

**IN THE MATTER OF THE PLAN OF COMPROMISE OR ARRANGEMENT OF
MONTREAL, MAINE & ATLANTIC CANADA CO.**

CREDITORS' INSTRUCTIONS

On August 8, 2013, Richter Advisory Group Inc. ("Richter") was appointed by the Quebec Superior Court ("Court") to act as the Monitor of Montreal, Maine & Atlantic Canada Co. ("MMA Canada") under the *Companies' Creditors Arrangement Act* ("CCAA"). In addition to the CCAA proceedings, Montreal Maine & Atlantic Railway, Ltd. ("MMA US") commenced proceedings under Chapter 11 of the Bankruptcy Code in the United States and a Chapter 11 Trustee was appointed.

As part of the CCAA process and as approved by the Court, the Monitor has set up a claims process to enable all the creditors of MMA Canada, including all the victims of the derailment, to file a claim against MMA US and in the case of the claims of the victims of the derailment, to file their claims against MMA Canada and MMA US.

A claims document package is available on the Monitor's website at <http://www.richter.ca/en/insolvency-cases/m/montreal-maine-and-atlantic-canada-co> or a copy can be mailed to you upon request by calling 1-866-845-8958 or sending an email to mmaclaims@richter.ca. In addition, copies of the claims document package will be made available starting on April 16, 2014, at the Centre Sportif Mégantic.

Representatives of Richter will conduct information sessions in Lac-Mégantic on the following dates and locations:

- April 22, 2014 at 3:00 pm: Centre Sportif Mégantic
- April 23, 2014 at 10:00 am: Centre Sportif Mégantic
- April 30, 2014 at 7:00 pm: Polyvalente Montignac
- May 5, 2014 at 7:00 pm: Centre Sportif Mégantic

to answer questions creditors may have about the Proof of claim forms or the filing of their claims. In addition, Richter representatives will be in Lac-Mégantic commencing April 16, 2014 and following the information sessions and creditors can make appointments to meet with them. Furthermore, creditors can call us at 1-866-845-8958 or send an email to mmaclaims@richter.ca for any enquiries.

As noted on the Proof of claim forms, any derailment claim is deemed to be filed concurrently in both MMA Canada and MMA US insolvency proceedings if a claimant indicates that the claim is being asserted against both entities. Hence, duplicate forms are not required to be filed with the MMA US insolvency proceedings.

Please note that pursuant to a court order ("Order") granted by the Court on April 4, 2014, any Proof of claim must be filed by mail, messenger, facsimile, or e-mail and received by the Monitor, Richter Advisory Group Inc., **by June 13, 2014, at 5:00 p.m.** Montreal time at the following coordinates:

**Richter Advisory Group Inc.
1981 McGill College, 12th floor
Montréal, Québec H3A 0G6**

**Attention: Claims Department
Facsimile: 1-800-246-1125
E-mail: mmaclaims@richter.ca**

Any claim sent by fax, by messenger or by e-mail is deemed to be received by the Monitor upon receipt. Any claim sent by mail is deemed to be received by the Monitor at the post-mark date.

Creditors who have not filed a proof of claim with the supporting documents by June 13, 2014, at 5:00 p.m. Montreal time in compliance with the Order will receive no other notice, and unless a new Order is rendered by the Court, (i) shall NOT be entitled to participate as a creditor in the proceedings, (ii) shall NOT be entitled to vote on any matter relating to these proceedings, including the Plan of compromise or arrangement of MMA Canada (the "Plan"), (iii) shall NOT be entitled to assert their claim against MMA Canada and MMA US (if a Creditor wishes to rely on the deemed filing of its Proof of Claim against MMA US) and (iv) shall NOT be entitled to receive any distribution whatsoever under the Plan or otherwise in these CCAA proceedings.

In addition, on April 4, 2014, the Court also issued a Representation Order appointing Yannick Gagné, Guy Ouellet, Serge Jacques and Louis-Serge Parent and their counsel (Daniel Larochelle, Consumer Law Group Inc., Rochon Genova LLP and Paliare Roland Rosenberg Rothstein LLP) as representatives ("Representatives") of the Class Members (as defined in the Representation Order) in the Canadian insolvency proceedings, to perform all acts necessary or desirable to carry out the terms of the Representation Order including:

- negotiating and approving, on behalf of Class Members, and binding the Class Members to, any settlements, including the terms of any future court order or Plan;
- dealing, on behalf of the Class Members, with stakeholders in these proceedings, the Monitor, any Court, regulatory body and other government ministry, department or agency;
- assisting Class Members or their representatives with the completion of their individual Proof of Claim pursuant to the Claims Procedure Order

Creditors who do not wish to be represented by the Representatives in the Canadian insolvency proceedings must opt-out of the Class. Creditors who wish to opt-out can do so by filing the opt-out notice included in the claims package and which can be found at the following location:

<http://www.richter.ca/en/insolvency-cases/m/montreal-maine-and-atlantic-canada-co>

The opt-out notice must be filed with the Monitor by no later than May 30, 2014.

All creditors, whether Class Members or not, are required to complete and file with the Monitor, individual proofs of claim **by June 13, 2014, at 5:00 p.m.** Montreal time.

MONTREAL, this 9th day of April 2014.

**Richter Advisory Group Inc.
Court-appointed Monitor**