

CANADA

PROVINCE OF QUÉBEC
DISTRICT OF MONTRÉAL

N°: 500-11-048114-157

SUPERIOR COURT

Commercial Division

(Sitting as a court designated pursuant to the *Companies' Creditors Arrangement Act*, R.S.C., 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

MOTION FOR THE ISSUANCE OF A CLAIMS PROCEDURE ORDER*
(Sections 9, 10 and 11 of the *Companies' Creditors Arrangement Act*)

TO MR. JUSTICE STEPHEN W. HAMILTON, J.S.C. OR ONE OF THE HONORABLE JUDGES OF THE SUPERIOR COURT, SITTING IN THE COMMERCIAL DIVISION FOR THE DISTRICT OF MONTRÉAL, THE CCAA PARTIES (AS DEFINED BELOW) SUBMIT:

1. **BACKGROUND**

1. On January 27, 2015, Mr. Justice Martin Castonguay, J.S.C., issued an Initial Order (as subsequently amended, rectified and/or restated, the “**Bloom Lake Initial Order**”) commencing these proceedings (the “**CCAA Proceedings**”) pursuant to the *Companies’ Creditors Arrangement Act* (the “**CCAA**”) in respect of the Petitioners Bloom Lake General Partner Limited, Quinto Mining Corporation, 8568391 Canada Limited and Cliffs Québec Iron Mining ULC (“**CQIM**”) and the Mises-en-cause The Bloom Lake Iron Ore Mine Limited Partnership (“**Bloom Lake LP**”) and Bloom Lake Railway Company Limited (collectively, the “**Bloom Lake CCAA Parties**”), as appears from the Initial Order dated January 27, 2015, which forms part of the Court record and is communicated herewith for convenience as **Exhibit R-1**.
2. Pursuant to the Bloom Lake Initial Order, *inter alia*, FTI Consulting Canada Inc. was appointed as monitor of the Bloom Lake CCAA Parties (the “**Monitor**”) (para. 39 of the Bloom Lake Initial Order) and a stay of proceedings was ordered in respect of the Bloom Lake CCAA Parties until February 26, 2015 (the “**Bloom Lake Stay Period**”) (para. 8 *ff.* of the Bloom Lake Initial Order).
3. On February 20, 2015 and on April 17, 2015, Mr. Justice Stephen W. Hamilton, J.S.C. amended the Bloom Lake Initial Order, *inter alia*, extending the Bloom Lake Stay Period to April 30, 2015 and then to July 31, 2015, as appears from the Amended Initial Order dated February 20, 2015 and from the Order dated April 17, 2015, both of which form part of the Court record and are communicated herewith for convenience respectively as **Exhibit R-2** and **Exhibit R-3**.
4. Also on April 17, 2015, Mr. Justice Hamilton issued, *inter alia*, an Order (the “**SISP Order**”), *inter alia*, approving sale and investor solicitation procedures (the “**Initial SISP**”) in respect of the Bloom Lake CCAA Parties, as appears from a copy of the SISP Order, which forms part of the Court record and is communicated herewith as **Exhibit R-4**.
5. On May 20, 2015, Mr. Justice Hamilton issued an Initial Order (as subsequently amended, rectified and/or restated, the “**Wabush Initial Order**”) extending the scope of the CCAA Proceedings to the Petitioners Wabush Iron Co. Limited and Wabush Resources Inc. and the Mises-en-cause Wabush Mines, an unincorporated contractual joint venture (the “**Wabush Mines JV**”), Arnaud Railway Company and Wabush Lake Railway Company Limited (collectively, the “**Wabush CCAA Parties**”; collectively with the Bloom Lake CCAA Parties, the “**CCAA Parties**”), as appears from the Initial Order dated May 20, 2015, which forms part of the Court record and is communicated herewith for convenience as **Exhibit R-5**.

* Except as otherwise provided for herein, all capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the Bloom Lake Initial Order (as defined herein) and the Wabush Initial Order (as defined herein).

6. Pursuant to the Wabush Initial Order, *inter alia*, the Monitor was appointed as the monitor of the Wabush CCAA Parties (para. 39 of the Wabush Initial Order) and a stay of proceedings was granted in respect of the Wabush CCAA Parties until June 19, 2015 (the “**Wabush Stay Period**”; collectively with the Bloom Lake Stay Period, the “**Stay Period**”) (para. 7 *ff.* of the Wabush Initial Order).
7. On June 9, 2015, Mr. Justice Hamilton issued an order (the “**Wabush Comeback Order**”), *inter alia*:
 - a) extending the Wabush Stay Period to July 31, 2015; and
 - b) approving the Initial SISP as it relates to the Wabush CCAA Parties, authorizing the amendment and restatement of the Initial SISP *nunc pro tunc*, and approving an amended and restated sale and investor solicitation process in respect of all CCAA Parties (the “**SISP**”), a copy of which is communicated herewith as **Exhibit R-6**;

the whole as appears from the Wabush Comeback Order, which forms part of the Court record and is communicated herewith for convenience as **Exhibit R-7**.

8. On July 30, 2015, Mr. Justice Hamilton, issued an order extending the Stay Period to November 6, 2015, as appears from the Order dated July 30, 2015, which forms part of the Court record and is communicated herewith for convenience as **Exhibit R-8**.

2. **ORDERS SOUGHT**

9. The CCAA Parties hereby seek an Order of this Court establishing a claims procedure for claims against the CCAA Parties and their Officers and Directors (the “**Claims Procedure**”) substantially in the form of the draft Claims Procedure Order (the “**Draft Claims Procedure Order**”) communicated herewith as **Exhibit R-9**, for the purpose of, *inter alia*:
 - a) establishing a claims bar date of 5:00 p.m. (prevailing Eastern time) on December 11, 2015 (the “**Claims Bar Date**”) for the filing of creditors’ proofs of claim with the Monitor against the CCAA Parties;
 - b) establishing a claims bar date of 5:00 p.m. (prevailing Eastern time) on December 11, 2015 (the “**D&O Claims Bar Date**”) for the filing of creditors’ proofs of claim with the Monitor against the Directors and Officers (in relation to certain claims, as provided specifically in the Draft Claims Procedure Order) of the CCAA Parties;
 - c) approving the implementation and administration of the applicable procedure with respect to the review, determination, adjudication or compromise of claims, and the respective roles of the Monitor, CCAA Parties, D&O counsel (as defined in the Draft Claims Procedure Order), and counsel to the Representatives (as defined in paragraph 12 herein) in connection herewith;
 - d) approving the form and manner of notice of the Claims Procedure Order;
 - e) granting such other relief as this Court deems just and proper.

3. SUMMARY OF THE CLAIMS PROCEDURE

3.1 Filing of Claims and Claims Bar Dates

10. The proposed Claims Procedure establishes the Claims Bar Date and the D&O Claims Bar Date and outlines a procedure for the filing of:

- a) any right or claim that may be asserted or made against the CCAA Parties (or any one of them) which existed as of the date of the commencement of these CCAA Proceedings by way of the Bloom Lake Initial Order and the Wabush Initial Order, as applicable (the "**Determination Date**") (each, a "**CCAA Party Claim**");
- b) any right or claim that may be asserted or made against the CCAA Parties (or any one of them) in connection with any indebtedness, liability or obligation of any kind whatsoever owed by the CCAA Parties (or any one of them), arising out of the restructuring, disclaimer, resiliation, termination, or breach of any contract, employment agreement, lease or other agreement or arrangement, whether written or oral, on or after the Determination Date (each, a "**Restructuring Claim**") (with the CCAA Party Claims and the Restructuring Claims each being a "**Claim**");
- c) any right or claim that may be asserted or made against one or more of the Directors and/or Officers (as defined in the Draft Claims Procedure Order) that relates to a Claim, for which the Directors and/or Officers, or any of them, are by statute liable to pay in their capacity as Directors and/or Officers or which are secured by way of the Directors' Charges (each, a "**D&O Claim**");

the whole, excluding the Excluded Claims (as defined in the Draft Claims Procedure Order).

11. The Claims Procedure provides that Restructuring Claims will be subject to the later of (i) the Claims Bar Date; (ii) 5:00 p.m. on the day that is twenty-one (21) days after the date that the applicable Notice of Disclaimer or Resiliation (as defined in the Draft Claims Procedure Order) becomes effective; (iii) 5:00 p.m. on the day that is twenty-one (21) days after the Court Order settling a contestation against such Notice of Disclaimer or Resiliation brought pursuant to Section 32(5)b) CCAA; or, in each case, such other date as may be ordered by the Court (the "**Restructuring Claims Bar Date**").

3.2 Notice

12. The Claims Procedure provides that the Monitor shall cause, within ten Business Days (as defined in the Draft Claims Procedure Order) from the issuance of the Claims Procedure Order sought hereby, a claims document package (the "**Creditors' Instructions**") to be sent to (a) each known creditor of the CCAA Parties, except to those employees represented by the United Steelworkers, Locals 6254 and 6285 (the "**USW**") and those employees represented by Michael Keeper, Terence Watt, Damian Lebel and Neil Johnson in their capacity as Court-appointed representatives of all salaried/non-union employees and retirees of the Wabush CCAA Parties or any person claiming an interest under or on behalf of such employees or pensioners and surviving spouses, or group or class of them (the "**Representatives**"), the whole pursuant to the Order of this Court dated June 22, 2015 (the "**Representative Court Order**"), (b) the

Representatives' counsel, and (c) the USW's counsel. The Creditors' Instructions will include English and French versions of:

- a) a copy of the Claims Procedure Order;
 - b) an Instruction Letter (in the form of **Schedule "D"** to the Draft Claims Procedure Order);
 - c) a blank Proof of Claim form (**Schedule "H"** to the Draft Claims Procedure Order); and
 - d) such other materials as the Monitor, in consultation with the CCAA Parties and D&O Counsel, considers necessary or appropriate.
13. The mailing of the Creditors' Instructions as described in the foregoing paragraph will be supplemented by the placement, in widely distributed French- and English-language newspapers in Quebec and in Newfoundland and Labrador of a notice to creditors (in the form of **Schedule "E"** to the Draft Claims Procedure Order), as well as by the posting of the Creditors' Instructions on the Monitor's website.

3.3 Review, Determination, Adjudication or Compromise of Claims and of D&O Claims

14. The Claims Procedure provides for the procedure for the review, determination, adjudication or compromise of Claims. This procedure can be summarized as follows:
- a) The Monitor, in consultation with the CCAA Parties, shall review all Proofs of Claim (as defined in the Draft Claims Procedure Order) received on or before the Claims Bar Date or the Restructuring Claims Bar Date, as applicable, and shall accept, revise or disallow each Claim;
 - b) If the Monitor, in consultation with the CCAA Parties, determines it necessary to revise or disallow a Claim, the Monitor shall send such creditor a Notice of Revision or Disallowance (as defined in the Draft Claims Procedure Order) advising that, and to what extent, the Claim as set out in its Proof of Claim has been revised or disallowed, and stating the reasons therefor. If the Monitor does not send a Notice of Revision or Disallowance to a Creditor, the Claim set out in the applicable Proof of Claim shall be an Allowed Claim (as defined in the Draft Claims Procedure Order);
 - c) Any person other than a Represented Employee (as defined in paragraph 16 herein) who fails to file a Proof of Claim in respect of a Claim in the manner provided for in the Claims Procedure Order on or before the Claims Bar Date or the Restructuring Claims Bar Date, as applicable, shall: (i) be forever barred, estopped and enjoined from asserting or enforcing any Claim against any of the CCAA Parties and all such Claims shall be forever extinguished; (ii) not be permitted to vote on any Plan on account of such Claim(s); (iii) not be permitted to participate in any distribution under any Plan, from the proceeds of any sale of the CCAA Parties' assets or otherwise, on account of such Claim(s); and (iv) not be entitled to receive further notice in respect of the Claims Procedure or these CCAA Proceedings generally, in relation to such Claim(s);

- d) Any Creditor who is sent a Notice of Revision or Disallowance and wishes to dispute such Notice of Revision or Disallowance shall deliver a completed Notice of Dispute (as defined in the Draft Claims Procedure Order) to the Monitor by no later than 5:00 p.m. on the day which is fourteen (14) days after the date of the applicable Notice of Revision or Disallowance or such other date as may be ordered by the Court. If a Creditor fails to deliver a Notice of Dispute by such date, the Claim set out in the applicable Notice of Revision or Disallowance, if any, shall be an Allowed Claim;
 - e) Upon receipt of a Notice of Dispute, the Monitor, in consultation with the CCAA Parties, may: (i) request additional information from the creditor; (ii) consensually resolve the disputed Claim with the Creditor; (iii) deliver a Dispute Package (as defined in the Draft Claims Procedure Order) to a Claims Officer (as defined in the Draft Claims Procedure Order) appointed in accordance with the Claims Procedure Order for such disputed Claim to be adjudicated by the Claims Officer; or (iv) bring a motion before the Court in these CCAA Proceedings to adjudicate the disputed Claim;
 - f) The CCAA Parties may appeal any determination of a Claim by the Monitor to a Claims Officer or the Court on notice to the Monitor and the Creditor whose Claim is being appealed.
15. The Claims Procedure also provides for the procedure for the review, determination, adjudication or compromise of D&O Claims. This procedure can be summarized as follows:
- a) The Monitor, in consultation with D&O Counsel, shall review all D&O Proofs of Claim (as defined in the Draft Claims Procedure Order) received on or before the D&O Claims Bar Date and shall accept, revise or disallow each D&O Claim;
 - b) If the Monitor, in consultation with D&O Counsel, determines it necessary to revise or disallow a D&O Claim, the Monitor shall send such D&O Claimant (as defined in the Draft Claims Procedure Order) a D&O Notice of Revision or Disallowance (as defined in the Draft Claims Procedure Order) advising that, and to what extent, the D&O Claim as set out in its D&O Proof of Claim has been revised or disallowed, and stating the reasons therefor. If the Monitor does not send a D&O Notice of Revision or Disallowance to a D&O Claimant the D&O Claim set out in the applicable D&O Proof of Claim shall be an Allowed D&O Claim (as defined in the Draft Claims Procedure Order).
 - c) Any person who fails to file a D&O Proof of Claim in respect of a D&O Claim in the manner provided for in the Claims Procedure Order on or before the D&O Claims Bar Date shall be forever barred, estopped and enjoined from asserting or enforcing any D&O Claim against any of the Directors and/or Officers, and all such D&O Claims shall be forever extinguished;
 - d) Any D&O Claimant who is sent a D&O Notice of Revision or Disallowance and wishes to dispute such D&O Notice of Revision or Disallowance shall deliver a completed D&O Notice of Dispute (as defined in the Draft Claims Procedure Order) to the Monitor by no later than 5:00 p.m. on the day which is fourteen (14) days after the date of the applicable D&O Notice of Revision or Disallowance, or

such other date as may be ordered by the Court. If a D&O Claimant fails to deliver a D&O Notice of Dispute by such date, the D&O Claim set out in the applicable D&O Notice of Revision or Disallowance, if any, shall be an Allowed D&O Claim;

- e) Upon receipt of a D&O Notice of Dispute, the Monitor, in consultation with the D&O Counsel, may: (i) request additional information from the D&O Claimant; (ii) consensually resolve the disputed D&O Claim with the D&O Claimant; (iii) deliver a D&O Dispute Package (as defined in the Draft Claims Procedure Order) to a Claims Officer (as defined in the Draft Claims Procedure Order) appointed in accordance with the Claims Procedure Order for such disputed D&O Claim to be adjudicated by the Claims Officer; or (iv) bring a motion before the Court in these CCAA Proceedings to adjudicate the disputed D&O Claim;
 - f) Notwithstanding the foregoing, or any other provision of the Claims Procedure Order, the Monitor may agree with D&O Counsel that any D&O Claim may be adjudicated by way of an alternative process and not in accordance with the adjudication procedures set out in the Claims Procedure Order. In such case, the Monitor shall notify the D&O Claimant of the decision to exclude the adjudication of the D&O Claim from the procedures set out in the Claims Procedure Order;
 - g) The Directors and Officers may appeal any determination of a D&O Claim by the Monitor to a Claims Officer or the Court on notice to the Monitor and the D&O Claimant whose D&O Claim is being appealed.
16. The Claims Procedure provides that the Wabush CCAA Parties shall provide a list of those employees represented by the Representatives pursuant to the Representative Court Order (each a “**Represented Employee**”) having a Claim, the name of the Wabush CCAA Party against which the Claim exists, the amount of each Represented Employee’s Claim and each Represented Employee’s last known address (the “**Wabush Represented Employee Claimants List**”) to the Monitor by no later than 5:00 pm on the first Business Day following the date of the Claims Procedure Order, and for the Monitor to provide such Wabush Represented Employee Claimants List to the Representatives’ counsel within two days following the receipt thereof.
17. Unless the Representatives’ counsel files the appropriate Notice(s) of Dispute within fourteen (14) days after receipt of the Wabush Represented Employee Claimants List from the Monitor, in which case the review and adjudication procedure for Claim described above shall apply *mutatis mutandi* to such disputed Claims, all Claims contained in the Wabush Represented Employee Claimants List shall be deemed Allowed Claims.
18. The Representatives shall have the right to file, for and on behalf of any represented employee, one or more collective or individual Proofs of Claim for Claims not listed on the Wabush Represented Employee Claimants List, including with respect to Restructuring Claims or D&O Claims, if any.
19. The Plan Administrator (as defined in the Draft Claims Procedure Order), in its capacity as plan administrator of the Pension Plans (as defined in the Draft Claims Procedure Order) for employees of the CCAA Parties, will have the sole authority to file Proofs of Claim with respect to any and all Claims, including Restructuring Claims, with respect to

the administration, funding or termination of any Pension Plan, including any Claim for any wind up deficiency or unpaid special payments.

4. REASONS FOR THE ORDER SOUGHT

20. Since the issuance of the Bloom Lake Initial Order and the Wabush Initial Order, the CCAA Parties have acted and continue to act in good faith and with due diligence.
21. In order for the CCAA Parties to be able formulate adequately one or more plans of arrangement to be presented to their creditors and/or to distribute the proceeds of realization of sale of assets of the CCAA Parties, it is necessary and appropriate for the CCAA Parties to ascertain the nature, extent and scope of the claims asserted against them.
22. It is in the best interest of all CCAA Parties and their stakeholders that this Court establish the Claims Procedure for the identification, resolution and barring of claims against the CCAA Parties, so as to conclusively determine claims against the CCAA Parties, both in the context of eventual plan(s) of arrangement and/or pursuant to Court-approved distribution of sale proceeds.
23. It is also in the best interest of all CCAA Parties to identify and review, determine, adjudicate or compromise all potential D&O Claims, which may be covered by the Directors' Charges, so as to facilitate any eventual distribution to creditors.
24. Therefore, the CCAA Parties request that this Court establish the Claims Procedure in accordance with the terms and the conditions set out in the Draft Claims Procedure Order (Exhibit R-9).
25. The Draft Claims Procedure Order being sought is based on the model *Claims and Meeting Procedure Order* (the "**Model Order**") posted on the website of the Barreau de Montréal. A copy of the Draft Claims Procedure Order as blacklined against the Model Order is communicated herewith as **Exhibit R-10**.
26. The Monitor has informed the CCAA Parties that it supports this Motion and will file a report with respect to the Motion in due course.

5. PROCEDURAL MATTERS

27. The CCAA Parties submit that the notices given of the presentation of the present Motion are proper and sufficient.
28. Pursuant to paragraph 54 of the Bloom Lake Initial Order and paragraph 56 of the Wabush Initial Order, all motions in these CCAA Proceedings are to be brought on not less than ten (10) calendar days' notice to all Persons on the service list. Each motion must specify a date (the "**Initial Return Date**") and time for the hearing.
29. The service of the present Motion serves as notice pursuant to paragraphs 47 and 54 of the Bloom Lake Initial Order and paragraphs 47 and 56 of the Wabush Initial Order.
30. Paragraph 55 of the Bloom Lake Initial Order and paragraph 57 of the Wabush Initial Order require that any Person wishing to object to the relief sought on a motion in the

CCAA Proceedings must serve responding motion materials or a notice stating the objection to the motion and grounds for such objection (a “**Notice of Objection**”) in writing to the moving party and the Monitor, with a copy to all persons on the service list, no later than 5 p.m. Montréal time on the date that is four (4) calendar days prior to the Initial Return Date (the “**Objection Deadline**”). Accordingly, any parties wishing to object to the relief sought on this Motion must serve responding motion materials or a Notice of Objection by no later than 5 p.m. Montréal time on October 30, 2015.

31. Paragraph 56 of the Bloom Lake Initial Order and paragraph 58 of the Wabush Initial Order further provide that if no Notice of Objection is served by the Objection Deadline, the Judge having carriage of the motion may determine whether a hearing is necessary, whether such hearing will be in person, by telephone or in writing and the parties from whom submissions are required (collectively, the “**Hearing Details**”).
32. Paragraph 57 of the Bloom Lake Initial Order and paragraph 59 of the Wabush Initial Order provide that the Monitor shall communicate with the Judge and the service list with respect to the Hearing Details.

6. CONCLUSIONS

33. It is in the best interests of the CCAA Parties and their stakeholders that the present Motion be granted in accordance with its conclusions and that the Court issue an Order in substantially in the form of the Draft Claims Procedure Order (Exhibit R-9).
34. The present Motion is well founded in fact and in law.

FOR THESE REASONS, MAY IT PLEASE THE COURT TO:

GRANT the present Motion;

35. **ISSUE** an order in the form of the draft Claims Procedure Order communicated in support hereof as Exhibit R-9;

WITHOUT COSTS, save and except in case of contestation.

Montréal, October 23, 2015

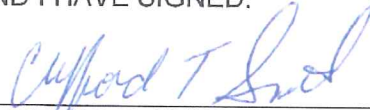


BLAKE, CASSELS & GRAYDON LLP
Attorneys for the CCAA Parties

AFFIDAVIT

I, the undersigned, **CLIFFORD T. SMITH**, the Executive Vice-President and a director of Bloom Lake General Partner Limited and Cliffs Québec Iron Mining ULC, the President of Wabush Resources Inc. and Wabush Iron Co. Limited, and Vice-President of Arnaud Railway Company and Wabush Lake Railway Company Limited, each having a place of business at 1155 Robert-Bourassa Boulevard (formerly Rue University), Suite 508, in the city and district of Montréal, Québec, solemnly affirm that all the facts alleged in the present *Motion for the Issuance of a Claims Procedure Order* are true.

AND I HAVE SIGNED:

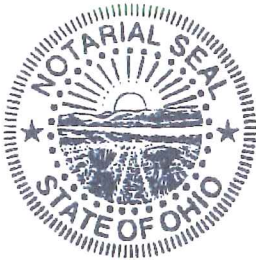


CLIFFORD T. SMITH

SOLEMNLY DECLARED before me at
Cleveland, Ohio
this 23rd day of October, 2015



Notary Public



ADAM D. MUNSON, Atty.
NOTARY PUBLIC
STATE OF OHIO
My Commission Has No
Expiration Date
Section 147.03 R.C.

NOTICE OF PRESENTATION

TO: Service List

TAKE NOTICE that the present *Motion for the Issuance of a Claims Procedure Order* will be presented for adjudication before the Honourable Stephen W. Hamilton, J.S.C., or another of the honourable judges of the Superior Court, Commercial Division, sitting in and for the district of Montréal, in the Montréal Courthouse located at 1, Notre-Dame Street East, Montréal, Québec, on **November 5, 2015** at a time and in a room to be determined.

DO GOVERN YOURSELF ACCORDINGLY.

Montréal, October 23, 2015



BLAKE, CASSELS & GRAYDON LLP
Attorneys for the CCAA Parties

CANADA

PROVINCE OF QUÉBEC
DISTRICT OF MONTRÉAL

SUPERIOR COURT

Commercial Division

(Sitting as a court designated pursuant to the *Companies' Creditors Arrangement Act*, R.S.C., c. C-36, as amended)

N^o: 500-11-048114-157

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

**BLOOM LAKE GENERAL PARTNER LIMITED,
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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

LIST OF EXHIBITS

(In support of the *Motion for the Issuance of an Order Extending the Stay Period*)

- R-1 Initial Order in respect of the Bloom Lake CCAA Parties dated January 27, 2015;
- R-2 Amended Initial Order in respect of the Bloom Lake CCAA Parties dated February 20, 2015;
- R-3 Order dated April 17, 2015;
- R-4 SISP Order dated April 17, 2015;
- R-5 Initial Order in respect of the Wabush CCAA Parties dated May 20, 2015;
- R-6 SISP;
- R-7 Wabush Comeback Order dated June 9, 2015;

- R-8 Order dated July 30, 2015;
- R-9 Draft Claims Procedure Order;
- R-10 Copy of the Draft Claims Procedure Order as blacklined against the model *Claims and Meeting Procedure Order*,

The exhibits are available at the following link:

<https://blakes.sharefile.com/d-s2707c9effb44d30a>

Montréal, October 23, 2015



BLAKE, CASSELS & GRAYDON LLP
Attorneys for the CCAA Parties

N°: 500-11-048114-157

**SUPERIOR COURT
DISTRICT OF MONTREAL
(Commercial Division)**

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

BLOOM LAKE GENERAL PARTNER LIMITED & AL.

Petitioners

-and-

**THE BLOOM LAKE IRON ORE MINE LIMITED
PARTNERSHIP & AL.**

Mises-en-cause

-and-

FTI CONSULTING CANADA INC.

Monitor

**MOTION FOR THE ISSUANCE OF A CLAIMS
PROCEDURE ORDER, AFFIDAVIT, NOTICE OF
PRESENTATION AND EXHIBITS**

ORIGINAL

M^{re} Bernard Boucher **BB-8098**

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