

William Crawford, et al.
776 Alden St.
Ludlow, MA 01056

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U.S. BANKRUPTCY COURT
DISTRICT OF DELAWARE

June 21st, 2019

The Honorable Kevin Gross
United States Bankruptcy Court
824 N. Market St. 6th Floor
Wilmington, DE 19801

In re Cloud Peak Energy, Inc., et al., Chapter 11 Case No. 19-11047 (KG)

Dear Judge Gross:

This letter is sent by undersigned common shareholders of Cloud Peak Energy Inc. as a request for the appointment of a statutory committee of equity shareholders pursuant to section 1102(a)(2) of title 11 of the United States Code. We respectfully make this request from the court to ensure adequate representation for equity holder's interests.

Preliminary Statement

We feel that this case meets all of the standards for the appointment of a statutory committee of equity shareholders. Both economic and noneconomic requirements for appointment are now clearly met in this case. As such the appointment of an equity committee is both necessary to protect shareholders and will not overburden the estate.

It is made clear through the debtor's own court filings, which show assets of \$928.7 million and liabilities of \$635.0 million, that they are solvent or at a minimum not clearly insolvent. This is after and in addition to the previous questionable impairment write-down that reduced the reported value of the company by almost \$800 million dollars.

It is noted that the shell of the company, mining rights to Big Metal and Young's Creek (both listed by debtor as zero value), and NOLs alone going forward would result in significant shareholder return. Along this line, shareholders are not interested in arguing valuation and are aware true valuation will come through an adequate bidding and sale process. These economic points are made for the purpose of meeting the requirement to show that the debtor is not hopelessly insolvent.

Lastly, there is no reason to believe that shareholder's interests are being adequately represented by other parties in this case. This case has been presented to this court after an extensive process of devaluation during a time that shareholders were kept in the dark. It is evident that the fiduciary duty of the company and its officers to shareholders was violated with both inadequate protection of equity and in gross inadequate reporting of material events with the SEC.

Supplementary Statements

Section 1: The US Trustee's Rejection of Equity Committee

The US Trustee's decision to reject appointment of a statutory equity committee was unfortunate and we feel not appropriate. This decision came in light of large amounts of evidence presented showing both value for equity and lack of adequate protections provided by another party. In addition, the decision was made prior to the motion hearing and to the filing of docket #258 which shows clear and ongoing breach of fiduciary duties leading up to the filing of this case.

Furthermore, the US Trustee's decision was made prior to the press release from two neighboring PRB Coal companies (Arch and Peabody) stating the creation of a joint venture. This is of concern to shareholders due to these companies being probable legitimate bidders and due to the complexities of this case. To wit, the large number of parties with overlapping representation and interests create the need for equity shareholder protections. At a minimum the debtor either knew or should have known about upcoming joint venture given immediate proximity of their mines.

Lastly, while the US Trustee had stated in their rejection that they would reconsider if requested due to emerging evidence. They have yet to respond to a request sent from shareholders to reconsider. This is to the extent that as of this letter being signed, the US Trustee had not acknowledged receipt of the additional request. Due to the fast nature of this case and the immediate and ongoing damage to the equity shareholders, additional time could not be given to the Office of the US Trustee to respond or acknowledge receipt.

Section 2: The solvency of the Debtor

The appointment of a statutory committee of equity shareholders has been determined to require the debtor to be solvent or clearly not insolvent. In this case the debtor themselves admit to this requirement being met. The

debtor through their investment banker list assets exceeding liabilities by approximately \$290 million in their court filings. As such the requirement has been met to show that the debtor is solvent or at a minimum clearly not insolvent.

Equity shareholders do not have an interest in getting into a discussion or argument about valuation of the company. This would only serve to continue to allow the debtor, its representatives, and the creditors and their representatives to use our own equity value at an incredibly fast burn rate. There is no need for this and equity shareholders seek this committee appointment to protect our equity value.

Section 3: Inadequate representation of shareholder interests

The appointment of a statutory committee of equity shareholders has been determined to require that no other party adequately represents the shareholder interests. In this case we feel there is clearly no party that can claim to adequately represent our equity interests.

This includes the office of the US Trustee, who, while doing an amazing job, is not tasked to protect equity shareholders. They themselves state their mission is to, "...oversee case administration and litigating to enforce the bankruptcy laws." This, while ensuring gross abuse of the bankruptcy system is protected against, is not the same as ensuring equity shareholders retain fair value for their shares. To this, the US Trustee does not have the responsibility to negotiate on behalf of equity shareholders.

The interest of creditors, at a baseline in these proceedings, is to ensure the expedited full return of their debt. This, at its core, if seeking only recovery of their investment would be the end of their interest. Unfortunately, this is at odds with the interest of equity shareholders which seek full fair market value for the company's assets. There is no reason to expect any creditor to put fourth an additional effort to realize a greater return on assets than debt.

Shareholders have additional concerns regarding the relationship between the creditors and the debtor. These concerns were shown in docket #258 to be substantiated as there was long term collaboration between the debtor and the creditors. To include a highly questionable agreement to allow secured creditors to extend their hold on the company without additional funding being provided. To put it bluntly, shareholders believe there is a high probability of improprieties between certain creditors and the debtor in this case. There is no reasonable way to expect creditors to sufficiently represent shareholder interests.

Lastly, shareholders would like to assure the court that we do not feel the debtor or its officers are adequate representatives of our interests. For previously stated reasons regarding docket #258 and clear violations of fiduciary duties, we cannot trust the debtor to protect equity shareholders.

This concern has been a long standing and ongoing issue for equity shareholders since the company chose to go silent in November of 2018. In addition to shareholder concerns over violations of fiduciary duties, it should be noted that the officers of the company lack any significant insider equity holdings. In fact, some of the undersigned have larger equity stakes than Mr. Colin Marshall; President and Chief Executive Officer and a Director of Cloud Peak Energy since July 2008.

The debtor and its officers have engaged in a pattern of behavior that leave shareholders concerned over the debtor intentionally devaluing the company and its stock price. There is concern from the undersigned common shareholders that this is being done as part of a plan of reorganization that robs shareholders of their equity. This concern was reinforced for shareholders with the aforementioned filing of docket #258 showing the long-term debtor/creditor collaboration. Given this, it is unreasonable to expect shareholders to believe the company is protecting their interests.

Final Statement

In conclusion, the undersigned respectfully request, the appointment of a statutory committee of equity shareholders. That without this appointment, we expect to unjustly receive no consideration for the value of our shares. This concern was solidified by the company making the statement that they expect equity to get no value for their shares.

We reverently ask you to appoint this committee so that equity shareholders may have the same representation afforded to the other parties. We understand that an equity committee comes at a cost to the estate, however, as the debtor is clearly not insolvent, that is a burden upon our own equity. We only ask to be afforded the same seat at the table and representation that is being given to all other parties, already at the expense of our equity.

Lastly, time is of the essence. We request the court make this decision with the utmost haste. The further delay in the appointment of a statutory committee of equity shareholders will result in unmeasurable damage to our equity value and limit our ability to dutifully protect our equity interest through the bankruptcy proceedings. Time is unfortunately a burden upon shareholders, one we cannot afford.

Respectfully,

Signatures

Date: Jun 24 2019

William Crawford

Signature: _____

William Crawford

Date: Jun 24 2019

Kevin Bower

Signature: _____

Kevin Bower

Date: Jun 24 2019

Dirk Perritt

Signature: _____

Dirk Perritt

Date: Jun 24 2019

Joshua Lacroix

Signature: _____

Joshua Lacroix

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Jason Loerke

Date: Jun 24 2019

Jonah Misner

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Jonah Misner

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Shawn L. Cariglio

Signature: _____

Shawn L. Cariglio

Date: Jun 24 2019


Rene Morales

Signature: _____

Rene Morales

Signatures

Date: Jun 24 2019

Signature: 
Travis Baur

Date: Jun 24 2019

Signature: Chris Tedesco
Chris Tedesco

Date: _____

Signature: _____
Jason daSilva

Date: Jun 24 2019

Signature: Otavio de Oliveira
Otavio de Oliveira

Date: Jun 24 2019

Signature: Richard Grimm Waterworth
Richard Grimm Waterworth

Date: Jun 24 2019

Signature: Manoj Krishnan
Manoj Krishnan

Date: Jun 24 2019

Signature: Daniel C. Felde
Daniel C. Felde

Date: Jun 24 2019


Signature: James Japczyk
Jim Japczyk

Signatures

Date: Jun 24 2019

Signature: 
Martin Surmacewicz


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Signature: 
Brian Schulbaum

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Signature: Matthew Hutchins
Matthew Hutchins

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Brett Sullivan Gage

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Yahshanulla Syedshaw

Date: Jun 24 2019

Signature: Tyler Bastian
Tyler Bastian

Date: Jun 24 2019

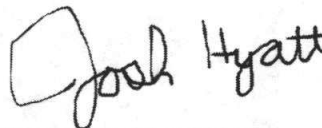
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Nathan Harris

Date: Jun 24 2019


Signature: Rebekka Hill
Rebekka Hill

Signatures

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Stefan Andersson

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Zachery Williams


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Mary Ann Fix

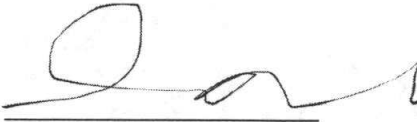
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Mikael Moscato


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Signature: 
Joel J. Bicknell

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Peng Wu

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Signature: 
Stacy A. Cook

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Marcus Montgomery

Date: _____

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Cody Patterson

Date: Jun 24 2019

Courtney Spencer Holmes

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Courtney Spencer Holmes

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James Macias Jr

Date: Jun 24 2019

Jorge D Chan

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Jorge D Chan

Date: Jun 24 2019

Jui Fang Chi Liang

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Jui Fang Chi Liang

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Alexander Rivera

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Alexander Rivera

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Thomas R Sartin Jr

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Thomas R Sartin Jr

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Brenda Gibbs

Date: Jun 24 2019

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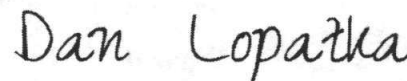
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Kevin A Drushell

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Dan Lopatka

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Jasper Froese

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Nicholas Soon

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Gomer J. Pound, Jr.

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Benjamin George

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Sairamanan Kalyanavenkataraman

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Joseph Deal

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Shane Bundrick

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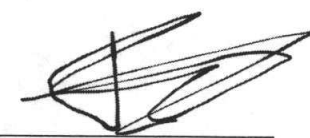
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Brian Folds

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Tjebbo John Edwin Steenhof

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Anthony Freddo

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John Falkenroth

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Joseph Marmo

Date: Jun 24 2019

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Ted Herazy

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Brandon Anderson

Date: Jun 24 2019

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Neketia Henry

Signatures

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Signature: CONSTANCE MILLS
Constance Mills

Date: Jun 24 2019

Signature: Daniel J Fontaine
Daniel J Fontaine

Date: Jun 24 2019

Signature: Andrea Ciano Jr
Andrea Ciano Jr

Date: Jun 24 2019

Signature: Ahmed Ali
Ahmed Ali

Date: Jun 24 2019

Signature: Rex Stephen
Rex Stephen

Date: Jun 24 2019

Signature: Donald Clayton Roberts III
Donald Clayton Roberts III

Date: Jun 24 2019

Signature: Andrew Riley
Andrew Riley

Date: Jun 24 2019

Signature: Lulu Ong
Lulu Ong

Signatures

Date: Jun 24 2019

Signature: *Steven Douglas Wheeler*
Steven Douglas Wheeler

Date: Jun 24 2019

Signature: *Robert Lupe*
Robert Lupe

Date: Jun 24 2019

Signature: *Greg Richard*
Greg Richard

Date: Jun 24 2019

Signature: *Christopher Bowser*
Christopher Bowser

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Signature: *James T. Fournaris*
James T. Fournaris

Date: Jun 24 2019

Signature: *Wayne Chang*
Wayne Chang

Date: Jun 24 2019


Signature: *LM*
Leif Morgan

Date: Jun 24 2019

Signature: *Thomas A. Mushock*
Thomas A. Mushock

Signatures

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Gabriel Diaz


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Signature: 
Michael B. Boehlke

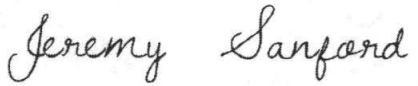
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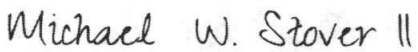
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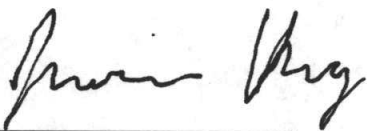
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Jeremy Sanford

Date: Jun 24 2019

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Michael Stover II

Date: Jun 24 2019

Signature: 
Jeramie Hughes

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Richard Quinn

Signatures

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Signature: *Kaegan Bush*
Kaegan Bush

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Patrick Markley

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Signature: *Mark S Player*
Mark S Player

Date: Jun 24 2019

Signature: *Ketan Kamat*
Ketan Kamat

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Signature: *Donovan Boling*
Donovan Boling

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Bruno Brandao

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Signature: *Eric Reid*
Eric Reid

Date: Jun 24 2019

Signature: *Quentin Gottung*
Quentin Gottung

Signatures

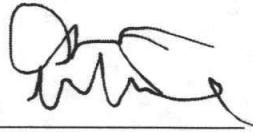
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Thomas Meehan, Jr.

Date: Jun 24 2019

Signature: *Justin Swinford*
Justin Swinford

Date: Jun 24 2019

Signature: 
Aaron Witherspoon

Date: Jun 24 2019

Signature: *Charles Gephart*
Charles Gephart

Date: Jun 24 2019

Signature: *Eric Roesch*
Eric Roesch

Date: Jun 24 2019

Signature: *Matthew Ballin*
Matthew Ballin

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Signature: *Jesús Mejias*
Jesús Mejias

Date: Jun 24 2019

Signature: 
Kenneth Karl

Signatures

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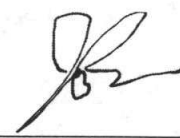
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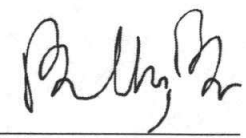
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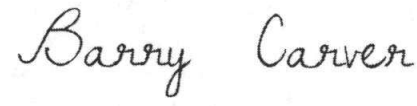
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Barry Carver



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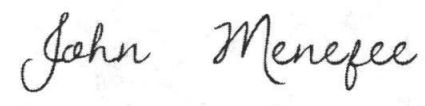
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Johnny K. P. Monderen Jr

Date: Jun 24 2019

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John Menefee



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Cory Burrington



Date: _____

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Rebecca Larivee

Signatures

Date: Jun 24 2019

Signature: *Arshad Rehman*
Arshad Rehman

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Signature: 
Kevin Thompson

Date: Jun 24 2019

Signature: *Gaurav Pahuja*
Gaurav Pahuja

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Arpana Pahuja

Exhibit A

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Audit Trail

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