

**EXHIBIT A**

**Proposed Form of Order**

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:	)	Case No. 17-10064 (KG)
Chieftain Sand and Proppant, LLC, <i>et al.</i> ,	)	Chapter 11
Debtors. <sup>1</sup>	)	(Jointly Administered)
	)	<b>Re: Docket No. _____</b>

**ORDER AUTHORIZING PAYMENT OF SEVERANCE CLAIMS**

Upon the Motion<sup>2</sup> of the above-captioned debtors and debtors-in-possession (collectively, the “**Debtors**”), for the entry of an order (the “**Order**”) authorizing payment of Severance Claims; it appearing that the relief requested is in the best interests of the Debtors’ estates, their creditors and other parties in interest; the Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334; consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); venue being proper before this court pursuant to 28 U.S.C. §§ 1408 and 1409; notice of the Motion having been adequate and appropriate under the circumstances; and after due deliberation and sufficient cause appearing therefor, it is hereby ORDERED:

1. The Motion is **GRANTED** as set forth herein.
2. The Debtors are authorized, pursuant to sections 105(a), 363(b) and 503(c)(2) of the Bankruptcy Code to make the Severance Payments in accordance with the terms and conditions set forth in the Motion, Sale Order and the Asset Purchase Agreement or Back-Up Bidder Asset Purchase Agreement.

<sup>1</sup> The Debtors in these chapter 11 cases, and the last four digits of their respective federal tax identification numbers, are Chieftain Sand and Proppant, LLC (1729) and Chieftain Sand and Proppant Barron, LLC (0418). The Debtors’ service address is: 331 27<sup>th</sup> Street, New Auburn, WI 54757.

<sup>2</sup> All capitalized terms used and not defined herein shall have the meanings ascribed to them in the Motion.

3. The Debtors are authorized to take all action necessary to effectuate the relief granted pursuant to this Order, in accordance with the Motion.

4. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry notwithstanding the possible applicability of Rule 6004(h) of the Federal Rules of Bankruptcy Procedure.

5. The Court retains jurisdiction with respect to all matters arising from or related to the implementation, interpretation and enforcement of this Order.

Dated: \_\_\_\_\_, 2017  
Wilmington, Delaware

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The Honorable Kevin Gross  
United States Bankruptcy Judge