

**UNITED STATES BANKRUPTCY COURT  
EASTERN DISTRICT OF MISSOURI  
EASTERN DIVISION**

In re: )  
 ) Chapter 11  
PATRIOT COAL CORPORATION, *et al.*, ) Case No. 12-51502  
 ) (Jointly Administered)  
Debtors. )

**NINTH MONTHLY FEE STATEMENT OF CARMODY MACDONALD P.C.  
FOR COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF  
EXPENSES INCURRED AS COUNSEL TO THE OFFICIAL COMMITTEE OF  
UNSECURED CREDITORS OF PATRIOT COAL CORPORATION, ET AL. FROM  
AUGUST 1, 2013 THROUGH AND INCLUDING AUGUST 31, 2013**

Name of Applicant: Carmody MacDonald P.C.

Authorized to provide professional services to: Official Committee of Unsecured Creditors

Date of Retention: As of December 3, 2012 [Docket No. 2382]

Period for which compensation and reimbursement is sought: August 1, 2013 – August 31, 2013

Amount of compensation requested: \$15,405.50

Amount of expense reimbursement requested: \$ 0.00

In accordance with the Order to Establish Procedures for Interim Monthly Compensation and Reimbursement of Expenses of Professionals, dated August 2, 2012 (the “**Interim Compensation Order**”), Carmody MacDonald P.C. (“**Carmody MacDonald**”), co-counsel to the Official Committee of Unsecured Creditors (the “**Committee**”) of the above-captioned debtors-in-possession (collectively, the “**Debtors**”), hereby submits this Ninth Monthly Fee Statement (the “**Fee Statement**”), seeking compensation and reimbursement of expenses for the period of August 1, 2013 through and including August 31, 2013 (the “**Ninth Monthly Period**”). By this Fee Statement, Carmody MacDonald seeks payment of \$12,324.40, which is equal to eighty percent of the total amount of compensation sought for actual and necessary professional services rendered during the Ninth Monthly Period. No reimbursement of expenses is requested in connection with such services.

**Services Rendered and Disbursements Incurred**

1. Attached as **Exhibit A** is a summary of the services rendered and compensation sought, by project category, for the Ninth Monthly Period.
2. Attached as **Exhibit B** is a billing summary of Carmody MacDonald professionals by individual, setting forth the (i) name and title of each individual who performed services during the Ninth Monthly Period, (ii) aggregate time expended by each such individual, (iii) hourly billing rate for each such individual at Carmody MacDonald’s current billing rates, (iv) the amount of fees earned by each Carmody MacDonald professional, (v) year of bar admission for each attorney, and (vi) area of concentration for each attorney.

The blended hourly billing rate of Carmody MacDonald attorneys during the Ninth Monthly Period is \$344.64.

3. Attached as **Exhibit C** is a summary of reimbursement sought by expense type for all expenses for the Ninth Monthly Period incurred in connection with the performance of professional services.

4. Attached as **Exhibit D** is an itemized record of all expenses for the Ninth Monthly Period incurred in connection with the performance of professional services.

5. Attached as **Exhibit E** are itemized time records of Carmody MacDonald professionals.

**Total Fees and Expenses Sought for the Ninth Monthly Period**

6. The total amounts sought for fees for services rendered and reimbursement of expenses incurred for the Ninth Monthly Period are as follows:

Total Fees for the Ninth Monthly Period	\$ 15,405.00
Total Disbursements for the Ninth Monthly Period	\$ 0.00
<b>TOTAL</b>	\$ 15,405.00

7. Pursuant to the Interim Compensation Order, Carmody MacDonald seeks payment of \$12,324.40, which is equal to (i) 80% of Carmody MacDonald's total fees for services rendered during the Ninth Monthly Period and (ii) 100% of the total disbursements incurred during the Ninth Monthly Period.

80% of Total Fees for the Ninth Monthly Period	\$ 12,324.40
100% of Total Disbursements for the Ninth Monthly Period	\$ 0.00
<b>TOTAL</b>	\$ 12,324.40

**Notice and Objection Procedures**

8. No trustee or examiner has been appointed in these Chapter 11 Cases. Pursuant to the Interim Compensation Order, notice of this Fee Statement has been served, via the Court's ECF system, upon: (i) the Debtors, Patriot Coal Corporation, 12312 Olive Boulevard, Suite 400,

St. Louis, MO 63141, Attn: Jacquelyn A. Jones; (ii) Davis Polk & Wardwell LLP, 450 Lexington Avenue, New York, NY 10017, Attn: Marshall S. Huebner and Brian M. Resnick; (iii) Bryan Cave LLP, One Metropolitan Square, 211 N. Broadway, Suite 3600, St. Louis, MO 63102, Attn: Lloyd A. Palans and Brian C. Walsh; (iv) Kramer Levin Naftalis & Frankel LLP, 1177 Avenue of the Americas, New York, NY 10036, Attn: Adam C. Rogoff and Gregory G. Plotko; (v) the Office of the United States Trustee for the Eastern District of Missouri, 111 S. 10<sup>th</sup> Street, 4<sup>th</sup> Floor, St. Louis, MO 63102, Attn: Leonora Long; and (vi) attorneys for the administrative agent for the Debtors' post petition lenders, (a) Weil, Gotshal & Manges LLP, 767 Fifth Avenue, New York, NY 10153, Attn: Marcia Goldstein and Joseph Smolinsky, and (b) Willkie Farr & Gallagher LLP, 787 Seventh Avenue, New York, NY 10019, Attn: Margot B. Schonholtz and Ana Alfonso, (collectively, the "**Notice Parties**"). Carmody MacDonald submits that no other or further notice need be provided.

9. Pursuant to the Interim Compensation Order, objections to this Fee Statement, if any, must be served upon the Notice Parties, including Carmody MacDonald, no later than October 4, 2013 (the "**Review Deadline**"), setting forth the nature of the objection and the specific amount of fees or expenses at issue.

10. If no objections to the Fee Statement are received on or before the Review Deadline, the Debtors will pay Carmody MacDonald: (i) 80% of Carmody MacDonald's total fees for services rendered during the Ninth Monthly Period and (ii) 100% of the total disbursements incurred during the Ninth Monthly Period.

11. To the extent an objection to the Fee Statement is received on or before the Review Deadline, the Debtors will withhold payment of that portion of the Fee Statement to which the objection is directed and will promptly pay the remainder of the fees and

disbursements in the percentages set forth above. To the extent such objection is not resolved, it shall be preserved and scheduled for consideration at the next interim fee application hearing.

Dated: September 20, 2013  
St. Louis, Missouri

CARMODY MACDONALD P.C.

*/s/ Gregory D. Willard*

---

Gregory D. Willard, MO30192

Angela L. Schisler, MO56768

120 South Central Avenue, Suite 1800

St. Louis, Missouri 63105

Telephone: (314) 854-8600

Facsimile: (314) 854-8660

*Co-Counsel to the Official Committee of  
Unsecured Creditors*

**EXHIBIT A**

**Summary of Time by Category**

<b><u>Matter Number</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>	<b><u>Fees</u></b>
12059.0	CASE ADMINISTRATION	0.50	\$ 147.50
12059.1	HEARINGS	7.00	\$ 2,324.00
12059.4	PENSION / OPEB / LABOR ISSUES	4.90	\$ 1,788.50
12059.9	PLAN AND DISCLOSURE ISSUES	7.80	\$ 2,847.00
12059.13	GENERAL MOTIONS	2.20	\$ 768.00
12059.14	MEETING & COMMUNICATIONS WITH DEBTORS	0.60	\$ 219.00
12059.15	COMMITTEE MEETINGS / COMMUNICATIONS	14.70	\$ 5,057.50
12059.17	RETENTIONS / OTHER PROFESSIONAL APPLICATIONS	1.20	\$ 354.00
12059.18	CARMODY MACDONALD MONTHLY FEE STATEMENTS	1.00	\$ 295.00
12059.19	CARMODY MACDONALD FEE APPLICATIONS	4.80	\$ 1,605.00
	<b>TOTAL</b>	<b>44.70</b>	<b>\$15,405.50</b>

**EXHIBIT B**

**Summary of Professionals**

<b><u>Attorney/Professional Name</u></b>	<b><u>Department/Position at Carmody MacDonald</u></b>	<b><u>Year Admitted</u></b>	<b><u>Hourly Billing Rate</u></b>	<b><u>Total Worked Hours</u></b>	<b><u>Total Compensation Requested</u></b>
Gregory D. Willard	Corporate Restructuring & Bankruptcy Partner	1980	\$365.00	31.70	\$11,570.50
Angela L. Schisler	Corporate Restructuring & Bankruptcy Associate	2005	\$295.00	13.00	\$ 3,835.00
<b>TOTAL</b>				<b>44.70</b>	<b>\$15,405.50</b>

**EXHIBIT C**

**Summary of Expenses**

<b><u>Description</u></b>	<b><u>Amount</u></b>
None this Time Period	\$0.00
<b>TOTAL</b>	<b>\$0.00</b>



**EXHIBIT D**

**Expense Detail**

None this Time Period

**EXHIBIT E**

**Time Detail**

12059.0 Re: Case Administration

Date	Tmkpr	Narrative	Hours	Amount
8/2/2013	ALS	Telephone conferences with court and with S. Blank regarding transcripts.	0.30	\$ 88.50
8/14/2013	ALS	Email correspondence with A. Vidal regarding Mesirow's supplemental declaration.	0.20	\$ 59.00
			Total Hours:	<u>0.50</u>
			Total Fees:	<u>\$ 147.50</u>

12059.1 Re: Hearings

Date	Tmkpr	Narrative	Hours	Amount
8/12/2013	GDW	Telephone call from court clerk's office regarding scheduling and related matters (.1); work on matters for hearing dates, notices and related matters (.7).	0.80	\$ 292.00
8/20/2013	ALS	Prepare for, review and finalize materials, and attend omnibus hearing.	3.30	\$ 973.50
8/20/2013	GDW	Preparations for and attend omnibus hearing before U.S. Bankruptcy Judge Surratt-States on several matters.	2.90	\$ 1,058.50
Total Hours:			7.00	
Total Fees:				\$ 2,324.00

12059.4 Re: Pension/OPEB/Labor Issues

Date	Tmkpr	Narrative	Hours	Amount
8/5/2013	GDW	Research and analysis of procedural issues and options per EDMo precedent and practice on [CONFIDENTIAL - REDACTED] and outline alternatives regarding same for upcoming teleconferences.	2.70	\$ 985.50
8/9/2013	GDW	Telephone conference with Kramer Levin regarding Debtors' premature request for expedited hearing (.2) develop and draft suggested revised schedule and procedures and telephone conference with Kramer Levin regarding same (.8); research and analyze prior agreement with Debtors as to same and disparity from Debtors' communications to court per Kramer Levin discussions with Debtors' counsel (.8).	1.80	\$ 657.00
8/16/2013	GDW	Review and finalize court filing of Committee in support of consensual resolution of 1113/1114 Motion and related items.	0.40	\$ 146.00
Total Hours:			4.90	
Total Fees:				\$ 1,788.50

12059.9 Re: Plan and Disclosure Statement

Date	Tmkpr	Narrative	Hours	Amount
8/8/2013	GDW	Telephone conference with Committee professionals regarding [CONFIDENTIAL - REDACTED] and procedural questions regarding same (.4); review documentation regarding same and open items (.7); research and analysis of EDMo and prior agreement effects on request (2.6).	3.70	\$ 1,350.50
8/16/2013	GDW	Review and analysis of terms of proposed settlement of 1113/1114 litigation as to EDMo/8th Circuit [CONFIDENTIAL - REDACTED] and update prior analysis of same.	2.70	\$ 985.50
8/31/2013	GDW	Review and analysis of draft Plan of Reorganization from Debtors and analysis of EDMo precedent relating to same.	1.40	\$ 511.00
Total Hours:			7.80	
Total Fees:				\$ 2,847.00

12059.13 Re: General Motions

Date	Tmkpr	Narrative	Hours	Amount
8/16/2013	ALS	Review, finalize and file Statement of the Official Committee of Unsecured Creditors in support of the Debtors Motion.	0.50	\$ 147.50
8/16/2013	GDW	Review various matters to be heard at next Omnibus Hearings and prepare hearing materials for same.	0.60	\$ 219.00
8/29/2013	GDW	Work on several motions set for hearing before U.S. Bankruptcy Judge Surratt-States and coordination of appearances and positions on same.	1.10	\$ 401.50
			Total Hours:	<u>2.20</u>
			Total Fees:	<u>\$ 768.00</u>

12059.14 Re: Meetings and Communications with Debtors

<u>Date</u>	<u>Tmkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Amount</u>
8/20/2013	GDW	Preparations for and telephone conference meeting with Unsecured Creditors Committee and follow-up regarding same.	0.60	\$ 219.00
			Total Hours: <u>0.60</u>	
			Total Fees: <u>\$ 219.00</u>	



12059.15 Re: Committee Meetings/Communications

Date	Tmkpr	Narrative	Hours	Amount
8/1/2013	ALS	Prepare for and participate in Committee professionals' telephone conference.	0.40	\$ 118.00
8/6/2013	ALS	Prepare for, review materials and participate in Professionals' telephone conference and Committee telephone conference.	1.50	\$ 442.50
8/6/2013	GDW	Review materials for professionals call and teleconference with Committee professionals to coordinate presentations to Committee (.8); teleconference meeting with Official Committee of Unsecured Creditors on several topics and work follow-up on action items from Committee per same (3.3).	4.10	\$ 1,496.50
8/8/2013	ALS	Participate in Professionals' telephone conference and work on follow-up matters.	1.00	\$ 295.00
8/9/2013	GDW	Preparations for and participate in Committee professionals call to coordinate matters and reports to Committee (.4); telephone conference with Committee and follow-up on action items relating to Term Sheet and ongoing discussions (1.7).	2.10	\$ 766.50
8/15/2013	GDW	Preparations for and telephone conference with Committee professionals on several items (.4); follow-up on two matters for next week's hearings before U.S. Bankruptcy Judge Surratt-States and documents/position statement of same (1.3).	1.70	\$ 620.50
8/20/2013	ALS	Prepare for, review materials and participate in Committee telephone conference.	1.00	\$ 295.00
8/22/2013	ALS	Prepare for and participate in Professionals status update telephone conference.	0.50	\$ 147.50
8/22/2013	GDW	Preparations for and participate in Committee professionals call to coordinate various action items for Official Unsecured Creditors Committee (.5); follow-up research and analysis of action item for Committee as to back-stop offering and EDMo precedent (1.9).	2.40	\$ 876.00
Total Hours:			14.70	
Total Fees:				\$ 5,057.50

12059.17 Re: Retentions/Other Professional Fee

Date	Tmkpr	Narrative	Hours	Amount
8/26/2013	ALS	Finalize, file and send to Epiq for service the Monthly Fee Statement of Houlihan Lokey Capital, Inc., as financial advisor and investment banker to the Official Committee of Unsecured Creditors for Services Rendered and Reimbursement of Expenses Incurred for the period of July 1, 2013 through July 31, 2013 (.3); finalize and file Monthly Fee Statement of Epiq Bankruptcy Solutions, LLC, Information Agent to the Official Committee of Unsecured Creditors for Services Rendered and Reimbursement of Expenses Incurred for the period of May 1, 2013 through July 31, 2013 (.3).	0.60	\$ 177.00
8/27/2013	ALS	Finalize and file Monthly Fee Statement of Kramer Levin Naftalis & Frankel LLP, as counsel to the Official Committee of Unsecured Creditors for Services Rendered and Reimbursement of Expenses Incurred for the period of July 1, 2013 through and including July 31, 2013.	0.30	\$ 88.50
8/29/2013	ALS	Finalize and file Monthly Fee Statement of Mesirow Financial Consulting, LLC, as financial advisors to the Official Committee of Unsecured Creditors for Services Rendered and Reimbursement of Expenses Incurred for the period of July 1, 2013 through July 31, 2013.	0.30	\$ 88.50
Total Hours:			1.20	
Total Fees:				\$ 354.00

12059.18 Re: Carmody MacDonald Monthly Fee

Date	Tmkpr	Narrative	Hours	Amount
8/19/2013	ALS	Review, finalize and circulate for review Carmody MacDonald's July Monthly Fee Statement to the Committee.	0.70	\$ 206.50
8/20/2013	ALS	Finalize and file Monthly Fee Statement of Carmody MacDonald P.C., as co-counsel to the Official Committee of Unsecured Creditors, for Services Rendered and Reimbursement of Expenses Incurred for the period of July 1, 2013 through and including July 31, 2013.	0.30	\$ 88.50
			Total Hours:	<u>1.00</u>
			Total Fees:	<u>\$ 295.00</u>

12059.19 Re: Carmody MacDonald Fee Applications

Date	Tmkpr	Narrative	Hours	Amount
8/29/2013	GDW	Review and analysis of draft Carmody MacDonald's Second Interim Fee Application and drafting final components of same.	2.70	\$ 985.50
8/30/2013	ALS	Review, revise, finalize and file Carmody MacDonald's Second Interim Fee Application.	2.10	\$ 619.50
			Total Hours:	<u>4.80</u>
			Total Fees:	<u>\$ 1,605.00</u>