

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

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

STIPULATION BETWEEN THE REORGANIZED DEBTORS
AND OHIO DEPARTMENT OF TAXATION REGARDING CLAIM NO. 119

WHEREAS, on July 28, 2020, the OHIO DEPARTMENT OF TAXATION (the "Ohio Dept. of Tax") filed proof of claim number 119 against debtor D & I Silica, LLC in the face amount of \$82,110.20 (the "Ohio Dept. of Tax Claim");

WHEREAS, on September 23, 2020, the Court entered an order (the "Confirmation Order") [Case No. 20-33495, Docket No. 420] confirming the Joint Plan of Reorganization for Hi-Crush Inc. and its Affiliate Debtors under Chapter 11 of the Bankruptcy Code (as amended, modified, or supplemented, the "Plan");

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 this case.

3 Capitalized terms used but defined herein have the meanings given to them in the Plan.



WHEREAS, on October 9, 2020, the Plan was substantially consummated, and the Effective Date occurred.⁴

WHEREAS, under the terms of the Plan the Reorganized Debtors are authorized, as of the Effective Date, to settle or compromise any Disputed Claim; and

WHEREAS, the Reorganized Debtors and the Ohio Dept. of Tax have engaged in discussions and have reached a resolution with respect to the Ohio Dept. of Tax Claim.

IT IS THEREFOR STIPULATED AND AGREED THAT,

1. The Ohio Dept. of Tax Claim is hereby withdrawn with prejudice.
2. The Ohio Dept. of Tax and the Reorganized Debtors retain all rights under the Plan and Confirmation Order.
3. This stipulation applies only to the Ohio Dept. of Tax Claim and shall not be deemed to apply to any other claims.

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⁴ 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 [Case No. 20-33495, Docket No. 452].

STIPULATED AND AGREED TO BY:

October 26, 2021

/s/ Philip M. Guffy

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