arising from or related to that certain EEOC discrimination action styled <i>Dwight E. Sutton v. MAALT Specialized Bulk LLC dba Vista Proppants and Logistics</i> bearing Claim No. 453-2020-00186.
HOOD COUNTY APPRAISAL DISTRICT	ATTN: EDDIE ROE, CHIEF APPRAISER 1902 W. PEARL STREET GRANBURY, TEXAS 76048	All claims and causes of action arising from or related to that certain litigation styled <i>Lonestar Prospects, Ltd., d/b/a Vista Sand v. Hood County Appraisal District</i> bearing Cause No. C2018373 and Cause No. C2020350 in the District Court of Hood County, Texas, 355 th Judicial District in connection with 2018, 2019, and 2020 property taxes.
JUPITER MARKETING AND TRADING, LLC	15851 DALLAS PARKWAY, No. 650 ADDISON, TX 75001	All claims and causes of action arising from or related to that certain litigation styled <i>MAALT, LP v. Jupiter Marketing and Trading, LLC</i> bearing Cause No. 352-307430-19 in connection with alleged breach of contract.
PRAEDA PROPPANTS & LOGISTICS, LLC	5815 ACTON CIRCLE, #101 GRANBURY, TX 76049	All claims and causes of action arising from or related to that certain litigation styled <i>Lonestar Prospects, Ltd. d/b/a Vista Proppants and Logistics v. Praeda Proppants & Logistics, LLC</i> bearing Cause No. 342-307685-19 in connection with allegedly unpaid account receivable.
PROFRAC SERVICES, LLC	333 SHOPS BOULEVARD WILLOW PARK, TX 76087	All claims and causes of action arising from or related to liquidated damages under agreements between Profrac Services, LLC and the Debtors.

SANDBOX LOGISTICS, LLC	1303 MCKINNEY STREET SUITE 2400 HOUSTON, TX 77010	All claims and causes of action arising from or related to the setoff of \$774,601.85 by Sandbox Logistics, LLC in connection with amounts Lonestar Prospects allegedly owed Sand Box Logistics, LLC.
SEQUITUR PERMIAN, LLC	C/O MATTHEW A. KORNHAUSER DYLAN B. RUSSELL HOOVER SLOVACEK LLP GALLERIA TOWER II 5051 WESTHEIMER, SUITE 1200 HOUSTON, TX 77056 AND C/O PAUL STIPANOVIC GOSSETT, HARRISON, MILLICAN & STIPANOVIC, P.C. 2 S. KOENIGHEIM STREET SAN ANGELO, TX 76903	All claims and causes of action arising from or related to that certain litigation styled <i>MAALT, LP v. Sequitur Permian, LLC</i> , Case No. CV19-003, pending in the 51st Judicial District Court for Irion County, Texas and that certain litigation styled <i>MAALT, LP v. Sequitur Permian, LLC</i> , Adversary Proceeding No. 20-04064, pending in the Bankruptcy Court for the Northern District of Texas, Fort Worth Division.
SOUTHEASTERN CONSTRUCTION AND MAINTENANCE, INC.	1150 PEBBLEDAL RD. MULBERRY, FL 33860	All claims and causes of action arising from or related to that certain litigation styled <i>Southeastern Construction and Maintenance, Inc. v. Lonestar Prospects, Ltd. d/b/a Vista Sand, Lonestar Prospects, Ltd. d/b/a Vista Proppants and Logistics, and Lonestar Prospects Management, LLC</i> bearing Cause No. 048-308837-19 in connection with alleged nonpayment of equipment
STEPHEN DOUBLIN	105 HOOVER CIRCLE MONROE, LA 71203	All claims and causes of action arising from or related to that certain EEOC discrimination action styled <i>Stephen Doublin v. Vista Proppants and Logistics</i> bearing Claim No. 453-2019-01150.

4. Causes of Action Related to Confidentiality Agreements

Unless otherwise released by the Plan, Retained Causes of Action shall include all Causes of Action against or related to all Entities that are party to any confidentiality agreements with any Debtor or Reorganized Debtor.

5. Causes of Action Related to Accounts Receivable and Accounts Payable

Unless otherwise released by the Plan, Retained Causes of Action shall include all Causes of Action against or related to all Entities that owe or that may in the future owe money to the Debtors or Reorganized Debtors. Furthermore, Retained Causes of Action shall include all Causes of Action against or related to all Entities who assert or may assert that the Debtors or Reorganized Debtors owe money to them.

6. Causes of Action Related to Contracts and Leases

Unless otherwise released by the Plan, Retained Causes of Action shall include all Causes of Action, based in whole or in part upon any and all contracts and leases to which any Debtor or

Reorganized Debtor is a party or pursuant to which a Debtor or Reorganized Debtor has any rights whatsoever. The Retained Causes of Action include, without limitation, Causes of Action against vendors, suppliers of goods or services, or any other parties: (a) for overpayments, back charges, duplicate payments, improper holdbacks, deposits, warranties, guarantees, indemnities, recoupment, or setoff; (b) for wrongful or improper termination, suspension of services or supply of goods, or failure to meet other contractual or regulatory obligations; (c) for failure to fully perform or to condition performance on additional requirements under contracts with any Debtor before the assumption or rejection, if applicable, of such contracts; (d) for payments, deposits, holdbacks, reserves, or other amounts owed by any creditor, utility, supplier, vendor, insurer, surety, factor, lender, bondholder, lessor, or other party; (e) for any liens, including mechanic's, artisan's, materialmen's, possessory, or statutory liens held by any Debtor; (f) counterclaims and defenses related to any contractual obligations; (g) any turnover actions arising under section 542 or 543 of the Bankruptcy Code; (h) for unfair competition, interference with contract or potential business advantage, breach of contract, infringement of intellectual property, or any business tort claims; and (i) any accumulated service credits, both those that may apply to future vendor invoices and those from which any Debtor may be entitled to receive a refund; *provided, however*, that Retained Causes of Action shall not include such Causes of Action that are Litigation Trust Causes of Action.

Such Retained Causes of Action include, but are not limited to, all Causes of Action arising from or related to liquidated damages under agreements between Profrac Services, LLC and the Debtors.

7. Causes of Action Related to Current or Former Employee Matters

Unless otherwise released by the Plan, Retained Causes of Action shall include all Causes of Action against or related to all current or former employees that are party to or that may in the future become party to any workers' compensation claims or actions, litigation, arbitration, or any other type of adversarial proceeding or dispute resolution proceeding, whether formal or informal, judicial or non-judicial; *provided, however*, that Retained Causes of Action shall not include such Causes of Action that are Litigation Trust Causes of Action.

8. Causes of Action Related to Deposits, Adequate Assurance Postings, and Other Collateral Postings

Unless otherwise released by the Plan, Retained Causes of Action shall include all Causes of Action based in whole or in part upon any and all postings of a security deposit, adequate assurance payment, or any other type of deposit or collateral.

9. Causes of Action Related to Vendor Obligations

Unless otherwise released by the Plan, Retained Causes of Action shall include all Causes of Action against or related to all vendors that owe or may in the future owe money or other

obligations to the Debtors or the Reorganized Debtors, whether for unpaid invoices; unreturned, missing, or damaged inventory; indemnification; warranties; any turnover actions arising under section 542 or 543 of the Bankruptcy Code; or any other matter whatsoever.

10. Causes of Action Related to Intellectual Property

Unless otherwise released by the Plan, Retained Causes of Action shall include any Causes of Action for unfair competition, licensing or licensing agreements, interference with contract or potential business advantage, conversion, infringement of intellectual property, or other business tort claims.

11. Causes of Action Related to Customer Obligations

Unless otherwise released by the Plan, Retained Causes of Action shall include all Causes of Action against or related to all customers that owe or may in the future owe money to the Debtors or the Reorganized Debtors, whether for unpaid invoices; unreturned, missing, or damaged inventory, warranties, or any other matter whatsoever.

12. Causes of Action Related to Environmental Matters

Unless otherwise released by the Plan, Retained Causes of Action shall include all Causes of Action against or related to all Entities or potentially responsible parties that owe or that may in the future owe money to the Debtors or Reorganized Debtors in connection with any environmental matters. Furthermore, Retained Causes of Action shall include all Causes of Action against or related to all Entities or potentially responsible parties who assert or may assert that the Debtors or Reorganized Debtors owe money to them in connection with any environmental matters.

Exhibit 7

Schedule of Litigation Trust Causes of Action

Schedule of Litigation Trust Causes of Action

Pursuant to the *Third Amended Joint Plan of Reorganization of Vista Proppants and Logistics, LLC, et al., Pursuant to Chapter 11 of the Bankruptcy Code* filed on September 14, 2020 (as may be further amended, the “Plan”),¹ the Litigation Trust is being established as a grantor trust for the purpose of liquidating and distributing the Litigation Trust Assets to the Litigation Trust Beneficiaries in accordance with the Plan. Litigation Trust Assets is defined in the Plan to include: (i) the Litigation Trust Causes of Action and (ii) the GUC Cash Settlement.

The Plan provides that the Litigation Trust Causes of Action are those Causes of Action set forth on the Schedule of Litigation Trust Causes of Action to be included in the Plan Supplement. Accordingly, unless otherwise agreed among the Debtors, the Committee, and the Required Consenting Lenders, the following shall constitute Litigation Trust Causes of Action under the Plan:

- (i) the Standing Motion Claims against the ABL Lender;
- (ii) all Claims or Causes of Action against RJS Holdings, LLC; R.J. Sikes; Lisa Sikes; Future New Deal, Ltd.; M&J Partnership, Ltd.; Lonestar Prospects Holding Company, L.L.C.; Gary Humphreys; Marty Robertson; and FR Sands Holdings, LLC, and any subsequent transferees thereof, arising out of the disbursement by the Debtors on or about November 9, 2017, of \$85 million, or approximately \$85 million, in connection with the buy-out of the direct and indirect interests of R.J. Sikes and/or entities and persons affiliated with or otherwise related to R.J. Sikes in Vista HoldCo by the other members of Vista HoldCo;
- (iii) without duplication of item (ii) above, claims against the following persons and entities (and subsequent transferees thereof) based on transfers made by any of the Debtors after June 9, 2016, to or for the benefit of: GHMR Operations, LLC; Gary Humphreys; Marty Robertson; other entities controlled by Gary Humphreys and/or Marty Robertson; and persons related to Gary Humphreys or Marty Robertson;
- (iv) without duplication of items (ii) and (iii) above, any and all claims related to any prepetition contracts or agreements between any Debtor and GHMR Operations, LLC; Gary Humphreys; Marty Robertson; other entities controlled by Gary Humphreys and/or Marty Robertson; and persons related to Gary Humphreys or Marty Robertson to the extent that any such contracts or agreements have not been assumed by the Debtors or the Reorganized Debtors by the date that is 45 days after the Effective Date of the Plan; and

¹Capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the Plan.

- (v) breach of duty claims on behalf of the respective estates of each of the Debtors (including Lonestar Prospects, Ltd.) against (a) prepetition officers, directors, general partners, managing partners, members, managing members, and managers of the respective Debtors, excluding any Released Parties, and (b) persons or entities that directly or indirectly controlled such respective Debtors at any time prior to the Petition Date (including Gary Humphreys and Marty Robertson, but excluding any Released Parties).

Exhibit 8

Litigation Trust Agreement

Reserved.⁷

⁷ The Debtors, the Committee, and the Term Loan Secured Parties are in process of finalizing the form of the Litigation Trust Agreement, which the Debtors anticipate filing in an amended Plan Supplement no later than September 21, 2020.

Exhibit 9

Litigation Trust Loan Documents

Reserved.⁸

⁸ The Debtors, the Committee, and the Term Loan Secured Parties are in process of finalizing the form of the Litigation Trust Loan Documents, which the Debtors anticipate filing in an amended Plan Supplement prior to the Effective Date.

Exhibit 10

Identity of Litigation Trustee

Reserved.⁹

⁹ The identity of the initial Litigation Trustee selected by the Committee will be disclosed on or before the date of the Confirmation Hearing, to the extent known at such time.