

OMB APPROVAL	
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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person * <u>McCormick James Philip JR</u> <hr/> (Last) (First) (Middle) 1330 POST OAK BLVD., SUITE 600 <hr/> (Street) HOUSTON TX 77056 <hr/> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 01/01/2020	3. Issuer Name and Ticker or Trading Symbol <u>Hi-Crush Inc. [HCR]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Chief Financial Officer	5. If Amendment, Date of Original Filed (Month/Day/Year) <hr/> 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Restricted Stock Units	(I)	(I)	Common Stock	19,076	(I)	D	

Explanation of Responses:

1. The reporting person is a participant in the Hi-Crush Inc. Long Term Incentive Plan (the "Plan") and received 10,504 time-based phantom units on September 3, 2018 and 8,572 time-based phantom units on September 27, 2018 which were subsequently converted into restricted stock units ("RSUs") under the Plan on May 31, 2019. Subject to the reporting person's continued employment, 5,252 of the RSUs will vest on each of September 3, 2020 and September 3, 2021 and 4,286 of the RSUs will vest on each of September 27, 2020 and September 27, 2021. Each RSU represents the right to receive, upon vesting, one share of common stock of Hi-Crush Inc., along with tandem distribution equivalent rights ("DERs"). The DERs are payable in cash.

Remarks:

On May 31, 2019, Hi-Crush Partners LP converted from a Delaware limited partnership to a Delaware corporation named Hi-Crush Inc. As a result of such conversion, each common unit of Hi-Crush Partners LP was converted into one share of common stock of Hi-Crush Inc., and each outstanding time-based phantom unit award was converted into an award of RSUs on a one-to-one basis. EXHIBIT LIST: EX-24 Power of Attorney, Exhibit 24

/s/ J. Philip McCormick, Jr. by
Mark C. Skolos Attorney-in-Fact 01/10/2020

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 5 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

POWER OF ATTORNEY
FOR EXECUTING FORM 1D, FORMS 3, FORMS 4 AND FORMS 5,
FORM 144 AND SCHEDULE 13D AND 13G

The undersigned hereby constitutes and appoints Robert E. Rasmus, Mark C. Skolos and Lawrence Dempsey, with full power of substitution, as the undersigned's true and lawful attorney-in-fact to:

- (1) Execute for and on behalf of the undersigned a Form 1D (including amendments thereto), or any other forms prescribed by the Securities and Exchange Commission, that may be necessary to obtain codes and pay
- (2) Execute for and on behalf of the undersigned (a) any Form 3, Form 4 and Form 5 (including amendments thereto) in accordance with Section 16(a) of the Securities Exchange Act of 1934, as amended (the "Exchange Act")
- (3) Do and perform any and all acts for and on behalf of the undersigned that may be necessary or desirable to complete and execute any Form 1D, Form 3, Form 4, Form 5, Form 144, Schedule 13D or Schedule 13G
- (4) Take any other action in connection with the foregoing that, in the opinion of the attorney-in-fact, may be of benefit to, in the best interest of or legally required of the undersigned, it being understood that the undersigned hereby grants to the attorney-in-fact full power and authority to do and perform all and every act requisite, necessary or proper to be done in the exercise of any of the rights and powers herein granted.

The undersigned agrees that the attorney-in-fact may rely entirely on information furnished orally or in writing by or at the direction of the undersigned to the attorney-in-fact. The undersigned also agrees that this Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Form 1D, Form 3, Form 4, Form 5, Form 144, Schedule 13D and Schedule 13G (including amendments thereto). IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of the date written below.

/s/ J. Philip McCormick, Jr.

Signature

J. Philip McCormick, Jr.

Type or Print Name

01/02/2020

Date