

Exhibit 2

Proposed Order

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

In re:

WESTMORELAND COAL COMPANY, *et al.*,¹
Debtors.

Chapter 11

Case No.: 18-35672 (DRJ)

(Jointly Administered)

**ORDER SUSTAINING WLB LIQUIDATING TRUST'S TWENTY-EIGHTH OMNIBUS
OBJECTION TO CERTAIN NO LIABILITY CONTRACT CLAIMS**

(Relates to ECF No. ___)

Upon the objection (the "Objection")² of the WLB Liquidating Trust for entry of an order (this "Order") sustaining the WLB Liquidating Trust's Twenty-Eighth Omnibus Objection to certain Objected 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 above-captioned WLB Debtors³ and the WMLP

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" means all Debtors except for Westmoreland Resources GP, LLC, Westmoreland Resource Partners, LP ("WMLP"), and WMLP's subsidiaries (collectively with WMLP, the "WMLP Debtors").

Debtors⁴ (collectively, with the WLB Debtors, the “Debtors”) estates, their creditors, and other parties in interest; and this Court having found that the WLB Liquidating Trust’s 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 basis 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 forth herein.
2. Each No Liability Contracts Claim identified on **Exhibit A** attached to this Order is disallowed and expunged to the extent set forth on **Exhibit A**.
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 Objected Claim, each such Objected Claim, and the Objection as it pertains to such Objected 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 Objected 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 WLB Liquidating Trust’s rights to

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.

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 WLB Liquidating Trust's 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 WLB Liquidating Trust is 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: _____
Houston, Texas

DAVID R. JONES
UNITED STATES BANKRUPTCY JUDGE

Exhibit A

Westmoreland Coal Company 18-35672 (DRJ)
No Liability
Exhibit A

NAME	DATE FILED	DEBTOR	CLAIM # / ECF #	CLAIM AMOUNT	REASON FOR DISALLOWANCE
1 WEIGHTECH CORP. 25837 DOCKTON RD SW VASHON, WA 98070	12/13/2018	Westmoreland Savage Corporation	1143 / 26.1	\$ 1,886.84	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 WPP LLC CHRISTIAN & BARTON, LLP JENNIFER M. MCLEMORE 909 E. MAIN STREET, SUITE 1200 RICHMOND, VA 23219	12/11/2018	Western Energy Company	975 / 56.1	\$ 3.87*	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."
3 WPP LLC CHRISTIAN & BARTON, LLP JENNIFER M. MCLEMORE 909 E. MAIN STREET, SUITE 1200 RICHMOND, VA 23219	12/11/2018	Western Energy Company	976 / 57.1	\$ 4,287.86*	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."
4 WPP LLC CHRISTIAN & BARTON, LLP JENNIFER M. MCLEMORE 909 E. MAIN STREET, SUITE 1200 RICHMOND, VA 23219	12/11/2018	Western Energy Company	977 / 58.1	\$ 904.11*	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 WPP LLC CHRISTIAN & BARTON, LLP JENNIFER M. MCLEMORE 909 E. MAIN STREET, SUITE 1200 RICHMOND, VA 23219	12/11/2018	Western Energy Company	978 / 59.1	\$ 9,555.81*	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."
6 WPP LLC CHRISTIAN & BARTON, LLP JENNIFER M. MCLEMORE 909 E. MAIN STREET, SUITE 1200 RICHMOND, VA 23219	12/11/2018	Western Energy Company	979 / 60.1	\$ 4,320.21*	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."

* - Indicates claim contains unliquidated and/or undetermined amounts

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NAME	DATE FILED	DEBTOR	CLAIM # / ECF #	CLAIM AMOUNT	REASON FOR DISALLOWANCE
7 WPP LLC CHRISTIAN & BARTON, LLP JENNIFER M. MCLEMORE 909 E. MAIN STREET, SUITE 1200 RICHMOND, VA 23219	12/11/2018	Western Energy Company	980 / 61.1	\$ 194.84*	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 WPP LLC CHRISTIAN & BARTON, LLP JENNIFER M. MCLEMORE 909 E. MAIN STREET, SUITE 1200 RICHMOND, VA 23219	12/11/2018	Western Energy Company	981 / 62.1	\$ 593.26*	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				\$ 21,746.80*	