



Illinois Workers' Compensation Commission

100 W. Randolph St., Suite 8-200
Chicago, IL 60601
312-814-6500

Bruce Rauner, Governor

Joann M. Fratianni, Chairman

D-925

TO: Commissioners, Arbitrators and
All Other Interested Parties

FROM: Chairman Joann M. Fratianni

DATE: August 18, 2015

RE: Wabash Mine Holding Company

Please be advised that Alpha Natural Resources, Inc., parent of former self-insured company Wabash Mine Holding Company, filed a voluntary petition for reorganization under Chapter 11 protection of the U.S. Bankruptcy Code on August 3, 2015.

Wabash Mine Holding Company was self-insured for the period of 11/1/1969 – 11/30/2012.

The Bankruptcy court has modified the automatic stay to allow workers' compensation claims to proceed and has granted interim approval for the employer to continue honoring its pre-petition workers' compensation claims. (See attached Order)

Questions regarding the workers' compensation claims may be directed to:

Ms. Nanette Miller, Insurance Manager
Alpha Natural Resources Services, LLC
680 Andersen Road
Pittsburgh, PA 15220
412/919-3741

Questions regarding this notice may be directed to:

Ms. Maria Sarli-Dehlin,
IWCC - Office of Self-Insurance Manager
312/814-6065 or maria.dehlin@Illinois.gov

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*Proposed Attorneys for Debtors
and Debtors in Possession*

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION**

In re:

Alpha Natural Resources, Inc., et al.,

Debtors.

Chapter 11

Case No. 15-33896 (KRH)

(Jointly Administered)

INTERIM ORDER AUTHORIZING THE DEBTORS TO: (A) MAINTAIN, CONTINUE AND RENEW THEIR PROPERTY, CASUALTY, LIABILITY, WORKERS' COMPENSATION AND OTHER INSURANCE PROGRAMS, POLICIES AND AGREEMENTS; AND (B) HONOR ALL OBLIGATIONS IN RESPECT THEREOF

This matter coming before the Court on the Motion of Debtors for Interim and Final Orders Authorizing the Debtors to: (A) Maintain, Continue and Renew Their Property, Casualty, Liability, Workers' Compensation and Other Insurance Programs, Policies and Agreements; and (B) Honor All Obligations in Respect Thereof (the "Motion"),¹ filed by the debtors and debtors in possession in the above-captioned cases (collectively, the "Debtors"); the Court having reviewed the Motion and the First Day Declarations and having considered the statements of

¹ Capitalized terms used but not otherwise defined herein shall have the meanings given to them in the Motion.



counsel with respect to the Motion at a hearing before the Court (the "Hearing"); and the Court having found that (a) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, (b) this is a core proceeding pursuant to 28 U.S.C. § 157(b); (c) notice of the Motion and the Hearing was sufficient under the circumstances; (d) the relief sought in the Motion is in the best interests of the Debtors' estates and creditors and is an exercise of the Debtors' reasonable business judgment; (e) sound business reasons exist justifying the relief granted herein, including the payment of the Insurance Obligations; (f) the payment of the Insurance Obligations is necessary and appropriate to prevent immediate and irreparable harm to the Debtors' business operations and will serve to protect and preserve the Debtors' estates for the benefit of all stakeholders and, thus, cause exists to permit the Debtors to immediately continue paying the Insurance Obligations notwithstanding Bankruptcy Rule 6003; and (g) there is good cause to waive the 14-day stay imposed by Bankruptcy Rule 6004(h) to the extent it is applicable; and the Court having determined that the legal and factual bases set forth in the Motion and the First Day Declarations and at the Hearing establish just cause for the relief granted herein;

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED on an interim basis as set forth herein.
2. The Debtors are authorized, but not directed, in their reasonable discretion to maintain, obtain, continue, supplement, amend, extend, renew and/or replace their Insurance Policies and Workers' Compensation Program and to continue to honor all of their Insurance Obligations that are due as of the Petition Date or that come due in the ordinary course of the Debtors' business during the Interim Period, including, but not limited to, the payment of any prepetition and postpetition claims, premiums, deductibles, fees (including the Broker Fees, the L/C Fees and the Workers' Compensation Administrative Fees), retention amounts or other

amounts arising thereunder or in connection therewith and to enter into insurance premium financing transactions in the Debtors' business discretion.

3. The automatic stay under section 362 of the Bankruptcy Code is modified solely to the extent necessary to permit employees to proceed with claims under the Workers' Compensation Program.

4. The Debtors' banks and other financial institutions (collectively, the "Banks") are authorized, but not directed, when requested by the Debtors, in the Debtors' discretion, to receive, process, honor and pay all checks presented for payment of, and to honor all fund transfer requests made by the Debtors related to, Insurance Obligations, whether such checks were presented or fund transfer requests were submitted prior to or after the Petition Date, provided that funds are available in the Debtors' accounts to cover such checks and fund transfers. The Banks are authorized to rely on the Debtors' designation of any particular check or funds transfer as approved by this Interim Order, and shall have no duty of inquiry nor any liability for relying on such representations following the Debtors' instructions.

5. Nothing contained in the Motion or this Interim Order shall be deemed or construed as: (a) an admission as to the validity or priority of any claim against the Debtors; (b) a waiver of the Debtors' or any other party in interest's rights to dispute any claim on any grounds; (c) a promise to pay any claim; (d) an implication or admission that any particular claim is a claim covered by any Insurance Policy; or (e) a request to assume or reject any executory contract or unexpired lease, pursuant to section 365 of the Bankruptcy Code. The Debtors' or any other party in interest's right to contest any claims related to the Insurance Policies and the Workers' Compensation Program under applicable non-bankruptcy law is expressly reserved.

6. For the avoidance of doubt, nothing herein shall modify, alter or otherwise affect the rights or remedies of the agent or the lenders under the Debtors' postpetition debtor in possession financing facility or be deemed to authorize the Debtors to violate the terms of such financing facility.

7. A final hearing on the Motion (the "Final Hearing") will be held on September 1, 2015 at 11:00 a.m. (ET). The Debtors shall, within two business days of the date of entry of this Interim Order, serve by United States mail, first-class postage prepaid, copies of the Motion and this Interim Order on (a) the Office of the United States Trustee for the Eastern District of Virginia (the "U.S. Trustee"); (b) the Insurance Carriers; (c) the Workers' Compensation Carriers; (d) Zurich; (e) the Brokers; (f) HealthSmart; (g) the Banks; (h) Davis Polk & Wardwell LLP and McGuireWoods LLP, as co-counsel to Citibank, N.A., as administrative and collateral agent under the Debtors' proposed postpetition secured credit facility, and Citicorp North America, Inc., as administrative and collateral agent under the Debtors' prepetition secured credit facility; (i) Kirkland & Ellis LLP, as counsel to the Second Lien Noteholder Group; (j) the indenture trustees for the Debtors' secured and unsecured notes (and counsel, where known); (k) counsel to General Electric Credit Corporation, as administrative agent under the Debtors' prepetition secured accounts receivable facility; (l) the creditors holding the 50 largest unsecured claims against the Debtors' estates on a consolidated basis; (m) the United Mine Workers of America; and (n) any party that has requested notice pursuant to Bankruptcy Rule 2002 as of the time of service.

8. Any objection to granting the relief requested by the Motion on a permanent basis (an "Objection") shall be filed with the Court and served so as to be received on or before August 25, 2015 (the "Objection Deadline"), upon: (a) the Office of the United States

Trustee for the Eastern District of Virginia, 701 East Broad Street, Suite 4304, Richmond, Virginia 23219 (Attn: Robert Van Arsdale, Esq. and Hugh M. Bernstein, Esq.); (b)(i) the Debtors, c/o Alpha Natural Resources, Inc., One Alpha Place, P.O. Box 16429, Bristol, Virginia 24209 (Attn: Richard H. Verheij, Esq., General Counsel); (ii) Jones Day, North Point, 901 Lakeside Avenue, Cleveland, Ohio 44114 (Attn: Carl E. Black, Esq. and Thomas A. Wilson, Esq.); and (iii) Hunton & Williams LLP, Riverfront Plaza, East Tower, 951 East Byrd Street, Richmond, Virginia 23219 (Attn: Tyler P. Brown, Esq.); (c) co-counsel to the administrative and collateral agent under the proposed postpetition credit facility and the administrative and collateral agent under the Debtors' prepetition secured credit facility, (i) Davis Polk & Wardwell LLP, 450 Lexington Avenue, New York, New York 10017 (Attn: Damian S. Schaible, Esq. and Damon P. Meyer, Esq.) and (ii) McGuireWoods LLP, Gateway Plaza, 800 East Canal Street, Richmond, Virginia 23219 (Attn: Dion W. Hayes, Esq., Sarah B. Boehm, Esq. and K. Elizabeth Sieg, Esq.); and (d) counsel to the Second Lien Noteholder Group, Kirkland & Ellis LLP, (i) 601 Lexington Avenue, New York, New York 10022 (Attn: Stephen E. Hessler, Esq. and Brian E. Schartz, Esq.) and (ii) 300 North LaSalle, Chicago, Illinois 60654 (Attn: Gregory F. Pesce, Esq.).

9. A reply to any Objection may be filed by no later than the date that is two days prior to the date of the Final Hearing.

10. If no objections are timely filed and served as set forth herein, the Debtors shall, on or after the Objection Deadline, submit to the Court a final order substantially in the form of the Final Order attached to the Motion, which Order may be entered with no further notice or opportunity to be heard afforded to any party.

11. Pursuant to Bankruptcy Rule 6004(h), this Interim Order shall be immediately effective and enforceable upon its entry.

12. The requirement under Local Bankruptcy Rule 9013-1(G) to file a memorandum of law in connection with the Motion is hereby waived to the extent necessary.

13. The Debtors are authorized and empowered to take all actions necessary to implement the relief granted in this Interim Order.

14. This Court shall retain exclusive jurisdiction over any and all matters arising from or related to the implementation or interpretation of this Interim Order.

Aug 5 2015

Dated: _____, 2015
Richmond, Virginia

/s/ Kevin R. Huennekens
UNITED STATES BANKRUPTCY JUDGE

Entered on Docket: 8/5/15

WE ASK FOR THIS:

Respectfully submitted,

/s/ Henry P. (Toby) Long, III
Tyler P. Brown (VSB No. 28072)
J.R. Smith (VSB No. 41913)
Henry P. (Toby) Long, III (VSB No. 75134)
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*Proposed Counsel to the Debtors
and Debtors in Possession*

**CERTIFICATION OF ENDORSEMENT
UNDER LOCAL BANKRUPTCY RULE 9022-1(C)**

Pursuant to Local Bankruptcy Rule 9022-1(C), I hereby certify that the foregoing proposed order has been endorsed by or served upon all necessary parties.

/s/ Henry P. (Toby) Long, III