

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

AND IN THE MATTER OF A PLAN OF COMPROMISE AND ARRANGEMENT OF CLINE MINING CORPORATION, NEW ELK COAL COMPANY LLC AND NORTH CENTRAL ENERGY COMPANY

Court File No.: CV14-10781-00CL

June 1/15

Applicants

June 1, 2015

L. Willis for Cline Mining Corp et al.

M. Debellis + M. Wasserman for FTI, Norinta

The motion was not opposed.

The proposed amendment to the Plan has been circulated to the creditors.

Section 6 of the Meeting's Order provides that the Applicants are authorized to amend the Plan.

The Court has the ability to authorize amendments, in the appropriate circumstances (See *Algoma v. RBC* 1992 11 C.B.R. (3d) 11 Ont. C.A.).

Having reviewed the record I am satisfied that no creditors will be adversely affected in the economic sense of the

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

Proceeding commenced at Toronto

MOTION RECORD
(Plan Amendment Motion
Returnable June 1, 2015)

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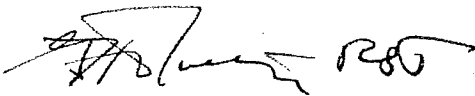
the proposed amendment, which is approved.

The Applicants request an extension of the stay period to August 17, 2015.

I am satisfied that the parties have been and continue to work in good faith and for the reasons set forth in the record, the request to extend the stay period is both reasonable and appropriate.

The Monitor reports approval of its 4th report. No adverse comment has been received. The Report, together with the activities described therein is approved.

Order granted. Order signed in the form presented.

 2015