

Objection Deadline: January 6, 2013 at 4:00 p.m. (prevailing Central Time)

Thompson Coburn LLP  
One US Bank Plaza, Suite 2700  
St. Louis, Missouri 63101  
Telephone: 314-552-6079  
Facsimile: 314-552-7079  
David A. Warfield

*Special Counsel to the Debtors  
and Debtors in Possession*

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

**In re:**

**PATRIOT COAL CORPORATION, *et al.*,**

**Debtors.**

**Chapter 11**

**Case No. 12-51502**

**(Jointly Administered)**

**MONTHLY FEE STATEMENT OF THOMPSON COBURN LLP FOR PROFESSIONAL  
SERVICES AND DISBURSEMENTS FOR THE PERIOD NOVEMBER 1, 2013  
THROUGH AND INCLUDING NOVEMBER 30, 2013**

<b>NAME OF APPLICATION:</b>	Thompson Coburn LLP (“Thompson Coburn”)	
<b>ROLE IN CASE:</b>	Special Counsel to the Debtors and Debtors in Possession	
<b>DATE OF RETENTION:</b>	Order entered September 10, 2012 Authorizing Retention of Thompson Coburn Nunc Pro Tunc to July 9, 2012 (Docket No. 538)	
<b>TIME PERIOD:</b>	November 1 through and including November 30, 2013	
<b>CURRENT APPLICATION:</b>	Total Fees Requested: <sup>1</sup>	\$18,296.10
	80% of Fees Requested:	\$14,636.88
	Total Expenses Requested:	\$ 100.50
	Total Fees and Expenses Requested:	\$14,737.38

<sup>1</sup> This amount reflects a 10% discount of Thompson Coburn’s standard rates provided to the Debtors.

**PRIOR APPLICATION(S):** Interim Fee Applications filed November 15, 2012, April 15, 2013 and September 5, 2013.

1. In accordance with the *Order to Establish Procedures for Interim Monthly Compensation and Reimbursement of Expenses of Professionals* [Docket No. 262] (the “**Interim Compensation Order**”), Thompson Coburn LLP (“**Thompson Coburn**”), special counsel to the above-captioned debtors and debtors in possession (collectively, the “**Debtors**”), hereby submits its Initial Monthly Fee Statement for Professional Services and Disbursements (the “**Fee Statement**”) for the period of November 1, 2013 through and including November 30, 2013 (the **Fee Statement Period**”).

2. Pursuant to the Interim Compensation Order, Thompson Coburn seeks payment of \$14,737.38,<sup>2</sup> representing 80% of Thompson Coburn’s fees for services rendered plus expenses.

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

4. Attached hereto as **Exhibit B** is a summary of the number of hours and amounts billed by Thompson Coburn during the Fee Statement Period, organized by matter. Such services included:

- Prosecuting ongoing litigation matters currently pending in the United States District Court for the Southern District of West

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<sup>2</sup> This amount reflects a ten percent discount to Thompson Coburn’s customary hourly rates.

Virginia styled *Patriot Coal Sales LLC v. Bridgehouse Commodities Trading Limited, et al.*, case no. 2:12-cv-03653 and *Patriot Coal Sales LLC v. Keystone Industries, LLC*, case no. 2:12-cv-01808; and

- Preparing documents and rendering advice related to these proceedings.

5. Attached hereto as **Exhibit C** are the time records of Thompson Coburn, which provide a daily summary of the time spent by each Thompson Coburn Professional during the Fee Statement Period by matter.

#### **Notice**

6. Consistent with the procedures described in the Interim Compensation Order, Thompson Coburn will serve this Fee Statement, by hand or overnight delivery, on (i) the Debtors, Patriot Coal Corporation, 12312 Olive Boulevard, Suite 400, St. Louis, Missouri, 63141, Attn: Jacquelyn A. Jones, Esq., (ii) attorneys for the Debtors, Davis Polk & Wardwell LLP, 450 Lexington Avenue, New York, New York 10017, Attn: Marshall S. Huebner, Esq. and Brian M. Resnick, Esq., (iii) the Office of the United States Trustee for the Eastern District of Missouri, Thomas F. Eagleton U.S. Courthouse, 111 S. 10<sup>th</sup> Street, Room 6353, St. Louis, Missouri 63102, Attn: Leonora S. Long, Esq. (iv) attorneys for the administrative agent for the Debtors' postpetition lenders, (a) Weil, Gotshal & Manges LLP, 767 Fifth Avenue, New York, New York 10153, Attn: Marcia Goldstein, Esq. and Joseph Smolinsky, Esq., and (b) Willkie Farr & Gallagher LLP, 787 Seventh Avenue, New York, New York 10019, Attn: Margot B. Schonholtz, Esq. and Ana Alfonso, Esq., and (v) 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.

WHEREFORE, Thompson Coburn respectfully requests that the Court grant the relief sought herein and for such other and further relief as is just and proper.

Respectfully Submitted,

THOMPSON COBURN LLP

Dated: December 20, 2013  
St. Louis, Missouri

By: David A. Warfield  
David A. Warfield  
Roman P. Wuller  
THOMPSON COBURN LLP  
One U.S. Bank Plaza  
St. Louis, Missouri 63101  
Telephone: 314-552-6000  
Facsimile: 314-552-7000  
Email: [dwarfield@thompsoncoburn.com](mailto:dwarfield@thompsoncoburn.com)  
[rwuller@thompsoncoburn.com](mailto:rwuller@thompsoncoburn.com)

*Special Counsel to the Debtors  
and Debtors in Possession*

**In Re: PATRIOT COAL CORPORATION, *et al.***  
**Chapter 11**  
**Case No. 12-51502**

**SUMMARY OF HOURS BILLED BY PROFESSIONALS FOR THE PERIOD OF  
NOVEMBER 1, 2013 THROUGH AND INCLUDING NOVEMBER 30, 2013**

<b>Name</b>	<b>Title</b>	<b>Rate</b>	<b>Hours</b>	<b>Amount</b>
David Mangian	Associate, Business Litigation	\$260	4.7	\$1,222.00
Mark Mattingly	Partner, Business Litigation	\$345	41.6	\$14,352.00
David Warfield	Partner, Bankruptcy	\$510	0.2	\$102.00
Roman Wuller	Partner, Business Litigation	\$495	9.4	\$4,653.00
		<b>Totals:</b>	<b>55.9</b>	<b>\$20,329.00</b>
<b>Total with 10% discount applied</b>				<b>\$18,296.10</b>

**Ex. A**

**In Re: PATRIOT COAL CORPORATION, et al.**  
**Chapter 11**  
**Case No. 12-51502**

**SUMMARY OF HOURS BILLED BY MATTER FOR THE PERIOD OF  
NOVEMBER 1, 2013 THROUGH AND INCLUDING NOVEMBER 30, 2013**

**All Matters**

<b>Matter Name</b>	<b>Hours</b>	<b>Fees<sup>1</sup></b>	<b>Expenses</b>	<b>Total Fees and Expenses</b>
Bankruptcy	4.0	\$1,312.20	\$90.66	\$1,402.86
Bridgehouse	40.0	\$13,099.95	\$9.84	\$13,109.79
Keystone Industries	11.9	\$3,883.95	\$0.00	\$3,883.95
<b>Totals:</b>	<b>55.9</b>	<b>\$18,296.10</b>	<b>\$100.50</b>	<b>\$18,396.60</b>

**Bankruptcy**

<b>Name</b>	<b>Title</b>	<b>Rate</b>	<b>Hours</b>	<b>Total Fees</b>
Mark Mattingly	Partner, Business Litigation	\$345	3.5	\$1,207.50
David Warfield	Partner, Financial Restructuring	\$510	0.2	\$102.00
Roman Wuller	Partner, Business Litigation	\$495	0.3	\$148.50
	<b>Totals:</b>		<b>4.0</b>	<b>\$1,458.00</b>
	<b>Total with 10% discount:</b>			<b>\$1,312.20</b>

**Bridgehouse**

<b>Name</b>	<b>Title</b>	<b>Rate</b>	<b>Hours</b>	<b>Total Fees</b>
David Mangian	Associate, Business Litigation	\$260	4.7	\$1,222.00
Mark Mattingly	Partner, Business Litigation	\$345	27.6	\$9,522.00
Roman Wuller	Partner, Business Litigation	\$495	7.7	\$3,811.50
	<b>Totals:</b>		<b>40.0</b>	<b>\$14,555.50</b>
	<b>Total with 10% discount:</b>			<b>\$13,109.79</b>

<sup>1</sup> The "Fees" column reflects the 10% discount from Thompson Coburn's standard rates provided to Debtors.

**Keystone Industries**

<b>Name</b>	<b>Title</b>	<b>Rate</b>	<b>Hours</b>	<b>Total Fees</b>
Mark Mattingly	Partner, Business Litigation	\$345	10.5	\$3,622.50
Roman Wuller	Partner, Business Litigation	\$495	1.4	\$693.00
	<b>Totals:</b>		<b>11.9</b>	<b>\$4,315.50</b>
	<b>Total with 10% discount:</b>			<b>\$3,883.95</b>



Remit To:  
P.O. Box 18379M  
St. Louis, Missouri 63195

ACH Instructions:  
Account Name: Thompson Coburn LLP  
Bank: U.S. Bank  
ABA/Routing Number: 021052053  
Account Number: 25657335  
Please reference invoice number(s).

Direct Correspondence To:  
314-552-6000  
[AccountsReceivable@ThompsonCoburn.com](mailto:AccountsReceivable@ThompsonCoburn.com)

TIN 43-0666662

December 17, 2013  
Invoice #3017150

Patriot Coal Corporation  
Attn: Joe Bean  
12312 Olive Boulevard  
Suite 400  
St. Louis, Missouri 63141

For Legal Services Rendered in Connection With:

Bankruptcy

TC File: 48538 / 105927

11/07/13	R. Waller	0.30	Review deductions of expenses (.2); instructions to M. Mattingly re same (.1)
11/08/13	M. Mattingly	0.20	Discuss draft fee order with bankruptcy counsel (0.1); discuss draft fee order with R. Waller (0.1)
11/11/13	M. Mattingly	1.60	Emails with E. Waller and, R. Waller re letter of novation (0.2); review and analyze letter of novation, proposed edits thereto, and background information provided by client (1.0); draft analysis of issues re letter of novation (0.4)
11/21/13	M. Mattingly	1.70	Work on and finalize monthly fee statement
11/21/13	D. Warfield	0.20	Review and file monthly fee statement

Total Hours

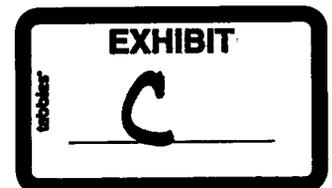
4.00

Amount For Services

\$1,458.00

For Cash Outlays:

11/21/13	For overnight delivery service TO: Marsha Goldstein, Esq, Weil, Gotshal & Manges LLP, 767 5th Ave, New York City, NY 10153; VENDOR: Federal Express Corp. INVOICE#: 248133960, DATE: 11/28/2013, Tracking #: 797220327081, Shipment Date: 11/21/2013	\$16.07
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Invoice

Payment Due Upon Receipt

December 17, 2013  
Invoice #3017150  
Page 2

**Patriot Coal Corporation**

**For Cash Outlays:**

11/21/13	For overnight delivery service TO: Adam C Rogoff, Kramer Levin Naftalis & Franke, 1177 Avenue Of The Americas, New York City, NY 10036; VENDOR: Federal Express Corp. INVOICE#: 248133960, DATE: 11/28/2013, Tracking #: 797220335057, Shipment Date: 11/21/2013	\$16.07
11/21/13	For overnight delivery service TO: Margot B Schonholtz, Wilkie Farr & Gallagher LLP, 787 7th Ave, New York, NY 10019; VENDOR: Federal Express Corp. INVOICE#: 248133960, DATE: 11/28/2013, Tracking #: 797220343147, Shipment Date: 11/21/2013	\$16.95
11/21/13	For overnight delivery service TO: Attn Lenora S Long, Office of United States Trustee, 111 S 10th St Ste 6 353, St Louis, MO 63102; VENDOR: Federal Express Corp. INVOICE#: 248133960, DATE: 11/28/2013, Tracking #: 797220360404, Shipment Date: 11/21/2013	\$10.07
11/21/13	For overnight delivery service TO: Marshall S Huebner, Davis Polk & Wardwell, LLP, 450 Lexington Ave, New York, NY 10017; VENDOR: Federal Express Corp. INVOICE#: 248133960, DATE: 11/28/2013, Tracking #: 797220366387, Shipment Date: 11/21/2013	\$16.07
11/21/13	For overnight delivery service TO: Jacquelyn A Jones, Patriot Coal Corporation, 12312 Olive Blvd Ste 400, St Louis, MO 63141; VENDOR: Federal Express Corp. INVOICE#: 248133960, DATE: 11/28/2013, Tracking #: 797220372820, Shipment Date: 11/21/2013	\$10.07
	For reproduction charges 67 @ \$0.08	\$5.36

Amount For Cash Outlays \$90.66

**TIME SUMMARY BY TIMEKEEPER**

Timekeeper	Hours Worked	Billed Per Hour	Bill Amount
M. Mattingly	3.50	\$345.00	\$1,207.50
D. Warfield	0.20	\$510.00	\$102.00
R. Wuller	0.30	\$495.00	\$148.50
<b>Total All Timekeepers</b>	<b>4.00</b>	<b>\$364.50</b>	<b>\$1,458.00</b>

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December 17, 2013  
Invoice #3017150  
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**Patriot Coal Corporation.**

For Services	\$1,458.00
Less 10% Discount	-145.80
Amount For Services	1,312.20
Amount For Cash Outlays	90.66

<b>TOTAL DUE</b>	<b>\$1,402.86</b>
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*Invoice*

*Payment Due Upon Receipt*



December 17, 2013  
Invoice #3017147

Patriot Coal Corporation  
Attn: Jackie Jones  
12312 Olive Boulevard  
Suite 400  
St. Louis, Missouri 63141

Remit To:  
P.O. Box 18379M  
St. Louis, Missouri 63195

ACH Instructions:  
Account Name: Thompson Coburn LLP  
Bank: U.S. Bank  
ABA/Routing Number: 021052053  
Account Number: 25657335  
Please reference invoice number(s).

Direct Correspondence To:  
314-552-6000  
[AccountsReivable@ThompsonCoburn.com](mailto:AccountsReivable@ThompsonCoburn.com)

TIN 43-0666662

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For Legal Services Rendered in Connection With:

Bridgehouse  
TC File: 48538 / 102962

11/01/13	R. Wuller	0.40	Conference with M. Mattingly re court hearing on motion to enforce (.2); review emails re Qater and fees (.2)
11/01/13	M. Mattingly	0.40	Draft emails to J. Jones and D. Dilley re hearing on motion to enforce settlement (0.1); review English translation of Qatari court proceeding (0.1); discuss hearing and strategy for the same with R. Wuller (0.2)
11/04/13	R. Wuller	0.10	Review email re Qater litigation and hearing
11/04/13	M. Mattingly	4.00	Prepare for hearing and travel to West Virginia for hearing
11/05/13	R. Wuller	0.80	Review emails re payment of \$3.0 million (.2); telephone call from M. Mattingly re strategy for court hearing (.3); telephone call from M. Mattingly re court hearing (.2); review court order (.1)
11/05/13	M. Mattingly	7.40	Emails with J. Jones re settlement payment (0.2); prepare for hearing on motion to enforce settlement including discussing the same with H. Jernigan (2.0); call with H. Jernigan and J. Jones re hearing strategy (0.2); appear for hearing (0.7); call with J. Jones to discuss results of hearing (0.2); telephone call with R. Wuller re results of hearing (0.1); travel back to St. Louis from hearing (4.0)
11/06/13	M. Mattingly	0.30	Draft email to client re results of hearing (0.2); discuss settlement and case status with J. Jones (0.1)
11/12/13	R. Wuller	0.20	Instructions to M. Mattingly re implementation of dismissal from Sentrum
11/21/13	R. Wuller	0.60	Review email from defendants' counsel re dismissal (.1); review draft email re same (.1); telephone calls to M. Mattingly re same (.4)

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December 17, 2013  
Invoice #3017147  
Page 2

**Patriot Coal Corporation**

11/21/13	M. Mattingly	3.30	Review and analyze discovery strategy and conduct research re the same (1.1); discuss settlement issues with J. Jones (0.2); discuss strategy re enforcing settlement with R. Wuller (0.2); emails with H. Jernigan re strategy (0.2); draft motion to enforce settlement as to Ruhan (1.6)
11/22/13	R. Wuller	1.20	Review emails and voicemail from J. Jones re dismissal of claims (.2); telephone calls to M. Mattingly re same (.6); review additional emails re same (.2); instructions to M. Mattingly re same (.1); revise draft pleading re dismissal (.1)
11/22/13	M. Mattingly	2.10	Multiple telephone calls with R. Wuller, J. Jones and H. Jernigan re dismissal of claims (1.3); draft and revise dismissal of claims including motion and memorandum in support (0.8)
11/26/13	R. Wuller	0.70	Work on motion to enforce settlement (.5); conference with M. Mattingly re same (.2)
11/26/13	D. Mangian	2.50	Receive instructions from M. Mattingly re research on specific performance; legal research and analysis re specific performance (1.5); draft argument section of brief re specific performance (.5); discuss research and argument in brief with R. Wuller and M. Mattingly (.3)
11/27/13	M. Mattingly	2.50	Draft and revise memorandum in support of second motion to enforce settlement agreement (2.3); discuss settlement status with J. Jones (0.2)
11/28/13	D. Mangian	2.20	Legal research and analysis re specific performance of settlement agreements, sanctions and post judgment interest for second motion to enforce settlement agreement
11/29/13	R. Wuller	2.10	Work on memorandum in support of motion to enforce settlement (1.9); work on B. Bennett for motion to enforce settlement (.2)
11/29/13	M. Mattingly	5.20	Draft and revise memorandum in support of second motion to enforce settlement and declaration of R. Bennett (5.1); emails re memorandum and declaration with R. Wuller, H. Jernigan and D. Mangian (0.1)
11/30/13	R. Wuller	1.60	Work on memorandum in support of motion to enforce settlement (.8); telephone call to M. Mattingly re same (.3); review revised draft of memorandum in support of motion to enforce settlement (.3); emails to M. Mattingly re same (.1); review J. Jones comments re same (.1)
11/30/13	M. Mattingly	2.40	Discuss memorandum support of motion to enforce settlement agreement and declaration of B. Bennett with R. Wuller (0.3); revise memorandum and declaration per R. Wuller edits (2.1)

Total Hours 40.00

Amount For Services \$14,555.50

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December 17, 2013  
Invoice #3017147  
Page 3

Patriot Coal Corporation

For Cash Outlays:

For reproduction charges 123 @ \$0.08 \$9.84

Amount For Cash Outlays \$9.84

TIME SUMMARY BY TIMEKEEPER

Timekeeper	Hours Worked	Billed Per Hour	Bill Amount
D. Mangian	4.70	\$260.00	\$1,222.00
M. Mattingly	27.60	\$345.00	\$9,522.00
R. Wuller	7.70	\$495.00	\$3,811.50
<b>Total All Timekeepers</b>	<b>40.00</b>	<b>\$363.89</b>	<b>\$14,555.50</b>

For Services \$14,555.50  
Less 10% Discount -1,455.55

Amount For Services 13,099.95  
Amount For Cash Outlays 9.84

<b>TOTAL DUE</b>	<b>\$13,109.79</b>
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*Invoice*

*Payment Due Upon Receipt*



**Remit To:**  
P.O. Box 18379M  
St. Louis, Missouri 63195

**ACH Instructions:**  
Account Name: Thompson Coburn LLP  
Bank: U.S. Bank  
ABA/Routing Number: 021052053  
Account Number: 25657335  
Please reference invoice number(s).

**Direct Correspondence To:**  
314-552-6000  
[AccountsReceivable@ThompsonCoburn.com](mailto:AccountsReceivable@ThompsonCoburn.com)

TIN 43-0666662

December 17, 2013  
Invoice #3017149

Patriot Coal Corporation  
Attn: Jackie Jones  
12312 Olive Boulevard  
Suite 400  
St. Louis, Missouri 63141

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**For Legal Services Rendered in Connection With:**

Keystone Industries  
TC File: 48538 / 104514

11/01/13	R. Wuller	0.40	Review and analyze Keystone's proposed changes to settlement agreement (.2); conference with M. Mattingly re same (.1); review emails from client re same (.1)
11/01/13	M. Mattingly	0.50	Review edits to draft settlement agreement from Keystone (0.2); discuss draft edits with J. Jones (.2); emails with client re Keystone's edits (0.1)
11/06/13	M. Mattingly	0.20	Discuss settlement and case status with J. Jones
11/08/13	M. Mattingly	0.60	Emails with Keystone re settlement agreement (0.1); emails with client re settlement agreement (0.2); discuss settlement agreement and related issues with J. Jones (0.3)
11/15/13	M. Mattingly	0.20	Email to C. Ebetino re settlement status and discuss same with R. Wuller
11/21/13	M. Mattingly	0.40	Discuss possible settlement parameters with J. Jones (0.2); emails with J. Jones, C. Ebetino and others re settlement parameters (0.2)
11/22/13	R. Wuller	0.30	Review emails from C. Ebetino (.1); telephone call from M. Mattingly re same (.2)
11/22/13	M. Mattingly	0.40	Work on settlement strategy and draft email to client re the same
11/25/13	R. Wuller	0.50	Review and revise draft settlement documents (.4); conference with M. Mattingly re same (.1)
11/25/13	M. Mattingly	4.20	Draft and revise topics for corporate designee deposition (1.5); work on deposition notices (0.4); work on settlement documents including revising settlement agreement and drafting motion for stay and stipulation of dismissal (2.3)

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*Payment Due Upon Receipt*

December 17, 2013  
Invoice #3017149  
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**Patriot Coal Corporation**

11/26/13	R. Wuller	0.20	Review proposed changes to settlement (.1); instructions to M. Mattingly re same (.1)
11/26/13	M. Mattingly	2.20	Numerous emails with opposing counsel and J. Jones re settlement (0.4); revise settlement documents (1.6); discuss settlement status with R. Wuller (0.2)
11/27/13	M. Mattingly	1.80	Multiple emails with opposing counsel and client re finalization of settlement (.4); revise and finalize settlement documents and motion to stay litigation pending settlement payment (1.4)

<b>Total Hours</b>	<b>11.90</b>
<b>Amount For Services</b>	<b>\$4,315.50</b>

**TIME SUMMARY BY TIMEKEEPER**

Timekeeper	Hours Worked	Billed Per Hour	Bill Amount
M. Mattingly	10.50	\$345.00	\$3,622.50
R. Wuller	1.40	\$495.00	\$693.00
<b>Total All Timekeepers</b>	<b>11.90</b>	<b>\$362.65</b>	<b>\$4,315.50</b>

<b>For Services</b>	<b>\$4,315.50</b>
<b>Less 10% Discount</b>	<b>-431.55</b>
<b>Amount For Services</b>	<b>3,883.95</b>

<b>TOTAL DUE</b>	<b>\$3,883.95</b>
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*Invoice*

*Payment Due Upon Receipt*