

**SUPERIOR COURT**

C A N A D A

PROVINCE OF QUÉBEC  
DISTRICT OF MONTRÉAL

N°: **500-11-048114-157**

DATE: **July 30, 2018**

---

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

---

**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

(Petitioners and Mises-en-cause hereinafter the “**CCAA Parties**”)

-and-

**FTI CONSULTING CANADA INC.**

Monitor

---

**PLAN MODIFICATION ORDER**

---

**HAVING READ** the *Motion for the Authorization to Make Plan Modifications* (the “**Motion**”) by the CCAA Parties other than 8568391 Canada Limited, Bloom Lake Railway Company Limited and Wabush Lake Railway Company Limited (the “**Participating CCAA Parties**”), and the attached exhibits thereof, and the affidavit in support thereof, and the submissions of counsels for the Participating CCAA Parties and the Monitor;

**GIVEN** the Monitor’s Forty Eighth Report to the Court dated July 10, 2018;

**GIVEN** the provisions of the Amended and Restated Meetings Order granted on May 18, 2018, and of the Order Sanctioning the Amended and Restated Joint Plan of Compromise and Arrangement Dated May 16, 2018, as amended on May 18, 2018 and June 21, 2018, and as may further be amended, restated or supplemented from time to time granted on June 29, 2018 (the “**Sanction Order**”);

**GIVEN** the provisions of the *Companies’ Creditors Arrangement Act*, R.S.C. 1985, C. c-36 (the “**CCAA**”).

**THE COURT:**

1. **GRANTS** the Motion.
2. **DECLARES** that the Participating CCAA Parties have given sufficient prior notice of the presentation of this Motion to interested parties and that the time for service of the Motion herein be and is hereby abridged.
3. **ORDERS** that capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Motion.
4. **DECLARES** that the Participating CCAA Parties are hereby authorized to make the Proposed Plan Modifications as set out in Exhibit R-2 to the Motion;
5. **DECLARES** that the provisions of the Sanction Order apply to the Plan, as amended by the Proposed Plan Modifications.
6. **ORDERS** the provisional execution of this Order notwithstanding appeal.
7. **THE WHOLE** without costs.

---

**STEPHEN W. HAMILTON J.S.C.**

Mtre Bernard Boucher  
(Blake, Cassels & Graydon LLP)  
Attorneys for the CCAA Parties

Date of hearing: July 30, 2018