



ENTERED  
08/14/2019

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

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

**ORDER APPROVING SECOND INTERIM AND FINAL FEE  
APPLICATION OF LAZARD FRÈRES AND CO. LLC, AS INVESTMENT BANKER  
FOR THE CONFLICTS COMMITTEE OF THE WESTMORELAND RESOURCES GP,  
LLC BOARD OF DIRECTORS AND FOR WESTMORELAND RESOURCE  
PARTNERS, LP AND ITS SUBSIDIARIES**

(Docket No. 2159)

Upon consideration of the second interim and final fee application (the "Final Application") of Lazard Frères and Co. LLC ("Lazard") for allowance of compensation for services rendered and for reimbursement of expenses incurred as the Conflicts Committee and WMLP Debtor's investment banker for the period from October 9, 2018 to and including June 21, 2019 (the "Final Application Period"); and having reviewed the Final Application; and finding that (a) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, (b) this is a

<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 purposes of these chapter 11 cases is 9540 South Maroon Circle, Suite 300, Englewood, Colorado 80112.

core proceeding pursuant to 28 U.S.C. § 157(b) and (c) venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and determining that proper and adequate notice has been given and that no other or further notice is necessary; and after due deliberation thereon; and good and sufficient notice appearing therefor, IT IS HEREBY ORDERED that:

1. The Final Application is GRANTED.
2. All capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms as set forth in the Final Application.
3. Lazard is allowed on a final basis, for the Final Application Period, (a) compensation in the amount of \$3,775,000.00 for professional services rendered to the Conflicts Committee and WMLP Debtors and (b) reimbursement of actual and necessary expenses in the amount of \$30,653.06, for a total allowed amount of \$3,805,653.06.
4. The Conflicts Committee and WMLP Debtors are authorized ~~XXXXXXXXXX~~ to pay Lazard \$3,805,653.06, less any amounts already paid to Lazard on account of fees earned and expenses incurred by Lazard during the Final Application Period.
5. This Court shall retain jurisdiction with respect to all matters relating to the interpretation or implementation of this Order.
6. This Order shall be effective immediately upon entry.

**Signed: August 14, 2019**

  
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DAVID R. JONES  
UNITED STATES BANKRUPTCY JUDGE