

SUPERIOR COURT

**CANADA
PROVINCE OF QUÉBEC
DISTRICT OF MONTRÉAL**

NO: 500-11-048114-157

DATE: June 29, 2018

PRESIDING: THE HONOURABLE STEPHEN W. HAMILTON J.S.C.

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

**IN THE MATTER OF THE PLAN OF COMPROMISE OR
ARRANGEMENT OF:**

**BLOOM LAKE GENERAL PARTNER LIMITED, QUINTO MINING
CORPORATION, 8568391 CANADA LIMITED, CLIFFS QUÉBEC IRON MINING ULC,
WABUSH IRON CO. LIMITED, WABUSH RESOURCES INC.**

Petitioners

-and-

**THE BLOOM LAKE IRON ORE MINE LIMITED PARTNERSHIP, BLOOM
LAKE RAILWAY COMPANY LIMITED, WABUSH MINES, ARNAUD RAILWAY
COMPANY, WABUSH LAKE RAILWAY COMPANY LIMITED**

Mises-en-cause

-and-

FTI CONSULTING CANADA INC.

Monitor

-and-

MICHAEL KEEPER, TERENCE WATT, DAMIEN LEBEL, and NEIL JOHNSON

PETITIONERS-Mises-en-cause

-and-

UNITED STEELWORKERS, LOCAL 6254, UNITED STEELWORKERS, LOCAL 6285

Mises-en-cause

-and-

MORNEAU SHEPELL

Mise-en-cause

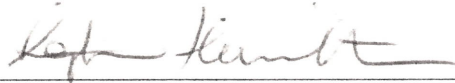
**SEVENTH ORDER FOR LEGAL COSTS OF SALARIED/NON-UNION
EMPLOYEES AND RETIREES**

- [1] **THE COURT**, upon reading the Petitioners’-Mises-en-cause *Motion for an Order for Legal Costs of Salaried/Non-Union Employees and Retirees* dated June 19, 2018 (the “**Motion**”) and having examined the affidavit of Mark E. Meland sworn on June 19, 2018;
- [2] **CONSIDERING** the submissions of counsel for the Petitioners-Mises-en-cause (the “**Representatives**”), the submissions of counsel for the Wabush CCAA Parties, the submissions of counsel for the Monitor, and of such other counsel as were present;
- [3] **GIVEN** the *Order Appointing Representatives and Representative Counsel* dated June 22, 2015;
- [4] **GIVEN** the *Order for Legal Costs of Salaried/Non-union Employees and Retirees* dated October 28, 2016;
- [5] **GIVEN** the *Third Order for Legal Costs of Salaried/Non-union Employees and Retirees* dated May 31, 2017;
- [6] **GIVEN** the *Fourth Order for Legal Costs of Salaried/Non-union Employees and Retirees* dated June 28, 2017;
- [7] **GIVEN** the *Fifth Order for Future Legal Costs of Salaried/Non-Union Employees and Retirees, and Appointment of Replacement Québec Representative Counsel* dated December 21, 2017;
- [8] **GIVEN** the *Sixth Order for Future Legal Costs of Salaried/Non-Union Employees and Retirees* dated April 16, 2018;
- [9] **GIVEN** the conclusion of an agreement amongst the major stakeholders, including the Representatives, for a global settlement in relation to the restructuring of the CCAA Parties and the efforts of Representative Counsel to achieve this result; and
- [10] **GIVEN** the provisions of the *Companies’ Creditors Arrangement Act*;

FOR THESE REASONS, THE COURT:

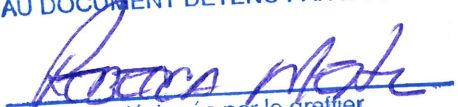
- [11] **ORDERS** that the Wabush CCAA Parties shall pay the excess legal fees (over and above the fee caps previously ordered) in the amount of \$28,328 for Koskie Minsky LLP, and in the amount of \$54,775 for Fishman Flanz Meland Paquin LLP, plus disbursements and taxes, for work performed by Representative Counsel on behalf of the Representatives and Salaried Members during the period of April 1, 2018 to June 29, 2018, provided that Representative Counsel shall render sufficiently detailed accounts (subject to reasonable redaction due to solicitor-client privilege) to the Wabush CCAA Parties and subject to the invoices being approved by the Monitor.

- [12] **ORDERS** that the legal fees, taxes and disbursements incurred by Representative Counsel on behalf of the Representatives and Salaried Members for the period from June 30, 2018 until the discharge of Representative Counsel or the termination of the CCAA Proceedings shall be paid by the Wabush CCAA Parties, up to an aggregate cap of \$100,000 in legal fees, plus applicable taxes and disbursements, provided that Representative Counsel shall render sufficiently detailed accounts (subject to reasonable redaction due to solicitor-client privilege) to the Wabush CCAA Parties and subject to the invoices being approved by the Monitor.
- [13] **DIRECTS** that any disagreement regarding the legal fees, disbursements and taxes of the Representative Counsel may be submitted to this Court for determination.
- [14] **AUTHORIZES** the Representatives and Representative Counsel to take all steps and to perform all acts necessary or desirable to carry out the terms of this Order, including dealing with any Court, regulatory body and other government ministry, department or agency, and to take all such steps as are necessary or incidental thereto.
- [15] **DECLARES** that service and notice of this Motion were good and sufficient and hereby dispenses with further service thereof;
- [16] **THE WHOLE** without costs.



STEPHEN W. HAMILTON, J.S.C.

COPIE CERTIFIÉE CONFORME
AU DOCUMENT DÉTENU PAR LA COUR



Personne désignée par le greffier