



Murray Energy Corporation
9.50% Senior Secured Notes due 2020

*CUSIP NO. U61739 AE5

*CUSIP NO. 62704P AE3

NOTE: THIS NOTICE CONTAINS IMPORTANT INFORMATION THAT IS OF INTEREST TO THE REGISTERED AND BENEFICIAL OWNERS OF THE SUBJECT SECURITIES. IF APPLICABLE, ALL DEPOSITORIES, CUSTODIANS, AND OTHER INTERMEDIARIES RECEIVING THIS NOTICE ARE REQUESTED TO EXPEDITE RE-TRANSMITTAL TO BENEFICIAL OWNERS OF THE SECURITIES IN A TIMELY MANNER.

Delaware Trust Company is successor Trustee (“Delaware Trust” or the “Trustee”) under an Indenture (the “Original Indenture”) dated as of May 8, 2014, between Murray Energy Corporation (the “Issuer”), the potential subsidiary guarantors signatory thereto, The Bank of New York Mellon Trust Company, N.A., as original Trustee (the “Original Trustee”), and U.S. Bank National Association, as Collateral Trustee (the “Collateral Trustee”), as amended and supplemented by the First Supplemental Indenture, dated as of April 1, 2015, and the Second Supplemental Indenture, dated as of April 10, 2015 (collectively with the Original Indenture, the “Indenture”), among the Issuer, the subsidiary guarantors named therein (the “Subsidiary Guarantors”), the Original Trustee and the Collateral Trustee, for the holders (the “Noteholders”) of the Issuer’s 9.50% Senior Secured Notes due 2020 (the “Notes”). Unless otherwise noted, capitalized terms used but not defined herein shall have the meaning given them in the Indenture.

The Issuer and Subsidiary Guarantors’ Chapter 11 Filing; Event of Default

On October 29, 2019 (the “Petition Date”), the Issuer and its affiliates identified on the attached Schedule 1, including certain Subsidiary Guarantors (collectively, the “Debtors”) filed voluntary petitions for relief under chapter 11 of the United States Bankruptcy Code (the “Chapter 11 Filing”) in the United States Bankruptcy Court for the Southern District of Ohio (the “Bankruptcy Court”). The main case number is 19-56885 (JEH). The Chapter 11 Filing by the Issuer and the Subsidiary Guarantors constitutes an Event of Default under Section 6.01(7) of the Indenture.

Remedies

Section 6.05 of the Indenture provides that Noteholders holding a majority in principal amount of outstanding Notes may direct the Trustee as to the time, method and place of conducting any proceeding for any remedy available to the Trustee. The Noteholders’ ability to direct the Trustee is subject to the requirements of Sections 6.05 and 7.02 of the Indenture, which, among other things, state that the Noteholders must provide the Trustee with satisfactory indemnity

* Trustee is not responsible for selection or use of CUSIP. It is included solely for holder convenience.

against the costs, expenses and liabilities which might be incurred as a result of the Noteholders' requests before the Trustee need follow the direction of the Noteholders.

Regarding Proofs of Claim

A bar date for filing proofs of claim due and owing as of the Petition date has not yet been established. On behalf of itself and the Noteholders, the Trustee will timely submit proofs of claim against the Debtors in the total amount due on account of the Notes as of the Petition Date, plus the fees, costs and expenses of the Trustee. Accordingly, when a bar date for filing proofs of claim is established, it will be unnecessary for individual Noteholders to file proofs of claim with respect to the Notes.

Motion to Authorize Stalking Horse Purchase Agreement and Approve Bidding Procedures; Plan and Disclosure Statement

On December 3, 2019, the Debtors filed (1) *Debtors' Joint Plan Pursuant to Chapter 11 of the Bankruptcy Code* [Docket No. 322] (the "Plan"); and (2) *Disclosure Statement for the Debtors' Joint Plan Pursuant to Chapter 11 of the Bankruptcy Code* [Docket No. 323] (the "Disclosure Statement"). On December 4, 2019, the Debtors filed *Debtors' Motion for Entry of an Order (I) Authorizing the Debtors to Enter Into and Perform Under the Stalking Horse Purchase Agreement, (II) Approving the Bidding Procedures in Connection with the Sale of All or Substantially all of the Debtors' Assets, (III) Approving the Procedures for the Assumption and Assignment of Executory Contracts and Unexpired Leases, and (IV) Granting Related Relief* [Docket No. 326] (the "Bid Procedures Motion").

The Plan, Disclosure Statement and Bid Procedures Motion set forth a prepetition negotiation whereby the Debtors, an ad hoc group of the Debtors' superpriority term loan lenders (the "Ad Hoc Group") and certain other parties entered into a restructuring support agreement (the "RSA") which provided the backstop for \$350 million in new money debtor in possession financing to finance operations during the Debtors' chapter 11 cases. The RSA also set forth the framework for a going concern sale of substantially all of the Debtors' assets through the Plan.

Pursuant to the RSA, the Ad Hoc Group agreed to direct the superpriority term loan agent to form an entity (the "Stalking Horse Bidder") to provide an offer for the Debtors' assets in the form of a credit bid (the "Stalking Horse Bid"). The Bid Procedures Motion seeks Bankruptcy Court approval to enter into the Stalking Horse Purchase Agreement (as defined therein) with the Stalking Horse Bidder, and to approve bidding procedures in connection with the sale. According to the Bid Procedures Motion, the Stalking Horse Bid will act as a floor for an overbid process to ensure that the Debtors receive the highest or otherwise best offer for their assets; no break-up fee or expense reimbursement is contemplated in connection with the Stalking Horse Bid. The Debtors represent in the Bid Procedures Motion that they have already begun marketing their assets, have reached out to potential buyers, and are negotiating NDAs with interested purchasers. The Debtors further maintain that they intend to run a comprehensive marketing process and may accept offers for individual assets and for sub-groups of assets that are less than all of the Debtors' assets. A hearing on the Bid Procedures Motion is currently

scheduled for January 9, 2020 at 10 am (eastern); the deadline for responses to the Bid Procedures Motion is January 2, 2020 at 4 pm (eastern).

The Plan and Disclosure Statement reflect the competitive sale process contemplated by the RSA and described in the Bid Procedures Motion. The Plan and Disclosure Statement separately classify the Notes, defined therein as the “Stub 2L Notes Claims,” as Class 7 Claims, deemed allowed in the amount of \$1,983,751.89. A hearing to consider the adequacy of the Disclosure Statement is scheduled for March 12, 2020 at 10 am (eastern); the deadline for responses and/or objections to the Disclosure Statement is March 5, 2020 at 4 pm (eastern).

Copies of the Plan, the Disclosure Statement and the Bid Procedures Motion can be found at <https://www.drinkerbiddle.com/capabilities/services/corporate-restructuring/corporate-trust/murray>; hard copies of these documents are available upon request to counsel to the Trustee at the email address and/or phone number below. Information and documents relating to the Chapter 11 Filing and other bankruptcy case information can be found at <https://cases.primeclerk.com/MurrayEnergy/>.

Retention of Counsel

The Trustee has retained the law firm of Drinker Biddle & Reath LLP and specifically, James Millar and Marita Erbeck of that firm, to represent it in connection with the Notes. Mr. Millar’s address is Drinker Biddle & Reath LLP, 1177 Avenue of the Americas, 41st Floor, New York, New York 10036-2714; his telephone number is 212-248-3264. Ms. Erbeck’s address is Drinker Biddle & Reath LLP, 600 Campus Drive, Florham Park, New Jersey 07932-1047; her telephone number is 973-549-7076.

Trustee’s Fees and Expenses

Delaware Trust, in its capacity as Trustee for the Notes, has incurred and will continue to incur fees and expenses, including attorney’s fees, from time to time. Delaware Trust reserves its rights under Section 7.06 of the Indenture for reimbursement of any of its unpaid fees and expenses, including the fees and expenses of the Trustee’s counsel, prior to the payment of the Notes. These expenses include, but are not limited to, compensation for Trustee time spent and the fees and costs of counsel and other agents, and its employees, to pursue remedies or other actions to protect the interests of Noteholders.

The Trustee will inform Noteholders as material developments of a public nature occur. If you have questions concerning this notice, inquiries may be directed to Michelle Dreyer at the Trustee at (302) 636-5806 or michelle.dreyer@cscglobal.com or to Marita Erbeck at Drinker Biddle & Reath LLP at (973) 549-7076 or Marita.Erbeck@dbr.com. The Trustee may conclude, however, that a specific response to particular inquiries from individuals Noteholders is not consistent with equal and full dissemination of information to all Noteholders.

Noteholders should not rely on the Trustee as their sole source of information. The Trustee makes no recommendations and gives no investment or legal advice as to the above matters or as to the Notes generally.

January 2, 2019

Delaware Trust Company,
as Successor Trustee