

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF VIRGINIA
ROANOKE DIVISION**

In re: XINERGY LTD., et al., Debtors.¹	Chapter 11 Case No. 15-70444 (PMB) (Jointly Administered)
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**ORDER (I) CONTINUING AND RESCHEDULING HEARING ON
CONFIRMATION OF JOINT PLAN OF REORGANIZATION, (II)
EXTENDING DEADLINE FOR SUBMITTING BALLOTS, (III)
EXTENDING DEADLINE FOR FILING PLAN SUPPLEMENT AND (IV)
GRANTING RELATED RELIEF**

Upon the motion (the “Motion”)² of the above-captioned cases debtors and debtors in possession (collectively, the “Debtors”), for the entry of an Order (i) continuing and rescheduling the hearing to consider confirmation of the *First Amended Joint Plan of Reorganization Proposed by Xinergy Ltd. and its Subsidiary Debtors and Debtors In Possession* (the “Plan”) previously scheduled for December 1, 2015, at 11:00 a.m. prevailing Eastern Time (the “Confirmation Hearing”); (ii) extending the previously established deadline of November 24, 2015, at 5:00 p.m. prevailing Eastern Time (the “Voting Deadline”) by which Ballots accepting or rejecting the Plan must be actually received, (iii) extending the deadline for filing the Plan Supplement and (iv) granting certain related relief, including the form and manner of notice of the adjournment of the Confirmation Hearing; and it appearing that the relief requested in the Motion is in the best interest of the Debtors and their estates; and the Court finding that it has

¹ The Debtors, along with the last four digits of each Debtor’s federal tax identification number, are listed on Schedule 1 attached to the Motion.

² Capitalized terms used, but not otherwise defined, herein shall have the meanings set forth in the Motion.

jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and notice of this Motion having been due and sufficient under the circumstances; and upon the record therein; and after due deliberation thereon; and good and sufficient cause appearing therefor;

IT IS HEREBY ORDERED THAT:

1. The Motion is **GRANTED**.
2. The Confirmation Hearing previously scheduled for December 1, 2015, at 11:00 a.m. prevailing Eastern Time is hereby adjourned to **January 27, 2016 at 11:00 a.m. prevailing Eastern Time** at the United States Bankruptcy Court for the Western District of Virginia, Roanoke Division, 2nd Floor, 210 Church Avenue, Roanoke, Virginia 24011, or as soon thereafter as counsel may be heard, to consider confirmation of the Plan.
3. The Voting Deadline by which Ballots accepting or rejecting the Plan must be actually received is hereby extended to **January 20, 2016 at 5:00 p.m. prevailing Eastern Time**. All Ballots must be properly executed, completed and delivered to the Balloting Agent at Xinergy Ltd. Ballot Tabulation Center c/o American Legal Claim Services, LLC, P.O. Box 23650, Jacksonville, FL 32241-3650, so that the Ballots are actually received on or before Voting Deadline. Ballots cast by facsimile, email or other electronic transmission will not be counted unless approved in advance by the Debtors in writing. Creditors who have already submitted Ballots shall have the opportunity to re-vote, if desired, by contacting ALCS and requesting a replacement Ballot or by such other mechanism as the Debtors may otherwise agree or institute, including, as needed, by further order of the Court. All re-submitted Ballots must comply with this paragraph 3.

4. The deadline by which the Debtors must file the Plan Supplement is hereby extended to no later than five (5) business days before the Voting Deadline (as extended by this Order), or such later date as may be approved by this Court on notice to parties in interest.

5. Objections, if any, to confirmation of the Plan, including any supporting memoranda, must be in writing, must be filed with the Clerk of the United States Bankruptcy Court of the Western District of Virginia, 210 Church Avenue, Room 200, Roanoke, Virginia 24011 together with proof of service, and shall state the name and address of the objector, all grounds for the objection and the amount of the Claim(s) or other Interest(s) held by the objector, and shall provide proposed language to remedy such objections. Any such objection must be filed with the Court and served so that it is actually received by the Court, the following parties, and all other parties requesting or entitled to receive notice in these cases, on or before **January 20, 2016, at 5:00 p.m. prevailing Eastern Time:**

The Debtors: Hunton & Williams LLP, Riverfront Plaza, East Tower, 951 East Byrd Street, Richmond, Virginia 23219-4074, Attn: Tyler P. Brown, Esq.

The Creditors Committee: (i) McGuireWoods LLP, EQT Plaza, 625 Liberty Avenue, 23rd Floor, Pittsburgh, Pennsylvania 15222-3142, Attn: Michael J. Roesenthaler, Esq., and (ii) Whiteford Taylor & Preston, LLP, 114 Market Street, Suite 210, Roanoke, Virginia 24011, Attn: Michael E. Hastings, Esq.

The Informal Prepetition Noteholder Committee and DIP Lenders: Paul, Weiss, Rifkind, Wharton & Garrison, 1285 Avenue of the Americas, New York, New York, 10019, Attn: Brian Hermann, Esq. & Lauren Shumejda, Esq.

The Office of the United States Trustee: 210 First Street, Suite 505, Roanoke, Virginia 24011, Attn: Margaret K. Garber, Esq.

6. Any objection not filed and served as set forth above will be deemed waived and will not be considered by the Court.

7. Any party supporting the Plan shall be afforded an opportunity to file a response to any objection to confirmation of the Plan, prior to the Confirmation Hearing.

8. The Debtors shall mail or caused to mailed to the Voting Parties (as defined in the Disclosure Statement Order) within two (2) business days of entry of this Order the notice of adjournment of the Confirmation Hearing substantially in the form annexed hereto as Exhibit 1.

9. The relief requested herein is without prejudice to the Debtors' right to seek additional extensions or modifications to any of the foregoing dates or deadlines.

10. The Debtors are authorized and empowered to take such steps and perform such actions as may be necessary to implement and effectuate the terms of this Order.

11. This Court shall retain jurisdiction over all matters arising out of or related to the Motion and this Order.

Dated: November 24, 2015


UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

/s/ Tyler P. Brown
Tyler P. Brown (VSB No. 28072)
Henry P. (Toby) Long, III (VSB No. 75134)
Justin F. Paget (VSB No. 77949)
HUNTON & WILLIAMS LLP
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Fax: (804) 788-8218

*Counsel to the Debtors
and Debtors in Possession*

EXHIBIT 1

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF VIRGINIA
ROANOKE DIVISION**

In re:

XINERGY LTD., et al.,

Debtors.¹

Chapter 11

Case No. 15-70444 (PMB)

(Jointly Administered)

**NOTICE OF RESCHEDULED HEARING TO CONSIDER
CONFIRMATION OF JOINT PLAN OF REORGANIZATION
AND EXTENDED DEADLINE FOR VOTING**

TO: ALL PARTIES IN INTEREST

PLEASE TAKE NOTICE that, by Order dated October 16, 2015 (the “Disclosure Statement Order”), the United States Bankruptcy Court for the Western District of Virginia (the “Court”) approved the disclosure statement accompanying the *First Amended Joint Plan of Reorganization Proposed by Xinergy Ltd. and its Subsidiary Debtors and Debtors In Possession* (the “Plan”), and previously established November 24, 2015, at 5:00 p.m. prevailing Eastern Time (the “Voting Deadline”) as the deadline by which Ballots² accepting or rejecting the Plan must be actually received, and scheduled the hearing to consider confirmation of the Plan for December 1, 2015, at 11:00 a.m. prevailing Eastern Time (the “Confirmation Hearing”).

PLEASE TAKE NOTICE that, by order of the Court, each of these dates and deadlines have been extended as set forth below.

RESCHEDULED CONFIRMATION HEARING

PLEASE TAKE FURTHER NOTICE that, by order of the Court, the Confirmation Hearing has been continued and rescheduled for **January 27, 2016, at 11:00 a.m. prevailing Eastern Time** or as soon thereafter as counsel may be heard, before Judge Paul M. Black, at the United States Bankruptcy Court for the Western District of Virginia, Roanoke Division, 2nd Floor, 210 Church Avenue, Roanoke, Virginia 24011 to consider confirmation of the Plan, as the same may be further amended or modified, and for such other and further relief as may be just and proper.

PLEASE TAKE FURTHER NOTICE that the Confirmation Hearing may be adjourned from time to time by the Court without further notice except for an announcement of the adjourned date made at the Confirmation Hearing. Additionally, the Plan may be modified in accordance with the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure and other applicable law, without further notice, prior to or as a result of the Confirmation Hearing.

¹ The Debtors, along with the last four digits of each Debtor’s federal tax identification number, are listed on Schedule 1 attached to the Plan.

² Unless otherwise defined herein, all capitalized terms shall have the meanings ascribed to them in the Plan.

EXTENDED DEADLINE FOR SUBMITTING BALLOTS

PLEASE TAKE FURTHER NOTICE that, by order of the Court, the Voting Deadline by which Ballots accepting or rejecting the Plan must be actually received is extended to **January 20, 2016, at 5:00 p.m. prevailing Eastern Time**. To be counted, your original signed Ballot (a Ballot to be completed by you may be enclosed herewith) must actually be received on or before January 13, 2016, by American Legal Claim Services LLC (the "Balloting Agent") at Xinery Ltd. Ballot Tabulation Center c/o American Legal Claim Services, LLC, P.O. Box 23650, Jacksonville, FL 32241-3650. Ballots received by facsimile, e-mail or other means of electronic transmission will not be counted.

PLEASE TAKE FURTHER NOTICE that, if you have already submitted a Ballot, you may re-vote, if desired, by requesting a replacement Ballot from the Balloting Agent or by such other mechanism as the Debtors may otherwise agree or institute, including, as needed, by further order of the Court. You may contact the Balloting Agent by calling (904) 517-1442 to request a replacement Ballot. All replacement Ballots submitted must comply with the preceding paragraph.

EXTENDED DEADLINE FOR PLAN OBJECTIONS

PLEASE TAKE FURTHER NOTICE that, objections, if any, to confirmation of the Plan, including any supporting memoranda, must be in writing, must be filed with the Clerk of the United States Bankruptcy Court of the Western District of Virginia, 210 Church Avenue, Room 200, Roanoke, Virginia 24011 together with proof of service, and shall state the name and address of the objector, all grounds for the objection and the amount of the Claim(s) or other Interest(s) held by the objector, and shall provide proposed language to remedy such objections. Any such objection must be filed with the Court and served so that it is actually received by the Court, the following parties, and all other parties requesting or entitled to receive notice in these cases, on or before **January 20, 2016, at 5:00 p.m. prevailing Eastern Time**:

The Debtors: Hunton & Williams LLP, Riverfront Plaza, East Tower, 951 East Byrd Street, Richmond, Virginia 23219-4074, Attn: Tyler P. Brown, Esq.

The Creditors Committee: (i) McGuireWoods LLP, EQT Plaza, 625 Liberty Avenue, 23rd Floor, Pittsburgh, Pennsylvania 15222-3142, Attn: Michael J. Roeschenthaler, Esq., and (ii) Whiteford Taylor & Preston, LLP, 114 Market Street, Suite 210, Roanoke, Virginia 24011, Attn: Michael E. Hastings, Esq.

The Informal Prepetition Noteholder Committee and DIP Lenders: Paul, Weiss, Rifkind, Wharton & Garrison, 1285 Avenue of the Americas, New York, New York, 10019, Attn: Brian Hermann, Esq. & Lauren Shumejda, Esq.

The Office of the United States Trustee: 210 First Street, Suite 505, Roanoke, Virginia 24011, Attn: Margaret K. Garber, Esq.

Any objection not filed and served as set forth above will be deemed waived and will not be considered by the Court.

HUNTON & WILLIAMS LLP

Dated: November __, 2015

/s/ Tyler P. Brown

Tyler P. Brown (VSB No. 28072)

Henry P. (Toby) Long, III (VSB No. 75134)

Justin F. Paget (VSB No. 77949)

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*Counsel to the Debtors
and Debtors in Possession*

SCHEDULE 1

Debtor Entities

- | | |
|--|---|
| 1. Xinergy Ltd. (3697) | 14. Whitewater Contracting, LLC (7740) |
| 2. Xinergy Corp. (3865) | 15. Whitewater Resources, LLC (9929) |
| 3. Xinergy Finance (US), Inc. (5692) | 16. Shenandoah Energy, LLC (6770) |
| 4. Pinnacle Insurance Group LLC (6851) | 17. High MAF, LLC (5418) |
| 5. Xinergy of West Virginia, Inc. (2401) | 18. Wise Loading Services, LLC (7154) |
| 6. Xinergy Straight Creek, Inc. (0071) | 19. Strata Fuels, LLC (1559) |
| 7. Xinergy Sales, Inc. (8180) | 20. True Energy, LLC (2894) |
| 8. Xinergy Land, Inc. (8121) | 21. Raven Crest Mining, LLC (0122) |
| 9. Middle Fork Mining, Inc. (1593) | 22. Brier Creek Coal Company, LLC (9999) |
| 10. Big Run Mining, Inc. (1585) | 23. Bull Creek Processing Company, LLC (0894) |
| 11. Xinergy of Virginia, Inc. (8046) | 24. Raven Crest Minerals, LLC (7746) |
| 12. South Fork Coal Company, LLC (3113) | 25. Raven Crest Leasing, LLC (7844) |
| 13. Sewell Mountain Coal Co., LLC (9737) | 26. Raven Crest Contracting, LLC (7796) |