

Amsterdam / London, 5 September 2014

# **UK Court Sanctions Consensual Restructuring**

New World Resources Plc ('NWR Plc') and New World Resources N.V. (the 'Company', and together with NWR Plc and its subsidiaries, the 'NWR Group') announce that the High Court of Justice of England and Wales has sanctioned the consensual restructuring transaction that was proposed by the Company at a court hearing that took place today. This concludes the court process in the United Kingdom.

# Introduction

As previously announced the requisite majorities of the Company's noteholders have approved the consensual restructuring transaction that was proposed by the Company at the two creditor meetings that were held on 29 August 2014.

Following the successful meetings the Company has applied to the High Court of Justice of England and Wales (the 'Court') for the scheme to be sanctioned in order for the terms of the consensual restructuring transaction to be binding on all noteholders. Prior to sanctioning the scheme, the Court must consider in a hearing (the 'Sanction Hearing') the overall fairness of the arrangement and will need to be satisfied that all statutory and procedural requirements have been fulfilled.

# **Result of the Sanction Hearing**

The scheme of arrangement that was proposed by the Company was without modification sanctioned by the Court at a hearing before Mr Justice Norris, which took place today at 10.30am London time. A copy of the Court order sanctioning the scheme has been delivered to, and acknowledged by, the Registrar of Companies in England and Wales.

This concludes the court process in the United Kingdom, being one of the conditions to be fulfilled in order for the consensual restructuring transaction to be completed.

# **Other Conditions**

Another condition is the completion of the court process in the United States. The United States Bankruptcy Court, Southern District of New York has scheduled a



hearing to consider an order by the United States Bankruptcy Court recognising the English court process under Chapter 15 of the United States Bankruptcy Code for 10 a.m. New York time on 9 September 2014.

Further, the transaction is conditional upon the completion of approval processes by the lenders and guarantor under the Company's ECA Facility Loan of the amendments to that facility and the confirmation of the Escrow Agent that it holds EUR 185 million in cleared funds (raised by way of an EUR 118 million rights issue to shareholders, an EUR 32 million placing of equity to participating noteholders and certain noteholders providing an EUR 35 million new super senior credit facility) to be released to the Company.

Completion of the restructuring process is envisaged in early October 2014.

– End –



#### **Contact details:**

Noteholders

Nick Cox-Johnson +44 (0) 7957 596 729 ncjohnson@nwrgroup.eu

Financial Adviser to NWR

The Blackstone Group International Partners LLP

Martin Gudgeon / Paul O'Donnell /
Shirish Joshi
+44 (0) 207 451 4000
gudgeon@blackstone.com
odonnellp@blackstone.com
joshis@blackstone.com

Financial Adviser to Committee

Moelis & Company UK LLP

Charles Noel-Johnson/ Rohan Choudhary +44 (0) 207 634 3500 charles.noel-johnson@moelis.com rohan.choudhary@moelis.com Media

Toby Moore / Andrew Hey +44 (0) 207 638 9571 toby.moore@citigatedr.co.uk andrew.hey@citigatedr.co.uk

Legal Adviser to NWR

White & Case LLP

Christian Pilkington / Rebecca Campbell /
Boris Docekal
+44 (0) 207 532 1000
cpilkington@whitecase.com
rebecca.campbell@whitecase.com
bdocekal@whitecase.com

Legal Adviser to Committee

Freshfields Bruckhaus Deringer LLP

Sean Lacey / Geoff O'Dea /
Emma Gateaud
+44 (0) 207 936 4000
sean.lacey@freshfields.com
geoff.odea@freshfields.com
emma.gateaud@freshfields.com

Information Agent

**Lucid Issuer Services Limited** 

Sunjeeve Patel +44 (0) 207 704 0880 nwr@lucid-is.com



# **About NWR Plc**

New World Resources Plc is a Central European hard coal producer, listed at the London, Prague and Warsaw stock exchanges. NWR produces quality coking and thermal coal for the steel and energy sectors in Central Europe through its (indirect) subsidiary OKD, the largest hard coal mining company in the Czech Republic.

#### About NWR N.V.

New World Resources N.V. is a wholly owned subsidiary of NWR Plc. It is a company incorporated under the laws of the Netherlands and registered at Dutch Trade Register of the Chamber of Commerce under number 34239108 and registered as an overseas company at Companies House in the UK with UK establishment number BR016952 and its address at 115 Park Street, London, W1K 7AP, United Kingdom (Telephone +44 (0) 207 371 5990, Fax +44 (0) 207 371 5999).

# Disclaimer and cautionary note

Certain statements in this announcement are not historical facts and are or are deemed to be "forward-looking". The Company's prospects, plans, financial position and business strategy, and statements pertaining to the capital resources, future expenditure for development projects and results of operations, may constitute forward-looking statements. In addition, forward-looking statements generally can be identified by the use of forward-looking terminology including, but not limited to; "may", "expect", "intend", "estimate", "anticipate", "plan", "foresee", "will", "could", "may", "might", "believe" or "continue" or the negatives of these terms or variations of them or similar terminology. Although the Company believes that the expectations reflected in these forward-looking statements are reasonable, it can give no assurance that these expectations will prove to have been correct. These forward-looking statements involve a number of risks, uncertainties and other facts that may cause actual results to be materially different from those expressed or implied in these forward-looking statements because they relate to events and depend on circumstances that may or may not occur in the future and may be beyond NWR's ability to control or predict. Forward-looking statements are not guarantees of future performances.

Factors, risks and uncertainties that could cause actual outcomes and results to be materially different from those projected include, but are not limited to, the following: risks relating to changes in political, economic and social conditions in the Czech Republic, Poland and the CEE region; future prices and demand for the Company's products, and demand for the Company's customers' products; coal mine reserves; remaining life of the Company's mines; coal production; trends in the coal industry and domestic and international coal market conditions; risks in coal mining operations; future expansion plans and capital expenditures; the Company's relationship with, and conditions affecting, the Company's customers; competition; railroad and other transportation performance and costs; availability of specialist and qualified workers; and weather conditions or catastrophic damage; risks relating to Czech or Polish law, regulations and taxation, including laws, regulations, decrees and decisions governing the coal mining industry, the environment and currency and exchange controls relating to Czech and Polish entities and their official interpretation by governmental and other regulatory bodies and by the courts; and risks relating to global economic conditions and the global economic environment.



Additional risk factors are as described in the Company's annual report. A failure to achieve a satisfactory capital structure for liquidity and solvency purposes would pose a significant risk of the Group ceasing to operate as a going concern.

Forward-looking statements are made only as of the date of this announcement. The Company expressly disclaims any obligation or undertaking to release, publicly or otherwise, any updates or revisions to any forward-looking statement contained in this announcement to reflect any change in its expectations or any change in events, conditions, assumptions or circumstances on which any such statement is based unless so required by applicable law.