

**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.*,<sup>1</sup> : Case No. 20-33505 (DRJ)  
: (Jointly Administered)  
Reorganized Debtors. : (Formerly Jointly Administered under Lead  
: Case: Hi-Crush Inc., Case No. 20-33495)<sup>2</sup>  
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**ORDER SUSTAINING REORGANIZED DEBTORS' FOURTH, FIFTH, SIXTH,  
AND SEVENTH OMNIBUS OBJECTIONS TO CERTAIN CLAIMS (EQUITY CLAIMS)**  
**[Relates to Docket Nos. 494, 495, 496, & 497]<sup>3</sup>**

Upon the objections (the “**Objections**”)<sup>4</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 Objections; 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

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<sup>1</sup> 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>2</sup> On December 11, 2020, the Court entered the *Final Decree Closing Certain of the Chapter 11 Cases* [Docket No. 505], which closed each Reorganized Debtor’s case except for Hi-Crush Permian Sand LLC, Case No. 20-33505, and directed that all further filings be made in that case.

<sup>3</sup> All references to “Docket No.” refer to the docket in the former lead case of Hi-Crush Inc., Case No. 20-33495 unless otherwise indicated.

<sup>4</sup> Capitalized terms used herein but not defined shall have the meanings ascribed to such terms in the Objections.



this proceeding and the Objections in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that the Debtors' notice of the Objections and opportunity for a hearing on the Objections were appropriate under the circumstances and no other notice need be provided; and upon the hearing held on January 25, 2021; and the Court having reviewed the Objections; and all responses, if any, to the Objections having been withdrawn, resolved, or overruled; and the Court having determined that the legal and factual bases set forth in the Objections 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 Objections.

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

Signed: \_\_\_\_\_, 2021

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DAVID R. JONES  
UNITED STATES BANKRUPTCY JUDGE

**Schedule 1**

**Equity Claims**

Hi-Crush Inc., et al. 20-33495 (DRJ)  
Fourth, Fifth, Sixth, and Seventh Omnibus Objections (Equity Claims)  
Schedule 1

| OMNIBUS<br>OBJECTION # | NAME | DATE<br>FILED                                                                         | DEBTOR    | CLAIM #       | CLAIM AMOUNT | REASON FOR DISALLOWANCE |                                                                                                                                                                                                                                                                                                                                                      |
|------------------------|------|---------------------------------------------------------------------------------------|-----------|---------------|--------------|-------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1                      | 4    | BLASE J FURFARO<br>19332 E CAMINO DE LA PLACITA<br>TUCSON, AZ 85748                   | 7/31/2020 | Hi-Crush Inc. | 67           | \$ 7,550.79             | 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                      | 4    | BLASE J. FURFARO<br>10332 E. CAMINO DE LA PLACITA<br>TUCSON, AZ 85748                 | 8/6/2020  | Hi-Crush Inc. | 175          | \$ 50,623.03            | 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                      | 4    | D GEORGE RICHARDS AND JOAN A RICHARDS<br>120 W MOUNTAIN ROAD<br>SPARTA, NJ 07871-3526 | 8/10/2020 | Hi-Crush Inc. | 314          | 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. |
| 4                      | 4    | DONALD ADLER<br>3903 NOSTRAND AVE<br>BROOKLYN, NY 11235                               | 8/4/2020  | Hi-Crush Inc. | 135          | \$ 1,700.00             | 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                      | 4    | DONALD E WILLIAMS<br>3286 S CRAPO RD<br>ITHACA, MI 48847-9564                         | 8/11/2020 | Hi-Crush Inc. | 322          | \$ 18,517.00            | 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. |
| 6                      | 5    | JOHN F. EPPLING<br>64766 WODELL LANE<br>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. |
| 7                      | 5    | JUDY JAWER<br>3120 SW 187TH TERRACE<br>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. |
| 8                      | 6    | PETER SPULER<br>10800 BLACKPOWDER COURT<br>FORT WASHINGTON, MD 20744                  | 8/3/2020  | Hi-Crush Inc. | 111          | \$ 9,000.00             | 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. |

Hi-Crush Inc., et al. 20-33495 (DRJ)  
 Fourth, Fifth, Sixth, and Seventh Omnibus Objections (Equity Claims)  
 Schedule 1

| OMNIBUS<br>OBJECTION # | NAME | DATE<br>FILED                                                          | DEBTOR    | CLAIM #       | CLAIM AMOUNT   | REASON FOR DISALLOWANCE |                                                                                                                                                                                                                                                                                                                                                      |
|------------------------|------|------------------------------------------------------------------------|-----------|---------------|----------------|-------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 9                      | 6    | RAYMOND WEGLEITNER<br>1865 WALTER ST<br>MAPLEWOOD, MN 55109            | 8/25/2020 | Hi-Crush Inc. | 689            | \$ 16,900.00            | 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. |
| 10                     | 7    | ROBERT M SHACKELTON SR<br>120 HUNNS LAKE RD<br>STANFORDVILLE, NY 12581 | 7/31/2020 | Hi-Crush Inc. | 77             | \$ 8,066.38             | 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                     | 7    | ROSALIE P. ZANATTA<br>315 LOMITA AVE<br>MILLBRAE, CA 94030             | 8/13/2020 | Hi-Crush Inc. | 436            | \$ 1,113.78             | 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                  |      |                                                                        |           |               | \$ 617,968.98* |                         |                                                                                                                                                                                                                                                                                                                                                      |