

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

**IN THE MATTER OF THE *COMPANIES' CREDITORS  
ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AS AMENDED**

**AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT  
OF LABRADOR IRON MINES HOLDINGS LIMITED, LABRADOR IRON MINES  
LIMITED and SCHEFFERVILLE MINES INC. (the "Applicants")**

**FACTUM OF THE APPLICANTS  
(Stay Extension)  
Returnable April 30, 2015**

April 28, 2015

**Paliare Roland Rosenberg Rothstein LLP**  
155 Wellington Street West  
35th Floor  
Toronto ON M5V 3H1  
Tel: 416.646.4300  
Fax: 416.646.4301

**Kenneth T. Rosenberg (LSUC #21102H)**  
Email: ken.rosenberg@paliareroland.com

**Massimo Starnino (LSUC #41048G)**  
Email: max.starnino@paliareroland.com

**Lindsay Scott (LSUC #60275G)**  
Email: lindsay.scott@paliareroland.com

Lawyers for the Applicants

TO: THE SERVICE LIST

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

**IN THE MATTER OF THE *COMPANIES' CREDITORS  
ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AS AMENDED**

**AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT  
OF LABRADOR IRON MINES HOLDINGS LIMITED, LABRADOR IRON  
MINES LIMITED and SCHEFFERVILLE MINES INC. (the "Applicants")**

**FACTUM OF THE APPLICANTS, LABRADOR IRON MINES LIMITED,  
LABRADOR IRON MINES HOLDINGS LIMITED and SCHEFFERVILLE MINES INC.**

**PART I. OVERVIEW**

1. On this motion, the Applicants seek an extension of the Stay Period (as defined in the Initial Order at paragraph 15) and an order that the Administration Charge and Directors Charge (as defined in paragraphs 32 and 22, respectively, of the Initial Order) (collectively, the "**Charges**") rank in priority to the interests of certain secured creditors.

**PART II. FACTS**

2. The Applicants were granted protection from their creditors under the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended ("CCAA") pursuant to an Initial Order of the Ontario Superior Court of Justice dated April 2, 2015.<sup>1</sup>

---

<sup>1</sup> Initial Order, Motion Record of the Applicants, Tab 3.

**A. Progress Since the Initial Order**

3. The Applicants have undertaken a number of tasks since the making of the Initial Order, approximately three weeks ago.

4. The Applicants have been working, in coordination with the Monitor, to ensure that creditors receive notice of these proceedings, and have been assembling a service list. The Applicants have had direct correspondence with various creditors who have outstanding litigation against one or more of the Applicants.<sup>2</sup>

5. The notices required by the Initial Order were posted and sent in accordance with the terms of that order.<sup>3</sup>

6. The Applicants have also been in contact with many if not all of their major stakeholders, as well as certain potential financiers of the business to discuss their restructuring plans at a high level. Those discussions have been generally positive.<sup>4</sup>

7. The Applicants have continued to honour their obligations under their environmental permits, together with their other environmental monitoring obligations.<sup>5</sup>

8. Finally, the Applicants have been working to improve cash flow by relocating their executive office functions to less costly space, still in the City of Toronto, as well as by eliminating other unnecessary expenses. To that end the Applicants have delivered the following disclaimers:

---

<sup>2</sup> Pinkerton Affidavit at para. 6, *Motion Record of the Applicants*, Tab 2 at p.11.

<sup>3</sup> Pinkerton Affidavit at para. 7, *Motion Record of the Applicants*, Tab 2 at p.11.

<sup>4</sup> Pinkerton Affidavit at para. 8, *Motion Record of the Applicants*, Tab 2 at p. 11.

<sup>5</sup> Pinkerton Affidavit at para. 9, *Motion Record of the Applicants*, Tab 2 at p.11.

- (a) On April 2, 2015, the Applicants delivered a disclaimer of their head office lease, and the landlord has been showing the premises to third parties.
- (b) On April 2, 2015, the Applicants delivered a disclaimer of their lease of office premises in St. John's, Newfoundland.
- (c) On April 15, 2015 the Applicants delivered a disclaimer of certain office equipment leases. Arrangements have been made for the return of the leased equipment, which is of minimal value, to the lessors.<sup>6</sup>

9. The landlords and lessor have all been cooperative, and, to date, no objection to the disclaimers has been received.<sup>7</sup>

10. The relocation of the Applicants' executive office functions has consumed a considerable amount of time and resources over the past three weeks, but is expected to be complete by the end of the month.<sup>8</sup>

11. Since the making of the Initial Order, the price of iron-ore has remained stable, varying between approximately USD\$48/tonne and USD\$52/tonne, albeit at its lowest levels in approximately 10 years and not at levels which would allow the Applicants to commence operations.<sup>9</sup>

---

<sup>6</sup> Pinkerton Affidavit at para. 10, *Motion Record of the Applicants*, Tab 2 at p.12.

<sup>7</sup> Pinkerton Affidavit at para. 11, *Motion Record of the Applicants*, Tab 2 at p.12.

<sup>8</sup> Pinkerton Affidavit at para. 12, *Motion Record of the Applicants*, Tab 2 at p.12.

<sup>9</sup> Pinkerton Affidavit at para. 13, *Motion Record of the Applicants*, Tab 2 at p.12.

**B. Request for Extension of Stay Period to July 31, 2015**

12. The Applicants require time to effect their restructuring. They are seeking an extension of the stay period to July 31, 2015. The Applicants' focus during this period will be on engaging with major stakeholders with a view to renegotiating their material contracts, and on negotiations regarding exit financing.<sup>10</sup>

13. The Applicants have prepared a statement forecasting their cash flow for the period of the proposed stay extension. A copy of that statement is appended to the Monitor's first report to the court dated April 24, 2015. The Applicants are projected to have sufficient liquidity to fund the business activities and these proceedings through to July 31, 2015.<sup>11</sup>

14. The Applicants have acted, and will continue to act, in good faith and with due diligence in pursuing the restructuring.<sup>12</sup>

15. The Applicants are not aware of any creditor that will suffer material prejudice if the Stay Period is extended, as requested.<sup>13</sup>

16. Following is a list of the parties who have registered notice of a security interest in accordance with the personal property security regimes in effect in the provinces of Ontario, Newfoundland and Labrador and Québec (the "Registered Secured

---

<sup>10</sup> Pinkerton Affidavit at para. 14, *Motion Record of the Applicants*, Tab 2 at p.13.

<sup>11</sup> Pinkerton Affidavit at para. 15, *Motion Record of the Applicants*, Tab 2 at p.13; First Report of the Monitor dated April 24, 2015.

<sup>12</sup> Pinkerton Affidavit at para. 16, *Motion Record of the Applicants*, Tab 2 at p.13.

<sup>13</sup> Pinkerton Affidavit at para. 17, *Motion Record of the Applicants*, Tab 2 at p.13.

Creditors”), as well as a brief description of the collateral over which they are claiming security:

**List of Persons Having Registered Notice of a Security Interest**

<b>Applicant</b>	<b>Creditor</b>	<b>Province</b>	<b>Collateral</b>
LIMH	None	None	None
LIM	The Toronto-Dominion Bank	Ontario	Cash collateral in a segregated account
LIM	GATX Rail Canada Corporation	Ontario	Railcars (LIM believes these have all have been returned, and that nothing is owing to GATX, but GATX has never discharged the security)
LIM	Xerox Canada Ltd.	Ontario	Photocopier
LIM	Sept-Iles Port Authority	Ontario, Newfoundland and Labrador, Québec	Railcars
LIM	RB Metalloyd Ltd. and British Arab Commercial Bank PLC	Ontario, Newfoundland and Labrador	Iron ore stockpile
LIM	Labrador Catering Limited Partnership and Labrador Catering Inc.	Newfoundland and Labrador	Equipment related to the operation of the camp
SMI	RB Metalloyd Ltd.	Ontario, Québec	Iron ore stockpile

17. In addition, Grey Rock Services Inc. (“Grey Rock”) has taken steps to assert a construction lien over certain of LIM’s real property in connection with services rendered by it. The claim for lien is being reviewed by LIM.<sup>14</sup>

<sup>14</sup> Pinkerton Affidavit at para. 19, *Motion Record of the Applicants*, Tab 2 at p.14.

18. Notice of this motion and the request regarding the priority ranking of the Administration Charge and the Directors' Charge has been provided to each of the Registered Secured Creditors and Grey Rock.<sup>15</sup>

19. As indicated in the affidavit of John F. Kearney sworn March 31, 2015 in support of the initial application:

- (a) the Applicants require the expertise, knowledge and continuing participation of the proposed beneficiaries of the Administration Charge in order to complete a successful restructuring; and
- (b) a successful restructuring of the Applicants will only be possible with the continued participation of the Applicants' directors and officers who have provided and will continue to provide strategic advice and guidance and who have specialized expertise and relationships with the Applicants' stakeholders.<sup>16</sup>

20. The purpose of these CCAA proceedings is to allow the Applicants the time and space necessary to restructure their key operating contracts, develop a plan and secure the necessary financing to resume operations, all in the interests of stakeholders. Accordingly, the beneficiaries of the Administration Charge and the Directors' Charge have requested the usual assurance that their security will rank in priority to the claims and interests of the Creditors (except Xerox Canada Ltd., whose

---

<sup>15</sup> Affidavit of Service of Michelle Jackson sworn April 24, 2015.

<sup>16</sup> Pinkerton Affidavit at para. 21, *Motion Record of the Applicants*, Tab 2 at p.14.

equipment is being returned, and The Toronto-Dominion Bank, whose security is in respect of a segregated cash collateral account) and Grey Rock.<sup>17</sup>

### **PART III. ISSUES**

21. The issues to be determined on this motion are:
  - (a) Should this Court should grant an extension of the Stay Period?
  - (b) Should this Court grant prioritization of the Administration Charge?
22. The Applicants submit that both heads of relief sought should be awarded.

### **PART IV. LAW**

#### **A. EXTENSION OF THE STAY PERIOD**

23. The Applicants are seeking an extension of the Stay Period to and including July 31, 2015.

24. In *Growthworks Canadian Fund Ltd., Re*, Justice Brown expressly recognized that a stay of proceedings is a key element of any CCAA process and that a stay affords a company breathing room in which to re-organize its affairs and compromise its obligations, or to divest assets to enable the business to operate

---

<sup>17</sup> Pinkerton Affidavit at para. 22, *Motion Record of the Applicants*, Tab 2 at p.14.



under different ownership while generating funds to pay obligations or, in complex situations, to effect an orderly liquidation of the business enterprise.<sup>18</sup>

25. Pursuant to section 11.02(2) of the CCAA:

11.02 (2) A court may, on an application in respect of a debtor company other than an initial application, make an order, on any terms that it may impose,

(a) staying, until otherwise ordered by the court, for any period that the court considers necessary, all proceedings taken or that might be taken in respect of the company under an Act referred to in paragraph (1)(a);

(b) restraining, until otherwise ordered by the court, further proceedings in any action, suit or proceeding against the company; and

(c) prohibiting, until otherwise ordered by the court, the commencement of any action, suit or proceeding against the company.<sup>19</sup>

26. For the Court to make an order under section 11.02(2) of the CCAA, it must be satisfied that (i) circumstances exist that make the order appropriate; and (ii) the applicant has acted, and is acting in good faith and with due diligence.<sup>20</sup>

27. With respect to (i) above, Justice Deschamps, for the Court, stated in *Ted Leroy Trucking Ltd.*,

... Appropriateness under the CCAA is assessed by inquiring whether the order sought advances the policy objectives underlying the CCAA. The question is whether the order will usefully further efforts to achieve the remedial purpose of the CCAA — avoiding the social and economic losses resulting from

---

<sup>18</sup> *Growthworks Canadian Fund Ltd., Re*, 2014 ONSC 1856 (Ont Sup Ct / Commercial List) at para. 60.

<sup>19</sup> CCAA, section 11.02(2)

<sup>20</sup> CCAA, section 11.02(3)

liquidation of an insolvent company. I would add that appropriateness extends not only to the purpose of the order, but also to the means it employs. Courts should be mindful that chances for successful reorganizations are enhanced where participants achieve common ground and all stakeholders are treated as advantageously and fairly as the circumstances permit.<sup>21</sup>

28. The main purpose of the CCAA was succinctly described by Farley J. in *Lehndorff General Partner Ltd, Re*, where His Honour stated that "[t]he CCAA is intended to provide a structured environment for the negotiation of compromises between a debtor company and its creditors for the benefit of both."<sup>22</sup>

29. In *Pacific National Lease Holding Corp., Re*, Brenner J. (as he then was) provided a more thorough elaboration of the objectives of the CCAA:

(1) The purpose of the CCAA is to allow an insolvent company a reasonable period of time to reorganize its affairs and prepare and file a plan for its continued operation subject to the requisite approval of the creditors and court.

(2) The CCAA is intended to serve not only the company's creditors but also a broad constituency which includes the shareholders and employees.

(3) During the stay period, the Act is intended to prevent manoeuvres for positioning amongst the creditors of the company.

(4) The function of the court during the stay period is to play a supervisory role to preserve the status quo and to move the

---

<sup>21</sup> *Ted Leroy Trucking Ltd., Re*, 2010 SCC 60 at para. 70.

<sup>22</sup> *Lehndorff General Partner Ltd., Re* (1993), 17 CBR (3d) 24 (Ont Gen Div / Commercial List) at para. 6.

process along to the point where a compromise or arrangement is approved or it is evident that the attempt is doomed to failure.

(5) The status quo does not mean preservation of the relative pre-stay debt status of each creditor. Since the companies under CCAA orders continue to operate and having regard to the broad constituency of interests the Act is intended to serve, the preservation of the status quo is not intended to create a rigid freeze or relative pre-stay positions.

(6) The court has a broad discretion to apply these principles to the facts of the particular case.<sup>23</sup>

30. In addition to furthering the purposes of the CCAA, the court must consider a number of other factors when deciding whether to grant an extension of a stay of proceedings. These factors include, *inter alia*, the nature of the debtor's business, the industry in which it operates, the stage of proceedings, whether there is any equity for the secured creditors, whether the secured creditors support the restructuring, the interests of other creditors, whether there is an ongoing business with trade creditors and employees, whether the monitor supports the extension, the debtor's progress during the previous stay period, whether the creditors will be prejudiced by the extension, and the comparative prejudice to the debtor, the creditors, and other stakeholders in not granting the extension.<sup>24</sup>

31. The Applicants submit that it is appropriate in the circumstances for an order to be made extending the Stay Period to and including July 31, 2015 for the following reasons:

---

<sup>23</sup> *Pacific National Lease Holding Corp., Re*, 11992] BCJ No 3070 (BC SC) at para. 26, *aff'd* (1992), 15 CBR (3d) 265 (BC CA)

<sup>24</sup> *Lehndorlf; supra* para. 25 at paras. 7 and 8; *Dura Automotive Systems (Canada) Ltd., Re*, 2010 ONSC 1102 (Ont Sup Ct (Commercial List)) at paras. 9 and 24; *Worldspan, supra* para. 24 at para. 22; *Federal Gypsum Co., Re*, 2007 NSSC 347 at paras. 24-29

- (a) the extension of the Stay Period is required in order to afford the Applicants an opportunity to try to renegotiate their major unprofitable contracts;
- (b) the Applicants' business is fundamentally sound and can survive if they can restructure their contracts and/or implement a strategy that will allow them to weather the current slump in the world price of iron ore;
- (c) since the issuance of the Initial Order, the Applicants have acted and continue to act in good faith and with due diligence in carrying out the terms of the Initial Order;
- (d) the Applicants' business, when operating, provides a needed source of revenue for the Schefferville and local Aboriginal communities;
- (e) the Applicants' creditors will not be materially prejudiced by an extension of the Stay Period; and
- (f) the Monitor recommends that the Stay Period be extended until August 1, 2015.<sup>25</sup>

**B. EXPANSION OF SCOPE OF CHARGES**

32. The Applicants are also requesting prioritization of the Charges.

33. Notice has been provided to all affected creditors as required by section 11.52 of the CCAA.<sup>26</sup>

---

<sup>25</sup> Monitor's First Report dated April 24, 2015.

<sup>26</sup> Affidavit of Service of Michelle Jackson sworn April 24, 2015.

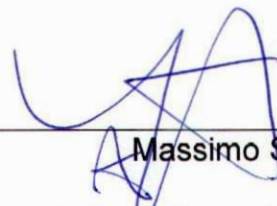
34. The beneficiaries of the Administration Charge and the Directors' Charge have little or no vested interest in the outcome of the proceedings, and they have requested the usual assurance that their security will rank in priority to the interests of stakeholders.

35. The Charges are necessary in order to permit the effective participation of the beneficiaries of the Charges.

**PART V. RELIEF SOUGHT**

36. The Applicants respectfully request that this Court order the relief sought in the form attached to the notice of motion at Schedule "A", namely an extension of the Stay Period to July 31, 2015, and the prioritization of the Administration Charge.

ALL OF WHICH IS RESPECTFULLY SUBMITTED THIS 28 day of April, 2015



---

Massimo Starnino

**Paliare Roland Rosenberg Rothstein LLP**  
155 Wellington Street West  
35th Floor  
Toronto ON M5V 3H1  
Tel: 416.646.4300  
Fax: 416.646.4301

**Kenneth T. Rosenberg (LSUC #21102H)**  
Tel.: 416.646.7404  
email: ken.rosenberg@paliareroland.com

**Massimo Starnino (LSUC #41048G)**  
Tel: 416.646.7470  
email: max.starnino@paliareroland.com

Lawyers for the Applicants

## SCHEDULE "A" LIST OF AUTHORITIES

1. *Dura Automotive Systems (Canada) Ltd., Re*, 2010 ONSC 1102 (Commercial List).
2. *Federal Gypsum Co., Re*, 2007 NSSC 347.
3. *Growthworks Canadian Fund Ltd., Re*, 2014 ONSC 1856 (Commercial List).
4. *Lehndorff General Partner Ltd., Re*, (1993) 17 CBR (3d) 24 (Commercial List).
5. *Pacific National Lease Holding Corp., Re*, [1992] BCJ 3070 (BC SC), aff'd (1992), 15 CBR (3d) 265 (BC CA).
6. *Redekop Properties Inc., Re*, (2001), 40 CBR (5th) 62 (BC SC).
7. *Ted Leroy Trucking Ltd., Re*, 2010 SCC 60.
8. *Worldspan Marine Inc., Re*, 2011 BCSC 1758.

## SCHEDULE "B"

*Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended

11.02 (2) A court may, on an application in respect of a debtor company other than an initial application, make an order, on any terms that it may impose,

(a) staying, until otherwise ordered by the court, for any period that the court considers necessary, all proceedings taken or that might be taken in respect of the company under an Act referred to in paragraph (1)(a);

(b) restraining, until otherwise ordered by the court, further proceedings in any action, suit or proceeding against the company; and

(c) prohibiting, until otherwise ordered by the court, the commencement of any action, suit or proceeding against the company.

11.51 (1) On application by a debtor company and on notice to the secured creditors who are likely to be affected by the security or charge, the court may make an order declaring that all or part of the property of the company is subject to a security or charge — in an amount that the court considers appropriate — in favour of any director or officer of the company to indemnify the director or officer against obligations and liabilities that they may incur as a director or officer of the company after the commencement of proceedings under this Act.

### Priority

(2) The court may order that the security or charge rank in priority over the claim of any secured creditor of the company.

### Restriction — indemnification insurance

(3) The court may not make the order if in its opinion the company could obtain adequate indemnification insurance for the director or officer at a reasonable cost.

### Negligence, misconduct or fault

(4) The court shall make an order declaring that the security or charge does not apply in respect of a specific obligation or liability incurred by a director or officer if in its opinion the obligation or liability was incurred as a result of the

director's or officer's gross negligence or wilful misconduct or, in Quebec, the director's or officer's gross or intentional fault.

11.52 (1) On notice to the secured creditors who are likely to be affected by the security or charge, the court may make an order declaring that all or part of the property of a debtor company is subject to a security or charge — in an amount that the court considers appropriate — in respect of the fees and expenses of

(a) the monitor, including the fees and expenses of any financial, legal or other experts engaged by the monitor in the performance of the monitor's duties;

(b) any financial, legal or other experts engaged by the company for the purpose of proceedings under this Act; and

(c) any financial, legal or other experts engaged by any other interested person if the court is satisfied that the security or charge is necessary for their effective participation in proceedings under this Act.



**ONTARIO  
SUPERIOR COURT OF JUSTICE  
(COMMERCIAL LIST)**

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C.  
1985, c. C-36, AS AMENDED

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF  
LABRADOR IRON MINES HOLDINGS LIMITED, LABRADOR IRON MINES LIMITED  
and SCHEFFERVILLE MINES INC. (the "Applicants")

**SERVICE LIST**  
(as of April 23, 2015)

**TO: PALIARE ROLAND ROSENBERG  
ROTHSTEIN LLP**  
155 Wellington St. W., 35<sup>th</sup> floor  
Toronto Ontario M5V 3H1  
Tel: 416.646.4300  
Fax: 416.646.4301

Kenneth T. Rosenberg  
Email: [ken.rosenberg@paliareroland.com](mailto:ken.rosenberg@paliareroland.com)

Massimo Starnino  
Email: [max.starnino@paliareroland.com](mailto:max.starnino@paliareroland.com)

Lindsay Scott  
Email: [lindsay.scott@paliareroland.com](mailto:lindsay.scott@paliareroland.com)

Lawyers for the Applicants

**AND TO: DUFF & PHELPS CANADA RESTRUCTURING INC.**  
Bay Adelaide Centre  
333 Bay Street, 14<sup>th</sup> Floor  
Toronto, Ontario M5H 2R2

Bobby Kofman  
Tel: 416.932.6228  
Email: [bobby.kofman@duffandphelps.com](mailto:bobby.kofman@duffandphelps.com)

Mitch Vininsky  
Tel: 416.932.6013  
Email: [mitch.vininsky@duffandphelps.com](mailto:mitch.vininsky@duffandphelps.com)

Monitor

**AND TO: GOODMANS LLP**  
Bay Adelaide Centre  
333 Bay Street, Suite 3400  
Toronto, Ontario M5H 2S7  
Tel: 416.979.2211  
Fax: 416.979.1234

Melaney Wagner  
Email: [mwagner@goodmans.ca](mailto:mwagner@goodmans.ca)

Lawyers for the Monitor

**AND TO: TD COMMERCIAL BANKING**  
3140 Dufferin Street  
Toronto, Ontario M6A 2T1

Brogan Taylor  
Tel: 416.785.7483  
Fax: 416.785.5082

Email: [Brogan.Taylor@td.com](mailto:Brogan.Taylor@td.com)

**AND TO: GATX RAIL CANADA CORPORATION**  
1801 McGill College Avenue  
Suite 1475  
Montreal, Quebec H3A 2N4

**AND TO: XEROX CANADA LTD.**  
33 Bloor St. E., 3<sup>rd</sup> Floor  
Toronto, Ontario M4W 3H1

**AND TO: SEPT-ILES PORT AUTHORITY**  
1, Quai Mgr. Blanche  
Sept-Îles, Quebec G4R 5P3

**AND TO: BRITISH ARAB COMMERCIAL BANK PLC**  
8-10 Mansion House Place  
London, England EC4N 8BJ

**AND TO: LABRADOR CATERING LIMITED PARTNERSHIP**  
30 Queen's Road  
St. John's, Newfoundland A1C 2A5

**AND TO: LABRADOR CATERING INC.**  
30 Queen's Road  
St. John's, Newfoundland A1C 2A5

**AND TO: DENTONS CANADA LLP**  
77 King Street West, Suite 400  
Toronto-Dominion Centre  
Toronto Ontario M5K 0A1

**John Salmas**  
Tel: 416.863.4737  
Fax: 416.863.4592  
Email: [john.salmas@dentons.com](mailto:john.salmas@dentons.com)

**DENTONS CANADA LLP**  
250 Howe Street  
20th Floor  
Vancouver, British Columbia V6C 3R8

**John Sandrelli**  
Tel : 604.443.7132  
Fax : 604.683.5214  
Email : [john.sandrelli@dentons.com](mailto:john.sandrelli@dentons.com)

Lawyers for RBRG Trading (UK) Limited (formerly RB Metalloyd Ltd.)

**AND TO: GREY ROCK SERVICES INC.** (part of The Municipal Group of Companies)  
927 Rocky Lake Drive  
Bedford, NS B4A 3Z2  
Main Tel: 902.835.3381  
Main Fax: 902.835.7300

Ken MacLean  
Tel: 902.832.4197  
Fax: 902.832.7432  
Email: [kmaclean@municipalgroup.ca](mailto:kmaclean@municipalgroup.ca)

**AND TO: CAIN LAMARRE CASGRAIN WELLS**  
630 boul. René-Lévesque Ouest,  
Suite 2780  
Montreal, Quebec H3B 1S6

Caroline Briand  
Tel: 514.393.4580  
Fax: 514.393.9590  
Email: [caroline.briand@clcw.qc.ca](mailto:caroline.briand@clcw.qc.ca)

Lawyers for the Naskapi Nation of Kawawachikamach

**AND TO: LANGLOIS KRONSTRÖM DESJARDINS LLP**  
1002 Sherbrooke Street West  
28<sup>th</sup> Floor  
Montreal, Quebec H3A 3L6

**Gerry Apostolatos**  
Tel: 514.282.7831  
Fax: 514.845.6573  
Email: [gerry.apostolatos@lkd.ca](mailto:gerry.apostolatos@lkd.ca)

**Dimitri Maniatis**  
Tel: 514.282.7832  
Fax: 514.845.6573  
Email: [Dimitri.maniatis@lkd.ca](mailto:Dimitri.maniatis@lkd.ca)

Counsel for the Respondent Quebec North Shore  
and Labrador Railway Company Inc.

**AND TO: FASKEN MARTINEAU DuMOULIN LLP**  
Barristers and Solicitors  
333 Bay Street, Suite 2400  
Bay Adelaide Centre, Box 20  
Toronto, ON M5H 2T6

**Stuart Brotman (LSUC 43430D)**  
Tel: 416.865.5419  
Fax: 416.364.7813  
Email: [sbrotman@fasken.com](mailto:sbrotman@fasken.com)

**FASKEN MARTINEAU DuMOULIN LLP**  
Barristers and Solicitors  
The Stock Exchange Tower  
800 Victoria Square  
Suite 3700, PO Box 242  
Montréal, PQ H4Z 1E9

**Luc Morin**  
Tel: 514.397.5121  
Fax: 514.397.7600  
Email: [lmorin@fasken.com](mailto:lmorin@fasken.com)

Lawyers for Port Authorities of Sept- Îles  
(Administration Portuaire de Sept- Îles)

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AS AMENDED

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF LABRADOR IRON MINES HOLDINGS LIMITED, LABRADOR IRON MINES LIMITED and SCHEFFERVILLE MINES INC.

---

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
(COMMERCIAL LIST)**

PROCEEDING COMMENCED AT  
TORONTO

---

**FACTUM OF THE APPLICANTS  
(Stay Extension)  
Returnable April 30, 2015**

---

**PALIARE ROLAND ROSENBERG ROTHSTEIN LLP**

Barristers

155 Wellington St. W., 35<sup>th</sup> floor

Toronto ON M5V 3H1

Tel: 416.646.4300

Fax: 416.646.4301

**Kenneth T. Rosenberg (LSUC #21102H)**

Email: ken.rosenberg@paliareroland.com

**Massimo Starnino (LSUC #41048G)**

Email: max.starnino@paliareroland.com

**Lindsay Scott (LSUC #60275G)**

Email: lindsay.scott@paliareroland.com

Lawyers for the Applicants