

SUPERIOR COURT

C A N A D A

PROVINCE OF QUÉBEC
DISTRICT OF MONTRÉAL

N°: **500-11-048114-157**

DATE: April ____, 2015

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 QUEBEC IRON MINING ULC

Petitioners

-and-

THE BLOOM LAKE IRON ORE MINE LIMITED PARTNERSHIP

BLOOM LAKE RAILWAY COMPANY LIMITED

Mises-en-cause

-and-

FTI CONSULTING CANADA INC.

Monitor

ORDER

[1] **THE COURT**, upon reading the *Motion for an Order Approving a Sale and Investor Solicitation Procedure* (the “**Motion**”) filed by the Petitioners and the Mises-en-cause (the “**CCAA Parties**”), having examined the proceedings, the affidavit and the exhibits;

[2] **CONSIDERING** the Report of the Monitor dated <April ●>, 2015 and the submissions of the parties;

[3] **GIVEN** the provisions of the *Companies' Creditors Arrangement Act*;

FOR THESE REASONS, THE COURT HEREBY:

[4] **GRANTS** the present Motion;

SERVICE

[5] **DECLARES** that sufficient prior notice of the presentation of the Motion has been given by the CCAA Parties to interested parties;

SISP

[6] **APPROVES** the sale and investor solicitation process ("**SISP**") (Exhibit R-3) as it relates to the CCAA Parties;

[7] **AUTHORIZES** and **DIRECTS** the CCAA Parties, the Monitor, and the Sale Advisor (as defined in the SISP) to take such steps as they consider necessary or desirable in carrying out the SISP in accordance with its terms;

[8] **ORDERS** the provisional execution of this Order notwithstanding any appeal and without the necessity of furnishing any security;

[9] **WITHOUT COSTS**, save in the case of contestation.

STEPHEN W. HAMILTON J.S.C.