

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF MISSOURI

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

MONTHLY FEE STATEMENT OF OGLETREE, DEAKINS, NASH,
SMOAK & STEWART, P.C. FOR PROFESSIONAL SERVICES AND
DISBURSEMENTS FOR THE PERIOD OF DECEMBER 1, 2013
THROUGH DECEMBER 31, 2013

NAME OF APPLICANT: Ogletree, Deakins, Nash, Smoak & Stewart, P.C.
ROLE IN THE CASE: Special Counsel for the Debtors
TIME PERIOD: December 1, 2013 through and including December
31, 2013
CURRENT APPLICATION: Total Fees Requested: \$9,357.50
80% of Fees Requested: \$7,486.00
Total Expenses Requested: \$0.00

1. In accordance with the *Order to Establish Procedures for Interim Monthly Compensation and Reimbursement of Expenses of Professionals* [ECF No. 262] (the "Interim Compensation Order") Ogletree, Deakins, Nash, Smoak & Stewart, P.C. ("Ogletree Deakins"), special 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 December 1, 2013 through and including December 31, 2013 (the "Fee Statement Period").

2. Pursuant to the Interim Compensation Order, Ogletree Deakins seeks payment of \$7,486.00, representing (a) 80% of Ogletree Deakins' fees for services rendered and (b) 100% of actual and necessary expenses incurred.

3. Attached hereto as “Exhibit A” is a listing of Ogletree Deakins’ professionals and paraprofessionals (collectively, the “Ogletree Deakins Professionals”), including the hourly rate for each Ogletree Deakins 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 Ogletree Deakins Professional.

4. Attached hereto as “Exhibit B” is a schedule specifying the categories of actual and necessary expenses for which Ogletree Deakins 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 Ogletree Deakins during the Fee Statement Period for labor and employment advice including collective bargaining.

6. Attached as “Exhibit D” are the time records of Ogletree Deakins, which provide a daily summary of the time spent by each Ogletree Deakins Professional during the Fee Statement Period.

NOTICE

7. Consistent with the procedures described in the Interim Compensation Order, Ogletree Deakins 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, (ii) the Office of the United States Trustee for the Eastern District of Missouri, 111 South 10th Street, Suite 6353, St. Louis, Missouri 63102, Attn.: Leonora S. Long and Paul A. Randolph, (iii) attorneys for the administrative agent for a the Debtor’s post-petition lenders, (a) Weil, Gotshal & Manges LLP, 767 Fifth Avenue, New York, New York 10153, Att.: Marcia Goldstein and Joseph Smolinsky, and (b) Wilkie 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.

8. WHEREFORE, the Debtors respectfully request that the Court grant the relief requested herein and such other and further relief as is just and proper.

Dated this 24th day of January, 2014.

By: /s/ John R. Woodrum
John R. Woodrum
OGLETREE, DEAKINS, NASH, SMOAK
& STEWART, P.C.
1909 K Street, N.W. Suite 1000
Washington, D.C. 20006
Tel.: (202) 887-0855
Fax.: (202) 887-0866
John.Woodrum@odnss.com
Special Counsel for Debtors

EXHIBIT A
Professionals and Rates

Members/Of Counsel

Shareholder – John R. Woodrum

Hourly Rate - \$475.00

Total Hours – 8.2

Total Fees - \$3,895.00

Shareholder – Preston R. Burch

Hourly Rate - \$475.00

Total Hours – 5.6

Total Fees - \$2,660.00

EXHIBIT B
Expenses

ACTUAL AND NECESSARY EXPENSES INCURRED BY
OGLETREE DEAKINS ON BEHALF OF THE DEBTORS

No expenses.

EXHIBIT C
Summary of Project Code

General Labor
Hours – 19.7
Amount - \$9,357.50

EXHIBIT D
Time Records

16921810.1

Ogletree
Deakins

Page 2
01/22/14
Invoice No. 1191195
031437-000001-JRW

Joseph W. Bean, Esq.
Sr. Vice President - Law & Administration
Patriot Coal Corporation
12312 Olive Boulevard
Saint Louis, MO 63141

Re: Patriot Coal Corporation - DIP - General Labor

For professional services rendered through December 31, 2013:

Date	Initials	Description	Hours	Amount
12/02/13	JRW	Review Charles Shi's inquiry concerning details of ERISA disclosure regarding amortization schedule and respond to same.	0.40	190.00
12/02/13	JRW	Follow up correspondence regarding representations and warranties relating to amortization schedule.	0.20	95.00
12/02/13	JRW	Complete submission and Motion for Fee Approval for three month period.	0.50	237.50
12/02/13	JRW	Coordination with Laura Hughes regarding Motion for Fee Approval.	0.20	95.00
12/03/13	JRW	Exchange e-mails with Dale Lucha, Mickey Luna and Joe Bean regarding status of letters from Retiree Trust to UMWA signatory companies.	0.40	190.00
12/03/13	JRW	Prepare letter to Trust seeking information regarding status of letter from Retiree Trust to UMWA signatory companies.	0.50	237.50
12/03/13	JRW	Advise Joe Bean regarding status of VEBA document.	0.10	47.50
12/05/13	JRW	Review Plan Supplement filed with Bankruptcy Court.	0.30	142.50
12/05/13	JRW	Review draft disclosure prepared by Charles Shi and confirm same.	0.20	95.00
12/05/13	JRW	Coordination with Laura Hughes regarding filing of fee request motion.	0.20	95.00
12/09/13	JRW	Coordination with Michelle McGreal and Joe Bean regarding status of VEBA document.	0.30	142.50

**Ogletree
Deakins**

Page 3
01/22/14
Invoice No. 1191195
031437-000001-JRW

Date	Initials	Description	Hours	Amount
12/10/13	JRW	Telephone conferences with DPW attorneys regarding need to follow-up on obtaining VEBA to verify for ERISA compliance and related proposal to Ben Hatfield regarding same (.5); review response to proposal and related coordination with Joe Bean and DPW (.3); review schedules for credit facility regarding CBAs and advise Michelle McGreal regarding same (.8); review summary of filings regarding plan objection (.2); review closing checklist provided by Ms. McGreal (.4).	2.20	1,045.00
12/11/13	JRW	Review inquiry from Michelle McGreal concerning disclosures for Exit Facility (.2), provide response to same (.2); inquiry regarding absence of litigation trust on checklist and related document review and coordination with Joe Bean and DPW (.4); review MOUs provided by Michelle McGreal modifying labor agreements with respect to litigation trust (.3); e-mail Joe Bean regarding obtaining copy of VEBA (.2); correspondence with Laura Hughes regarding filing fee applications (.3); advise Ms. McGreal regarding Jobs MOU applicability (.2); review VEBA provided by Joe Bean (.8); provide VEBA to Rad Burch and others with list of potential issues (.5); complete and forward fee statement to Ms. Hughes (.4); review Mr. Burch's comments to VEBA and distribute list of issues to Mr. Aizen and Ms. Cho (1.0); review Exemption Certificate prepared by Mr. Aizen (.4).	3.90	1,852.50
12/11/13	PRB	Begin to analyze Union's VEBA for potential problems for Patriot and for ERISA compliance.	2.20	1,045.00

**Ogletree
Deakins**

Page 4
01/22/14
Invoice No. 1191195
031437-000001-JRW

Date	Initials	Description	Hours	Amount
12/12/13	JRW	E-mail exchange with Rad Burch regarding issues in VEBA DOL exemption application (.2); e-mail exchange with Ron Aizen regarding same (.2); telephone conference with Rad Burch, Ron Aizen and Erin Cho regarding issues in VEBA and options for addressing same (.7: coordination with Mr. Burch regarding penalties for violating prohibited transactions rule (.2); telephone conference with UMWA, ERISA counsel concerning status of exemption application; and advise Ms. Cho and Mr. Aizen regarding same (.4); review and forward DOL policy statement on retroactive approval of exemption applications for prohibited transactions (.5); consider risks of transferring money to VEBA absent approved exemption and review language in contractual agreements to make transfers (.5).	2.70	1,282.50
12/12/13	PRB	Electronic communications with Ron Aizen and Erin Cho regarding VEBA funding issues (.5); analyze trustee certification (.2); begin to analyze prohibited transaction issues with contribution of stock to VEBA (1.5); teleconference with Mr. Aizen, Ms. Cho, and John Woodrum to discuss issues with contribution of stock to VEBA (.7).	2.90	1,377.50
12/13/13	JRW	Correspondence with Rad Burch regarding VEBA (.2); review Joe Beau's e-mail response regarding VEBA recommendation (.2); review summary of recommendation prepared by Ron Aizen and related correspondence (.3).	0.70	332.50
12/16/13	JRW	Coordinate with UMWA ERISA counsel regarding status of application for waiver and advise core group regarding same.	0.30	142.50
12/17/13	JRW	Review VEBA prohibited transaction application provided by UMWA counsel and distribute to ERISA group.	0.80	380.00
12/18/13	JRW	Review Rad Burch's comments regarding UMWA VEBA.	0.20	95.00

**Ogletree
Deakins**

Page 5
01/22/14
Invoice No. 1191195
031437-000001-JRW

Date	Initials	Description	Hours	Amount
12/18/13	PRB	Analyze prohibited transaction exemption application filed by the Union.	0.40	190.00
12/19/13	PRB	Begin to determine if warrants count toward the twenty-five percent limit on stock ownership.	0.10	47.50
Total Services			19.70	\$9,357.50

Timekeeper Summary

Timekeeper	Title	Rate	Hours	Amount
John R. Woodrum	Shareholder	475.00	14.10	6,697.50
Preston R. Burch	Shareholder	475.00	5.60	2,660.00

TOTAL FEES	\$9,357.50
TOTAL EXPENSES	\$0.00
TOTAL THIS INVOICE	\$9,357.50