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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

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**FORM 8-K**

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**CURRENT REPORT  
Pursuant to Section 13 or 15(d)  
of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): December 11, 2019**

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**Hi-Crush Inc.**

(Exact name of registrant as specified in its charter)

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**Delaware**

(State or Other Jurisdiction of Incorporation or Organization)

**001-35630**

(Commission File Number)

**90-0840530**

(I.R.S. Employer Identification No.)

**1330 Post Oak Blvd, Suite 600**

**Houston, Texas 77056**

(Address of Principal Executive Offices and Zip Code)

**(713) 980-6200**

(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligations of the registrant under any of the following (See General Instruction A.2 below):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

<u>Title of each class</u>	<u>Trading symbol</u>	<u>Name of each exchange on which registered</u>
<b>Common stock, par value \$0.01 per share</b>	<b>HCR</b>	<b>New York Stock Exchange</b>

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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### Item 3.01 Notice of Delisting or Failure to Satisfy a Continued Listing Rule or Standard; Transfer of Listing

On December 11, 2019, Hi-Crush Inc., a Delaware corporation (the "Company"), was notified by the New York Stock Exchange (the "NYSE") that the Company is not in compliance with the NYSE's continued listing requirements, as the average closing price of the Company's shares of common stock, par value \$0.01 per share (the "Common Stock") had fallen below \$1.00 per share over a period of 30 consecutive trading days, which is the minimum average share price for continued listing on the NYSE under Section 802.01C of the NYSE Listed Company Manual ("Section 802.01C"). Under the NYSE's rules, the Company has six months following receipt of the notification to regain compliance with the minimum share price requirement.

As required by the NYSE, the Company will notify the NYSE of its intent to cure the deficiency and return to compliance with the NYSE's continued listing requirements. The Company can regain compliance at any time during the six-month cure period if on the last trading day of any calendar month during the cure period, its Common Stock has a closing share price of at least \$1.00 and an average closing share price of at least \$1.00 over the 30 trading-day period ending on the last trading day of that month. Under the NYSE's rules, the Common Stock will continue to be listed on the NYSE during this six-month cure period, subject to the Company's compliance with other continued listing requirements. The Common Stock ticker symbol, "HCR," will be assigned a ".BC" indicator by the NYSE to signify that the Company currently is not in compliance with the NYSE's continued listing requirements. If the Company fails to regain compliance with Section 802.01C during the cure period, the Common Stock will be subject to the NYSE's suspension and delisting procedures.

The Company intends to actively monitor the bid price of its Common Stock and will consider all available options to regain compliance with the requirements of Section 802.01C, including, if necessary, a reverse stock split of the Common Stock, subject to stockholder approval.

### Item 7.01 Regulation FD Disclosure

On December 16, 2019, the Company issued a press release with respect to the receipt of the notice of non-compliance from the NYSE. The full text of the press release is furnished with this Report as Exhibit 99.1 to this Current Report on Form 8-K. A copy of the press release is being furnished as Exhibit 99.1 hereto and is incorporated into this Item 7.01 by reference.

In accordance with General Instruction B.2 of Form 8-K, the information furnished pursuant to this Item 7.01, including Exhibit 99.1 furnished herewith, shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), nor shall such be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

### Item 9.01 Financial Statements and Exhibits

(d) Exhibits

<u>Exhibit Number</u>	<u>Exhibit Description</u>
99.1	<a href="#">Press Release dated December 16, 2019</a>
104	Cover Page Interactive Data File (embedded within the Inline XBRL document).

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: December 16, 2019

**Hi-Crush Inc.**

By: /s/ Mark C. Skolos

Mark C. Skolos

General Counsel, Chief Operating Officer and Secretary



## News Release

### Hi-Crush Inc. Receives Notice from NYSE Regarding Continued Listing Requirements

HOUSTON, December 16, 2019 - Hi-Crush Inc. (NYSE: HCR), or the "Company", today announced that on December 11, 2019, the Company received a letter from the New York Stock Exchange (the "NYSE") notifying it that, over a period of 30 consecutive trading days, the average closing price of the Company's common stock was below the minimum \$1.00 per share requirement for continued listing on the NYSE under Item 802.01C of the NYSE Listed Company Manual.

The NYSE notification does not affect the Company's business operations, financing agreements or instruments, Securities and Exchange Commission reporting requirements or any other of the Company's material agreements. Further, this notice does not have an immediate effect on the listing of the Company's common shares, which will continue to trade on the NYSE, subject to the Company's compliance with other continued listing requirements.

Under the NYSE's rules, the Company has six months following receipt of the notification to regain compliance with the minimum share price requirement. As required by the NYSE, the Company will notify the NYSE of its intent to cure the deficiency and return to compliance with the NYSE's continued listing requirements. The Company may regain compliance at any time during the six-month cure period if, on the last trading day of any calendar month during the cure period, its common stock has a closing share price of at least \$1.00 and an average closing share price of at least \$1.00 over the 30 trading-day period ending on the last trading day of that month. Under the NYSE's rules, the common stock will continue to be listed on the NYSE during this six-month cure period, subject to the Company's compliance with other continued listing requirements. If the Company fails to regain compliance with Section 802.01C during the cure period, the common stock will be subject to the NYSE's suspension and delisting procedures.

"Hi-Crush Inc. is committed to our investors and remains focused on three key areas to help mitigate headwinds currently facing our industry. These are leveraging our integrated portfolio to deliver high quality customer service, improving profitability through operational optimization and cost reduction, and pursuing prudent capital allocation," said Mr. Robert E. Rasmus, Chairman and Chief Executive Officer of Hi-Crush. "Throughout the process with the NYSE and during all of 2020, the priority of the Board remains conserving cash and maintaining liquidity. We previously announced significant reductions in our 2020 capital expenditures compared to 2019, as we are committed to free cash flow generation. Our management team remains invested and confident in the long-term success of our company, and is well-aligned with shareholders to drive value creation and the success of Hi-Crush."

### About Hi-Crush Inc.

Hi-Crush Inc. is a fully-integrated provider of proppant and logistics services for hydraulic fracturing operations, offering frac sand production, advanced wellsite storage systems, flexible last mile services, and innovative software for real-time visibility and management across the entire supply chain. Our strategic suite of solutions provides operators and service companies in all major U.S. oil and gas basins with the ability to build safety, reliability and efficiency into every completion.

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## **Forward-Looking Statements**

Some of the information in this news release may contain forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. Forward-looking statements give our current expectations, and contain projections of results of operations or of financial condition, or forecasts of future events. Words such as "may," "should," "assume," "forecast," "position," "predict," "strategy," "expect," "intend," "hope," "plan," "estimate," "anticipate," "could," "believe," "project," "budget," "potential," "likely," or "continue," and similar expressions are used to identify forward-looking statements. They can be affected by assumptions used or by known or unknown risks or uncertainties. Consequently, no forward-looking statements can be guaranteed. When considering these forward-looking statements, you should keep in mind the risk factors and other cautionary statements in Hi-Crush Inc.'s reports filed with the Securities and Exchange Commission (the "SEC"), including those described under Item 1A of Hi-Crush Inc.'s Form 10-K for the year ended December 31, 2018 and any subsequently filed 10-Q. Actual results may vary materially. You are cautioned not to place undue reliance on any forward-looking statements. You should also understand that it is not possible to predict or identify all such factors and should not consider the risk factors in our reports filed with the SEC or the following list to be a complete statement of all potential risks and uncertainties. Factors that could cause our actual results to differ materially from the results contemplated by such forward looking statements include: the volume of frac sand we are able to sell; the price at which we are able to sell frac sand; the outcome of any pending litigation, claims or assessments, including unasserted claims; changes in the price and availability of natural gas or electricity; changes in prevailing economic conditions; difficulty collecting receivables. All forward-looking statements are expressly qualified in their entirety by the foregoing cautionary statements. Hi-Crush Inc.'s forward-looking statements speak only as of the date made and Hi-Crush Inc. undertakes no obligation to update or revise its forward-looking statements, whether as a result of new information, future events or otherwise.

Investor contact:

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