

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

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In re: : Chapter 11
 :
HI-CRUSH INC., *et al.*,¹ : Case No. 20-33495 (DRJ)
 :
Debtors. : (Jointly Administered)
 :
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**NOTICE OF ELECTRONIC HEARING ON
July 13, 2020, AT 3:30 P.M. (PREVAILING CENTRAL TIME)**

On July 12, 2020, the above-captioned debtors (collectively, the “**Debtors**”) commenced these chapter 11 cases.

A hearing is set for **July 13, 2020, at 3:30 P.M. (prevailing Central Time)** before the Honorable David R. Jones of the United States Bankruptcy Court, Houston, Texas and will be **conducted electronically via both audio and video communication (as described below)**, to consider the following matters:

- **Joint Administration Motion.** Debtors’ Emergency Motion for Entry of an Order Directing Joint Administration of Related Chapter 11 Cases [Docket No. 2]
- **Notice of Complex Case Designation.** Notice of Designation as Complex Chapter 11 Bankruptcy Case [Docket No. 3]
- **Consolidated Creditor List Motion.** Debtors’ Emergency Motion for Entry of Order (I) Authorizing the Debtors to File a Consolidated List of Creditors and a Consolidated List of the Debtors’ Thirty (30) Largest Unsecured Creditors, (II) Waiving the Requirement to File a List of Equity Security Holders, (III) Authorizing the Debtors to Redact Certain

¹ The Debtors in these cases, along with the last four digits of each 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 Debtors’ address is 1330 Post Oak Blvd, Suite 600, Houston, Texas 77056.



Personal Identification Information, and (IV) Approving the Form and Manner of Notifying Creditors of the Commencement of These Chapter 11 Cases and Other Information [Docket No. 4]

- ***Schedules Extension Motion.*** Debtors' Emergency Motion for Entry of an Order Extending Time to File Schedules of Assets and Liabilities, Schedules of Current Income and Expenditures, Schedules of Executory Contracts and Unexpired Leases, Statements of Financial Affairs, and Rule 2015.3 Financial Reports [Docket No. 5]
- ***Bar Date Motion.*** Debtors' Motion for Entry of 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. 7]
- ***DIP Motion.*** Debtors' Emergency Motion for Entry of Orders (I) Authorizing the Debtors to Obtain Postpetition Financing, (II) Authorizing the Debtors to Use Cash Collateral, (III) Granting Liens and Providing Superpriority Administrative Expense Claims, (IV) Granting Adequate Protection to Prepetition ABL Secured Parties, (V) Modifying Automatic Stay, (VI) Scheduling a Final Hearing, and (VII) Granting Related Relief [Docket No. 8]
- ***Cash Management Motion.*** Debtors' Emergency Motion for Entry of an Order (I) Authorizing Continued Use of Existing Cash Management System, Including Maintenance of Existing Bank Accounts, Checks, and Business Forms, (II) Authorizing Continuation of Existing Deposit and Investment Practices, (III) Approving the Continuation of Intercompany Transactions, and (IV) Granting Administrative Expense Status to Certain Postpetition Intercompany Claims [Docket No. 10]
- ***Insurance Motion.*** Debtors' Emergency Motion for Entry of an Order Authorizing Debtors to (I) Pay their Prepetition Insurance Obligations, (II) Pay their Prepetition Bonding Obligations, (III) Maintain their Postpetition Insurance Coverage, (IV) Maintain their Bonding Program, and (V) Maintain Postpetition Financing of Insurance Premiums [Docket No. 11]
- ***Lien Claimants Motion.*** Debtors' Emergency Motion for Entry of Order (I) Authorizing Debtors to Pay Certain Prepetition Claims of Shippers, Lien Claimants, and Royalty Interest Owners, (II) Confirming Administrative Expense Priority of Undisputed and Outstanding Prepetition Orders, and (III) Granting Related Relief [Docket No. 12]
- ***Critical Vendors Motion.*** Debtors' Emergency Motion for Entry of Order (I) Authorizing Payment of (A) Prepetition Claims of the Critical Vendors and (B) 503(b)(9) Claims; (II) Authorizing Financial Institutions to Honor and Process Related Checks and Transfers; and (III) Granting Related Relief [Docket No. 13]
- ***Taxes Motion.*** Debtors' Emergency Motion for Entry of an Order Authorizing Payment of Prepetition Taxes and Fees [Docket No. 14]
- ***Utilities Motion.*** Debtors' Emergency Motion for Entry of Order (I) Prohibiting Utility Companies from Altering or Discontinuing Service on Account of Prepetition Invoices,

(II) Approving Deposit as Adequate Assurance of Payment, and (III) Establishing Procedures for Resolving Requests by Utility Companies for Additional Assurance of Payment [Docket No. 15]

- **Customer Programs Motion.** Debtors' Emergency Motion for Entry of Order (I) Authorizing the Debtors to Continue their Customer Programs and (II) Granting Related Relief [Docket No. 16]
- **Employee Wages Motion.** Debtors' Emergency Motion for Entry of an Order (I) Authorizing (A) Payment of Prepetition Workforce Obligations and (B) Continuation of Workforce Programs on a Postpetition Basis, (II) Authorizing Payment of Payroll Taxes, (III) Confirming the Debtors' Authority to Transmit Payroll Deductions, (IV) Authorizing Payment of Prepetition Claims Owing to Administrators, and (V) Directing Banks to Honor Prepetition Checks and Fund Transfers for Authorized Payments [Docket No. 17]
- **KCC Retention Application.** Debtors' Emergency Application for Entry of an Order Authorizing Employment and Retention of Kurtzman Carson Consultants LLC as Claims, Noticing, and Solicitation Agent Effective as of Petition Date [Docket No. 18]
- **Equity Trading Motion.** Debtors' Emergency Motion for Entry of Interim and Final Orders Establishing Notification Procedures and Approving Restrictions on Certain Transfers of Stock of the Debtors [Docket No. 19]

Electronic Appearances

Please note that on March 24, 2020, through the entry of General Order 2020-10, the Court invoked the *Protocol for Emergency Public Health or Safety Conditions* (the "**Protocol**"), which is set forth in the Court's General Order 2020-04. The Protocol is available at: https://www.txs.uscourts.gov/sites/txs/files/Bankruptcy%20General%20Order%202020-04%20Adoption%20of%20Contingency%20Plan_0.pdf.

Pursuant to the Protocol, all persons will appear telephonically and also may appear via video at this hearing using the Court's electronic conference systems.

The Court will simultaneously use two technology methods to conduct electronic hearings. One method will provide audio communication. The other will provide video access to exhibits and materials presented to the Court. If a party wants to both view the documents presented to the

Court and hear the proceeding, the party must 1) dial in through the audio system, and 2) log into the Court's video via join.me.

Hearing appearances should be made electronically and in advance of the hearing. You may make your electronic appearance by:

- 1) Going to the Southern District of Texas website;
- 2) Selecting "Bankruptcy Court" from the top menu;
- 3) Selecting "Judges' Procedures and Schedules";
- 4) Selecting "View Home Page" for Judge David R. Jones;
- 5) Under "Electronic Appearance" select "Click here to submit electronic appearance;"
- 6) Select "Hi-Crush Inc., et al." from the list of electronic appearance links; and
- 7) After selecting "Hi-Crush Inc., et al." from the list, complete the required fields and click the "Submit" button at the bottom of the page.

Submitting your appearance electronically in advance of the hearing will negate the need to make an appearance on the record at the hearing.

Audio Communication

Audio communication will be conducted by use of the Court's regular dial-in number: **832-917-1510**. At the start of the call, the caller will be asked to enter a six-digit conference code. The six-digit conference code for this hearing is Judge Jones' conference room number: **205691**. Each caller shall be responsible for its own long-distance charges.

Parties are encouraged to review Judge Jones' procedures for telephonic appearances located at <https://www.txs.uscourts.gov/sites/txs/files/Court%20Procedures%20-%20202-1-2020.pdf>.

Attorneys, witnesses, and parties-in-interest wishing to participate in the hearing must connect to each hearing by audio communication. Any person who wishes to attend the hearing may also dial in to the audio conference dial-in number.

Each person who speaks at the electronic hearing should be prepared to restate that person's name each time that the person speaks in order to assist any transcriber of the audio recording.

Video Communication

The Debtors will offer evidence from a remote location. Parties may participate in electronic hearings by use of an internet connection. The internet site is www.join.me. A join.me application is available for download to computers. Persons connecting by mobile device will need to download the free join.me application.

Once connected to join.me, a participant must select "Join a Meeting." The code for joining this hearing before Judge Jones is "judgejones". In the next screen, participants should enter their name in the lower left-hand corner. Then, click "Notify" to join the conference.

Any exhibit offered by the Debtors will be filed on the Court's docket. Any party may also obtain an electronic copy of the exhibits by request to counsel to the Debtors.

If any party wishes to offer exhibits, it is recommended that these exhibits be filed on CM/ECF. Each exhibit should be filed as a separate attachment to an Exhibit List in compliance with BLR 9013-2.

Witnesses presented by the Debtor will appear via audio and video connection. Any person wishing to examine the witness will be permitted to do so during the hearing.

All documents filed in these chapter 11 cases are available free of charge by visiting www.kccllc.net/hicrush or by calling (866) 554-5810 (U.S./Canada) or (781) 575-2032

(International). Copies of any pleadings may be obtained by visiting the Court's website at <https://ecf.txsb.uscourts.gov> in accordance with the procedures and fees set forth therein.

Signed: January 13, 2020
Houston, Texas

Respectfully Submitted,

/s/ Timothy A. ("Tad") Davidson II
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Proposed Counsel for the Debtors and Debtors in Possession

CERTIFICATE OF SERVICE

I certify that on January 13, 2020, a true and correct copy of the foregoing document was served by the Electronic Case Filing System for the United States Bankruptcy Court for the Southern District of Texas.

/s/ Timothy A. ("Tad") Davidson II
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