

UNITED STATES BANKRUPTCY COURT

In Re: Essar Steel Minnesota LLC

Case No. Case #16-11626(BLS)

Reporting Period: October 2016

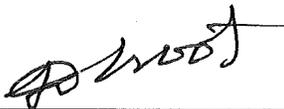
MONTHLY OPERATING REPORT

REQUIRED DOCUMENTS	Form no.	Document attached	Explanation attached	Affidavit/ Supplement attached
Schedule of Cash Receipts and Disbursements	MOR-1		See Note # 1	
Bank Reconciliation (or copies of debtor's bank reconciliations)	MOR-1a		See Note # 1	
Schedule of Professional Fees Paid	MOR-1b		See Note # 2	
Copies of bank statements		Bank statements of all four accounts held with TD Bank.	See Note # 1	
Cash disbursements journals			See Note # 1	
Statement of Operations	MOR-2		See Note # 3	
Balance Sheet	MOR-3			
Status of Postpetition Taxes	MOR-4		See Note # 3	
Copies of IRS Form 6123 or payment receipt				
Copies of tax returns filed during reporting period		Sales and Use Tax return for Sept 2016, Return in form 941 related to payroll taxes filed.		
Summary of Unpaid Postpetition Debts	MOR-4		See Note # 3	
Listing of aged accounts payable	MOR-4		See Note # 3	
Accounts Receivable Reconciliation and Aging	MOR-5		See Note # 3	
Debtor Questionnaire	MOR-5		See Note # 3	

Note

- #1 - Schedules are attached for ESML. Holdings does not maintain bank accounts
- #2 - Expenses are paid by ESML, subject to allocation at a later date.
- #3 - Holdings has no separate operations and hence its consolidated statement is identical to that of ESML

I declare under penalty of perjury (28 USC Section 1746) that this report and the attached documents are true and correct to the best of my knowledge and belief.



Signature of authorised individual

11/30/2016
Date

Jugal Kishore Dhoot

Name of authorised individual

Asst. VP and Financial Controller

Title of authorised individual

In Re: Essar Steel Minnesota LLC

Case No. Case #16-11626(BLS)
Reporting Period : October 2016

SCHEDULE OF CASH RECEIPTS AND DISBURSEMENTS
MOR-1

	BANK ACCOUNTS				CURRENT MONTH		CUMULATIVE FILING TO DATE	
	OPER.	OPER.	TAX	OTHER	ACTUAL	PROJECTED	ACTUAL	PROJECTED
CASH BEGINNING OF MONTH	\$ 8,036,155	\$ 3,347	\$ -	\$ -	\$ 8,039,502		\$ 701,371	
RECEIPTS								
CASH SALES	\$ -				\$ -		\$ -	
ACCOUNTS RECEIVABLE	\$ -				\$ -		\$ -	
LOANS AND ADVANCES	\$ -				\$ -		\$ 14,000,000	
SALE OF ASSETS	\$ -				\$ -		\$ -	
OTHER (ATTACH LIST)					\$ -		\$ 1,049	
TRANSFERS (FROM DIP ACCTS)	\$ -				\$ -		\$ 5,000	
Reconciling Item - Check Deposit from Pre-Petition					\$ -		\$ (826)	
TOTAL RECEIPTS	\$ -	\$ -			\$ -		\$ 14,005,223	
DISBURSEMENTS								
NET PAYROLL	\$ (507,041)				\$ (507,041)		\$ (1,719,747)	
PAYROLL TAXES	\$ (170,776)				\$ (170,776)		\$ (680,169)	
SALES, USE, & OTHER TAXES	\$ (146,651)				\$ (146,651)		\$ (321,751)	
INVENTORY PURCHASES	\$ -				\$ -		\$ -	
SECURED/ RENTAL/LEASES	\$ (66,132)				\$ (66,132)		\$ (218,288)	
INSURANCE	\$ (15,025)				\$ (15,025)		\$ (2,584,623)	
ADMINISTRATIVE	\$ (930,084)	\$ (732)			\$ (930,817)		\$ (1,307,590)	
SELLING					\$ -		\$ -	
OTHER (See Note/ List below)	\$ (348,912)				\$ (348,912)		\$ (2,015,277)	
					\$ -		\$ -	
#1 OWNER DRAW *					\$ -		\$ -	
TRANSFERS (TO DIP ACCTS)					\$ -		\$ (5,000)	
					\$ -		\$ -	
PROFESSIONAL FEES					\$ -		\$ -	
U.S. TRUSTEE QUARTERLY FEES					\$ -		\$ -	
COURT COSTS	\$ -				\$ -		\$ -	
TOTAL DISBURSEMENTS	\$ (2,184,621)	\$ (732)			\$ (2,185,354)		\$ (8,852,445)	
NET CASH FLOW	\$ (2,184,621)	\$ (732)			\$ (2,185,354)		\$ 5,152,777	
#2 Reconciling items need to balance to books	\$ (169)	\$ (19)			\$ (188)		\$ (188)	
CASH - END OF MONTH	\$ 5,851,364	\$ 2,596			\$ 5,853,960		\$ 5,853,960	
DISBURSEMENTS FOR CALCULATING U.S. TRUSTEE QUARTERLY FEES: (FROM CURRENT MONTH ACTUAL COLUMN)								
TOTAL DISBURSEMENTS							\$ (2,185,354)	
LESS: TRANSFERS TO DEBTOR IN POSSESSION ACCOUNTS							\$ -	
PLUS: ESTATE DISBURSEMENTS MADE BY OUTSIDE SOURCES (i.e. from escrow accounts)							\$ -	
TOTAL DISBURSEMENTS FOR CALCULATING U.S. TRUSTEE QUARTERLY FEES							\$ (2,185,354)	

Note:

- #1 Restructuring fees paid to various professionals / advisors (CRO, Directors) \$ (348,912)
- #2 Reconciling Items:
 - Payroll Garnishments recorded, but not yet paid \$ (169)
 - Debit card transaction per bank statement, but not on cash disbursement report \$ (19)
 - \$ (188)

#3 Above mentioned disbursements exclude amounts adjusted by utility service providers Northern Natural Gas (NNG) and Minnesota Power (MP) from the collaterals held by them, pursuant to Court Order dt Sept 20, 2016 (in case of NNG) and Order dt. Sept. 8, 2016 (in case of MP).

In Re: Essar Steel Minnesota LLC

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BANK RECONCILIATION
Continuation Sheet for MOR 1a

	Operating		Operating		Operating		Other	
	TD Bank		TD Bank		ABN Checking		TD Bank	
BALANCE PER BOOKS	\$ 5,851,365		\$ 2,596		\$ (726)		\$ -	
BANK BALANCE	\$ 7,204,100		\$ 2,596		\$ -		\$ (17)	
(+) DEPOSITS IN TRANSIT (ATTACH LIST)	\$ -		\$ -					
(-) OUTSTANDING CHECKS (ATTACH LIST)	\$ (38,601)				\$ (657)			
OTHER (ATTACH EXPLANATION)	\$ (1,314,135)				\$ (69)		\$ 17	
ADJUSTED BANK BALANCE *	\$ 5,851,365		\$ 2,596		\$ (726)		\$ -	
* Adjusted bank balance must equal balance per books	\$ -		\$ -		\$ -			
DEPOSITS IN TRANSIT	Date	Amount	Date	Amount	Date	Amount	Date	Amount
CHECKS OUTSTANDING	Ck. #	Amount	Ck. #	Amount	Ch. #	Amount	Ck. #	Amount
	1189	\$ (130)			10886	\$ (42)		
	1194	\$ (429)			11292	\$ (615)		
	1197	\$ (232)						
	1215	\$ (200)						
	1229	\$ (145)						
	1261	\$ (145)						
	1270	\$ (25)						
	1272	\$ (367)						
	1279	\$ (428)						
	1280	\$ (2,570)						
	1282	\$ (725)						
	1283	\$ (1,354)						
	1284	\$ (152)						
	1285	\$ (116)						
	1287	\$ (6,466)						
	1288	\$ (51)						
	1289	\$ (749)						
	1290	\$ (4,970)						
	1291	\$ (1,276)						
	1292	\$ (144)						
	1293	\$ (86)						
	1294	\$ (56)						
	1295	\$ (811)						
	1296	\$ (72)						
	1297	\$ (39)						
	1298	\$ (2,000)						
	1299	\$ (4,152)						
	1300	\$ (100)						
	1304	\$ (113)						
	1305	\$ (10,332)						
	Payroll Timing	\$ (169)						
	Total Cks O/S	\$ (38,601)				\$ (657)		
OTHER								

Note #1 & 2

Note #1:

Check deposit for sales and use tax refund \$1,313,334, and AFCO insurance refund \$800.61, were not recorded as they related to pre-petition period.

Note #2:

Other various TD Bank charges from accounts not in use not recorded including \$69 unreconciling item for ABN.

In Re: Essar Steel Minnesota LLC

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MOR 1 B

SCHEDULE OF PROFESSIONAL FEES AND EXPENSES PAID

Payee	Period Covered	Amount Approved	Payor	Check		Amount Paid during the month		Year-To-Date		Note Ref
				Number	Date	Fees	Expenses	Fees	Expenses	
KNAV P.A.	for post petition services		ESML					400.00	-	
Metal Strategies Inc.	for post petition services		ESML					9,750.00	-	
Morrison Cohen LLP	for pre and post petition services		ESML	WIRE	9/27/2016	186,653.50	3,126.07	186,653.50	3,126.07	#1
Fox Rothschild LLP	for post petition services		ESML	WIRE	9/29/2016	56,296.00	126.89	56,296.00	126.89	
Epiq Bankruptcy Solutions	for post petition services		ESML	WIRE	9/30/2016	73,154.23		73,154.23	-	
Fragonmen, Del Rey, Bernsen & Loewy, LLP	for post petition services		ESML	1235	10/7/2016	11,006.00		11,006.00	-	

Note #1: Professional fees paid to provider of D-I-P financing

ESML Holdings Inc.**Debtor in Possession Ch. 11 - Case #16-11626(BLS)****BALANCE SHEETS AS ON OCTOBER 31, 2016****MOR_3**

	(in US\$ '000)	(in US\$ '000)
	October 31, 2016	July 08, 2016
	Unaudited	Unaudited
ASSETS		
CURRENT ASSETS:		
Cash and cash equivalents	\$ 5,873	\$ 715
Prepaid expenses	5,590	2,861
Other Current Assets	10,120	10,120
Total current assets	21,583	13,696
Property , plant , equipment, mine development and mineral rights — Net	\$ 1,827,713	\$ 1,782,399
Prepaid Royalties	14,757	14,323
Restricted cash & deposits	38,653	43,686
Deferred financing cost	30,187	32,807
Other deferred cost	15,756	14,685
TOTAL ASSETS	\$ 1,948,648	\$ 1,901,595
LIABILITIES AND MEMBER'S EQUITY		
CURRENT LIABILITIES:		
Accounts payable	\$ 35,850	\$ 34,616
Accrued liabilities	38,070	28,762
Accrued interest	108,290	72,553
Retention fees payable	69,547	69,533
Current portion of long-term debt	1,033,082	1,019,113
Total current liabilities	\$ 1,284,840	\$ 1,224,576
ACCRUED LIABILITY	\$ 4,021	\$ 4,021
Total liabilities	\$ 1,288,860	\$ 1,228,597
COMMITMENTS AND CONTINGENCIES		
MEMBER'S EQUITY:		
Member's contribution	\$ 742,808	\$ 742,808
Deficit accumulated during development stage	(83,020)	(69,810)
Total member's equity	\$ 659,788	\$ 672,998
TOTAL LIABILITIES AND MEMBER'S EQUITY	\$ 1,948,648	\$ 1,901,595

Notes :

- The Financial Statements have been prepared by management exercising best efforts to ensure accuracy and completeness. The Financial Statements are unaudited and were prepared with data reasonably available as of October 31, 2016.
- Financial Statements do not purport to represent financial statements prepared in accordance with Generally Accepted Accounting Principles ("GAAP") and some adjustment may be required.
- Figures as on petition date, i.e. July 8, 2016 have been regrouped or reclassified wherever necessary based on any additional information that has subsequently become available. Certain professional services costs, mainly related to bankruptcy process, have been reclassified as expense during the month of August as compared to carrying it as part of Deferred Financing Cost in the MOR for July 2016. Professional fees are accrued each month on the basis of DIP budget, actual invoices received or management's best estimate of value of services received.

ESSAR STEEL MINNESOTA LLC

Debtor in Possession Ch. 11 - Case #16-11626(BLS)

MOR_3**BALANCE SHEETS AS ON OCTOBER 31, 2016**

	(in US\$ '000)	
	October 31, 2016 Unaudited	July 08, 2016 Unaudited
ASSETS		
CURRENT ASSETS:		
Cash and cash equivalents	\$ 5,873	\$ 715
Prepaid expenses	5,590	2,861
Other Current Assets	10,120	10,120
Total current assets	21,583	13,696
Property , plant , equipment, mine development and mineral rights — Net	\$ 1,827,713	\$ 1,782,399
Prepaid Royalties	14,757	14,323
Restricted cash & deposits	38,653	43,686
Deferred financing cost	30,187	32,807
Other deferred cost	15,756	14,685
TOTAL ASSETS	\$ 1,948,648	\$ 1,901,595
LIABILITIES AND MEMBER'S EQUITY		
CURRENT LIABILITIES:		
Accounts payable	\$ 35,850	\$ 34,616
Accrued liabilities	38,070	28,762
Accrued interest	108,290	72,553
Retention payable	69,547	69,533
Current portion of long-term debt	1,033,082	1,019,113
Total current liabilities	\$ 1,284,840	\$ 1,224,576
ACCRUED LIABILITY	\$ 4,021	\$ 4,021
LONG-TERM DEBT	-	-
Total liabilities	\$ 1,288,860	\$ 1,228,597
COMMITMENTS AND CONTINGENCIES		
MEMBER'S EQUITY:		
Member's contribution	\$ 803,728	\$ 803,728
Deficit accumulated during development stage	(143,940)	(130,730)
Total member's equity	\$ 659,788	\$ 672,998
TOTAL LIABILITIES AND MEMBER'S EQUITY	\$ 1,948,648	\$ 1,901,595

Notes :

- The Financial Statements have been prepared by management exercising best efforts to ensure accuracy and completeness. The Financial Statements are unaudited and were prepared with data reasonably available as of October 31, 2016.
- Financial Statements do not purport to represent financial statements prepared in accordance with Generally Accepted Accounting Principles ("GAAP") and some adjustment may be required.
- Figures as on petition date, i.e. July 8, 2016 have been regrouped or reclassified wherever necessary based on any additional information that has subsequently become available. Certain professional services costs, mainly related to bankruptcy process, have been reclassified as expense during the month of August as compared to carrying it as part of Deferred Financing Cost in the MOR for July 2016. Professional fees are accrued each month on the basis of DIP budget, actual invoices received or management's best estimate of value of services received.

ESML Holdings Inc.
Debtor in Possession Ch. 11 - Case #16-11626(BLS)

MOR_2

STATEMENTS OF OPERATIONS AND COMPREHENSIVE LOSS

	(in US\$ '000)	(in US\$ '000)
	Monthly October 31,	Cumulative Jul. 8 - Oct. 31
	2016	2016
	Unaudited	Unaudited
MINING REVENUE	\$ -	\$ -
EXPENSES:		
Employee cost	447	1,750
Professional services	2,191	5,881
Depreciation and amortization	152	564
Office expenses	159	787
Other expenses	1,785	4,236
Total expenses	4,733	13,217
OPERATING LOSS	(4,733)	(13,217)
OTHER INCOME (EXPENSE):		
Interest income	2	7
Interest expense	-	-
Total other income (expense)	2	7
NET LOSS AND COMPREHENSIVE LOSS	(4,730)	(13,210)

Notes :

- The Financial Statements have been prepared by management exercising best efforts to ensure accuracy and completeness. The Financial Statements are unaudited and were prepared with data reasonably available as of October 31, 2016.
- Financial Statements do not purport to represent financial statements prepared in accordance with Generally Accepted Accounting Principles ("GAAP") and some adjustment may be required.
- Figures as on petition date, i.e. July 8, 2016 have been regrouped or reclassified wherever necessary based on any additional information that has subsequently become available. Certain professional services costs, mainly related to bankruptcy process, have been reclassified as expense during the month of August as compared to carrying it as part of Deferred Financing Cost in the MOR for July 2016. Professional fees are accrued each month on the basis of DIP budget, actual invoices received or management's best estimate of value of services received.

ESSAR STEEL MINNESOTA LLC
Debtor in Possession Ch. 11 - Case #16-11626(BLS)

MOR_2

STATEMENTS OF OPERATIONS AND COMPREHENSIVE LOSS

	(in US\$ '000)	(in US\$ '000)
	Monthly	Cumulative
	October 31,	Jul. 8 - Oct. 31
	2016	2016
	Unaudited	Unaudited
MINING REVENUE	\$	\$
EXPENSES:		
Employee cost	447	1,750
Professional services	2,191	5,881
Depreciation and amortization	152	564
Office expenses	159	787
Other expenses	1,785	4,236
Total expenses	4,733	13,217
OPERATING LOSS	(4,733)	(13,217)
OTHER INCOME (EXPENSE):		
Interest income	2	7
Interest expense	-	-
Total other income (expense)	2	7
NET LOSS AND COMPREHENSIVE LOSS	\$ (4,730)	\$ (13,210)

Notes :

- 1 The Financial Statements have been prepared by management exercising best efforts to ensure accuracy and completeness. The Financial Statements are unaudited and were prepared with data reasonably available as of October 31, 2016.
- 2 Financial Statements do not purport to represent financial statements prepared in accordance with Generally Accepted Accounting Principles ("GAAP") and some adjustment may be required.
- 3 Figures as on petition date, i.e. July 8, 2016 have been regrouped or reclassified wherever necessary based on any additional information that has subsequently become available. Certain professional services costs, mainly related to bankruptcy process, have been reclassified as expense during the month of August as compared to carrying it as part of Deferred Financing Cost in the MOR for July 2016. Professional fees are accrued each month on the basis of DIP budget, actual invoices received or management's best estimate of value of services received.

In Re: Essar Steel Minnesota LLC

Case No. Case #16-11626(BLS)
Reporting Period: October 2016STATUS OF POSTPETITION TAXES
MOR 4

Federal	Beginning Tax Liability	Amount Withheld or Accrued	Amount Paid	Date Paid	Check No. or EFT	Ending Tax Liability	Note Ref.
Withholding	-	85,940	(85,940)	10/13, 10/27	EFT	-	#1
FICA-Employee	-	27,439	(27,439)	10/13, 10/27	EFT	-	
FICA-Employer	-	26,958	(26,958)	10/13, 10/27	EFT	-	
Unemployment	-	30	(30)	10/13, 10/27	EFT	-	
Income	-	-	-			-	
Other:	-					-	
Total Federal Taxes	-	140,367	(140,367)			-	
State and Local							
Withholding	-	28,436	(28,436)	10/13, 10/27	EFT	-	
Sales	-	-	-		-	-	
Excise	-	-	-		-	-	
Unemployment	-	1,973	(1,973)	10/13, 10/27	EFT	-	
Real Property	-	-	-		-	-	
Personal Property	-	-	-		-	-	
Other:	-					-	
Total State and Local	-	30,409	(30,409)			-	
Total Taxes	-	170,776	(170,776)			-	

SUMMARY OF UNPAID POSTPETITION DEBTS

Number of Days Past Due	Current	0-30	31-60	61-90	Over 90	Total	
Accounts Payable	103,388	(91,854)	(8,827)	(6,789)	-	(4,082)	#2
Wages Payable	29,587	-	-	-	-	29,587	#3
Taxes Payable	-	-	-	-	-	-	
Rent/Leases-Building	-	-	-	-	-	-	
Rent/Leases-Equipment	-	-	-	-	-	-	
Professional Fees	-	-	-	-	-	-	
Amounts Due to Directors, officers and affiliates	120,621	-	-	-	-	120,621	
Other:	-	-	-	-	-	-	
<i>Subtotal (1)</i>	253,596	(91,854)	(8,827)	(6,789)	-	146,126	
Secured Debt/Adequate Protection Payments	14,000,000	-	-	-	-	14,000,000	
<i>Subtotal (2)</i>	14,000,000	-	-	-	-	14,000,000	
Total Postpetition Debts (1+2)	14,253,596	(91,854)	(8,827)	(6,789)	-	14,146,126	

Note #1: ADP payroll processing service acts as agent in making payments to federal/state/local taxing jurisdictions on behalf of Essar Steel Minnesota LLC. Tax deposits are made bi-weekly after payroll processing has been completed.

Note #2: Accounts Payable balances represent time period from July 8 through to October 31, 2016 and are subject to reconciliation with certain vendors

Note #3: Wages Payable balances represent time period as of October 31, 2016

In Re: Essar Steel Minnesota LLC

Case No. Case #16-11626(BLS)
Reporting Period: October 2016ACCOUNTS RECEIVABLE RECONCILIATION AND AGING
MOR_5

Accounts Receivable Reconciliation	Amount	
Total Accounts Receivable at the beginning of the reporting period	-	
+ Amounts billed during the period	-	
- Amounts collected during the period	-	
Total Accounts Receivable at the end of the reporting period	-	
Accounts Receivable Aging	Amount	
0 - 30 days old	-	
31 - 60 days old	-	
61 - 90 days old	-	
91+ days old	-	
Total Accounts Receivable	-	
Amount considered uncollectible (Bad Debt)	-	
Accounts Receivable (Net)	-	

DEBTOR QUESTIONNAIRE

Must be completed each month	Yes	No
1. Have any assets been sold or transferred outside the normal course of business this reporting period? If yes, provide an explanation below.		X
2. Have any funds been disbursed from any account other than a debtor in possession account this reporting period? If yes, provide an explanation below.	X (See note #1 below)	
3. Have all postpetition tax returns been timely filed? If no, provide an explanation below.	X	
4. Are workers compensation, general liability and other necessary insurance coverages in effect? If no, provide an explanation below.	X	
5. Has any bank account been opened during the reporting period? If yes, provide documentation identifying the opened account(s). If an investment account has been opened provide the required documentation pursuant to the Delaware Local Rule 4001-3.		X

Note #1: Disbursements exclude amounts adjusted by utility service providers Northern Natural Gas (NNG) and Minnesota Power (MP) from the collaterals held by them, pursuant to Court Order dt Sept 20, 2016 (in case of NNG) and Order dt. Sept. 8, 2016 (in case of MP).

In Re: Essar Steel Minnesota LLC

Case No. Case #16-11626(BLS)

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SUMMARY OF UNPAID POSTPETITION DEBTS

Vendor Code	Vendor Name	Note #	Amount (USD)
132424	Barr Engineering Co		15,482
132430	Aysta Water Inc		494
132432	Bentley World Packaging Ltd		14,803
132434	Braun Intertec Corporation		(2,130)
132489	Northern Business Products		413
137831	Metro Sales Inc		512
138400	Matcom Inc		10,929
142812	Petrochoice		1,068
143239	Citon Computer Co.		3,131
144509	Kinergy Corporation		5,100
148210	United Rentals		(2,079)
152851	Temp Air Inc		(6,028)
152873	Healthpartners		64,950
152875	Hibbing Public Utilities		1,062
152878	Lake Country Power		153
152882	Nashwauk Public Utilities		127
152888	Satellite Shelters, Inc.		502
152900	Waste Management		431
154793	The GTI Group		9,598
156468	River Consulting		(25,000)
1000099	Environmental Law Group		14,630
1000136	GE Capital		626
1000191	Riveria Group	#1	4,180
1000216	David Pauker	#1	85,000
1000218	Ryan Heule		513
4000014	Fredrikson		2,248
4000015	Futura Travels Ltd	#1	12,208
4000022	Intralinks, Inc.		74
4000032	Minnesota Power	#2	(194,017)
4000035	Paul Hastings LLP		80,807
4000046	Verizon Business		(16,248)
4000047	W.B. Mason Co., Inc.		69
4000050	AT&T		6,368
20000005	William Everett		1,832
20000019	Beth Gundy		15
20000032	Susan Fennessey	#1	734
20000037	Jeffrey Price		2,469
20000042	Jennifer Tiedeman		731
20000060	Joyce Mackey		100
20000084	Andrew Martire		100
20000085	Kevin Ellis (Tony)		559
20000086	Darrin King		12
20000087	Matthew Stock	#1	18,500
50000006	Mitchell Brunfelt		1,510
			<u>116,539</u>
	Less: (#1) Payables to Directors, Officers and Affiliates		<u>120,621</u>
	TOTAL VENDOR BALANCE POSTPETITION (third parties)		(4,082)
1000204	DIP Funding SPHL (PIK interest)		522,083

#2 Account is subject to reconciliation with the vendor. A refund of \$97,461.25 was received in November.

Excludes amounts payable to bankruptcy related professional fees, which is subject to 20% holdback. Such

#3 amounts are included in Retention payable amount disclosed in the Balance sheet.

In Re: Essar Steel Minnesota LLC

Schedule of Cash Receipts and Disbursements
 TD Bank - XXXX4295 - Operating Account - Main
 TD Bank - XXXXX1302 - Wire Account - Main

Posting Date	Amount (USD)	Sub Type	Type	Category	Note Ref.
10/3/2016	75.00	Directors Fee	Director Fees	Wire Transfer Fee	1
10/3/2016	25.00	Rent	Office / Warehouse Rental	Wire Transfer Fee	
10/3/2016	30,264.40	Directors Fee	Director Fees	Riveria Group	1
10/3/2016	30,316.00	Directors Fee	Director Fees	Perpetual Holdings LLC	1
10/3/2016	33,556.42	Directors Fee	Director Fees	Bruce Cairnduff	1
10/3/2016	43,846.49	Payroll	Salary and Benefits	VOYA 401k Deposit	
10/4/2016	200.00	G&A	Other G&A and Travel	Walgreens	
10/4/2016	5,428.00	Payroll	Salary and Benefits	SelectAccount (HSA emp benefit plan)	
10/4/2016	5,436.03	Payroll	Salary and Benefits	Lincoln National Life Insurance	
10/5/2016	4,428.00	Payroll	Salary and Benefits	SelectAccount (HSA emp benefit plan)	
10/5/2016	17,968.67	Payroll	Salary and Benefits	VOYA 401k Deposit	
10/5/2016	30,000.00	Cost to complete	Third-Party Cost to Complete	Northern Industrial Erectors, Inc.	
10/7/2016	105.00	Rent	Office / Warehouse Rental	Wire Transfer Fee	
10/7/2016	50.00	Payroll	Salary and Benefits	Wire Transfer Fee	
10/7/2016	40.00	G&A	Other G&A and Travel	Wire Transfer Fee	
10/7/2016	144.78	IT	IT & Communications	Dish Network	
10/7/2016	552.51	Payroll	Salary and Benefits	ADP Payroll Fees	
10/7/2016	6,225.32	Storage	Storage	Gti Global Freight Systems Inc	
10/7/2016	8,763.48	Storage	Storage	Matcom Industrial Installations	
10/7/2016	10,553.00	Storage	Storage	Omnitrans Corp. Ltd.	
10/7/2016	10,637.90	G&A	Other G&A and Travel	Futura Travels Ltd (employee travel)	1
10/7/2016	27,206.64	IT	IT & Communications	Verizon Financial Services LLC	
10/7/2016	76,149.00	Payroll	Salary and Benefits	Zurich American Insurance Compan	
10/7/2016	80,842.39	City of Nashwauk	City of Nashwauk	City of Nashwauk - Utilities	
10/11/2016	80.00	G&A	Other G&A and Travel	Teja Jadhav/employee reimbursement SHRM Membership	
10/11/2016	858.68	G&A	Other G&A and Travel	Royal Tire, Inc.	
10/12/2016	50.00	Payroll	Salary and Benefits	Wire Transfer Fee	
10/12/2016	199.82	G&A	Other G&A and Travel	Jeffrey Price/employee reimbursement Travel and mileage Sep	
10/12/2016	1,186.14	G&A	Other G&A and Travel	Minnesota Power Utility (Sep)	
10/4/2016	2,000.00	Rent	Office / Warehouse Rental	William Durie (Guest House Rent)	
10/12/2016	11,807.34	Mining & other	Mining & Other Permits: Tech	Minnesota Industries	
10/13/2016	14.75	G&A	Other G&A and Travel	Minuteman Press	
10/4/2016	238,859.20	Payroll	Salary and Benefits	ADP Tax Services, Inc. - Payroll 10/14/16	
10/3/2016	(298.21)	Payroll	Salary and Benefits	New York State Unemployment Tax refund	
10/3/2016	(2,295.26)	Payroll	Salary and Benefits	Cobra Reimbursement for Life and Health insurance	
10/3/2016	(1,268.63)	Payroll	Salary and Benefits	Cobra Reimbursement for Life and Health insurance	
10/13/2016	50.00	Payroll	Salary and Benefits	Wire Transfer Fee	
10/13/2016	87.48	City of Nashwauk	City of Nashwauk	Nashwauk Public Utilities	
10/13/2016	400.00	IT	IT & Communications	Compudyne, Inc.	
10/13/2016	430.69	G&A	Other G&A and Travel	Aysta Water, Inc.	
10/13/2016	1,094.09	G&A	Other G&A and Travel	Acar Auto Rental (employees' travel cost)	
10/13/2016	1,300.00	IT	IT & Communications	DSC Communications	
10/13/2016	4,927.44	IT	IT & Communications	CW Technology	
10/14/2016	145.25	G&A	Other G&A and Travel	L&M Supply	
10/14/2016	1,055.00	Payroll	Salary and Benefits	SelectAccount (HSA emp benefit plan)	
10/14/2016	2,403.24	Mining & other	Mining & Other Permits: Tech	Braun Intertec Corporation	
10/14/2016	3,500.00	G&A	Other G&A and Travel	Carquest of Nashwauk	
10/14/2016	11,662.50	Rent	Office / Warehouse Rental	Salan Co. (Hibbing office rent for Oct)	
10/17/2016	100.00	Royalty	Royalty for Mineral Rights	Wire Transfer Fee	
10/17/2016	1,276.69	G&A	Other G&A and Travel	Acar Auto Rental (employees' travel cost)	
10/17/2016	1,379.65	IT	IT & Communications	Nextera	
10/17/2016	2,078.75	Storage	Storage	United Rentals	
10/17/2016	2,333.99	IT	IT & Communications	Cologix	
10/17/2016	2,625.00	Royalty	Royalty for Mineral Rights	Jenny Langdon LLC	
10/17/2016	2,625.00	Royalty	Royalty for Mineral Rights	ONEil Langdon	
10/17/2016	4,540.37	G&A	Other G&A and Travel	Northern Business Products	
10/17/2016	6,456.88	IT	IT & Communications	AT&T	
10/17/2016	7,506.91	IT	IT & Communications	Intralinks, Inc.	
10/17/2016	11,006.00	Other Legal Costs	Other Legal Costs	Fragonmen, Del Rey, Bernsen & Loewy, LLP	
10/17/2016	22,822.65	Payroll	Salary and Benefits	VOYA 401k Deposit	
10/17/2016	60,382.50	Royalty	Royalty for Mineral Rights	Minnesota Dept of Natural Resources	
10/17/2016	91,935.31	Royalty	Royalty for Mineral Rights	Superior Mineral Resources Llc	
10/17/2016	315,777.83	Royalty	Royalty for Mineral Rights	Great Northern Iron Ore Properties	
10/18/2016	25.00	G&A	Other G&A and Travel	Lone Pine Township Hall	
10/18/2016	53.25	Utilities	Minnesota Power / Other Utilit	Minnesota Power Utility (Sep)	
10/18/2016	69.80	G&A	Other G&A and Travel	Mediacom	
10/18/2016	186.88	Utilities	Minnesota Power / Other Utilit	Minnesota Power Utility (Sep)	
10/18/2016	216.00	IT	IT & Communications	Hurrican Electric	
10/18/2016	219.63	IT	IT & Communications	Verizon Wireless	
10/18/2016	325.00	Other Legal Costs	Other Legal Costs	U.S. Trustee	
10/18/2016	366.96	G&A	Other G&A and Travel	Dalco Enterprises, Inc.	
10/18/2016	550.28	Payroll	Salary and Benefits	VOYA 401k Deposit	
10/18/2016	676.67	IT	IT & Communications	Cogent Communications, Inc.	
10/18/2016	778.69	Payroll	Salary and Benefits	United Way of Northeastern MN (Employee contributions)	
10/18/2016	894.00	G&A	Other G&A and Travel	Hireku, Inc.(subscription for HR)	
10/18/2016	1,187.18	Utilities	Minnesota Power / Other Utilit	Minnesota Power Utility (Sep)	
10/18/2016	13,000.00	Other Legal Costs	Other Legal Costs	U.S. Trustee	
10/18/2016	13,180.42	Utilities	Minnesota Power / Other Utilit	Minnesota Power Utility (Sep)	
10/18/2016	104,961.25	Utilities	Minnesota Power / Other Utilit	Minnesota Power Utility (Sep)	
10/19/2016	25.00	Insurance	Insurance	Wire Transfer Fee	
10/19/2016	15,000.00	Insurance	Insurance	Willis of Minnesota Inc.	
10/20/2016	25.00	IT	IT & Communications	Wire Transfer Fee	
10/20/2016	40.00	Storage	Storage	Wire Transfer Fee	
10/20/2016	6,257.41	IT	IT & Communications	Verizon Financial Services LLC	
10/20/2016	11,410.20	Storage	Storage	Matcom	
10/21/2016	81.08	G&A	Other G&A and Travel	Minuteman Press	
10/21/2016	533.98	Payroll	Salary and Benefits	ADP Payroll Fees	
10/21/2016	551.93	G&A	Other G&A and Travel	Aysta Water, Inc.	
10/21/2016	832.86	Payroll	Salary and Benefits	ADP Payroll Fees	
10/21/2016	1,575.00	Royalty	Royalty for Mineral Rights	LMGHH LLC - Quarterly Royalty payment	
10/21/2016	5,953.00	Payroll	Salary and Benefits	SelectAccount (HSA emp benefit plan)	
10/24/2016	25.00	Directors Fee	Director Fees	Wire Transfer Fee	1
10/24/2016	25.00	Mining & other	Mining & Other Permits: Tech	Wire Transfer Fee	
10/24/2016	75.00	G&A	Other G&A and Travel	Super One Foods	
10/24/2016	163.61	Utilities	Minnesota Power / Other Utilit	Lake Country Power	
10/24/2016	167.50	G&A	Other G&A and Travel	United Parcel Service	
10/24/2016	216.00	IT	IT & Communications	Hurrican Electric	

In Re: Essar Steel Minnesota LLC

Schedule of Cash Receipts and Disbursements
 TD Bank - XXXX4295 - Operating Account - Main
 TD Bank - XXXXX1302 - Wire Account - Main

Posting Date	Amount (USD)	Sub Type	Type	Category	Note Ref.
10/24/2016	495.79	G&A	Other G&A and Travel	W.B. Mason Co., Inc.	
10/24/2016	604.13	G&A	Other G&A and Travel	Waste Management	
10/24/2016	626.03	G&A	Other G&A and Travel	Wells Fargo Vendor Finance Services (Copier rental)	
10/24/2016	807.57	G&A	Other G&A and Travel	Northern Business Products	
10/24/2016	2,625.00	Royalty	Royalty for Mineral Rights	O'Neill Langdon LLC - Quarterly Royalty Payment	
10/24/2016	3,774.15	IT	IT & Communications	Intralinks, Inc.	
10/24/2016	4,035.21	Directors Fee	Director Fees	Bruce Cairnduff (expense reimbursement)	1
10/24/2016	9,117.03	Storage	Storage	Bently World Packaging, Ltd.	
10/24/2016	13,027.50	Mining & other	Mining & Other Permits: Tech	Braun Intertec Corporation	
10/24/2016	16,800.00	Royalty	Royalty for Mineral Rights	Langdon Warren Limited Partnership - Quarterly Royalty Payment	
10/25/2016	25.00	Mining & other	Mining & Other Permits: Tech	Wire Transfer Fee	
10/25/2016	25.00	Chief Restructuring Office	Chief Restructuring Officer	Wire Transfer Fee	2
10/25/2016	25.00	G&A	Other G&A and Travel	Wire Transfer Fee	
10/25/2016	25.00	Utilities	Minnesota Power / Other Utilities	Wire Transfer Fee	
10/25/2016	33.00	Payroll	Salary and Benefits	Discovery Benefits (Cobra Admin)	
10/25/2016	530.00	G&A	Other G&A and Travel	Braid America, Inc.	
10/25/2016	2,130.00	Mining & other	Mining & Other Permits: Tech	Braun Intertec Corporation	
10/25/2016	6,027.75	Utilities	Minnesota Power / Other Utilities	Temp-Air Inc	
10/25/2016	6,435.50	Mining & other	Mining & Other Permits: Tech	Barr Engineering, Co.	
10/25/2016	8,954.51	G&A	Other G&A and Travel	Anderson Lubricants Inc	
10/25/2016	95,000.00	Chief Restructuring Office	Chief Restructuring Officer	David Pauker (CRO fees)	2
10/26/2016	50.00	Payroll	Salary and Benefits	Wire Transfer Fee	
10/26/2016	25.00	Chief Restructuring Office	Chief Restructuring Officer	Wire Transfer Fee	2
10/26/2016	2,333.99	IT	IT & Communications	Cologix	
10/26/2016	85,000.00	Chief Restructuring Office	Chief Restructuring Officer	David Pauker (CRO fees)	2
	235,153.46	Payroll	Salary and Benefits	ADP Tax Services, Inc. - Payroll 10/28/16	
10/27/2016	75.00	Payroll	Salary and Benefits	Wire Transfer Fee	
10/27/2016	272.71	G&A	Other G&A and Travel	Radko Iron & Supply	
10/27/2016	794.83	Utilities	Minnesota Power / Other Utilities	Hibbing Public Utilities	
10/27/2016	990.00	G&A	Other G&A and Travel	Advanced Minnesota	
10/28/2016	15,150.00	Chief Restructuring Office	Chief Restructuring Officer	Wollmuth, Maher & Deutsch, LLP (reimbursement of CRO expenses)	2
10/31/2016	75.00	Directors Fee	Director Fees	Wire Transfer Fee	1
10/31/2016	38.89	G&A	Other G&A and Travel	United Parcel Service	
10/31/2016	50.00	Payroll	Salary and Benefits	SelectAccount (HSA emp benefit plan)	
10/31/2016	50.57	G&A	Other G&A and Travel	Aysta Water, Inc.	
10/31/2016	56.13	IT	IT & Communications	GRM Information Services	
10/31/2016	71.83	G&A	Other G&A and Travel	W.B. Mason Co., Inc.	
10/31/2016	85.54	Utilities	Minnesota Power / Other Utilities	Nashwauck Public Utilities	
10/31/2016	100.00	Directors Fee	Director Fees	Perpetual Holdings (reimbursement of expense - short paid earlier)	1
10/31/2016	112.62	IT	IT & Communications	Verizon Wireless	
10/31/2016	115.70	IT	IT & Communications	Intralinks, Inc.	
10/31/2016	143.56	Utilities	Minnesota Power / Other Utilities	Hibbing Public Utilities	
10/31/2016	151.88	IT	IT & Communications	Reliance Communications Interna	
10/31/2016	428.00	Payroll	Salary and Benefits	Benefit Administration Inc.	
10/31/2016	725.00	IT	IT & Communications	Cogent Communications Inc.	
10/14/2016	748.89	G&A	Other G&A and Travel	A-1 Services, Inc.	
10/31/2016	748.89	G&A	Other G&A and Travel	A-1 Services, Inc.	
10/31/2016	811.35	G&A	Other G&A and Travel	Filthy Clean	
10/31/2016	1,276.18	G&A	Other G&A and Travel	Acar Auto Rental (employees' travel cost)	
10/31/2016	1,353.59	IT	IT & Communications	Nextera	
10/31/2016	2,000.00	Mining & other	Mining & Other Permits: Tech	Minnesota Department of Health	
10/31/2016	2,569.55	IT	IT & Communications	Metro Sales, Inc.	
10/31/2016	4,152.00	Storage	Storage	Omnitrans Corp. Ltd.	
10/31/2016	4,970.04	Mining & other	Mining & Other Permits: Tech	Minnesota Industries	
10/31/2016	6,465.73	IT	IT & Communications	AT&T	
10/31/2016	10,331.52	IT	IT & Communications	Verizon Business	
10/31/2016	17,460.00	Directors Fee	Director Fees	Riveria Group	1
10/31/2016	18,244.01	Directors Fee	Director Fees	Perpetual Holdings LLC	1
10/31/2016	19,560.60	Directors Fee	Director Fees	Bruce Cairnduff	1
10/31/2016	20,545.34	Payroll	Salary and Benefits	VOYA 401k Deposit	
10/31/2016	146,651.00	Itasca County Property Tax	Itasca County Property Tax	Itasca County - 2nd half property taxes	
10/3/2016	62,390.24	Rent	Office / Warehouse Rental	JP Morgan Chase - New York Office Rent Oct 16	
10/24/2016	(31,195.12)	Rent	Office / Warehouse Rental	Rent share received from Essar Capital - Rent Sep 16	
10/24/2016	(31,195.12)	Rent	Office / Warehouse Rental	Rent share received from Essar Capital - Rent Oct 16	
	2,184,621.23	Operating account XXXX4295			
10/3/2016	214.42	G&A	Other G&A and Travel	Ready by Fresh by Nestle - office water (Visa card)	
10/5/2016	57.70	G&A	Other G&A and Travel	Dominos - lunch for meeting (Visa card)	
10/6/2016	48.00	G&A	Other G&A and Travel	AGP Minnesota Circulation - subscription (Visa card)	
10/11/2016	15.99	G&A	Other G&A and Travel	Stamps.com (Visa card)	
10/12/2016	50.00	G&A	Other G&A and Travel	USPS Postage (Visa card)	
10/21/2016	44.35	G&A	Other G&A and Travel	Sammy's Pizza Restaurant - meeting lunch (Visa card)	
10/31/2016	2.00	G&A	Other G&A and Travel	Bank Fee (Wire Account)	
various	242.82	G&A	Other G&A and Travel	UPS (Visa card)	
various	57.21	G&A	Other G&A and Travel	Erbert and Gerberts - team meeting lunches (Visa card)	
	732.49	Wire account xxxxx1302			
	2,185,353.72				#3

#1 Payments made to Directors, Officers and affiliates

#2 Payment made to CRO

Above mentioned disbursements exclude amounts adjusted by utility service providers Northern Natural Gas (NNG) and Minnesota Power (MP) from the collaterals held by them, pursuant to Court Order dt Sept 20, 2016 (in case of NNG) and Order dt. Sept. 8, 2016 (in case of MP).

#3