



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

ORDER MADE AFTER APPLICATION
(Meeting Order)

BEFORE THE HONOURABLE)
MADAM JUSTICE FITZPATRICK) THURSDAY, THE 31st DAY OF
MAY, 2018

ON THE APPLICATION of the Petitioners coming on for hearing at Vancouver, British Columbia, on the 31st day of May, 2018; AND ON HEARING Marc Wasserman and Patrick Riesterer, counsel for the Petitioners, Peter Reardon, counsel for KPMG Inc. and those other counsel listed on **Schedule "A"** hereto; AND UPON READING the material filed, including the 22nd Affidavit of William E. Aziz sworn May 29, 2018 (the "**22nd Aziz Affidavit**"), the 18th Report of KPMG Inc. in its capacity as Monitor dated May 29, 2018 (the "**18th Report**"),

THIS COURT ORDERS AND DECLARES THAT:

SERVICE AND DEFINITIONS

1. The time for service of the notice of application for this Meeting Order is hereby abridged and deemed good and sufficient and this application is properly returnable today.
2. All capitalized terms not otherwise defined in this Meeting Order shall have the meanings ascribed to them in the initial order in these proceedings pronounced December 7, 2015 (the "**Initial Order**"), the Plan of Compromise and Arrangement dated May 29, 2018 (the "**CCAA Plan**"), or the order of this Court styled "Claims Process Order" pronounced in these proceedings on August 16, 2016 as amended by the order of this Court styled "Claims Process Amendment Order (Unresolved

Restructuring Claims)” pronounced in these proceedings on August 15, 2017 (together, the “**Claims Process Order**”).

STAY EXTENSION

3. The Stay Period, as defined in paragraph 18 of the Initial Order, is hereby further extended up to and including December 1, 2018.

PLAN OF COMPROMISE AND ARRANGEMENT

4. The CCAA Plan is hereby accepted for filing, and the Petitioners are hereby authorized to seek approval of the CCAA Plan, in each case in the manner set forth herein, (a) from their Affected Creditors at a meeting of the Affected Creditors (the “**Affected Creditors’ Meeting**”) that will be deemed to occur on the date specified herein and (b) from Warrior Met Coal, Inc. (“**Warrior**”) with respect to the Deemed Interest Claim (Warrior, in that capacity, the “**Deemed Interest Claimant**”) at a meeting to obtain the Deemed Interest Claim Resolution (the “**Deemed Interest Claim Meeting**”) that will be deemed to occur on the date specified herein.
5. The Petitioners may, at any time and from time to time, amend, restate, modify and/or supplement the CCAA Plan, provided that: (i) if made prior to the Affected Creditors’ Meeting and the Deemed Interest Claim Meeting, any such amendment, restatement, modification or supplement shall be: (a) made in accordance with the CCAA Plan; (b) contained in a written document filed with this Court; and (c) communicated to the Affected Creditors and the Deemed Interest Claimant by posting a copy of such amendment, restatement, modification or supplement on the Monitor’s website maintained for this proceeding at: www.kpmg.com/ca/walterenergycanada (the “**Website**”) and emailing a notice to the Service List informing them of such posting, and such posting and email notification shall constitute adequate notice of, and delivery to, Affected Creditors and the Deemed Interest Claimant of such amendment, restatement, modification and/or supplement; and (ii) if made after the Affected Creditors’ Meeting and the Deemed Interest Claim Meeting, any such amendment, restatement, modification or supplement shall be consistent with the Settlement Term Sheet and approved by the Court following notice to the Affected Creditors and to the Deemed Interest Claimant.
6. Any amendment, restatement, modification or supplement to the CCAA Plan made and communicated in accordance with paragraph 5 above shall, for all purposes, be deemed to be part of and incorporated in the CCAA Plan.

CLASSIFICATION OF CREDITORS

7. For the purposes of voting on the CCAA Plan, there will be two classes of creditors, (i) the class of Affected Creditors, which will be composed of all Persons (including Warrior) to the extent such Persons hold Affected Claims; and (ii) a class consisting of the Deemed Interest Claimant, solely with respect to the Deemed Interest Claim.

FORMS OF DOCUMENTS

8. The Notice to Affected Creditors substantially in the form attached hereto as Schedule "B" (the "**Notice to Affected Creditors**") and the Notice to the Deemed Interest Claimant substantially in the form attached hereto as Schedule "C" (the "**Notice to Deemed Interest Claimant**") are each hereby approved and the Petitioners are authorized and directed to make such changes, with the consent of the Monitor, as they consider necessary or desirable to improve the clarity of such notices or to conform the content thereof to the terms of the CCAA Plan or this Meeting Order.
9. Affected Creditors with questions or concerns in respect of the CCAA Plan or the other Meeting Materials (as defined herein) or the Affected Creditors' Meeting shall complete the form attached as Appendix "A" to the Notice to Affected Creditors (the "**Affected Creditors Response Form**") and return a completed copy of the Affected Creditor Response Form to the Monitor on or before June 25, 2018.

NOTICE TO AFFECTED CREDITORS

10. On or before June 4, 2018, the Monitor shall send, on behalf of the Petitioners, by regular pre-paid mail, courier, fax or e-mail, copies of the Notice to Affected Creditors to each known Affected Creditor to the address provided by each such Affected Creditor in its Proof of Claim, or to such other address subsequently provided to the Monitor by such Affected Creditor or otherwise acquired by the Monitor in respect of such Affected Creditor. A copy of the Notice to Affected Creditors shall also be sent to the USW. No further information is required to be provided to Affected Creditors in connection with the CCAA Plan or the Affected Creditors' Meeting.
11. The materials delivered to Affected Creditors shall not include a form of proxy.

NOTICE TO THE DEEMED INTEREST CLAIMANT

12. On or before June 4, 2018, the Monitor shall send, on behalf of the Petitioners, by regular pre-paid mail, courier, or e-mail a copy of the Notice to the Deemed Interest Claimant to Warrior. No further

information is required to be provided to the Deemed Interest Claimant in connection with the CCAA Plan or the Deemed Interest Claim Meeting.

13. The materials delivered to the Deemed Interest Claimant shall not include a form of proxy.

MEETING MATERIALS, ADVERTISING OF MEETINGS AND SERVICE

14. On or before June 5, 2018, the Monitor shall post electronic copies of the CCAA Plan, the Meeting Order, the Notice to Affected Creditors, the Notice to the Deemed Interest Claimant, and the 18th Report (collectively, the "**Meeting Materials**") on the Website and the Monitor shall provide written copies of such materials to any Affected Creditor or to the Deemed Interest Claimant upon request. The Monitor shall ensure that the Meeting Materials remain posted on the Website until at least the Business Day following the Plan Implementation Date.
15. On or before June 4, 2018, the Monitor shall cause the Notice to Affected Creditors, or a shortened version thereof in form and substance satisfactory to the Monitor, to be published in each instance for a period of one (1) Business Day in The Globe and Mail (National Edition), the Vancouver Sun, the Prince George Citizen and the Alaskan Highway News and such other publications as the Monitor deems advisable and the Monitor shall post the newspaper notice on its Website.
16. The delivery of the Notice to Affected Creditors in the manner set out in paragraph 10 hereof; the delivery of the Notice to the Deemed Interest Claimant in the manner set out in paragraph 12 hereof; the posting of the Meeting Materials on the Website in accordance with paragraph 14 hereof; and the publication of the Notice to Affected Creditors, or a shortened version thereof in form and substance satisfactory to the Monitor, in accordance with paragraph 15 hereof, shall constitute good and sufficient service of this Meeting Order, the CCAA Plan and the 18th Report, and good and sufficient notice of the Affected Creditors' Meeting and Deemed Interest Claim Meeting on all Persons who may be entitled to receive notice thereof or of these proceedings or who may have voting rights in connection with the Affected Creditors' Meeting or the Deemed Interest Claim Meeting or who may wish to appear in these proceedings, and no other form of notice or service need be made on such Persons, and no other document or material need be served on such Persons in respect of these proceedings.

CONDUCT AND VOTING AT THE AFFECTED CREDITORS' MEETING

17. The Petitioners are hereby authorized to call the Affected Creditors' Meeting for the purpose of voting on a resolution from the Affected Creditors to approve the CCAA Plan and such Affected Creditors' Meeting shall be deemed to have been duly called and held on June 27, 2018.

18. Subject to any restrictions contained in Applicable Laws, Affected Creditors other than the 1974 Plan may transfer or assign their Affected Claims (or where an Affected Claim includes an indemnity claim, the whole of their Affected Claims other than that part of the Affected Claim relative to the indemnity) prior to the Affected Creditors' Meeting provided that the Petitioners and the Monitor shall not be obliged to deal with any transferee or assignee as an Affected Creditor in respect thereof unless and until actual notice of the transfer or assignment, together with satisfactory evidence of such transfer or assignment has been given to and received by the Petitioners and the Monitor by 5:00 p.m. (Vancouver time) on the day that is at least five (5) Business Days immediately prior to the Affected Creditors' Meeting, or such other date as the Petitioners and the Monitor may agree. In the event of such notice of transfer or assignment prior to the Affected Creditors' Meeting, the transferee or assignee shall, for all purposes, be treated as the Affected Creditor of the assigned or transferred Affected Claim, will be bound by any and all notices previously given to the transferor or assignor in respect of such Affected Claim and shall be bound, in all respects, by any and all notices given and by the Orders of the Court in the CCAA Proceedings. For greater certainty, other than as described above, the Petitioners shall not recognize partial transfers or assignments of Affected Claims.

19. Subject to any restrictions contained in Applicable Laws, Affected Creditors other than the 1974 Plan may transfer or assign the whole of their Affected Claims (or where an Affected Claim includes an indemnity claim, the whole of their Affected Claims other than that part of the Affected Claim relative to the indemnity) after the Affected Creditors' Meeting provided that the Petitioners and the Monitor shall not be obliged to deal with any transferee or assignee as an Affected Creditor and the Monitor shall not be obliged to make any distributions to the transferee or assignee in respect thereof unless and until actual notice of the transfer or assignment, together with evidence of the transfer or assignment and a letter of direction executed by the transferor or assignor, all satisfactory to the Petitioners and the Monitor, has been given to the Petitioners and the Monitor by 5:00 p.m. (Vancouver time) on the day that is at least five (5) Business Days immediately prior to the Plan Implementation Date or any Distribution Date(s), as the case may be, or such other date as the Petitioners and the Monitor may agree. Thereafter, the transferee or assignee shall, for all purposes, be treated as the Affected Creditor of the assigned or transferred Affected Claim, will be bound by any notices previously given to the transferor or assignor in respect of such Affected Claim and shall be bound, in all respects, by notices given and steps taken, and by the orders of the Court in the CCAA Proceedings. For greater certainty, other than as described above, the Petitioners shall not recognize partial transfers or assignments of Affected Claims.

20. The 1974 Plan shall not transfer or assign all or any part of the 1974 Plan Claim or its entitlement to the 1974 Plan Settlement Amount except as permitted by the CCAA Plan and no purported transfer or assignment of all or any part of the 1974 Plan Claim or entitlement to the 1974 Plan Settlement

Amount other than as permitted by the CCAA Plan shall be recognized by the Petitioners or the Monitor and the Petitioners and the Monitor shall have no obligation to deal with any purported transferee of all or any portion of the 1974 Plan Claim.

21. Every Affected Creditor shall be deemed to have voted their entire Proven Claim(s) or Unresolved Claim(s), as the case may be, in favour of a resolution to approve the CCAA Plan at the Affected Creditors' Meeting.
22. The vote on the CCAA Plan at the Affected Creditors' Meeting shall be deemed to have been decided unanimously in favour of a resolution to approve the CCAA Plan.
23. The result of the deemed vote at the Affected Creditors' Meeting in favour of a resolution to approve the CCAA Plan shall be binding on all Affected Creditors.

CONDUCT AT THE DEEMED INTEREST CLAIM MEETING

24. The Petitioners are hereby authorized to call the Deemed Interest Claim Meeting for the purpose of obtaining the Deemed Interest Claim Resolution to approve the CCAA Plan and such Deemed Interest Claim Meeting shall be deemed to have been duly called and held on June 27, 2018.
25. The Deemed Interest Claimant shall not transfer or assign all or any part of the Deemed Interest Claim except as permitted by the CCAA Plan and no purported transfer or assignment of all or any part of the Deemed Interest Claim other than as permitted by the CCAA Plan shall be recognized by the Petitioners or the Monitor and the Petitioners and the Monitor shall have no obligation to deal with any purported transferee of all or any portion of the Deemed Interest Claim.
26. The Deemed Interest Claimant shall be deemed to have voted the entire Deemed Interest Claim in favour of the Deemed Interest Claim Resolution to approve the CCAA Plan at the Deemed Interest Claim Meeting.
27. The result of the deemed vote at the Deemed Interest Claim Meeting in favour of the Deemed Interest Claim Resolution to approve the CCAA Plan shall be binding on the Deemed Interest Claimant.

SANCTION HEARING

28. In the event that the conditions precedent in the CCAA Plan regarding seeking this Court's sanction of the CCAA Plan have been met, the Petitioners may bring an application before this Court on July 3, 2018, or such later date as is set by this Court upon application by the Petitioners, seeking the sanctioning of the CCAA Plan pursuant to the CCAA (the "**CCAA Sanction Application**").

29. Service of this Meeting Order by the Monitor to the parties on the Service List; delivery of the Notice to Affected Creditors in accordance with paragraph 10 hereof; delivery of the Notice to the Deemed Interest Claimant pursuant to paragraph 12 hereof; the publication of the Notice to Affected Creditors, or shortened versions thereof in form and substance satisfactory to the Monitor, in accordance with paragraph 15 hereof; and the posting of the Meeting Materials on the Website in accordance with paragraph 14 hereof; and the service on the Service List of a Notice of Application for the CCAA Sanction Application shall constitute good and sufficient service of notice of the CCAA Sanction Application on all Persons entitled to receive such service and no other form of notice or service need be made and no other materials need be served in respect of the CCAA Sanction Application, except that the Petitioners and the Monitor shall serve the Service List with any additional materials to be used in support of the CCAA Sanction Application.
30. Any party who wishes to oppose the CCAA Sanction Application shall serve on the Service List an Application Response setting out the basis for such opposition and a copy of the materials to be used to oppose the CCAA Sanction Application at least five (5) Business Days before the date set for the CCAA Sanction Application, or such shorter time as this Court may allow.
31. In the event that the CCAA Sanction Application is adjourned, only those Persons who are on the Service List shall be served with notice of the adjourned date.
32. Subject to any further order of this Court, in the event of any conflict, inconsistency, ambiguity or difference between the provisions of the CCAA Plan and this Meeting Order, the terms, conditions and provisions of the CCAA Plan shall govern and be paramount, and any such provision of this Meeting Order shall be deemed to be amended to the extent necessary to eliminate any such conflict, inconsistency, ambiguity or difference.

MONITOR'S ROLE

33. The Monitor, in addition to its prescribed rights, duties, responsibilities and obligations under the CCAA, the Initial Order, the Claims Process Order, and any other order of this Court in the CCAA Proceedings, is hereby directed and empowered to take such other actions and fulfill such other roles as are authorized by this Meeting Order or incidental thereto.
34. In carrying out the terms of this Meeting Order, the Monitor shall have all of the protections given to it by the CCAA, the Initial Order, other Orders in the CCAA Proceedings, and this Meeting Order, or as an officer of the Court, including the stay of proceedings in its favour.

35. The Monitor shall incur no liability or obligation as a result of the carrying out of the provisions of this Meeting Order.
36. The Monitor shall be entitled to rely on the books and records of the Petitioners, and any information provided by the Petitioners, any Person having a Claim, and the Deemed Interest Claimant or its successors, all without independent investigation, and shall not be liable for any claims or damages resulting from any errors or omissions in such books, records, or other information.

GENERAL

37. Any notice or other communication sent pursuant to this Order shall be deemed to have been received: (a) if sent by prepaid ordinary mail or registered mail, on the third Business Day after mailing in British Columbia, the fifth Business Day after mailing within Canada (other than within British Columbia), and the tenth Business Day after mailing internationally; (b) if sent by courier or personal delivery, on the next Business Day following dispatch; and (c) if delivered by facsimile transmission or e-mail by 5:00 p.m. (Vancouver time) on a Business Day, on such Business Day and if delivered after 5:00 p.m. (Vancouver time) or other than on a Business Day, on the following Business Day.
38. If the day on which any notice or communication required to be delivered pursuant to this Meeting Order is not a Business Day, then such notice or communication shall be required to be delivered on the next Business Day.
39. If, during any period during which notices or other communications are being given pursuant to this Meeting Order, a postal strike or postal work stoppage of general application should occur, such notices or other communications sent by ordinary or registered mail and then not received shall not, absent further Order of this Court, be effective and notices and other communications given hereunder during the course of any such postal strike or work stoppage of general application shall only be effective if given by courier, personal delivery, facsimile transmission or e-mail in accordance with this Order.
40. Endorsement of this Order by counsel appearing, other than counsel for the Petitioners, is hereby dispensed with.

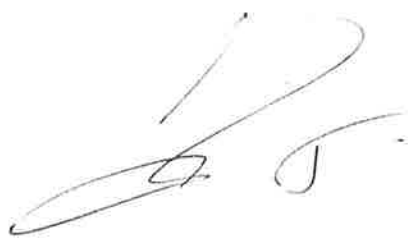
THIS COURT REQUESTS the aid and recognition of other Canadian and foreign Courts, tribunals, regulatory or administrative bodies, including any Court or administrative tribunal of any Federal or State Court or administrative body in the United States of America, to act in aid of and to be complementary 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:



Patrick Riesterer
Counsel for the Petitioners



BY THE COURT



REGISTRAR



SCHEDULE "B"

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 (collectively, the "Petitioners")

NOTICE TO AFFECTED CREDITORS OF THE PETITIONERS

NOTICE OF AFFECTED CREDITORS' MEETING

NOTICE IS HEREBY GIVEN that the Petitioners have filed with the Supreme Court of British Columbia (the "**CCAA Court**") a plan of compromise or arrangement dated May 29, 2018 (as amended, supplemented or restated from time to time in accordance with the terms thereof, the "**CCAA Plan**") pursuant to the *Companies' Creditors Arrangement Act* (Canada) (the "**CCAA**") and the Order of the CCAA Court pronounced on **[May 31]**, 2018 (the "**Meeting Order**").

The CCAA Plan contemplates, among other things, the complete satisfaction of all Proven Claims of Affected Creditors pursuant to and in accordance with the CCAA Plan.

NOTICE IS ALSO HEREBY GIVEN that a meeting of the Affected Creditors (the "**Affected Creditors' Meeting**") will be deemed to have been duly called and held on June 27, 2018, for the purpose of voting on a resolution to approve the CCAA Plan.

Affected Creditors constitute one (1) class, as established in the CCAA Plan and the Meeting Order (the "**Affected Creditors' Class**"). The CCAA Plan and the Meeting Order also establishes a separate class of creditors with respect to the Deemed Interest Claim (as defined in the CCAA Plan).

Pursuant to the Meeting Order, Affected Creditors shall be deemed to have voted their entire Proven Claim(s) or Unresolved Claim(s), as the case may be, in favour of the CCAA Plan at the Affected Creditors' Meeting and, as a result, the vote on the CCAA Plan at the Affected Creditors' Meeting shall be deemed to have been decided unanimously in favour of the resolution to approve the CCAA Plan. Please note that the deemed vote by Affected Creditors in favour of the resolution to approve the CCAA Plan does not affect the ability of any Affected Creditor to make submissions on any application to sanction the CCAA Plan.

To become effective, in respect of the Affected Creditors' Class, the CCAA Plan must be sanctioned by a final order of the CCAA Court under the CCAA. The CCAA Plan must also, among other things, be approved by the class of creditors holding the Deemed Interest Claim at a duly convened Deemed Interest Claim Meeting, which will also be deemed to have been held pursuant to the Meeting Order.

NOTICE IS ALSO HEREBY GIVEN that the order sanctioning the CCAA Plan will be sought in an application to be brought on July 3, 2018, or such later date as is set by the CCAA Court, which date shall also be posted on the website of the court-appointed Monitor as set out below. At that time, the

Petitioners may also seek the other relief specified in the CCAA Plan. Subject to the satisfaction of the conditions to implementation of the CCAA Plan, all Affected Claims of Affected Creditors will then receive the treatment set out in the CCAA Plan unless otherwise ordered by the CCAA Court.

Please note that a period of time will be required to permit the satisfaction of the conditions to implementation of the CCAA Plan, and no distributions are contemplated in the near future.

The Monitor's address for the purpose of obtaining any additional information or materials related to the Affected Creditors' Meeting is:

KPMG Inc., Court-Appointed Monitor of the Petitioners
777 Dunsmuir Street
PO Box 10426
Vancouver, British Columbia
V7Y 1K3

Attention: Mike Clark
Fax: (604) 691-3036
Email: waltercanada@kpmg.ca

This notice is given by the Petitioners and the Monitor pursuant to the Meeting Order.

You may view copies of the documents relating to this process on the Monitor's website (the "**Website**") at: www.kpmg.com/ca/walterenergycanada

Please continue to monitor the Website for updates regarding this CCAA proceeding.

If you have any specific questions or concerns in respect of the CCAA Plan or the deemed Affected Creditors' Meeting, please complete and return of a copy of the Affected Creditor Response Form attached hereto as Appendix "A" to the Monitor.

Capitalized terms not otherwise defined herein shall have the meanings ascribed thereto in the CCAA Plan or the Meeting Order.

DATED this ● day of ●, 2018.

APPENDIX A

AFFECTED CREDITOR RESPONSE FORM

**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 (collectively, the "Petitioners")**

Capitalized terms not otherwise defined herein have the meanings ascribed thereto in the CCAA Plan.

The Monitor requests that any Affected Creditor with specific questions or concerns in respect of the CCAA Plan or the deemed Affected Creditors' Meeting complete the following form and return a copy of it to the attention of the Monitor as soon as possible and in any event by June 25, 2018.

Full Legal Name of Claimant and Contact Person for Claim

Full Mailing Address

Telephone Number and Fax Number

Email Address

Have you acquired this claim by assignment? If yes, provide details below (including the name of the original Claimant and the amount of the Claim) and attach documents evidencing assignment.

Please provide full details regarding the nature of your question or concern regarding the CCAA Plan or the Affected Creditors' Meeting

Please return a completed copy of Affected Creditor Response Form to the Monitor at:

KPMG Inc., Court-Appointed Monitor of the Petitioners
777 Dunsmuir Street
PO Box 10426
Vancouver, British Columbia
V7Y 1K3

Attention: Mike Clark
Fax: (604) 691-3036
Email: waltercanada@kpmg.ca

SCHEDULE "C"

**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 (collectively, the "Petitioners")**

NOTICE TO THE DEEMED INTEREST CLAIMANT

NOTICE OF DEEMED INTEREST CLAIM MEETING

NOTICE IS HEREBY GIVEN that the Petitioners have filed with the Supreme Court of British Columbia (the "**CCAA Court**") a plan of compromise or arrangement dated May 29, 2018 (as amended, supplemented or restated from time to time in accordance with the terms thereof, the "**CCAA Plan**") pursuant to the *Companies' Creditors Arrangement Act* (Canada) (the "**CCAA**") and the Order of the CCAA Court pronounced on **[May 31]**, 2018 (the "**Meeting Order**").

The CCAA Plan contemplates, among other things, the payment to the Deemed Interest Claimant of all available funds after the complete satisfaction of all Proven Claims of Affected Creditors, the payment of the USW Settlement Amount, the payment of the 1974 Plan Settlement Amount and the establishment of certain reserves, in each case pursuant to and in accordance with the CCAA Plan. Warrior Met Coal, Inc. ("**Warrior**") constitutes one (1) separate class of creditor solely with respect to its Deemed Interest Claim and is also included in the class of Affected Creditors with respect to the Shared Services Claim.

NOTICE IS ALSO HEREBY GIVEN that a meeting to approve the Deemed Interest Claim Resolution (the "**Deemed Interest Claim Meeting**") will be deemed to have been duly called and held on June 27, 2018, for the purpose of voting on the Deemed Interest Claim Resolution to approve the CCAA Plan.

Pursuant to the Meeting Order, Warrior shall be deemed to have voted the entire Deemed Interest Claim in favour of the CCAA Plan at the Deemed Interest Claim Meeting and, as a result, the vote on the CCAA Plan at the Deemed Interest Claim Meeting shall be deemed to have been decided unanimously in favour of the Deemed Interest Claim Resolution to approve the CCAA Plan. Please note that the deemed vote by Warrior in favour of the Deemed Interest Claim Resolution does not affect the ability of Warrior to make submissions on any application to sanction the CCAA Plan.

To become effective, the CCAA Plan must be approved by the Affected Creditors and sanctioned by a final order of the CCAA Court under the CCAA.

NOTICE IS ALSO HEREBY GIVEN that the order sanctioning the CCAA Plan will be sought in an application to be brought on July 3, 2018, or such later date as is set by the CCAA Court, which date shall also be posted on the website of the court-appointed Monitor as set out below. At that time, the Petitioners may also seek the other relief specified in the CCAA Plan. Subject to the satisfaction of the conditions to implementation of the CCAA Plan, the Deemed Interest Claim will receive the treatment set out in the CCAA Plan unless otherwise ordered by the CCAA Court.

Please note that a period of time will be required to permit the satisfaction of the conditions to implementation of the CCAA Plan, and no distributions are contemplated in the near future.

The Monitor's address for the purpose of obtaining any additional information or materials related to the Deemed Interest Claim Meeting or asking any questions regarding the process, is:

KPMG Inc., Court-Appointed Monitor of the Petitioners
777 Dunsmuir Street
PO Box 10426
Vancouver, British Columbia
V7Y 1K3

Attention: Mike Clark
Fax: (604) 691-3036
Email: waltercanada@kpmg.ca

This notice is given by the Petitioners and the Monitor pursuant to the Meeting Order.

You may view copies of the documents relating to this process on the Monitor's website (the "**Website**") at: www.kpmg.com/ca/walterenergycanada

Please continue to monitor the Website for updates regarding this CCAA proceeding.

Capitalized terms not otherwise defined herein shall have the meanings ascribed thereto in the CCAA Plan or the Meeting Order.

DATED this ● day of ●, 2018.

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NEW BRULE COAL CORP., NEW WILLOW CREEK COAL
CORP., NEW WOLVERINE COAL CORP. AND CAMBRIAN
ENERGYBUILD HOLDINGS ULC

PETITIONERS

ORDER MADE AFTER APPLICATION
(Meeting Order)

OSLER HOSKIN & HARCOURT LLP

Barristers & Solicitors
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Tel. No. 416.862.4924

Fax No. 416.862.6666

Client Matter No. 1164807