

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

---

In re:	§ Chapter 11
	§
<b>HI-CRUSH INC., et al.,</b> <sup>1</sup>	§ Case No. <b>20-33495 (DRJ)</b>
	§
	§ (Jointly Administered)
	§
	§ <b>HEARING DATE:</b>
	§ August 14, 2020 at 11:00 a.m. (CST)
	§

---

**AD HOC GROUP OF HOLDERS' AND  
CANTOR FITZGERALD SECURITIES, AS DIP TERM LOAN AGENT'S  
JOINT WITNESS AND EXHIBIT LIST FOR HEARING ON AUGUST 14, 2020**

[Related Documents 176, 177]

The ad hoc group of holders (the "Ad Hoc Group") and Cantor Fitzgerald Securities, as DIP Term Loan Agent (the "DIP Agent") (the "Ad Hoc Group and the DIP Agent") file this joint witness and exhibit list (the "Witness and Exhibit List") for the hearing scheduled for August 14, 2020, at 11:00 a.m. (CST) before the Honorable David R. Jones at the United States Bankruptcy Court for the Southern District of Texas, Courtroom 404, 515 Rusk Avenue, Houston, Texas 77002 (the "Hearing").

---

<sup>1</sup> 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), Bulk Tracer 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.



**WITNESSES**

The Ad Hoc Group and the DIP Agent may call any of the following witnesses at the Hearing:

1. Any witness called or listed by any other party;
2. Any witness necessary to lay the foundation for the admission of exhibits; and
3. Any rebuttal and/or impeachment witnesses.

**EXHIBITS**

The Ad Hoc Group and the DIP Agent may offer into evidence any one or more of the following exhibits:

EXHIBIT NO.	DESCRIPTION	M A R K	O F F E R	O B J E C T	A D M I T	W/D	Disposition After Trial
1.	Any pleading or other document filed with the Court on the docket of the above-captioned chapter 11 cases						
2.	Any exhibit necessary to rebut the evidence or testimony of any witness offered or designated by any other party						
3.	Any exhibit listed by any other party						

The Ad Hoc Group and the DIP Agent reserve the right to further amend or supplement the Witness and Exhibit List at any time prior to or during the Hearing.

Dated: August 12, 2020  
Houston, Texas

**PORTER HEDGES LLP**

By: /s/ John F. Higgins

John F. Higgins  
State Bar No. 09597500  
Eric M. English  
State Bar No. 4062714  
M. Shane Johnson  
State Bar No. 24083263  
Megan N. Young-John  
State Bar No. 24088700  
1000 Main Street, 36th Floor  
Houston, Texas 77002-2764  
Telephone: (713) 226-6000  
Facsimile: (713) 226-6248  
jhiggins@porterhedges.com  
eenglish@porterhedges.com  
sjohnson@porterhedges.com  
myoung-john@porterhedges.com

- and -

**PAUL, WEISS, RIFKIND, WHARTON &  
GARRISON LLP**

Brian S. Hermann\*  
Elizabeth R. McColm\*  
John T. Weber\*  
1285 Avenue of the Americas  
New York, NY 10019  
Telephone: (212) 373-3000  
Facsimile: (212) 757-3990  
bhermann@paulweiss.com  
emccolm@paulweiss.com  
jweber@paulweiss.com

*\*admitted pro hac vice*

**COUNSEL FOR THE AD HOC GROUP**

- and -

**PORTER HEDGES LLP**

By: /s/ John F. Higgins

John F. Higgins  
State Bar No. 09597500  
Eric M. English  
State Bar No. 4062714  
M. Shane Johnson  
State Bar No. 24083263  
Megan N. Young-John  
State Bar No. 24088700  
1000 Main Street, 36th Floor  
Houston, Texas 77002-2764  
Telephone: (713) 226-6000  
Facsimile: (713) 226-6248  
jhiggins@porterhedges.com  
eenglish@porterhedges.com  
sjohnson@porterhedges.com  
myoung-john@porterhedges.com

- and -

**SHIPMAN & GOODWIN LLP**

Nathan Z. Plotkin  
Kathleen M. LaManna\*  
One Constitution Plaza  
Hartford, CT 06103-1919  
(860) 251-5603  
(860) 215-5218 (fax)  
nplotkin@goodwin.com  
klamanna@goodwin.com

*\*admitted pro hac vice*

**COUNSEL FOR CANTOR FITZGERALD  
SECURITIES, AS DIP TERM LOAN  
AGENT**

**CERTIFICATE OF SERVICE**

This will certify that a true and correct copy of the foregoing document was forwarded by electronic transmission to all registered ECF users appearing in the case on August 12, 2020.

/s/ John F. Higgins

John F. Higgins