

Rivard, Gary

From: Rigaud, Sylvain <sylvain.rigaud@nortonrosefulbright.com>
Sent: Wednesday, September 14, 2016 6:41 PM
To: Rivard, Gary
Cc: Bernard Boucher (bernard.boucher@blakes.com); Nigel Meakin - FTI Consulting (Nigel.Meakin@fticonsulting.com); Bissell, Steven
Subject: Wabush Mines - Renewed Call for Offers re Remaining Mining and Related Equipment

Me Rivard,

For your information, please find below a notice sent by the Monitor earlier to interested parties, the contents of which we trust to be self-explanatory.

Please communicate with the undersigned should you have any questions concerning this notice.

Regards,

Sylvain Rigaud
Partner

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NORTON ROSE FULBRIGHT

From: Bissell, Steven
Sent: Wednesday, September 14, 2016 1:42 PM
Cc: Meakin, Nigel
Subject: Wabush Mines - Renewed Call for Offers re Remaining Mining and Related Equipment

As you know, on August 18th, 2016, the Monitor issued a "Renewed Call for Proposals" on behalf of the Bloom Lake CCAA Parties and the Wabush CCAA Parties (the "**August 18th Call for Proposals**") seeking offers for the mining equipment and related assets of the Bloom Lake CCAA Parties and selected equipment of the Wabush CCAA Parties (the "**September 16th Proposal Assets**"). Please keep in mind that the Proposal Deadline for the mining equipment and related assets included in the August 18th Call for Proposals is 5:00 PM ET on **Friday, September 16, 2016**.

The August 18th Call for Proposals also indicated that certain of the CCAA Parties' assets located at the Wabush Scully Mine may become available at a later date. The Wabush CCAA Parties are now seeking offers for the remaining movable assets located at the Wabush Scully Mine which are not September 16th Proposal Assets (as may be amended from time to time, the "**October 5th Proposal Assets**"). For clarity, the October 5th Proposal Assets exclude any land and buildings and any assets that would constitute "fixtures" thereto, for example, wiring, plumbing, HVAC etc.

PLEASE BE ADVISED: This renewed call for proposals in respect of the October 5th Proposal Assets does not amend or replace the August 18th Call for Proposals, for which proposals must be submitted by 5:00 PM ET on Friday, September 16, 2016.

The Wabush CCAA Parties are seeking best and final offers for the October 5th Proposal Assets by no later than 5:00 PM ET on **Friday, October 5, 2016** (the “**October 5th Proposal Deadline**”). To assist in the preparation of your proposal, a schedule of equipment and assets is attached. Please note that the schedule is provided for assistance only. The schedule may not contain all October 5th Proposal Assets and no representation or warranty, express, implied or otherwise, is given by the Monitor, the CCAA Parties or their respective advisors, directors, officers, employees or agents with respect to the completeness of the schedule, the existence of the assets listed on the schedule or the condition of the October 5th Proposal Assets.

It is the current intent of the Wabush CCAA Parties to accept the highest and/or best offer or combination of offers and, subject to agreement of definitive transaction documents, seek Court approval and completion of the transaction, or combination of transactions as soon as possible.

Please note the following with respect to your proposals:

- 1) All proposals must be submitted to the Monitor in writing by the October 5th Proposal Deadline and be open for acceptance for not less than 14 days thereafter;
- 2) Proposals must be binding offers and not subject to due diligence or financing. Any inspections or diligence must be completed prior to the Proposal Deadline. Inspection visits may be arranged by contacting Steven Bissell at the Monitor at the contact information indicated below;
- 3) Proposals must be accompanied by evidence of financial capability to complete the transaction, which evidence must be satisfactory to the Monitor and the CCAA Parties in their sole discretion;
- 4) Proposals may be for outright purchase or sale as agent. Any proposal for sale as agent must include a “net minimum guarantee” payable on closing;
- 5) Proposals may include all assets or a selection thereof. Purchase price and/or net minimum guarantee must be allocated by the specific equipment and/or equipment categories as indicated in the table below (also provided in Excel form in attached file);

EQUIPMENT CATEGORIES FOR PROPOSAL PRICE ALLOCATION	PROPOSAL PRICE ALLOCATION	UNIT #	ASSET NO.	MAKE	MODEL
EQUIPMENT SPECIFIC PROPOSAL PRICE ALLOCATION					
DRILL	\$ -	UNIT # 514-1007	WSDR5141007	BUCYRUS-ERIE	MD56401
HAUL TRUCK	\$ -	UNIT # 588-1027	WSHT5881027	UNIT RIG	MT44C
HAUL TRUCK	\$ -	UNIT # 588-1029	WSHT5881029	UNIT RIG	MT44C
WHEEL DOZER	\$ -	UNIT # 522-1013	WSDZ5221013	CATERPILLAR	834C
LOADER - Converted to Cable Retriever	\$ -	UNIT # 527-1015	WSLO5271015	CATERPILLAR	988B
FORKLIFT - Mobile Shop	\$ -	UNIT # 542-1025	WSFO5421025	CATERPILLAR	GP50K
DRILL	\$ -	UNIT # 514-1005	WSDR5141005	BUCYRUS-ERIE	49RII
GENERAL CATEGORY PROPOSAL PRICE ALLOCATION					
OTHER MINING AND EXCAVATION-RELATED MOVABLE EQUIPMENT	\$ -				
CRUSHER BUILDING MOVABLE EQUIPMENT	\$ -				
MILL BUILDING MOVABLE EQUIPMENT	\$ -				
DRYER AND LOADOUT BUILDING(S) MOVABLE EQUIPMENT	\$ -				
PARTS INVENTORIES	\$ -				
WAREHOUSE MOVABLE EQUIPMENT	\$ -				
MAINTENANCE, WELDING, OTHER SHOPS MOVABLE EQUIPMENT	\$ -				
ALL OTHER MOVABLE EQUIPMENT	\$ -				
TOTAL - PROPOSAL PRICE	\$ -				

- 6) A deposit of 10% of the purchase price and/or net minimum guarantee will be payable on execution of **definitive transaction documents** (not at the time of submitting a proposal) with the balance of the purchase price and/or net minimum guarantee payable on completion of the transaction(s) following court approval.

As noted above, while it is the current intention of the CCAA Parties to proceed with a transaction or combination of transactions, the CCAA Parties, in consultation with the Monitor, reserve the right to reject any or all proposals and to amend the process set out above.

Regards,

Steve

Steven Bissell
Managing Director, Corporate Finance & Restructuring

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