

SUPERIOR COURT

CANADA

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.**

**COPIE CERTIFIÉE CONFORME
AU DOCUMENT DÉTENU PAR LA COUR**
Jean-Pierre N. Goss
Personne désignée par le greffier

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 19, 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**").

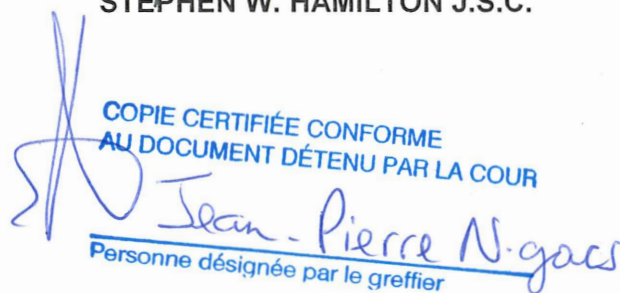
THE COURT:

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

Date of hearing: July 30, 2018


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