

SUPERIOR COURT

C A N A D A

PROVINCE OF QUÉBEC
DISTRICT OF MONTRÉAL

N°: **500-11-048114-157**

DATE: **May [·]**, 2017

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

-and-

FTI CONSULTING CANADA INC.

Monitor

ORDER

- [1] **THE COURT**, upon reading the CCAA Parties' *Motion for the Issuance of an Order Approving the Allocation Methodology and Other Relief* (the "**Motion**"), having examined the affidavit and the exhibits;
- [2] **CONSIDERING** the [redacted]st Report of the Monitor dated May [redacted] (the "**Report**"), 2017 and the submissions of counsel for the CCAA Parties;
- [3] **GIVEN** the terms of the *Initial Order* of this Court dated January 27, 2015 (as subsequently amended, rectified and/or restated), the *Initial Order* of this Court dated May 20, 2015 (as subsequently amended, rectified and/or restated), and the provisions of the *Companies' Creditors Arrangement Act*;
- [4] **GIVEN** the terms of the Approval and Vesting Orders issued by this Court in relation to various purchase and sale transaction agreements, and the Purchase Price Allocations contained therein (as defined in the Motion);

FOR THESE REASONS, THE COURT HEREBY:

- [5] **GRANTS** the present Motion;
- [6] **PERMITS** service of this Order at any time and place and by any means whatsoever.
- [7] **ORDERS** that the Allocation Methodology (as defined and described in the Report), and the Purchase Price Allocations (as defined in the Motion) are hereby approved;
- [8] **PERMITS** the repayment of the Bloom Lake Inter-Company Funding (as defined in the Motion);
- [9] **PERMITS** the payment of the Outstanding Property Taxes (as defined and to the extent set out in the Motion);
- [10] **ORDERS** the provisional execution of this Order notwithstanding any appeal and without the necessity of furnishing any security;
- [11] **WITHOUT COSTS.**

STEPHEN W. HAMILTON J.S.C.

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

Date of hearing: May [redacted], 2017