

Fill in this information to identify the case:

Debtor Hi-Crush Inc.

United States Bankruptcy Court for the: Southern District of Texas
(State)

Case number 20-33495

**Official Form 410
Proof of Claim**

04/19

Read the instructions before filling out this form. This form is for making a claim for payment in a bankruptcy case. Do not use this form to make a request for payment of an administrative expense. Make such a request according to 11 U.S.C. § 503.

Filers must leave out or redact information that is entitled to privacy on this form or on any attached documents. Attach redacted copies or any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. **Do not send original documents;** they may be destroyed after scanning. If the documents are not available, explain in an attachment.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Fill in all the information about the claim as of the date the case was filed. That date is on the notice of bankruptcy (Form 309) that you received.

Part 1: Identify the Claim

1. Who is the current creditor?	<u>Airgas USA, LLC</u> <small>Name of the current creditor (the person or entity to be paid for this claim)</small>	
	<small>Other names the creditor used with the debtor</small> _____	
2. Has this claim been acquired from someone else?	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. From whom? _____	
3. Where should notices and payments to the creditor be sent?	Where should notices to the creditor be sent?	Where should payments to the creditor be sent? (if different)
<small>Federal Rule of Bankruptcy Procedure (FRBP) 2002(g)</small>	<u>Airgas USA, LLC</u> <u>110 West 7th Street, Suite 1300</u> <u>Tulsa, OK 74119</u>	
	<small>Contact phone</small> <u>918-551-4749</u>	<small>Contact phone</small> _____
	<small>Contact email</small> <u>Rikki.Dixon@Airgas.com</u>	<small>Contact email</small> _____
	<small>Uniform claim identifier for electronic payments in chapter 13 (if you use one):</small> _____	
4. Does this claim amend one already filed?	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Claim number on court claims registry (if known) _____ Filed on _____ <small>MM / DD / YYYY</small>	
5. Do you know if anyone else has filed a proof of claim for this claim?	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Who made the earlier filing? _____	



Part 2: Give Information About the Claim as of the Date the Case Was Filed

6. Do you have any number you use to identify the debtor? No
 Yes. Last 4 digits of the debtor's account or any number you use to identify the debtor: 8528 _____

7. How much is the claim? \$ 535.83. Does this amount include interest or other charges?
 No
 Yes. Attach statement itemizing interest, fees, expenses, or other charges required by Bankruptcy Rule 3001(c)(2)(A).

8. What is the basis of the claim? Examples: Goods sold, money loaned, lease, services performed, personal injury or wrongful death, or credit card.
Attach redacted copies of any documents supporting the claim required by Bankruptcy Rule 3001(c).
Limit disclosing information that is entitled to privacy, such as health care information.
Product and rental invoices

9. Is all or part of the claim secured? No
 Yes. The claim is secured by a lien on property.
Nature or property:
 Real estate: If the claim is secured by the debtor's principle residence, file a *Mortgage Proof of Claim Attachment* (Official Form 410-A) with this *Proof of Claim*.
 Motor vehicle
 Other. Describe: _____
Basis for perfection: _____
Attach redacted copies of documents, if any, that show evidence of perfection of a security interest (for example, a mortgage, lien, certificate of title, financing statement, or other document that shows the lien has been filed or recorded.)
Value of property: \$ _____
Amount of the claim that is secured: \$ _____
Amount of the claim that is unsecured: \$ _____ (The sum of the secured and unsecured amount should match the amount in line 7.)
Amount necessary to cure any default as of the date of the petition: \$ _____
Annual Interest Rate (when case was filed) _____ %
 Fixed
 Variable

10. Is this claim based on a lease? No
 Yes. Amount necessary to cure any default as of the date of the petition. \$ _____

11. Is this claim subject to a right of setoff? No
 Yes. Identify the property: _____



12. Is all or part of the claim entitled to priority under 11 U.S.C. § 507(a)?

No

Yes. Check all that apply:

	Amount entitled to priority
<input type="checkbox"/> Domestic support obligations (including alimony and child support) under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B).	\$ _____
<input type="checkbox"/> Up to \$3,025* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use. 11 U.S.C. § 507(a)(7).	\$ _____
<input type="checkbox"/> Wages, salaries, or commissions (up to \$13,650*) earned within 180 days before the bankruptcy petition is filed or the debtor's business ends, whichever is earlier. 11 U.S.C. § 507(a)(4).	\$ _____
<input type="checkbox"/> Taxes or penalties owed to governmental units. 11 U.S.C. § 507(a)(8).	\$ _____
<input type="checkbox"/> Contributions to an employee benefit plan. 11 U.S.C. § 507(a)(5).	\$ _____
<input type="checkbox"/> Other. Specify subsection of 11 U.S.C. § 507(a)(____) that applies.	\$ _____

* Amounts are subject to adjustment on 4/01/22 and every 3 years after that for cases begun on or after the date of adjustment.

13. Is all or part of the claim pursuant to 11 U.S.C. § 503(b)(9)?

No

Yes. Indicate the amount of your claim arising from the value of any goods received by the debtor within 20 days before the date of commencement of the above case, in which the goods have been sold to the Debtor in the ordinary course of such Debtor's business. Attach documentation supporting such claim.

\$ 293.36

Part 3: Sign Below

The person completing this proof of claim must sign and date it. FRBP 9011(b).

If you file this claim electronically, FRBP 5005(a)(2) authorizes courts to establish local rules specifying what a signature is.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Check the appropriate box:

I am the creditor.

I am the creditor's attorney or authorized agent.

I am the trustee, or the debtor, or their authorized agent. Bankruptcy Rule 3004.

I am a guarantor, surety, endorser, or other codebtor. Bankruptcy Rule 3005.

I understand that an authorized signature on this *Proof of Claim* serves as an acknowledgement that when calculating the amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.

I have examined the information in this *Proof of Claim* and have reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on date 09/12/2020
MM / DD / YYYY

/s/Rikki Dixon
Signature

Print the name of the person who is completing and signing this claim:

Name Rikki Dixon
First name Middle name Last name

Title A/R Specialist

Company Airgas USA, LLC
Identify the corporate servicer as the company if the authorized agent is a servicer.

Address _____

Contact phone _____ Email _____



KCC ePOC Electronic Claim Filing Summary

For phone assistance: Domestic (866) 554-5810 | International (781) 575-2032

Debtor: 20-33495 - Hi-Crush Inc. District: Southern District of Texas, Houston Division		
Creditor: Airgas USA, LLC 110 West 7th Street, Suite 1300 Tulsa, OK, 74119 Phone: 918-551-4749 Phone 2: Fax: Email: Rikki.Dixon@Airgas.com	Has Supporting Documentation: Yes, supporting documentation successfully uploaded Related Document Statement:	
	Has Related Claim: No Related Claim Filed By:	
	Filing Party: Creditor	
Other Names Used with Debtor:	Amends Claim: No Acquired Claim: No	
Basis of Claim: Product and rental invoices	Last 4 Digits: Yes - 8528	Uniform Claim Identifier:
Total Amount of Claim: 535.83	Includes Interest or Charges: No	
Has Priority Claim: No	Priority Under:	
Has Secured Claim: No Amount of 503(b)(9): Yes: 293.36 Based on Lease: No Subject to Right of Setoff: No	Nature of Secured Amount: Value of Property: Annual Interest Rate: Arrearage Amount: Basis for Perfection: Amount Unsecured:	
Submitted By: Rikki Dixon on 12-Sep-2020 11:58:34 a.m. Eastern Time Title: A/R Specialist Company: Airgas USA, LLC		

Airgas USA, LLC - Central Division

Hi-Crush INC		Hi Crush Operating LLC		1988528		20-33495	
Invoice reference	Reference	Amount in local currency	Invoice date	Invoice due date			
9972046519	Rental Invoice	\$177.66	6/30/2020	7/30/2020			
9972046520	Rental Invoice	\$64.81	6/30/2020	7/30/2020			
9102846571	Standard Invoice	\$293.36	7/7/2020	8/6/2020			
		\$535.83					



AIRGAS USA, LLC
PO Box 1152
Tulsa, OK 74101

CYLINDER RENTAL INVOICE

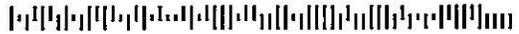
INVOICE DATE	PAYER	INVOICE NO.	DUE DATE	PAY THIS AMOUNT
06/30/2020	1988528	9972046519	07/30/2020	\$ 177.66

SOLD BY AIRGAS USA, LLC
1206 W 2ND ST
ODESSA TX 79763-4369
432-337-1534

Manage Your Account Online 24/7
Access order history, view cylinder balances, get proofs of delivery,
pay invoices and more -- visit Airgas.com today

PLEASE MAKE CHECKS PAYABLE AND REMIT TO:

BILL TO HI CRUSH OPERATING LLC
1330 POST OAK BLVD STE 600
HOUSTON TX 77056-3166


Airgas USA, LLC
PO BOX 734671
DALLAS TX 75373-4671

19885281997204651900000177666

TO ENSURE PROPER CREDIT, PLEASE RETURN THE UPPER PORTION WITH YOUR REMITTANCE. FOR QUESTIONS ON YOUR ACCOUNT PLEASE CALL: 1-855-470-2666

INVOICE NO.	SOLD TO NUMBER	SHIP TO	INVOICE DATE	RENTAL PURCHASE ORDER NO.						TERMS
9972046519	1988528	3538703	06/30/2020	RENT						NET 30
MATERIAL / DESCRIPTION DOCUMENT / DATE	BEG BAL	SHIP	RETURN	ADJ	END BAL	LEASES	SUBJECT TO RENT	NET DAYS	RATE	PRICE
RRCYLILG-AC - Rent Cyl Ind Large Acetylene	6	0	1	0	5	0	5	151	\$0.47/DAY	\$70.97 N
CY-AC 4 - CYL ACETYLENE IND #4 CGA 510	6	0	1	0	5					
8099430184 - 06/02/2020	0	0	1	0						
RRCYLILG-AR - Rent Cyl Ind Large Argon	2	0	0	0	2	0	2	60	\$0.47/DAY	\$28.20 N
CY-AR CD25300 - INM 25% CD/AR 300	2	0	0	0	2					
RRCYLILG-OX - Rent Cyl Ind Large Oxygen	6	0	2	0	4	0	4	122	\$0.47/DAY	\$57.34 N
CY-OX 200 - CYL OXYGEN INDUSTRIAL 200 CGA 540	6	0	2	0	4					
8099430184 - 06/02/2020	0	0	2	0						
=====										\$156.51
=====										

Airgas Hazmat Charge (H) - see Itemized Charges on reverse or visit www.Airgas.com/terms-of-sale

Hazmat: 21.15

Important: See the Notice Regarding Cylinder Rentals/Leases and Responsibility on the Reverse side of this form. You will be deemed to have accepted the provisions in the said Notice as part of the contractual arrangements between you and us, unless you reject such provisions by written advice to us within (15) days after the date of this document.

AMOUNT \$ 177.66

FOR WIRE TRANSFER PAYMENTS:

Airgas USA, LLC
Acct No 550372236
JPMC Bank, ABA No 021000021



AIRGAS USA, LLC
PO Box 1152
Tulsa, OK 74101

SHIP TO: 3538703
HI CRUSH OPERATING LLC
13800 W I 20 E
ODESSA TX 79766

For change of address
email to: cdlv.return.mail@airgas.com
or call 855-470-2666



AIRGAS USA, LLC
PO Box 1152
Tulsa, OK 74101

CYLINDER RENTAL INVOICE

INVOICE DATE	PAYER	INVOICE NO.	DUE DATE	PAY THIS AMOUNT
06/30/2020	1988528	9972046520	07/30/2020	\$ 64.81

SOLD BY AIRGAS USA, LLC
1206 W 2ND ST
ODESSA TX 79763-4369
432-337-1534

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Access order history, view cylinder balances, get proofs of delivery, pay invoices and more – visit Airgas.com today

PLEASE MAKE CHECKS PAYABLE AND REMIT TO:

BILL TO HI CRUSH OPERATING LLC
1330 POST OAK BLVD STE 600
HOUSTON TX 77056-3166


Airgas USA, LLC
PO BOX 734671
DALLAS TX 75373-4671

19885281997204652000000064810

TO ENSURE PROPER CREDIT, PLEASE RETURN THE UPPER PORTION WITH YOUR REMITTANCE. FOR QUESTIONS ON YOUR ACCOUNT PLEASE CALL: 1-855-470-2666

INVOICE NO.	SOLD TO NUMBER	SHIP TO	INVOICE DATE	RENTAL PURCHASE ORDER NO.	TERMS					
9972046520	1988528	3680476	06/30/2020	RENT	NET 30					
MATERIAL / DESCRIPTION DOCUMENT / DATE	BEG BAL	SHIP	RETURN	ADJ	END BAL	LEASES	SUBJECT TO RENT	NET DAYS	RATE	PRICE
RRCYLILG-AR - Rent Cyl Ind Large Argon	4	0	0	-4	0	0	0	0	\$0.47/DAY	
CY-AR 300 - CYL ARGON INDUSTRIAL 300 CGA 580	2	0	0	-2	0					
A005153272 - 06/01/2020		0	0	-2						
CY-AR CD25300 - INM 25% CD/AR 300	2	0	0	-2	0					
A005153272 - 06/01/2020		0	0	-2						
RRCYLILG-OX - Rent Cyl Ind Large Oxygen	4	0	0	-4	0	0	0	0	\$0.47/DAY	
CY-OX 200 - CYL OXYGEN INDUSTRIAL 200 CGA 540	4	0	0	-4	0					
A005153272 - 06/01/2020		0	0	-4						
RRCYLISM-AC - Rent Cyl Ind Small Acetylene	5	0	0	-1	4	0	4	120	\$0.47/DAY	\$56.40 N
CY-AC MC - CYL ACETYLENE IND MC CGA 200	5	0	0	-1	4					
A005153272 - 06/01/2020		0	0	-1						
RRCYLISM-OX - Rent Cyl Ind Small Oxygen	5	0	0	-5	0	0	0	0	\$0.47/DAY	
CY-OX 20 - CYL OXYGEN INDUSTRIAL 20 CGA 540	5	0	0	-5	0					
A005153272 - 06/01/2020		0	0	-5						
=====										
18 0 0 -14 4										\$56.40
=====										
Airgas Hazmat Charge (H) - see Itemized Charges on reverse or visit www.Airgas.com/terms-of-sale										Hazmat: 8.41

Important. See the Notice Regarding Cylinder Rentals/Leases and Responsibility on the Reverse side of this form. You will be deemed to have accepted the provisions in the said Notice as part of the contractual arrangements between you and us, unless you reject such provisions by written advice to us within (15) days after the date of this document.

AMOUNT	\$ 64.81
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FOR WIRE TRANSFER PAYMENTS:

Airgas USA, LLC
Acct No 550372236
JPMC Bank, ABA No 021000021



AIRGAS USA, LLC
PO Box 1152
Tulsa, OK 74101

SHIP TO: 3680476
HI CRUSH OPERATING LLC
17770 N FM 874
KERMIT TX 79745

For change of address
email to: cdlv.return@mail@airgas.com
or call 855-470-2666



AIRGAS USA, LLC
PO Box 1152
Tulsa, OK 74101

STANDARD INVOICE

INVOICE DATE	PAYER	INVOICE NO.	DUE DATE	PAY THIS AMOUNT
07/07/2020	1988528	9102846571	08/06/2020	\$ 293.36

SOLD BY AIRGAS USA, LLC (C140)
1206 W 2ND ST
ODESSA TX 79763-4369
432-337-1534

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For all information about returns, please visit us online at Airgas.com/terms-of-sale.

PLEASE MAKE CHECKS PAYABLE AND REMIT TO:

BILL TO HI CRUSH OPERATING LLC
1330 POST OAK BLVD STE 600
HOUSTON TX 77056-3166


Airgas USA, LLC
PO BOX 734671
DALLAS TX 75373-4671

19885281910284657100000293368

TO ENSURE PROPER CREDIT, PLEASE RETURN THE UPPER PORTION WITH YOUR REMITTANCE. FOR QUESTIONS ON YOUR ACCOUNT PLEASE CALL: 1-855-470-2666

ORDER NO.	INVOICE NO.	INVOICE DATE	SOLD TO NO.	SOLD TO NAME					
1091448257	9102846571	07/07/2020	1988528	HI CRUSH OPERATING LLC					
PO / RELEASE		ORDERED BY		SHIP VIA		PAYMENT TERMS		ORDER DATE	
		Emilio Francos 325-365-1381		CUPU		NET 30		07/07/2020	
DELIVERY NO. / DESCRIPTION	MATERIAL NUMBER	QTY SHIP'D	UOM	QTY B/O	CYLINDER		UNIT PRICE	UOM	AMOUNT
					SHPD	RETD			
8100440828 OX 200		1	CL		1	1	27.00	CL	27.00 T
OXYGEN INDUSTRIAL 200 CGA 540 (Vol: 251 FT3)									
8100440828 LINED028281		100	LB				2.34	LB	234.00 T
ELECT STCK E7018 H4R 1/8" 50LB CN									
								Sale subtotal:	261.00
Airgas Hazmat Charge									10.00
Airgas Hazmat Charge (H) - see Itemized Charges on reverse or visit www.Airgas.com/terms-of-sale									
								Sales Tax:	22.36
								AMOUNT	293.36



AIRGAS USA, LLC
PO Box 1152
Tulsa, OK 74101

SHIP TO: 3538703
HI CRUSH OPERATING LLC
13800 W I 20 E
ODESSA TX 79766

FOR WIRE TRANSFER PAYMENTS:

Airgas USA, LLC
Acct No 550372236
JPMC Bank, ABA No 021000021

For change of address
email to: cdiv.return.mall@airgas.com
or call 855-470-2666