



NO. S-1510120
VANCOUVER REGISTRY

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 THE PLAN OF COMPROMISE OR ARRANGEMENT OF NEW WALTER ENERGY CANADA HOLDINGS, INC., NEW WALTER CANADIAN COAL CORP., NEW BRULE COAL CORP., NEW WILLOW CREEK COAL CORP., NEW WOLVERINE COAL CORP. AND CAMBRIAN ENERGYBUILD HOLDINGS ULC

PETITIONERS

NOTICE OF APPLICATION

Name of applicants: New Walter Energy Canada Holdings, Inc., New Walter Canadian Coal Corp., New Brule Coal Corp., New Willow Creek Coal Corp., New Wolverine Coal Corp., and Cambrian Energybuild Holdings ULC (the "**New Walter Canada Group**")

To: Service List attached hereto as **Schedule "A"**

TAKE NOTICE that an application will be made by the applicants to the Honourable Madam Justice Fitzpatrick at the courthouse at 800 Smithe Street, Vancouver, BC, V6Z 2E1 on February 25, 2020 at 9:00 a.m. for the order set out in Part 1 below.

Part 1: ORDERS SOUGHT

1. An Order (the "**CCAA Termination Order**") substantially in the form attached hereto as **Schedule "B"** granting, among other things, the following relief:
 - (a) authorizing each member of the New Walter Canada Group to make an assignment into bankruptcy;
 - (b) providing that this CCAA proceeding shall be terminated upon the New Walter Canada Group making an assignment into bankruptcy (the "**CCAA Termination Time**") and related ancillary relief;
 - (c) upon the CCAA Termination Time, discharging KPMG Inc. in its capacity as Monitor (in such capacity, the "**Monitor**") and BlueTree Advisors Inc. ("**BlueTree**"), which was retained to provide William E. Aziz's services as Chief Restructuring Officer ("**CRO**");
 - (d) granting the releases set out in the proposed CCAA Termination Order (the "**Releases**"); and

- (e) extending the stay of proceedings in respect of the New Walter Canada Group to the CCAA Termination Time.

Part 2: FACTUAL BASIS

1. Reference is made to the facts set out in the Thirtieth Affidavit of William E. Aziz (the "**Thirtieth Aziz Affidavit**").
2. Any capitalized term used but not defined below shall have the meaning given to it in the Thirtieth Aziz Affidavit.
3. On December 7, 2015, this Honourable Court granted an initial order (as amended and restated from time to time, the "**Initial Order**") in favour of the Old Walter Canada Group pursuant to the *Companies' Creditors Arrangement Act*, RSC 1985, c C-36, as amended (the "**CCAA**").
4. The Initial Order granted a stay of proceedings until January 6, 2016 or such later date as this Honourable Court may order (the "**Stay Period**").
5. The terms of the Initial Order, including the Stay Period, were subsequently extended by further Orders of the Court to February 28, 2020.
6. These proceedings are substantially complete:
 - (a) substantially all of the Old Walter Canada Group and New Walter Canada Group's assets have been monetized through transactions approved by the Court;
 - (b) the Amended and Restated Plan of Compromise and Arrangement dated June 22, 2018 (the "**Amended Plan**") was sanctioned by an Order made on July 3, 2018 (the "**Sanction Order**") and implemented as of April 24, 2019;
 - (c) there are no unresolved claims remaining in this proceeding; and
 - (d) all Proven Claims (as defined in the Amended Plan) have been paid.
7. The only outstanding matters are that:
 - (a) the New Walter Canada Group must file its 2019 tax returns and make a final distribution to Warrior; and
 - (b) the New Walter Canada Group must wind up Walter UK, which consists of Energybuild Group Limited ("**EBG**"), Energybuild Holdings Limited ("**EBH**"), and Energybuild Opencast Limited ("**EBO**"), under the Settlement Term Sheet among the New Walter Canada Group, Warrior and the 1974 Plan dated October 10, 2017 and pay any surplus cash of Walter UK to Warrior.
8. EBO was dissolved on May 14, 2019 and the liquidation of EGL and EGH is currently underway.
9. The remaining steps to liquidate EBG and EBH comprise two phases. The first phase includes tasks leading up to the payment of all surplus cash to Warrior. The second phase is the period thereafter in which EBG and EBH are finally dissolved.
10. The New Walter Canada Group anticipates that Walter UK will receive certain tax clearances necessary to complete the first phase and pay the surplus cash from Walter UK to Warrior shortly.
11. The second phase will be completed, and EBG and EBH will be dissolved, approximately three months after the first phase is completed.

12. To avoid incurring the time and costs of an additional application to terminate these proceedings, the New Walter Canada Group is seeking the CCAA Termination Order that authorizes the New Walter Canada Group to make an assignment into bankruptcy (which will be done once all remaining matters in this CCAA proceeding have been completed). Pursuant to the proposed CCAA Termination Order, these CCAA proceedings will be terminated, the Charges will be discharged, the Releases will be granted, and the CRO and Monitor will be discharged once the New Walter Canada Group has been assigned into bankruptcy.
13. The proposed CCAA Termination Order contemplates that the Monitor shall remain Monitor after the CCAA Termination Time to complete certain limited post-discharge duties and that the CRO shall remain CRO after the CCAA Termination Time to complete certain limited post-discharge duties in respect of the New Walter Canada Group's proposed bankruptcy proceedings.
14. The New Walter Canada Group is requesting an extension of the Stay Period until and including CCAA Termination Time to finish winding up Walter UK and pay the surplus cash from Walter UK to Warrior, assign the New Walter Canada Group into bankruptcy once all outstanding matters have been addressed, and terminate these CCAA proceedings.
15. Based on the information that will be included in the Monitor's report, to be filed in connection with this application, it is expected that the New Walter Canada Group will have sufficient operating cash to continue operations during the proposed extended Stay Period.
16. The New Walter Canada Group has been proceeding in good faith and with due diligence in these proceedings.
17. The Monitor supports the extension of the Stay Period and will file a report including information that demonstrates, subject to the assumptions more fully set out in the report, that the New Walter Canada Group has sufficient liquidity to continue its operations as currently conducted through to the end of the proposed extended Stay Period.
18. It is in the best interests of the New Walter Canada Group and all its stakeholders that the Stay Period be extended to CCAA Termination Time to permit completing winding up the remaining Walter UK entities, paying the surplus cash from Walter UK to Warrior, assigning the New Walter Canada Group into bankruptcy, and terminating these CCAA proceedings.

Part 3: LEGAL BASIS

The CCAA Termination Order Should be Granted

19. CCAA courts have the jurisdiction to and regularly grant orders terminating CCAA proceedings where the proceedings have achieved their intended purpose. In addition, CCAA courts have granted CCAA termination orders providing that the proceeding will terminate at a future time when outstanding matters have been addressed.

In the matter of a Plan of Compromise or Arrangement of League Assets Corp. et al.
(December 6, 2019), Vancouver S-137743 (BCSC)
at para. 3 ("**League Discharge Order**")

In the matter of a Plan of Compromise or Arrangement of Cline Mining Corporation
(July 30, 2015), Toronto CV-14-10781-00CL (Ont Sup Ct) at para. 12

20. These CCAA proceedings have achieved their intended purpose: all assets have been monetized, all Proven Claims have been paid, and there are no remaining unresolved claims.
21. The only remaining matters in this proceeding, *i.e.*, completing the tax returns and winding up Walter UK and paying surplus cash to Warrior, are not expected to be significant and will be completed in a few months.

22. Therefore, it is appropriate to grant the CCAA Termination Order authorizing the New Walter Canada Group to make an assignment into bankruptcy and providing that these proceedings will terminate once that assignment has been made.

The Releases in the CCAA Termination Order are Fair and Reasonable

23. CCAA courts have included releases similar to the Releases in orders terminating CCAA proceedings.

In the matter of a Plan of Compromise or Arrangement of Target Canada Co.
(October 18, 2019), Toronto CV-15-10832-00CL (Ont Sup Ct)
at para. 11 ("**Target Discharge Order**")

In the matter of a Plan of Compromise or Arrangement of Golf Town Canada Holdings Inc.
(March 29, 2018), Toronto CV-16-11527-00CL (Ont Sup Ct) at para. 14

24. The proposed Releases will benefit three groups of releasees:
- (a) **The New Walter Canada Group Parties:** The New Walter Canada Group, its directors and officers, and all present and former employees who filed or could have filed indemnity claims against the Old Walter Canada Group or the New Walter Canada Group, and all affiliates and legal counsel thereof.
 - (b) **The Restructuring Support Parties:** The Monitor, KPMG Inc, and its affiliates; the CRO; Philip L. Evans Jr., in his capacity as consultant to the Old and New Walter Canada Group; PJT Partners LP, the New Walter Canada Group's financial advisor, solely with respect to its activities regarding the Sale and Investor Solicitation Process conducted in connection with the SISP Order made January 5, 2016; and all affiliates, partners, members and legal counsel thereof.
 - (c) **The Derivative Released Parties:** Any person claiming to be liable derivatively through any of the foregoing persons.

25. The Releases are substantially similar to the releases contained in the Amended Plan and were approved by this Court in the Sanction Order (the "**Plan Releases**").

Re Walter Energy Canada Holdings, Inc, 2018 BCSC 1135 at para. 33

26. The Plan Releases applied to claims that had arisen as of the later of the Plan Implementation Date or the time when steps for implementing the Amended Plan were completed and therefore by their terms were intended to cover any claims that could arise following the Sanction Order in the process of implementing the Amended Plan.
27. It has taken an unexpected amount of time to finish implementing the Amended Plan and to complete all outstanding matters in these CCAA proceedings. It is fair and reasonable to grant the Releases in order to ensure that all such claims are clearly released and to ensure that the releasees receive the protection that was intended at the time the Sanction Order was granted.

The Ancillary Relief in the CCAA Termination Order is Appropriate

28. The proposed CCAA Termination Order provides certain ancillary relief, including
- (a) authorizing the Monitor to establish a reserve for funding the New Walter Canada Group's bankruptcy proceedings;

- (b) directing the Monitor to file a Monitor's certificate confirming that: (i) each of the members of the New Walter Canada Group has made an assignment in bankruptcy; (ii) the CCAA Termination Time has occurred; and (iii) this CCAA proceeding is terminated; and
 - (c) authorizing the Monitor to make any arrangements that it deems necessary for the retention and destruction of the New Walter Canada Group' books and records.
29. CCAA courts have included provisions authorizing the destruction of the debtors' books and records in orders terminating CCAA proceedings.

League Discharge Order at paras. 6 – 7

Target Discharge Order at para. 13

30. It is appropriate to authorize the Monitor to destroy the New Walter Canada Group's records as the New Walter Canada Group's assets have all been sold and operational records have been transferred to any purchasers.
31. The ancillary relief is necessary to terminate these proceedings and wind up the New Walter Canada Group's estate in a controlled and orderly manner, and therefore should be granted by this Court.

The Requested Stay Extension Should be Granted

32. Section 11.02(2) of the CCAA gives this Court express jurisdiction to extend the Stay Period "for any period that the court considers necessary."
33. Under s. 11.02(3), on an application seeking a stay extension, the Court will consider whether (i) the applicant has acted, and is acting, in good faith and with due diligence; and (ii) if circumstances exist that make the order appropriate.
34. The New Walter Canada Group has been acting in good faith and with due diligence in these proceedings.
35. It is appropriate to grant the requested stay extension because it will permit completing winding up the remaining Walter UK entities and making the related payment to Warrior, assigning the New Walter Canada Group into bankruptcy, and terminating these CCAA proceedings, without the cost of a further court appearance.

Other Grounds

36. *Companies' Creditors Arrangement Act*, RSC 1985, c C-36, as amended;
37. *Supreme Court Civil Rules*, BC Reg 168/2009, including Rules 8-1 and 13-1; and
38. The inherent and equitable jurisdiction of this Honourable Court and such further and other legal bases and authorities as counsel may advise and this Honourable Court may permit.

Part 4: MATERIAL TO BE RELIED ON

- 1. The Thirtieth Aziz Affidavit;
- 2. Monitor's 25th Report, to be filed;
- 3. Pleadings and other materials filed herein; and
- 4. Such further and other materials as counsel may advise and this Honourable Court may permit.

The applicant(s) estimate(s) that the application will take 45 minutes.

This matter is within the jurisdiction of a master.

X This matter is not within the jurisdiction of a master. The Honourable Madam Justice Fitzpatrick is seized of these proceedings and the hearing of this application has been arranged with Trial Scheduling.

TO THE PERSONS RECEIVING THIS NOTICE OF APPLICATION: If you wish to respond to this Notice of Application, you must, within 5 business days after service of this Notice of Application or, if this application is brought under Rule 9-7, within 8 business days of services of this Notice of Application,

- (a) file an Application Response in Form 33,
- (b) file the original of every affidavit, and of every other document, that
 - (i) you intend to refer to at the hearing of this application, and
 - (ii) has not already been filed in the proceeding, and
- (c) serve on the applicant 2 copies of the following, and on every other party of record one copy of the following:
 - (i) a copy of the filed Application Response;
 - (ii) a copy of each of the filed affidavits and other documents that you intend to refer to at the hearing of this application and that has not already been served on that person;
 - (iii) if this application is brought under Rule 9-7, any notice that you are required to give under Rule 9-7(9).

Dated: February 12, 2020 _____

Intellectual Media

 Lawyers for the Petitioners
For Osler, Hoskin & Harcourt LLP
 (Marc Wasserman & Mary Paterson)

To be completed by the court only:	
Order made	
<input type="checkbox"/>	in the terms requested in paragraphs _____ of Part 1 of this Notice of Application
<input type="checkbox"/>	with the following variations and additional terms:
Date: _____	Signature of <input type="checkbox"/> Judge <input type="checkbox"/> Master

SCHEDULE "A"

(see attached)

SERVICE LIST
(as of November 5, 2019)

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SCHEDULE "B"

(see attached)

NO. S-1510120

VANCOUVER REGISTRY

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

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IN THE MATTER OF THE PLAN OF COMPROMISE AND ARRANGEMENT OF NEW WALTER ENERGY CANADA HOLDINGS, INC., NEW WALTER CANADIAN COAL CORP., NEW BRULE COAL CORP., NEW WILLOW CREEK COAL CORP., NEW WOLVERINE COAL CORP. AND CAMBRIAN ENERGYBUILD HOLDINGS ULC

PETITIONERS

**ORDER MADE AFTER APPLICATION
(Stay Extension, Discharge, and CCAA Termination)**

BEFORE THE HONOURABLE)
MADAM JUSTICE FITZPATRICK) TUESDAY, THE 25TH DAY OF
) FEBRUARY, 2020

ON THE APPLICATION of the Petitioners coming on for hearing at Vancouver, British Columbia, on the 25th day of February, 2020; AND ON HEARING Marc Wasserman and Mary Paterson, counsel for the Petitioners, Vicki Tickle, counsel for KPMG Inc. and those other counsel listed on **Schedule "A"** hereto; AND UPON READING the material filed, including the 30th Affidavit of William E. Aziz sworn February 12, 2020, and the 25th Report of KPMG Inc. in its capacity as Monitor dated February ●, 2020;

THIS COURT ORDERS AND DECLARES THAT:

DEFINITIONS

1. All capitalized terms not otherwise defined in this Order shall have the meanings ascribed to them in the Initial Order in these proceedings dated December 7, 2015 (the "**Initial Order**"), the Sanction Order in these proceedings dated July 3, 2018 (the "**Sanction Order**"), or the Amended and Restated CCAA Plan of Compromise and Arrangement dated June 22, 2018 (the "**CCAA Plan**").

STAY EXTENSION

2. The Stay Period, as defined in paragraph 18 of the Initial Order, is hereby further extended up to and including the date on which these CCAA proceedings are terminated in accordance with this Order.

BANKRUPTCY APPLICATION

3. Each of the Petitioners are authorized but not directed to make an assignment in bankruptcy at such time as the Petitioners determine that it is necessary or advisable to do so, and the CRO is authorized to execute any assignments in bankruptcy and related documents.

TERMINATION OF CCAA PROCEEDING

4. Effective upon the Petitioners making an assignment into bankruptcy (the "**CCAA Termination Time**") this proceeding under the CCAA shall be terminated and all of the Charges shall be discharged, terminated and released as against any and all of the Property.
5. Forthwith after the CCAA Termination Time, the Monitor shall file a certificate substantially in the form attached hereto as **Schedule "B"** (the "**Monitor's Certificate**") notifying the Court that all the Petitioners have made an assignment into bankruptcy such that the CCAA Termination Time has occurred.
6. Effective upon the CCAA Termination Time, KPMG Inc. shall be discharged as Monitor and shall have no further duties or responsibilities as Monitor, provided, however, that, notwithstanding its discharge and the termination of these CCAA proceedings:
 - (a) the Monitor shall remain Monitor for the performance of the following duties:
 - (i) reissuing to Affected Creditors cheques in respect of distributions where the original distribution cheque was undeliverable or uncashed, in accordance with Section 6.10 of the CCAA Plan;
 - (ii) making the distribution to Warrior contemplated by paragraph 12 hereof; and
 - (iii) such incidental and ancillary duties as may be required,(collectively, the "**Post-Discharge Duties**"); and

- (b) the Monitor shall continue to have the benefit of the provisions of all Orders made in this proceeding, including all approval, protections and stays of proceedings in favour of the Monitor.
7. Effective upon the CCAA Termination Time, the appointment of BlueTree Advisors Inc. ("**BlueTree**") to provide the services of William E. Aziz to act as chief restructuring officer in these CCAA proceedings (the "**CRO**") shall be terminated, and neither BlueTree nor the CRO shall have any further duties or responsibilities as CRO of the Petitioners provided, however, that, notwithstanding their discharge and the termination of these CCAA proceedings, BlueTree and the CRO:
- (a) shall remain CRO for the purpose of, at the request of the Trustee in Bankruptcy but in the CRO's sole discretion, executing documents on behalf of the Petitioners in the context of the bankruptcy proceedings and attending to other matters in the bankruptcy proceedings (collectively, the "**CRO Post-Discharge Duties**"); and
- (b) shall continue to have the benefit of the provisions of all Orders made in this proceeding, including all approval, protections and stays of proceedings in favour of BlueTree and the CRO.
8. Without in any way limiting the releases set out in Article 9 of the CCAA Plan or paragraphs 19 and 20 of the Sanction Order, upon the CCAA Termination Time, the Petitioners, the Monitor, KPMG Inc. and its affiliates, the CRO, the Financial Advisor (solely with respect to its activities in respect of the Sale and Investor Solicitation Process conducted in connection with the SISP Order), Philip L. Evans Jr., in his capacity as consultant to the Petitioners and the Walter Canada Group, the Directors and the Officers, each and every present and former Employee who filed or could have filed an indemnity claim against the Walter Canada Group or the Petitioners, each and every affiliate, subsidiary, partner, member (including members of any committee or governance council) and legal counsel thereof and any Person claiming to be liable derivatively through any or all of the foregoing Persons (the "**Releasees**") shall be released and discharged from any and all demands, claims, actions, causes of action, counterclaims, suits, debts, sums of money, accounts, covenants, damages, judgments, orders, including for injunctive relief or specific performance and compliance orders, expenses, executions and other recoveries on account of any liability, obligation, demand or cause of action of whatever nature which any Person may be entitled to assert, including any and all claims in respect of the payment and receipt of proceeds and statutory liabilities of Directors, Officers and Employees and any alleged fiduciary or other duty (whether acting as a Director, Officer, member or Employee or acting in any other capacity in connection with the Walter Canada Group's business, the Petitioners' business, an individual member of the Walter Canada Group or an individual Petitioner), whether known or unknown, matured or unmatured, direct, indirect or

derivative, foreseen or unforeseen, existing or hereafter arising, based in whole or in part on any omission, transaction, duty, responsibility, indebtedness, liability, obligation, dealing or other occurrence existing or taking place on or prior to the CCAA Termination Time that are in any way related to, or arising out of or in connection with the Claims, the Walter Canada Group's business and affairs whenever or however conducted, the Petitioners' business and affairs whenever or however conducted, the CCAA Plan and the CCAA Proceedings, and all claims arising out of such actions or omissions shall be forever waived and released (the "**Released Claims**"), except that nothing in this Order shall release or discharge any Releasee, other than the Petitioners and any present and former employees who filed or could have filed indemnity claims against the Old Walter Canada Group or the New Walter Canada Group, from liability for gross negligence or willful misconduct.

BOOKS AND RECORDS

9. The Monitor is hereby authorized to make any arrangements that it deems necessary in its sole discretion for the retention and destruction of the Petitioners' books and records following the CCAA Termination Time, and is hereby authorized and directed to pay any costs associated with such retention and destruction (the "**Records Costs**").

HOLDBACK AND DISTRIBUTION OF FUNDS

10. Notwithstanding any other order in these CCAA proceedings, the Monitor is hereby directed and authorized to withhold from one distribution from the Deemed Interest Claim Distribution Cash Pool:
 - (a) an amount to be used to fund the costs of and associated with the Petitioners' bankruptcy proceedings, including any costs associated with the CRO Post-Discharge Duties (the "**Bankruptcy Costs**");
 - (b) an amount on account of the fees and cost incurred by the Monitor and its counsel and advisors in connection with the Post-Discharge Duties (the "**Administration Costs**");
 - (c) an amount on account of uncashed cheques for distributions pursuant to the CCAA Plan (the "**Uncashed Cheques Fund**") and
 - (b) such amount as the Monitor considers necessary or appropriate on account of the Records Costs,(collectively, the "**Holdback Amounts**").

11. Following the completion of the Post-Discharge Duties and the payment of the Bankruptcy Costs, the Administration Costs, the Uncashed Cheques Fund and the Records Costs from the Holdback Amounts, the Monitor is hereby directed and authorized to pay any remaining balance of the Holdback Amounts to Warrior.

GENERAL

12. Endorsement of this Order by counsel appearing, other than counsel for the Petitioners, is hereby dispensed with.

THIS COURT REQUESTS the aid and recognition of other Canadian and foreign Courts, tribunals, regulatory or administrative bodies, including any Court or administrative tribunal of any Federal or State Court or administrative body in the United States of America, to act in aid of and to be complementary to this Court in carrying out the terms of this Order where required. All courts, tribunals, regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the Petitioners and to the Monitor, as an officer of this Court, as may be necessary or desirable to give effect to this Order, to grant representative status to the Monitor in any foreign proceeding, or to assist the Petitioners and the Monitor and their respective agents in carrying out the terms of this Order.

THE FOLLOWING PARTIES APPROVE THE FORM OF THIS ORDER AND CONSENT TO EACH OF THE ORDERS, IF ANY, THAT ARE INDICATED ABOVE AS BEING BY CONSENT:

Mary Paterson
Counsel for the Petitioners

BY THE COURT

REGISTRAR

SCHEDULE "B"

Monitor's Certificate

NO. S-1510120

VANCOUVER REGISTRY

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 THE PLAN OF COMPROMISE AND ARRANGEMENT OF NEW
WALTER ENERGY CANADA HOLDINGS, INC., NEW WALTER CANADIAN COAL CORP.,
NEW BRULE COAL CORP., NEW WILLOW CREEK COAL CORP., NEW WOLVERINE COAL
CORP. AND CAMBRIAN ENERGYBUILD HOLDINGS ULC

PETITIONERS

MONITOR'S CERTIFICATE

By Order made December 7, 2015, this Court appointed KPMG Inc. as monitor (the "**Monitor**") of the Petitioners pursuant to the *Companies' Creditors Arrangement Act* ("**CCAA**").

By Order made on February 25, 2020, this Court authorized each of the Petitioners to make an assignment in bankruptcy, and declared that effective upon the making of an assignment into bankruptcy (the "**CCAA Termination Time**") this CCAA proceeding shall be terminated.

The Monitor hereby confirms that on [date], 2020: (a) the Petitioners each made an assignment in bankruptcy; (b) the CCAA Termination Time has occurred; and (c) this CCAA proceeding is terminated.

DATED at the City of Vancouver, in the Province of British Columbia, this _____ day of _____, 2020.

KPMG INC.

in its capacity as Monitor of the Petitioners and not in its personal capacity

Per: _____

NO. S-1510120
VANCOUVER REGISTRY

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

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IN THE MATTER OF THE PLAN OF COMPROMISE AND
ARRANGEMENT OF NEW WALTER ENERGY CANADA
HOLDINGS, INC., NEW WALTER CANADIAN COAL CORP.,
NEW BRULE COAL CORP., NEW WILLOW CREEK COAL
CORP., NEW WOLVERINE COAL CORP. AND CAMBRIAN
ENERGYBUILD HOLDINGS ULC

PETITIONERS

ORDER MADE AFTER APPLICATION
(Stay Extension, Discharge, and CCAA Termination)

OSLER HOSKIN & HARCOURT LLP

Barristers & Solicitors
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Fax No. 416.862.6666

Client Matter No. 1164807

NO. S-1510120
VANCOUVER REGISTRY

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 THE PLAN OF COMPROMISE AND
ARRANGEMENT OF NEW WALTER ENERGY CANADA
HOLDINGS, INC., NEW WALTER CANADIAN COAL CORP.,
NEW BRULE COAL CORP., NEW WILLOW CREEK COAL
CORP., NEW WOLVERINE COAL CORP. AND CAMBRIAN
ENERGYBUILD HOLDINGS ULC

PETITIONERS

NOTICE OF APPLICATION
(Stay Extension, Discharge, and CCAA Termination)

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