

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)²
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**REORGANIZED DEBTORS' THIRTEENTH OMNIBUS OBJECTION
TO CERTAIN CLAIMS (LATE-FILED CLAIMS AND SATISFIED CLAIMS)**

This objection seeks to disallow certain claims. Claimants receiving this objection should locate their names and claims on Schedule 1 and Schedule 2 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 disallowed without a hearing.

A hearing will be conducted on this matter on May 14, 2021 at 9:30 am (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

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.

² On December 11, 2020, the Court entered the *Final Decree Closing Certain of the Chapter 11 Cases* [Case No. 20-33495, 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.



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.

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, you must respond in writing. Unless otherwise directed by the Court, you must file your response electronically at <https://ecf.txsb.uscourts.gov/> within 30 days from the date this objection was filed. Otherwise, the Court may treat the pleading as unopposed and grant the relief requested.

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

RELIEF REQUESTED

1. By this Objection, the Reorganized Debtors seek entry of an order (the “**Order**”), substantially in the form attached hereto, disallowing each of the claims identified on **Schedule 1** (the “**Late-filed Claims**”) and **Schedule 2** (the “**Satisfied Claims**”) to the Order (collectively, the “**Disputed Claims**”) in their entirety for the following reasons:

- a. each of the Late-Filed Claims was filed after the applicable Bar Date (defined below); and
- b. each of the Satisfied Claims was satisfied or released prior to the Petition Date (as defined below) or during the course of these chapter 11 cases.

2. In support hereof, the Reorganized Debtors submit the declaration of Jeffrey Sielinski, Senior Director of Alvarez and Marsal North America, LLC (the “**Sielinski Declaration**”), attached here as **Exhibit A**.

JURISDICTION AND VENUE

3. 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.

4. 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 “**Bankruptcy Rules**”), 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

5. 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]³ (the “**First Day Declaration**”), filed on the Petition Date.

6. 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

³ 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.

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**”).

7. 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] (the “**Notice of Effective Date**”).

8. 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.

9. 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 entities⁴ holding or wishing to assert a “claim” (as defined in section 101(15) of the Bankruptcy Code).

10. Notice of the Bar Dates was provided to all known creditors on July 16, 2020, including to the registered holders of the Debtors’ equity interests. *See Certificate of Service*

⁴ 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 was January 8, 2021, at 5:00 p.m. (prevailing Central Time) (together with the General Bar Date, the “**Bar Dates**”).

[Docket No. 170]. In addition, notice of the Bar Dates was provided via publication in the national edition of the *Wall Street Journal* and the *Houston Chronicle* on July 17, 2020. See *Affidavits of Publication* [Docket Nos. 165 and 166].

11. 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.

THE DISPUTED CLAIMS

12. Based on the Reorganized Debtors' review of their books and records and the filed proofs of claims, the Reorganized Debtors object to the Disputed Claims for the Reasons set forth below. Accordingly, the Reorganized Debtors request that the Court enter the Order disallowing the Disputed Claims as set forth on **Schedule 1** and **Schedule 2** to the Order

I. Late-Filed Claims

13. The Reorganized Debtors object to the Late-Filed Claims because each Late-Filed Claim was filed after the applicable Bar Date. Accordingly, the Reorganized Debtors request that the Court enter the Order, disallowing the Equipment Finance Claims listed on **Schedule 1** to the Order.

II. Satisfied Claims

14. The Reorganized Debtors object to the Satisfied Claims because the Reorganized Debtors have determined, based on a thorough review of their books and records, that the Satisfied Claims have been satisfied (or released) in full either before or after the Petition Date and that no

further distributions are required on account of such satisfied (or released) amounts. In particular, the Satisfied Claims are claims of taxing authorities that were paid by the Reorganized Debtors under the authority granted by certain “First Day” orders entered by the Court on account of motions filed on the Petition Date, including, without limitation, the *Order Authorizing Payment of Prepetition Taxes and Fees* [Docket No. 93].

15. Accordingly, the Reorganized Debtors request that the Court enter the Order, disallowing and expunging the Satisfied Claims.

BASIS FOR RELIEF

16. 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). Further, section 502(b)(9) of the Bankruptcy Code provides, in relevant part, that a claim may not be allowed if “proof of such claim is not timely filed” 11 U.S.C. § 502(b)(9).

17. 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 were not timely filed [or] they have been satisfied or released during the case in accordance with the Code, applicable rules, or a court order.” Fed. R. Bankr. P. 3007(d).

18. As set forth above, notice of the Bar Dates was provided to all known creditors, including to the registered holders of the Debtors’ equity interests. Notice was also provided to unknown creditors via publication. “In general, for unknown creditors whose identities and claims

are not reasonably ascertainable, and for creditors who hold only conceivable, conjectural, or speculative claims, constructive notice of the bar date by publication is sufficient.” *Placid Oil Co. v. Williams (In re Placid Oil Co.)*, 463 B.R. 803, 816–17 (Bankr. N.D. Tex. 2012), *subsequently aff’d*, 753 F.3d 151 (5th Cir. 2014); *see also La. Dep’t of Env’t Quality v. Crystal Oil Co. (In re Crystal Oil Co.)*, 158 F.3d 291, 299 (5th Cir. 1998) (holding that notice by publication in the national edition of the *Wall Street Journal* was sufficient to discharge the claims of unknown creditors).

19. 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)).

20. For the reasons set forth above, as supported by the Sielinski Declaration, the Reorganized Debtors respectfully request that the Court enter an Order sustaining this Objection and disallowing the Disputed Claims as set forth above. Failure to do so could result in the claimants receiving unwarranted or duplicate recoveries from the Reorganized Debtors—to the detriment of legitimate creditors.

RESERVATION OF RIGHTS

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

SEPARATE CONTESTED MATTER

22. To the extent that a response is filed regarding any Disputed Claim and the Reorganized Debtors are unable to resolve any such response, each such Disputed Claim, and the Objection as it pertains to such Disputed 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.

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Dated: April 8, 2021
Houston, Texas

Respectfully Submitted,

/s/ Philip M. Guffy

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

Joseph P. Rovira (TX Bar No. 24066008)

Ashley Harper (TX Bar No. 24065272)

Philip M. Guffy (TX Bar No. 24113705)

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 April 8, 2021, 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**

	X	
In re:	:	Chapter 11
	:	
HI-CRUSH PERMIAN SAND LLC, <i>et al.</i> , ¹	:	Case No. 20-33505 (DRJ)
	:	(Jointly Administered)
Reorganized Debtors.	:	(Formerly Jointly Administered under Lead
	:	Case: Hi-Crush Inc., Case No. 20-33495) ²
	X	

**DECLARATION OF JEFFREY SIELINSKI IN SUPPORT OF
REORGANIZED DEBTORS’ THIRTEENTH OMNIBUS OBJECTION
TO CERTAIN CLAIMS (LATE-FILED CLAIMS AND SATISFIED 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.³ 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

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.

² On December 11, 2020, the Court entered the *Final Decree Closing Certain of the Chapter 11 Cases* [Case No. 20-33495, 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.

³ 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 and afterwards. 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’ Thirteenth Omnibus Objection to Certain Claims (Late-Filed Claims and Satisfied Claims)* (the “**Objection**”) and am directly, or by and through the Reorganized Debtors’ advisors and personnel, familiar with the information contained therein and the Disputed 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 Disputed Claims, the Reorganized Debtors and/or their advisors thoroughly reviewed the Reorganized Debtors’ books and records and the Disputed Claims (as well as any supporting documentation) and have determined that the Disputed Claims should be disallowed in their entirety for the reasons set forth in the Objection.

4. Failure to do so could result in such claimants receiving an unwarranted or duplicate recovery—to the detriment of similarly situated creditors with legitimate claims. Thus, I believe that disallowance of the Disputed Claims in their entirety 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: April 8, 2021

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**

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In re:	:	Chapter 11
	:	
HI-CRUSH PERMIAN SAND LLC, <i>et al.</i> , ¹	:	Case No. 20-33505 (DRJ)
	:	(Jointly Administered)
Reorganized Debtors.	:	(Formerly Jointly Administered under Lead
	:	Case: Hi-Crush Inc., Case No. 20-33495) ²
-----	X	

**ORDER SUSTAINING REORGANIZED
DEBTORS’ THIRTEENTH OMNIBUS OBJECTION TO
CERTAIN CLAIMS (LATE-FILED CLAIMS AND SATISFIED CLAIMS)
[Relates to Objection at Docket No. __]**

Upon the objection (the “**Objection**”)³ of the above-captioned reorganized debtors (collectively, the “**Reorganized Debtors**”) seeking entry of an order (this “**Order**”) disallowing the Disputed Claims in their entirety, 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

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.

² On December 11, 2020, the Court entered the *Final Decree Closing Certain of the Chapter 11 Cases* [Case No. 20-33495, 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.

³ Capitalized terms used herein but not defined shall have the meanings ascribed to such terms in the Objection.

1409; and it appearing that the Reorganized 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 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 Disputed Claim (i.e., those claims listed on Schedule 1 and Schedule 2 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. 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.

4. Each Disputed Claim and the objections by the Reorganized Debtors to each Disputed Claim constitute a separate contested matter as contemplated by Bankruptcy Rule 9014. This Order shall be deemed a separate order with respect to each Disputed Claim.

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

Signed: _____, 2021

DAVID R. JONES
UNITED STATES BANKRUPTCY JUDGE

Schedule 1

Late-Filed Claims

Hi-Crush Permian Sand LLC, et al. 20-33505 (DRJ)
 Thirteenth Omnibus Objection
 Schedule 1 - Late-Filed Claims

	NAME	DATE FILED	DEBTOR	CLAIM #	CLAIM AMOUNT	REASON FOR DISALLOWANCE
1	DAVID HALVORSON N16601 SHORELINE DR PEMBINE, WI 54156	3/4/2021	Hi-Crush Inc.	847	\$ 5,000.00	Proof of claim has been filed after the General Bar Date of August 16, 2020 which was established via the Order Establishing Bar Dates and Related Procedures for Filing Proofs of Claim (DKT 88).
2	DEPARTMENT OF TREASURY - INTERNAL REVENUE SERVICE INTERNAL REVENUE SERVICE PO BOX 7346 PHILADELPHIA, PA 19101-7346	3/19/2021	Hi-Crush Services LLC	848	\$ 31,673.28	Proof of claim has been filed after the Governmental Bar Date of January 8, 2021 which was established via the Order Establishing Bar Dates and Related Procedures for Filing Proofs of Claim (DKT 88).
3	FREDERICK SNYDER 3028 CORTE PORTAL NEWPORT BEACH, CA 92660	12/31/2020	Hi-Crush Inc.	837	\$ 5,965.04	Proof of claim has been filed after the General Bar Date of August 16, 2020 which was established via the Order Establishing Bar Dates and Related Procedures for Filing Proofs of Claim (DKT 88).
4	JORDAN MCGOVERN 18090 NW CORNELL RD, APT. B BEAVERTON, OR 97006	2/25/2021	Hi-Crush Inc.	846	\$ 9,035.51	Proof of claim has been filed after the General Bar Date of August 16, 2020 which was established via the Order Establishing Bar Dates and Related Procedures for Filing Proofs of Claim (DKT 88).
5	KANE, JOHN A 1211 WILSON DR EAU CLAIRE, WI 54703	11/30/2020	Hi-Crush Inc.	826	Undetermined*	Proof of claim has been filed after the General Bar Date of August 16, 2020 which was established via the Order Establishing Bar Dates and Related Procedures for Filing Proofs of Claim (DKT 88).
6	SAY COMMUNICATIONS, LLC 155 WOOSTER STREET, SUITE #4F NEW YORK, NY 10012	2/10/2021	Hi-Crush Inc.	845	\$ 91.78	Proof of claim has been filed after the General Bar Date of August 16, 2020 which was established via the Order Establishing Bar Dates and Related Procedures for Filing Proofs of Claim (DKT 88).
TOTAL					\$ 51,765.61*	

* - Indicates claim contains unliquidated and/or undetermined amounts

Schedule 2
Satisfied Claims

Hi-Crush Permian Sand LLC, et al. 20-33505 (DRJ)
Thirteenth Omnibus Objection
Schedule 2 - Satisfied Claims

	NAME	DATE FILED	CASE NUMBER	DEBTOR	CLAIM #	ASSERTED CLAIM AMOUNT	REASON FOR SATISFACTION
1	CYPRESS-FAIRBANKS ISD LINEBARGER GOGGAN BLAIR & SAMPSON, LLP PO BOX 3064 HOUSTON, TX 77253-3064	7/29/2020	20-33495 (DRJ)	Hi-Crush Inc.	120	Undetermined*	Proof of Claim asserts an undetermined amount for unpaid taxes. Claim has been satisfied in full pursuant payment made under First Day Relief via check number 7940 dated 12/29/2020.
2	ECTOR CAD LINEBARGER GOGGAN BLAIR & SAMPSON, LLP 112 E. PECAN STREET, SUITE 2200 SAN ANTONIO, TX 78205	7/27/2020	20-33501 (DRJ)	D & I Silica, LLC	53	\$ 22,109.16	Proof of Claim asserts an amount of \$22,109.16 for unpaid taxes. Claim has been satisfied in full pursuant payment made under First Day Relief via check number 14917 dated 01/27/2021.
3	ECTOR CAD LINEBARGER GOGGAN BLAIR & SAMPSON, LLP 112 E. PECAN STREET, SUITE 2200 SAN ANTONIO, TX 78205	7/27/2020	20-33503 (DRJ)	Hi-Crush LMS LLC	51	\$ 2,210.91	Proof of Claim asserts an amount of \$2,210.91 for unpaid taxes. Claim has been satisfied in full pursuant payment made under First Day Relief via check number 13877 dated 01/27/2021.
4	ECTOR CAD LINEBARGER GOGGAN BLAIR & SAMPSON, LLP 112 E. PECAN STREET, SUITE 2200 SAN ANTONIO, TX 78205	7/27/2020	20-33513 (DRJ)	FB Industries USA Inc.	52	\$ 8,000.65	Proof of Claim asserts an amount of \$8,000.65 for unpaid taxes. Claim has been satisfied in full pursuant payment made under First Day Relief via check number 13877 dated 01/27/2021.
5	HARRIS COUNTY, ET AL TARA L. GRUNDEMEIER LINEBARGER GOGGAN BLAIR & SAMPSON, LLP PO BOX 3064 HOUSTON, TX 77253-3064	7/29/2020	20-33495 (DRJ)	Hi-Crush Inc.	249	\$ 961.89	Proof of Claim asserts an amount of \$961.89 for unpaid taxes. Claim has been satisfied in full pursuant payment made prior to the petition date via check number 7524 dated 01/22/2020.
6	MIDLAND CENTRAL APPRAISAL DISTRICT, ET AL. TARA LEDAY MCCREARY, VESELKA, BRAGG & ALLEN, P.C. P.O. BOX 1269 ROUND ROCK, TX 78680-1269	7/16/2020	20-33495 (DRJ)	Hi-Crush Inc.	34	\$ 6,040.88	Proof of Claim asserts an amount of \$6,040.88 for unpaid taxes. Claim has been satisfied in full pursuant payment made under First Day Relief via check number 13883 dated 01/27/2021.
7	TREMPEALEAU COUNTY TREASURER LAURIE HALAMA, TREASURER 36245 MAIN STREET P.O. BOX 67 WHITEHALL, WI 54773	9/30/2020	20-33502 (DRJ)	Hi-Crush Blair LLC	738	\$ 1,967.51	Proof of Claim asserts an amount of \$1,967.51 for unpaid taxes. Claim has been satisfied in full pursuant payment made under First Day Relief via check number 6892 dated 10/28/2020.
TOTAL						\$ 41,291.00*	

* - Indicates claim contains unliquidated and/or undetermined amounts