

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

In re:

PATRIOT COAL CORPORATION, *et al.*,

Debtors.

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

Objection Deadline:

October 17, 2013 at 4:00 p.m.,
prevailing Central time

**MONTHLY FEE STATEMENT OF BRYAN CAVE LLP FOR
PROFESSIONAL SERVICES AND DISBURSEMENTS
FOR THE PERIOD OF AUGUST 1 - 31, 2013**

NAME OF APPLICANT:	Bryan Cave LLP
ROLE IN THE CASE:	Local Restructuring Counsel and Corporate Counsel to the Debtors
DATE OF RETENTION:	February 4, 2013 [Dkt. No. 2682] Effective Nov. 27, 2012 for restructuring Effective Dec. 1, 2012 for other matters
TIME PERIOD:	August 1 - 31, 2013
CURRENT APPLICATION:	Total Fees Requested: \$48,068.50 80% of Fees Requested: \$38,454.80 Total Expenses Requested: \$735.89

1. In accordance with the *Order To Establish Procedures for Interim Monthly Compensation and Reimbursement of Expenses of Professionals* [Dkt. No. 262] (the “Interim Compensation Order”), Bryan Cave LLP (“Bryan Cave”), local restructuring counsel and corporate counsel to the above-captioned debtors and debtors-in-possession (collectively, the “Debtors”), hereby submits its Monthly Statement for Professional Services and Disbursements (the “Fee Statement”) for the period of August 1, 2013 through and including August 31, 2013 (the “Fee Statement Period”).

2. Pursuant to the Interim Compensation Order, Bryan Cave seeks payment of \$39,190.69, representing (a) 80% of Bryan Cave’s fees for services rendered and (b) 100% of actual and necessary expenses incurred.

3. Attached hereto as Exhibit A is a listing of Bryan Cave professionals and paraprofessionals (collectively, the “Bryan Cave Professionals”), including the hourly rate for each Bryan Cave Professional who rendered services to the Debtors in connection with these Chapter 11 cases during the Fee Statement Period as well as the title, aggregate hours worked and the amount of fees billed by each Bryan Cave Professional.

4. Attached hereto as Exhibit B is a schedule specifying the categories of actual and necessary expenses for which Bryan Cave is seeking reimbursement and the total amount for each such expense category.

5. Attached hereto as Exhibit C is a summary of the number of hours and amounts billed by Bryan Cave during the Fee Statement Period, organized by project categories.

6. Attached hereto as Exhibit D are the time records of Bryan Cave, which provide a daily summary of the time spent by each Bryan Cave Professional during the Fee Statement Period by project category.

Notice

7. Consistent with the procedures described in the Interim Compensation Order, the Debtors will serve this Fee Statement, by first-class U.S. mail, postage pre-paid, on (i) the Debtors, Patriot Coal Corporation, 12312 Olive Boulevard, Suite 400, St. Louis, Missouri, 63141, Attn: Jacquelyn A. Jones; (ii) the Office of the United States Trustee for the Eastern District of Missouri, 111 South 10th Street, Suite 6.353, St. Louis, MO 63102, Attn: Leonora S. Long and Paul A. Randolph; (iii) attorneys for the administrative agent for the Debtors' post-petition lenders, (a) Weil, Gotshal & Manges LLP, 767 Fifth Avenue, New York, New York 10153, Attn: Marcia Goldstein and Joseph Smolinsky, and (b) Willkie Farr & Gallagher LLP, 787 Seventh Avenue, New York, New York 10019, Attn: Margot B. Schonholtz and Ana Alfonso; and (iv) counsel to the official committee of unsecured creditors, Kramer Levin Naftalis & Frankel LLP, 1177 Avenue of the Americas, New York, New York 10036, Attn: Adam C. Rogoff, Esq. and Gregory G. Plotko, Esq.

Dated: St. Louis, Missouri
October 2, 2013

Respectfully submitted,

BRYAN CAVE LLP

/s/ Laura Uberti Hughes

Lloyd A. Palans, #22650MO

Brian C. Walsh, #58091MO

Laura Uberti Hughes, #60732MO

One Metropolitan Square

211 N. Broadway, Suite 3600

St. Louis, Missouri 63102

(314) 259-2000

Fax: (314) 259-2020

laura.hughes@bryancave.com

ATTORNEYS FOR THE DEBTORS

EXHIBIT A

Professionals and Rates

Partners:

Name	Admission Year	Total Hours	Rate	Amount
Denis P. McCusker	1972	4.3	\$700.00	\$3,010.00
Lloyd A. Palans	1972	11.7	\$675.00	\$7,897.50
Brian C. Walsh	1997	32.4	\$450.00	\$14,580.00

Counsel:

Name	Admission Year	Total Hours	Rate	Amount
Hal B. Morgan	1983	11.7	\$565.00	\$6,610.50

Associates:

Name	Admission Year	Total Hours	Rate	Amount
Laura Uberti Hughes	2008	50.7	\$315.00	\$15,970.50

EXHIBIT B

Expenses

Expense	Amount
Audio Conferencing	\$5.77
Computerized Research	\$35.82
Copy Charges	\$505.65
Local Delivery Charges	\$10.20
Local Transportation – airport taxi	\$40.00
Long Distance Telephone Charges	\$2.10
Meals	\$108.85
PACER Charges	\$17.70
Scanning PDF Charges	\$9.80
Total	\$735.89

EXHIBIT C

Summary by Project Code

Project Code	Total Hours	Total Fees
Case Administration	10.2	\$3,699.00
Asset disposition	0.6	\$189.00
Relief from Stay/Adequate Protection Proceedings	1.2	\$571.50
Fee/Employment Applications	13.1	\$4,572.00
Assumption/Rejection of Leases and Contracts	6.9	\$4,522.50
Other Contested Matters	7.0	\$2,677.50
Business Operations	0.3	\$94.50
Financing/Cash Collections	5.0	\$3,437.50
Claims Administration and Objections	48.7	\$18,643.50
Plan & Disclosure Statement	6.1	\$3,051.00
Employee Benefits Matters (Non-Restructuring)	11.7	\$6,610.50

EXHIBIT D

Time Records



Bryan Cave LLP Atlanta | Boulder | Charlotte | Chicago | Colorado Springs | Dallas | Denver | Frankfurt | Hamburg | Hong Kong | Irvine
Jefferson City | Kansas City | Los Angeles | New York | Paris | Phoenix | San Francisco | Shanghai | Singapore | St. Louis | Washington, D.C.

EMPLOYER IDENTIFICATION NUMBER: 43-0602162

Patriot Coal Corporation
12312 Olive Blvd., Suite 400
St. Louis, MO 63141

September 26, 2013
Invoice # 10249621
Client # C067317
Payment is due upon
Receipt

STATEMENT OF ACCOUNT

CURRENT CHARGES FOR MATTER:

File #0345891

Chapter 11 Restructuring

Fees for Legal services \$ 41,458.00

Expenses and Other Charges 735.89

TOTAL CHARGES THIS INVOICE \$ 42,193.89

STATEMENT TOTAL \$ 42,193.89

PAYMENT INSTRUCTIONS

Check Payment Instructions:

Bryan Cave LLP
P.O. Box 503089
St. Louis, MO 63150-3089

Please return Remittance Advice with
payment in the enclosed envelope.

ACH Payment Instructions:

ACH to: Bank of America
One Bank of America Plaza
St. Louis, MO 63101
Routing #081000032
Account # 100101007976

Wire Instructions:

Wire to: Bank of America
One Bank of America Plaza
St. Louis, MO 63101
ABA #0260-0959-3
Account # 100101007976

Swift Codes:
BOFAUS3N (incoming US wires)
BOFAUS6S (incoming Non-US wires)

Please include the Client, Matter, or Invoice Number with all payments.

For Legal Services Rendered Through August 31, 2013

File #0345891
Chapter 11 Restructuring

Case Administration

08/06/13	B. C. Walsh	0.60 hrs.	270.00	Telephone conference with M. McGreal regarding monthly operating report (0.1); review draft of same (0.5).
08/06/13	L. U. Hughes	0.30 hrs.	94.50	Review draft of June monthly operating report (0.1); respond to email from B. C. Walsh regarding preparing pleading for filing of same (0.2).
08/07/13	B. C. Walsh	0.10 hrs.	45.00	Memorandum to J. Wubker regarding monthly operating report.
08/07/13	L. U. Hughes	0.10 hrs.	31.50	Review and respond to emails from J. Wubker regarding filing of June operating reports and SEC documents.
08/08/13	L. U. Hughes	0.30 hrs.	94.50	Exchange emails with J. Demma and A. Libby regarding task of updating master service lists (0.2); review case management order for information regarding same (0.1).
08/09/13	L. U. Hughes	0.20 hrs.	63.00	Review and arrange for filing of monthly operating report, and respond to email from J. Wubker regarding same.
08/13/13	L. U. Hughes	0.20 hrs.	63.00	Review and respond to emails from A. Libby and J. Demma regarding filing of revised service lists.
08/15/13	L. U. Hughes	0.50 hrs.	157.50	Prepare master service list and core parties for filing and review examples of same (0.3); confer

September 26, 2013

Invoice # 10249621

Client # C067317

Page 3

with A. Libby regarding strategy for updating same (0.2).

08/16/13	B. C. Walsh	1.50 hrs.	675.00	Participate in weekly update call with debtor team (1.3); review draft operating report (0.2).
08/16/13	L. U. Hughes	1.50 hrs.	472.50	Participate in weekly status update conference call (1.3); confer with A. Libby regarding preparation of binders for omnibus hearing (0.2).
08/19/13	L. U. Hughes	1.70 hrs.	535.50	Coordinate preparation of binders in preparation for omnibus hearing and respond to emails from A. Libby regarding contents of same.
08/21/13	B. C. Walsh	0.20 hrs.	90.00	Memorandum to J. Beckerle regarding monthly operating report (0.1); revise notice of omnibus hearings (0.1).
08/21/13	L. U. Hughes	0.60 hrs.	189.00	Review and respond to emails regarding filing of monthly operating report and comments thereto, and arrange for filing of same on docket (0.3); draft notice of hearing of upcoming omnibus objections and confirm filing of same with J. Howley (0.3).
08/22/13	B. C. Walsh	0.20 hrs.	90.00	Memorandum to L. U. Hughes regarding logistics of [REDACTED].
08/22/13	L. U. Hughes	0.30 hrs.	94.50	Review and respond to email from M. McGreal regarding [REDACTED].
08/26/13	L. U. Hughes	0.30 hrs.	94.50	Confer with M. McGreal regarding strategy for [REDACTED].
08/27/13	L. U. Hughes	0.40 hrs.	126.00	Review agenda in preparation for Bankruptcy Management Committee call (0.2); review and respond to emails regarding strategy for [REDACTED] (0.2).
08/29/13	L. U. Hughes	0.10 hrs.	31.50	Review key dates calendar.

08/30/13	B. C. Walsh	1.00 hrs.	450.00	Participate in weekly update call with debtor team.
08/30/13	L. U. Hughes	0.10 hrs.	31.50	Review and respond to email regarding strategy for amendment to schedules.

Total Case Administration 10.20 hrs. \$ 3,699.00

Asset Disposition

08/13/13	L. U. Hughes	0.10 hrs.	31.50	Review and respond to email from J. Wubker regarding notices of de minimis asset reports.
08/15/13	L. U. Hughes	0.50 hrs.	157.50	Review order regarding asset sales reports and confirm distribution list (0.4); send July report to counsel (0.1).

Total Asset Disposition 0.60 hrs. \$ 189.00

Relief from Stay/Adequate Protection Proceed

08/06/13	L. A. Palans	0.20 hrs.	135.00	Conference with B. C. Walsh regarding lift stay issues arising with respect to litigation.
08/06/13	B. C. Walsh	0.50 hrs.	225.00	Review issues regarding motion for stay relief (0.3); conference with L. A. Palans regarding same (0.2).
08/07/13	B. C. Walsh	0.30 hrs.	135.00	Memorandum to J. Adler regarding relief from stay motion.
08/08/13	B. C. Walsh	0.10 hrs.	45.00	Memorandum to L. A. Palans regarding motion for stay relief.
08/08/13	L. U. Hughes	0.10 hrs.	31.50	Review and respond to emails regarding objection to Bevins stay relief motion.

Total Relief from Stay/Adequate Protection Proceed 1.20 hrs. \$ 571.50

Fee/Employment Applications

08/06/13	B. C. Walsh	0.90 hrs.	405.00	Prepare monthly statement.
08/07/13	B. C. Walsh	0.20 hrs.	90.00	Prepare monthly statement.
08/08/13	B. C. Walsh	0.20 hrs.	90.00	Review supplemental disclosure.
08/15/13	B. C. Walsh	0.20 hrs.	90.00	Revise monthly statement.
08/21/13	B. C. Walsh	0.20 hrs.	90.00	Review and revise monthly statement.
08/21/13	L. U. Hughes	1.20 hrs.	378.00	Draft July monthly fee statement for filing with court.
08/22/13	L. U. Hughes	0.40 hrs.	126.00	Draft updated letter to client regarding July fee statement (0.2); send same to J. Jones with comments (0.2).
08/26/13	L. U. Hughes	1.00 hrs.	315.00	Confer with J. Saunders to request fee and expense data for interim fee application (0.2); begin draft of same (0.8).
08/27/13	L. U. Hughes	3.80 hrs.	1,197.00	Prepare second interim fee application.
08/28/13	B. C. Walsh	0.40 hrs.	180.00	Memorandum to J. Woodrum regarding special counsel issues(0.2); review order regarding ordinary course retention (0.2).
08/28/13	L. U. Hughes	1.50 hrs.	472.50	Confer with M. McGreal regarding retention application for Ernst & Young (0.3); review and respond to inquiry from B. C. Walsh regarding employment of Ogletree as special counsel for the Debtors (0.4); prepare outline for employment application for Ogletree and perform research regarding facts underlying same (0.8).
08/29/13	B. C. Walsh	1.20 hrs.	540.00	Revise interim fee application (0.9); revise Ernst and Young supplemental employment application (0.3).
08/29/13	L. U. Hughes	0.40 hrs.	126.00	Revise interim fee application

per B. C. Walsh's comments.

08/29/13	L. U. Hughes	1.00 hrs.	315.00	Review and revise supplemental employment application of Ernst & Young and respond to emails regarding same.
08/30/13	L. U. Hughes	0.50 hrs.	157.50	Draft proposed order granting third supplemental employment application for Ernst & Young (0.3); revise exhibits to interim fee application (0.2).

Total Fee/Employment Applications	13.10 hrs.	\$	4,572.00
-----------------------------------	------------	----	----------

Assumption/Rejection of Leases and Contracts

08/05/13	B. C. Walsh	0.20 hrs.	90.00	Telephone conference with G. Willard regarding 1113 appeal.
08/07/13	L. A. Palans	2.30 hrs.	1,552.50	Review UMWA reply to brief (1.6); preparation of comments with respect to UMWA position on appeal (0.7).
08/09/13	L. A. Palans	0.50 hrs.	337.50	Review correspondence from M. Huebner regarding UMW discussions (0.2); receive and review correspondence with T. Mayer regarding creditor committee position and reservation of rights regarding UMW discussion and potential agreement (0.3).
08/12/13	L. A. Palans	1.40 hrs.	945.00	Receive and review draft motion authorizing entry into new collective bargaining agreements, VEBA funding agreement and memorandum of understanding with UMW.
08/13/13	L. A. Palans	1.10 hrs.	742.50	Review of motions and memoranda in support with respect to resolution of 1113/1114 matters (0.6); conference with G. Willard regarding status and update (0.5).
08/14/13	B. C. Walsh	0.40 hrs.	180.00	Review 1113 settlement motion.
08/19/13	L. A. Palans	0.50 hrs.	337.50	Receive and review unsecured

creditors' committee statement in support of 1113/1114 settlement (.2); review US Bank statement in connection with 1113/1114 settlement and reservation of rights (.3).

08/22/13	L. A. Palans	0.50 hrs.	337.50	Receive and review order on 1113/1114 settlement.
----------	--------------	-----------	--------	---

Total Assumption/Rejection of Leases and Contracts 6.90 hrs.	\$	4,522.50
--	----	----------

Other Contested Matters(excl assumption/rejecti

08/19/13	B. C. Walsh	0.70 hrs.	315.00	Conference with L. U. Hughes regarding hearing preparation (0.2); prepare for hearing (0.5).
----------	-------------	-----------	--------	--

08/20/13	B. C. Walsh	2.80 hrs.	1,260.00	Prepare for hearing (0.5); court appearance on omnibus hearing, including multiple conferences with various counsel (2.3).
----------	-------------	-----------	----------	--

08/20/13	L. U. Hughes	3.50 hrs.	1,102.50	Review amended UMWA settlement pleadings and prepare same for hearing (0.6); attend hearing and announce status of claims objections settlements (2.3); prepare proposed orders for submission to court and lodge same (0.6).
----------	--------------	-----------	----------	---

Total Other Contested Matters(excl assumption/rejecti 7.00 hrs.	\$	2,677.50
---	----	----------

Business Operations

08/15/13	L. U. Hughes	0.30 hrs.	94.50	Review and distribute report of July coal sales per M. McGreal's instructions.
----------	--------------	-----------	-------	--

Total Business Operations	\$	94.50
---------------------------	----	-------

Financing/Cash Collections

08/01/13	D. P. McCusker	0.30 hrs.	210.00	Emails with J. Jones relating to liquidation of receivables securitization SPV.
----------	----------------	-----------	--------	---

08/06/13	D. P. McCusker	0.30 hrs.	210.00	Emails with Virgin Islands
----------	----------------	-----------	--------	----------------------------

counsel relating to liquidation of SPV.

08/08/13	L. A. Palans	0.50 hrs.	337.50	Review blacklined copy of changes to credit agreement.
08/08/13	B. C. Walsh	0.20 hrs.	90.00	Review supplemental DIP filing.
08/16/13	D. P. McCusker	0.50 hrs.	350.00	Review documents relating to lien filing in BVI (.3); emails with J. Jones (.2)
08/19/13	D. P. McCusker	1.00 hrs.	700.00	Prepare release of lien filing relating to SPV (0.5); emails with J. Jones and BVI counsel regarding same (0.5).
08/20/13	D. P. McCusker	1.00 hrs.	700.00	Emails with client and counsel to Fifth Third Bank relating to release of BVI lien (0.3); prepare and send document of release (0.7).
08/23/13	D. P. McCusker	0.30 hrs.	210.00	Emails to client (J. Jones and R. Mead) and to BVI counsel relating to liquidation of BVI special purpose vehicle.
08/27/13	D. P. McCusker	0.30 hrs.	210.00	Emails with BVI counsel relating to Know Your Customer information for Rob Mead.
08/28/13	D. P. McCusker	0.60 hrs.	420.00	Emails with bank counsel, BVI counsel and J. Jones relating to release of lien against SPV.

Total Financing/Cash Collections	5.00 hrs.		\$ 3,437.50
----------------------------------	-----------	--	-------------

Claims Administration and Objections

08/02/13	B. C. Walsh	0.30 hrs.	135.00	Revise stipulation regarding Hawthorn claims (0.2); memorandum to L. Viorel regarding same (0.1).
08/05/13	L. U. Hughes	0.90 hrs.	283.50	Confer with counsel for L. Luebbert regarding response to objection to claim (0.3); respond to email from S. Dreieswerd regarding settlement of J.H. Fletcher claims objection (0.1); begin draft of stipulated order resolving Electro-Mechanical

September 26, 2013
Invoice # 10249621
Client # C067317
Page 9

claims and send email to M. Esposito regarding same (0.3); review inquiry from Longwall Associates regarding settlement agreement of 503(b)(9) claim and send to J. Clarrey with comments (0.2).

08/06/13	L. U. Hughes	0.20 hrs.	63.00	Review claims status update from J. Clarrey in preparation for Bankruptcy Management Committee call.
08/07/13	B. C. Walsh	3.00 hrs.	1,350.00	Participate in meeting of management committee (0.4); memorandum to J. Eagan regarding Pocahontas claim (0.2); telephone conference with R. McWilliams regarding claims objections (0.4); memorandum to J. Eagan regarding potential stipulation on claim objection (0.2); conference with L. U. Hughes regarding upcoming objections (0.2); multiple memoranda to J. Eagan, C. Ebetino regarding strategy for claim objections (0.4); draft stipulation regarding Pocahontas claims (0.7); review underlying proofs of claim and contracts (0.5).
08/07/13	L. U. Hughes	2.90 hrs.	913.50	Participate in Bankruptcy Management Committee call regarding claims resolutions (0.4); draft stipulation and order resolving claim of Electro-Mechanical Corporation and discuss same with B. C. Walsh, then send to opposing counsel for review (0.4); draft stipulation and order resolving claim of C&A Cutterhead and send email to opposing counsel confirming amount of same (0.3); respond to inquiry from counsel regarding settlement agreement resolving claim objection for Longwall Associates (0.3); review

September 26, 2013
Invoice # 10249621
Client # C067317
Page 10

correspondence regarding negotiation of claim of Pocahontas Land (0.3); confer with K. Robinson regarding settlement of objections to claims of Motion Industries (0.3); call to K. Brock regarding Continental Bank claim objection (0.1); review correspondence regarding settlement of claims of Michigan Department of Treasury (0.1); update spreadsheet of claim objections and agenda for omnibus hearing (0.7).

08/08/13	L. A. Palans	0.50 hrs.	337.50	Conference with B. C. Walsh regarding assumed leases, unliquidated amounts, procedure for resolution and development of claim resolution procedure.
08/08/13	B. C. Walsh	0.60 hrs.	270.00	Memorandum to S. McNeill regarding objection to Pocahontas claim (0.2); memorandum to C. Ebetino regarding lessor claim (0.1); telephone conference with L. A. Palans regarding strategy for claim objections (0.3).
08/12/13	B. C. Walsh	2.00 hrs.	900.00	Memorandum to S. Trowbridge regarding Cox claim objection (0.1); memorandum to E. Waller regarding claim objections (0.1); telephone conference with C. Ebetino, J. Eagan, W. Gore, R. Keffer regarding lease claims (0.9); review schedule of claims for upcoming objections (0.4); memorandum to C. Ebetino regarding Pochontas claim (0.1); review issues regarding personal injury claim (0.3); memorandum to S. McNeill regarding Pocahontas (0.1).
08/12/13	L. U. Hughes	0.40 hrs.	126.00	Confer with K. Brock regarding resolution of objection to claims of Continental Bank (0.3); review comments on draft stipulation

September 26, 2013

Invoice # 10249621

Client # C067317

Page 11

for C&A Cutterhead order
resolving objection (0.1).

08/13/13	L. A. Palans	0.30 hrs.	202.50	Conference with B. C. Walsh regarding insurance coverage with respect to time barred claim.
08/13/13	B. C. Walsh	1.30 hrs.	585.00	Telephone conference with E. Waller, J. Jones, R. Keffer, K. Coco regarding tort claims and strategy for same (0.9); conference with L. U. Hughes regarding pending claim objections (0.3); telephone conference with R. Keffer regarding tort claims (0.1).
08/13/13	L. U. Hughes	0.40 hrs.	126.00	Confer with B. C. Walsh regarding analysis of litigation claims (0.2); and resolution of adjourned Fifth Omnibus claims (0.2).
08/14/13	B. C. Walsh	1.20 hrs.	540.00	Telephone conference with R. Mead, R. Keffer, R. McWilliams, J. Clarrey, L. U. Hughes regarding claim objections (0.8); conference with L. U. Hughes regarding same (0.2); review response to claim objection (0.2).
08/14/13	L. U. Hughes	1.10 hrs.	346.50	Participate in call with R. McWilliams, B. C. Walsh and client regarding plans for upcoming claims objections (0.8); confer with M. McGreal and K. Coco regarding amendment to Fifth Omnibus Claims order (0.2); review claim objection response of N. Smith to Tenth Omnibus Objection and respond to B. C. Walsh regarding same (0.1).
08/15/13	B. C. Walsh	1.30 hrs.	585.00	Review schedule of claims for objection (0.3); review correspondence from K. Gargan regarding same (0.1); conference with L. U. Hughes regarding hearing on pending objections (0.2); analyze Pocahontas claim

September 26, 2013
Invoice # 10249621
Client # C067317
Page 12

issues (0.2); revise stipulation regarding same (0.2); memorandum to C. Ebetino regarding same (0.1); conference with L. U. Hughes regarding claim objections (0.2).

08/15/13	L. U. Hughes	3.60 hrs.	1,134.00	Prepare preliminary agenda of claims objection issues (1.5); review and revise stipulation resolving C&A Cutterhead objection and send emails to M. Esposito and P. Kerth regarding same (0.3); respond to email with comments on stipulation draft for Electro-Mechanical Corporation (0.2); send emails to J. Clarrey and R. Keffer requesting updates on negotiation of claim objections for certain creditors (0.3); send email to J. Clarrey and R. Keffer regarding N. Smith response to claim objection (0.2); review draft stipulation revisions for Pocahontas Land order (0.2); review correspondence regarding revisions to claims objection list for September hearing and draft exhibits for same (0.3); confer with K. Coco regarding announcement of resolution of Fairchild objection (0.2); respond to inquiry from M. Esposito regarding settlement agreement for 503(b)(9) claims (0.2); provide updates to agenda regarding claims resolutions per K. Coco's request (0.2).
08/16/13	B. C. Walsh	0.30 hrs.	135.00	Review and revise order on omnibus objection (0.2); memorandum to L. U. Hughes regarding order (0.1).
08/16/13	L. U. Hughes	2.10 hrs.	661.50	Respond to email from M. Esposito regarding Longwall Associates stipulation (0.2); review and respond to comments on stipulation

September 26, 2013

Invoice # 10249621

Client # C067317

Page 13

resolving Electro-Mechanical claims (0.3); draft and revise supplemental order updating Fifth Omnibus Objection (1.0); review duplicate claims objection exhibit (0.3); respond to inquiry from R. Stewart regarding updates to final agenda for omnibus hearing (0.2); review emails regarding status of Hawthorn Bank stipulation (0.1).

08/19/13	B. C. Walsh	0.10 hrs.	45.00	Memorandum to N. Gambill regarding objection to Michigan claim.
08/19/13	L. U. Hughes	1.60 hrs.	504.00	Prepare for hearing on claims objections by reviewing pleadings and preparing comments (1.4); review and respond to emails regarding resolution of claim objection for Michigan Department of Treasury (0.2).
08/20/13	B. C. Walsh	0.40 hrs.	180.00	Multiple memoranda to S. McNeill regarding Pocahontas claims (0.1); revise stipulation regarding same (0.3).
08/21/13	B. C. Walsh	1.00 hrs.	450.00	Review multiple orders regarding claim objections (0.3); revise multiple omnibus objections, including review of underlying proofs of claim (0.7).
08/21/13	L. U. Hughes	4.20 hrs.	1,323.00	Review claims included in fourteenth, fifteenth and sixteenth omnibus objections (1.5); draft fourteenth omnibus objection and declaration in support of same (0.7); revise same per B.C. Walsh's comments (0.1); draft sixteenth omnibus objection and declaration in support of same (0.7); revise same per B. C. Walsh's comments (0.1); confer with J. Clarrey regarding inclusion of certain claims in objections (0.4); send emails to

September 26, 2013

Invoice # 10249621

Client # C067317

Page 14

K. Gargan requesting revisions of exhibits to objections (0.2); draft fifteenth omnibus objection (0.5).

08/22/13	L. A. Palans	0.30 hrs.	202.50	Conference with B. C. Walsh regarding claims resolution procedure and strategy for proceeding.
08/22/13	B. C. Walsh	1.30 hrs.	585.00	Review multiple orders on claim objections (0.3); conference with L. U. Hughes regarding claim objections (0.2); revise multiple objections (0.8).
08/22/13	L. U. Hughes	5.50 hrs.	1,732.50	Revise fourteenth and fifteenth claims objections and declarations in support of same, per B. C. Walsh's comments and additional explanations of claims analysis (1.7); confer with J. Clarrey regarding additional questions on inclusion of claims in objections (1.2); request revisions to exhibits and exchange emails with K. Gargan regarding same (0.5); draft Norfolk Southern claims objection documents (0.8); send draft objection documents to R. Mead and J. Jones with comments and respond to emails regarding same (0.4); draft notices for claims objections and send to K. Gargan (0.9).
08/23/13	B. C. Walsh	0.40 hrs.	180.00	Conference with L. U. Hughes regarding omnibus objections (0.2); revise proposed orders regarding same (0.2).
08/23/13	L. U. Hughes	2.60 hrs.	819.00	Prepare claim objection documents for filing and arrange for filing of same on docket (1.0); draft proposed orders for objections (0.6); exchange emails with K. Gargan regarding notices (0.2) and with R. Mead regarding declarations (0.2); respond to emails from M.

September 26, 2013

Invoice # 10249621

Client # C067317

Page 15

McGreal regarding supplemental order on fifth omnibus objection (0.1) and resolution of objections in third omnibus objection (0.1); review and respond to email regarding proposed stipulation for Electro-Mechanical claims (0.2); review draft stipulation for Longwall Associates (0.2).

08/26/13	L. U. Hughes	0.90 hrs.	283.50	Exchange emails with M. Esposito regarding resolution of stipulated order on Electro-Mechanical claims objections (0.2); review 503(b)(9) order and draft Longwall Associates stipulation, and send to client with comments (0.5); confer with K. Robinson regarding Motion Industries settlement and claim objection withdrawal and send email to J. Clarrey regarding same (0.2).
08/27/13	L. A. Palans	1.00 hrs.	675.00	Review of claims resolution procedure precedents in Eastern District of Missouri (0.4); research regarding same (0.3); conference with B. C. Walsh regarding tort claims and strategy for proceeding (0.3).
08/27/13	B. C. Walsh	0.30 hrs.	135.00	Review correspondence regarding litigation claims (0.1); telephone conference with L. A. Palans regarding same (0.2).
08/27/13	L. U. Hughes	0.40 hrs.	126.00	Review correspondence regarding withdrawal of claims of Penn Virginia and respond to same (0.2); review and respond to emails regarding resolution of 503(b)(9) stipulation (0.2).
08/28/13	L. A. Palans	0.70 hrs.	472.50	Review of correspondence regarding litigation and inclusion of claims resolution procedure in plan (.3); telephone conference with B. C. Walsh regarding same (.4).
08/28/13	B. C. Walsh	1.50 hrs.	675.00	Participate in management

September 26, 2013
Invoice # 10249621
Client # C067317
Page 16

committee conference call (1.0);
review correspondence from E.
Waller regarding litigation claims
(0.2); memorandum to R. Keffer
regarding same (0.1); conference
with L. U. Hughes regarding
objection strategy (0.2).

08/28/13	L. U. Hughes	2.40 hrs.	756.00	Participate in call with Bankruptcy Management Committee regarding claims resolution strategy (1.0); confer with B. C. Walsh regarding follow-up questions (0.2); respond to comments from P. Kerth regarding stipulation resolving Electro-Mechanical claims objections and revise order, then submit to court (0.4); revise stipulation resolving 503(b)(9) claim issues for Longwall Associates and send to M. Esposito with comments (0.4); prepare supplemental order on third omnibus objections to address resolution of objections to claims of certain creditors (0.4).
08/29/13	B. C. Walsh	0.60 hrs.	270.00	Review summary of potential claim objections (0.3); research regarding same (0.2); memorandum to K. Coco regarding same (0.1).
08/29/13	L. U. Hughes	0.20 hrs.	63.00	Respond to emails from R. McWilliams and B. C. Walsh regarding strategy for withdrawal of objections to claims.
08/30/13	L. A. Palans	0.30 hrs.	202.50	Correspondence with B. C. Walsh regarding claims resolution procedure.
08/30/13	B. C. Walsh	0.60 hrs.	270.00	Memorandum to J. Clarrey regarding treatment of paid scheduled claims (0.2); telephone conference with B. Resnick, M. McGreal, K. Coco regarding claim resolution strategy (0.4).

Total Claims Administration and Objections 48.70 hrs. \$ 18,643.50

Plan & Disclosure Statement (incl Business Pla

08/28/13	B. C. Walsh	3.80 hrs.	1,710.00	Telephone conference with B. Resnick, M. McGreal, K. Coco regarding claim provisions of plan (0.3); telephone conference with L. A. Palans regarding same (0.2); review and comment on draft plan (3.3).
08/29/13	L. A. Palans	1.60 hrs.	1,080.00	Receive and review draft plan of reorganization.
08/29/13	B. C. Walsh	0.30 hrs.	135.00	Review revisions to draft plan.
08/29/13	L. U. Hughes	0.40 hrs.	126.00	Review draft plan.

Total Plan & Disclosure Statement (incl Business Pla 6.10 hrs. \$ 3,051.00

TIMEKEEPER SUMMARY OF FEES

	Hours	Rate/Hr	Dollars
D. P. McCusker	4.30	700.00	3,010.00
L. A. Palans	11.70	675.00	7,897.50
B. C. Walsh	32.40	450.00	14,580.00
L. U. Hughes	50.70	315.00	15,970.50
TOTAL	99.10	418.35	41,458.00

Total Hours 99.10

Total Fees for Legal Services \$ 41,458.00

EXPENSES AND OTHER CHARGES

08/01/13	Local Delivery - External Service-Access Courier Invoice #375851- date of actual expense 7/29/13- delivery to Thomas Eagleton Courthouse	5.10
08/01/13	Local Delivery - External Service-Access Courier Invoice #375851- date of actual expense 7/29/13- delivery to Thomas Eagleton Courthouse	5.10
08/22/13	Search Fee - Pacer Service Center Pacer charges	17.70
08/10/13	Meals - Lunch on 07/29/13 for 7-Meeting with Ben Hatfield and Cecil Roberts	108.85
08/06/13	Local Transportation - Taxi to airport for J. Woodrum following 7/29/13 meeting	40.00
	Audio Conferencing	5.77
	Copy Charges	505.65

Long Distance Telephone Charge	2.10
Scanning PDF Charges	9.80
Westlaw Computerized Research	35.82
Total Expenses and Other Charges	\$ 735.89
TOTAL CHARGES FOR THIS MATTER	\$ 42,193.89



Bryan Cave LLP Atlanta | Boulder | Charlotte | Chicago | Colorado Springs | Dallas | Denver | Frankfurt | Hamburg | Hong Kong | Irvine
Jefferson City | Kansas City | Los Angeles | New York | Paris | Phoenix | San Francisco | Shanghai | Singapore | St. Louis | Washington, D.C.

EMPLOYER IDENTIFICATION NUMBER: 43-0602162

Patriot Coal Corporation
12312 Olive Blvd., Suite 400
St. Louis, MO 63141

September 30, 2013
Invoice # 10252716
Client # C067317
Payment is due upon
Receipt

STATEMENT OF ACCOUNT

CURRENT CHARGES FOR MATTER:

File #0227743
Employee Benefits Matters

Fees for Legal Services	\$	6,610.50
TOTAL CHARGES THIS INVOICE	\$	6,610.50
STATEMENT TOTAL	\$	6,610.50

PAYMENT INSTRUCTIONS

Check Payment Instructions:

Bryan Cave LLP
P.O. Box 503089
St. Louis, MO 63150-3089

Please return Remittance Advice with
payment in the enclosed envelope.

ACH Payment Instructions:

ACH to: Bank of America
One Bank of America Plaza
St. Louis, MO 63101
Routing #081000032
Account # 100101007976

Wire Instructions:

Wire to: Bank of America
One Bank of America Plaza
St. Louis, MO 63101
ABA #0260-0959-3
Account # 100101007976

Swift Codes:
BOFAUS3N (incoming US wires)
BOFAUS6S (incoming Non-US wires)

Please include the Client, Matter, or Invoice Number with all payments.

Patriot Coal Corporation

September 30, 2013
Invoice # 10252716
Client # C067317
Page 2

For Legal Services Rendered Through August 31, 2013

File #0227743
Employee Benefits Matters

08/02/13	H. B. Morgan	0.30 hrs.	169.50	Prepare e-mail to L. Knight regarding question with respect to testing for Brody 401(k) plan.
08/08/13	H. B. Morgan	1.00 hrs.	565.00	Respond to question from M. Luna regarding active health care SPD and disclosure of COBRA rights related to bankruptcy (0.3); review question regarding eligible charges language for active health care SPD (0.5) telephone conference with R. Phillips on same (0.2).
08/19/13	H. B. Morgan	1.70 hrs.	960.50	Telephone conference with R. Phillips, T. Early and B. Wade regarding issues with respect to SPDs (0.3); telephone conference with L. Knight on questions related to Union Savings Plan (0.7); preparation for an participation in conference call with M. Luna, L. Knight and J. Woodrum regarding transition from CDSP to Union Savings Plan (0.7).
08/21/13	H. B. Morgan	2.10 hrs.	1,186.50	Telephone conference with R. Phillips and T. Early regarding questions on SMMs and SBCs for union health plan (0.2); prepare responses to questions regarding SMMs and SBCs (1.9).
08/22/13	H. B. Morgan	1.00 hrs.	565.00	Telephone conference with L. Knight regarding Brody Mining 401(k) Plan and Union Savings Plan (0.3); review and revise restatement of Union Savings Plan (0.3); review and revise

Patriot Coal Corporation

September 30, 2013
Invoice # 10252716
Client # C067317
Page 3

				summary plan description for Union Savings Plan (0.4).
08/23/13	H. B. Morgan	0.40 hrs.	226.00	Review and revise summary plan description for Union Savings Plan.
08/26/13	H. B. Morgan	0.70 hrs.	395.50	Telephone conference with L. Knight and J. Krauss regarding nondiscrimination testing for Brody 401(k) Plan (0.4); review collective bargaining agreement regarding 401(k) provisions for Union Savings Plan (0.3).
08/27/13	H. B. Morgan	2.20 hrs.	1,243.00	Review provisions of collective bargaining agreement regarding Union Savings Plan (0.6); revise provisions of Union Savings Plan for same (0.5); prepare e-mail to M. Luna regarding same (1.0); telephone conference with M. Luna on same (0.1).
08/28/13	H. B. Morgan	0.10 hrs.	56.50	Revise Union Savings Plan.
08/29/13	H. B. Morgan	0.70 hrs.	395.50	Telephone conference with M. Luna regarding Union Savings Plan (0.1); work on revisions to Union Savings Plan (0.4); prepare e-mail to M. Luna regarding same (0.2).
08/30/13	H. B. Morgan	1.50 hrs.	847.50	Work on summary plan description for Union Savings Plan.

TIMEKEEPER SUMMARY OF FEES

		<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
H. B. Morgan		11.70	565.00	6,610.50
	TOTAL	11.70	565.00	6,610.50

Total Hours 11.70

Total Fees for Legal Services \$ 6,610.50

Patriot Coal Corporation

September 30, 2013

Invoice # 10252716

Client # C067317

Page 4

TOTAL CHARGES FOR THIS MATTER

\$ 6,610.50