**UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF ALABAMA  
SOUTHERN DIVISION**

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| In re:  WALTER ENERGY, INC., *et al.*,[[1]](#footnote-1)  Debtors. |  | Chapter 11  Case No. 15-02741-TOM11  Jointly Administered |

**SUBSTANTIAL OWNERSHIP NOTICE**

**PLEASE TAKE NOTICE** that the undersigned party is/has become a Substantial Equityholder with respect to the Stock or of any Beneficial Ownership therein. Walter Energy, Inc. is a debtor and debtor in possession in Case No. 15-02741-TOM11 pending in the United States Bankruptcy Court for the Northern District of Alabama (the “Court”).[[2]](#footnote-2)

**PLEASE TAKE FURTHER NOTICE** that as of \_\_\_\_\_\_\_\_\_\_ \_\_, 2015, the undersigned party currently has Beneficial Ownership of \_\_\_\_\_\_\_\_\_ of Stock. The following table sets forth the date(s) on which the undersigned party acquired Beneficial Ownership of such Stock.

| **Number of Shares** | **Date Acquired** |
| --- | --- |
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**PLEASE TAKE FURTHER NOTICE** that the following investor(s) in the undersigned party held indirect Beneficial Ownership of 5% or more of the Stock through such investor’s interest in the undersigned party:

| **Indirect Owner** | **Dates that Beneficial Ownership in Walter Energy, Inc., exceeded 5%** |
| --- | --- |
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**PLEASE TAKE FURTHER NOTICE** that during the period that the undersigned party held Stock, the undersigned party redeemed the following equity interests, which caused an investor(s) in the undersigned party either (x) to hold an indirect Beneficial Ownership of 5% or more of the Stock, or (y) to increase its existing more than 5% indirect Beneficial Ownership held through such investor’s interest in the undersigned party:

| **Date** | **Percentage of Outstanding Equity Redeemed** |
| --- | --- |
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**PLEASE TAKE FURTHER NOTICE** that during the period that the undersigned party held Stock, the undersigned party issued the following equity interests, which caused an investor(s) in the undersigned party to (i) reduce its indirect Beneficial Ownership of 5% or more of the Stock, held through such investor’s interest in the undersigned party, or (ii) increase its indirect Beneficial Ownership to 5% or more of the Stock, held through such investor’s interest in the undersigned party:

| **Date** | **Percentage of Outstanding Equity Issued** |
| --- | --- |
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**PLEASE TAKE FURTHER NOTICE** that during the period that the undersigned party held Stock, the undersigned party did / did not merge with another entity.

**PLEASE TAKE FURTHER NOTICE** that during the period that the undersigned party held Stock, the undersigned party did / did not have a formal or informal understanding with any other individual or entity to make a coordinated acquisition of Stock, as that term is construed in Treas. Reg. § 1.382-3(a)(1).

**PLEASE TAKE FURTHER NOTICE** that pursuant to the Order, this notice is being filed with the Court and served upon the Debtors. In light of the nature of the relief requested herein, no other or further notice is necessary.

This notice is given in addition to, and not as a substitute for, the requirements of Bankruptcy Rule 3001(e) and applicable securities, corporate and other laws, and does not excuse compliance therewith.

Respectfully submitted,

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_  
[Name of Stockholder]  
[Address of Stockholder]  
[City, state]  
[Telephone of Stockholder]  
[Facsimile of Stockholder]  
Dated: \_\_\_\_\_\_\_\_\_\_\_ \_\_\_, 2015

1. The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are: Walter Energy, Inc. (9953); Atlantic Development and Capital LLC (8121); Atlantic Leaseco LLC (5308); Blue Creek Coal Sales, Inc. (6986); Blue Creek Energy, Inc. (0986); J.W. Walter, Inc. (0648); Jefferson Warrior Railroad Company, Inc. (3200); Jim Walter Homes, LLC (4589); Jim Walter Resources, Inc. (1186); Maple Coal Co. LLC (6791); Sloss-Sheffield Steel & Iron Company (4884); SP Machine, Inc. (9945); Taft Coal Sales & Associates, Inc. (8731); Tuscaloosa Resources, Inc. (4869); V Manufacturing Company (9790); Walter Black Warrior Basin LLC (5973); Walter Coke, Inc. (9791); Walter Energy Holdings, LLC (1596); Walter Exploration & Production LLC (5786); Walter Home Improvement, Inc. (1633); Walter Land Company (7709); Walter Minerals, Inc. (9714); and Walter Natural Gas, LLC (1198). The location of the Debtors’ corporate headquarters is 3000 Riverchase Galleria, Suite 1700, Birmingham, Alabama 35244-2359. Contemporaneously herewith, the Debtors have filed a motion requesting joint administration of the Debtors’ bankruptcy cases. [↑](#footnote-ref-1)
2. Unless otherwise defined herein, each capitalized term shall have the meaning ascribed to it in the *Final Order Establishing Notification Procedures and Approving Restrictions on Certain Transfers of Interests in the Debtors’ Estates* (the “Order”). [↑](#footnote-ref-2)