

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

PETITIONERS

**ORDER MADE AFTER APPLICATION**

BEFORE THE HONOURABLE )  
MADAM JUSTICE FITZPATRICK ) TUESDAY, THE 5<sup>TH</sup> DAY OF  
) JANUARY, 2016  
)

*Tijana Gavric, Marc Wasserman  
and Joshua Hurwitz*

ON THE APPLICATION of the Petitioners coming on for hearing at 800 Smithe Street, Vancouver, British Columbia, on January 5, 2016; AND ON HEARING Mary I.A. Buttery, counsel for the Petitioners and the Partnerships listed on **Schedule "A"** hereto, Peter Reardon, counsel for KPMG Inc. and those other counsel listed on **Schedule "B"** hereto; AND UPON READING the material filed herein;

THIS COURT ORDERS that:

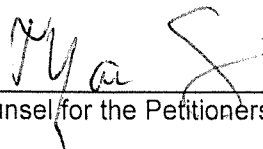
- 1. Access to sealed items permitted by:
  - Counsel of Record
  - Parties on Record
  - Further Court Order
  - Others:

Items to be sealed

Document Name	Date Filed (Date on Court Stamp)	Number of copies filed, including any extra copies for the judge	Duration of sealing order	Sought	Granted	
					Yes	No
Affidavit #3 of William G. Harvey sworn December 31, 2015	January 4, 2016	two	Until further order	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>

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

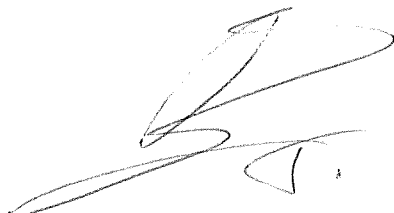
THE FOLLOWING PARTIES APPROVE THE FORM OF THIS ORDER AND CONSENT TO EACH OF THE ORDERS, IF ANY, THAT ARE INDICATED ABOVE AS BEING BY CONSENT:

  
 \_\_\_\_\_  
 Counsel for the Petitioners


DLA Piper (Canada) LLP  
(Mary I.A. Buttery and Tijana Gavric)

and

Osler, Hoskin & Harcourt LLP  
(Marc Wasserman and ~~Patrick Riesterer~~)  
 Joshua Hurwitz



BY THE COURT

  
 \_\_\_\_\_  
 REGISTRAR

AS TO FORM  
-16

## 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

SCHEDULE "B"

Counsel List	
Name	Party Represented
John sandrelli (in person ) Tevia Jeffries (in person ) Julia Frost - Davies (by phone)	United Mine Workers of America 1974 Pension Plan and Trust
Matthew Nied	steering Committee of First Lien creditors of Walter Energy, Inc.
Aaron Welch	Her Majesty the Queen in right of the Province of British Columbia
Kathryn Esaw (by phone)	Morgan Stanley Senior Funding, Inc. (Canadian counsel)
Wael Rostom (by phone) Caitlin Fell (by phone)	KPMG, Inc., Monitor
Neva Beckie	Canada Revenue Agency
Elizabeth Feld (by phone)	Morgan Stanley Senior Funding Inc. (U.S. counsel)
Emmanuel Pressman (by phone)	Petitioners

William Aziz

proposed Chief Restructuring  
officer

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ARRANGEMENT OF WALTER ENERGY CANADA HOLDINGS,  
INC., AND THOSE PARTIES LISTED ON SCHEDULE "A"

PETITIONERS

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**ORDER MADE AFTER APPLICATION**

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Client Matter No. 15375-00001

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