

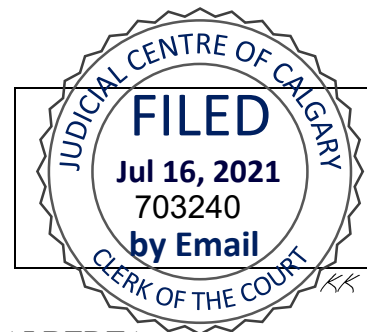
I hereby certify this to be a true copy of
the original Order

Dated this 16 day of July, 2021



for Clerk of the Court

Clerk's Stamp:



COURT FILE NUMBER

2101-05019

COURT

COURT OF QUEEN'S BENCH OF ALBERTA

JUDICIAL CENTRE

CALGARY

APPLICANTS:

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

AND IN THE MATTER OF THE COMPROMISE OR
ARRANGEMENT OF COALSPUR MINES (OPERATIONS)
LTD.

DOCUMENT

ORDER

(Approval of Settlement and Increase in Interim Facility)

CONTACT INFORMATION

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OF PARTY FILING THIS

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File Number: 1217428

DATE ON WHICH ORDER WAS PRONOUNCED: July 16, 2021

NAME OF JUSTICE WHO MADE THIS ORDER: The Honourable Madam Justice Romaine

LOCATION OF HEARING:

Calgary Courts Centre

601 – 5th Street SW

Calgary, AB

UPON the application of **COALSPUR MINES (OPERATIONS) LTD.** (the “**Applicant**”); **AND UPON** having read the Fifth Affidavit of Michael Beyer, sworn July 14, 2021 (the “**Fifth Beyer Affidavit**”); **AND UPON** having read the Fourth Report of FTI Consulting Canada Inc. (the “**Monitor**”) in its role as Court-appointed Monitor of the Applicant, dated July 14, 2021 (the “**Fourth Report**”), including the Confidential Supplement thereto; **AND UPON**

reviewing the Amended and Restated Initial Order granted by the Honourable Madam Justice Shelley on May 6, 2021 (the “**Amended Initial Order**”); **AND UPON** hearing from counsel for the Applicant, the Monitor, Ridley Terminals Inc. (“**RTI**”), Cline Trust Company LLC (“**CTC**”), and any other counsel present; **IT IS HEREBY ORDERED AND DECLARED THAT:**

SERVICE

1. The time for service of the notice of application for this order (the “**Order**”) is hereby abridged and deemed good and sufficient and this application is properly returnable today.

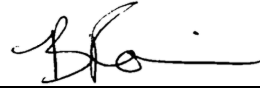
APPROVAL OF THE SETTLEMENT AGREEMENT

2. The settlement agreement between the Applicant, RTI and CTC, dated July 13, 2021, a redacted copy of which is attached as Exhibit “A” to the Fifth Beyer Affidavit (the “**Settlement Agreement**”) and the releases granted thereunder are hereby approved. The Applicant is hereby authorized and directed to do all things as are reasonably necessary to conduct and give effect to the Settlement Agreement and carry out its obligations thereunder, including payment of amounts due to be paid pursuant to the terms of the Settlement Agreement.
3. The applications filed by RTI on May 21, 2021 and by Coalspur on May 25, 2021 in these CCAA proceedings are hereby deemed to have been withdrawn.

INCREASE IN INTERIM FINANCING

4. The total interim financing limit of USD\$26,000,000 approved at paragraph 28 of the Amended Initial Order is hereby increased to USD\$56,000,000, and the Applicant is hereby authorized and empowered to borrow such amount in accordance with the terms of the Interim Lender Term Sheet, the Definitive Documents, and the ARIO, with such amendments as may be necessary to give effect to the terms of this Order.

5. Except as otherwise provided for in this Order, or as may be required to give effect to the terms of this Order, all terms of the Amended Initial Order shall remain in full force and effect, unamended.

A handwritten signature in black ink, appearing to be 'B. H.', written above a horizontal line.

Justice of the Court of Queen's Bench of Alberta