

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

)	
In re:)	Chapter 11
)	
Chieftain Sand and Proppant, LLC, <i>et al.</i> ,)	Case No. 17-10064 (KG)
)	
Debtors. ¹)	(Jointly Administered)
)	
)	Hearing: May 23, 2017, 2:00pm (ET)
)	Objection Deadline: May 12, 2017, 4:00pm (ET)

**NOTICE OF FIRST QUARTERLY INTERIM FEE APPLICATIONS
OF DEBTORS' PROFESSIONALS**

TO: (I) THE OFFICE OF THE UNITED STATES TRUSTEE FOR REGION THREE; (II) COUNSEL TO THE DEBTORS' SECURED LENDERS; AND (III) ALL PARTIES ENTITLED TO NOTICE UNDER DEL. BANKR. L.R. 2002-1(b) WHO HAVE ELECTRONICALLY FILED A NOTICE OF APPEARANCE THROUGH THE COURT'S CM/ECF SYSTEM:

PLEASE TAKE NOTICE that on April 21, 2017, the Debtors, through their undersigned counsel, filed the first interim fee applications of the Debtors' professionals: *First Interim Application of Gibbons P.C. as Counsel to the Debtors for Compensation and Reimbursement of Expenses for the Period from January 9, 2017 through March 31, 2017*; *First Interim Application of EisnerAmper LLP as Financial Advisor to the Debtors for Compensation and Reimbursement of Expenses for the Period from January 9, 2017 Through March 31, 2017*; and *First Interim Application of Donlin, Recano & Company, Inc. as Administrative Agent to the Debtors for Compensation and Reimbursement of Expenses for the Period from January 9, 2017 Through March 31, 2017* (the "Applications") with the United States Bankruptcy Court for the District of Delaware, 824 Market Street, 3rd Floor, Wilmington, Delaware 19801 (the "Bankruptcy Court").

PLEASE TAKE FURTHER NOTICE that that all objections to the Application must be made in writing, filed with the Bankruptcy Court, and served upon the following so as to actually be received on or before **May 12, 2017 at 4:00 p.m. (Eastern Time)**:

(i) *The Debtor*: Chieftain Sand and Proppant, LLC, 331 27th Street, New Auburn, WI 54757, Attn: Victor Serri;

(ii) *Debtors' Counsel*: Gibbons P.C., 300 Delaware Avenue, Ste. 1015, Wilmington, Delaware 19801, Attn: Howard A. Cohen, Esq., hcohen@gibbonslaw.com;

(iii) *The Office of the United States Trustee for Region Three*: The Office of the United States Trustee, 844 King Street, Suite 2207, J. Caleb Boggs Federal Building, Lockbox 35, Wilmington, Delaware 19801, Attn: Hannah McCollum, Esq., hannah.mccollum@usdoj.gov; and

¹ 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 27th Street, New Auburn, WI 54757.

(iv) *Counsel for the DIP Agent*, Latham & Watkins LLP, 885 Third Avenue, New York, NY 10022, Attn: Mitchell A. Seider, Esq. and Annemarie V. Reilly, Esq., mitchell.seider@lw.com; annemarie.reilly@lw.com **and** Richards Layton & Finger, One Rodney Square, 920 N. King Street, Wilmington, Delaware 19801, Attn: Mark D. Collins, Collins@rlf.com;

PLEASE TAKE FURTHER NOTICE that if any objections are received, the Applications and such objections shall be considered at a hearing before the Honorable Kevin Gross, United States Bankruptcy Judge for the District of Delaware, at the Bankruptcy Court, 824 Market Street, 6th Floor, Courtroom 3, Wilmington, Delaware 19801 on **May 23, 2017 at 2:00 p.m. (Eastern Time)**.

PLEASE TAKE FURTHER NOTICE THAT IF NO OBJECTIONS TO THE APPLICATIONS ARE TIMELY FILED, SERVED AND RECEIVED IN ACCORDANCE WITH THIS NOTICE, THE COURT MAY GRANT THE RELIEF REQUESTED IN THE APPLICATIONS WITHOUT FURTHER NOTICE OR HEARING.

Dated: April 21, 2017
Wilmington, Delaware

GIBBONS P.C.

By: /s/ Howard A. Cohen

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ATTORNEYS FOR THE DEBTORS