

**EXHIBIT A**

**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 THE DEBTORS TO REJECT CALDWELL BAKER CO. LEASE AGREEMENT EFFECTIVE, *NUNC PRO TUNC*, TO THE PETITION DATE AND RECLASSIFYING PROOF OF CLAIM FILED BY CALDWELL BAKER CO.**

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 the Debtors to reject the Lease *nunc pro tunc* to the Petition Date and reclassifying the proof of claim filed by Caldwell Baker Co.; 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** and approved as set forth herein.
2. The Debtors are authorized to reject the Lease.

---

<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 Lease is deemed rejected effective as of the Petition Date. Notwithstanding anything to the contrary in this Order, the Debtors' right to contest whether the Lease was terminated pre-petition is fully preserved.

4. The entire amount asserted by Caldwell Baker Co. in the Caldwell Baker Co. POC is reclassified as a general unsecured claim.

5. Nothing herein shall prejudice the rights of the Debtors to argue that any claim for damages arising from the rejection of the Lease is limited to the remedies available under any applicable termination provision of such Lease; or that any such claim is an obligation of a third party, and not that of the Debtors.

6. The rights of the Debtors to file subsequent objections to the Caldwell Baker POC or any other claim filed by Caldwell Baker Co. on any grounds are fully preserved.

7. The rights of all parties are hereby reserved with respect to damage claims arising from the rejection of the Lease, provided, however, that any such claim shall not constitute a secured, administrative expense or priority claim.

8. The Rejection Bar Date for filing a Rejection Claim is hereby fixed as the date that is thirty (30) days from the date of the entry of this Order.

9. The Debtors, their claims agent and/or the Clerk of this Court are authorized to take all action necessary to effectuate the relief granted pursuant to this Order in accordance with the Motion.

10. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

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

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

---

The Honorable Kevin Gross  
United States Bankruptcy Judge