

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

	)	
In re:	)	Chapter 11
	)	
WESTMORELAND COAL COMPANY, <i>et al.</i> , <sup>1</sup>	)	Case No. 18-35672 (DRJ)
	)	
Debtors.	)	(Jointly Administered)
	)	

**WLB DEBTORS’ WITNESS AND EXHIBIT LIST  
FOR FEBRUARY 28, 2019 HEARING**

---

Certain of the above-captioned debtors and debtors in possession (collectively, the “WLB Debtors”)<sup>2</sup> hereby file their Witness and Exhibit List (the “Amended Witness and Exhibit List”) for the hearing to be held on February 28, 2019, at 1:00 p.m. (prevailing Central Time) (the “Hearing”). The *Debtors’ Amended Witness and Exhibit List for February 13, 2019 Hearing (Continued to February 14, 2019)* [Docket No. 1378] is incorporated hereto and deemed part of this Witness and Exhibit List:

**WITNESSES**

The WLB Debtors may call the following witnesses at the Hearing:

1. Marc Puntus, Partner at Centerview Partners LLC;
2. Steven Bremer, Partner at Centerview Partners LLC;
3. Johannes Preis, Principal at Centerview Partners LLC;

---

<sup>1</sup> Due to the large number of debtors in these chapter 11 cases, for which joint administration has been granted, a complete list of the debtors and the last four digits of their tax identification, registration, or like numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors’ claims and noticing agent in these chapter 11 cases at [www.donlinrecano.com/westmoreland](http://www.donlinrecano.com/westmoreland). Westmoreland Coal Company’s service address for the purposes of these chapter 11 cases is 9540 South Maroon Circle, Suite 300, Englewood, Colorado 80112.

<sup>2</sup> The “WLB Debtors” means each of the Debtors except for Westmoreland Resources GP, LLC, Westmoreland Resource Partners, LP and its subsidiaries.

4. Robert A. Campagna, Managing Director and Co-Head of the Eastern Region Restructuring Practice at Alvarez & Marsal North America, LLC;
5. Jeffrey S. Stein, Chief Restructuring Officer and member of the Board of Directors of Westmoreland Coal Company;
6. Jennifer Grafton, Chief Legal Officer and Chief Administrative Officer at Westmoreland Coal Company;
7. Michael G. Hutchinson, Interim Chief Executive Officer at Westmoreland Coal Company;
8. Donald Swartz, Vice President Sales and Marketing at Westmoreland Coal Company;
9. Zach Georgeson, Senior Consulting Director at Willis Towers Watson;
10. Tyler Cowan, Managing Director at Lazard Frères & Co. LLC;
11. Gregory J. Ossi, Partner at Drinker Biddle & Reath LLP;
12. Jung W. Song, Senior Managing Director at Donlin, Recano & Company, Inc.;
13. Gerald A. Tywoniuk, Chairman of the Conflicts Committee of the Board of Directors of Debtor Westmoreland Resources GP, LLC;
14. Thomas M. Clarke, Owner of Western Coal Acquisition Partners, LLC;
15. Any rebuttal witnesses that may be necessary;
16. Any witness listed by any other party; and
17. The WLB Debtors reserve the right to cross-examine any witness called by any other party.

**EXHIBITS**

No.	Description	Mark	Offer	Object	Admit	W/D	Disposition After Trial
168.	Amended Joint Chapter 11 Plan of Westmoreland Coal Company and Certain of its Debtor Affiliates [Docket No. 1457]						

No.	Description	Mark	Offer	Object	Admit	W/D	Disposition After Trial
169.	Declaration of Jeffrey S. Stein in Support of Confirmation of the Amended Joint Chapter 11 Plan of Westmoreland Coal Company and Certain of its Debtor Affiliates [Docket No. 1452]						
170.	Declaration and Expert Report of Robert A. Campagna in Support of Confirmation of the Amended Joint Chapter 11 Plan of Westmoreland Coal Company and Certain of its Debtor Affiliates [Docket No. 1445]						
171.	Declaration of Marc D. Puntus in Support of Confirmation of the Amended Joint Chapter 11 Plan of Westmoreland Coal Company and Certain of its Debtor Affiliates [Docket No. 1449]						
172.	Declaration of Jung W. Song on Behalf of Donlin, Recano & Company, Inc. Regarding Voting and Tabulation of Ballots Accepting and Rejecting Joint Chapter 11 Plan of Westmoreland Coal Company and Certain of its Debtor Affiliates [Docket No. 1436]						
173.	Order (I) Authorizing Westmoreland Coal Company and Certain Debtor Affiliates to Perform Obligations Related to the Stalking Horse Bid, (II) Approving Bidding Procedures with Respect to Substantially All Assets, (III) Approving Contract Assumption and Assignment Procedures, (IV) Scheduling Bid Deadlines and an Auction, (V) Scheduling Hearings and Objection Deadlines with Respect to the Disclosure Statement and Plan Confirmation, and (VI) Approving the Form and Manner of Notice thereof [Docket No. 519]						
174.	Final Order (I) Authorizing the MLP Debtors to Use Cash Collateral Pursuant to 11 U.S.C. § 363, (II) Granting Certain Protections to Prepetition Lenders Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, and 507, (III) Modifying the Automatic Stay and (IV) Granting Related Relief [Docket No. 521]						
175.	Disclosure Statement for Joint Chapter 11 Plan of Westmoreland Coal Company and Certain of its Debtor Affiliates [Docket No. 789] (the “ <u>Disclosure Statement</u> ”)						

No.	Description	Mark	Offer	Object	Admit	W/D	Disposition After Trial
176.	Stalking Horse Purchase Agreement (Exhibit B to the Disclosure Statement) [Docket No. 789]						
177.	Restructuring Support Agreement (Exhibit C to the Disclosure Statement) [Docket No. 789]						
178.	Order (I) Approving the Adequacy of the Disclosure Statement, (II) Approving the Solicitation and Notice Procedures with Respect to Confirmation of the Joint Chapter 11 Plan of Westmoreland Coal Company and Certain of its Debtor Affiliates, (III) Approving the Forms of Ballots and Notices in Connection therewith, and (IV) Scheduling Certain Dates with Respect thereto [Docket No. 841]						
179.	Affidavit of Donlin, Recano and Company, Inc. Regarding Service of Solicitation Packages with Respect to Disclosure Statement for Joint Chapter 11 Plan of Westmoreland Coal Company and Certain of its Debtor Affiliates [Docket No. 902]						
180.	Debtors' Motion Pursuant to 11 U.S.C. §§ 105, 1113 and 1114 for an Order Authorizing (But Not Directing) the Debtors to (A) Reject Certain Collective Bargaining Agreements, (B) Implement the Debtors' Proposal, and (C) Modify Certain Retiree Benefits [Docket No. 1091]						
181.	Expedited Motion of Westmoreland Resource Partners, LP and its Subsidiaries for Entry of (I) an Order (A) Establishing Bidding and Sale Procedures With Respect to the Sale of the Kemmerer Mine and Substantially All Assets Related Thereto, (B) Authorizing the Entry into a Stalking Horse Agreement and the Provision of Stalking Horse Protections, (C) Scheduling an Auction and Sale Hearing and Approving the Form and Manner of Notice Thereof and (D) Granting Related Relief; and (II) an Order Approving the Sale of Such Assets and Granting Related Relief [Docket No. 1101]						
182.	Plan Supplement for the Joint Chapter 11 Plan of Westmoreland Coal Company and Certain of its Debtor Affiliates [Docket No. 1102]						

No.	Description	Mark	Offer	Object	Admit	W/D	Disposition After Trial
183.	Notice of Cancellation of Auction and Designation of Successful Bidder [Docket No. 1112]						
184.	Second Stipulation and Agreed Order (A) Extending Challenge Period Termination Date in Final DIP Order and (B) Resolving Possible Confirmation Objections Pursuant to Settlement Term Sheet [Docket No. 1115]						
185.	Joint Expedited Motion of the WLB Debtors and the WMLP Debtors For Entry of an Order (I) Approving the Sale of (A) Substantially All of the Assets of Oxford Mining Company, LLC, and Certain of Its Subsidiaries and (B) the Buckingham Mine, (II) Authorizing the Assumption and Assignment of Executory Contracts and Unexpired Leases in Connection Therewith, and (III) Granting Related Relief, Including Approval of the Related Sale Process [Docket No. 1116]						
186.	Statement of the Official Committee of Unsecured Creditors in Support of Confirmation of the Joint Chapter 11 Plan of Westmoreland Coal Company and Certain of Its Debtor Affiliates [Docket No. 1140]						
187.	Emergency Motion of the MLP Lenders for Adequate Protection [Docket No. 1202]						
188.	WLB Debtors' Preliminary Objection to Emergency Motion of the MLP Lenders for Adequate Protection [Docket No. 1262]						
189.	Debtors' Emergency Motion for Entry of an Order Authorizing and Approving Intercompany Settlement Term Sheet [Docket No. 1367] (the " <u>Intercompany Settlement Motion</u> ")						
190.	Intercompany Settlement Term Sheet (Annex 1 to the Intercompany Settlement Motion) [Docket No. 1367]						
191.	Order Granting Debtors' Motion Seeking Authority to (A) Reject Certain Collective Bargaining Agreements, (B) Implement the Debtors' Proposal, and (C) Modify Certain Retiree Benefits [Docket No. 1412]						
192.	Notice of Amended Plan Supplement [Docket No. 1415]						

No.	Description	Mark	Offer	Object	Admit	W/D	Disposition After Trial
193.	Declaration of Gerald A. Tywoniuk in Support of the Debtors' Emergency Motion for Entry of an Order Authorizing and Approving Intercompany Settlement Term Sheet [Docket No. 1435]						
194.	Notice of Second Amendment to the Plan Supplement [Docket No. 1454]						
195.	Schedule to Tender Offer Statement - February 13, 2019						
196.	Loan and Security Agreement - October 23, 2015, and all amendments thereto						
197.	Declaration of Michael G. Hutchinson in Support of the Debtors' Emergency Motion for Entry of an Order Authorizing and Approving Intercompany Settlement Term Sheet [Docket No. 1451]						
198.	WLB Debtors' Emergency Motion for Entry of an Order Authorizing and Approving Settlement Term Sheet Between the WLB Debtors and the Coal Act Retirees Committee (the " <u>Coal Act Retirees Settlement Motion</u> ") [Docket No. 1467]						
199.	Term Sheet (Annex 1 to Coal Act Retirees Settlement Motion) [Docket No. 1467]						
200.	WMLP Debtors' Emergency Motion For Entry Of An Order Authorizing And Approving The Settlement Term Sheet Between The WMLP Debtors, The MLP Secured Lenders, And The Committee [Docket No. 1497]						
201.	Declaration of Gregory Ossi in Support of the Coal Act Settlement and Entry of the Confirmation Order [Docket No. 1501]						

No.	Description	Mark	Offer	Object	Admit	W/D	Disposition After Trial
202.	Declaration of Thomas M. Clarke in Support of the Expedited Motion of Westmoreland Resource Partners, LP and Its Subsidiaries for Entry of (I) an Order (A) Establishing Bidding and Sale Procedures with Respect to the Sale of the Kemmerer Mine and Substantially All Assets Related Thereto, (B) Authorizing the Entry into A Stalking Horse Agreement and the Provision of Stalking Horse Protections, (C) Scheduling an Auction and Sale Hearing and Approving the Form and Manner of Notice Thereof and (D) Granting Related Relief; and (II) an Order Approving the Sale of Such Assets and Granting Related Relief [Docket No. 1502]						
203.	Declaration of Michael G. Hutchinson in Support of the (I) Debtors' Emergency Motion for Entry of an Order Authorizing and Approving Intercompany Settlement Term Sheet, and (II) WMLP Debtors' Emergency Motion for Entry of an Order Authorizing and Approving the Settlement Term Sheet Between the WMLP Debtors, the MLP Secured Lenders, and the Committee [To Be Filed].						
204.	Any document or pleading filed in the above captioned main cases or adversary proceedings cited herein						
205.	Any document or pleading filed in the above captioned main cases or adversary proceedings cited herein						
206.	Any exhibit necessary for impeachment and/or rebuttal purposes						
207.	Any exhibit identified or offered by any other party						

**RESERVATION OF RIGHTS**

The WLB Debtors reserve the right to call or to introduce one or more, or none, of the witnesses and exhibits listed above, and further reserve the right to supplement this list prior to the

Hearing, including, without limitation, in the event that the WLB Debtors do not finalize a settlement with Talen Montana, LLC prior to the Hearing.

*[Remainder of page intentionally left blank]*



Houston, Texas  
February 26, 2019

*/s/ Matthew D. Cavanaugh*

Matthew D. Cavanaugh (Bar No. 24062656)

**JACKSON WALKER LLP**

1401 McKinney Street, Suite 1900

Houston, Texas 77010

Telephone: (713) 752-4200

Facsimile: (713) 752-4221

Email: mcavanaugh@jw.com

*Conflicts Counsel to the WLB Debtors and Local  
Counsel to the Debtors and Debtors in Possession*

James H.M. Sprayregen, P.C.

Michael B. Slade (Bar No. 24013521)

Gregory F. Pesce (admitted *pro hac vice*)

**KIRKLAND & ELLIS LLP**

**KIRKLAND & ELLIS INTERNATIONAL LLP**

300 North LaSalle

Chicago, Illinois 60654

Telephone: (312) 862-2000

Facsimile: (312) 862-2200

Email: james.sprayregen@kirkland.com

michael.slade@kirkland.com

gregory.pesce@kirkland.com

-and-

Edward O. Sassower, P.C.

Stephen E. Hessler, P.C. (admitted *pro hac vice*)

**KIRKLAND & ELLIS LLP**

**KIRKLAND & ELLIS INTERNATIONAL LLP**

601 Lexington Avenue

New York, New York 10022

Telephone: (212) 446-4800

Facsimile: (212) 446-4900

Email: edward.sassower@kirkland.com

stephen.hessler@kirkland.com

-and-

Anna G. Rotman, P.C. (Bar No. 24046761)

**KIRKLAND & ELLIS LLP**

**KIRKLAND & ELLIS INTERNATIONAL LLP**

609 Main Street

Houston, Texas 77002

Telephone: (713) 836-3600

Email: anna.rotman@kirkland.com

*Counsel to the Debtors and Debtors in Possession*

**Certificate of Service**

I certify that on February 26, 2019 I caused a copy of the foregoing document to be served by the Electronic Case Filing System for the United States Bankruptcy Court for the Southern District of Texas.

*/s/ Matthew D. Cavanaugh*

---

Matthew D. Cavanaugh

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION

In re:	)	
	)	Chapter 11
	)	
WESTMORELAND COAL COMPANY, <i>et al.</i> ,	)	Case No. 18-35672 (DRJ)
	)	
Debtors.	)	(Jointly Administered)
	)	

**DEBTORS’ AMENDED WITNESS AND EXHIBIT LIST FOR FEBRUARY 13, 2019  
HEARING (CONTINUED TO FEBRUARY 14, 2019)**

The above-captioned debtors and debtors in possession (collectively, the “Debtors”) file their Amended Witness and Exhibit List for the hearing that began on February 13, 2019 at 1:00 p.m. (prevailing Central Time) (the “Hearing”) on the *Debtors’ Motion Pursuant to 11 U.S.C. § 105, 1113 and 1114 for an Order Authorizing (But Not Directing) the Debtors to (A) Reject Certain Collective Bargaining Agreements; (B) Implement Final Labor Proposals; and (c) Modify Certain Retiree Benefits*, Dkt. No. 1091 (the “Motion”) as follows:

**WITNESSES**

The Debtors may call the following witnesses at the Hearing (listed in alphabetical order):

1. Steven Bremer
2. Robert Campagna
3. Tom Clarke
4. Tyler Cowan (Fact and Expert Witness<sup>1</sup>)
5. Zach Georgeson (Fact and Expert Witness<sup>2</sup>)
6. Doug Goodheart

<sup>1</sup> See Debtors’ Exhibit (“DX”) 7-8.

<sup>2</sup> See DX103-104 and DX157-159.

7. Larry Hull
8. Elizabeth Martinez
9. Joe Micheletti
10. Gregory Ossi
11. Gregory Pesce
12. Marc Puntus (Fact and Expert Witness<sup>3</sup>)
13. Brian Sanson
14. Jeffrey S. Stein
15. Michael Talarico (Fact and Expert Witness<sup>4</sup>)
16. S. Douglas Williams (Fact and Expert Witness<sup>5</sup>)
17. Any additional witness if needed for rebuttal.
18. Cross-examination of any witnesses identified by other parties.
19. The Debtors reserve the right to add additional witnesses.

**EXHIBITS<sup>6</sup>**

No.	Description	Mark	Offer	Object	Admit	W/D	Disposition After Trial
1.	Declaration of Marc Puntus [Dkt. 1091, Ex. 3]						
2.	Declaration of Marc Puntus in Support of DIP Order Request [Dkt. 17, Ex. B]						
3.	Declaration of Jeffrey S. Stein [Dkt. 1091, Ex. 4]						
4.	First Day Declaration of Jeffrey S. Stein [Dkt. 54]						

<sup>3</sup> See DX1-2.

<sup>4</sup> See DX155-56.

<sup>5</sup> See DX10.

<sup>6</sup> The Debtors may redact certain confidential information or seek to have certain information admitted under seal, if at all. All documents in the data room are presumptively designated Attorneys' Eyes Only under the parties' agreed-upon protective order. The Debtors will attempt to discuss their witness and exhibit lists and the objectors' lists (if any) with the objectors to the Motion in advance of the hearing.

No.	Description	Mark	Offer	Object	Admit	W/D	Disposition After Trial
5.	Declaration of Doug Goodheart [Dkt. 1091, Ex. 5]						
6.	Declaration of Elizabeth Martinez [Dkt. 1091, Ex. 6]						
7.	Declaration of Tyler Cowan [Dkt. 1091, Ex. 7]						
8.	Declaration of Tyler Cowan in Support of Bid Procedures Motion [Dkt. 1126]						
9.	Declaration of Gregory Ossi [Dkt. 1091, Ex.8]						
10.	Declaration of S. Douglas Williams in Support of Debtors' 1113/1114 Motion [Dkt. 1173]						
11.	Bankruptcy Master Settlement dated January 4, 1999 [Dkt. 1091, Ex. 16]						
12.	Kemmerer CBA [See DR 8.11]						
13.	Kemmerer Assumption and Assignment Agreement dated July 31, 2015 [See DR 8.11]						
14.	WCC Letter to Kemmerer re Extension dated April 23, 2018 [See DR 8.11]						
15.	UMWA Letter to WCC dated April 25, 2018 [See DR 8.11]						
16.	Kemmerer Letter Extension Agreement dated July 19, 2018 [See DR 8.11]						
17.	Beulah CBA [See DR 8.11]						
18.	San Juan Surface CBA (unmodified) [See DR 8.11]						
19.	San Juan Underground CBA (unmodified) [See DR 8.11]						
20.	Martinez Appendix A [See Dkt. 1091]						
21.	Martinez Appendix B [See Dkt. 1091]						
22.	Goodheart Declaration Appendix A (CBA Summary) [See Dkt. 1091, Ex. 5]						
23.	Letter dated September 6, 2018 [Dkt. 1091, Ex. 10]						
24.	Letter from UMWA to WCC dated September 14, 2018 [Dkt. 1091, Ex. 11]						
25.	Letter dated October 1, 2018 [Dkt. 1091, Ex. 12]						
26.	Letter dated October 12, 2018 [Dkt. 1091, Ex. 13]						
27.	Proposal dated October 23, 2018 [Dkt. 1091, Ex. 14]						
28.	Proposal dated January 9, 2019 [Dkt. 1091, Ex. 2]						

No.	Description	Mark	Offer	Object	Admit	W/D	Disposition After Trial
29.	Goodheart Declaration Appendix B (Kemmerer Negotiation Summary) [Dkt. 1091, Ex. 5]						
30.	Goodheart Declaration Summary Appendix C (Beulah Negotiation Summary) [Dkt. 1091, Ex. 5]						
31.	Goodheart Declaration Summary Appendix D (Retiree Negotiation Summary) [Dkt. 1091, Ex. 5]						
32.	Beulah Financial Projections (Stein Declaration, [Dkt. 1091, Ex. 4] at ¶ 6)						
33.	Beulah Discussion Materials PowerPoint dated December 30, 2018 [DR 8.5.1]						
34.	Kemmerer Financial Scenario [DR 8.5.1]						
35.	Prudential Westmoreland Coal Company 5-Year Forecast of OPEB Expense as of September 20, 2018 [DR 8.3.99]						
36.	Prudential 5-year Pension Funding Summary Estimate dated September 18, 2018, [DR 8.3.100]						
37.	Westmoreland Elkol-Sorensen Pension Plan ERISA Funding Actuarial Valuation Report for Plan Year January 1, 2018, November 2018 – Revised [DR 8.3.62]						
38.	Beulah and Savage Mines Hourly Employee's Pension Plan ERISA Actuarial Valuation Report for Fiscal year Ending December 31, 2017 [DR 8.4.3]						
39.	Prudential Westmoreland Coal Company Projection Expense Summary as of September 18, 2018 [DR 8.3.98]						
40.	Westmoreland Coal Company DB Plan Termination Liability Analysis estimates as of October 31, 2018 dated November 7, 2018 [DR 8.3.102]						
41.	Westmoreland Coal Company Large Plan ACS-715 Report for Fiscal Year Ending December 31, 2017 [See DR 8.10]						
42.	Dakota Westmoreland Hourly Retiree Plan ACS-715 Report for Fiscal Year Ending December 31, 2017 [DR 8.1.5.1.1.3]						

No.	Description	Mark	Offer	Object	Admit	W/D	Disposition After Trial
43.	Westmoreland Kemmerer, Inc. Hourly Retiree Plan ACS-715 Report for Fiscal Year Ending December 31, 2017 [DR 8.12.1]						
44.	PacifiCorp Assumption and Assignment Agreement [DR 8.8.2]						
45.	PacifiCorp Acquisition Consent [DR 8.8.3]						
46.	PacifiCorp Environmental Response Agreement PacifiCorp Assumption and Assignment Agreement [DR 8.8.1]						
47.	PacifiCorp Coal Supply Agreement dated July 1, 2010 Part 1 [DR 8.8.6]						
48.	PacifiCorp Coal Supply Agreement Part 2 dated July 1, 2010 [DR 8.8.7]						
49.	First Amendment to PacifiCorp Coal Supply Agreement dated October 29, 2015 [DR 8.8.4]						
50.	Second Amendment to PacifiCorp Coal Supply Agreement dated June 11, 2016 [DR 8.8.8]						
51.	Third Amendment to PacifiCorp Coal Supply Agreement effective July 1, 2017 [DR 8.8.9]						
52.	PacifiCorp Integrated Resource Plan Public Input Meeting December 3-4, 2018 [DR 8.5.2]						
53.	Form Solicitation Letter re WMLP Sale Process dated August 31, 2018, LAZARD0000020						
54.	Declaration of G. Tywoniuk in Support of Bid Procedures Motion [Dkt. 1130]						
55.	WMLP Sale Process Tracker, LAZARD00000412						
56.	Indication of Interest from Bidder 1 re WMLP Assets dated September 27, 2018, LAZARD0000023						
57.	Indication of Interest from Bidder 2 re WMLP Assets dated September 28, 2018, LAZARD0000029						
58.	Indication of Interest from Bidder 3 re WMLP Assets dated September 28, 2018, LAZARD0000005						
59.	Indication of Interest from Bidder 4 re WMLP Assets dated September 28, 2018, LAZARD0000007						
60.	Indication of Interest from Bidder 5 re WMLP Assets dated September 28, 2018, LAZARD0000033						

No.	Description	Mark	Offer	Object	Admit	W/D	Disposition After Trial
61.	Indication of Interest from Bidder 6 re WMLP Assets dated September 28, 2018, LAZARD0000011						
62.	Indication of Interest from Bidder 7 re WMLP Assets dated September 28, 2018, LAZARD0000001						
63.	Indication of Interest from Bidder 8 re WMLP Assets dated October 3, 2018, LAZARD0000026						
64.	Form Letter re Continued Interest in WMLP Asset Purchase, LAZARD0000089						
65.	Form Letter re Continued Interest in WMLP Management Services, LAZARD0000093						
66.	Bid from Bidder 6 re WMLP Asset Purchase dated November 14, 2018, LAZARD0000049						
67.	Bid from Bidder 6 re WMLP Management Services dated November 14, 2018, LAZARD0000069						
68.	Bid from Bidder 7 re WMLP Oxford Asset Acquisition dated November 14, 2018, LAZARD0000043						
69.	Bid from Bidder 5 re WMLP Asset Purchase dated November 14, 2018, LAZARD0000069						
70.	Bid from Bidder 9 re WMLP Asset Purchase dated November 14, 2018, LAZARD0000130						
71.	Bid from Bidder 4 re WMLP Management Services dated November 15, 2018, LAZARD0000083						
72.	Bid from Bidder 1 re WMLP Asset Purchase dated November 15, 2018, LAZARD0000125						
73.	Term Sheet related to Bid from Bidder 1 re WMLP Asset Purchase dated November 15, 2018, LAZARD0000124						
74.	Term Sheet related to Bid from Bidder 10 re WMLP Asset Purchase dated December 27, 2018, LAZARD0002718						
75.	Core Asset Marketing Process Summary [See DR 8.6]						
76.	Non-Core Asset Marketing Process Summary, [See DR 8.6]						
77.	Stalking Horse APA [Dkt. 789, Ex. B]						
78.	Bid Procedures Order [Dkt. 519]						



No.	Description	Mark	Offer	Object	Admit	W/D	Disposition After Trial
79.	October 2018 CIM for Core Assets and Non-Core Assets prepared by Centerview [DR 8.2.11]						
80.	Indication of Interest from Bidder 5 re WLB Assets dated October 17, 2018 [See DR 8.6]						
81.	Indication of Interest from Bidder 4 re WLB Assets dated October 17, 2018 [See DR 8.6]						
82.	Indication of Interest from Bidder 6 re WLB Assets dated October 17, 2018 [See DR 8.6]						
83.	Proposal from Bidder 5 re Core Assets dated December 11, 2018 [See DR 8.6]						
84.	Term Sheet from Bidder 5 dated December 22, 2018 [See DR 8.6]						
85.	Westmoreland 10-K for year ended December 31, 2017						
86.	Westmoreland Form 10-Q for the period ended March 31, 2018						
87.	Declaration of Robert A. Campagna in Support of WLB DIP Order Request [Dkt. 17, Ex. C]						
88.	Declaration of Robert A. Campagna in Support of WMLP Cash Collateral Request [Dkt. 18, Ex. B]						
89.	Term Sheet for \$110 million Senior Secured Debtor-in-Possession DIP Loan Facility [See DR 8.10.1]						
90.	Draft Term Sheet re Restructuring Support Agreement September 9, 2018 [DR 8.10.9]						
91.	Restructuring Support Agreement dated October 9, 2018 [Dkt. 1091, Ex. 9]						
92.	Interim WLB Cash Collateral Order [Dkt. 92]						
93.	Final WLB Cash Collateral Order [Dkt. 520]						
94.	Interim WMLP Cash Collateral Order [Dkt. 95]						
95.	Final WMLP Cash Collateral Order [Dkt. 521]						
96.	Notice of Amendments to WLB and MLP Final DIP Orders [Dkt. 896]						
97.	UMWA Data Requests dated 11/6/2018 [See Dkt. 1091, Ex. 5, Ex. H]						
98.	Testimony of Cecil E. Roberts, International President of United Mine Workers of America, before the Senate Committee on Finance on S. 1714, the Miners Protection Act, March 1, 2016						

No.	Description	Mark	Offer	Object	Admit	W/D	Disposition After Trial
99.	The Multiemployer Pension Plan System: Recent Reforms and Current Challenges, Hearing before the Committee on Finance, S. Hrg. 114-541, March 1, 2016						
100.	UMWA hails vote to pass permanent health care funding for 22,600 retirees, widows, March 4, 2017, <a href="http://umwa.org/news-media/press/umwa-hails-vote-pass-permanent-health-care-funding-22600-retirees-widows/">http://umwa.org/news-media/press/umwa-hails-vote-pass-permanent-health-care-funding-22600-retirees-widows/</a>						
101.	Legislation introduced to secure miners pensions and health care, <a href="http://umwa.org/news-media/news/legislation-introduced-to-secure-miners-pensions-and-health-care/">http://umwa.org/news-media/news/legislation-introduced-to-secure-miners-pensions-and-health-care/</a> (citing article dated January 4, 2019)						
102.	UCC Term Sheet re Settlement filed January 22, 2019, [Dkt. 1115]						
103.	Declaration of Zachary P. Georgeson ISO Valued Employee Program [DR 8.13.3]						
104.	Willis Towers Watson Expert Report ISO Valued Employee Program [DR 8.13.3]						
105.	Declaration of Robert A. Campagna ISO Valued Employee Program [DR 8.13.3]						
106.	Westmoreland Organizational Chart [ <i>See</i> DR 8.9.1]						
107.	UMWA 1113-1114 Objection [Dkt. 1207]						
108.	Declaration of Brian Sanson in Support of UMWA 1113-1114 Objection [Dkt. 1207]						
109.	Declaration of Brian Sanson in <i>In re Patriot Coal Corporation</i> , Case No. 15-32450, Dkt. 726						
110.	Declaration of Brian Sanson in <i>In re Walter Energy</i> , Case No. 15-02741, Dkt. 1189						
111.	Labor Discussion (Folder 8) VDR File Summary						
112.	Report of Documents Accessed In Folder 8 by Certain Parties						
113.	Report of Certain Documents Accessed In Folder 8 by Certain Parties, Duplicates Removed						
114.	Report of Certain Documents Accessed In Folder 8 - Brian Sanson						
115.	Report of Certain Documents Accessed In Folder 8 - Scott Williams						
116.	Letter dated September 21, 2018 [Dkt. 1091, Ex. 5]						

No.	Description	Mark	Offer	Object	Admit	W/D	Disposition After Trial
117.	Letter dated September 28, 2018 from Goodchild to Grafton						
118.	Letter dated November 6, 2018 from Fagan to Ossi						
119.	Order Approving Modifications to San Juan Agreement per 1113-1114 [Dkt. 1285]						
120.	Order Approving Modifications to San Juan Agreement per 1113-1114 [Dkt. 1286]						
121.	Stein Dep Ex. 3 MLP Business Plan Review July, 31 2018						
122.	Cowan Dep Ex. 20, LAZARD0000258						
123.	Cowan Dep Ex. 21, LAZARD0000203						
124.	Amended UMWA 30(b)(6) Dep Notice						
125.	Map of Debtors' Mining Operations [Demonstrative]						
126.	The Debtors' Organizational Structure and Secured Debt Obligations [Demonstrative]						
127.	Summary of Debtors' Secured Debt Obligations [Demonstrative]						
127	Summary of Debtors' Secured Debt Obligations A Plus Interest [Demonstrative]						
128.	Summary of the Debtors' Retiree Medical Obligations I [Demonstrative] (See Goodheart Decl. ¶ 8)						
129.	Summary of the Debtors' Retiree Medical Obligations II [Demonstrative] (See Goodheart Decl. ¶ 8)						
130.	VDR Summary Report re Folder 8						
131.	Debtors' Organizational Chart Annotated [Demonstrative]						
132.	Debtors' Organizational Chart Abbreviated [Demonstrative]						
133.	Summary of proposal 4 by Article July 17, 2018 UMWA- WLB Meeting						
134.	1992 Benefit Plan Estimates and Transfer Request for Plan Year 2013, dated September 13, 2012						
135.	1992 Benefit Plan Estimates and Transfer Request for Plan Year 2014, dated September 12, 2013						

No.	Description	Mark	Offer	Object	Admit	W/D	Disposition After Trial
136.	1992 Benefit Plan Estimates and Transfer Request for Plan Year 2015, Dated September 15, 2014						
137.	1992 Benefit Plan Estimates and Transfer Request for Plan Year 2016, Dated September 15, 2015						
138.	1992 Benefit Plan Estimates and Transfer Request for Plan Year 2017, Dated September 15, 2016						
139.	1992 Benefit Plan Estimates and Transfer Request for Plan Year 2018, Dated September 15, 2017						
140.	1992 Benefit Plan Estimates and Transfer Request for Plan Year 2019, Dated September 14, 2018						
141.	1992 Benefit Plan Actuarial Projections, 2018-2030, dated August 1, 2018						
142.	Combined Benefit Fund Actuarial Projections, 2018-2030, dated August 1, 2018						
143.	Memorandum of Understanding between OSM and UMWA 1992 Plan and 1993 Plan, dated September 30, 2014						
144.	Combined Benefit Fund Estimates and Transfer Request for Plan Year 2013, dated September 13, 2012						
145.	Combined Benefit Fund Estimates and Transfer Request for Plan Year 2014, dated September 12, 2013						
146.	Combined Benefit Fund Estimates and Transfer Request for Plan Year 2015, dated September 15, 2014						
147.	Combined Benefit Fund Estimates and Transfer Request for Plan Year 2016, dated September 15, 2015						
148.	Combined Benefit Fund Estimates and Transfer Request for Plan Year 2017, dated September 15, 2016						
149.	Combined Benefit Fund Estimates and Transfer Request for Plan Year 2018, dated September 15, 2017						

No.	Description	Mark	Offer	Object	Admit	W/D	Disposition After Trial
150.	Combined Benefit Fund Estimates and Transfer Request for Plan Year 2019, dated September 14, 2018						
151.	Davis Report, Dated December 31, 2014						
152.	Davis Report, Dated December 31, 2016						
153.	Davis Report, Dated December 31, 2018						
154.	Asset Overview Materials October 2018						
155.	Response Of Westmoreland Secured Lenders In Support Of Debtors' Motion For An Order Authorizing Rejection Of Collective Bargaining Agreements And Retiree Medical Benefits [Filed February 11, 2019]						
156.	Declaration And Expert Report Of Michael J. Talarico In Support Of Debtors' Motions Pursuant To 11 U.S.C. §§ 105, 1113 And 1114 For An Order Authorizing (But Not Directing) The Debtors To (A) Reject Certain Collective Bargaining Agreements, (B) Implement Debtors' Proposal, And (C) Modify Certain Retiree Benefits [Filed February 11, 2019]						
157.	Declaration of Zachary P. Georgeson [February 11, 2019]						
158.	March 2018 Willis Towers Watson Presentation on Restructuring Compensation and Competitive Positioning to Market						
159.	October 2018 Willis Towers Watson Presentation on Restructuring Compensation and Competitive Positioning to Market						
160.	Order Approving KERP [Dkt. 864]						
161.	Transcript of KERP Hearing						
162.	Debtors' Proposed Plan of Reorganization [Dkt. 788]						
163.	Debtors' Disclosure Statement [Dkt. 789]						
164.	Emergency Motion to Appoint Allison D. Byman as the Authorized Representative of all Retirees, Spouses, and Their Eligible Dependents Receiving Coal Act Benefits [Dkt. 886]						
165.	Notice Of Receipt Of Qualified Bid In Connection With The Sale Of The Kemmerer Mine And Related Assets [Dkt. 1372]						

<b>No.</b>	<b>Description</b>	<b>Mark</b>	<b>Offer</b>	<b>Object</b>	<b>Admit</b>	<b>W/D</b>	<b>Disposition After Trial</b>
166.	Order Appointing Representatives of Coal Act Retirees [Dkt. 1023]						
167.	Plan Supplement for the Joint Chapter 11 Plan of Westmoreland Coal Company and Certain of its Debtor Affiliates [Dkt. 1102]						

**RESERVATION OF RIGHTS**

The Debtors reserve the right to call or to introduce one or more, or none, of the witnesses and exhibits listed above, and further reserve the right to modify or supplement this list prior to hearing.

Houston, Texas  
February 14, 2019

*/s/ Patricia B. Tomasco*

Patricia B. Tomasco (Bar No. 01797600)  
Matthew D. Cavanaugh (Bar No. 24062656)

**JACKSON WALKER L.L.P.**

1401 McKinney Street, Suite 1900  
Houston, Texas 77010

Telephone: (713) 752-4200  
Facsimile: (713) 752-4221  
Email: ptomasco@jw.com  
mcaavanaugh@jw.com

*Conflicts Counsel to the WLB Debtors and Local  
Counsel to the Debtors and Debtors in Possession*

James H.M. Sprayregen, P.C.  
Michael B. Slade (Bar No. 24013521)  
Gregory F. Pesce (admitted *pro hac vice*)  
**KIRKLAND & ELLIS LLP**  
**KIRKLAND & ELLIS INTERNATIONAL LLP**  
300 North LaSalle  
Chicago, Illinois 60654  
Telephone: (312) 862-2000  
Facsimile: (312) 862-2200  
Email: james.sprayregen@kirkland.com  
michael.slade@kirkland.com  
gregory.pesce@kirkland.com

-and-

Edward O. Sassower, P.C.  
Stephen E. Hessler, P.C. (admitted *pro hac vice*)  
**KIRKLAND & ELLIS LLP**  
**KIRKLAND & ELLIS INTERNATIONAL LLP**  
601 Lexington Avenue  
New York, New York 10022  
Telephone: (212) 446-4800  
Facsimile: (212) 446-4900  
Email: edward.sassower@kirkland.com  
stephen.hessler@kirkland.com

-and-

Anna G. Rotman, P.C. (Bar No. 24046761)  
**KIRKLAND & ELLIS LLP**  
**KIRKLAND & ELLIS INTERNATIONAL LLP**  
609 Main Street  
Houston, Texas 77002  
Telephone: (713) 836-3600  
Email: anna.rotman@kirkland.com

*Counsel to the Debtors and Debtors in Possession*

**Certificate of Service**

I certify that on February 14, 2019, I caused a copy of the foregoing document to be served by the Electronic Case Filing System for the United States Bankruptcy Court for the Southern District of Texas.

*/s/ Patricia B. Tomasco*

\_\_\_\_\_  
Patricia B. Tomasco