

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. [4834]

**DEBTORS' MOTION FOR LEAVE TO EXCEED THE PAGE LIMITATION IN
THEIR MOTION FOR AN ORDER PURSUANT TO 11 U.S.C. §§ 363(b)(1)
AND 105(a) (i) AUTHORIZING ENTRY INTO A BACKSTOP PURCHASE
AGREEMENT, (ii) AUTHORIZING THE DEBTORS TO CONDUCT THE
RIGHTS OFFERINGS IN CONNECTION WITH THE DEBTORS' JOINT PLAN
OF REORGANIZATION UNDER CHAPTER 11 OF THE BANKRUPTCY CODE
AND (iii) APPROVING RIGHTS OFFERINGS PROCEDURES**

Patriot Coal Corporation and its subsidiaries that are debtors and debtors in possession in these proceedings (collectively, the “**Debtors**”), by and through their undersigned counsel, hereby respectfully submit this motion (the “**Motion**”) for an order pursuant to rule 9004(C) of the Local Rules of the Bankruptcy Court for the Eastern District of Missouri granting the Debtors leave to exceed the Court’s page limitation in their Motion for an Order Pursuant to 11 U.S.C. §§ 363(b)(1) and 105(a) (i) Authorizing Entry into a Backstop Purchase Agreement, (ii) Authorizing the Debtors to Conduct the Rights Offerings in Connection with the Debtors’ Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code and (iii) Approving Rights Offerings Procedures

¹ The Debtors are the entities listed on Schedule 1 to the Backstop and Rights Offering Motion. The employer tax identification numbers and addresses for each of the Debtors are set forth in the Debtors’ chapter 11 petitions.

[ECF No. 4834] (the “**Backstop and Rights Offering Motion**”).² In support of this Motion, the Debtors state as follows:

1. By the Backstop and Rights Offering Motion, the Debtors seek an order (i) authorizing entry into a backstop purchase agreement, (ii) authorizing the Debtors to conduct the rights offerings in connection with the Debtors’ joint plan of reorganization under chapter 11 of the Bankruptcy Code and (iii) approving rights offerings procedures. The Debtors seek this order to ensure that they have sufficient proceeds to fund their operations upon their exit from bankruptcy, as well as to repay the Debtors’ existing debtor-in-possession financing facility, fund the non-union retiree VEBA, honor their ongoing obligations under the UMWA 1974 Pension Plan and Trust, pay certain fees and expenses and provide working capital for the Reorganized Debtors.

2. The Debtors have made every effort to comply with the applicable page limitation. However, given the many complex issues and parties involved, the Debtors are unable to adequately summarize the Backstop Purchase Agreement and Rights Offerings and the necessity of the same in fifteen pages. Additional pages were required to fully articulate the nature of the Backstop Purchase Agreement and the Rights Offerings.

3. The Debtors respectfully request leave to exceed the applicable page limitation by 5 pages.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Backstop and Rights Offering Motion.

WHEREFORE, for the foregoing reasons, the Debtors respectfully request leave to exceed the applicable page limitation by 5 pages in their Backstop and Rights Offering Motion, and for such other relief as the Court deems just and proper.

Dated: October 18, 2013
New York, New York

Respectfully submitted,

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