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

	Y	
In re:	:	Chapter 11
HI-CRUSH INC., et al., 1	: :	Case No. 20-33495 (DRJ)
Reorganized Debtors.	:	(Jointly Administered)
	: X	

# REORGANIZED DEBTORS' FIFTH OMNIBUS OBJECTION TO CERTAIN CLAIMS (EQUITY CLAIMS)

This objection seeks to disallow certain claims. Claimants receiving this objection should locate their names and claims on <u>Schedule 1</u> attached to the proposed form of order attached to this objection. If you do not file a response within 30 days after the objection was served on you, your claim may be modified without a hearing.

A hearing will be conducted on this matter on January 25, 2021 at 10:30 a.m. (Prevailing Central Time) in Courtroom 400, 4th floor, United States Bankruptcy Court for the Southern District of Texas, 515 Rusk Street, Houston, Texas 77002. You may participate in the hearing by audio/video connection.

Audio communication will be by use of the Court's regular dial-in facility. You may access the facility at (832) 917-1510. You will be responsible for your own long-distance charges. Once connected, you will be asked to enter the conference room number. Judge Jones' conference room number is 205691.

You may view video via GoToMeeting. To use GoToMeeting, the Court recommends that you download the free GoToMeeting application. To connect, you should enter the meeting Code "JudgeJones" in the GoToMeeting app or click the link on Judge Jones' home page on the Southern District of Texas website. Once connected, click the settings icon in the upper right corner and enter your name under the personal information setting.

The Reorganized Debtors in these cases, along with the last four digits of each Reorganized 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 Reorganized Debtors' address is 1330 Post Oak Blvd, Suite 600, Houston, Texas 77056.

Hearing appearances must be made electronically in advance of the hearing. To make your electronic appearance, go to the Southern District of Texas website and select "Bankruptcy Court" from the top menu. Select "Judges' Procedures," then "View Home Page" for Judge Jones. Under "Electronic Appearance" select "Click here to submit Electronic Appearance". Select the case name, complete the required fields and click "Submit" to complete your appearance.

If you object to the relief requested or you believe that emergency consideration is not warranted, you must either appear at the hearing or file a written response prior to the hearing. Otherwise, the Court may treat the pleading as unopposed and grant the relief requested.

The above-captioned reorganized debtors (collectively, the "<u>**Debtors**</u>" or "<u>**Reorganized**</u> <u>**Debtors**</u>," as applicable) respectfully state the following in support of this omnibus claims objection (this "<u>**Objection**</u>"):

#### RELIEF REQUESTED

1. By this Objection, the Reorganized Debtors seek entry of an order (the "Order"), substantially in the form attached hereto, disallowing and expunging each of the claims identified on Schedule 1 to the Order (the "Equity Claims") in their entirety because each such claim is based on an interest in, and not a claim against, the Debtors. In support hereof, the Reorganized Debtors submit the declaration of Jeffrey Sielinski, Senior Director of Alvarez and Marsal North America, LLC, attached here as Exhibit A.

#### **JURISDICTION AND VENUE**

- 2. The United States Bankruptcy Court for the Southern District of Texas (the "Court") has jurisdiction over this matter pursuant to 28 U.S.C. § 1334. This is a core proceeding pursuant to 28 U.S.C. § 157, and this Court may enter a final order consistent with Article III of the United States Constitution. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.
- 3. The bases for the relief requested herein are sections 105(a) and 502(b) of title 11 of the United States Code, 11 U.S.C. §§ 101–1532 (the "Bankruptcy Code"), rule 3007 of the

Federal Rules of Bankruptcy Procedure (the "<u>Bankruptcy Rules</u>"), rule 3007-1(b) of the Bankruptcy Local Rules for the Southern District of Texas, and the Procedures for Complex Cases in the Southern District of Texas.

#### **BACKGROUND**

- 4. On July 12, 2020 (the "Petition Date"), the Debtors filed voluntary petitions for relief in this Court commencing cases (the "Chapter 11 Cases") under chapter 11 of the Bankruptcy Code. The factual background regarding the Debtors, including their business operations, their capital and debt structures, and the events leading to the filing of the Chapter 11 Cases, is set forth in detail in the Declaration of J. Philip McCormick, Jr., Chief Financial Officer of the Debtors, in Support of Chapter 11 Petitions and First Day Pleadings [Docket No. 24] (the "First Day Declaration"), filed on the Petition Date.
- 5. On August 15, 2020, the Debtors filed their Joint Plan of Reorganization for Hi-Crush Inc. and Its Affiliate Debtors Under Chapter 11 of the Bankruptcy Code [Docket No. 289] (as may be amended, modified, or supplemented, the "Plan"). On September 23, 2020, the Court entered the Findings of Fact, Conclusions of Law and Order Confirming the Plan of Reorganization for Hi-Crush Inc. and Its Affiliate Debtors Under Chapter 11 of the Bankruptcy Code [Docket No. 420] (the "Confirmation Order"). The Plan provides that the Reorganized Debtors are authorized to object to scheduled claims and proofs of claim and interests. See Plan Article VIII. On October 9, 2020, the Plan was substantially consummated, and the Effective Date (as defined in the Plan) occurred. See Notice of (I) Effective Date of the Joint Plan or Reorganization for Hi-Crush Inc. and its Affiliate Debtors Under Chapter 11 of the Bankruptcy Code and (II) Establishing Deadline for the Filing of Administrative Claims Against the Debtors [Docket No. 452].

- 6. On August 11, 2020, the Debtors filed their respective schedules of assets and liabilities ("Schedules") and statements of financial affairs, pursuant to Bankruptcy Rule 1007. See Docket Nos. 231-274.
- 7. On July 13, 2020, the Court entered the *Order (I) Establishing (A) Bar Dates and (B) Related Procedures for Filing Proofs of Claim, (II) Approving the Form and Manner of Notice Thereof and (III) Granting Related Relief* [Docket No. 88] (the "Bar Date Order") pursuant to which the Court, among other things, established August 16, 2020, at 5:00 p.m. (prevailing Central Time) (the "General Bar Date"), as the deadline for all non-governmental entities<sup>2</sup> holding or wishing to assert a "claim" (as defined in section 101(15) of the Bankruptcy Code).
- 8. On October 16, 2020, the Reorganized Debtors filed the Reorganized Debtors' Motion for Entry of an Order Approving Omnibus Claims Objection Procedures and Filing of Substantive Omnibus Claim Objections [Docket No. 456] (the "Omnibus Procedures Motion") seeking approval of certain omnibus claims objection procedures (the "Omnibus Objection Procedures"). On November 10, 2020, the Court entered an order granting the Omnibus Procedures motion [Docket No. 477] (the "Omnibus Procedures Order") and approving the Omnibus Objection Procedures.

#### **EQUITY CLAIMS**

9. The Reorganized Debtors object to the Equity Claims because each such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code.

The deadline for all governmental units asserting a "claim" (as defined in section 101(15) of the Bankruptcy Code) against the Reorganized Debtors that arose on or prior to the Petition Date to file written proof of such claim is January 8, 2021, at 5:00 p.m. (prevailing Central Time) (together with the General Bar Date, the "<u>Bar Dates</u>").

10. Accordingly, the Reorganized Debtors request that the Court enter the Order, disallowing and expunging the Equity Claims.

#### **BASIS FOR RELIEF**

- 11. Section 502(a) of the Bankruptcy Code provides, in pertinent part, as follows: "[a] claim or interest, proof of which is filed under section 501 of [the Bankruptcy Code], is deemed allowed, unless a party in interest . . . objects." 11 U.S.C. § 502. Moreover, section 502(b)(1) of the Bankruptcy Code provides, in relevant part, that a claim may not be allowed if "such claim is unenforceable against the debtor and property of the debtor, under any agreement or applicable law . . . ." 11 U.S.C. § 502(b)(1).
- 12. Bankruptcy Rule 3007 provides certain grounds upon which "objections to more than one claim may be joined in an omnibus objection," which includes when "the objections are based solely on the grounds that the claims should be disallowed, in whole or in part, because . . . they are interests rather than claims." Fed. R. Bankr. P. 3007(d).
- 13. As set forth in Bankruptcy Rule 3001(f), a properly executed and filed proof of claim constitutes *prima facie* evidence of the validity and the amount of the claim under section 502(a) of the Bankruptcy Code. *See, e.g., In re Jack Kline Co., Inc.*, 440 B.R. 712, 742 (Bankr. S.D. Tex. 2010). A proof of claim loses the presumption of *prima facie* validity under Bankruptcy Rule 3001(f) if an objecting party refutes at least one of the allegations that are essential to the claim's legal sufficiency. *See In re Fidelity Holding Co., Ltd.*, 837 F.2d 696, 698 (5th Cir. 1988). Once such an allegation is refuted, the burden reverts to the claimant to prove the validity of its claim by a preponderance of the evidence. *Id.* Despite this shifting burden during the claim objection process, "the ultimate burden of proof always lies with the claimant." *In re Armstrong*, 347 B.R. 581, 583 (Bankr. N.D. Tex. 2006) (citing *Raleigh v. Ill. Dep't of Rev.*, 530 U.S. 15 (2000)).

- 14. The Equity Claims are asserted on account of interests in the Debtors held by the claimants and are therefore not "claims" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the Equity claims should be disallowed and expunged in their entirety.
- 15. Failure to disallow and expunge the Equity Claims could result in the applicable claimants receiving unwarranted recoveries, to the detriment of creditors with legitimate claims. Moreover, disallowance of the Equity Claims will enable the Reorganized Debtors to maintain a more accurate claims register.

#### **RESERVATION OF RIGHTS**

16. This Objection is without prejudice to the rights of the Reorganized Debtors or any other party in interest to object to any of the Equity Claims on any grounds whatsoever, and the Reorganized Debtors expressly reserve all further substantive or procedural objections they may have.

#### SEPARATE CONTESTED MATTER

17. To the extent that a response is filed regarding any Equity Claim and the Reorganized Debtors are unable to resolve any such response, each such Equity Claim, and the Objection as it pertains to such Equity Claim, will constitute a separate contested matter as contemplated by Bankruptcy Rule 9014. Further, the Reorganized Debtors request that any order entered by the Court regarding an objection or other reply asserted in response to this Objection be deemed a separate order with respect to each claim.

**WHEREFORE**, the Reorganized Debtors respectfully request that the Court enter the proposed Order, granting the relief requested herein and such other and further relief as may be just and proper.

Dated: December 3, 2020

Houston, Texas

Respectfully Submitted,

/s/ Philip M. Guffy

Philip M. Guffy (TX Bar No. 24113705)

Timothy A. ("Tad") Davidson II (TX Bar No. 24012503)

Joseph P. Rovira (TX Bar No. 24066008) Ashley Harper (TX Bar No. 24065272)

HUNTON ANDREWS KURTH LLP

600 Travis Street, Suite 4200

Houston, Texas 77002 Tel: 713-220-4200 Fax: 713-220-4285

Email: pguffy@HuntonAK.com

taddavidson@HuntonAK.com josephrovira@HuntonAK.com ashleyharper@HuntonAK.com

-and-

George A. Davis (admitted *pro hac vice*) Keith A. Simon (admitted *pro hac vice*)

David A. Hammerman (admitted pro hac vice)

Annemarie V. Reilly (admitted pro hac vice)

Hugh K. Murtagh (admitted pro hac vice)

## **LATHAM & WATKINS LLP**

885 Third Avenue

New York, New York 10022

Tel: 212-906-1200 Fax: 212-751-4864

Email: george.davis@lw.com

keith.simon@lw.com

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

Counsel for the Reorganized Debtors

## **CERTIFICATE OF SERVICE**

I certify that on December 3, 2020, I caused a copy of the foregoing document to be served by the Electronic Case Filing System for the United States Bankruptcy Court for the Southern District of Texas.

/s/ Philip M. Guffy
Philip M. Guffy

# Exhibit A

# **Sielinski Declaration**

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

	Х	
In re:	:	Chapter 11
HI-CRUSH INC., et al., 1	:	Case No. 20-33495 (DRJ)
Reorganized Debtors.	:	(Jointly Administered)
	: X	

#### DECLARATION OF JEFFREY SIELINSKI IN SUPPORT OF REORGANIZED DEBTORS' FIFTH OMNIBUS OBJECTION TO CERTAIN CLAIMS (EQUITY CLAIMS)

I, Jeffrey Sielinski, hereby declare under penalty of perjury:

1. I am a Senior Director with Alvarez & Marsal North America, LLC, ("A&M"), a restructuring advisory services firm with numerous offices throughout the country.<sup>2</sup> I, along with my colleagues at A&M, have been engaged by the Reorganized Debtors to provide various restructuring and financial services. In my current position with the Reorganized Debtors, I am responsible for all claims management related matters. I am generally familiar with the Reorganized Debtors' day-to-day operations, financing arrangements, business affairs, and books and records that reflect, among other things, the Reorganized Debtors' liabilities and the amount

The Reorganized Debtors in these cases, along with the last four digits of each Reorganized 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 Reorganized Debtors' address is 1330 Post Oak Blvd, Suite 600, Houston, Texas 77056.

<sup>&</sup>lt;sup>2</sup> Capitalized terms used but not otherwise defined in this Declaration have the meanings given to them in the Objection.

thereof owed to their creditors as of the Petition Date. I am above 18 years of age, and I am competent to testify.

- 2. I submit this declaration (this "Declaration") in support of the Reorganized Debtors' Fifth Omnibus Objection to Certain Claims (Equity Claims) (the "Objection") and am directly, or by and through the Reorganized Debtors' advisors and personnel, familiar with the information contained therein and the Equity Claims. I am authorized to submit this declaration on the Reorganized Debtors' behalf. Except as otherwise indicated, all facts set forth in this Declaration are based upon my personal knowledge of the Reorganized Debtors' operations and finances, information learned from my review of relevant documents, and information I have received from other members of the Reorganized Debtors' management, the Reorganized Debtors' employees or the Reorganized Debtors' advisors. As to matters regarding state and federal law, including bankruptcy law, I have relied on the advice of counsel. If I were called upon to testify, I could and would testify competently to the facts set forth in this Declaration on that basis.
- 3. To the best of my knowledge, information, and belief, insofar as I have been able to ascertain after reasonable inquiry, considerable time and resources have been expended to ensure a high level of diligence in reviewing and reconciling the proofs of claim filed against the Reorganized Debtors in the chapter 11 cases. In evaluating the Equity Claims, the Reorganized Debtors and/or their advisors thoroughly reviewed the Reorganized Debtors' books and records and the Equity Claims (as well as any supporting documentation) and have determined that each Equity Claim should be disallowed in its entirety for the reasons set forth in the Objection. Failure to do so could result in such claimants receiving an unwarranted recovery—to the detriment of creditors with legitimate claims. Thus, I believe that disallowance of the Equity Claims is appropriate.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing statements are true and correct to the best of my knowledge, information, and belief.

Dated: December 3, 2020 Respectfully submitted,

/s/ Jeffrey Sielinski

Jeffrey Sielinski, Senior Director Alvarez & Marsal North America, LLC

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

	X	
In re:	:	Chapter 11
HI-CRUSH INC., et al.,1	:	Case No. 20-33495 (DRJ)
Reorganized Debtors.	:	(Jointly Administered)
	: X	

# ORDER SUSTAINING REORGANIZED DEBTORS' FIFTH OMNIBUS OBJECTION TO CERTAIN CLAIMS (EQUITY CLAIMS)

Upon the objection (the "Objection")<sup>2</sup> of the above-captioned reorganized debtors (collectively, the "Reorganized Debtors") seeking entry of an order (this "Order") disallowing and expunging the Equity Claims, all as more fully set forth in the Objection; and the Court having jurisdiction over this matter pursuant to 28 U.S.C. § 1334; and it appearing that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and it appearing that the Court may enter a final order consistent with Article III of the United States Constitution; and it appearing that venue of this proceeding and the Objection in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that the Debtors' notice of the Objection and opportunity for a hearing on the Objection were appropriate under the circumstances and no other notice need be provided; and the Court having reviewed the Objection; and all responses, if any, to the Objection having been

The Reorganized Debtors in these cases, along with the last four digits of each Reorganized 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 Reorganized Debtors' address is 1330 Post Oak Blvd, Suite 600, Houston, Texas 77056.

<sup>&</sup>lt;sup>2</sup> Capitalized terms used herein but not defined shall have the meanings ascribed to such terms in the Objection.

withdrawn, resolved, or overruled; and the Court having determined that the legal and factual bases

set forth in the Objection establish just cause for the relief granted herein; and upon all of the

proceedings had before this Court; and after due deliberation and sufficient cause appearing

therefor, it is **HEREBY ORDERED THAT**:

1. Each Equity Claim (i.e., each claim listed on **Schedule 1** hereto) is disallowed in

its entirety.

2. Kurtzman Carson Consultants LLC, as claims agent, is authorized and directed to

update the claims register maintained in these chapter 11 cases to reflect the relief granted in this

Order.

3. Each Equity Claim and the objections by the Reorganized Debtors to each Equity

Claim constitute a separate contested matter as contemplated by Bankruptcy Rule 9014. This

Order shall be deemed a separate order with respect to each Equity Claim.

4. The Reorganized Debtors and Kurtzman Carson Consultants LLC are authorized

to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance

with the Objection.

5. This Court shall retain exclusive jurisdiction to resolve any dispute arising from or

related to this Order.

Signed: , 2020

DAVID R. JONES

UNITED STATES BANKRUPTCY JUDGE

2

# Schedule 1

**Equity Claims** 

## Case 20-33495 Document 495-2 Filed in TXSB on 12/03/20 Page 4 of 18

	NAME	DATE FILED	DEBTOR	CLAIM#	CLAIM AMOUNT	REASON FOR DISALLOWANCE
1	EDWARD JONES & CO CUSTODIAN FBO HANS - PETER VOSS IRA 875 BOXWOOD DRIVE CRYSTAL LAKE, IL 60014	8/14/2020	Hi-Crush Inc.	465	\$ 16,119.16	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
2	EDWARD S. MILLER 103 PRANCER ST BEAUFORT, NC 28516	8/17/2020	Hi-Crush Inc.	570	\$ 16,294.45	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
3	EDWIN & PATRICIA SILVERMAN 1994 TRUST EDWIN SILVERMAN 13332 CREST VALLEY DR RENO, NV 89511	8/4/2020	Hi-Crush Inc.	139	\$ 20,594.85	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
4	EDWIN J HANSEN 19614 SWAN VALLEY DRIVE CYPRESS, TX 77433	8/3/2020	Hi-Crush Inc.	84	\$ 160.00	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
5	EDWIN M HORTON PO BOX 131 CAMDEN, AR 71711	8/19/2020	Hi-Crush Inc.	697	\$ 9.72	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
6	EDWIN M HORTON & STEVEN MARK ROBERTSON JTWROS EDWIN M HORTON PO BOX 131 CAMDEN, AR 71711	8/19/2020	Hi-Crush Inc.	611	\$ 6.26	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
7	ELEANOR TESSIER 630 SWEET HOLLOW RD BLOOMSBURY, NJ 08804	8/4/2020	Hi-Crush Inc.	121	\$ 1,390.12	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.

## Case 20-33495 Document 495-2 Filed in TXSB on 12/03/20 Page 5 of 18

	NAME	DATE FILED	DEBTOR	CLAIM#	CLAIM AMOUNT	REASON FOR DISALLOWANCE
8	ELI HANNA 123 TALL OAKS DR UNIT C WEYMOUTH, MA 02190	7/28/2020	Hi-Crush Inc.	42	\$ 673.04	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
9	ERIC LAYTON PO BOX 998 ROCKWALL, TX 75087	7/31/2020	Hi-Crush Inc.	60	\$ 357.00	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
10	ERIC SZUCH 2011 GARDNER AVE. BERKLEY, MI 48072	8/14/2020	Hi-Crush Inc.	457	\$ 237.51	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
11	ERIC TREMMEL 2802 PALAMORE DRIVE TAMPA, FL 33618	8/1/2020	Hi-Crush Inc.	97	\$ 1,906.32	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
12	ERIC Y LIN & JULIET S.S. LIN JT TEN JULIET S.S. LIN 17 WHITE PINE LANE EAST SETAUKET, NY 11733	8/12/2020	Hi-Crush Inc.	386	\$ 52,020.00	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
13	FAYZUL CHOWDHURY 3810 LARAMIE PLACE D ALEXANDRIA, VA 22309	8/11/2020	Hi-Crush Inc.	329	\$ 5,217.75	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
14	FLINT BRENT 7 BENSON RD SILVER CREEK, MS 39663	7/24/2020	Hi-Crush Inc.	13	\$ 16.75	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.

## Case 20-33495 Document 495-2 Filed in TXSB on 12/03/20 Page 6 of 18

	NAME	DATE FILED	DEBTOR	CLAIM#	CLAIM AMOUNT	REASON FOR DISALLOWANCE
15	FRANK A. ARABIA 4000 LEECHBURG RD NEW KENSINGTON, PA 15068	8/10/2020	Hi-Crush Inc.	252	\$ 8,651.00	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
16	FRANK E. STAJENDA 669 W RIVER RD WATERVILLE, ME 04901	8/3/2020	Hi-Crush Inc.	112	\$ 6,352.25	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
17	FRANK HAYMAN TOOTLE 682 S MIDDLESEX RD CARLISLE, PA 17015	8/5/2020	Hi-Crush Inc.	149	\$ 2,304.95	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
18	FRANK J. & MARIE SILVESTRO 263 JENNINGS ROAD MANAHAWKIN, NJ 08050	8/21/2020	Hi-Crush Inc.	629	\$ 126,114.95	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
19	G. THOMAS FINNEGAN 943 WHITE POINT COURT CHARLESTON, SC 29412	8/20/2020	Hi-Crush Inc.	622	\$ 50,204.60	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
20	GARY ENGELKING 21158 BANK MILL RD SARATOGA, CA 95070	8/12/2020	Hi-Crush Inc.	393	\$ 1,155.00	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
21	GARY GREGORY 3592 S SHEFFORD STREET WICHITA, KS 67215	9/22/2020	OnCore Processing LLC	735	\$ 1,291.99	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.

## Case 20-33495 Document 495-2 Filed in TXSB on 12/03/20 Page 7 of 18

	NAME	DATE FILED	DEBTOR	CLAIM#	CLAIM AMOUNT	REASON FOR DISALLOWANCE
22	GARY HARRIS GARY S. HARRIS 436 MEADOWCREST PARK LEXINGTON, KY 40515	8/11/2020	Hi-Crush Inc.	327	\$ 11,164.76	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
23	GARY R. SCHMECHEL 617 S. WORTHINGTON ST OCONOMOWOC, WI 53066-3675	8/12/2020	Hi-Crush Inc.	367	\$ 13,441.00	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
24	GAVIN WISHART 412 CASALOMA DR FOREST, VA 24551	8/14/2020	Hi-Crush Inc.	509	\$ 698.64	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
25	GEFEI LI 68 DISTANT STAR IRVINE, CA 92618	8/10/2020	Hi-Crush Inc.	232	\$ 287,592.00	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
26	GEORGE FRANK MILLER 124 S TIMBER TOP DR THE WOODLANDS, TX 77380	8/17/2020	Hi-Crush Inc.	568	\$ 561.45	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
27	GEORGE RAWLINS III 2302 BRIDGES RD JONESBORO, AR 72405	8/10/2020	Hi-Crush Inc.	271	\$ 14,495.26	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
28	GEORGE W PARKS 1750 PEACHCREST DRIVE LAWRENCEVILLE, GA 30043	8/10/2020	Hi-Crush Inc.	285	\$ 10,680.20	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.

## Case 20-33495 Document 495-2 Filed in TXSB on 12/03/20 Page 8 of 18

	NAME	DATE FILED	DEBTOR	CLAIM#	CLAIM AMOUNT	REASON FOR DISALLOWANCE
29	GERALD WILLIAM CARLSON GERALD W. CARLSON 1136 POINT BASSE AVE NEKOOSA, WI 54457-1516	8/17/2020	Hi-Crush Inc.	572	\$ 5,279.84	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
30	GLENN D. LEE 4889 2ND AVE N DULUTH, MN 55803	8/10/2020	Hi-Crush Inc.	277	\$ 5,000.00	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
31	GLYNN PEPPER L. GYLNN PEPPER 112 MAHAFFEY COVE RAYMOND, MS 39154-9618	8/15/2020	Hi-Crush Inc.	545	\$ 4,666.44	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
32	GOYENA M. BOUCHER VINCENT D. BOUCHER 7860 FOXBOROUGH WAY OWINGS, MD 20736	8/4/2020	Hi-Crush Inc.	140	\$ 3,900.00	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
33	GRACE MARY WOOD & THOMAS L. WOOD GRACE WOOD DATE OF BIRTH 01-04-56 THOMAS & GRACE WOOD 2605 WHITNEY PLACE FT. GRATIOT, MI 48059	8/13/2020	Hi-Crush Inc.	421	\$ 12,064.95	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
34	GREGORY OR JENNIFER STANEK S9920 RODELL ROAD SOUTH AUGUSTA, WI 54722	7/26/2020	Hi-Crush Inc.	24	\$ 3,712.45	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
35	GUENTHER KIRCHMEIER 2514 ARON DRIVE WEST SEAFORD, NY 11783	8/14/2020	Hi-Crush Inc.	466	\$ 14,125.00	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.

## Case 20-33495 Document 495-2 Filed in TXSB on 12/03/20 Page 9 of 18

	NAME	DATE FILED	DEBTOR	CLAIM#	CLAIM AMOUNT	REASON FOR DISALLOWANCE
36	GUSTAVO TELLERIA 609 W CHURCH RD STERLING, VA 20164	7/28/2020	Hi-Crush Inc.	43	\$ 46.40	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
37	HANZ CHRISTIAN JORGENSEN 6638 JOYCE WAY DALLAS, TX 75225	8/5/2020	Hi-Crush Inc.	164	\$ 678.35	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
38	HARLEN PEASE 1830 W MERRILL SHOW LOW, AZ 85901	8/10/2020	Hi-Crush Inc.	266	\$ 2,387.45	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
39	HEIDI S HEMPEL 17920 SHAVERS LN WAYZATA, MN 55391	10/13/2020	Hi-Crush Inc.	759	\$ 7,709.60	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
40	HENRY ANTHONY ZAMPA HENRY A. ZAMPA 8277 BARTON FARMS BLVD SARASOTA, FL 34240	8/13/2020	Hi-Crush Inc.	423	\$ 2,451.01	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
41	HENRY BERGER 2309 KENDAL WAY SLEEPY HOLLOW, NY 10591	8/14/2020	Hi-Crush Inc.	452	\$ 18,000.00	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
42	HIROO M. MAHTANI 61-45 98TH ST #7M REGO PARK, NY 11374	8/4/2020	Hi-Crush Inc.	141	\$ 8,000.00	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.

## Case 20-33495 Document 495-2 Filed in TXSB on 12/03/20 Page 10 of 18

	NAME	DATE FILED	DEBTOR	CLAIM#	CLAIM AMOUNT	REASON FOR DISALLOWANCE
43	HUI YUN WU 10F, NO. 28-1, NAN-FENG 3RD STREET TAO YUAN, 33064 TAIWAN	8/13/2020	Hi-Crush Inc.	407	\$ 28,935.95	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
44	INVESTMENTS R US LINDA JOHNSON 24011 FLATTER AVE TOMAH, WI 54660	8/13/2020	Hi-Crush Inc.	431	\$ 3,249.34	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
45	IRA FBO - JAMES E. LILES, JR 1203 PIONEER BLVD. SEARCY, AR 72143	8/3/2020	Hi-Crush Inc.	108	\$ 700.90	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
46	ISAAC AND SAMANTHA RENFRO 4402 CHESTNUT GROVE LEAGUE CITY, TX 77573	8/16/2020	Hi-Crush Inc.	562	\$ 4,409.07	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
47	IVOR AND HADASSAH FOOX IVOR FOOX PO BOX 582 BELLAIRE, TX 77402	8/17/2020	Hi-Crush Inc.	576	\$ 9,623.55	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
48	J. BRIAN COREY 41 GILMORE ROAD NORTH EASTON, MA 02356	8/7/2020	Hi-Crush Inc.	184	\$ 8,424.10	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
49	JACOB J. WALTERS 2710 MCCLEARY JACOBY RD CORTLAND, OH 44410	8/18/2020	Hi-Crush Inc.	608	\$ 1,838.01	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.

## Case 20-33495 Document 495-2 Filed in TXSB on 12/03/20 Page 11 of 18

	NAME	DATE FILED	DEBTOR	CLAIM#	CLAIM AMOUNT	REASON FOR DISALLOWANCE
50	JAMES A. KUBINSKI 1210 CURTRIGHT PLACE GREENSBORO, GA 30642	8/21/2020	Hi-Crush Inc.	630	\$ 9,814.65	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
51	JAMES ASKINS 16368 MORNINGSIDE DR EDMOND, OK 73013	8/5/2020	Hi-Crush Inc.	158	\$ 9,950.00	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
52	JAMES B. GAGNIER 4805 FOXWOOD DR. S. CLIFTON PARK, NY 12065	8/10/2020	Hi-Crush Inc.	287	\$ 140.01	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
53	JAMES B. GAGNIER 4805 FOXWOOD DR. S. CLIFTON PARK, NY 12065	8/10/2020	Hi-Crush Inc.	307	\$ 326.40	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
54	JAMES B. GAGNIER 4805 FOXWOOD DR. S. CLIFTON PARK, NY 12065	11/2/2020	Hi-Crush Inc.	787	\$ 475.37	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
55	JAMES C GUTHRIE 1801 CURRY AVE NOKOMIS, FL 34275	8/4/2020	Hi-Crush Inc.	137	\$ 3,268.94	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
56	JAMES DOAN 3819 RUSKIN ST. HOUSTON, TX 77005-4307	9/14/2020	Hi-Crush Inc.	730	Undetermined*	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.

## Case 20-33495 Document 495-2 Filed in TXSB on 12/03/20 Page 12 of 18

	NAME	DATE FILED	DEBTOR	CLAIM#	CLAIM AMOUNT	REASON FOR DISALLOWANCE
57	JAMES F ERLENBORN JAMES F ERLENBORN NANCY K ERLENBORN 2908 DEBO DR PERU, IL 61354	8/5/2020	Hi-Crush Inc.	166	\$ 18,441.83	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
58	JAMES M. RITCHIE 7276 WALNUT GROVE DR. MECHANICSVILLE, VA 23111	8/15/2020	Hi-Crush Inc.	540	\$ 32,206.00	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
59	JAMES OAKS 63 STARBOARD COURT RIDGELEY, WV 26753	8/1/2020	Hi-Crush Inc.	96	\$ 5,917.81	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
60	JAMES T AVILLO 12 LOUIS STREET LITTLE FERRY, NJ 07643	7/29/2020	Hi-Crush Inc.	50	\$ 4,549.95	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
61	JAMES W ORR WELLS FARGO ADVISORS 403 N SHADY LN DOTHAN, AL 36303	8/12/2020	Hi-Crush Inc.	364	\$ 5,047.80	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
62	JANA CUSACK 5191 W BUCKSKIN RD POCATELLO, ID 83201	8/11/2020	Hi-Crush Inc.	319	\$ 4,099.10	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
63	JANET L. KOONS 2603 26TH COURT JUPITER, FL 33477	7/28/2020	Hi-Crush Inc.	47	\$ 3,431.00	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.

## Case 20-33495 Document 495-2 Filed in TXSB on 12/03/20 Page 13 of 18

	NAME	DATE FILED	DEBTOR	CLAIM#	CLAIM AMOUNT	REASON FOR DISALLOWANCE
64	JAY D. WEST AND STEPHANIE WEST 5085 HWY 354 CHANNING, TX 79018	8/18/2020	Hi-Crush Inc.	593	\$ 4,820.00	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
65	JEFF CHEN 10106 B 4TH AVE NW SEATTLE, WA 98177	7/27/2020	Hi-Crush Inc.	31	\$ 3,030.28	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
66	JEFF LEESON 11440 MOONHILL ROAD KAGEL CANYON, CA 91342	7/24/2020	Hi-Crush Holdings LLC	22	\$ 659.39	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
67	JEFFREY MEYER 27 CANVAS RD. MAPLE, ON L6A 3E7 CANADA	8/9/2020	Hi-Crush Inc.	213	\$ 2,680.00	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
68	JEFFREY TON 410 COMMODORE WAY HOUSTON, TX 77079	8/4/2020	Hi-Crush Inc.	124	\$ 11,527.00	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
69	JENNIFER A KRUGER 3811 ST. JOHNS WAY SOUTH BEND, IN 46628	8/10/2020	Hi-Crush Inc.	262	\$ 85.00	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
70	JEREMIAH FREEMAN 261 WEIRS ROAD GILFORD, NH 03249	8/15/2020	Hi-Crush Inc.	510	\$ 73.50	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.

## Case 20-33495 Document 495-2 Filed in TXSB on 12/03/20 Page 14 of 18

	NAME	DATE FILED	DEBTOR	CLAIM#	CLAIM AMOUNT	REASON FOR DISALLOWANCE
71	JEREMY DRISCOLL 215 100TH STREET SOUTHWEST, APT D105 EVERETT, WA 98204	8/1/2020	Hi-Crush Inc.	71		Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
72	JIANZHONG YANG 3602 DOUBLE LAKE DR MISSOURI CITY, TX 77459	9/17/2020	Hi-Crush Inc.	732	\$ 157,905.00	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
73	JINGYU ZHOU 10 HEATHER LN OAK BROOK, IL 60523	8/8/2020	Hi-Crush Inc.	217	\$ 1,200.37	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
74	JOAN C BAMFORD 4205 TECH FARM RD. POCATELLO, ID 83204	8/14/2020	Hi-Crush Inc.	446	\$ 30.36	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
75	JOAN C. BAMFORD 4205 TECH FARM ROAD PORATELLO, ID 83204	8/11/2020	Hi-Crush Inc.	316	\$ 12,489.42	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
76	JOANNE MCCARTHY TRUST, JOANNE MCCARTHY TRUSTEE C/O GAIL MCCARTHY 3143 S SUPERIOR STREET MILWAUKEE, WI 53207	8/10/2020	Hi-Crush Inc.	250	\$ 7,433.27	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
77	JOE SUPPLEE 7363 BALMORE DR SW SUNSET BEACH, NC 28468	7/30/2020	Hi-Crush Inc.	65	\$ 11,002.40	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.

## Case 20-33495 Document 495-2 Filed in TXSB on 12/03/20 Page 15 of 18

	NAME	DATE FILED	DEBTOR	CLAIM#	CLAIM AMOUNT	REASON FOR DISALLOWANCE
78	JOHN A. RADOCHA PO BOX 550 SPARTA, WI 54656-0550	8/12/2020	Hi-Crush Inc.	382	\$ 9,844.26	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
79	JOHN F. EPPLING 64766 WOODELL LANE COVE, OR 97824	8/13/2020	Hi-Crush Inc.	428	\$ 495,100.00	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
80	JOHN O. ROBERTSON & SONIA B. ROBERTSON JOHN OVERTON ROBERTSON 336 DANFORTH ST PORTLAND, ME 04102	8/14/2020	Hi-Crush Inc.	463	\$ 14,187.90	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
81	JOHNATHAN TINSLEY JOHN TINSLEY 85753 HIGHWAY 35 WAKEFIELD, NE 68784	7/27/2020	Hi-Crush Inc.	28	\$ 212.69	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
82	JON B GOODNIGHT 351 S STATE HIGHWAY T SPRINGFIELD, MO 65802	8/24/2020	Hi-Crush Inc.	677	\$ 60,000.00	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
83	JON B GOODNIGHT & ASL GOODNIGHT 351 S STATE HWY T SPRINGFIELD, MO 65802	8/24/2020	Hi-Crush Inc.	676	\$ 60,000.00	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
84	JOSEPH D. MAHONEY 37 S OLD MILL LN BURR RIDGE, IL 60527	8/13/2020	Hi-Crush Inc.	412	\$ 5,101.00	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.

## Case 20-33495 Document 495-2 Filed in TXSB on 12/03/20 Page 16 of 18

	NAME	DATE FILED	DEBTOR	CLAIM#	CLAIM AMOUNT	REASON FOR DISALLOWANCE
85	JOSEPH H MCALLISTER 12243 TOM MONTGOMERY RD. NORTHPORT, AL 35473	8/6/2020	Hi-Crush Inc.	176	\$ 37,937.86	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
86	JUDY JAWER 3120 SW 187TH TERRACE MIRAMAR, FL 33029	8/10/2020	Hi-Crush Inc.	251	\$ 9,398.00	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
87	JULIET SHU SHIA LIN & ERIC Y LIN JULIET S.S. LIN 17 WHITE PINE LANE EAST SETAUKET, NY 11733	8/12/2020	Hi-Crush Inc.	387	\$ 76,200.00	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
88	JUSTIN LEWIS 27499 NORTH WOODLAND PEPPER PIKE, OH 44124	8/14/2020	Hi-Crush Inc.	439	\$ 335.80	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
89	KATHERINE GRANT 1207 N 21ST STREET RICHMOND, VA 23223	10/19/2020	Hi-Crush Inc.	765	\$ 9,697.83	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
90	KATHLEEN AND JESSIE RESENDEZ KATHLEEN/JESSIE RESENDEZ 416 FORT GRIFFIN TRAIL GEORGETOWN, TX 78633	8/15/2020	Hi-Crush Inc.	548	\$ 4,380.00	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
91	KATHRYN STEWART 117 WILDWOOD LN RUSSELL, PA 16345	8/7/2020	Hi-Crush Inc.	212	\$ 3,582.89	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.

## Case 20-33495 Document 495-2 Filed in TXSB on 12/03/20 Page 17 of 18

	NAME	DATE FILED	DEBTOR	CLAIM#	CLAIM AMOUNT	REASON FOR DISALLOWANCE
92	KATHY STUFFMANN 765 OAK BRANCH DRIVE OAK PARK, CA 91377-3818	7/31/2020	Hi-Crush Inc.	70	\$ 3,800.00	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
93	KEITH D. WHITE 433 SYLVAN AVE #51 MOUNTAIN VIEW, CA 94041	8/4/2020	Hi-Crush Inc.	142	\$ 121.84	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
94	KEITH KOKOS 945 EAST KUIAHA HAIKU, HI 96708	10/26/2020	Hi-Crush Inc.	780	\$ 3,029.94	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
95	KELLY S. SELKO 2930 CHANNEL DR LINCOLN, NE 68516	8/11/2020	Hi-Crush Inc.	324	Undetermined*	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
96	KENICHIRO MIZUTA 1-4-11 KYODO SETAGAYA, TOKYO, 1560052 JAPAN	7/31/2020	Hi-Crush Inc.	61	\$ 62.00	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
97	KENNY WEISS 4345 E ALISO CANYON TR PHOENIX, AZ 85044	7/31/2020	Hi-Crush Inc.	87	\$ 2,119.00	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
98	KERRY WELLS 2810 LAKE HIGHLAND CIRCLE BIRMINGHAM, AL 35242	8/11/2020	Hi-Crush Inc.	300	\$ 2,915.99	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.

## Case 20-33495 Document 495-2 Filed in TXSB on 12/03/20 Page 18 of 18

	NAME	DATE FILED	DEBTOR	CLAIM#	CLAIM AMOUNT	REASON FOR DISALLOWANCE
99	KEVIN J. CALLAWAY 12400 N. FALLEN SHADOWS DR. MARANA, AZ 85658	8/11/2020	Hi-Crush Inc.	295	\$ 3,030.95	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
100	KIMBERLY STEFFENS 3250 E ORANGE GROVE BLVD PASADENA, CA 91107	7/31/2020	Hi-Crush Inc.	92	Undetermined*	Pursuant to Bankruptcy Rule 3007(d)(7), the Debtors object to this claim on the grounds that such claim is asserted on account of equity interests held by the claimant and is therefore not a "claim" as defined in section 101(5) of the Bankruptcy Code. Accordingly Debtors believe the claim should be disallowed and expunged in its entirety.
				TOTAL	\$ 1,906,581.19*	