

UNITED STATES BANKRUPTCY COURT  
EASTERN DISTRICT OF MISSOURI  
EASTERN DIVISION

In re

PATRIOT COAL CORPORATION, *et al.*,

Debtors.<sup>1</sup>

Chapter 11

Case No. 12-51502-659  
(Jointly Administered)

Re: Docket No. 4079

ORDER AUTHORIZING THE  
EMPLOYMENT AND RETENTION OF GREENBERG TRAUIG, LLP  
AS SPECIAL COUNSEL FOR THE DEBTORS  
NUNC PRO TUNC TO MAY 1, 2013

Upon the application (the “**Application**”)<sup>2</sup> of Patriot Coal Corporation and its subsidiaries that are Debtors and Debtors in Possession in these proceedings (collectively, the “**Debtors**”), pursuant to Sections 327(e) and 330 of the Bankruptcy Code, Bankruptcy Rule 2014(a) and Local Rule 2014, for authority to employ and retain Greenberg Traurig, LLP *nunc pro tunc* to May 1, 2013 as the Debtors’ special litigation counsel as defined in the Application; and upon the declaration of Mark E. Solomons, a shareholder of Greenberg Traurig, LLP, submitted in support of the Application (the “**Declaration**”); and the Court being satisfied, based on the representations made in the Declaration, that Greenberg Traurig, LLP continues to be a “disinterested person” as defined in Section 101(14) of the Bankruptcy Code, as modified by Section 1107(b) of the Bankruptcy Code, and, as required by Section 327(a) and referenced by

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<sup>1</sup> The Debtors are the entities listed on Schedule 1 attached to the Application. The employer tax identification numbers and addresses for each of the Debtors are set forth in the Debtors’ Chapter 11 petitions.

<sup>2</sup> Unless otherwise defined herein, all capitalized terms shall have the meaning ascribed to them in the Application.

Section 328(c) of the Bankruptcy Code, neither holds nor represents any interest adverse to the Debtors and their estates, except for *de minimis* amounts owed by the Debtors as described in the Application, and otherwise meets the standards for employment under the Bankruptcy Code; and the Court having jurisdiction to consider the Application and the relief requested therein pursuant to 28 U.S.C. § 1334; and consideration of the Application and the requested relief being a core proceeding the Bankruptcy Court can determine pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Application has been provided, and it appearing that no other or further notice need be provided; and the relief requested in the Application being in the best interests of the Debtors and their estates and creditors; and the Court having reviewed the Application; and the Court having determined that the legal and factual bases set forth in the Application establish just cause for the relief granted herein; and upon all of the proceedings had before the Court and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that the Application is approved as set forth herein; and it is further

ORDERED that the Debtors are hereby authorized to employ and retain Greenberg Traurig, LLP in the Debtors' Chapter 11 cases, *nunc pro tunc*, to May 1, 2013, on the terms provided in the Application; and it is further

ORDERED that the professional services provided by Greenberg Traurig, LLP are, among others, as follows:

- (a) prepare, on behalf of the Debtors, all necessary and appropriate motions, proposed orders, other pleadings, notices and other documents in connection with certain federal black lung litigation (the "**Retained Matters**"); and

- (b) advise and assist the Debtors in connection with any settlements concerning the Retained Matters; and
- (c) perform all other necessary or appropriate legal services in connection with the Retained Matters; and it is further

ORDERED that Greenberg Traurig, LLP shall continue to be compensated in accordance with, and will file interim and final fee applications for the allowance of compensation for services rendered and reimbursement of expenses incurred in accordance with, Sections 330 and 331 of the Bankruptcy Code, applicable Bankruptcy Rules, Local Rules, the United States Trustee Guidelines (collectively, the “**Fee Guidelines**”), the Order Establishing Procedures for Interim Monthly Compensation and Reimbursement of Expenses of Professionals entered on August 2, 2012 [ECF No. 262], and any applicable orders of this Court; and it is further

ORDERED that, notwithstanding the prior paragraph, the Fee payable to Greenberg Traurig, LLP pursuant to the Application and Declaration is hereby approved as reasonable and shall be subject to review only pursuant to the standards set forth in Section 328(a) of the Bankruptcy Code and shall not be subject to the standard of review set forth in Section 330 of the Bankruptcy Code; and it is further

ORDERED that, notwithstanding anything to the contrary contained herein, the U.S. Trustee retains all rights to respond or object to Greenberg Traurig, LLP’s interim and final applications for compensation and reimbursement of expenses on the grounds of reasonableness under Section 330 of the Bankruptcy Code; and, in the event the U.S. Trustee objects, the Court retains the right to review the interim and final applications pursuant to Section 330 of the Bankruptcy Code; and it is further

ORDERED that Greenberg Traurig, LLP is hereby authorized and directed to keep reasonably detailed time records in one-tenth of an hour increments and will submit, with any interim or final fee application, together with the time records, a narrative summary, by project category, of services rendered and will identify each professional rendering services, the category of services rendered and the amount of compensation requested; and it is further

ORDERED that, prior to any increases in rates, Greenberg Traurig, LLP shall file a supplemental affidavit with the Court and give ten (10) business days' notice to the Debtors, the United States Trustee and any official committee, which supplemental affidavit shall explain the basis for the requested rate increases in accordance with Section 330(a)(3)(F) of the Bankruptcy Code and indicate whether the client has received notice of and approved the proposed rate increase; and it is further

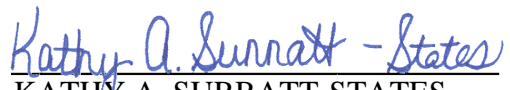
ORDERED that, subject to Greenberg Traurig, LLP's compliance with the applicable professional standards in its performance of legal services for the Debtors, Greenberg Traurig, LLP shall use reasonable efforts to comply with clear and reasonable instructions of the Debtors in avoiding duplication of services provided by the Debtors' other retained professionals in these Chapter 11 cases; and it is further

ORDERED that the Debtors are authorized and empowered to take all actions necessary to implement the relief granted in this Order; and it is further

ORDERED that the terms and conditions of this Order shall be immediately effective and enforceable upon its entry; and it is further

ORDERED that this Court shall retain jurisdiction for all matters arising from or related to the implementation of this Order; and it is further

ORDERED that proper, timely, adequate and sufficient notice of the Application has been provided in accordance with the Bankruptcy Code, the Bankruptcy Rules and the Local Rules, and no other or further notice of the Application or the entry of this Order shall be required.

  
KATHY A. SURRETT-STATES  
Chief United States Bankruptcy Judge

DATED: June 19, 2013  
St. Louis, Missouri  
jjh

**Order prepared by:**  
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