

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re

ESSAR STEEL MINNESOTA LLC and  
ESML HOLDINGS INC.,<sup>1</sup>

Debtors.

Chapter 11

Case No. 16-11626 (BLS)

(Jointly Administered)

**Re: Docket Nos. 990, 1025, 1034, 1057, 1160,  
1168, 1176, 1231, 1355, 1358, 1362**

**NOTICE OF (I) ENTRY OF ORDER CONFIRMING THIRD AMENDED CHAPTER 11  
PLAN OF REORGANIZATION FOR MESABI METALLICS COMPANY LLC (F/K/A  
ESSAR STEEL MINNESOTA LLC) AND ESML HOLDINGS INC.; (II) OCCURRENCE  
OF EFFECTIVE DATE; AND (III) BAR DATE FOR ADMINISTRATIVE CLAIMS, FEE  
CLAIMS AND REJECTION DAMAGE CLAIMS**

**PLEASE TAKE NOTICE** that on June 13, 2017, the United States Bankruptcy Court for the District of Delaware (the “**Court**”) entered an order [D.I. 1025] (the “**Confirmation Order**”) confirming the *Third Amended Chapter 11 Plan of Reorganization of Mesabi Metallics Company LLC (f/k/a Essar Steel Minnesota LLC) and ESML Holdings Inc.* [D.I. 990] (as amended from time to time, the “**Plan**”). Unless otherwise defined herein, capitalized terms have the meaning ascribed to them in the Plan.

**PLEASE TAKE FURTHER NOTICE** that the Court issued those certain orders, including, without limitation, the *Agreed Order Granting Debtors’ Motion Pursuant to Sections 105(a) and 365 of the Bankruptcy Code Authorizing Assumption of the GPIOP Mineral Leases, as Amended* [D.I. 1168] (the “**Agreed Order**”), and the *Second Supplemental Order Implementing Settlement with the State of Minnesota* [D.I. 1231] (collectively with further consensual amendments thereto, the “**DNR Agreement**”), for the implementation of certain terms, provisions, and transactions contemplated by the Plan and/or Confirmation Order [D.I. 1034, 1057, 1160, 1168, 1176, 1231, 1355, 1358, 1362] (collectively, with the Agreed Order and the DNR Agreement, the “**Implementation Orders and Agreements**”).

**PLEASE TAKE FURTHER NOTICE** that all leases and contracts identified for assumption in the Plan, the Confirmation Order, and the Implementation Orders and Agreements (except for the DNR Leases), are assumed as of the Effective Date pursuant to the Plan, the

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<sup>1</sup> Essar Steel Minnesota LLC has changed its name to Mesabi Metallics Company LLC. The last four digits of its federal taxpayer identification number are 8770. The last four digits of ESML Holdings Inc.’s federal taxpayer identification number are 8071.

Confirmation Order, and the Implementation Orders and Agreements, including the Agreed Order, and such assumptions, leases, and contracts are in full force and effect.

**PLEASE TAKE FURTHER NOTICE** that the DNR Leases will be assumed pursuant to the DNR Agreement.

**PLEASE TAKE FURTHER NOTICE** that the Effective Date occurred on **December 22, 2017**. All conditions precedent to the Effective Date set forth in Article 11.2 of the Plan have been satisfied or waived.

**PLEASE TAKE FURTHER NOTICE** that pursuant to the Plan and Confirmation Order, on the Effective Date, except for the Litigation Trust Assets, title to all of the Debtors' Assets, were vested in Mesabi Metallica Company LLC as the Reorganized Debtor, free and clear of all Liens, Claims, Causes of Action, interests, security interests, and other encumbrances.

**PLEASE TAKE FURTHER NOTICE** that the Holder of an Administrative Claim, other than (i) a Fee Claim; (ii) a Claim for Statutory Fees; (iii) a DIP Claim; or (iv) an Administrative Claim that has been Allowed on or before the Effective Date, must file with the Bankruptcy Court and serve on the Notice Parties (defined below), notice of such Administrative Claim so that such notice is actually received by the Court and the Notice Parties no later than **February 5, 2018** (the "**Administrative Bar Date**"). Such notice of Administrative Claim must include at a minimum (i) the name of the Holder of the Claim; (ii) the amount of the Claim; and (iii) the basis and any documentary evidence of the Claim. **Failure to timely and properly file and serve a notice of Administrative Claim shall result in such Administrative Claim not being entitled to any distribution under the Plan.**

Notices of Administrative Claim subject to the Administrative Bar Date shall be served on: (a) the Reorganized Debtor or the Disbursing Agent: Mesabi Metallica Company LLC, P.O. Box 25, 17113 County Road 58, Nashwauk, Minnesota 55769, Attn: Legal Department; (b) Co-Counsel for the Debtors: White & Case LLP, 555 S. Flower Street, Suite 2700, Los Angeles, California 90071, Attn: Craig H. Averch.; and Fox Rothschild LLP, 919 North Market Street, Suite 300, Wilmington, Delaware 19801, Attn: Jeffrey M. Schlerf, Esq.; (c) Co-Counsel for the Plan Sponsor: Dentons US LLP, 1221 Avenue of the Americas, New York, New York 10020, Attn: Oscar N. Pinkas; and Bayard P.A., 600 N. King Street, Suite 400, Wilmington, Delaware 19899, Attn: Justin R. Alberto; and (d) the Office of the United States Trustee, District of Delaware, J. Caleb Boggs Federal Building, 844 King Street, Suite 2207, Lockbox 35, Wilmington, Delaware 19801, Attn: Linda J. Casey, Esq. (collectively, the "**Notice Parties**").

**PLEASE TAKE FURTHER NOTICE** that each Professional Person who holds or asserts a Fee Claim must file with the Bankruptcy Court, and serve on the Notice Parties, a Fee Application no later than **February 5, 2018**. **Failure of a Professional Person to timely and properly file and serve a Fee Application shall result in such Professional Person's Fee Claim not being entitled to any distribution under the Plan.**

**PLEASE TAKE FURTHER NOTICE** that all Claims created by the rejection of

executory contracts and unexpired leases or the expiration or termination of any executory contract or unexpired lease must be filed with the Bankruptcy Court and served on the Reorganized Debtor (a) in the case of an executory contract or unexpired lease rejected by the Debtors prior to the Confirmation Date, in accordance with the Bar Date Notice; (b) in the case of an executory contract or unexpired lease rejected by the Debtors prior to the Effective Date or that was terminated or expired by its terms prior to the Effective Date, no later than **January 22, 2018** (the “**Rejection Claim Bar Date**”); or (c) in the case of an executory contract or unexpired lease that is rejected pursuant to Section 12.1 of the Plan, no later than the Rejection Claim Bar Date. Any such Claims for which a proof of claim is not filed and served by the deadlines set forth in the Bar Date Notice or the Rejection Claim Bar Date, as applicable, will be forever barred from assertion and shall not be enforceable against the Debtors, the Estates, or the Assets. Unless otherwise ordered by the Bankruptcy Court, all such Claims that are timely filed as provided herein shall be treated as Unsecured Claims under the Plan subject to objection by a Litigation Trustee.

**PLEASE TAKE FURTHER NOTICE** that the terms of the Plan (including, but not limited to, those contained in the Satisfaction of Claims (Section 14.2), Exculpation (Section 14.5), Discharge of Liabilities (Section 14.6), Discharge of Debtors (Section 14.7), Injunctions (Section 14.22) and Indemnification (Section 14.23) sections of the Plan), all Plan-related documents (including, but not limited to, the Plan Documents), the Confirmation Order, the Implementation Orders, and the Agreed Order are valid, binding upon the Debtors, the holders of all Claims and Equity Interests, all parties in interest, and all Persons, as well as each of their respective successors and permitted assigns, and that the Plan is enforceable notwithstanding any otherwise applicable non-bankruptcy law.

**PLEASE TAKE FURTHER NOTICE** that the Confirmation Order and the Plan contain provisions that may affect your rights. You may obtain a copy of the Plan and/or Confirmation Order at [www.deb.uscourts.gov](http://www.deb.uscourts.gov) and <http://dm.epiq11.com/ESM>, and/or upon request to the Debtors’ Claims Agent, Epiq Bankruptcy Solutions, LLC at (646) 282-2500. You are encouraged to review the Confirmation Order, the Implementation Orders, the Agreed Order, and the Plan in their entirety and consult with your own legal advisors.

*[Remainder of page intentionally left blank]*

Dated: December 22, 2017  
Wilmington, Delaware

Respectfully submitted,

/s/ Jeffrey M. Schlerf  
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