

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

In re:  WESTMORELAND COAL COMPANY, <i>et al.</i> <sup>1</sup>  Debtors.	§ § § § § § §	Chapter 11  Case No. 18-36572 (DRJ)  (Jointly Administered)
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**ORDER SUSTAINING DEBTORS' TWENTIETH OMNIBUS  
OBJECTION TO CERTAIN PROOFS OF CLAIM (NO LIABILITY CLAIMS)**

(Relates to ECF No. [1851](#))

Upon the objection (the “Objection”)<sup>2</sup> of the above-captioned ~~Reorganized~~ WLB Debtors<sup>3</sup> and the WMLP Debtors<sup>4</sup> (collectively, with the ~~Reorganized~~ WLB Debtors, the “Debtors”) for entry of an order (this “Order”) sustaining the Debtors’ Twentieth Omnibus Objection to certain No Liability 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 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

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

<sup>3</sup> “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”).

<sup>4</sup> 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.

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.
1. Each No Liability Claim identified on Exhibit A attached to this Order is disallowed and expunged to the extent set forth on Exhibit A.
2. 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.
3. To the extent a response is filed regarding any No Liability Claim, each such No Liability Claim, and the Objection as it pertains to such No Liability 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 No Liability Claim.
4. 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.

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

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

7. 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

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DAVID R. JONES  
UNITED STATES BANKRUPTCY JUDGE

**Exhibit A**

**No Liability Claims**

## Westmoreland Coal Company 18-35672 (DRJ)

## Exhibit A - No Liability

Basis for objection: See paragraph 15 of the Foregoing Objection

NAME	DATE FILED	DEBTOR	CLAIM # / ECF #	CLAIM AMOUNT	REASON FOR DISALLOWANCE
1 BANKDIRECT CAPITAL FINANCE RICHARD TWARDOWSKI 150 NORTH FIELD DR STE 190 LAKE FOREST, IL 60045	10/25/2018	Westmoreland Coal Company	9 / 15.1	\$ 5,167,523.10	This claim is related to a contract which has been assumed by the debtor, satisfying the claim. Per Article V Section C of the WLB Plan, "All liabilities reflected in the Schedules and any Proof of Claim Filed with respect to an Executory Contract or Unexpired Lease that has been assumed shall be deemed disallowed and expunged, without further notice to or action, order, or approval of the Bankruptcy Court."
2 CAPSTONE HOLDING COMPANY P O BOX 115 BANNOCK, OH 43972	2/25/2019	Oxford Mining Company, LLC	1326^ / 93.1	\$ 20,302.57	No liability exists on the Debtors books and records. This claim is related to a contract which was assumed and assigned to CCU Coal and Construction LLC, the buyer of Oxford and Buckingham assets.
^ Claim also appears on Exhibit D to the Nineteenth Omnibus Claims Objection (Late Filed Claims)					
3 CAPSTONE HOLDING COMPNAY THOMAS MCK. HAZLETT P O BOX 115 BANNOCK, OH 43972	12/17/2018	Oxford Mining Company, LLC	1147^ / 79.1	\$ 20,302.57	No liability exists on the Debtors books and records. This claim is related to a contract which was assumed and assigned to CCU Coal and Construction LLC, the buyer of Oxford and Buckingham assets.
^ Claim also appears on Exhibit D to the Nineteenth Omnibus Claims Objection (Late Filed Claims)					
4 CIBC BANK USA C/O DOUG J. LIPKE 222 N. LASALLE STREET CHICAGO, IL 60601	12/10/2018	Westmoreland Coal Company	595 / 250.1	Undetermined*	This claim is related to a contract which has been assumed by the debtor, satisfying the claim. Per Article V Section C of the WLB Plan, "All liabilities reflected in the Schedules and any Proof of Claim Filed with respect to an Executory Contract or Unexpired Lease that has been assumed shall be deemed disallowed and expunged, without further notice to or action, order, or approval of the Bankruptcy Court."
5 CIBC BANK USA C/O DOUG J. LIPKE 222 N. LASALLE STREET CHICAGO, IL 60601	12/10/2018	Buckingham Coal Company, LLC	618 / 32.1	Undetermined*	No liability exists on the Debtors books and records. This claim is related to a contract which was assumed and assigned to CCU Coal and Construction LLC, the buyer of Oxford and Buckingham assets.
6 CIBC BANK USA C/O DOUG J. LIPKE 222 N. LASALLE STREET CHICAGO, IL 60601	12/10/2018	Dakota Westmoreland Corporation	623 / 17.1	Undetermined*	This claim is related to a contract which has been assumed by the debtor, satisfying the claim. Per Article V Section C of the WLB Plan, "All liabilities reflected in the Schedules and any Proof of Claim Filed with respect to an Executory Contract or Unexpired Lease that has been assumed shall be deemed disallowed and expunged, without further notice to or action, order, or approval of the Bankruptcy Court."

## Westmoreland Coal Company 18-35672 (DRJ)

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NAME	DATE FILED	DEBTOR	CLAIM # / ECF #	CLAIM AMOUNT	REASON FOR DISALLOWANCE
7 CIBC BANK USA ATTN: DOUG J. LIPKE 222 N. LASALLE STREET CHICAGO, IL 60601	12/10/2018	Texas Westmoreland Coal Company	793 / 13.1	Undetermined*	This claim is related to a contract which has been assumed by the debtor, satisfying the claim. Per Article V Section C of the WLB Plan, "All liabilities reflected in the Schedules and any Proof of Claim Filed with respect to an Executory Contract or Unexpired Lease that has been assumed shall be deemed disallowed and expunged, without further notice to or action, order, or approval of the Bankruptcy Court."
8 CIBC BANK USA ATTN: DOUG J. LIPKE 222 N. LASALLE STREET CHICAGO, IL 60601	12/10/2018	WCC Land Holding Company, Inc.	794 / 5.1	Undetermined*	This claim is related to a contract which has been assumed by the debtor, satisfying the claim. Per Article V Section C of the WLB Plan, "All liabilities reflected in the Schedules and any Proof of Claim Filed with respect to an Executory Contract or Unexpired Lease that has been assumed shall be deemed disallowed and expunged, without further notice to or action, order, or approval of the Bankruptcy Court."
9 CIBC BANK USA ATTN: DOUG J. LIPKE 222 N. LASALLE STREET CHICAGO, IL 60601	12/10/2018	WEI - Roanoke Valley, Inc.	795 / 3.1	Undetermined*	This claim is related to a contract which has been assumed by the debtor, satisfying the claim. Per Article V Section C of the WLB Plan, "All liabilities reflected in the Schedules and any Proof of Claim Filed with respect to an Executory Contract or Unexpired Lease that has been assumed shall be deemed disallowed and expunged, without further notice to or action, order, or approval of the Bankruptcy Court."
10 CIBC BANK USA ATTN: DOUG J. LIPKE 222 N. LASALLE STREET CHICAGO, IL 60601	12/10/2018	Western Energy Company	797 / 38.1	Undetermined*	This claim is related to a contract which has been assumed by the debtor, satisfying the claim. Per Article V Section C of the WLB Plan, "All liabilities reflected in the Schedules and any Proof of Claim Filed with respect to an Executory Contract or Unexpired Lease that has been assumed shall be deemed disallowed and expunged, without further notice to or action, order, or approval of the Bankruptcy Court."
11 CIBC BANK USA ATTN: DOUG J. LIPKE 222 N. LASALLE STREET CHICAGO, IL 60601	12/10/2018	Westmoreland Coal Sales Company, Inc.	802 / 4.1	Undetermined*	This claim is related to a contract which has been assumed by the debtor, satisfying the claim. Per Article V Section C of the WLB Plan, "All liabilities reflected in the Schedules and any Proof of Claim Filed with respect to an Executory Contract or Unexpired Lease that has been assumed shall be deemed disallowed and expunged, without further notice to or action, order, or approval of the Bankruptcy Court."
12 CIBC BANK USA ATTN: DOUG J. LIPKE 222 N. LASALLE STREET CHICAGO, IL 60601	12/10/2018	Westmoreland Energy Services, Inc.	803 / 3.1	Undetermined*	This claim is related to a contract which has been assumed by the debtor, satisfying the claim. Per Article V Section C of the WLB Plan, "All liabilities reflected in the Schedules and any Proof of Claim Filed with respect to an Executory Contract or Unexpired Lease that has been assumed shall be deemed disallowed and expunged, without further notice to or action, order, or approval of the Bankruptcy Court."

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NAME	DATE FILED	DEBTOR	CLAIM # / ECF #	CLAIM AMOUNT	REASON FOR DISALLOWANCE
13 CIBC BANK USA ATTN: DOUG J. LIPKE 222 N. LASALLE STREET CHICAGO, IL 60601	12/12/2018	Westmoreland Energy, LLC	804 / 5.1	Undetermined*	This claim is related to a contract which has been assumed by the debtor, satisfying the claim. Per Article V Section C of the WLB Plan, "All liabilities reflected in the Schedules and any Proof of Claim Filed with respect to an Executory Contract or Unexpired Lease that has been assumed shall be deemed disallowed and expunged, without further notice to or action, order, or approval of the Bankruptcy Court."
14 CIBC BANK USA ATTN: DOUG J. LIPKE 222 N. LASALLE STREET CHICAGO, IL 60601	12/10/2018	Westmoreland Mining LLC	813 / 6.1	Undetermined*	This claim is related to a contract which has been assumed by the debtor, satisfying the claim. Per Article V Section C of the WLB Plan, "All liabilities reflected in the Schedules and any Proof of Claim Filed with respect to an Executory Contract or Unexpired Lease that has been assumed shall be deemed disallowed and expunged, without further notice to or action, order, or approval of the Bankruptcy Court."
15 CIBC BANK USA ATTN: DOUG J. LIPKE 222 N. LASALLE STREET CHICAGO, IL 60601	12/10/2018	Westmoreland North Carolina Power, LLC	816 / 4.1	Undetermined*	This claim is related to a contract which has been assumed by the debtor, satisfying the claim. Per Article V Section C of the WLB Plan, "All liabilities reflected in the Schedules and any Proof of Claim Filed with respect to an Executory Contract or Unexpired Lease that has been assumed shall be deemed disallowed and expunged, without further notice to or action, order, or approval of the Bankruptcy Court."
16 CIBC BANK USA ATTN: DOUG J. LIPKE 222 N. LASALLE STREET CHICAGO, IL 60601	12/12/2018	Westmoreland Partners	818 / 3.1	Undetermined*	This claim is related to a contract which has been assumed by the debtor, satisfying the claim. Per Article V Section C of the WLB Plan, "All liabilities reflected in the Schedules and any Proof of Claim Filed with respect to an Executory Contract or Unexpired Lease that has been assumed shall be deemed disallowed and expunged, without further notice to or action, order, or approval of the Bankruptcy Court."
17 CIBC BANK USA ATTN: DOUG J. LIPKE 222 N. LASALLE STREET CHICAGO, IL 60601	12/10/2018	Westmoreland Resources, Inc.	821 / 46.1	Undetermined*	This claim is related to a contract which has been assumed by the debtor, satisfying the claim. Per Article V Section C of the WLB Plan, "All liabilities reflected in the Schedules and any Proof of Claim Filed with respect to an Executory Contract or Unexpired Lease that has been assumed shall be deemed disallowed and expunged, without further notice to or action, order, or approval of the Bankruptcy Court."
18 CIBC BANK USA ATTN: DOUG J. LIPKE 222 N. LASALLE STREET CHICAGO, IL 60601	12/10/2018	Westmoreland Savage Corporation	826 / 19.1	Undetermined*	This claim is related to a contract which has been assumed by the debtor, satisfying the claim. Per Article V Section C of the WLB Plan, "All liabilities reflected in the Schedules and any Proof of Claim Filed with respect to an Executory Contract or Unexpired Lease that has been assumed shall be deemed disallowed and expunged, without further notice to or action, order, or approval of the Bankruptcy Court."

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NAME	DATE FILED	DEBTOR	CLAIM # / ECF #	CLAIM AMOUNT	REASON FOR DISALLOWANCE
19 CIBC BANK USA ATTN: DOUG J. LIPKE 222 N. LASALLE STREET CHICAGO, IL 60601	12/10/2018	Westmoreland Savage Corporation	827 / 20.1	Undetermined*	This claim is related to a contract which has been assumed by the debtor, satisfying the claim. Per Article V Section C of the WLB Plan, "All liabilities reflected in the Schedules and any Proof of Claim Filed with respect to an Executory Contract or Unexpired Lease that has been assumed shall be deemed disallowed and expunged, without further notice to or action, order, or approval of the Bankruptcy Court."
20 CIBC BANK USA ATTN: DOUG J. LIPKE 222 N. LASALLE STREET CHICAGO, IL 60601	12/10/2018	Westmoreland - Roanoke Valley, LP	828 / 3.1	Undetermined*	This claim is related to a contract which has been assumed by the debtor, satisfying the claim. Per Article V Section C of the WLB Plan, "All liabilities reflected in the Schedules and any Proof of Claim Filed with respect to an Executory Contract or Unexpired Lease that has been assumed shall be deemed disallowed and expunged, without further notice to or action, order, or approval of the Bankruptcy Court."
21 CIBC BANK USA ATTN: DOUG J. LIPKE 222 N. LASALLE STREET CHICAGO, IL 60601	12/10/2018	WRI Partners, Inc.	829 / 3.1	Undetermined*	This claim is related to a contract which has been assumed by the debtor, satisfying the claim. Per Article V Section C of the WLB Plan, "All liabilities reflected in the Schedules and any Proof of Claim Filed with respect to an Executory Contract or Unexpired Lease that has been assumed shall be deemed disallowed and expunged, without further notice to or action, order, or approval of the Bankruptcy Court."
22 CONSOL ENERGY, INC. KIRK B. BURKLEY, ESQ. 707 GRANT STREET, SUITE 2200 PITTSBURGH, PA 15219	12/12/2018	Harrison Resources, LLC	879 / 4.1	\$ 350,000.00	No liability exists on the Debtors books and records. This claim is related to a contract which was assumed and assigned to CCU Coal and Construction LLC, the buyer of Oxford and Buckingham assets.
23 CONSOL ENERGY, INC. KIRK B. BURKLEY, ESQ. 707 GRANT STREET, SUITE 2200 PITTSBURGH, PA 15219	12/12/2018	Oxford Mining Company, LLC	880 / 61.1	\$ 350,000.00	No liability exists on the Debtors books and records. This claim is related to a contract which was assumed and assigned to CCU Coal and Construction LLC, the buyer of Oxford and Buckingham assets.
24 CRAVAT COAL CO. P.O. BOX 246 CADIZ, OH 43907	11/8/2018	Oxford Mining Company, LLC	S00641 / 50230	\$ 213,196.03	No liability exists on the Debtors books and records. This claim is related to a contract which was assumed and assigned to CCU Coal and Construction LLC, the buyer of Oxford and Buckingham assets.
25 CRAVAT COAL COMPANY P.O. BOX 246 CADIZ, OH 43907	12/4/2018	Oxford Mining Company, LLC	373^ / 182.1	\$ 264,222.13	No liability exists on the Debtors books and records. This claim is related to a contract which was assumed and assigned to CCU Coal and Construction LLC, the buyer of Oxford and Buckingham assets.

^ Claim is pending on Exhibit A to the Third Omnibus Claims Objection (Incorrect Debtor Claims)



## Westmoreland Coal Company 18-35672 (DRJ)

## Exhibit A - No Liability

## Basis for objection: See paragraph 15 of the Foregoing Objection

NAME	DATE FILED	DEBTOR	CLAIM # / ECF #	CLAIM AMOUNT	REASON FOR DISALLOWANCE
26 CYNTHIA H. SCOFIELD 1610 POTOMAC DR HOUSTON, TX 77057-1928	12/3/2018	Westmoreland Savage Corporation	322 / 8.1	\$ 277.31	This claim is related to a contract which has been assumed by the debtor, satisfying the claim. Per Article V Section C of the WLB Plan, "All liabilities reflected in the Schedules and any Proof of Claim Filed with respect to an Executory Contract or Unexpired Lease that has been assumed shall be deemed disallowed and expunged, without further notice to or action, order, or approval of the Bankruptcy Court."
27 FLORENCIA EXPLORATION INC. ATTN: BRUCE HILL 5111 BROADWAY SAN ANTONIO, TX 78209	12/7/2018	Westmoreland Savage Corporation	738 / 14.1	Undetermined*	This claim is related to a contract which has been assumed by the debtor, satisfying the claim. Per Article V Section C of the WLB Plan, "All liabilities reflected in the Schedules and any Proof of Claim Filed with respect to an Executory Contract or Unexpired Lease that has been assumed shall be deemed disallowed and expunged, without further notice to or action, order, or approval of the Bankruptcy Court."
28 FREDERICKSBURG ROYALTY LTD. ATTN: BRUCE HILL 5111 BROADWAY SAN ANTONIO, TX 78209	12/7/2018	Westmoreland Savage Corporation	739 / 15.1	\$ 24.54	This claim is related to a contract which has been assumed by the debtor, satisfying the claim. Per Article V Section C of the WLB Plan, "All liabilities reflected in the Schedules and any Proof of Claim Filed with respect to an Executory Contract or Unexpired Lease that has been assumed shall be deemed disallowed and expunged, without further notice to or action, order, or approval of the Bankruptcy Court."
29 JOY GLOBAL UNDERGROUND MINING, LLC 40 PENNWOOD PL., SUITE 100 WARRENDALE, PA15086	12/11/2018	San Juan Coal Company	781 / 49.1	\$ 6,344,589.00	This claim is related to a contract which has been assumed by the debtor, satisfying the claim. Per Article V Section C of the WLB Plan, "All liabilities reflected in the Schedules and any Proof of Claim Filed with respect to an Executory Contract or Unexpired Lease that has been assumed shall be deemed disallowed and expunged, without further notice to or action, order, or approval of the Bankruptcy Court."
30 MICHAEL W. & LISBETH POWELL 1882 SUNDOWN TRAIL PLACERVILLE, CA 95667-9638	12/11/2018	Oxford Mining Company, LLC	1054 / 77.1	\$ 50.00*	No liability exists on the Debtors books and records. This claim is related to a contract which was assumed and assigned to CCU Coal and Construction LLC, the buyer of Oxford and Buckingham assets.
31 NELSON BROTHERS MINING SERVICES, LLC C/O JASON BAKER 820 SHADES CREEK PARKWAY, SUITE2000 BIRMINGHAM, AL 35209	12/7/2018	Western Energy Company	451 / 26.1	\$ 1,466,432.94	This claim is related to a contract which has been assumed by the debtor, satisfying the claim. Per Article V Section C of the WLB Plan, "All liabilities reflected in the Schedules and any Proof of Claim Filed with respect to an Executory Contract or Unexpired Lease that has been assumed shall be deemed disallowed and expunged, without further notice to or action, order, or approval of the Bankruptcy Court."

Westmoreland Coal Company 18-35672 (DRJ)

Exhibit A - No Liability

Basis for objection: See paragraph 15 of the Foregoing Objection

NAME	DATE FILED	DEBTOR	CLAIM # / ECF #	CLAIM AMOUNT	REASON FOR DISALLOWANCE
32 OHIO DEPARTMENT OF NATURAL RESOURCES OHIO DEPARTMENT OF NATURAL RESOURCES DIVISION OF FORESTRY 2045 MORSE RD BUILDING H COLUMBUS, OH 43229	11/8/2018	Oxford Mining Company, LLC	S00675 / 50705	\$ 50,000.00	No liability exists on the Debtors books and records. This claim is related to a contract which was assumed and assigned to CCU Coal and Construction LLC, the buyer of Oxford and Buckingham assets.
33 PNM 414 SILVER AVENUE SW MS0525 ALBUQUERQUE, NM 87102	12/11/2018	San Juan Coal Company	784 / 52.1	\$ 390,316.92*	This claim is related to a contract which has been assumed by the debtor, satisfying the claim. Per Article V Section C of the WLB Plan, "All liabilities reflected in the Schedules and any Proof of Claim Filed with respect to an Executory Contract or Unexpired Lease that has been assumed shall be deemed disallowed and expunged, without further notice to or action, order, or approval of the Bankruptcy Court."
TOTAL				\$ 14,637,237.11*	

\* - Indicates claim contains unliquidated and/or undetermined amounts