

UNITED STATES BANKRUPTCY COURT
DISTRICT OF MAINE

In re:

MONTREAL MAINE & ATLANTIC
RAILWAY, LTD.

Debtor.

Bk. No. 13-10670
Chapter 11

**NOTICE OF ENTRY OF BAR DATE ORDER ESTABLISHING DEADLINE FOR
FILING PROOFS OF CLAIM ASSERTING CLAIMS AGAINST MONTREAL,
MAINE & ATLANTIC RAILWAY, LTD.**

PLEASE TAKE NOTICE THAT:

The United States Bankruptcy Court for the District of Maine (the “Bankruptcy Court”) has entered an Order (the “Bar Date Order”) establishing **March 31, 2014 at 5:00 p.m. (EST)** (the “Bar Date”) as the last date and time for each person or entity (including, without limitation, individuals, partnerships, corporations, joint ventures, trusts, and governmental units (as defined in section 101(27) of the Bankruptcy Code) to file a proof of claim (“Proof of Claim”) based on prepetition claims against Montreal, Maine & Atlantic Railway, Ltd. (“MMA”).

The Bar Date Order, the Bar Date, and the procedures set forth below for filing the Proofs of Claim apply to all claims against MMA, including, but not limited to, claims arising out of or related to the July 6, 2013 train derailment (the “Derailment”) in Lac-Mégantic, Québec whether or not asserted under 11 U.S.C. § 1171 (collectively, the “Derailment Claims”), that arose prior to August 7, 2013 (the “Petition Date”), the date on which MMA commenced its case under chapter 11 of the Bankruptcy Code, **PROVIDED, HOWEVER, THAT DERAILMENT CLAIMS MAY BE FILED IN THE CASE AND/OR IN THE CASE FILED BY MONTREAL MAINE & ATLANTIC CANADA, CO. (“MMA Canada”) UNDER CANADA’S COMPANIES’ CREDITORS ARRANGEMENT ACT (the “Canadian Case”) AND DERAILMENT CLAIMS FILED SOLELY IN THE CANADIAN CASE AND ALSO ASSERTING A CLAIM AGAINST MMA (AS STATED ON THE CLAIM FORM OR A SCHEDULE THERETO) SHALL BE DEEMED FILED IN THIS CASE ON THE DATE SUCH CLAIMS ARE FILED IN THE CANADIAN CASE.**

If you have any questions relating to this Notice, please feel free to contact Angela L. Stewart at (207) 774-1200 or via e-mail at astewart@bernsteinshur.com.

YOU SHOULD CONSULT AN ATTORNEY IF YOU HAVE ANY QUESTIONS, INCLUDING WHETHER YOU SHOULD FILE A PROOF OF CLAIM.

1. WHO MUST FILE A PROOF OF CLAIM

You **MUST** file a **Proof of Claim** to vote on a chapter 11 plan or plans filed by MMA, to share in any distributions from MMA’s estate, and to avoid having your claim discharged, if you have a claim that arose prior to **August 7, 2013** and it is not one of the types of claims described in Section 2 below. Claims based on acts or omissions of MMA that occurred before **August 7, 2013** must be filed on or

prior to the Bar Date, even if such claims are not now fixed, liquidated, or certain or did not mature or become fixed, liquidated, or certain before **August 7, 2013**.

Pursuant to section 101(5) of the Bankruptcy Code and as used in this Notice, the word “**claim**” means: (a) a right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured, or unsecured; or (b) a right to an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured, or unsecured. Further, claims include unsecured claims, secured claims, and priority claims, including claims under 11 U.S.C. § 1171.

2. **WHO NEED NOT FILE A PROOF OF CLAIM**

You need not file a Proof of Claim if:

- a. Your claim is listed on MMA’s schedules, provided that (i) the claim is not listed on MMA’s schedules as “disputed,” “contingent,” or “unliquidated,” (ii) you do not dispute the amount, nature, and priority of the claim as set forth in MMA’s schedules, and (iii) you do not dispute that the claim is an obligation of MMA;
- b. Your claim has been paid in full;
- c. You hold a claim allowable under sections 503(b) and 507(a)(2) of the Bankruptcy Code as an administrative expense, other than a claim arising under 11 U.S.C. § 503(b)(9) or 11 U.S.C. § 1171 (although Derailment Claims may be filed only in the Canadian Case, as stated above);
- d. You hold a claim that heretofore has been allowed by Order of this Court entered on or before the Bar Date;
- e. You hold a claim for which a separate deadline has been fixed by this Court; or
- f. You are the holder of a Derailment Claim and you have already filed a Proof of Claim against MMA and/or MMA Canada in the Canadian Case in accordance with the procedures established in the Canadian Case.

YOU SHOULD NOT FILE A PROOF OF CLAIM IF YOU DO NOT HAVE A CLAIM AGAINST MMA. THE FACT THAT YOU RECEIVED THIS NOTICE DOES NOT MEAN THAT YOU HAVE A CLAIM OR THAT MMA OR THE CHAPTER 11 TRUSTEE APPOINTED IN THIS CASE BELIEVE THAT YOU HAVE A CLAIM.

3. **WHEN AND WHERE TO FILE**

All Proofs of Claim must be filed so as to be **actually received** on or before the applicable Bar Date via CM/ECF or via regular mail at the following address:

United States Bankruptcy Court, District of Maine
c/o Alec Leddy, Clerk
202 Harlow Street
Bangor, ME 04401

Proofs of Claim will be deemed timely filed only if actually received by the Bankruptcy Court on or before the Bar Date. Proofs of Claim may not be delivered by facsimile, telecopy, or electronic mail transmission (other than via the Court's electronic CM/ECF filing system).

A holder of a Derailment Claim against both MMA (the Debtor in this case) and MMA Canada (the Debtor in the Canadian Case) may file a Derailment Claim both in this case and in the Canadian Case by submitting the CCAA Derailment Claim Form as directed in the Canadian Case and indicating on that Form (by checking the appropriate box that appears on the CCAA Derailment Claim Form) that the derailment claim is being asserted against MMA as well as MMA Canada. By submitting the CCAA Derailment Claim Form (with the appropriate box checked) in the Canadian Case before the deadline, the holder will be deemed to have timely filed its Derailment Claim against MMA and is not required to submit a Proof of Claim in this case. By checking the box to assert a claim against MMA on the CCAA Derailment Claim Form, however, a claimant shall be deemed to have submitted to this Court's jurisdiction with respect to the allowance of his/her/its claims against MMA and related matters. A claimant who files a CCAA Derailment Claim Form but fails to check the box indicating his/her/its intention to assert a Derailment Claim against MMA and fails to file a Proof of Claim in this Case shall be forever barred from asserting such Derailment Claim against MMA.

4. WHAT TO FILE

If you file a Proof of Claim in this case, your filed Proof of Claim must: (i) be written in the English language (although Derailment Claims may be filed in French or English in the Canadian Case); (ii) be denominated in lawful currency of the United States as of the Petition Date (using the exchange rate, if applicable, as of the Petition Date), although Derailment Claims may be filed in Canadian dollars in the Canadian Case; (iii) conform substantially to Official Bankruptcy Form No. 10; (iv) set forth with specificity the legal and factual basis for the alleged claim; (v) include supporting documentation for the claim or an explanation as to why such documentation is not available; and (vi) be signed by the claimant or, if the claimant is not an individual, by an authorized agent of the claimant. **(Derailment Claims filed solely in the Canadian Case may be filed in French or English and must be filed in accordance with procedures established in the Canadian Case.)**

YOU SHOULD ATTACH TO YOUR COMPLETED PROOF OF CLAIM FORM COPIES OF ANY WRITINGS UPON WHICH YOUR CLAIM IS BASED. IF THE DOCUMENTS ARE VOLUMINOUS, YOU SHOULD ATTACH A SUMMARY.

5. EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Any person or entity that holds a claim arising from the rejection of an executory contract or unexpired lease must file a Proof of Claim on or before the **later** of (i) the date that is thirty (30) days after the entry of an order approving the rejection of the executory contract or unexpired lease or (ii) the Bar Date (the "**Rejection Bar Date**").

6. CONSEQUENCES OF FAILURE TO FILE A PROOF OF CLAIM BY THE APPLICABLE BAR DATE

Any holder of a claim against MMA who is required to file a Proof of Claim, but who fails to do so (or is not deemed to have done so) on or before the Bar Date or the Rejection Bar Date, as applicable, **shall be forever barred, estopped, and enjoined from asserting such claim against MMA** (or filing a Proof of Claim or application for payment of administrative claim with respect thereto), and MMA and its property shall be forever discharged from any and all indebtedness or liability with respect to such claim.

Dated: December __, 2013

ROBERT J. KEACH,
CHAPTER 11 TRUSTEE OF MONTREAL
MAINE & ATLANTIC RAILWAY, LTD.

By his attorneys:

/s/ _____
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