

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

<p>In re:</p> <p>WESTMORELAND COAL COMPANY, <i>et al.</i>¹</p> <p style="text-align: center;">Debtors.</p>	<p>§</p> <p>§</p> <p>§</p> <p>§</p> <p>§</p> <p>§</p>	<p>Chapter 11</p> <p>Case No. 18-36572 (DRJ)</p> <p>(Jointly Administered)</p>
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**ORDER SUSTAINING DEBTORS’ ELEVENTH OMNIBUS OBJECTION TO CERTAIN
PROOFS OF CLAIM (SATISFIED CLAIMS)**

(Relates to ECF No. ____)

Upon the objection (the “Objection”)² of the above-captioned Reorganized WLB Debtors³ and the WMLP Debtors⁴ (collectively, with the Reorganized WLB Debtors, the “Debtors”) for entry of an order (this “Order”) sustaining the Debtors’ Eleventh Omnibus Objection to certain Satisfied Claims, all as more fully set forth in the Objection; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. § 1334; and this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and this Court having found that it may enter a final order consistent with Article III of the United States Constitution; and this Court having found that

¹ 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 claims and noticing agent in these chapter 11 cases at 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.

² Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Objection.

³ “WLB Debtors” and “Reorganized WLB Debtors” after the effective date, means all Debtors except for Westmoreland Resources GP, LLC, Westmoreland Resource Partners, LP (“WMLP”), and WMLP’s subsidiaries (collectively with WMLP, the “WMLP Debtors”).

⁴ Specifically, the WMLP Debtors are: (a) WMLP; (b) Westmoreland Kemmerer, LLC; (c) Oxford Mining Company, LLC; (d) Harrison Resources, LLC; (e) Oxford Mining Company-Kentucky, LLC; (f) Daron Coal Company, LLC; (g) Oxford Conesville, LLC; and (h) Westmoreland Kemmerer Fee Coal Holdings, LLC.

venue of this proceeding and this Objection in this district is permissible pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that the relief requested in the Objection is in the best interests of the Debtors' estates, their creditors, and other parties in interest; and this Court having found that the Debtors' notice of the Objection and opportunity for a hearing on the Objection were appropriate under the circumstances and no other notice need be provided; and this Court having reviewed the Objection and having heard the statements in support of the relief requested therein at a hearing before this Court (the "Hearing"); and this Court having determined that the legal and factual bases set forth in the Objection and at the Hearing establish just cause for the relief granted herein; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor, it is HEREBY ORDERED THAT:

1. The Objection is sustained as set forth herein.
2. Each Satisfied Claim identified on Exhibit A attached to this Order is disallowed and expunged in its entirety.
3. The Clerk of the Court is authorized and directed to update the claims register maintained in these chapter 11 cases to reflect the relief granted in the Order.
4. To the extent a response is filed regarding any Satisfied Claim, each such Satisfied Claim, and the Objection as it pertains to such Satisfied Claim, will constitute a separate contested matter as contemplated by Bankruptcy Rule 9014. This Order will be deemed a separate order with respect to each Satisfied Claim.
5. Notwithstanding the relief granted in this Order and any actions taken pursuant to such relief, nothing in this Order shall be deemed: (a) an admission as to the validity of any prepetition claim against a Debtor entity; (b) a waiver of the Debtors' right to dispute any prepetition claim on any grounds; (c) a promise or requirement to pay any prepetition claim; (d) an

implication or admission that any particular claim is of a type specified or defined in this Objection or any order granting the relief requested by this Objection; (e) a request or authorization to assume any prepetition agreement, contract, or lease pursuant to § 365 of the Bankruptcy Code; or (f) a waiver of the Debtors' rights under the Bankruptcy Code or any other applicable law.

6. Notwithstanding Bankruptcy Rule 6004(h), the terms and conditions of this Order are immediately effective and enforceable upon its entry.

7. The Debtors are authorized to take all actions necessary to effectuate the relief granted in this Order in accordance with the Objection.

8. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

Dated: _____, 2019
Houston, Texas

DAVID R. JONES
UNITED STATES BANKRUPTCY JUDGE

Exhibit A

Satisfied Claims

Exhibit A - Notice of Satisfaction

Claimant Name	Claim / Schedule No.	ECF Claim #	Debtor	Total Claim Value
1 MARK DAVID NANNY	S01226		Texas Westmoreland Coal Company	13.25
2 MARKETING SPECIALTIES INC	178	12.1	Westmoreland Resources, Inc.	142.29
3 MARY ELLA PATE	S01286		Texas Westmoreland Coal Company	36.38
4 MASTERCARD	S02760		Westmoreland Savage Corporation	1,372.59
5 MATHERN, KARL	S01754		Westmoreland Coal Company	60.00
6 MATTHEW BROOKS	S01264		Texas Westmoreland Coal Company	6.07
7 MCCAULEY, ERICA	S01023		San Juan Coal Company	926.50
8 MCMASTER CARR	S01436		Western Energy Company	233.90
9 MCMASTER-CARR SUPPLY CO.	S01250		Texas Westmoreland Coal Company	386.86
10 MCNEIL, MICHAEL	S00944		San Juan Coal Company	419.71
11 MELISSA BROOKS	S01241		Texas Westmoreland Coal Company	6.07
12 MELISSA WALTERS, PERRY COUNTY TREASURER	S00110		Buckingham Coal Company, LLC	1,982.10
13 MICAH FRASIER	S01432		Western Energy Company	827.00
14 MICHELIN NORTH AMERICA, INC	S02283		Westmoreland Kemmerer, LLC	29,459.17
15 MICHELIN NORTH AMERICA, INC.	256	10.1	Westmoreland Kemmerer, LLC	31,003.50
16 MID-EAST TEXAS GROUNDWATER CONSERVATION	S01222		Texas Westmoreland Coal Company	94.68
17 MINE SAFETY AND HEALTH ADMIN (MSHA)	S00073		Buckingham Coal Company, LLC	5,116.00
18 MINE WARE INCORPORATED	S01210		Texas Westmoreland Coal Company	27,321.00
19 MINOVA USA INC	52	8.1	San Juan Coal Company	364,023.31
20 MIZER PRINTING AND GRAPHICS	768	41.1	Buckingham Coal Company, LLC	1,266.89
21 MODERN MACHINERY CO INC	1256	72.1	Western Energy Company	4,422.86
22 MOEESHANG PATE	S01271		Texas Westmoreland Coal Company	18.19
23 MOERNER, PAUL	S01753		Westmoreland Coal Company	41.70
24 MONSANTO COMPANY	S02313		Westmoreland Kemmerer, LLC	68,712.00
25 MONTANA CSED	S00076		Buckingham Coal Company, LLC	9.97
26 MONTANA CSED	S01459		Western Energy Company	3,833.79
27 MONTANA CSED	S01462		Westmoreland Resources, Inc.	1,774.61
28 MONTANA DEPART OF ENVIRONMENTAL QUALITY	S02545		Westmoreland Resources, Inc.	100.00
29 MONTANA DEPARTMENT OF ENVIRONMENTAL QUAL	S01561		Western Energy Company	4,177.68
30 MONTANA DEPT. NATURAL RESOURCES	S01548		Western Energy Company	329,855.62
31 MONTANA O.E.C.I. TRUST FUND	S02601		Westmoreland Resources, Inc.	386,763.60
32 MONTANA OPERATING ENGINEERS -	S01455		Western Energy Company	324,434.34
33 MONTANA OPERATING ENGINEERS -	S01456		Westmoreland Savage Corporation	22,481.29
34 MONTANA STATE FUND	S02570		Westmoreland Resources, Inc.	37,734.60
35 MORLEY, FRED	S01767		Westmoreland Coal Company	714.39
36 MORNEAU SHEPELL LTD	S01761		Westmoreland Coal Company	4,152.00
37 MOTOR POWER EQPT CO	S01410		Western Energy Company	3,014.14
38 MSC	392	8.1	Texas Westmoreland Coal Company	7,019.69
39 MSC	1145	8.2	Texas Westmoreland Coal Company	7,019.69
40 MULLER JR, GERALD F	S02258		Westmoreland Kemmerer, LLC	281.27
41 MULLER, IAN	S02548		Westmoreland Resources, Inc.	16.01
42 NALCO COMPANY	S01468		Western Energy Company	183,803.48
43 NALCO COMPANY	S01469		Westmoreland Resources, Inc.	22,276.51
44 NATHAN JAMES ROGERS	S01269		Texas Westmoreland Coal Company	13.70
45 NAVAL COMPANY, INC.	S01505		Western Energy Company	386.16
46 NAVASOTA VALLEY ELECTRIC-ELEC. BILL ONLY	S01294		Texas Westmoreland Coal Company	29,885.10
47 NEW MEXICO TAXATION AND REVENUE	S00998		San Juan Coal Company	194,086.56
48 NICHOLS, KABREE	S01454		Western Energy Company	3,000.00
49 NICOLE JESSIE	S01251		Texas Westmoreland Coal Company	18.19
50 NORCO, INC. (GASES PLUS)	S01484		Western Energy Company	12,491.51
51 NORTHWEST INDUSTRIAL SUPPLY	S01544		Western Energy Company	932.06
52 NORTHWEST PIPE	S01499		Western Energy Company	194.43
53 NORTHWESTERN ENERGY	S01417		Western Energy Company	1,242.39
54 ODYSSEY RELOCATION MANAGEMENT	1128	435.1	Westmoreland Coal Company	828.72
55 ODYSSEY RELOCATION MANAGEMENT	S01776		Westmoreland Coal Company	10,230.77
56 OFFICE OF STATE TAX COMMISSIONER	S00251		Dakota Westmoreland Corporation	145.09
57 OFFICE OF STATE TAX COMMISSIONER	S00252		Dakota Westmoreland Corporation	16,910.74
58 OHIO CENTRAL RAILROAD INC	S00139		Buckingham Coal Company, LLC	422,558.22
59 OHIO CENTRAL RAILROAD INC	S00140		Oxford Mining Company, LLC	104,035.44
60 ON THE GO VENDING	S01435		Western Energy Company	603.50
61 OSBORN, CAROLYN F	S02234		Westmoreland Kemmerer, LLC	60.00
62 OVERHEAD DOOR CO OF SOUTHERN MT	S01419		Western Energy Company	118.50
63 PA SCDU	S00027		Buckingham Coal Company, LLC	363.62
64 PACIFIC STEEL & RECYCLING	S01523		Western Energy Company	35.95
65 PARRY, SCOTT A.	S01503		Western Energy Company	75.00
66 PIONEER CONVEYOR LLC	949	44.1	Buckingham Coal Company, LLC	30,975.00
67 PIONEER CONVEYOR LLC	1139	52.1	Buckingham Coal Company, LLC	30,975.00

Exhibit A - Notice of Satisfaction

Claimant Name	Claim / Schedule No.	ECF Claim #	Debtor	Total Claim Value
68 PITNEY BOWES GLOBAL FINANCIAL SERVICES	S02280		Westmoreland Kemmerer, LLC	35.91
69 PITNEY BOWES PURCHASE POWER	S00590		Oxford Mining Company, LLC	193.05
70 PITNEY BOWES PURCHASE POWER	S01495		Western Energy Company	640.69
71 PITNEY BOWES PURCHASE POWER	S01497		Westmoreland Coal Company	2,500.00
72 PITNEY BOWES PURCHASE POWER	S01498		Westmoreland Kemmerer, LLC	1,008.50
73 PONDEROSA BUTTE GOLF SHOP	S01550		Western Energy Company	140.00
74 PRAXAIR / BOTCO	S01221		Texas Westmoreland Coal Company	818.27
75 PRAXAIR, INC.	21	27.2	Westmoreland Coal Company	316,145.36
76 PRAXAIR, INC.	895	63.1	San Juan Coal Company	301,661.22*
77 PRAXAIR, INC.	S01014		San Juan Coal Company	316,145.36
78 PROVIDENT LIFE AND ACCIDENT	S01784		Westmoreland Coal Company	511.46
79 PRUDENTIAL RETIREMENT	S01778		Westmoreland Coal Company	35.00
80 QUALITY MAGNETITE LLC	300	22.1	Buckingham Coal Company, LLC	8,621.64
81 R. E. PATE, JR.	S01256		Texas Westmoreland Coal Company	13.86
82 RAILROAD COMMISSION OF TEXAS - #2	S01260		Texas Westmoreland Coal Company	500.00
83 RAIN FOR RENT	S01445		Western Energy Company	16,242.01
84 RALPH M. MARTINEZ	S02199		Westmoreland Kemmerer, LLC	800.00
85 RANDALL WAYNE NANNY	S01249		Texas Westmoreland Coal Company	13.25
86 RANDY V. MOORE PETROLEUM DIST., LLC	617	31.1	Buckingham Coal Company, LLC	12,418.58
87 RANDY V. MOORE PETROLEUM DIST., LLC	629	48.1	Oxford Mining Company, LLC	193,118.29
88 RANGE TELEPHONE COOPERATIVE	S01471		Western Energy Company	1,687.10
89 RAYVESTA STRATFORD ESTATE	S01218		Texas Westmoreland Coal Company	109.35
90 REDBURN TIRE CO	S02235		Westmoreland Kemmerer, LLC	72,598.76
91 REDBURN TIRE CO.	S01044		San Juan Coal Company	1,614.38
92 REDBURN TIRE COMPANY	S01227		Texas Westmoreland Coal Company	4,275.57
93 REEDER AND SONS AUTO PARTS	S01278		Texas Westmoreland Coal Company	3,143.66
94 REIDS TRUE VALUE	S01433		Western Energy Company	897.15
95 RELIANCE MEDICAL GROUP LLC	S00991		San Juan Coal Company	80.72
96 RICH HAZEL	S02546		Westmoreland Resources, Inc.	30.80
97 RICOH (FORMERLY IKON)	S01247		Texas Westmoreland Coal Company	83.22
98 RIMPULL CORPORATION	S01243		Texas Westmoreland Coal Company	9,922.00
99 RIMPULL CORPORATION	S01467		Western Energy Company	21.41

4,003,546.92*