

UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF MAINE

In re:

MONTREAL MAINE & ATLANTIC
RAILWAY, LTD.,

Debtor.

Chapter 11

Case No. 13-10670 (LHK)

**NOTICE OF FILING OF REVISED ORDER GRANTING MOTION OF OFFICIAL
COMMITTEE OF VICTIMS SEEKING MODIFICATION OF COMMITTEE
APPOINTMENT ORDER TO AUTHORIZE COMMITTEE TO FULLY PARTICIPATE
IN WRONGFUL DEATH PROCEEDINGS PENDING
BEFORE MAINE DISTRICT COURT**

PLEASE TAKE NOTICE that on August 15, 2014, the Official Committee of Victims (the "Committee") appointed in the chapter 11 case of Montreal Maine & Atlantic Railway, Ltd., by and through its counsel, filed the *Motion Of Official Committee Of Victims Seeking Modification Of Committee Appointment Order To Authorize Committee To Fully Participate In Wrongful Death Proceedings Pending Before Maine District Court* [Docket No. 1077] (the "Motion").¹

PLEASE TAKE FURTHER NOTICE that a hearing on the Motion was held on September 12, 2014 (the "Hearing") before the United States Bankruptcy Court, District of Maine (the "Court").

PLEASE TAKE FURTHER NOTICE that Court granted the Motion, as modified on the record at the Hearing, and directed the Committee to submit a revised order granting the Motion.

PLEASE TAKE FURTHER NOTICE that attached hereto as Exhibit A is revised form of order granting the Motion (the "Proposed Order"), which has been agreed to in form and substance by the Committee and the Trustee. In accordance with the Court's instructions at the Hearing, the Proposed Order was circulated to all parties who made an appearance at the Hearing.

PLEASE TAKE FURTHER NOTICE that attached hereto as Exhibit B is a blackline marked to show the changes that were made to the form of order attached to the Motion.

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

Dated: September 18, 2014

OFFICIAL COMMITTEE OF VICTIMS

/s/ Christopher Fong

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Co-counsel to the Official Committee of Victims

EXHIBIT A

UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF MAINE

In re:

MONTREAL MAINE & ATLANTIC
RAILWAY, LTD.,

Debtor.

Chapter 11

Case No. 13-10670 (LHK)

**ORDER GRANTING MOTION OF OFFICIAL COMMITTEE OF VICTIMS SEEKING
MODIFICATION OF COMMITTEE APPOINTMENT ORDER TO AUTHORIZE
COMMITTEE TO FULLY PARTICIPATE IN WRONGFUL DEATH PROCEEDINGS
PENDING BEFORE MAINE DISTRICT COURT**

Upon consideration of the motion (the "Motion")¹ of the Official Committee of Victims (the "Committee") appointed in the chapter 11 case of Montreal Maine & Atlantic Railway, Ltd. (the "Debtor"), for entry of an order modifying the *Order Authorizing the Appointment of a Victims' Committee* [Docket No. 391] (the "Appointment Order") to authorize the Committee to take any and all actions in the Wrongful Death Proceedings currently pending before the United States District Court for the District of Maine (the "Maine District Court"); and upon consideration of the *Wrongful Death Claimants' Opposition To Motion Of Official Committee Of Victims Seeking Modification Of Committee Appointment Order To Authorize Committee To Fully Participate In Wrongful Death Proceedings Pending Before Maine District Court* [Docket No. 1100] (the "Representatives' Objection"), the *Trustee's Limited Response To The Motion Of Official Committee Of Victims Seeking Modification Of Committee Appointment Order To Authorize Committee To Fully Participate In Wrongful Death Proceedings Pending Before Maine District Court* [Docket No. 1101] (the "Trustee Objection") and the reply of the

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Committee in support of the Motion [Docket No. 1102] (the “Reply”); and a hearing on the Motion, the Representatives’ Objection, the Trustee Objection and the Reply having been held before the Court on September 12, 2014 (the “Hearing”); and it appearing that the Trustee withdrew the Trustee Objection at the Hearing in consideration of reaching an agreement with the Committee as to the terms of this Order; and it appearing that the Court has jurisdiction to consider the Motion and the relief requested therein; and due notice of the Motion having been provided; and it appearing that no other or further notice need be provided; and after due deliberation and sufficient cause appearing therefor; it is hereby **ORDERED** that:

1. The Motion is GRANTED to the extent provided herein.
2. The Representatives’ Objection is OVERRULED for the reasons set forth on the record at the Hearing and because, as set forth in the *Order on Motions to Transfer Cases and Motion to Strike* [Torresen Docket No. 100] (the “Transfer Order”), the Wrongful Death Proceedings are “related to” the Debtor’s bankruptcy case. *See* Transfer Order, at 26.
3. The Appointment Order is hereby modified, *nunc pro tunc* to January 1, 2014, to authorize the Committee to request permission from the Maine District Court to: (i) seek a transfer of the Wrongful Death Proceedings; (ii) be heard on any issues related to the Consent Order or a stay of the Wrongful Death Proceedings; and (iii) be heard on any issues related to a global settlement of the claims asserted in the Wrongful Death Proceedings (collectively, the “Permitted Actions”), subject to the Maine District Court’s orders with respect to the propriety or merits of the Permitted Actions; provided, however, that the Committee shall not participate in any individual Wrongful Death Proceeding except with respect to the Permitted Actions.
4. Notwithstanding any other provision of this Order, nothing in this Order shall be construed as a finding that: (a) the Committee has any right to participate in the Wrongful Death

Proceedings; (b) the Committee has standing to participate in the Wrongful Death Proceedings; or (c) the Maine District Court is compelled to permit the Committee to participate in the Wrongful Death Proceedings.

5. The Trustee hereby waives his right to assert the argument that the Committee lacks standing before the Maine District Court with respect to the Permitted Actions; provided, however, that (a) the Trustee may oppose the Permitted Actions on the merits, and nothing herein shall waive, diminish or otherwise affect the Trustee's right or capacity to challenge the Committee's standing to appear or participate with respect to any case, adversary proceeding or matter other than the Permitted Actions, and (b) any party to the Wrongful Death Cases may challenge the Committee's ability to intervene or otherwise participate in those cases before the Committee is permitted to seek to take any Permitted Action.

6. Nothing in this Order shall be construed as Court approval of any fees or expenses incurred by the Committee in connection with the Permitted Actions, and all such fees and expenses of the Committee are expressly subject to Court approval upon the Committee's filing of an application(s) for compensation and reimbursement of expenses.

7. The entry of this Order shall be without prejudice to the rights of the Committee, the Trustee or any party in interest to seek further modification of this Order or the Appointment Order upon five (5) days' written notice.

8. This Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, or enforcement of this Order.

Dated: _____, 2014

HONORABLE LOUIS H. KORNREICH
CHIEF UNITED STATES BANKRUPTCY JUDGE

EXHIBIT B

UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF MAINE

<p><i>In re:</i></p> <p>MONTREAL MAINE & ATLANTIC RAILWAY, LTD.,</p> <p style="text-align: center;">Debtor.</p>	<p>: : : : : : : : : :</p> <p>Chapter 11</p> <p>Case No. 13-10670 (LHK)</p>
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**ORDER GRANTING MOTION OF OFFICIAL COMMITTEE OF VICTIMS SEEKING
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COMMITTEE TO FULLY PARTICIPATE IN WRONGFUL DEATH PROCEEDINGS
PENDING BEFORE MAINE DISTRICT COURT**

Upon consideration of the motion (the “Motion”)¹ of the Official Committee of Victims (the “Committee”) appointed in the chapter 11 case of Montreal Maine & Atlantic Railway, Ltd. (the “Debtor”), for entry of an order modifying the *Order Authorizing the Appointment of a Victims’ Committee* [Docket No. 391] (the “Appointment Order”) to authorize the Committee to take any and all actions in the Wrongful Death Proceedings currently pending before the United States District Court for the District of Maine (the “Maine District Court”); and upon consideration of the *Wrongful Death Claimants’ Opposition To Motion Of Official Committee Of Victims Seeking Modification Of Committee Appointment Order To Authorize Committee To Fully Participate In Wrongful Death Proceedings Pending Before Maine District Court* [Docket No. 1100] (the “Representatives’ Objection”), the *Trustee’s Limited Response To The Motion Of Official Committee Of Victims Seeking Modification Of Committee Appointment Order To Authorize Committee To Fully Participate In Wrongful Death Proceedings Pending Before Maine District Court* [Docket No. 1101] (the “Trustee Objection”) and the reply of the

¹ Capitalized terms used but not otherwise defined herein shall have the meanings set forth in the Motion.

Committee in support of the Motion [Docket No. 1102] (the “Reply”); and a hearing on the Motion, the Representatives’ Objection, the Trustee Objection and the Reply having been held before the Court on September 12, 2014 (the “Hearing”); and it appearing that the Trustee withdrew the Trustee Objection at the Hearing in consideration of reaching an agreement with the Committee as to the terms of this Order; and it appearing that the Court has jurisdiction to consider the Motion and the relief requested therein; and due notice of the Motion having been provided; and it appearing that no other or further notice need be provided; and after due deliberation and sufficient cause appearing therefor; it is hereby **ORDERED** that:

1. The Motion is GRANTED to the extent provided herein.

2. The Representatives’ Objection is OVERRULED for the reasons set forth on the record at the Hearing and because, as set forth in the *Order on Motions to Transfer Cases and Motion to Strike* [Torresen Docket No. 100] (the “Transfer Order”), the Wrongful Death Proceedings are “related to” the Debtor’s bankruptcy case. See Transfer Order, at 26.

3. ~~2.~~ The Appointment Order is hereby modified, *nunc pro tunc* to January 1, 2014, to authorize the Committee to ~~file any motion(s) and to take any action(s)~~ request permission ~~from pending before~~ the Maine District Court to: (i) seek a transfer of the Wrongful Death Proceedings; (ii) be heard on any issues related to the Consent Order or a stay of the Wrongful Death Proceedings; and (iii) be heard on any issues related to a global settlement of the claims asserted in the Wrongful Death Proceedings ~~pending before the Maine District Court~~ (collectively, the “Permitted Actions”), subject to the Maine District Court’s orders with respect to the propriety or merits of ~~any such motion(s) or action(s)~~ the Permitted Actions; provided, however, that the Committee shall not participate in any individual Wrongful Death Proceeding except with respect to the Permitted Actions.

4. Notwithstanding any other provision of this Order, nothing in this Order shall be construed as a finding that: (a) the Committee has any right to participate in the Wrongful Death Proceedings; (b) the Committee has standing to participate in the Wrongful Death Proceedings; or (c) the Maine District Court is compelled to permit the Committee to participate in the Wrongful Death Proceedings.

5. The Trustee hereby waives his right to assert the argument that the Committee lacks standing before the Maine District Court with respect to the Permitted Actions; provided, however, that (a) the Trustee may oppose the Permitted Actions on the merits, and nothing herein shall waive, diminish or otherwise affect the Trustee's right or capacity to challenge the Committee's standing to appear or participate with respect to any case, adversary proceeding or matter other than the Permitted Actions, and (b) any party to the Wrongful Death Cases may challenge the Committee's ability to intervene or otherwise participate in those cases before the Committee is permitted to seek to take any Permitted Action.

6. Nothing in this Order shall be construed as Court approval of any fees or expenses incurred by the Committee in connection with the Permitted Actions, and all such fees and expenses of the Committee are expressly subject to Court approval upon the Committee's filing of an application(s) for compensation and reimbursement of expenses.

7. ~~3.~~ The entry of this Order shall be without prejudice to the rights of the Committee, the Trustee or any party in interest to seek further modification of this Order or the Appointment Order: upon five (5) days' written notice.

8. ~~4.~~ This Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, or enforcement of this Order.

Dated: _____, 2014

HONORABLE LOUIS H. KORNREICH
CHIEF UNITED STATES BANKRUPTCY JUDGE