

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

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In re: : Chapter 11
:
HI-CRUSH PERMIAN SAND LLC, *et al.*,¹ : Case No. 20-33505 (DRJ)
: (Jointly Administered)
Reorganized Debtors. : (Formerly Jointly Administered under Lead
: Case: Hi-Crush Inc., Case No. 20-33495)
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**STIPULATION BETWEEN THE REORGANIZED
DEBTORS AND LEXON INSURANCE COMPANY AND ENDURANCE
AMERICAN INSURANCE COMPANY REGARDING REORGANIZED DEBTORS'
TENTH OMNIBUS OBJECTION TO CERTAIN CLAIMS (NO LIABILITY CLAIMS)
[Relates to Docket No. 500]**

WHEREAS, on August 7, 2020, Lexon Insurance Company and Endurance American Insurance Company (collectively, “**Lexon**”) filed proofs of claim nos. 89, 186, 187, 189, 190, 192, 193, 195, 196, 197, 198, 199, 200, 201, 203, 204, 205, 206, 207, 208, 209, and 211 each in the face amount of \$6,372,110.16 against each of the above-captioned Reorganized Debtors on account of certain surety bonds issued by Lexon (collectively, the “**Lexon Claims**”):

WHEREAS, on September 23, 2020, the Court entered the *Findings of Fact, Conclusions of Law and Order Confirming the Joint Plan of Reorganization for Hi-Crush Inc. and its Affiliate Debtors under Chapter 11 of the Bankruptcy Code* (the “**Confirmation Order**”) [Docket No. 420].

WHEREAS, paragraph 56 of the Confirmation Order provides that the Reorganized Debtors have assumed all rights and obligations with respect to the surety bonds issued by Lexon and that all rights and claims under those agreements are preserved;

WHEREAS, on November 9, 2020, the Court entered an order [Docket No. 477] approving certain omnibus objection procedures in these chapter 11 cases;

¹ 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.



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WHEREAS, on December 3, 2020, the Reorganized Debtors' filed the *Reorganized Debtors' Tenth Omnibus Objection to Certain Claims (No Liability Claims)* (the "**Tenth Omnibus Objection**"), which sought to disallow the Lexon Claims (the "**Lexon Objections**"), among others; and

WHEREAS, Lexon and the Reorganized Debtors have engaged in discussions and have reached an agreement on the resolution of the Lexon Claims and the Lexon Objection.

IT IS THEREFOR STIPULATED AND AGREED THAT,

1. Lexon hereby withdraws the Lexon Claims.
2. The Reorganized Debtors hereby withdraw the Lexon Objections.
3. Lexon and the Reorganized Debtors retain all rights under the Confirmation Order.
4. This stipulation applies only to the Lexon Objections and shall not be deemed to be a withdrawal of any other objections asserted in the Tenth Omnibus Objection.

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STIPULATED AND AGREED TO BY:

December 28, 2020

/s/ Philip M. Guffy

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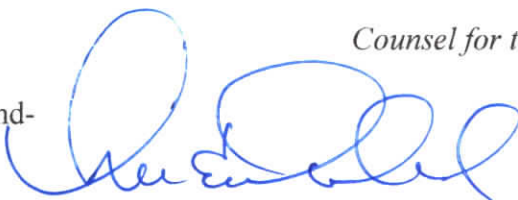
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