

Exhibit B

Redline

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

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

**ORDER GRANTING
THIRD INTERIM AND FINAL FEE APPLICATION
FOR THE WMLP DEBTORS AND THE SUPPLEMENT TO THE FINAL
FEE APPLICATION OF THE WLB DEBTORS OF KIRKLAND & ELLIS LLP
AND KIRKLAND & ELLIS INTERNATIONAL LLP, COUNSEL TO THE DEBTORS
(Relates To Docket No. [•]2165)**

Upon the *Third Interim and Final Fee Application for the WMLP Debtors and the Supplement to the Final Fee Application of the WLB Debtors of Kirkland & Ellis LLP and Kirkland & Ellis International LLP, Counsel to the Debtors* [Docket No. [•]2165] (the "Fee Application")² filed by Kirkland & Ellis LLP and Kirkland & Ellis International LLP (together, "K&E"); and the Court having reviewed the Fee Application, the matters contained therein and exhibits thereto and finding that the attorneys' fees and expenses incurred should be allowed and paid by the Debtors, the Court orders as follows:

1. Compensation to K&E for professional services rendered for the period from October 9, 2018 through and including June 21, 2019 (the "Fee Period"), is allowed on a final

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 Debtors' 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 shall have the meaning as set forth in the Fee Application.

basis for the WLB Debtors in the amount of \$9,495,567.65 and the WMLP Debtors in the amount of \$2,635,614.85, for a total amount of \$12,131,182.50.

2. Reimbursement to K&E for expenses incurred during the Fee Period is allowed on a final basis for the WLB Debtors in the amount of \$193,473.78 and the WMLP Debtors in the amount of \$100,420.05, for a total amount of \$293,893.83.

3. The Debtors are authorized and directed to pay K&E all unpaid fees and expenses allowed pursuant to this Order.

4. Subject to entry of this Order, Kirkland is authorized and directed to remit the remaining amount of the advance payment retainer previously paid to Kirkland by any WMLP Debtor (in an amount equal to \$231,714.38) to the administrative agent under the WMLP Debtors' secured term loan facility or its designee.

Dated: _____, 2019
Houston, Texas

DAVID R. JONES
UNITED STATES BANKRUPTCY JUDGE