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April 25, 2026

VIA EMAIL

Chief Judge Wendy A. Kinsella
U.S. Bankruptcy Court
James M. Hanley U.S. Courthouse
and Federal Building
100 South Clinton Street
Syracuse, NY 13261

RE: Vanderbilt Minerals, LLC Case No. 26-60110(WAK)

Dear Judge Kinsella:

We write as proposed counsel for the Official Committee of Unsecured Creditors (the "Committee") in the above-referenced bankruptcy case of Vanderbilt Minerals, LLC in connection with the alternate proposed order (the "Alternate Order") submitted by the Committee regarding the Motion of the Debtor at the Sole Direction of the Independent Manager and Sole Member of the Independent Special Committee of the Debtor for Entry of an Order (I) Approving the Global Settlement Between the Debtor and R.T. Vanderbilt Holding Co., Inc. and Certain of its Subsidiaries; and (II) Granting Related Relief (the "Settlement Motion") [Dkt No. 22]. A copy of the Alternate Order, which was e-filed [Identifier], is attached hereto as Exhibit "1" and a redline against the Debtor's form of proposed order is attached as Exhibit "2."

Although the Debtor referenced abrogating Rule 6004(h) of the Federal Rules of Bankruptcy Procedure (Rule 6004(h)) in the proposed order attached to the Motion, (1) there was no briefing regarding a deviation from Rule 6004(h), (2) there was not any oral argument before the Court on this issue, and (3) the Court did not mention, let alone, grant such relief. The Committee opposes any alteration to the application of Rule 6004(h) in connection with the Settlement Motion, as it

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would prejudice the rights of creditors. The Committee intends to appeal the Court's determination of the Settlement Motion and seek a stay of the Order pending appeal. The Alternate Order strikes paragraph 4 of the Debtor's proposed order to be consistent with the relief requested and fairness to the parties.

The Committee respectfully requests that the Court enter the Alternate Order.

Respectfully submitted,

BROWN RUDNICK LLP

/s/ David J. Molton
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EXHIBIT 1

EXHIBIT 2

THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF NEW YORK

In re:	Chapter 11
Vanderbilt Minerals, LLC,[1]	Case No. 26-60110 (WAK)
Debtor.	

[ALTERNATE PROPOSED]
ORDER (I) AUTHORIZING AND APPROVING THE GLOBAL SETTLEMENT BETWEEN THE DEBTOR AND R.T. VANDERBILT HOLDING CO., INC. AND CERTAIN OF ITS SUBSIDIARIES; AND (II) GRANTING RELATED RELIEF

Upon the motion (the "Motion")[2] of the above-captioned debtor and debtor in possession (the "Debtor") for entry of an order (this "Order") (a) approving a settlement (the "Global Settlement") by and among the Debtor and RTV, substantially on the terms set forth in the Settlement Agreement attached to the Motion as **Exhibit B**; (b) authorizing the Debtor to perform any and all obligations as set forth in the Settlement Agreement; and (c) granting related relief; and upon the First Day Declaration; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and N.D.N.Y. Local Rule 81.1; and this Court having found that it may enter a final order consistent with Article III of the United States Constitution; and this Court

[1] The Debtor is Vanderbilt Minerals, LLC (EIN 13-1432885). The Debtor's noticing address in this chapter 11 case is 33 Winfield Street, Norwalk, Connecticut 06855.

[2] Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Motion.

having found that venue of this proceeding and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that the relief requested in the Motion is in the best interests of the Debtor's estate, its creditors, and other parties in interest; and this Court having found that the Debtor's notice of the Motion and opportunity for a hearing on the Motion were appropriate under the circumstances and that no other notice need be provided; and this Court having reviewed the Motion and having heard the statements in support of the relief requested therein at a hearing before this Court (the "Hearing"); and this Court having determined that the legal and factual bases set forth in the Motion and at the Hearing establish just cause for the relief granted herein; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor, it is HEREBY ORDERED THAT:

1. The Motion is GRANTED.

2. The Debtor is hereby authorized to enter into, perform, execute, and deliver all documents, and take all actions necessary to immediately continue and fully implement the transactions contemplated by the Settlement Agreement in accordance with the terms, conditions, agreements, and releases set forth therein, all of which are hereby approved.

3. For the avoidance of doubt, the Debtor Released Claims as set forth in Section 5.1 of the Settlement Agreement shall not include (i) any claims against the Debtor's directors and/or officers, in their capacity as such, notwithstanding that such directors and/or officers may be Vanderbilt Entities Released Parties in any other capacity, or (ii) any direct claims held by any creditor.

4. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

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THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF NEW YORK

In re:	Chapter 11
Vanderbilt Minerals, LLC,[1]	Case No. 26-60110 (WAK)
Debtor.	

[ALERNATE PROPOSED]
ORDER (I) AUTHORIZING AND APPROVING THE GLOBAL SETTLEMENT BETWEEN THE DEBTOR AND R.T. VANDERBILT HOLDING CO., INC. AND CERTAIN OF ITS SUBSIDIARIES; AND (II) GRANTING RELATED RELIEF

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3. For the avoidance of doubt, the Debtor Released Claims as set forth in Section 5.1 of the Settlement Agreement shall not include (i) any claims against the Debtor's directors and/or officers, in their capacity as such, notwithstanding that such directors and/or officers may be Vanderbilt Entities Released Parties in any other capacity, or (ii) any direct claims held by any creditor.

~~4. Notwithstanding Bankruptcy Rule 6004(h), the terms and conditions of this Order are immediately effective and enforceable upon its entry.~~

~~5.~~4. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

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