

ANR, Inc.
1989 East Stone Drive
P.O. Box 3700
Kingsport, Tennessee 37664

November 30, 2017

Mr. Steven Poe
Lexington Coal Company, LLC
1051 Main Street, Suite 2
Milton, West Virginia 25541

Re: Transfer of NRC Material License No. 47-30927-01 (“NRC License”) and
KY Material License No. 201-564-56 (“KY License” and together with
the NRC License, the “Licenses”)

Dear Mr. Hoops:

This letter is in reference to the transactions contemplated by the Membership Interest and Asset Purchase Agreement by and among Lexington Coal Company, LLC (“LCC”), ANR, Inc. (“ANR”), and the subsidiaries of ANR set forth on Annex A thereto, including Highland Mining Company, Inc. (“Highland”), and Sidney Coal Company, Inc. (“Sidney”), dated July 18, 2017, as amended by the First Amendment to Membership Interest and Asset Purchase Agreement by and among said parties dated September 6, 2017, and as amended by the Second Amendment to Membership Interest and Asset Purchase Agreement by and among said parties dated October 11, 2017 (said Membership Interest and Asset Purchase Agreement, as amended, the “Purchase Agreement”). Capitalized terms used herein but not otherwise defined have the meaning ascribed to them in the Purchase Agreement.

Pursuant to the Purchase Agreement, the Licenses are to be transferred to Lexington Coal Company, LLC. The prior approval of the applicable Governmental Authority is required to be obtained before the Licenses may be transferred. Therefore, without limiting the Parties’ rights and obligations under the Purchase Agreement, including, without limitation, LCC’s assumption of the Assumed Liabilities, effective as of October 23, 2017, the Parties to this letter agreement hereby agree:

1. Highland continues to have the right to exercise authority over the NRC License until the U.S. Nuclear Regulatory Commission – Region I has approved the transfer of the NRC License to LCC. Sidney continues to have the right to exercise authority over the KY License until the Kentucky Radiation Health Branch, Department for Public Health, Cabinet for Health and Family Services, has approved the transfer of the KY License to Sidney.

2. Upon the approval of applicable Governmental Authority of the transfer of the applicable License to LCC, the transfer of said License under the Permit Transfer Agreement will be immediately effective without further action of any Party.

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Except as set forth herein, the terms of the Purchase Agreement and the Transaction Documents entered into pursuant thereto remain in full force and effect.

Please indicate your acceptance of the terms of this letter agreement by signing below.

Very truly yours,

ANR, INC., in its capacity as a Seller and Sellers'
Representative with respect to **HIGHLAND
MINING COMPANY** and
SIDNEY COAL COMPANY, LLC

By: 

Name: Andrew B. McCallister

Title: Senior Vice President, Secretary & General Counsel

Agreed to by:

LEXINGTON COAL COMPANY, LLC

By: 

Name: Steven R. Poe

Title: President/CEO/Manager