

**UNITED STATES BANKRUPTCY COURT  
EASTERN DISTRICT OF MISSOURI  
EASTERN DIVISION**

In re:	)
	) Chapter 11
	)
ARMSTRONG ENERGY, INC., <i>et al.</i> ,	) Case No. 17-47541-659
	)
	) Jointly Administered
Debtors.	)
	) Hearing Date: February 2, 2018
	) Hearing Time: 11:00 a.m. prevailing
	) Central Time
	) Hearing Location: Courtroom 7 North

**NOTICE OF NON-VOTING STATUS TO HOLDERS OF  
IMPAIRED CLAIMS AND EQUITY INTERESTS DEEMED TO REJECT THE PLAN**

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**PLEASE TAKE NOTICE THAT** on December 18, 2017, United States Bankruptcy Court for the Eastern District of Missouri (the “Court”) entered an order [Docket No. 322] (the “Disclosure Statement Order”): (a) authorizing Armstrong Energy, Inc. and its affiliated debtors and debtors in possession (collectively, the “Debtors”), to solicit acceptances for the *Debtors’ First Amended Joint Chapter 11 Plan* (as may be modified, amended, or supplemented from time to time, the “Plan”);<sup>1</sup> (b) approving the *First Amended Disclosure Statement for the Debtors’ First Amended Joint Chapter 11 Plan* [Docket No. 312] (as modified, amended, or supplemented from time to time, the “Disclosure Statement”) as containing “adequate information” pursuant to section 1125 of the Bankruptcy Code; (c) approving the solicitation materials and documents to be included in the solicitation packages; and (d) approving procedures for soliciting, receiving, and tabulating votes on the Plan and for filing objections to the Plan.

**PLEASE TAKE FURTHER NOTICE THAT** because of the nature and treatment of your Claim or Interest under the Plan, *you are not entitled to vote on the Plan*. Specifically, under the terms of the Plan, as a Holder of a Claim or Interest (as currently asserted against the Debtors) that is receiving no distribution under the Plan, you are deemed to reject the Plan pursuant to section 1126(f) of the Bankruptcy Code and are not entitled to vote on the Plan.

**PLEASE TAKE FURTHER NOTICE THAT** the hearing at which the Court will consider Confirmation of the Plan (the “Confirmation Hearing”) will commence on **February 2, 2018, at 11:00 a.m.** prevailing Central Time, before the Honorable Judge Kathy A. Surratt-States, in the United States Bankruptcy Court for the Eastern District of Missouri, located at 111 S. 10th Street, Fourth Floor, St. Louis, Missouri 63102.

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<sup>1</sup> Capitalized terms not otherwise defined herein have the same meanings as set forth in the Plan.

**PLEASE TAKE FURTHER NOTICE THAT** the deadline for filing objections to the Plan is **January 19, 2018, at 4:00 p.m.** prevailing Central Time (the “**Plan Objection Deadline**”). Any objection to the Plan ***must***: (a) be in writing; (b) conform to the Bankruptcy Rules, the Local Bankruptcy Rules, and any orders of the Court; (c) state, with particularity, the basis and nature of any objection to the Plan and, if practicable, a proposed modification to the Plan that would resolve such objection; and (d) be filed with the Court (contemporaneously with a proof of service) and served upon the following parties so as to be ***actually received*** on or before Plan Objection Deadline:

<b>Counsel to the Debtors</b>	<b>Co-Counsel to the Debtors</b>
Kirkland & Ellis LLP 300 North LaSalle Chicago, Illinois 60654 Attn.: Ross M. Kwasteniet, William A. Guerrieri, Travis M. Bayer, and Timothy R. Bow	Armstrong Teasdale LLP 7700 Forsyth Boulevard, Suite 1800 St. Louis, Missouri 63105 Attn.: Richard W. Engel, Jr., Erin M. Edelman, and John G. Willard
<b>Counsel to the Creditors’ Committee</b>	<b>Co-Counsel to the Creditors’ Committee</b>
Morrison & Foerster LLP 250 West 55th Street New York, New York 10019 Attn: Lorenzo Marinuzzi, Jonathan L. Levine, Jennifer L. Marines, and Daniel J. Harris	Affinity Law Group, LLC 1610 Des Peres Road, Suite 100 St. Louis, Missouri 63131 Attn: J. Talbot Sant, Jr.
<b>Counsel To the Indenture Trustee Under the Debtors’ Prepetition Secured Notes</b>	<b>The United States Trustee</b>
Loeb & Loeb LLP, 345 Park Avenue, New York, NY 10154 Attn.: Vadim J. Rubenstein	Office of the United States Trustee for the Eastern District of Missouri 111 South 10th Street, Suite 6353 St. Louis, Missouri 63102 Attn: Leonora S. Long
<b>Knight Hawk</b>	<b>Thoroughbred</b>
Jackson Kelly PLLC 221 N.W. Fifth Street Evansville, Indiana 47708 Attn.: Charles A. Compton	Willkie Farr & Gallagher LLP 787 Seventh Avenue New York, NY 10019 Attn.: Matthew A. Feldman and Debra C. McElligott
<b>Counsel to the Ad Hoc Group of Holders of the Senior Notes</b>	<b>Co-Counsel to the Ad Hoc Group of Holders of the Senior Notes</b>
Paul, Weiss, Rifkind, Wharton & Garrison LLP, 1285 Avenue of the Americas, New York, New York 10019-6064 Attn.: Brian S. Hermann and Elizabeth R. McColm	Carmody MacDonald P.C., 120 South Central Avenue, Suite 1800 St. Louis, Missouri 63105 Attn.: Christopher J. Lawhorn

**PLEASE TAKE FURTHER NOTICE THAT** if you would like to obtain a copy of the Disclosure Statement, the Plan, the Plan Supplement, or related documents, you should contact Donlin, Recano & Company, Inc., the claims and noticing agent retained by the Debtors in the chapter 11 cases (the “Claims and Noticing Agent”), by: (a) calling the Debtors’ restructuring hotline at (866) 416-0556 (toll free) or (212) 771-1128 (international); (b) visiting the Debtors’ restructuring website at: <https://www.donlinrecano.com/armstrong>; (c) writing to the Claims and Noticing Agent at Donlin, Recano & Company, Inc., Re: Armstrong Energy, Inc. Ballot Processing, 6201 15th Avenue, Brooklyn, New York 11219; and/or (d) emailing [DRCVote@DonlinRecano.com](mailto:DRCVote@DonlinRecano.com). You may also obtain copies of any pleadings filed in the chapter 11 cases for a fee via PACER at: <http://www.moeb.uscourts.gov>.

ARTICLE X OF THE PLAN CONTAINS RELEASE, EXCULPATION, AND INJUNCTION PROVISIONS, AND **ARTICLE X.D. CONTAINS A THIRD-PARTY RELEASE**. THUS, YOU ARE ADVISED TO REVIEW AND CONSIDER THE PLAN CAREFULLY BECAUSE YOUR RIGHTS MIGHT BE AFFECTED THEREUNDER.

**THIS NOTICE IS BEING SENT TO YOU FOR INFORMATIONAL PURPOSES ONLY. IF YOU HAVE QUESTIONS WITH RESPECT TO YOUR RIGHTS UNDER THE PLAN OR ABOUT ANYTHING STATED HEREIN OR IF YOU WOULD LIKE TO OBTAIN ADDITIONAL INFORMATION, CONTACT THE CLAIMS AND NOTICING AGENT.**

*[Signature page follows]*

St. Louis, Missouri  
Dated: December 18, 2017

*/s/ Richard W. Engel, Jr.*

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Richard W. Engel, Jr. (MO 34641)  
Erin M. Edelman (MO 67374)  
John G. Willard (MO 67049)  
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- and -

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