

Emerge Energy Services LP
Form 8-K
July 25, 2017

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT PURSUANT TO SECTION 13 OR 15(d)
OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): **July 19, 2017**

Emerge Energy Services LP

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation or organization)

001-35912
(Commission
File Number)

90-0832937
(IRS Employer Identification No.)

6000 Western Place, Suite 465

Fort Worth, Texas 76107

(Address of principal executive offices, including zip code)

(817) 618-4020

(Registrants telephone number, including area code)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- 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))

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.

Item 1.01. Entry into a Material Definitive Agreement.

On July 19, 2017, Superior Silica Sands LLC (SSS), a wholly owned operating subsidiary of Emerge Energy Services LP (Emerge Energy), and EP Energy E&P Company, L.P. (Customer) entered into a Sand Supply Agreement (the Supply Agreement), effective as of January 1, 2017. The Supply Agreement is structured as a take-or-pay agreement pursuant to which SSS will supply sand and proppants to Customer at a price per ton that may be adjusted on a quarterly basis by mutual agreement. If Customer fails to purchase the committed annual volume for any applicable contract year, the Supply Agreement provides Emerge Energy with compensation for its lost margins on such unpurchased sand at a fixed price per ton.

The term of the Supply Agreement expires on January 1, 2020 and may be terminated early by either party upon 30 days written notice, provided that if SSS provides notice of termination while then performing services under the Supply Agreement, such termination shall not be effective until 30 days after the completion of such services. The Supply Agreement may also be terminated upon the occurrence of certain specified events; including, without limitation, an uncured breach of the Supply Agreement.

Emerge Energy intends to submit a FOIA Confidential Treatment Request to the Securities and Exchange Commission pursuant to Rule 24b-2 under the Securities Exchange Act of 1934, as amended, requesting that it be permitted to redact certain confidential commercial terms of the Supply Agreement. The omitted material will be included in the request for confidential treatment. The foregoing summary does not purport to be complete and is qualified in its entirety by reference to the Supply Agreement, a redacted copy of which will be attached as an exhibit to Emerge Energy s Quarterly Report on Form 10-Q for the quarterly period ended June 30, 2017.

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.

Emerge Energy Services LP

By: Emerge Energy Services GP LLC,
its general partner

Dated: July 25, 2017

By: /s/ Deborah Deibert
Name: Deborah Deibert
Title: Chief Financial Officer