

**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)

**NOTICE OF NON-VOTING STATUS UNDER SECOND AMENDED JOINT  
PLAN OF REORGANIZATION OF DEBTORS AND DEBTORS IN POSSESSION**

**PLEASE TAKE NOTICE OF THE FOLLOWING:**

1. On August 3, 2015, (the "Petition Date"), the above-captioned debtors and debtors in possession (collectively, the "Debtors") filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code").

2. On May 26, 2016, the United States Bankruptcy Court for the Eastern District of Virginia (the "Bankruptcy Court") entered the *Order (I) Approving Disclosure Statement, (II) Establishing Procedures for Solicitation and Tabulation of Votes to Accept or Reject Joint Plan of Reorganization, (III) Scheduling Hearing on Confirmation of Joint Plan of Reorganization and (IV) Approving Related Notice Procedures* (Docket No. 2549) (the "Solicitation Procedures Order").

3. Among other things, the Solicitation Procedures Order: (a) approved the *Second Amended Disclosure Statement with Respect to Second Amended Joint Plan of Reorganization of Debtors and Debtors in Possession*, dated May 25, 2016 (Docket No. 2528) (the "Disclosure Statement"); (b) established certain procedures (collectively, the "Solicitation Procedures") for the solicitation and tabulation of votes to accept or reject the *Second Amended Joint Plan of Reorganization of Debtors and Debtors in Possession*, dated May 25, 2016 (Docket No. 2527) (as it may be amended or modified, the "Plan"); (c) approved the contents of the proposed solicitation packages to be distributed to the Debtors' stakeholders and other parties in interest who are entitled to vote in connection with the solicitation of votes on the Plan (collectively, the "Solicitation Packages"); and (d) scheduled a hearing on confirmation of the Plan (the "Confirmation Hearing") and approved certain related notice procedures.

4. Pursuant to Rule 3017(d) of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules") and/or the Solicitation Procedures Order, the Debtors: (a) are required to provide Solicitation Packages to all creditors and equity security holders entitled to vote on the Plan; and (b) are not required to provide Solicitation Packages to holders of Claims or Interests



in classes under the Plan that are conclusively presumed to either accept or reject the Plan (collectively, the "Non-Voting Classes").

**5. UNDER THE TERMS OF THE PLAN, YOUR CLAIM(S) AGAINST THE DEBTORS IN ONE OR MORE OF CLASSES 1, 5, 8, 9 AND 10, IS/ARE NOT ENTITLED TO VOTE TO ACCEPT OR REJECT THE PLAN.** Accordingly, pursuant to the Solicitation Procedures approved at paragraph 8 of the Solicitation Procedures Order, you are receiving this Notice in lieu of a Solicitation Package containing, among other things, copies of the Disclosure Statement and the Plan. Should you wish to obtain a copy of either the Disclosure Statement or the Plan, copies of either document (including any exhibits thereto that have been filed with the Bankruptcy Court) are available at no charge at [www.kccllc.net/alpharestructuring](http://www.kccllc.net/alpharestructuring). Copies of the Disclosure Statement, the Plan and any exhibits to either document that have been filed with the Bankruptcy Court also are available upon a written request made to Alpha Natural Resources Ballot Processing, c/o Kurtzman Carson Consultants LLC, 2335 Alaska Avenue, El Segundo, California 90245.

6. If you wish to challenge the Debtors' classification of your Claim or Interest for voting purposes, you must file a motion, pursuant to Rule 3018(a) of the Federal Rules of Bankruptcy Procedure (a "Rule 3018 Motion"), for an order temporarily allowing your Claim or Interest in a different classification or amount for purposes of voting to accept or reject the Plan and serve such motion on the Debtors so that it is received by the later of (a) June 15, 2016 or (b) 10 days after the date of service of a notice of an objection, if any, to your Claim or Interest. In accordance with Bankruptcy Rule 3018, as to any creditor filing a Rule 3018 Motion, such creditor's Ballot will not be counted unless temporarily allowed by the Bankruptcy Court for voting purposes, after notice and a hearing prior to June 29, 2016 (*i.e.*, the last date fixed for creditors to vote to accept or reject the Plan). Rule 3018 Motions that are not timely filed and served in the manner as set forth above will not be considered.

7. The Confirmation Hearing will be held before the Honorable Kevin R. Huennekens, United States Bankruptcy Judge, in Courtroom 5000 of the Bankruptcy Court, 701 East Broad Street, Richmond, Virginia 23219 **on July 7, 2016, at 10:00 a.m., Eastern Time**. The Confirmation Hearing may be continued from time to time without further notice other than the announcement of the adjourned date at the Confirmation Hearing or any continued hearing.

8. Objections, if any, to the confirmation of the Plan must: (a) be in writing; (b) state the name and address of the objecting party and the nature of the claim or interest of such party; (c) state with particularity the basis and nature of any objection; and (d) be filed with the Bankruptcy Court at the address set forth in the preceding paragraph and served on the following parties so that they are received no later than June 29, 2016:

- a. the Debtors, c/o Alpha Natural Resources, Inc., One Alpha Place, Bristol, Virginia 24202 (Attn: Mark M. Manno);
- b. counsel to the Debtors, Jones Day, North Point, 901 Lakeside Avenue, Cleveland, Ohio 44114 (Attn: David G. Heiman, Carl E. Black and Thomas A. Wilson); Hunton & Williams LLP, Riverfront Plaza, East Tower, 951 East Byrd Street, Richmond,

Virginia 23219 (Attn: Tyler P. Brown and Henry P. (Toby) Long, III);

- c. the Office of the United States Trustee, 701 East Broad Street, Suite 4304, Richmond, Virginia 23219 (Attn: Robert B. Van Arsdale and Shannon Pecoraro); the Office of the United States Trustee, 101 W. Lombard Street, Suite 2650, Baltimore, Maryland 21201 (Attn: Hugh M. Bernstein);
- d. counsel to the Creditors' Committee, Milbank, Tweed, Hadley & McCloy LLP, 28 Liberty Place, New York, New York 10005 (Attn: Dennis F. Dunne, Evan R. Fleck and Eric K. Stodola); Milbank, Tweed, Hadley & McCloy LLP, 1850 K Street, NW, Suite 1100, Washington, D.C. 20006 (Attn: Andrew M. Leblanc); Sands Anderson PC, P.O. Box 1998, Richmond, Virginia 23218-1998 (Attn: William A. Gray, W. Ashley Burgess and Roy M. Terry, Jr.);
- e. counsel to the Retiree Committee, Tavenner & Beran, PLC, 20 North Eighth Street, Second Floor, Richmond, Virginia 23219 (Attn: Lynn Lewis Tavenner, Paula S. Beran and David N. Tabakin); Harman, Claytor, Corrigan & Wellman, P.O. Box 70280, Richmond, Virginia 23235 (Attn: John R. Owen, Jeremy D. Capps and Melissa Y. York);
- f. counsel to the DIP Agent and the First Lien Agent, Davis Polk & Wardwell LLP, 450 Lexington Avenue, New York, New York 10017 (Attn: Damian S. Schaible, Damon P. Meyer and Bradley A. Schechter); McGuireWoods LLP, 800 East Canal Street, Richmond, Virginia 23219 (Attn: Dion W. Hayes, Sarah B. Boehm and K. Elizabeth Sieg);
- g. counsel to the *Ad Hoc* Committee of Second Lien Noteholders, Kirkland & Ellis LLP, 601 Lexington Avenue, New York, New York 10022 (Attn: Paul M. Basta, Stephen E. Hessler and Gregory F. Pesce); Kutak Rock LLP, Bank of America Center, 1111 East Main Street, Suite 800, Richmond, Virginia 23219-3500 (Attn: Michael A. Condyles, Peter J. Barrett and Jeremy S. Williams);
- h. counsel to the Second Lien Notes Trustee, Stroock & Stroock & Lavan LLP, 180 Maiden Lane, New York, New York 10038-4982 (Attn: Jayme T. Goldstein, Kenneth Pasquale and Gabriel E. Sasson); Kutak Rock LLP, Bank of America Center, 1111 East Main Street, Suite 800, Richmond, Virginia 23219-3500 (Attn: Peter J. Barrett and Jeremy S. Williams);

- i. counsel to the UMWA, Saul Ewing LLP, One Riverfront Plaza, Suite 1520, 1037 Raymond Boulevard, Newark, New Jersey 07102-5426 (Attn: Sharon L. Levine); Kaplan Voekler Cunningham & Frank, PLC, 1401 East Cary Street, Richmond, Virginia 23219 (Attn: Troy Savenko); and
- j. all other parties in interest that have filed requests for notice pursuant to Bankruptcy Rule 2002 in the Debtors' chapter 11 cases.

Dated: June 1, 2016

[BY ORDER OF THE COURT]

/s/ Henry P. (Toby) Long, III  
Tyler P. Brown (VSB No. 28072)  
J.R. Smith (VSB No. 41913)  
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**If you have any questions related to this notice, please call (888) 249-2703, or (310) 751-2602 for international callers.**