

IN THE SUPREME COURT OF BRITISH COLUMBIA

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*
R.S.C. 1985, c. C-36, AS AMENDED

AND

IN THE MATTER OF THE *BUSINESS CORPORATIONS ACT*,
S.B.C. 2002, c. 57, AS AMENDED

AND

IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF WALTER
ENERGY CANADA HOLDINGS, INC. AND THE OTHER PETITIONERS LISTED ON
SCHEDULE "A"

PETITIONERS

RESPONSE TO NOTICE TO ADMIT

This is the response of the United Mine Workers of America 1974 Pension Plan and Trust (the "**1974 Plan**") to the Notice to Admit of Walter Energy Canada Holdings, Inc. and the other Petitioners listed on Schedule "A", delivered on November 14, 2016. All references herein to paragraph numbers are to paragraphs in the Notice to Admit.

The 1974 Plan responds as follows with respect to the requested admissions of fact:


1. The admissions requested in paragraph 1 are denied. The 1974 Plan has not had discovery and is accordingly not in a position to admit all facts set out in the Walter Canada Group's Statement of Uncontested Facts. Further, the 1974 Plan and the Petitioners intend to file an Agreed Statement of Facts for the purpose of the hearing of the Petitioners' Notice of Application for summary trial filed November 16, 2016 currently scheduled for January 9, 2016 (the "**Summary Trial**"). Any admissions that the 1974 Plan is prepared to make for the Summary Trial will be included in the Agreed Statement of Facts.
2. The admissions requested in paragraphs 2, 3, 4 and 5 are denied. The 1974 Plan admits that the Brule, Willow Creek and Wolverine mines are located in British Columbia. However, the specific admissions sought are matters of mixed fact and law.

3. The admissions requested in paragraphs 6 and 7 are denied. The 1974 Plan admits that each of the Petitioners is a company incorporated or a partnership organized under the laws of British Columbia. However, the specific admissions sought are matters of mixed fact and law.
4. The admissions requested in paragraphs 8, 9, 10 and 11 are denied. The 1974 Plan admits that the Petitioners employed employees to do work in British Columbia. However, the specific admissions sought are matters of mixed fact and law.
5. The admissions requested in paragraph 12 are denied. The specific admissions sought are matters of mixed fact and law.

The 1974 Plan responds as follows with respect to the documents the authenticity of which admission is requested:

1. The admissions requested in paragraph 1 are denied. The 1974 Plan has not had discovery and is accordingly in no position to admit the authenticity of all documents in the Walter Canada Group's Book of Evidence. It is expected that the admissibility of documents for the purpose of the Summary Trial will be addressed in the Agreed Statement of Facts.

Date: November 27, 2016



for Signature of Craig P. Dennis, Q.C.
Lawyer for United Mine Workers of
America 1974 Pension Plan
and Trust

SCHEDULE "A"

Petitioners

1. Walter Canadian Coal ULC
2. Wolverine Coal ULC
3. Brule Coal ULC
4. Cambrian Energybuild Holdings ULC
5. Willow Creek Coal ULC
6. Pine Valley Coal, Ltd.
7. 0541237 B.C. Ltd.

Partnerships

1. Walter Canadian Coal Partnership
2. Wolverine Coal Partnership
3. Brule Coal Partnership
4. Willow Creek Coal Partnership