

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF MISSOURI
EASTERN DIVISION

In re:

PATRIOT COAL CORPORATION, *et al.*,

Debtors.¹

Chapter 11
Case No. 12-51502-659
(Jointly Administered)

Re: ECF No. 4577

STIPULATED ORDER AUTHORIZING THE DEBTORS
AND THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS TO
CONDUCT CERTAIN DISCOVERY OF ARCLIGHT CAPITAL PARTNERS, LLC
PURSUANT TO RULE 2004

This Stipulated Order Authorizing the Debtors and the Official Committee of Unsecured Creditors to Conduct Certain Discovery of ArcLight Capital Partners, LLC Pursuant to Rule 2004 (this “**Order**”) is made as of September 18, 2013 by and between the above-captioned debtors and debtors in possession in this action (collectively, the “**Debtors**”), the Official Committee of Unsecured Creditors of Patriot Coal Corporation (the “**Committee**” and, together with the Debtors, the “**Movants**”), and ArcLight Capital Partners, LLC, on behalf of itself and its managed entities (“**ArcLight**” and, together with the Movants, the “**Parties**”), through their respective duly authorized counsel of record. The Parties hereby agree that the Motion of the Debtors and the Official Committee of Unsecured Creditors for Leave to Conduct Discovery of ArcLight Capital Partners, LLC Pursuant to Rule 2004 filed on September 3, 2013 [ECF No. 4577] (the “**Motion**”)² shall be resolved as follows:

¹ The Debtors are the entities listed on Schedule 1 attached to the Motion (as defined herein). The employer tax identification numbers and addresses for each of the Debtors are set forth in the Debtors’ chapter 11 petitions.

² Capitalized terms not defined herein have the meanings ascribed to them in the Rule 2004 Motion, including the draft subpoena attached thereto as Appendix A.

1. The Movants are granted leave to propound discovery upon ArcLight pursuant to Federal Rule of Bankruptcy Procedure 2004 (“**Rule 2004**”), solely in the form of a subpoena duces tecum substantially in the form of Appendix A attached to the Motion (the “**Subpoena**”). The Movants shall serve the Subpoena by email to the undersigned counsel for ArcLight, which has been authorized to accept such service.

2. Subject to negotiations on the scope of the Subpoena and any ArcLight objections to the Subpoena, ArcLight shall respond to the Subpoena in accordance with the requirements of Rule 2004 and Rule 45(d)(1) of the Federal Rules of Civil Procedure (“**FRCP**”).³ ArcLight will produce documents on a rolling basis and will use reasonable efforts to complete the production within 90 days after the scope of discovery has been agreed upon or otherwise determined (or such later time as agreed among the Parties). An objection to one aspect of discovery will not stay the time for producing discovery that is not subject to any objection. Under no circumstances shall ArcLight be obligated to commence the production of documents until seven business days after a protective order governing ArcLight’s production has been entered by the Court and the Parties shall meet and confer to attempt to agree on the terms of such a protective order. If ArcLight withholds subpoenaed information under a claim that such information is privileged or subject to protection as trial-preparation material, ArcLight will prepare a privilege log, in accordance with FRCP 45(d)(2) and applicable local rules.

3. This Order is without prejudice to ArcLight’s right to object to the scope of the Subpoena pursuant to FRCP 45(c)(2)(B) and to move to quash or modify the Subpoena pursuant to FRCP 45(c)(3).

³ FRCP is applicable pursuant to Rule 9016 of the Federal Rules of Bankruptcy Procedure.


4. This Order is without prejudice to the Movants' rights to move to compel production by ArcLight pursuant to Rule 2004 and FRCP 45 if such dispute cannot be resolved.

5. Prior to the filing of a motion related to a dispute concerning the Subpoena, or the subsequent document production, the Parties agree to meet and confer in an effort to resolve the dispute without Court intervention. If the Parties cannot resolve the dispute within five calendar days of the initial meet and confer, then (i) any Party may file a motion and such motion shall be scheduled for a hearing and (ii) the Party may request that the Court hear such dispute on an expedited basis.

6. This Order is without prejudice to the Movants' rights to seek other and/or further discovery pursuant to Rule 2004 in connection with these chapter 11 cases and ArcLight's rights to object or otherwise respond.

7. Proper, timely, adequate, and sufficient notice of the Motion has been provided in accordance with the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, and the Local Rules, and no other or further notice of the Motion or the entry of this Order shall be required.

8. This Court shall retain jurisdiction with respect to all matters arising from or related to the implementation of this Order. ArcLight shall not be deemed to have waived any rights other than as expressly provided herein or to have consented to this Court entering any final order or having jurisdiction other than with respect to the Motion.


KATHY A. SURRATT-STATES
Chief United States Bankruptcy Judge

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

Dated: September 18, 2013

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