

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF MISSOURI
EASTERN DIVISION

In re:)
ARMSTRONG ENERGY, INC., *et al.*,¹) Case No. 17-47541(659)
) CHAPTER 11
)
) (Joint Administration Requested)
)
 Debtors.) Hearing Date: November 2, 2017
) Hearing Time: 1:15 p.m. CT
) Hearing Location: Courtroom 7 North
)

PROPOSED AGENDA FOR FIRST DAY HEARING

Copies of Motions: A copy of each pleading can be viewed on the Court's website at www.moeb.uscourts.gov and the website of the Debtors' proposed notice and claims agent, Donlin, Recano & Company, Inc., at <https://www.donlinrecano.com/armstrong>. Further information may be obtained by calling Donlin, Recano & Company, Inc. toll free at 212-771-1128.

I. **Introduction**

Introductory Presentation

1. ***Joint Administration Motion.*** Debtors' Motion for Entry of an Order (I) Directing Joint Administration of Chapter 11 Cases and (II) Granting Related Relief [Docket No. 3].
2. ***Expedited Hearing Motion.*** Debtors' Motion for Entry of an Order (I) Scheduling an Expedited Hearing on First Day Motions Filed by the Debtors, (II) Approving the Form and Manner of Notice Thereof, and (III) Granting Related Relief [Docket No. [●]].
3. ***Extension of Page Limits Motion.*** Debtors' Motion for Leave to Exceed the Page Limitation in Their First Day Motions [Docket No. 31].

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, include: Armstrong Energy, Inc. (4058); Armstrong Air, LLC (2017); Armstrong Coal Company, Inc. (0349); Armstrong Coal Sales, LLC (8643); Armstrong Energy Holdings, Inc. (5664); Armstrong Logistics Services, LLC (0392); Thoroughfare Mining, LLC (7890); Western Diamond LLC (9356); Western Land Company, LLC (9821). The location of the Debtors' service address is: 7733 Forsyth Boulevard, Suite 1625, St. Louis, Missouri 63105.

4. ***First Day Declaration.*** Declaration of Alan Boyko of Armstrong Energy, Inc. in Support of Chapter 11 Petitions and First Day Motions [Docket No. 5].

II. First Day Matters

Cash Management and Cash Collateral Motions

5. ***Cash Collateral Motion.*** Debtors' Motion for Entry of Interim and Final Orders Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, and 507, and Bankruptcy Rules 2002, 4001, and 9014 (I) Authorizing Debtors' Use of Cash Collateral, (II) Granting Adequate Protection to the Prepetition Secured Parties, (III) Modifying the Automatic Stay and (IV) Scheduling a Final Hearing [Docket No. 7].
6. ***Cash Management Motion.*** Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Continue to Operate Their Cash Management System, (B) Honor Certain Prepetition Obligations Related Thereto, (C) Maintain Existing Business Forms, and (D) Continue to Perform Intercompany Transactions, and (II) Granting Related Relief [Docket No. 8].

Pleadings Regarding Employee Matters

7. ***Wages Motion.*** Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Pay Prepetition Wages, Salaries, Other Compensation, and Reimbursable Expenses and (B) Continue Employee Benefits Programs, and (II) Granting Related Relief [Docket No. 13].

Pleadings Regarding Business Operations of the Debtors

8. ***Coal Sale Contracts Motion.*** Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to Enter into and Perform Under Coal Sale Contracts in the Ordinary Course of Business and (II) Granting Related Relief [Docket No. 15].
9. ***Taxes Motion.*** Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Payment of Certain Prepetition Taxes and Fees and (II) Granting Related Relief [Docket No. 17].
10. ***Insurance Motion.*** Debtors' Motion for Entry of Interim and Final Orders Authorizing the Debtors to (I) Continue Insurance Coverage Entered into Prepetition and Satisfy Prepetition Obligations Related Thereto, (II) Renew, Amend, Supplement, Extend, or Purchase Insurance Policies, (III) Honor the Terms of the Premium Financing Agreement and Pay Premiums Thereunder, (IV) Enter into New Premium Financing Agreements in the Ordinary Course of Business, and (V) Granting Related Relief [Docket No. 18].

11. ***Lienholders Motion.*** Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Payment of (A) Shippers and Lien Claims and (B) Section 503(b)(9) Claims, (II) Confirming Administrative Expense Priority of Outstanding Orders, and (III) Granting Related Relief [Docket No. 14].
12. ***Surety Bond Motion.*** Debtors' Motion for Entry of Interim and Final Orders (I) Approving Continuation of Surety Bond Program and (II) Granting Related Relief [Docket No. 19].
13. ***Utilities Motion.*** Debtors' Motion for Entry of Interim and Final Orders (I) Approving the Debtors' Proposed Adequate Assurance of Payment for Future Utility Services, (II) Prohibiting Utility Companies from Altering, Refusing, or Discontinuing Services, (III) Approving the Debtors' Proposed Procedures for Resolving Additional Assurance Requests, and (IV) Granting Related Relief [Docket No. 21].
14. ***Customer Obligations Motion.*** Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Honor Prepetition Obligations to Customers in the Ordinary Course of Business and (B) Continue Customer Practices and (II) Granting Related Relief [Docket No. 11].

Procedural and Administrative Pleadings

15. ***SOFIA Motion.*** Debtors' Motion for Entry of an Order (I) Extending Time to (A) File Schedules of Assets and Liabilities, Schedules of Current Income and Expenditures, Schedules of Executory Contracts and Unexpired Leases, Statements of Financial Affairs, and Rule 2015.3 Financial Reports, and (B) to Schedule the Meeting of Creditors, and (II) Granting Related Relief [Docket No. 16].
16. ***Creditor Matrix Motion.*** Debtors' Motion for Entry of an Order (I) Authorizing the Debtors to (A) File a List of Creditors in Lieu of Submitting a Formatted Mailing Matrix and (B) File a Consolidated List of the Debtors' 50 Largest Unsecured Creditors, (II) Authorizing the Debtors to Redact Certain Personal Identification Information for Individual Creditors, (III) Approving the Manner of Notifying Creditors of Commencement of These Chapter 11 Cases, and (IV) Granting Related Relief [Docket No. 6].

Retention Related Pleadings

17. ***Claims Agent Application.*** Debtors' Application for an Order (I) Approving the Appointment and Retention of Donlin, Recano & Company, Inc. as the Claims and Noticing Agent to the Debtors, Effective *Nunc Pro Tunc* to the Petition Date and (II) Granting Related Relief [Docket No. 32].

18. ***Kirkland & Ellis Retention Application.*** Debtors' Application for Entry of an Order Authorizing the Retention and Employment of Kirkland & Ellis LLP and Kirkland & Ellis International LLP as Attorneys for the Debtors and Debtors in Possession Effective *Nunc Pro Tunc* to the Petition Date [Docket No. 29].
19. ***Armstrong Teasdale Retention Application.*** Application of the Debtors Pursuant to Sections 327(A) and 329(A) of the Bankruptcy Code, Bankruptcy Rules 2014(A) and 2016(B) and Local Bankruptcy Rules 2014(A) and 2016-1, for an Order Authorizing the Debtors to Retain and Employ Armstrong Teasdale LLP as Co-Restructuring Counsel Effective *Nunc Pro Tunc* to the Petition Date [Docket No. 30].

St. Louis, Missouri

Dated: November 1, 2017

/s/ Richard W. Engel, Jr.

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