

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF MISSOURI
EASTERN DIVISION**

In re:) **Chapter 11**
) **Case No. 12-bk-51502-659**
PATRIOT COAL CORPORATION,) **Jointly Administered**
et al.,)
) **Hearing Date: March 25, 2014**
Debtors.) **Hearing Time: 10:00 a.m.**
) **Location: Courtroom 7-N, St. Louis**

**THIRD AND FINAL APPLICATION FOR ALLOWANCE OF FEES AND EXPENSES
FILED BY BRYAN CAVE LLP, LOCAL RESTRUCTURING COUNSEL AND
CORPORATE COUNSEL TO THE DEBTORS**

Summary of Request

Name of Applicant	Bryan Cave LLP
Date of Approval of Employment	February 4, 2013 [Dkt. No. 2682] Effective Nov. 27, 2012 for restructuring Effective Dec. 1, 2012 for other matters
Identify of Party Represented	Local Restructuring Counsel and Corporate Counsel to Debtors
Time Period Requested	November 27, 2012 – December 31, 2013
Amount of Fees Requested	\$843,673.50
Amount of Expenses Requested	\$17,881.16
Previous Fee Orders	May 23, 2013 [Dkt. No. 4050] November 8, 2013 [Dkt. No. 4976]
Interim or Final Application	Final

NOW COMES Bryan Cave LLP (“Bryan Cave”), local restructuring counsel and corporate counsel for debtors Patriot Coal Corporation, *et al.* (the “Debtors” or the “Reorganized Debtors”), pursuant to 11 U.S.C. § 330, and files this Third and Final Application for Allowance of Fees and Expenses (the “Application”). In support of the Application, Bryan Cave shows the Court as follows:

Relief Requested

1. By this Application, Bryan Cave seeks entry of an order, pursuant to Section 330 of the Bankruptcy Code and Federal Rule of Bankruptcy Procedure 2016, awarding \$843,673.50 in total fees and \$17,881.16 in total expenses incurred in connection with Bryan Cave’s representation of the Reorganized Debtors from the effective dates of its retention under Section 327(a) of the Bankruptcy Code through and including December 31, 2013.

Jurisdiction

2. This Court has jurisdiction over this Motion under 28 U.S.C. § 1334. Venue of this proceeding is proper pursuant to 28 U.S.C. § 1409. This is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2).

3. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

Background

4. Ninety-nine of the Debtors filed voluntary petitions for relief under Chapter 11 of the Bankruptcy Code on July 9, 2012 (the “Petition Date”) in the United States Bankruptcy Court for the Southern District of New York.

5. On December 19, 2012, the Debtors' cases were transferred to the United States Bankruptcy Court for the Eastern District of Missouri [Dkt. No. 1789].

6. On February 4, 2013, this Court entered an order authorizing the employment of Bryan Cave as attorneys for the Debtor [Dkt. No. 2682], effective as of November 27, 2012 for restructuring matters and as of December 1, 2012 for other matters.

7. On October 25, 2013, this Court entered an order expanding the employment of Bryan Cave to include the representation of Debtors Brody Mining, LLC and Patriot Ventures LLC [Dkt. No. 4865], effective as of September 23, 2013.

8. Pursuant to the Order to Establish Procedures for Interim Compensation and Reimbursement of Expenses of Professionals [Dkt. No. 262] (the "Interim Compensation Order"), Bryan Cave has filed a Monthly Fee Statement, defined in the Interim Compensation Order, for its fees and expenses incurred each month since it was retained as Section 327(a) counsel. Bryan Cave's Monthly Fee Statement for December 2013 remains subject to review and objection until February 7, 2014. No party objected to any of Bryan Cave's earlier Monthly Fee Statements, and pursuant to the Interim Compensation Order, Bryan Cave was paid 80% of the fees and 100% of the expenses detailed in each of those monthly statements.

9. Bryan Cave also has been paid the remaining 20% of the fees requested in its Monthly Fee Statements for periods through July 2013, less certain adjustments by the Court, pursuant to the Court's orders granting Bryan Cave's first and second interim fee applications [Dkt. Nos. 4050 and 4976].

10. Pursuant to the Interim Compensation Order and the Notice of Hearing and Related Procedures for Fee Applications of Retained Professionals [Dkt. No. 3417], Bryan Cave

now submits its Third and Final Application for final approval of fees and expenses incurred from November 27, 2012 through December 31, 2013 (the “Application Period”).

Bryan Cave’s Attorneys’ Fees and Expenses

11. Bryan Cave is a full-service law firm with offices located at 211 N. Broadway, Suite 3600, St. Louis, Missouri, and in more than 20 locations in the United States, Europe, and Asia. In addition to its bankruptcy practice, Bryan Cave possesses broad experience in various areas of business law, including but not limited to commercial litigation, commercial transactions, banking, real estate, tax, labor and employment, and intellectual property. This collective experience has allowed Bryan Cave to address promptly and efficiently the various complex issues that have arisen in the Debtors’ bankruptcy cases.

12. Bryan Cave maintains detailed daily time records in the ordinary course of its business. These time records are prepared contemporaneously with the rendition of services to the client. These time records describe the person performing the services, the date services are rendered, a detailed description of services, and the length of time spent delivering the services. These time records are kept in increments of tenths of an hour. The names, positions, and hourly rates of each professional and paraprofessional who billed time in connection with Bryan Cave’s engagement by the Debtors is attached as Exhibit A.

13. The services provided by Bryan Cave during the Application Period have been actual and necessary. Reasonable compensation for such services based on the time, the nature, the extent, and the value of such services, and the costs of such services other than in a bankruptcy case, are \$843,673.50. A summary of the total fees for each project category is attached as Exhibit B, which includes separate subtotals for the period from August 1, 2013

through December 31, 2013 (i.e., the period that was not included in Bryan Cave's earlier interim fee applications). Detailed time records for that period are attached as Exhibit C. Bryan Cave incorporates by reference its time records for periods through and including July 31, 2013, which were included as exhibits to its earlier interim fee applications.

14. Bryan Cave has incurred expenses in the total amount of \$17,881.16 during the Application Period for which it seeks approval for reimbursement, which are detailed on Exhibit D, attached.¹

Bryan Cave's Services During the Application Period

15. During the Application Period, Bryan Cave provided extensive legal services to the Debtors, including both restructuring and corporate matters. Bryan Cave has divided its restructuring services into the following project categories.

16. Asset Analysis and Recovery: Bryan Cave responded to an inquiry from the Debtors regarding the disposition of certain escrowed funds.

17. Asset Disposition: Bryan Cave reviewed and circulated to opposing counsel monthly reports of certain assets that had been abandoned or sold.

18. Assumption and Rejection of Leases and Contracts: Bryan Cave consulted with the Debtors on decisions and procedures to assume and reject certain leases and contracts that are key to the Debtors' businesses, including but not limited to preparations for and participation in the hearing on rejection of the Debtors' collective bargaining agreements.

¹ This request is net of the \$9,818.65 in expenses that the Court disallowed in its order on Bryan Cave's second interim fee application [Dkt. No. 4976].

19. Business Operations: Bryan Cave responded to inquiries from the Debtors regarding post-petition operations of the Debtors' businesses.

20. Case Administration: Bryan Cave worked with the Debtors' noticing agent to file and serve numerous motions and notices. In addition, Bryan Cave helped to coordinate scheduling issues with the courtroom deputy and to advise lead counsel regarding local rules and practices. Bryan Cave also participated in regular update calls with the Debtors' personnel and professionals that covered a wide range of subjects.

21. Claims Administration and Objections: Bryan Cave consulted with the Debtors to evaluate and reconcile certain proofs of claim filed by various creditors. Bryan Cave also prepared and argued numerous claim objections, drafting appropriate pleadings and negotiating with opposing counsel the resolution of certain objections.

22. Employee Benefits and Pensions: Bryan Cave advised the Debtors on the ongoing wages and benefits of its employees, including advising the Debtors on matters related to their critical employee retention plan and annual incentive plan, and participating in the hearings on approval of those plans.

23. Fee and Employment Applications: Bryan Cave prepared Monthly Fee Statements as required by the Court, as well as its First and Second Interim Applications for Allowance of Fees and Expenses. Bryan Cave also analyzed ongoing conflict issues, updated its employment application as necessary, and consulted with other professionals about their employment and fee applications.

24. Fee and Employment Objections: Bryan Cave reviewed certain of the fee applications of other professionals in the case.

25. Financing and Cash Collections: Bryan Cave advised the Debtors on issues relating to the dissolution of a non-debtor financing subsidiary no longer in use.

26. Meetings of and Communications with Creditors: Bryan Cave appeared at and participated in the meetings of creditors for Debtors Brody Mining, LLC and Patriot Ventures LLC.

27. Other Contested Matters: Bryan Cave helped to prepare and prosecute various motions not readily categorized elsewhere, as well as preparing for argument of motions scheduled for hearing on the Court's omnibus hearing dates.

28. Plan and Disclosure Statement: Bryan Cave consulted with the Debtors and lead counsel regarding the filing of a plan and disclosure statement, as well as strategies for confirmation of the plan.

29. Real Estate: Bryan Cave responded to an inquiry regarding an issue affecting a parcel of the Debtors' real property.

30. Relief from Stay and Adequate Protection Proceedings: Bryan Cave analyzed and responded to motions for relief from stay and analyzed strategies for responding to them. In addition, Bryan Cave prepared for and handled the argument of a creditor's motion for relief from stay.

31. Statements and Schedules: Bryan Cave assisted with the preparation of the schedules and statements of financial affairs of Debtors Brody Mining, LLC and Patriot Ventures LLC.

32. In addition, Bryan Cave advised the Debtors regarding non-restructuring employee benefits issues and corporate and securities matters. Bryan Cave also completed a corporate entity simplification project that was implemented on the effective date of the

Debtors' plan of reorganization. Bryan Cave's services in these areas are not included in the project categories above and are listed separately on Exhibit B.

Johnson Factors

33. Local Rule 2016(1)(B) requires that all professional fee applications analyze the 12 factors for allowance of compensation set forth in *Johnson v. Georgia Highway Express*, 388 F.2d 714 (5th Cir. 1974) (the "Johnson Factors"); see also *P.A. Novelly v. Palans*, 960 F.2d 728 (8th Cir. 1992); *Chamberlain v. Kula*, 213 B.R. 729, 736-739 (B.A.P. 8th Cir. 1997).

34. Bryan Cave submits that its Application satisfies all of the *Johnson* Factors, as described below.

- (a) The time and labor required. Bryan Cave's representation of the Debtors as debtors-in-possession has required extensive time and effort given the complexity of the Debtors' cases.
- (b) The novelty and difficulty of questions. The Debtors' proceedings under Chapter 11 are multifaceted and involve a large number of creditors and parties-in-interest.
- (c) The skill required to perform legal services properly. Bryan Cave believes that its lawyers have demonstrated the skill levels necessary for the vigorous representation of the Debtors' interests in this case.
- (d) The preclusion of employment due to acceptance of the case. Acceptance of this case has not precluded Bryan Cave from other employment, but the professionals involved in this case devoted significant portions of their time to the Debtors' affairs and were, to that extent, unable to address other matters.

- (e) The customary fee. The rates charged by Bryan Cave in this matter are commensurate with rates it charges for similar clients on similar matters, except that Lloyd Palans charged the Debtors significantly less than his customary hourly rate.
- (f) Whether the fee is fixed or contingent. The fees requested herein are requested on an hourly basis.
- (g) Time limitations imposed by the client or the circumstances. This case has posed time pressures that are at least as constraining as in a typical Chapter 11 case.
- (h) The amount involved and the results obtained. Bryan Cave has worked diligently to advocate for its client and has obtained results that are excellent in the circumstances of this case.
- (i) The experience, reputation, and ability of the attorneys. The professionals representing the Debtors in this engagement are highly skilled and experienced in restructurings, employee benefits, and matters of corporate and securities law.
- (j) The undesirability of the case. This is not an undesirable case. Bryan Cave is privileged to have had the opportunity to represent the Debtors.
- (k) The nature and length of the professional relationship with the client. As discussed in its employment application, Bryan Cave provided corporate and securities law services to the Debtors for more than five years prior to their Chapter 11 cases.

- (l) Awards in similar cases. The fees requested in this case are proportionate to fees requested in similar matters.

35. There is no agreement of any nature as to the sharing of any compensation to be paid to Bryan Cave, other than sharing among the partners and regular associates of Bryan Cave. Compensation previously paid to Bryan Cave has not been shared with any person other than the partners and regular associates of Bryan Cave.

36. I hereby certify that (a) the fees and expenses requested in this Application are in compliance with the requirements of the Interim Compensation Order; and (b) that the Reorganized Debtors have had an opportunity to review this Application prior to its filing and have approved the requested amounts.

WHEREFORE, Bryan Cave respectfully requests that this Court:

- (a) allow on a final basis attorneys' fees of \$843,673.50 and expenses of \$17,881.16 incurred during the Application Period;
- (b) authorize and direct the Reorganized Debtors to make payment to Bryan Cave for all allowed fees and expenses that have not been paid to date; and
- (c) grant Bryan Cave such other and further relief as is just and proper.

Dated: January 31, 2014
St. Louis, Missouri

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, MO 63102

(314) 259-2000

Fax: (314) 259-2020

laura.hughes@bryancave.com

ATTORNEYS FOR THE REORGANIZED
DEBTORS

EXHIBIT A

**CUMULATIVE TIMEKEEPER SUMMARY
(November 27, 2012 – December 31, 2013)**

PARTNERS			8/1/13 – 12/31/13		Total Engagement	
Name	Admission Year	Rate	Hours	Fees	Hours	Fees ²
C. Brendan Johnson	1996	\$490	18.3	\$8,967.00	18.3	\$8,967.00
Michael Leue	1996	\$559	0.0	\$0.00	1.3	\$726.70
Denis P. McCusker	1972	\$700	6.1	\$4,270.00	7.6	\$5,320.00
Lloyd A. Palans	1972	\$675	43.8	\$29,565.00	301.5	\$203,512.50
Brian C. Walsh	1997	\$450	224.5	\$101,025.00	587.0	\$264,150.00
R. Randall Wang	1984	\$675	3.8	\$2,565.00	7.9	\$5,332.50

COUNSEL			8/1/13-12/31/13		Total Engagement	
Name	Admission Year	Rate	Hours	Fees	Hours	Fees
Hal B. Morgan	1983	\$565	56.7	\$32,035.50	238.9	\$134,978.50
J. Christopher Rodgers	1994	\$545	1.5	\$817.50	1.5	\$817.50
Sheldon H. Smith	1974	\$575	0.0	\$0.00	1.8	\$1,035.00

² As explained in Bryan Cave LLP's First Interim Fee Application, the total fees in Exhibits A and B exceed by \$2,056.70 the total fees requested in this Application because of a line-item adjustment to Bryan Cave's December 2012 restructuring invoice, which accounts for the difference between certain Bryan Cave professionals' 2013 rates as disclosed in Bryan Cave's employment application and actual 2012 rates billed during that portion of the Application Period.

ASSOCIATES			8/1/13-12/31/13		Total Engagement	
Name	Admission Year	Rate	Hours	Fees	Hours	Fees
Caitlin M. Hartsell	2013	\$210	96.0	\$20,160.00	96.0	\$20,160.00
Laura Uberti Hughes	2008	\$315	300.7	\$94,720.50	446.6	\$140,679.00
Maximilian Karacz	2009	\$333	0.0	\$0.00	3.5	\$1,165.50
E. Taylor Robertson	2003	\$440	75.7	\$33,308.00	75.7	\$33,308.00
Adriel F. Sanders	2009	\$270	0.0	\$0.00	2.9	\$783.00
Tyler A. Short	2012	\$200	4.1	\$820.00	4.1	\$820.00
Erica D. Woods	2012	\$270	0.0	\$0.00	94.2	\$19,782.00
Jess F. Zimmerman	2013	\$210	6.7	\$1,407.00	6.7	\$1,407.00

PARAPROFESSIONALS		8/1/13-12/31/13		Total Engagement	
Name	Rate	Hours	Fees	Hours	Fees
Claudia A. Papenberg	\$160	0.0	\$0.00	5.6	\$896.00
Susan G. Reiss	\$225	8.4	\$1,890.00	8.4	\$1,890.00

TOTALS		8/1/13-12/31/13		Total Engagement	
		Hours	Fees	Hours	Fees
		846.3	\$331,550.50	1,909.5	\$845,730.20

EXHIBIT B

**TASK CODE CATEGORY SUMMARY
(November 27, 2012 – December 31, 2013)**

Project Category	8/1/13-12/31/13		Total Engagement	
	Hours	Fees	Hours	Fees
Asset Analysis and Recovery	0.0	\$0.00	0.2	\$90.00
Asset Disposition	1.6	\$504.00	1.6	\$504.00
Assumption and Rejection of Leases and Contracts	43.6	\$18,207.00	253.2	\$139,465.50
Business Operations	0.8	\$364.50	2.0	\$1,152.00
Case Administration	91.1	\$31,081.50	185.4	\$78,412.50
Claims Administration and Objections	279.2	\$106,153.50	555.2	\$209,137.50
Employee Benefits and Pensions	0.5	\$184.50	57.6	\$28,958.50
Fee and Employment Applications	52.4	\$20,538.00	158.2	\$69,048.00
Fee and Employment Objections	0.0	\$0.00	4.0	\$1,692.00
Financing and Cash Collections	8.3	\$5,476.00	10.4	\$6,796.00
Meetings of and Communications With Creditors	0.3	\$94.50	1.1	\$634.50
Other Contested Matters	46.0	\$18,229.50	140.0	\$62,873.50
Plan and Disclosure Statement	57.9	\$28,431.00	59.5	\$29,110.50
Real Estate	0.0	\$0.00	0.1	\$31.50
Relief from Stay and Adequate Protection Proceedings	2.6	\$1,269.00	25.0	\$8,421.00
Statements and Schedules	4.8	\$1,714.50	4.8	\$1,714.50
Employee Benefits (Non- Restructuring)	56.7	\$32,035.50	238.9	\$134,978.50
Securities	7.9	\$3,385.00	14.9	\$6,935.50
Corporate Entity Simplification Project	192.6	\$63,882.50	192.6	\$63,882.50
General Corporate	0.0	\$0.00	4.8	\$1,892.20
TOTALS:	846.3	\$331,550.50	1,909.5	\$845,730.20

EXHIBIT C

DETAILED TIME RECORDS FROM AUGUST 1, 2013 - DECEMBER 31, 2013

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.

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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

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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.

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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

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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

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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
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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

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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.
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Total Assumption/Rejection of Leases and Contracts	6.90 hrs.		\$	4,522.50
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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).
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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).
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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).
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Total Other Contested Matters(excl assumption/rejecti	7.00 hrs.		\$	2,677.50
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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.
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Total Business Operations	0.30 hrs.		\$	94.50
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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.
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08/06/13	D. P. McCusker	0.30 hrs.	210.00	Emails with Virgin Islands
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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

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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

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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

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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

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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

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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

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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.

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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

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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).

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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

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

Patriot Coal Corporation

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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

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Date	Name	Hours	Rate	Description
08/23/13	H. B. Morgan	0.40 hrs.	226.00	summary plan description for Union Savings Plan (0.4). 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

	Hours	Rate/Hr	Dollars
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

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TOTAL CHARGES FOR THIS MATTER	\$	6,610.50
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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

October 30, 2013
Invoice # 10255358
Client # C067317
Payment is due upon
Receipt

STATEMENT OF ACCOUNT

CURRENT CHARGES FOR MATTER:

File #0345891		
Chapter 11 Restructuring		
Fees for Legal services	\$	54,819.00
Expenses and Other Charges		412.24
TOTAL CHARGES THIS INVOICE	\$	55,231.24
STATEMENT TOTAL	\$	55,231.24

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

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For Legal Services Rendered Through September 30, 2013

File #0345891
Chapter 11 Restructuring

Case Administration

09/04/13	L. U. Hughes	0.10 hrs.	31.50	Review and respond to emails regarding strategy for filing additional debtor petitions.
09/05/13	B. C. Walsh	0.20 hrs.	90.00	Memorandum to R. McWilliams regarding logistics for potential new filings.
09/05/13	L. U. Hughes	0.50 hrs.	157.50	Confer with A. Gehring regarding strategy for filing pro hac vice motions in adversary case (0.3); respond to inquiry regarding petitions of additional debtors (0.2).
09/09/13	B. C. Walsh	0.60 hrs.	270.00	Telephone conference with J. Jones, R. McWilliams, R. Nadick, M. McGreal, L. U. Hughes regarding potential new filings.
09/09/13	L. U. Hughes	1.20 hrs.	378.00	Participate in conference call with J. Jones, Alix Partners, M. McGreal and GCG regarding filing petitions for additional debtors (0.6); review and revise master service and notice lists pleading and file same (0.4); send email to M. McGreal regarding logistics of first day motions in support of new petitions (0.2).
09/10/13	B. C. Walsh	0.30 hrs.	135.00	Multiple memoranda to J. Jones, M. McGreal regarding new filings and logistics.
09/10/13	L. U. Hughes	0.50 hrs.	157.50	Review comments from J. Jones regarding filing additional petitions and send same to S. G. Reiss with instructions (0.2); develop strategy for drafting

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initial pleadings (0.3).

09/10/13	S. G. Reiss	0.80 hrs.	180.00	Preparation of core bankruptcy petition packets.
09/11/13	B. C. Walsh	0.50 hrs.	225.00	Multiple memoranda to J. Jones, M. McGreal, L. U. Hughes regarding potential new filings.
09/11/13	L. U. Hughes	0.60 hrs.	189.00	Review and comment on draft petition for additional debtors (0.3); review agenda in preparation for Bankruptcy Management Committee call (0.3).
09/11/13	S. G. Reiss	0.50 hrs.	112.50	Prepare bankruptcy petition packets.
09/16/13	B. C. Walsh	0.70 hrs.	315.00	Participate in weekly update call with debtor team.
09/16/13	L. U. Hughes	0.20 hrs.	63.00	Confer with R. Nadick regarding preparation of schedules and UCC search for new debtors.
09/17/13	B. C. Walsh	1.00 hrs.	450.00	Conference with L. U. Hughes regarding new filings (0.3); multiple memoranda to L. U. Hughes, R. McWilliams regarding same (0.2); telephone conference with J. Orf, J. Jones, K. Burlage, P. Kineal, R. Nadick, L. U. Hughes regarding new filings and communications for same (0.4); memorandum to J. Orf regarding publication notice (0.1).
09/17/13	L. U. Hughes	2.90 hrs.	913.50	Review global notes revisions (0.2); confer with S. G. Reiss regarding matrix preparation (0.2); confer with R. Nadick regarding UCC lien searches for additional debtors (0.2); participate in call with J. Orf regarding noticing procedures for additional petitions (0.5); compile list of outstanding issues to be included in petition and attendant documents and circulate to R. McWilliams and J. Jones (0.5); review responses to

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same and send to S. G. Reiss for
incorporation into drafts (0.3);
draft motion for joint
administration of new cases
(1.0).

09/17/13	S. G. Reiss	0.30 hrs.	67.50	Conference with L. U. Hughes regarding bankruptcy filings.
09/18/13	B. C. Walsh	1.50 hrs.	675.00	Conferences with L. U. Hughes regarding new filings and preparations for same (0.6); review and revise motion for joint administration and related relief (0.7); telephone conference with P. Randolph regarding same (0.2).
09/18/13	L. U. Hughes	5.40 hrs.	1,701.00	Participate in call with J. Jones, M. McGreal, R. McWilliams and R. Nadick to discuss preparation of petitions and first-day motions for additional debtors (0.5); review and revise draft petitions and supporting documents (0.5) and discuss same with S. G. Reiss (0.2); revise joint administration motion (2.0); review first-day orders for modification and incorporation into joint administration motion (0.5); draft corporate resolutions authorizing filings of additional debtors (0.4); confer with R. Nadick regarding noticing questions and draft of notice of commencement of case (0.3); draft declaration in support of petitions and joint administration motion (1.0).
09/18/13	S. G. Reiss	0.80 hrs.	180.00	Prepare and revise bankruptcy petitions and related pleadings.
09/19/13	B. C. Walsh	1.70 hrs.	765.00	Revise petitions and supporting documents for new debtors (0.7); revise joint administration motion and related declaration (0.6); multiple conferences with L. U. Hughes regarding new

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filings and logistics of same (0.4).

09/19/13	L. U. Hughes	7.20 hrs.	2,268.00	Revise petitions and supporting documents per B. C. Walsh's comments and send to J. Jones for review, then incorporate and respond to her comments (2.8); revise motion for joint administration and declaration in support of same per B. C. Walsh's comments, then incorporate J. Jones' comments (1.9); draft and revise orders granting first-day motions (1.2); confer with R. Nadick regarding publication notices and strategy for same (0.4); review draft proof of claim form (0.2); confer with R. Nadick and D. Bard regarding noticing of new petitions (0.2); review and respond to questions regarding lists of creditors (0.2); review correspondence regarding extension of time to file monthly operating reports and continuing reporting obligations (0.3).
09/19/13	S. G. Reiss	1.00 hrs.	225.00	Revise motion for joint administration, including compilation of existing orders to be applied in new cases.
09/20/13	B. C. Walsh	1.20 hrs.	540.00	Revise proposed orders on new filing (0.5); multiple conferences with L. U. Hughes regarding new filing and strategy for same (0.7).
09/20/13	L. U. Hughes	4.00 hrs.	1,260.00	Confer with J. Jones regarding procedures for retention of professionals in new cases (0.2); revise orders on joint administration motion and send to M. McGreal with comments (0.8); confer with R. Nadick regarding formatting of Top Twenty lists and matrix completion (0.4); respond to comments on joint administration motion from M.

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McGreal and confer regarding governmental unit bar date (0.5); revise joint administration and claims bar date motions (2.0) and send to assistant U.S. Trustees for review with comment (0.1).

09/21/13	L. U. Hughes	2.70 hrs.	850.50	Revise joint administration motion and order and incorporate new comments (1.5); draft motion for expedited hearings on first-day motions (0.5); update and revise joint administration motion (0.7).
09/22/13	L. U. Hughes	0.50 hrs.	157.50	Revise joint administration orders per comments from M. McGreal.
09/23/13	B. C. Walsh	4.10 hrs.	1,845.00	Revise initial motions for new filings (1.7); multiple conferences with L. U. Hughes regarding strategy for same (0.7); telephone conference with J. Jones regarding same (0.2); arrange for filing of monthly operating report (0.2); review multiple rounds of revisions of initial motions and comment on same (0.7); multiple memoranda to R. Mead, M. McGreal, L. Long regarding new filings (0.3); telephone conference with J. Bean, B. Resnick, M. McGreal, L. U. Hughes regarding same (0.3).
09/23/13	L. U. Hughes	10.20 hrs.	3,213.00	Review and revise petitions for Brody Mining (0.5); and Patriot Ventures (0.5); incorporate comments from B. C. Walsh into bar date motion and joint administration motion (1.5); incorporate comments from lenders on same (1.5); review and respond to emails regarding proposed changes to same and incorporation of comments (0.5); confer with M. McGreal regarding strategy for filing new

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debtors (0.3); confer with J. Jones regarding revisions to documents (0.3); revise Lushefski affidavit (0.7); draft notice of hearing (0.4); finalize all versions of documents in preparation for filing (3.5); review and revise proof of claim form (0.2); revise matrix for new cases (0.3).

09/24/13	L. U. Hughes	2.70 hrs.	850.50	Exchange emails with J. Jones to respond to inquires from interested parties on background of new debtors (0.2); revise orders granting first-day motions and exchange emails with various counsel regarding comments on same (1.5); conform case filings per request of Clerk's office (1.0).
09/25/13	L. U. Hughes	1.30 hrs.	409.50	Respond to inquiries from L. Long regarding background of first-day motions and coordinate response to same with Davis Polk attorneys (0.4); review case background correspondence and participate in call with client in preparation for first-day hearing (0.6); coordinate initial debtor meeting with B. Dorsey and R. Mead (0.3).
09/26/13	B. C. Walsh	0.20 hrs.	90.00	Revise notice of interim order on first-day relief.
09/26/13	L. U. Hughes	1.30 hrs.	409.50	Respond to emails from lenders regarding first-day orders (0.3); confer with B. Dorsey regarding initial debtor interviews (0.1); draft notice of final hearing on joint administration motion and revise per B. C. Walsh's comments (0.5); revise final orders on first-day motions and send same to court and L. Long (0.2); review correspondence regarding Brody Mining investment (0.2).

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09/30/13	L. U. Hughes	0.40 hrs.	126.00	Participate in initial debtor interview with B. Dorsey and R. Mead.
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Total Case Administration		57.10 hrs.		\$ 19,300.50
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Statements and Schedules

09/16/13	L. U. Hughes	0.30 hrs.	94.50	Review revisions to global notes on schedules from M. McGreal and R. McWilliams.
09/18/13	B. C. Walsh	1.50 hrs.	675.00	Review draft schedules and statements (0.4); revise global notes for schedules and SOFAs (1.1).
09/19/13	L. U. Hughes	1.00 hrs.	315.00	Revise global notes and review J. Jones' comments on same.
09/23/13	L. U. Hughes	2.00 hrs.	630.00	Review and comment on statements of financial affairs and schedules.

Total Statements and Schedules		4.80 hrs.		\$ 1,714.50
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Relief from Stay/Adequate Protection Proceed

09/18/13	B. C. Walsh	0.30 hrs.	135.00	Review and analyze stay issues regarding mediation of dispute.
09/19/13	L. A. Palans	0.30 hrs.	202.50	Conference with B. C. Walsh regarding application of automatic stay to appeal.
09/19/13	B. C. Walsh	0.60 hrs.	270.00	Research regarding automatic stay (0.4); memorandum to E. Waller regarding pending appeal (0.2).

Total Relief from Stay/Adequate Protection Proceed		1.20 hrs.		\$ 607.50
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Fee/Employment Applications

09/03/13	B. C. Walsh	0.20 hrs.	90.00	Multiple memoranda to J. Woodrum regarding employment application.
09/03/13	L. U. Hughes	0.80 hrs.	252.00	Revise Ogletree employment application per B. C. Walsh's

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comments and outline
declaration in support of
employment as special counsel,
then send to J. Woodrum with
comments (0.7); revise exhibits
to second interim fee application
of Bryan Cave (0.1).

09/03/13	L. U. Hughes	0.30 hrs.	94.50	Confer with M. McGreal regarding strategy for noting on docket certain stipulations between Debtors and creditors committee regarding retention of professionals.
09/04/13	L. U. Hughes	0.30 hrs.	94.50	Exchange emails with J. Jones regarding second interim fee application.
09/05/13	B. C. Walsh	0.10 hrs.	45.00	Conference with L. U. Hughes regarding fee application.
09/05/13	L. U. Hughes	0.30 hrs.	94.50	Complete revisions to second interim fee application and submit same to court.
09/13/13	B. C. Walsh	1.30 hrs.	585.00	Prepare monthly statement (1.1); multiple memoranda to J. Woodrum regarding employment application (0.2).
09/16/13	B. C. Walsh	0.50 hrs.	225.00	Review and comment on draft monthly statement of GCP (0.3); revise statement and prepare for filing (0.2).
09/18/13	L. U. Hughes	0.30 hrs.	94.50	Confer with L. Peterson regarding announcement of no objections to Ernst & Young application.
09/24/13	L. A. Palans	0.80 hrs.	540.00	Review of supplemental disclosure with respect to new debtors (.3); correspondence with B. C. Walsh regarding revisions to supplemental disclosure (.3); review correspondence to J. Jones regarding supplemental disclosure (.2).
09/24/13	B. C. Walsh	2.10 hrs.	945.00	Draft application to expand retention, including

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supplemental disclosure (1.5);
revise monthly statement (0.4);
revise application (0.2).

09/24/13	L. U. Hughes	0.20 hrs.	63.00	Review supplemental disclosures and form for new debtor cases.
09/25/13	L. A. Palans	0.20 hrs.	135.00	Receive and review correspondence with J. Jones regarding supplemental disclosure.
09/25/13	B. C. Walsh	0.90 hrs.	405.00	Revise supplemental disclosure (0.5); multiple memoranda to J. Jones, G. Willard regarding same (0.2); memorandum to L. Long regarding same (0.2).
09/25/13	L. U. Hughes	0.20 hrs.	63.00	Review supplemental disclosure form for professionals' use in new debtor cases.
09/26/13	B. C. Walsh	0.70 hrs.	315.00	Telephone conference with G. Willard regarding professional retention (0.2); memorandum to J. Jones regarding same (0.1); prepare memoranda to debtors' professionals regarding same (0.4).
09/26/13	L. U. Hughes	0.20 hrs.	63.00	Review supplemental disclosure form and responses to same.
09/27/13	B. C. Walsh	0.70 hrs.	315.00	Review and comment on Ogletree employment application (0.4); revise monthly statement (0.2); telephone conference with M. Buschmann regarding supplemental declaration (0.1).
09/27/13	L. U. Hughes	0.80 hrs.	252.00	Confer with J. Woodrum regarding revisions to employment application (0.4); revise application and declaration in support of same (0.4).
09/29/13	B. C. Walsh	0.10 hrs.	45.00	Memorandum to K. Gordon regarding supplemental disclosure.
09/30/13	L. U. Hughes	0.50 hrs.	157.50	Revise and file Ogletree Deakins

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employment application.

Total Fee/Employment Applications 11.50 hrs. \$ 4,873.50

Assumption/Rejection of Leases and Contracts

09/19/13	L. U. Hughes	0.10 hrs.	31.50	Exchange emails with S. Schutzenhofer regarding preparation of 9019 motions for leases.
09/20/13	L. U. Hughes	0.30 hrs.	94.50	Confer with S. Schutzenhofer regarding factual background of lease assumption agreements and drafting contract to document same.
09/25/13	L. A. Palans	0.30 hrs.	202.50	Telephone conference with E. Moskowitz regarding status of UMWA dispute and strategy for proceeding.
09/25/13	L. U. Hughes	0.30 hrs.	94.50	Review and respond to emails from S. Schutzenhofer regarding documents underlying assumption agreements.
09/27/13	B. C. Walsh	0.20 hrs.	90.00	Telephone conference with C. Ebetino regarding potential assumption of contracts.

Total Assumption/Rejection of Leases and Contracts 1.20 hrs. \$ 513.00

Other Contested Matters(excl assumption/rejecti

09/18/13	B. C. Walsh	0.10 hrs.	45.00	Memorandum to H. Hiznay regarding omnibus hearing.
09/23/13	L. U. Hughes	1.00 hrs.	315.00	Prepare for omnibus hearing.
09/24/13	B. C. Walsh	2.80 hrs.	1,260.00	Prepare for omnibus hearing (0.5); prepare for first-day hearing (0.3); court appearance on omnibus hearing, including multiple conferences with various counsel (1.7); revise first-day orders (0.3).
09/24/13	L. U. Hughes	2.50 hrs.	787.50	Prepare for and participate in omnibus hearing on claims and other matters.

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09/25/13	B. C. Walsh	5.20 hrs.	2,340.00	Prepare for first-day hearing (4.7); telephone conference with R. Mead, J. Jones, L. U. Hughes regarding same (0.3); review correspondence regarding first-day hearing (0.2).
09/26/13	B. C. Walsh	3.40 hrs.	1,530.00	Prepare for hearing (1.1); court appearance on first-day hearing, including conferences with various counsel (1.8); conference with B. Resnick regarding first-day hearing (0.2); conference with L. U. Hughes regarding same (0.3).
09/26/13	L. U. Hughes	1.80 hrs.	567.00	Attend first-day hearings on new debtor cases.

Total Other Contested Matters(excl assumption/rejecti 16.80 hrs. \$ 6,844.50

Financing/Cash Collections

09/05/13	D. P. McCusker	0.30 hrs.	210.00	Emails with BVI counsel relating to liquidation of SPV.
09/11/13	D. P. McCusker	0.50 hrs.	350.00	Review documents relating to liquidation of BVI receivables subsidiary.
09/17/13	D. P. McCusker	0.50 hrs.	350.00	Emails with R. Mead (0.1); and with K. Boyd of Amacar (0.4); relating to dissolution of receivables SPV subsidiary.
09/18/13	D. P. McCusker	0.50 hrs.	350.00	Review documents sent by J. Jones to Amacar relating to dissolution of SPV.

Total Financing/Cash Collections 1.80 hrs. \$ 1,260.00

Claims Administration and Objections

09/03/13	B. C. Walsh	0.30 hrs.	135.00	Memorandum to R. Keffer regarding strategy for claim objections.
09/03/13	L. U. Hughes	0.50 hrs.	157.50	Respond to email from K. Barber regarding response to fourteenth omnibus objection (0.2); analyze claim objection

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response from Norfolk Southern
(0.3).

09/04/13	L. A. Palans	0.30 hrs.	202.50	Telephone conference with B. C. Walsh regarding claim resolution procedure and issues with respect to implementation and timing.
09/04/13	B. C. Walsh	0.90 hrs.	405.00	Conference with L. U. Hughes regarding pending claim objections (0.2); telephone conference with R. Keffer regarding litigation claims (0.2); conference with L. U. Hughes regarding strategy for same (0.2); memorandum to R. Hoffman regarding objection to tax claim (0.1); telephone conference with L. A. Palans regarding claim strategy (0.2).
09/04/13	L. U. Hughes	1.00 hrs.	315.00	Confer with B. C. Walsh regarding strategy for objecting to litigation claims (0.2); review and respond to email from S. McNeill regarding response of Norfolk Southern to claims objections and discuss same with B. C. Walsh (0.2); send email to J. Clarrey and R. Keffer regarding resolution of claim objection of Norfolk Southern (0.1); create claims status summary for matters continued to September 24 (0.5).
09/05/13	B. C. Walsh	0.20 hrs.	90.00	Conference with L. U. Hughes regarding claim objection strategy.
09/05/13	L. U. Hughes	0.40 hrs.	126.00	Confer with R. Keffer regarding resolution of Norfolk Southern claims objections and resolution of potential recoupment and setoff issues (.3); send email to S. McNeill regarding same (.1).
09/06/13	L. U. Hughes	0.40 hrs.	126.00	Send email to J. Clarrey for update on Continental Bank claim objection response review (0.1); review and respond to

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C.W. Electric claims objection
response and send same to J.
Clarrey for review (0.3).

09/09/13	B. C. Walsh	1.20 hrs.	540.00	Review information supporting potential objections to litigation claims (0.5); memorandum to L. U. Hughes regarding same (0.1); conference with L. U. Hughes regarding claim objections (0.2); review proof of claim for possible objection (0.3); memorandum to S. McNeill regarding proposed stipulation (0.1).
09/09/13	L. U. Hughes	1.00 hrs.	315.00	Respond to email from J. Clarrey regarding review of Continental Bank documents (0.1); develop strategies for objecting to Pettry and [REDACTED] claims and review documents supporting same (0.9).
09/10/13	B. C. Walsh	1.20 hrs.	540.00	Review litigation claims for potential objection (0.3); research regarding same (0.5); conference with L. U. Hughes regarding strategy for same (0.4).
09/10/13	L. U. Hughes	5.20 hrs.	1,638.00	Send email to J. Clarrey requesting update on claims objection negotiations (0.1); review list of litigation claims for potential objections (0.2); respond to email from J. Clarrey regarding Fairchild International claims objection and send message to K. Coco regarding same (0.2); confer with T. Chapman regarding status of Ohio Department of Jobs and Family claim (0.3); review documents underlying background of litigation claims and develop strategy for objecting to same (1.5); confer with W. Adkins regarding background information on pending West Virginia litigation claims (0.5); perform legal

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research regarding res judicata under West Virginia law (2.0); respond to inquiry from J. Clarrey regarding settlement of Nancy Smith response (0.2); exchange emails with trial counsel regarding background of certain litigation (0.2).

09/11/13	B. C. Walsh	0.60 hrs.	270.00	Conference with L. U. Hughes regarding strategy for litigation claims (0.5); memorandum to R. Keffer regarding same (0.1).
09/11/13	L. U. Hughes	2.20 hrs.	693.00	Exchange emails with K. Barber regarding extension of time to respond to objection (0.3); perform legal research and analysis of West Virginia law regarding application of res judicata to claim objections (1.2); draft email to R. Keffer summarizing proposed strategy for objections to claims (0.5); review response to proposed Fairchild International order from K. Coco (0.1); return call to W. Travis regarding CSX claim objections (0.1).
09/12/13	B. C. Walsh	1.30 hrs.	585.00	Telephone conference with R. Keffer, L. U. Hughes regarding potential claim objections (0.3); research regarding same (0.2); conference with L. U. Hughes regarding additional potential claim objections and strategy for same (0.4); participate in conference call with management committee (0.4).
09/12/13	L. U. Hughes	5.30 hrs.	1,669.50	Participate in bankruptcy management committee call (0.4); participate in call with R. Keffer regarding strategy for litigation claims (0.3); confer with W. Travis regarding resolution of CSX claim objections (0.3); draft claim objection for Pettry litigation claims (2.0); perform legal

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				research regarding choice of law issues (1.0); confer with trial counsel regarding factual information for certain litigation claims (0.8); discuss strategy for objection with B. C. Walsh and send follow-up summary to R. Keffer (0.5).
09/13/13	B. C. Walsh	0.60 hrs.	270.00	Conference with L. U. Hughes regarding litigation claims (0.1); telephone conference with R. Keffer, E. Waller, A. McCallister, L. U. Hughes regarding potential objections to claims (0.5).
09/16/13	L. A. Palans	0.30 hrs.	202.50	Review update from B. C. Walsh regarding claims issues.
09/16/13	B. C. Walsh	0.70 hrs.	315.00	Revise objection to litigation claims (0.5); research regarding same (0.2).
09/16/13	L. U. Hughes	3.70 hrs.	1,165.50	Review response to claim objection from K. Baisley regarding Petroleum Products (0.1); perform legal research regarding Rooker-Feldman doctrine (0.5); and complete draft of seventeenth objection to claims (0.5); confer with T. Wiseman regarding Environmental Resource Management's claim objection response (0.3); exchange emails with J. Clarrey and T. Wiseman regarding unsecured portion of same (0.3); revise seventeenth omnibus objection per B. C. Walsh's comments (0.3) and draft eighteenth omnibus objection (0.5); perform legal research regarding rule 12(b)(6) pursuant to West Virginia law (0.3); send emails to W. Adkins regarding objections (0.3); review and respond to inquiry from K. Coco regarding litigation claim objection settlements (0.2); review response to fourteenth and fifteenth claim objections by

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the Victory Group (0.2); respond to inquiry from J. Joseph regarding continuance of hearing on certain creditor objections (0.2).

09/17/13	B. C. Walsh	0.80 hrs.	360.00	Conference with L. U. Hughes regarding claim objections (0.2); revise claim objections (0.6).
09/17/13	L. U. Hughes	2.90 hrs.	913.50	Confer with C. Beeson regarding Pettry claim objections (0.3); request certified copies of orders from Marshall County clerk (0.3); respond to emails from W. Adkins regarding objection to Palmer litigation claims (0.2); request certified copies of orders from Monongalia County clerk for same (0.2); respond to email from W. Travis regarding response of CSX to claim objection (0.1); confer with K. Brach regarding response of Continental Bank to claim objection (0.2); respond to email from R. Keffer regarding response of GreenLeaf and Lincoln Leasing to objections (0.2); revise seventeenth and eighteenth omnibus objections per B. C. Walsh's comments and send to R. Keffer and E. Waller for review (1.0); review response to claims objection filed by Alpha Engineering (0.2); review response by Environmental Resource Management (0.2).
09/18/13	B. C. Walsh	0.80 hrs.	360.00	Memorandum to N. Gambill regarding claim objection (0.1); memorandum to J. Lane regarding response to claim objection (0.1); revise motion to establish bar date (0.6).
09/18/13	L. U. Hughes	0.40 hrs.	126.00	Send email and call to opposing counsel regarding responses to claim objections filed by the Victory Group, Environmental Resource Management and

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Alpha Engineering (0.3); review comments on draft seventeenth and eighteenth omnibus claims objections from E. Waller (0.1).

09/18/13	L. U. Hughes	3.00 hrs.	945.00	Draft claims bar date motion, order, and notice (2.5); review correspondence regarding status of claim of Michigan Department of Treasury (0.1) and Pocahontas Land (0.1); confer with B. C. Walsh regarding revisions to 503(b)(9) order and send email to J. Jones regarding same (0.3).
09/19/13	B. C. Walsh	2.10 hrs.	945.00	Revise motion to establish bar date (0.4); revise claim objections (0.5); prepare proposed orders on same (0.4); prepare forms of notices for same (0.4); review information provided by counsel to D. Cox (0.3); memorandum to W. Elkins regarding same (0.1).
09/19/13	L. U. Hughes	2.30 hrs.	724.50	Prepare claims-related portion of agenda for omnibus hearing (2.0); respond to creditors regarding continuance of hearing (0.3).
09/20/13	B. C. Walsh	1.40 hrs.	630.00	Revise 17th omnibus objection and prepare same for filing (0.6); memorandum to R. Keffer regarding same (0.3); revise 18th omnibus objection and prepare same for filing (0.5).
09/20/13	L. U. Hughes	0.40 hrs.	126.00	Review emails regarding analysis of claims of D. Cox (0.2); review emails regarding proofs of claim included in Pettry claim objection (0.2).
09/22/13	L. U. Hughes	0.50 hrs.	157.50	Revise claims bar date order.
09/24/13	L. A. Palans	0.40 hrs.	270.00	Telephone conference with K. Thompson regarding objection to Pettry claims.
09/25/13	L. A. Palans	1.00 hrs.	675.00	Correspondence with K. Thompson regarding Pettry

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objections (.3); correspondence with B. C. Walsh and L. U. Hughes regarding response to Pettry objection (.2); correspondence with T. Basile regarding Pettry litigation and Fraley claims (.3); correspondence with Garden City Group regarding Fraley claims (.2).

09/25/13	B. C. Walsh	0.40 hrs.	180.00	Multiple memoranda to K. Gargan, K. Thompson regarding notice of claim objection.
09/25/13	L. U. Hughes	0.20 hrs.	63.00	Review emails regarding Pettry claim objection responses.
09/25/13	L. U. Hughes	0.40 hrs.	126.00	Review comments from lenders on proposed bar date order and revise same.
09/27/13	B. C. Walsh	0.30 hrs.	135.00	Telephone conference with E. Waller regarding MSHA claims.
09/27/13	L. U. Hughes	0.10 hrs.	31.50	Confer with W. Travis regarding CSX claims continuance.
09/30/13	B. C. Walsh	0.20 hrs.	90.00	Review correspondence regarding potential objection to litigation claims.
09/30/13	L. U. Hughes	0.40 hrs.	126.00	Confer with R. Nadick regarding bar date notice issues for creditors of new debtors.

Total Claims Administration and Objections 45.30 hrs. \$ 16,744.50

Plan & Disclosure Statement (incl Business Pla

09/03/13	L. A. Palans	1.40 hrs.	945.00	Receive and review draft disclosure statement.
09/03/13	B. C. Walsh	1.50 hrs.	675.00	Review draft disclosure statement.
09/03/13	L. U. Hughes	0.40 hrs.	126.00	Review draft disclosure statement.
09/06/13	L. A. Palans	0.70 hrs.	472.50	Review of joint plan of reorganization as filed.
09/06/13	B. C. Walsh	0.10 hrs.	45.00	Telephone conference with M.

Patriot Coal Corporation

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McGreal regarding filing of plan.

09/11/13	L. A. Palans	0.20 hrs.	135.00	Review of notice of disclosure hearing and objection deadlines.
09/12/13	B. C. Walsh	0.40 hrs.	180.00	Multiple memoranda to K. Coco regarding disclosure statement (0.2); research regarding precedents (0.2).
09/13/13	B. C. Walsh	0.40 hrs.	180.00	Memorandum to K. Coco regarding disclosure statement (0.1); telephone conference with K. Coco regarding disclosure statement (0.3).
09/17/13	L. A. Palans	0.30 hrs.	202.50	Review of objection to plan filed by State of Michigan regarding creditor rights upon default under plan.

Total Plan & Disclosure Statement (incl Business Pla 5.40 hrs. \$ 2,961.00

TIMEKEEPER SUMMARY OF FEES

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
D. P. McCusker	1.80	700.00	1,260.00
L. A. Palans	6.20	675.00	4,185.00
B. C. Walsh	48.10	450.00	21,645.00
L. U. Hughes	85.60	315.00	26,964.00
S. G. Reiss	3.40	225.00	765.00
TOTAL	<u>145.10</u>	<u>377.80</u>	<u>54,819.00</u>

Total Hours 145.10

Total Fees for Legal Services \$ 54,819.00

EXPENSES AND OTHER CHARGES

09/17/13	Outside Copy - Marshall County, West Virginia - Copies of litigation records from Marshall County, WV	49.00
08/29/13	FedEx: Robert L Mead, Patriot Coal Corporation, 12312 Olive Blvd Ste 400, ST LOUIS, MO - 08/23 /2013, FedEx Inv #: 238437610	9.85
	Audio Conferencing	7.17
	Copy Charges	12.20
	Lexis Computerized Research	16.78
	Long Distance Telephone Charge	5.25
	Scanning PDF Charges	43.20
	Westlaw Computerized Research	268.79

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Total Expenses and Other Charges \$ 412.24

TOTAL CHARGES FOR THIS MATTER \$ 55,231.24



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EMPLOYER IDENTIFICATION NUMBER: 43-0602162

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

October 29, 2013
Invoice # 10263344
Client # C067317
Payment is due upon
Receipt

STATEMENT OF ACCOUNT

CURRENT CHARGES FOR MATTER:

File #0215595
Securities Law Matters

Fees for Legal Services \$ 1,215.00

TOTAL CHARGES THIS INVOICE \$ 1,215.00

STATEMENT TOTAL \$ 1,215.00

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:
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Patriot Coal Corporation

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Invoice # 10263344
Client # C067317
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For Legal Services Rendered Through September 30, 2013

File #0215595
Securities Law Matters

09/04/13	R. R. Wang	1.20 hrs.	810.00	Analysis and email to J. Jones regarding possible stock forfeiture (0.80); review and reply email regarding same (0.40).
09/05/13	R. R. Wang	0.30 hrs.	202.50	Telephone conference with J. Jones regarding trading matters.
09/17/13	R. R. Wang	0.30 hrs.	202.50	Review and emails regarding Form 4.

TIMEKEEPER SUMMARY OF FEES

		<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
R. R. Wang		1.80	675.00	1,215.00
	TOTAL	1.80	675.00	1,215.00

Total Hours 1.80

Total Fees for Legal Services \$ 1,215.00

TOTAL CHARGES FOR THIS MATTER \$ 1,215.00



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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

October 29, 2013
Invoice # 10261557
Client # C067317
Payment is due upon
Receipt

STATEMENT OF ACCOUNT

CURRENT CHARGES FOR MATTER:

File #0227743
Employee Benefits Matters

Fees for Legal Services	\$	13,164.50
Expenses and Other Charges		10.83

TOTAL CHARGES THIS INVOICE \$ 13,175.33

STATEMENT TOTAL \$ 13,175.33

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:
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Patriot Coal Corporation

October 29, 2013
Invoice # 10261557
Client # C067317
Page 2

For Legal Services Rendered Through September 30, 2013

File #0227743
Employee Benefits Matters

09/03/13	H. B. Morgan	4.50 hrs.	2,542.50	Revise USP (0.2); respond to questions from M. Luna regarding USP (0.6); telephone conference with M. Luna regarding execution of draft of USP (0.1); work on draft of summary plan description for Union Savings Plan (3.6).
09/04/13	H. B. Morgan	3.90 hrs.	2,203.50	Conference with R. Wang regarding forfeiture of restricted stock (0.1); review agreement regarding forfeiture of restricted stock (0.2); prepare e-mail to R. Wang regarding agreement to forfeit restricted stock (0.2); review and respond to questions from B. Wald regarding notices to employees (3.4).
09/05/13	H. B. Morgan	2.10 hrs.	1,186.50	Telephone conference with B. Wald regarding health care reform requirements and retiree health plan (0.1); prepare e-mails to B. Wald on same (0.8); review and revise summary plan description for Union Savings Plan (1.2).
09/06/13	H. B. Morgan	2.60 hrs.	1,469.00	Review and revise summary plan description for Union Savings Plan (1.3); review and respond to question from B. Wald regarding Exchange Notices (0.5); review questions from B. Wald regarding retiree health care (0.5); telephone conference with B. Wald regarding Exchange Notices (0.3).

Patriot Coal Corporation

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09/09/13	H. B. Morgan	1.00 hrs.	565.00	Respond to questions from B. Wald regarding health care issues.
09/20/13	H. B. Morgan	1.30 hrs.	734.50	Review issues with respect to questions regarding annual notice of change (1.1); telephone conference with T. Early on same (0.2).
09/24/13	H. B. Morgan	7.00 hrs.	3,955.00	Review question regarding compensation for testing for Brody 401(k) plan (0.1); telephone conference with L. Knight regarding testing for Brody 401(k) Plan (0.3); review follow-up questions regarding annual notice of changes for union members (2.2); telephone conference with T. Early on questions regarding annual notice of changes for union members (0.2); review procedures for termination of union retiree health care (1.5); prepare e-mail to B. Wald regarding termination of union retiree health care (0.5); review issues with respect to coverage of same sex spouses under health care plans (1.5); prepare e-mail to B. Wald on coverage of same sex spouses under health care plans (0.5); review question regarding model COBRA election notice (0.2).
09/25/13	H. B. Morgan	0.30 hrs.	169.50	Prepare e-mail to R. Phillips regarding COBRA election notices.
09/27/13	H. B. Morgan	0.60 hrs.	339.00	Telephone conference with B. Wald on question regarding health care reform (0.2); prepare e-mails to B. Wald on same (0.4).

Patriot Coal Corporation

October 29, 2013
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TIMEKEEPER SUMMARY OF FEES

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
H. B. Morgan	23.30	565.00	13,164.50
TOTAL	23.30	565.00	13,164.50

Total Hours 23.30

Total Fees for Legal Services \$ 13,164.50

EXPENSES AND OTHER CHARGES

Copy Charges	1.60
Local Delivery - External Service	8.43
Scanning PDF Charges	0.80
Total Expenses and Other Charges	\$ 10.83

TOTAL CHARGES FOR THIS MATTER \$ 13,175.33



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EMPLOYER IDENTIFICATION NUMBER: 43-0602162

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

November 20, 2013
Invoice # 10269740
Client # C067317
Payment is due upon
Receipt

STATEMENT OF ACCOUNT

CURRENT CHARGES FOR MATTER:

File #0345891		
Chapter 11 Restructuring		
Fees for Legal services	\$	71,433.00
Expenses and Other Charges		2,921.99
TOTAL CHARGES THIS INVOICE	\$	74,354.99
STATEMENT TOTAL	\$	74,354.99

Bryan Cave LLP is a cash basis partnership with a December 31st year-end. Consequently, receipt of your payment for this statement before year-end would be appreciated.

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
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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

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For Legal Services Rendered Through October 31, 2013

File #0345891
Chapter 11 Restructuring

Case Administration

10/07/13	B. C. Walsh	0.80 hrs.	360.00	Participate in weekly update call with debtor team.
10/17/13	L. U. Hughes	0.20 hrs.	63.00	Revise and arrange for filing of master service and notice list number 7.
10/18/13	L. U. Hughes	0.30 hrs.	94.50	Review and respond to updated omnibus hearing agenda draft from C. Robertson.
10/22/13	L. U. Hughes	0.80 hrs.	252.00	Review order regarding filing of amended creditor matrix and respond to correspondence regarding same (0.4); instruct S. G. Reiss regarding filing and uploading of amended matrix (0.3); send email to J. Howley regarding noticing of upcoming omnibus hearings (0.1).
10/22/13	S. G. Reiss	0.30 hrs.	67.50	Address issues regarding content and format of creditor matrices for new debtors.
10/23/13	L. U. Hughes	0.50 hrs.	157.50	Confer with S. G. Reiss regarding filing matrix documents and revisions to same (.3); send emails to J. Jones regarding client verification of matrix (.2).
10/23/13	S. G. Reiss	1.00 hrs.	225.00	Address issues regarding content and format of creditor matrices for new debtors.
10/24/13	L. U. Hughes	1.60 hrs.	504.00	Call to R. Mead regarding creditor matrix verification signature (0.2); troubleshoot filing of verification document

Patriot Coal Corporation

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and uploading text file to Court website (1.2); confer with R. Nadick regarding revisions to text file to comport with clerk requirements (0.2).

10/24/13	S. G. Reiss	1.20 hrs.	270.00	Address issues regarding content and format of creditor matrices for new debtors.
10/28/13	B. C. Walsh	1.00 hrs.	450.00	Participate in weekly update call with debtor team.
10/28/13	L. U. Hughes	0.90 hrs.	283.50	Prepare and arrange for filing of notice of upcoming omnibus hearings (0.4); review updated matrix information (0.2) and confer with R. Nadick regarding revisions to same (0.3).
10/28/13	S. G. Reiss	1.50 hrs.	337.50	Address matrix issues including filing of matrix, uploading of matrix and delivery of unredacted matrix to chambers.
10/29/13	B. C. Walsh	0.20 hrs.	90.00	Telephone conference with L. U. Hughes regarding 341 meeting.
10/29/13	L. U. Hughes	0.70 hrs.	220.50	Develop strategy for preparing for 341 meeting for new debtors (0.1); send emails to J. Jones regarding same (0.2); revise notice of omnibus hearings and file same (0.3); respond to emails from J. Demma regarding service of same (0.1).
10/30/13	L. U. Hughes	0.30 hrs.	94.50	Review and confirm filing of matrix.
10/30/13	S. G. Reiss	1.00 hrs.	225.00	Upload creditor matrix (text files) onto the Court's system.

Total Case Administration		12.30 hrs.	\$	3,694.50
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Asset Disposition

10/08/13	L. U. Hughes	0.20 hrs.	63.00	Send 363 motion examples to K. Coco, per his request.
10/14/13	L. U. Hughes	0.20 hrs.	63.00	Review de minimis asset sale report from September and

Patriot Coal Corporation

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circulate same to counsel.

Total Asset Disposition 0.40 hrs. \$ 126.00

Relief from Stay/Adequate Protection Proceed

10/30/13 B. C. Walsh 0.20 hrs. 90.00 Review motion for stay relief.

Total Relief from Stay/Adequate Protection Proceed 0.20 hrs. \$ 90.00

Meetings of & Communications with Creditors

10/22/13 L. U. Hughes 0.30 hrs. 94.50 Confer with equity holder regarding inquiries as to cancellation of shares pursuant to plan confirmation.

Total Meetings of & Communications with Creditors 0.30 hrs. \$ 94.50

Fee/Employment Applications

10/01/13 L. U. Hughes 0.20 hrs. 63.00 Send email to J. Woodrum regarding Committee's questions about its employment application and convey same to S. Blank.

10/02/13 L. U. Hughes 1.20 hrs. 378.00 Prepare monthly fee statement for filing with court.

10/03/13 L. A. Palans 0.60 hrs. 405.00 Review and revisions to four supplemental declarations and expansion of employment to new debtors (.4); review of correspondence to J. Jones regarding supplemental declaration and inclusion of GCG (.2).

10/03/13 B. C. Walsh 2.60 hrs. 1,170.00 Revise supplemental disclosure (0.2); diligence regarding same (0.3); draft omnibus application to expand professionals' employment (1.6); revise omnibus application (0.3); memorandum to J. Jones regarding same (0.1); memorandum to G. Willard regarding same (0.1).

Patriot Coal Corporation

November 20, 2013

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Client # C067317

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10/04/13	B. C. Walsh	1.60 hrs.	720.00	Revise application to expand professional retention (0.3); multiple memoranda to M. McGreal regarding same (0.2); prepare monthly statement (1.1).
10/04/13	L. U. Hughes	0.20 hrs.	63.00	Review form of notice of application to expand retention of professionals and correspondence regarding service of same.
10/10/13	B. C. Walsh	0.50 hrs.	225.00	Prepare monthly statement.
10/17/13	L. U. Hughes	0.20 hrs.	63.00	Send email to D. Eastlake regarding Greenberg Traurig's supplemental declaration (0.1); and to J. Woodrum regarding Ogletree Deakins' supplemental declaration (0.1).
10/18/13	B. C. Walsh	0.30 hrs.	135.00	Review and comment on monthly statement of GCP (0.2); arrange for filing of same (0.1).
10/18/13	L. U. Hughes	1.00 hrs.	315.00	Review and file declarations for Ogletree and Greenberg Traurig employment as to new debtors (0.3); exchange emails with L. Peterson regarding employment of Ernst & Young and draft proposed order per his request (0.6); review emails regarding inclusion of Thompson Coburn on application to expand employment to new debtors (0.1).
10/21/13	L. U. Hughes	0.30 hrs.	94.50	Confer with M. McGreal regarding interim fee application hearing presentation.
10/22/13	L. U. Hughes	0.10 hrs.	31.50	Review proposed order granting expansion of employment of professionals.
10/25/13	B. C. Walsh	0.20 hrs.	90.00	Review and forward orders on professional retention.
10/28/13	B. C. Walsh	0.10 hrs.	45.00	Memorandum to C. Richardson regarding supplemental disclosure.

Patriot Coal Corporation

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10/29/13	B. C. Walsh	0.40 hrs.	180.00	Review and comment on actuarial retention (0.2); revise monthly statement (0.2).
10/29/13	L. U. Hughes	0.20 hrs.	63.00	Review and arrange for filing of declaration for C. B. Richardson in support of expansion of employment of Blackstone.
Total Fee/Employment Applications		9.70 hrs.		\$ 4,041.00

Assumption/Rejection of Leases and Contracts

10/01/13	B. C. Walsh	0.40 hrs.	180.00	Multiple memoranda to L. U. Hughes, C. Ebetino regarding executory contract analysis.
10/01/13	L. U. Hughes	0.30 hrs.	94.50	Review guaranty agreements and respond to inquiry regarding executory nature of same.
10/03/13	L. U. Hughes	3.50 hrs.	1,102.50	Review master contract and schedules thereto, and proofs of claim filed by Caterpillar Financial (2.5); draft agreement settling claims and assuming contract and perform legal research under Section 365 in support of same (1.0).
10/04/13	B. C. Walsh	0.50 hrs.	225.00	Review executory contracts for potential rejection (0.3); review procedures regarding same (0.2).
10/07/13	B. C. Walsh	0.90 hrs.	405.00	Draft notice of rejection and related order (0.6); review agreements regarding same (0.2); memorandum to R. Keffer regarding same (0.1).
10/07/13	L. U. Hughes	0.20 hrs.	63.00	Review notice and order on rejection of December 2000 purchase agreements.
10/08/13	B. C. Walsh	2.00 hrs.	900.00	Revise notice of rejection and related order (0.3); review similar filings (0.3); memorandum to R. Keffer regarding same (0.1); research regarding service of rejection notice (0.5); multiple memoranda to R. Keffer, R. Nadick regarding same (0.3);

Patriot Coal Corporation

November 20, 2013

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Client # C067317

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revise motion to assume lease
agreement (0.5).

10/08/13	L. U. Hughes	0.30 hrs.	94.50	Complete draft of Caterpillar Financial 9019 motion and revise same per B. C. Walsh's comments (1.5); send to S. Schutzenhofer and R. Keffer for review (0.1).
10/08/13	L. U. Hughes	1.30 hrs.	409.50	Complete draft of Caterpillar Financial 9019 motion and revise same per B. C. Walsh's comments (1.5); send to S. Schutzenhofer and R. Keffer for review (0.1).
10/09/13	B. C. Walsh	0.10 hrs.	45.00	Revise proposed order regarding 9019 settlement with lessor.
10/09/13	L. U. Hughes	0.70 hrs.	220.50	Draft proposed order granting motion for settlement and assumption of executory contract with Caterpillar, and revise same per B.C. Walsh's comments (0.4); update motion to include proof of claim information (0.2); send same to client (0.1).
10/10/13	L. U. Hughes	1.90 hrs.	598.50	Respond to emails from R. Keffer regarding strategy for objection to equipment claims and assuming certain leases (0.3); review United Leasing documents and proofs of claim (1.0); begin draft of objection to same (0.5); call to S. Schutzehofer regarding terms of settlement (0.1).
10/11/13	L. U. Hughes	0.60 hrs.	189.00	Respond to emails from K. Coco regarding filing of 9019 motion for Caterpillar Financial (0.2); call to S. Schutzenhofer regarding United Leasing questions (0.1); review Nations proofs of claim (0.3).
10/14/13	B. C. Walsh	1.30 hrs.	585.00	Telephone conference with A. Starr regarding LRPB leases (0.2); review Caterpillar

Patriot Coal Corporation

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comments on assumption
motion (0.3); conference with L.
U. Hughes regarding approach
to same (0.2); revise motion to
assume United lease (0.3); revise
motion to assume Caterpillar
lease (0.3).

10/14/13	L. U. Hughes	5.10 hrs.	1,606.50	Review proposed changes to Caterpillar Financial 9019 draft settlement and discuss same with B. C. Walsh, and forward to client suggestions on response (0.8); revise draft to incorporate certain edits (1.0); confer with S. Schutzenhofer regarding terms of United Leasing settlement (0.3) and complete draft of same, then revise per B.C. Walsh's comments (1.0); review guaranty liability issues for United Leasing and confer with S. Schutzenhofer regarding same (0.5); review Nations proof of claim documents (0.5) and draft objection to same (1.0).
10/15/13	B. C. Walsh	0.30 hrs.	135.00	Revise motion to assume lease.
10/15/13	L. U. Hughes	1.10 hrs.	346.50	Revise Caterpillar Financial 9019 motion per B. C. Walsh's comments and send to opposing counsel with comments (0.5); review Nations 9019 motion and send to S. Schutzenhofer for review (0.5); respond to email from R. Keffer regarding settlement of other creditor lease equipment claims (0.1).
10/17/13	L. U. Hughes	0.10 hrs.	31.50	Respond to email from S. Schutzenhofer regarding United Leasing settlement.
10/18/13	B. C. Walsh	0.10 hrs.	45.00	Memorandum to J. Eagan regarding Mellon rejection.
10/18/13	L. U. Hughes	0.30 hrs.	94.50	Draft email to opposing counsel regarding resolution of Caterpillar Financial claims.
10/21/13	B. C. Walsh	0.90 hrs.	405.00	Review correspondence

Patriot Coal Corporation

November 20, 2013

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regarding Caterpillar (0.2);
telephone conference with D.
Doyle, L. U. Hughes regarding
Caterpillar lease assumption
(0.3); revise and submit
proposed order regarding
rejection of contracts (0.2);
review revisions to motion by
lessor (0.2).

10/21/13	L. U. Hughes	0.70 hrs.	220.50	Confer with D. Doyle regarding revisions to Caterpillar Financial settlement motion (0.3); review same (0.1); review and respond to Nations revisions to 9019 motion (0.3).
10/23/13	B. C. Walsh	0.30 hrs.	135.00	Review Caterpillar comments on assumption (0.2); memorandum to K. Davidson regarding same (0.1).
10/23/13	L. U. Hughes	0.20 hrs.	63.00	Respond to emails from S. Schutzenhofer regarding status of Nations and United Leasing settlement motions.
10/24/13	L. U. Hughes	0.40 hrs.	126.00	Confer with M. Ahlers regarding terms of assumption and settlement of United Leasing claims.
10/25/13	L. U. Hughes	0.70 hrs.	220.50	Respond to email from S. Schutzenhofer regarding Nations leasing settlement revisions (.1); revise motion and draft order (.6).
10/28/13	L. U. Hughes	1.40 hrs.	441.00	Finalize and arrange for filing of Nations assumption motion and exchange emails with S. Schutzenhofer and R. Keffer regarding same (0.3); confer with S. Blank regarding same (0.2); send affected proof of claim information to P. Leathem (0.3); confer with S. Blank and S. Schutzenhofer regarding Nations equipment and lease assumption (0.3); confer with R. Nadick regarding disposition of claims in Norfolk Southern Railway order

Patriot Coal Corporation

November 20, 2013

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Client # C067317

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(0.2); send draft revised motion for Caterpillar Financial to R. Keffer with comments (0.1).

10/29/13	L. U. Hughes	1.10 hrs.	346.50	Confer with D. Doyle regarding filing of Caterpillar assumption motion (0.2); respond to emails from S. Schutzenhofer and R. Keffer regarding settlement of United Leasing claims (0.3); revise Caterpillar motion and arrange for filing of same (0.3); revise Caterpillar proposed order and send to J. Demma (0.1); send email to S. Blank regarding equipment covered by Cat Financial 9019 motion (0.2).
10/30/13	B. C. Walsh	0.20 hrs.	90.00	Review motions to assume leases.
10/30/13	L. U. Hughes	0.20 hrs.	63.00	Respond to inquiries from S. Schutzenhofer regarding settlement of United Leasing claims.
10/31/13	L. U. Hughes	0.20 hrs.	63.00	Call to S. Schutzenhofer regarding filing United Leasing settlement motion.

Total Assumption/Rejection of Leases and Contracts 27.30 hrs. \$ 9,544.50

Other Contested Matters(excl assumption/rejecti

10/01/13	L. U. Hughes	0.30 hrs.	94.50	Respond to inquiry from J. Jones regarding first-day orders for new debtors.
10/07/13	L. U. Hughes	0.20 hrs.	63.00	Confer with R. Nadick regarding noticing of final hearing on New Debtors' interim order.
10/17/13	B. C. Walsh	0.50 hrs.	225.00	Conference with L. U. Hughes regarding omnibus hearing (0.3); review agenda for same (0.2).
10/17/13	L. U. Hughes	0.40 hrs.	126.00	Prepare final order on motion to make applicable first-day orders to new debtors and submit to court.
10/21/13	B. C. Walsh	4.60 hrs.	2,070.00	Prepare for omnibus hearing,

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including contested claim
objection.

10/21/13	L. U. Hughes	0.50 hrs.	157.50	Prepare for omnibus hearing on claims.
10/22/13	B. C. Walsh	3.30 hrs.	1,485.00	Prepare for omnibus hearing (0.5); court appearance on omnibus hearing, including multiple conferences with various counsel (2.3); draft proposed orders regarding rulings at omnibus hearing (0.5).
10/22/13	L. U. Hughes	2.30 hrs.	724.50	Attend and participate in hearing on omnibus claims objections and other matters.

Total Other Contested Matters(excl assumption/rejecti 12.10 hrs. \$ 4,945.50

Business Operations

10/09/13	B. C. Walsh	0.30 hrs.	135.00	Review correspondence regarding supplier dispute (0.2); memorandum to W. Elkins regarding same (0.1).
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Total Business Operations 0.30 hrs. \$ 135.00

Financing/Cash Collections

10/22/13	L. U. Hughes	0.40 hrs.	126.00	Respond to inquiry from M. McGreal regarding Eighth Circuit precedents for exit financing motion.
10/31/13	L. A. Palans	0.70 hrs.	472.50	Review pleadings regarding authorization to obtain exit financing and pay associated fees.
10/31/13	B. C. Walsh	0.40 hrs.	180.00	Review motion regarding financing engagement.

Total Financing/Cash Collections 1.50 hrs. \$ 778.50

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Claims Administration and Objections

10/01/13	B. C. Walsh	0.20 hrs.	90.00	Multiple memoranda to L. U. Hughes regarding claim objections.
10/01/13	L. U. Hughes	5.70 hrs.	1,795.50	Prepare letter to accompany claims settlement information and circulate same to opposing counsel (0.5); confer with S. Blank and M. McGreal regarding same (0.2); draft supplemental order to third omnibus objection and review correspondence regarding same (0.6); review status of claims negotiations and draft second supplemental order on fifth omnibus claims objection (0.8); revise order on sixteenth omnibus objection (0.2); send emails confirming resolutions of claims to T. Chapman (0.1); prepare order and stipulation regarding resolution of Norfolk Southern claims and exchange emails with R. Keffer and B. C. Walsh regarding same (0.8); send email to T. Wiseman regarding status of Environmental Resources objection (0.1); send emails to J. Clarrey regarding analysis of C.W. Electric, Lincoln Leasing and Alpha Engineering claims (0.5); review objections and prepare order on fourteenth omnibus objection (0.6); review objections and prepare order on fifteenth omnibus objection (0.8); prepare list of outstanding claim objections for call with J. Clarrey (0.5).
10/01/13	L. U. Hughes	0.40 hrs.	126.00	Review and revise bar date notice changes and send to R. Nadick (0.2); confer regarding contents of creditor mailings (0.2).

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10/02/13	L. A. Palans	0.40 hrs.	270.00	Conference with B. C. Walsh regarding tort litigation claims, objections, voting under plan and response to J. Bean inquiry.
10/02/13	B. C. Walsh	0.20 hrs.	90.00	Conference with L. U. Hughes regarding claim objections.
10/02/13	L. U. Hughes	1.70 hrs.	535.50	Confer with D. Sosne regarding resolution of Victory Group claims (0.5); respond to inquiry from R. Keffer regarding Norfolk Southern setoff claims (0.4); review and respond to inquiries from R. Keffer and J. Clarrey regarding lien issues and potential settlement of Alpha Engineering and other claims (0.8).
10/02/13	L. U. Hughes	0.70 hrs.	220.50	Respond to calls from various creditors in receipt of bar date notice for Brody Mining.
10/03/13	B. C. Walsh	2.20 hrs.	990.00	Participate in management committee call (1.0); conferences with L. U. Hughes regarding claim objections (0.5); review orders on same (0.2); telephone conference with J. Hall regarding Whiting claims (0.3); telephone conference with K. Coco regarding claim objections (0.2).
10/03/13	L. U. Hughes	1.00 hrs.	315.00	Participate in call of management committee.
10/03/13	L. U. Hughes	1.20 hrs.	378.00	Review and respond to emails regarding preparing objections to litigation claims (0.6); and confer with R. Keffer and B. C. Walsh regarding same (0.6).
10/04/13	B. C. Walsh	1.50 hrs.	675.00	Draft settlement agreement with Richard Whiting, including review of proofs of claim (1.1); review state report regarding Kopperston claims (0.3); memorandum to L. U. Hughes regarding same (0.1).
10/07/13	B. C. Walsh	5.80 hrs.	2,610.00	Memorandum to R. Keffer regarding Kopperston claims

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(0.1); memorandum to J. Clarrey regarding same (0.1); conference with L. U. Hughes regarding claim objections (0.2); revise Whiting agreement (0.2); memorandum to K. Coco regarding same (0.1); memorandum to J. Hall regarding same (0.1); research regarding objection to Kopperston claims (1.7); telephone conference with D. McCallister regarding Kopperston claims (0.2); draft objection to same, including review of underlying reports and testing (2.8); revise same (0.3).

10/07/13	L. U. Hughes	0.50 hrs.	157.50	Review Kopperston well claims objection draft (0.2); review report in support of same and emails regarding evidentiary issues (0.2); review correspondence regarding D. Cox claim objection status (0.1).
10/08/13	B. C. Walsh	5.00 hrs.	2,250.00	Conference with L. U. Hughes regarding claim objection strategy (0.3); research regarding 2004 flood claims (0.8); conference with L. U. Hughes regarding same (0.1); memorandum to R. Keffer regarding same (0.1); memorandum to E. Waller regarding same (0.1); telephone conference with J. McIntyre regarding flood claims (0.5); research regarding same (0.2); analyze strategy regarding same (0.3); telephone conference with R. Keffer, L. U. Hughes regarding claim and settlement strategies (0.4); telephone conference with E. Waller regarding flood claims (0.2); draft objection to same, including related research (1.8); conference with L. U. Hughes regarding Willits objection (0.2).

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10/08/13	L. U. Hughes	4.10 hrs.	1,291.50	Confer with R. Keffer regarding claims objection status (0.5); develop strategy for drafting objections to litigation claims and lease assumptions (0.4); review Willits litigation pleadings and begin to draft objection to claims of plaintiffs (3.2).
10/09/13	B. C. Walsh	2.90 hrs.	1,305.00	Research regarding flood claims (0.7); revise objection regarding same (1.1); telephone conference with G. Ross regarding flood claims (0.3); draft declaration regarding same (0.8).
10/09/13	L. U. Hughes	1.30 hrs.	409.50	Perform legal research regarding res judicata and collateral estoppel issues for Willits claim objection.
10/10/13	L. A. Palans	0.50 hrs.	337.50	Conference with B. C. Walsh regarding claim objections with respect to tort claims.
10/10/13	B. C. Walsh	2.30 hrs.	1,035.00	Revise objection to flood claims and supporting declaration (1.0); memorandum to E. Waller regarding same (0.1); memorandum to G. Ross regarding same (0.1); draft notice and proposed order regarding same (0.4); review and revise objection to Willits claim (0.4); research regarding same (0.3).
10/10/13	L. U. Hughes	2.80 hrs.	882.00	Respond to emails from J. Joseph, W. Travis and K. Barber regarding status of claim objection responses (0.5); review exhibit to Adkins flood litigation claims objection and correspondence regarding same (0.1); perform legal research regarding res judicata and collateral estoppel issues for objection to Willits litigation claims (0.8); complete draft of same and revise per B. C. Walsh's comments (1.2); review Adkins flood draft objection and

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declaration in support (0.2).

10/11/13	B. C. Walsh	3.40 hrs.	1,530.00	Review and revise multiple claim objections (0.7); memorandum to J. Clarrey, L. U. Hughes regarding same (0.2); research regarding Willits background (0.3); revise and arrange for filing and service of Adkins objection (0.6); revise Kopperston objection (0.9); draft notice and proposed order regarding same (0.4); arrange for filing and service of same (0.3).
10/11/13	L. U. Hughes	2.00 hrs.	630.00	Finalize Willits litigation claim objection and respond to emails from R. Keffer regarding same (0.6); prepare notice and proposed order for same (0.3); review exhibit and request revisions to same (0.1); review Adkins flood litigation documents and correspondence regarding filing same (0.3); review Kopperston litigation claim objection (0.2); review letter regarding Environmental Resources claim and send to J. Clarrey with comments (0.3); respond to S. Thomas regarding Alpha Engineering continuance (0.2).
10/14/13	L. A. Palans	0.50 hrs.	337.50	Conference with B. C. Walsh regarding claim objections and mitigation obligations for contract damages.
10/14/13	B. C. Walsh	4.00 hrs.	1,800.00	Review correspondence regarding objections and voting (0.1); memorandum to R. Keffer regarding same (0.1); multiple memoranda to R. Keffer regarding pending and contemplated claim objections (0.3); memorandum to R. Keffer regarding settlement of litigation claims (0.1); review settlement agreement (0.2); memorandum to R. Keffer regarding claims

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register (0.1); review Drummond contract and claim background (0.7); research regarding potential claim objection and mitigation of damages (2.1); memorandum to S. Robinson regarding same (0.3).

10/14/13	L. U. Hughes	0.70 hrs.	220.50	Confer with D. Sosne regarding treatment of The Victory Group's claims under amended plan and confer with B. C. Walsh regarding same (0.3); review correspondence regarding resolution of Float Sink litigation claims (0.2); review correspondence regarding status of environmental claim litigation objections and settlements (0.2).
10/15/13	B. C. Walsh	3.70 hrs.	1,665.00	Telephone conference with B. Bennett, S. Robinson regarding Drummond claim (0.4); research regarding objection to same (2.4); review Pettry response to claim objection (0.3); memorandum to R. Keffer regarding same (0.1); research and outline reply to same (0.5).
10/15/13	L. U. Hughes	4.10 hrs.	1,291.50	Respond to emails from J. Clarrey regarding status of Tier II settlement (0.2); confer with M. McGreal regarding same (0.1); respond to S. Blank regarding same (0.1); exchange emails with R. Keffer and K. Coco regarding treatment of secured claims under plan (0.3); confer with D. Sosne regarding Victory Group treatment regarding same (0.2); update spreadsheet of claims objections by reviewing status of each (1.4); negotiate settlements of claims by contacting S. McNeill regarding Pocahontas and Norfolk Southern claims objection settlements (0.3); and calls to E. Kennedy and J. Spires

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regarding Environmental
Resource Management claims
(0.2); draft proposed language
settling CSX claims and send to
R. Keffer for review (0.3); draft
and submit proposed order on
fourteenth omnibus objection
(0.5); draft order on fifteenth
omnibus objection (0.5).

10/16/13	B. C. Walsh	3.60 hrs.	1,620.00	Review revisions to settlement agreement (0.1); review supplemental filing by Pettry (0.2); memorandum to J. Bean regarding settlement agreement (0.2); draft reply regarding Pettry claims (3.1).
10/16/13	L. U. Hughes	0.70 hrs.	220.50	Review response to Pettry claim objection from plaintiffs and correspondence regarding strategy for pursuing same (0.3); send proposed language resolving CSX claims to W. Travis (0.2); send proposed order resolving Norfolk Southern claims to Court and respond to S. McNeill regarding same (0.2).
10/17/13	B. C. Walsh	5.60 hrs.	2,520.00	Draft reply regarding Pettry claim objection (0.8); research regarding same (0.9); multiple memoranda to R. Keffer, M. Fitzsimmons regarding same (0.3); analyze issues regarding potential intervention in claim objection (0.3); research regarding mitigation issues (1.3); draft objection to Drummond claim (1.5); review comments to Pocahontas stipulation (0.3); telephone conference with G. Willard regarding claim settlement (0.2).
10/17/13	L. U. Hughes	1.70 hrs.	535.50	Prepare fifteenth omnibus objection order (0.3); prepare agenda for omnibus claims objection hearing and send to C. Robertson (0.5); respond to

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email from W. Adkins regarding Palmer claim objection (0.1); review reply to Pettry response to objection (0.3); respond to email from J. Clarrey regarding Tier II settlement claims status (0.1); review proposed stipulation with modifications from S. McNeill on Pocahontas Land matter (0.2); confer with K. Brach regarding continuance of Continental Bank claims and update claims spreadsheet per same (0.2).

10/18/13	L. A. Palans	0.50 hrs.	337.50	Review draft of objection to Drummond claim.
10/18/13	B. C. Walsh	4.20 hrs.	1,890.00	Memorandum to R. Keffer regarding Pettry objection (0.1); revise and arrange for filing of reply on Pettry objection (1.0); review Whiting issues (0.3); memorandum to G. Willard regarding proposed settlement (0.2); telephone conference with D. Sosne regarding Pettry objection (0.2); draft Drummond objection (1.4); analyze Pocahontas' comments on stipulation (0.2); memorandum to C. Ebetino regarding same (0.1); memorandum to B. Bennett regarding Drummond objection (0.2); review guaranty (0.3); memorandum to S. McNeill regarding Pocahontas stipulation (0.1); memorandum to R. Keffer regarding Drummond objection (0.1).
10/18/13	L. U. Hughes	1.30 hrs.	409.50	Review correspondence regarding Pettry claims reply and strategy for argument (0.2); call to S. Blank regarding settlement authorization and emails to J. Clarrey requesting explanation for same (0.4); review draft settlement documents for Whiting (0.2); review draft

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objection to Drummond claim
and correspondence regarding
same (0.3); review emails
regarding revisions to
Pocahontas Land settlement
(0.2).

10/21/13	L. A. Palans	0.20 hrs.	135.00	Correspondence with B. C. Walsh regarding Drummond claim objection.
10/21/13	B. C. Walsh	1.50 hrs.	675.00	Review claims for potential objection (0.3); revise objection to Drummond claims (0.3); draft declaration and notice relating to same (0.7); draft proposed order regarding same (0.2).
10/21/13	L. U. Hughes	0.50 hrs.	157.50	Review claims of Bentley and Badgett in preparation for claim objection per R. Keffer's instructions (0.2); review declaration in support of Drummond claim objections (0.1); send emails to S. Blank and J. Clarrey regarding approval of Tier II settlements (0.2).
10/22/13	B. C. Walsh	2.50 hrs.	1,125.00	Revise Drummond objection (1.1); draft objection to Cyprus Creek claims, including review of underlying transactional documents (1.0); conference with L. U. Hughes regarding Whiting settlement (0.2); prepare summary of same for Committee (0.2).
10/22/13	L. U. Hughes	1.20 hrs.	378.00	Participate in call with E. Waller and W. Adkins regarding resolution of claims and [REDACTED] (0.5); review proposed order granting employment application of Ogletree, Deakins and (0.1); confer with S. Blank regarding Whiting settlement draft and follow up with email pursuant to instructions from B. Walsh (0.4); review plan release provisions per Committee's inquiries as to

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R. Whiting (0.2).

10/23/13	B. C. Walsh	2.60 hrs.	1,170.00	Telephone conference with B. Resnick, K. Coco, M. McGreal, L. U. Hughes regarding claim process and status (0.3); revise objection to Cyprus Creek claims (0.5); memorandum to R. Keffer regarding same (0.1); memorandum to B. Resnick regarding potential claim objections (0.2); telephone conference with G. Plotko, S. Blank regarding Whiting settlement (0.2); review proofs of claim for potential objection (0.7); research regarding bankruptcy of indemnitor (0.2); memorandum to B. Resnick regarding same (0.1); memorandum to J. Bean regarding Whiting settlement (0.1); telephone conference with J. Hall regarding Whiting claims (0.2).
10/23/13	L. U. Hughes	0.80 hrs.	252.00	Participate in conference call with B. C. Walsh and B. Resnick regarding claims objections status questions (.3); review summary of environmental claims objections status from R. Keffer, and D. McCallister's response to same (.3); review correspondence regarding indemnification issues relating to claim objections from B. C. Walsh and B. Resnick (.2).
10/24/13	B. C. Walsh	2.30 hrs.	1,035.00	Revise objection to Cyprus Creek claims (0.3); multiple memoranda to R. Mead regarding same (0.2); draft declaration, proposed order, and notice regarding same (0.7); multiple memoranda to M. Fizesimmons regarding Pettry claims (0.3); review Justice claims (0.2); memorandum to E. Waller regarding strategy for same (0.2);

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multiple memoranda to R. Keffer regarding claim objection strategy (0.4).

10/24/13	L. U. Hughes	0.50 hrs.	157.50	Review Bowles/Badgett claim objection draft and correspondence regarding revisions to same (0.3); review correspondence regarding strategy for objecting to [REDACTED] claims (0.1); review email from S. Thomas regarding amendment to Alpha Engineering claim (0.1).
10/25/13	B. C. Walsh	0.90 hrs.	405.00	Memorandum to R. Keffer regarding potential claim objections (0.1); revise 22nd omnibus objection (0.5); arrange for filing and service of same (0.3).
10/25/13	L. U. Hughes	0.50 hrs.	157.50	Confer with D. Sosne regarding settlement offer for The Victory Group and transmit same to client (0.3); exchange emails regarding offer (0.2).
10/28/13	B. C. Walsh	0.30 hrs.	135.00	Telephone conference with A. Starr regarding claims process (0.2); memorandum to P. Leathem regarding potential claim objections (0.1).
10/29/13	B. C. Walsh	0.60 hrs.	270.00	Multiple memoranda to L. U. Hughes regarding potential lessor objections, claim objections and reductions (0.4); telephone conference with L. U. Hughes regarding potential objection (0.2).
10/29/13	L. U. Hughes	1.00 hrs.	315.00	Review and respond to request from R. Keffer for drafting objection to equipment lessor claims (0.2); confer with B. C. Walsh regarding strategy for same (0.1); review claims and master lease agreements for same (0.5); confer with D. Sosne regarding settlement offer for The Victory Group claims (0.2).

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10/30/13	B. C. Walsh	0.50 hrs.	225.00	Telephone conference with M. Coogle regarding withdrawal of claims (0.2); draft consent order regarding withdrawal of claims (0.2); memorandum to G. Plotko regarding Whiting settlement (0.1).
10/30/13	L. U. Hughes	0.20 hrs.	63.00	Respond to request from K. Coco regarding Tier II claims settlement (0.1); review emails regarding withdrawal of Bowles & Badgett claims (0.1).
10/31/13	B. C. Walsh	1.30 hrs.	585.00	Conference with L. U. Hughes regarding claim objection preparation (0.1); draft consent order regarding withdrawal of claims (0.6); memorandum to G. Willard regarding same (0.1); revise Whiting settlement agreement, including review of underlying documents (0.4); memorandum to G. Plotko regarding same (0.1).
10/31/13	L. U. Hughes	2.50 hrs.	787.50	Analyze equipment lessor proofs of claim in preparation for drafting objection to same (2.3); review correspondence from S. Trowbridge regarding D. Cox claim status (.2).
Total Claims Administration and Objections			96.30 hrs.	\$ 38,799.00

Plan & Disclosure Statement (incl Business Pla

10/04/13	B. C. Walsh	1.70 hrs.	765.00	Review and comment on motion to approve disclosure statement and related procedures (1.5); multiple memoranda to K. Coco regarding same (0.2).
10/04/13	L. U. Hughes	0.50 hrs.	157.50	Review disclosure statement draft and B. C. Walsh's comments on same.
10/10/13	L. A. Palans	3.20 hrs.	2,160.00	Review of amended plan of reorganization and amended disclosure statement with respect to dispute resolutions, timing,

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substance and disclosure.

10/10/13	B. C. Walsh	1.30 hrs.	585.00	Review amended plan and disclosure statement (1.0); conference with L. A. Palans regarding plan (0.3).
10/10/13	L. U. Hughes	1.00 hrs.	315.00	Review disclosure statement.
10/14/13	L. U. Hughes	0.20 hrs.	63.00	Review correspondence regarding revisions to motion to approve plan voting and solicitation.
10/15/13	B. C. Walsh	0.30 hrs.	135.00	Telephone conference with M. McGreal regarding plan provisions and strategy.
10/16/13	L. U. Hughes	0.30 hrs.	94.50	Review revisions to motion to approve disclosure statement and to approve solicitation procedures.
10/22/13	L. A. Palans	1.50 hrs.	1,012.50	Review of plan and disclosure statement.
10/23/13	L. A. Palans	2.40 hrs.	1,620.00	Review of amended disclosure statement and amended plan of reorganization.
10/28/13	L. A. Palans	0.30 hrs.	202.50	Review of projected recoveries by class.
10/28/13	L. U. Hughes	1.30 hrs.	409.50	Perform research, per M. McGreal's request, to identify Eighth Circuit precedent on disclosure statement objections and responses.
10/29/13	L. A. Palans	0.50 hrs.	337.50	Telephone conference with K. Thompson regarding inquiry of plan impact upon settlement and compromise procedure (.2); correspondence with M. McGreal regarding inquiry from creditor regarding impact of plan on order authorizing settlement and compromise of claims (.3).
10/30/13	B. C. Walsh	0.70 hrs.	315.00	Review plan and disclosure statement.
10/31/13	B. C. Walsh	1.20 hrs.	540.00	Review plan and disclosure statement (0.8); multiple memoranda to S. Trowbridge

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regarding same (0.4).

10/31/13	L. U. Hughes	1.50 hrs.	472.50	Retrieve certain disclosure statement objection pleading examples and send to K. Coco per his request.
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Total Plan & Disclosure Statement (incl Business Pla 17.90 hrs.	\$ 9,184.50
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TIMEKEEPER SUMMARY OF FEES

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
L. A. Palans	11.30	675.00	7,627.50
B. C. Walsh	86.30	450.00	38,835.00
L. U. Hughes	75.70	315.00	23,845.50
S. G. Reiss	5.00	225.00	1,125.00
TOTAL	<u>178.30</u>	<u>400.63</u>	<u>71,433.00</u>

Total Hours	178.30
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Total Fees for Legal Services	\$ 71,433.00
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EXPENSES AND OTHER CHARGES

09/26/13	FedEx: LAURA HUGHES, BRYAN CAVE, 211 N BROADWAY STE 3600, ST LOUIS, MO - 09/17/2013, FedEx Inv #: 241339642	10.10
10/09/13	Laura U. Hughes - MO Eastern CM ECF - Filing Fees - Filing Fees: Brody Mining and Patriot Ventures	2,426.00
10/04/13	Search Fee - Pacer Service Center - PACER fees	10.00
10/04/13	Search Fee - Pacer Service Center - PACER charges	25.40
	Copy Charges	0.60
	Long Distance Telephone Charge	66.50
	Scanning PDF Charges	1.80
	Westlaw Computerized Research	381.59
	Total Expenses and Other Charges	\$ 2,921.99

TOTAL CHARGES FOR THIS MATTER	\$ 74,354.99
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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

November 18, 2013
Invoice # 10268531
Client # C067317
Payment is due upon
Receipt

STATEMENT OF ACCOUNT

CURRENT CHARGES FOR MATTER:

File #0215595
Securities Law Matters

Fees for Legal Services	\$	675.00
TOTAL CHARGES THIS INVOICE	\$	675.00
STATEMENT TOTAL	\$	675.00

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

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Client # C067317
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For Legal Services Rendered Through October 31, 2013

File #0215595
Securities Law Matters

10/31/13 R. R. Wang 1.00 hrs. 675.00 Review and analysis of securities
reporting obligations.

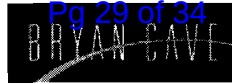
TIMEKEEPER SUMMARY OF FEES

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
R. R. Wang	1.00	675.00	675.00
TOTAL	1.00	675.00	675.00

Total Hours 1.00

Total Fees for Legal Services \$ 675.00

TOTAL CHARGES FOR THIS MATTER \$ 675.00



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

November 18, 2013
Invoice # 10268523
Client # C067317
Payment is due upon
Receipt

STATEMENT OF ACCOUNT

CURRENT CHARGES FOR MATTER:

File #0227743
Employee Benefits Matters

Fees for Legal Services	\$	5,198.00
TOTAL CHARGES THIS INVOICE	\$	5,198.00
STATEMENT TOTAL	\$	5,198.00

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)

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Patriot Coal Corporation

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For Legal Services Rendered Through October 31, 2013

File #0227743
Employee Benefits Matters

10/01/13	H. B. Morgan	1.80 hrs.	1,017.00	Respond to questions from M. Luna regarding enrollment period under non-union health care plan.
10/02/13	H. B. Morgan	0.70 hrs.	395.50	Review questions regarding health care coverage election changes by nonunion employees.
10/03/13	H. B. Morgan	0.30 hrs.	169.50	Review and revise draft of responses to questions regarding health care coverage changes for nonunion employees.
10/07/13	H. B. Morgan	0.10 hrs.	56.50	Telephone conference with B. Wald regarding termination of life insurance for nonunion retirees.
10/08/13	H. B. Morgan	1.10 hrs.	621.50	Review creditable coverage notice; telephone conference with R. Phillips on same.
10/09/13	H. B. Morgan	0.60 hrs.	339.00	Telephone conference with M. Luna and L. Knight on Form 5500 filing for 401(k) Plan (0.3); review issues with respect to Form 5500 filing (0.3)
10/11/13	H. B. Morgan	1.00 hrs.	565.00	Prepare e-mail to M. Luna regarding filing of Form 5500.
10/15/13	H. B. Morgan	0.60 hrs.	339.00	Respond to question from R. Phillips regarding limit on out-of-network preventive health services.
10/18/13	H. B. Morgan	1.70 hrs.	960.50	Respond to question from M. Luna regarding payments under Medical Premium Reimbursement Account (0.9); respond to question from L.

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Client # C067317
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				Albert regarding amendment to medical plan (0.8).
10/24/13	H. B. Morgan	0.60 hrs.	339.00	Review provisions on clinical trials for summary plan descriptions for health care plans.
10/31/13	H. B. Morgan	0.70 hrs.	395.50	Respond to question from L. Albert regarding HIPAA notices.

TIMEKEEPER SUMMARY OF FEES

		<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
H. B. Morgan		9.20	565.00	5,198.00
	TOTAL	9.20	565.00	5,198.00
Total Hours		9.20		
Total Fees for Legal Services			\$	5,198.00
TOTAL CHARGES FOR THIS MATTER				\$ 5,198.00



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EMPLOYER IDENTIFICATION NUMBER: 43-0602162

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

November 22, 2013
Invoice # 10268530
Client # C067317
Payment is due upon
Receipt

STATEMENT OF ACCOUNT

BALANCE FORWARD:

Balance per Statement Dated	\$	0.00	
Payments and Other credits		0.00	
BALANCE FORWARD		\$	0.00

CURRENT CHARGES FOR MATTER:

File #0360864			
Entity Simplification Project			
Fees for Legal services	\$	8,130.00	
TOTAL CHARGES THIS INVOICE		\$	8,130.00

STATEMENT TOTAL		\$	8,130.00
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Bryan Cave LLP is a cash basis partnership with a December 31st year-end. Consequently, receipt of your payment for this statement before year-end would be appreciated.

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

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For Legal Services Rendered Through October 31, 2013

File #0360864
Entity Simplification Project

10/16/13	B. C. Walsh	0.10 hrs.	45.00	Telephone conference with J. Jones regarding entity simplification.
10/23/13	C. Brendan Johnson	0.50 hrs.	245.00	Review of reorganization plan and discussion with R. Wang regarding the same.
10/25/13	L. A. Palans	0.60 hrs.	405.00	Conference with B. C. Walsh regarding corporate governance issues and issuance of certificate of good standing in connection with reorganization plan and implementation.
10/25/13	C. Brendan Johnson	3.20 hrs.	1,568.00	Review of restructuring plan (2.7); call with Patriot and Davis Polk to discuss the same (0.5)
10/29/13	C. Brendan Johnson	0.70 hrs.	343.00	Consideration of organizational approach to entity simplification project.
10/30/13	C. Brendan Johnson	2.20 hrs.	1,078.00	Organization call with T. Robertson (.7); preparation of step plan spreadsheet and discussion with T. Robertson and C. Hartsell (1.5).
10/30/13	E. T. Robertson	3.20 hrs.	1,408.00	Conference with B. Johnson regarding strategies for entity simplification (.7); review of internal restructuring and Entity Simplification Step Plan (2.5).
10/30/13	C. M. Hartsell	4.50 hrs.	945.00	Analyze and review simplification plan documents and organizational structure changes (1.2); conference with E.T. Robertson regarding simplification plan schedules and strategy (.2); prepare plan schedules and checklist of steps

Patriot Coal Corporation

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to organize further document
and task requirements (3.1).

10/31/13	C. Brendan Johnson	1.50 hrs.	735.00	Review of draft checklist for simplification project and comments on the same (.5); conference call with T. Robertson and C. Hartsell to discuss preparation of documentation (.5); call with J. Jones at Patriot to review schedule and plan status (.5).
10/31/13	E. T. Robertson	0.70 hrs.	308.00	Preparation of detailed checklist of documentation needed for entity simplification.
10/31/13	C. M. Hartsell	5.00 hrs.	1,050.00	Conference with E.T. Robertson regarding simplification plan schedules (.2); prepare plan schedules and checklist of steps to organize further document needs (3.6); conference with E.T. Robertson and C.B. Johnson regarding requirements for individual plan steps and local counsel needs (.4); prepare working group list and review organizational documents (.8).

TIMEKEEPER SUMMARY OF FEES

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
L. A. Palans	0.60	675.00	405.00
B. C. Walsh	0.10	450.00	45.00
C. Brendan Johnson	8.10	490.00	3,969.00
E. T. Robertson	3.90	440.00	1,716.00
C. M. Hartsell	9.50	210.00	1,995.00
TOTAL	<u>22.20</u>	<u>366.22</u>	<u>8,130.00</u>

Total Hours 22.20

Total Fees for Legal Services \$ 8,130.00

TOTAL CHARGES FOR THIS MATTER \$ 8,130.00



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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

December 9, 2013
Invoice # 10274718
Client # C067317
Payment is due upon
Receipt

STATEMENT OF ACCOUNT

CURRENT CHARGES FOR MATTER:

File #0345891		
Chapter 11 Restructuring		
Fees for Legal services	\$	28,305.00
Expenses and Other Charges		78.40
TOTAL CHARGES THIS INVOICE	\$	28,383.40
STATEMENT TOTAL	\$	28,383.40

Bryan Cave LLP has revised its policies related to client reimbursable expenses effective January 1, 2014. For more information, please visit <http://www.bryancave.com/reimbursableexpenses/>.

Bryan Cave LLP is a cash basis partnership with a December 31st year-end. Consequently, receipt of your payment for this statement before year-end would be appreciated.

PAYMENT INSTRUCTIONS

Check Payment Instructions:

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

Please return Remittance Advice with
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For Legal Services Rendered Through November 30, 2013

File #0345891
Chapter 11 Restructuring

Case Administration

11/01/13	B. C. Walsh	0.70 hrs.	315.00	Multiple memoranda to M. McGreal regarding 341 meeting (0.2); conference with L. U. Hughes regarding 341 meeting (0.2); telephone conference with R. Mead, J. Jones, B. Resnick, M. McGreal, L. U. Hughes regarding 341 meeting (0.3).
11/01/13	L. U. Hughes	0.90 hrs.	283.50	Prepare for and participate in conference call with R. Mead and J. Jones, and counsel, regarding preparation for new debtors' 341 meeting (0.5); review statements of financial affairs and schedules in preparation for creditors meeting (0.4).
11/04/13	B. C. Walsh	0.90 hrs.	405.00	Attend 341 meeting for Brody and Patriot Ventures.
11/04/13	L. U. Hughes	1.50 hrs.	472.50	Prepare for and attend 341 meeting for Brody Mining and Patriot Ventures (1.2); review response from M. Coady regarding benefit questions raised at 341 meeting (0.1); confer with B. Resnick and M. McGreal regarding 341 meeting summary (0.2).
11/05/13	B. C. Walsh	0.20 hrs.	90.00	Review draft monthly operating report.
11/05/13	L. U. Hughes	0.20 hrs.	63.00	Review draft monthly operating report.
11/08/13	B. C. Walsh	0.50 hrs.	225.00	Participate in weekly update call with debtor team (0.4); review

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and forward transcript notice
(0.1).

11/08/13	L. U. Hughes	0.30 hrs.	94.50	Review and arrange for filing of monthly operating report per J. Wubker's request (0.2) and respond to email regarding same (0.1).
11/14/13	L. U. Hughes	0.20 hrs.	63.00	Respond to email from J. Demma regarding filing updated master service and notice lists.
11/18/13	L. U. Hughes	0.20 hrs.	63.00	Review and respond to email from K. Coco regarding motion to amend by redaction misfiled agenda (0.1); confer with R. Nadick regarding service of same (0.1).
11/19/13	L. U. Hughes	0.90 hrs.	283.50	Prepare eighth master service and notice lists per request from J. Demma and arrange for filing of same (0.4); draft notice of upcoming omnibus hearings and arrange for filing of same (0.3); respond to J. Howley regarding same (0.1); coordinate updating website with hearing information with J. Demma (0.1).
11/20/13	B. C. Walsh	0.10 hrs.	45.00	Review monthly operating report.
11/22/13	L. A. Palans	0.20 hrs.	135.00	Conference with B. C. Walsh regarding status of case and confirmation process.
11/22/13	B. C. Walsh	0.10 hrs.	45.00	Memorandum to L. U. Hughes regarding operating report.
11/22/13	L. U. Hughes	0.30 hrs.	94.50	Review and arrange for filing of October monthly operating report (0.2); respond to email from J. Wubker regarding November reporting requirements (0.1).

Total Case Administration

7.20 hrs.

\$

2,677.50

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Asset Disposition

11/14/13	L. U. Hughes	0.30 hrs.	94.50	Review and circulate de minimis asset sales report to lenders and Committee.
Total Asset Disposition		0.30 hrs.	\$	94.50

Fec/Employment Applications

11/01/13	L. U. Hughes	0.90 hrs.	283.50	Respond to inquiry from L. Peterson regarding order approving expansion of employment of Ernst & Young (0.1) and send email to court regarding same (0.1); confer with J. Howley (0.1) and send email to L. Peterson with order attached (0.1); confer with E. Waller regarding employment as ordinary course professionals of Jackson Lewis (0.2) and send order and motion to H. Chajet with comments (0.3).
11/04/13	L. U. Hughes	0.40 hrs.	126.00	Review ordinary course professional declaration from Jackson Lewis and respond to E. Waller and H. Chajet regarding same.
11/05/13	B. C. Walsh	0.30 hrs.	135.00	Prepare monthly statement.
11/05/13	L. U. Hughes	0.40 hrs.	126.00	Revise declaration of H. Chajet in support of employment of Jackson Lewis (0.3); send to H. Chajet with comments (0.1).
11/06/13	B. C. Walsh	0.80 hrs.	360.00	Prepare monthly statement.
11/07/13	L. A. Palans	0.20 hrs.	135.00	Correspondence with B. C. Walsh regarding fee allowance and disputed HVAC charges.
11/07/13	B. C. Walsh	0.50 hrs.	225.00	Prepare monthly statement (0.3); review correspondence regarding ruling on fee application (0.1); memorandum to M. McGreal regarding same (0.1).

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11/07/13	L. U. Hughes	0.30 hrs.	94.50	Review correspondence from M. McGreal regarding approval of certain expenses in September fee application (0.2); respond to email from B. Callaghan regarding filing ordinary course professional declaration for Jackson Lewis (0.1).
11/08/13	B. C. Walsh	0.40 hrs.	180.00	Telephone conference with J. Jones regarding Ogletree retention (0.1); revise monthly statement (0.1); review order on fee application (0.2).
11/08/13	L. U. Hughes	1.80 hrs.	567.00	Review invoice and prepare monthly fee statement (1.3); finalize and arrange for filing of ordinary course professional retention documents for Jackson Lewis (0.3); prepare cover letter for monthly fee statement for R. R. Wang (0.2).
11/11/13	L. U. Hughes	0.50 hrs.	157.50	Confer with J. Jones and J. Saunders regarding payment of holdback fees pursuant to interim fee order (0.2); review summary of same and respond to J. Jones regarding correct payment amounts (0.3).
11/14/13	L. U. Hughes	0.20 hrs.	63.00	Review Gordon & Gordon fee application and file same.
11/18/13	B. C. Walsh	0.20 hrs.	90.00	Memorandum to professionals regarding supplemental retention.
11/20/13	B. C. Walsh	0.60 hrs.	270.00	Revise monthly statement.
11/22/13	B. C. Walsh	0.10 hrs.	45.00	Memorandum to L. U. Hughes regarding monthly statement.
11/22/13	L. U. Hughes	1.20 hrs.	378.00	Review October invoices and prepare monthly fee statement.
11/25/13	B. C. Walsh	0.10 hrs.	45.00	Memorandum to J. Woodrum regarding fee statement.
11/25/13	L. U. Hughes	0.70 hrs.	220.50	Respond to emails from J. Woodrum regarding special counsel monthly fee statements

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and send examples of same (0.4);
finalize monthly fee statement
(0.1); draft cover letter for
October invoices and send to L.
Williams (0.1); respond to
inquiries from L. Williams
regarding same (0.1).

Total Fee/Employment Applications 9.60 hrs. \$ 3,501.00

Assumption/Rejection of Leases and Contracts

11/05/13	B. C. Walsh	0.10 hrs.	45.00	Memorandum to J. Eagan regarding Mellon rejection.
11/08/13	B. C. Walsh	0.10 hrs.	45.00	Review and forward order on Mellon rejection.
11/13/13	L. A. Palans	0.30 hrs.	202.50	Review of pleadings regarding assignment of lease interests to Alliance Resource Partners together with motion to expedite.
11/14/13	L. A. Palans	0.70 hrs.	472.50	Review Alpha-Massey decision.
11/14/13	B. C. Walsh	0.70 hrs.	315.00	Review decision in Eastern adversary proceeding (0.4); review order regarding Payne-Gallatin assumption (0.3).
11/19/13	L. U. Hughes	0.30 hrs.	94.50	Revise lease assumption proposed orders and submit same to court.
11/25/13	L. U. Hughes	1.20 hrs.	378.00	Respond to inquiry from S. Schutzenhofer regarding status of orders entered on assumption motions (0.2); respond to emails from J. Clarrey and K. Coco regarding payment of cure amounts (0.2); update and arrange for filing of motion to assume lease of United Leasing (0.2); draft proposed order for same and send to J. Demma for posting to website (0.3); confer with S. Blank regarding equipment question on United Leasing motion (0.2) and with S. Schutzenhofer regarding same

Patriot Coal Corporation

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(0.1).

11/26/13	L. U. Hughes	0.70 hrs.	220.50	Research local examples of assignment motions per M. McGreal's request (0.5); respond to email from S. Schutzenhofer regarding payment of cure amounts (0.1); send example of equipment leased from United Leasing to S. Blank per his request (0.1).
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Total Assumption/Rejection of Leases and Contracts	4.10 hrs.	\$	1,773.00
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Other Contested Matters(excl assumption/rejecti

11/14/13	B. C. Walsh	0.20 hrs.	90.00	Review and comment on agenda for omnibus hearing.
11/14/13	L. U. Hughes	0.30 hrs.	94.50	Review and comment on proposed agenda for upcoming omnibus hearing.
11/15/13	B. C. Walsh	0.40 hrs.	180.00	Telephone conference with K. Coco regarding agenda for omnibus hearing (0.2); conference with L. U. Hughes regarding hearing (0.2).
11/18/13	B. C. Walsh	1.20 hrs.	540.00	Prepare for omnibus hearing.
11/18/13	L. U. Hughes	2.90 hrs.	913.50	Confer with B. C. Walsh regarding preparation for omnibus hearing and breakdown of presentation of motions and requests for relief (0.1); review motions on 365 issues and proposed orders, and make notes on same in preparation for presentation at omnibus hearing (2.8).
11/19/13	B. C. Walsh	2.30 hrs.	1,035.00	Court appearance on omnibus hearing, including multiple conferences with various counsel (2.0); revise proposed orders regarding same (0.3).
11/19/13	L. U. Hughes	2.00 hrs.	630.00	Participate in omnibus hearing on claim objections, lease assumptions, and other matters.

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Total Other Contested Matters(excl assumption/rejecti 9.30 hrs. \$ 3,483.00

Business Operations

11/19/13	L. A. Palans	0.20 hrs.	135.00	Review correspondence from W. Darby regarding dispute in connection with equipment allegedly sold and delivered.
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Total Business Operations 0.20 hrs. \$ 135.00

Employee Benefits/Pensions

11/06/13	B. C. Walsh	0.20 hrs.	90.00	Memorandum to R. Mead regarding benefits for Brody employees (0.1); memorandum to L. Long regarding same (0.1).
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11/11/13	L. U. Hughes	0.30 hrs.	94.50	Review follow up correspondence regarding business analysis of Brody Mining benefit plans and spreadsheets demonstrating same.
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Total Employee Benefits/Pensions 0.50 hrs. \$ 184.50

Claims Administration and Objections

11/01/13	B. C. Walsh	0.20 hrs.	90.00	Revise order withdrawing claims (0.1); memorandum to M. Coogole regarding same (0.1).
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11/01/13	L. U. Hughes	1.40 hrs.	441.00	Confer with J. Chapman regarding proposal to withdraw claim (0.2) and send follow up email confirming same (0.2); send update to J. Clarrey (0.1); respond to emails from R. Keffer and J. Clarrey regarding strategy for negotiating settlement of Alpha claims (0.2); review withdrawal of Bowles-Badgett claim form and correspondence regarding same (0.2); review response by Clear Fork claimants to objection (0.2); review response from R. Wyciskalla (0.2); call to S.
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Schutzenhofer regarding claim
objection filing for United
Leasing (0.1).

11/04/13	B. C. Walsh	0.30 hrs.	135.00	Review and forward response to twenty-first omnibus objection.
11/04/13	L. U. Hughes	1.20 hrs.	378.00	Calls to S. Schutzenhofer regarding claim objection informational background (0.3) and send email to R. Keffer regarding same (0.2); respond to inquiry from J. Clarrey regarding Kopperston claim objection response (0.2); review response from D. McCallister regarding same (0.1); respond to emails from J. Joseph and K. Barber regarding claim objection settlements (0.2); review summary of mitigation estimates for equipment lessors from S. Schutzenhofer (0.2).
11/05/13	B. C. Walsh	0.80 hrs.	360.00	Revise Whiting agreement (0.1); memorandum to J. Hall regarding same (0.1); telephone conference with R. Keffer regarding claim objections and potential additional objections (0.2); conference with L. U. Hughes regarding multiple pending claim objections and strategy for same (0.4).
11/05/13	L. U. Hughes	1.10 hrs.	346.50	Confer with B. C. Walsh regarding strategy for proceeding on Kopperston claim objection (0.3); confer with B. C. Walsh regarding response to Lincoln Leasing claim objection and call to R. Keffer regarding same (0.3); confer with B. C. Walsh regarding strategy for objection to equipment lessor claims (0.1) and exchange emails with S. Schutzenhofer regarding same (0.2); review settlement proposal from Alpha Engineering and proposed amended proof of claim (0.2).

Patriot Coal Corporation

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11/06/13	B. C. Walsh	0.30 hrs.	135.00	Review correspondence regarding amendment of claim in response to omnibus objection (0.2); memorandum to L. U. Hughes regarding same (0.1).
11/06/13	L. U. Hughes	0.60 hrs.	189.00	Confer with J. Clarrey and R. Keffer regarding response to Alpha Engineering claim settlement proposal (0.3); confer with R. Keffer regarding response to J. Joseph for Lincoln Leasing claim objection response (0.3).
11/07/13	B. C. Walsh	1.70 hrs.	765.00	Analyze Kopperston issues (0.3); memorandum to R. Keffer regarding same (0.2); memorandum to R. Keffer regarding pending claim objections (0.2); memorandum to M. Coogle regarding claim withdrawal (0.1); revise consent order regarding same (0.1); memorandum to G. Willard, M. Coogle regarding same (0.1); revise stipulation regarding Pocahontas claims (0.3); conference with L. U. Hughes regarding objection to lease claims and strategy for same (0.3); memorandum to C. Swartout regarding stipulation (0.1).
11/07/13	L. U. Hughes	1.50 hrs.	472.50	Confer with R. Keffer and J. Clarrey regarding resolution to Alpha Engineering (0.3) and Lincoln Leasing claim objections (0.1); confer with R. Keffer and S. Schutzenhofer regarding proposed objection to equipment lessor rejection damages claims (0.5); review legal research questions for same with B. C. Walsh (0.2); review correspondence regarding resolution of Pocahontas claim objection (0.2); call and email to S. Thomas regarding resolution

Patriot Coal Corporation

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of Alpha Engineering claim
(0.2).

11/08/13	L. A. Palans	0.30 hrs.	202.50	Review of claims settlement agreement.
11/08/13	B. C. Walsh	1.00 hrs.	450.00	Telephone conference with M. McGreal regarding potential objection (0.1); revise and submit stipulation on Pocahontas claims (0.2); telephone conference with M. McGreal, K. Coco, L. U. Hughes regarding potential objections (0.5); review order regarding Pettry claim objection (0.2).
11/08/13	L. U. Hughes	0.80 hrs.	252.00	Respond to emails from S. Thomas regarding Alpha Engineering (0.2); participate in call with Davis Polk attorneys and B. C. Walsh regarding strategy for objections to certain environmental claims (0.5); review correspondence regarding stipulated order resolving Pocahontas claims (0.1).
11/11/13	B. C. Walsh	0.90 hrs.	405.00	Telephone conference with A. Rosenberg regarding Drummond claims (0.2); memorandum to B. Bennett regarding same (0.2); review correspondence regarding resolution of Adkins objection (0.1); memorandum to R. Keffer regarding same (0.1); analyze claim settlement issues (0.3).
11/11/13	L. U. Hughes	0.80 hrs.	252.00	Review and respond to emails regarding settlement proposal of Drummond claim objection (0.3); confer with S. Thomas regarding Alpha Engineering claim objection (0.3) and review follow up emails regarding same (0.2).
11/12/13	B. C. Walsh	0.40 hrs.	180.00	Multiple memoranda to M. Fitzsimmons, E. Waller, R. Keffer regarding pending claim objections (0.3); telephone

Patriot Coal Corporation

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conference with A. Rosenberg
regarding Drummond claim
objections (0.1).

11/12/13	L. U. Hughes	0.30 hrs.	94.50	Send follow up email to J. Chapman regarding resolution of Ohio Department of Jobs & Family claims (0.1); review emails from R. Keffer regarding instructions for settlement of Drummond claim (0.2).
11/13/13	B. C. Walsh	0.40 hrs.	180.00	Telephone conference with A. Rosenberg regarding Drummond claim objection (0.2); memorandum to R. Keffer, M. McGreal regarding same (0.2).
11/13/13	L. U. Hughes	1.20 hrs.	378.00	Respond to email from D. Sosne regarding continuance of certain claim objections to December hearing (0.2); analyze proposed language resolving CSX objection and send same to R. Keffer with comments (0.5); review correspondence from S. Thomas regarding mechanics lien and supporting documents (0.3); send same to R. Keffer and J. Clarrey with comments (0.1); respond to S. Thomas regarding same (0.1).
11/14/13	B. C. Walsh	0.20 hrs.	90.00	Memorandum to A. Rosenberg regarding Drummond settlement.
11/14/13	L. U. Hughes	2.10 hrs.	661.50	Send email to W. Travis regarding resolution of CSX claim objection (0.2); review Lincoln Leasing proofs of claim in preparation for settlement call (0.3); call to J. Joseph regarding resolution of Lincoln Leasing claims (0.1); review and update chart of pending claim objections (0.5); continue to draft objection to equipment lessor claims and review proofs of claim to create exhibit to

Patriot Coal Corporation

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same (1.0).

11/15/13	L. A. Palans	0.30 hrs.	202.50	Correspondence with C. Price and L. U. Hughes regarding proposed order for entry settling rejection damage claims.
11/15/13	L. U. Hughes	0.70 hrs.	220.50	Review and respond to email from C. Price regarding Nations Fund motion to assume lease and proposed order (0.3); review correspondence from J. Clarrey and S. Gordon regarding Alpha Engineering claim review (0.3); call from K. Brach regarding Continental Bank objection and continued hearing on same (0.1).
11/18/13	B. C. Walsh	0.90 hrs.	405.00	Memorandum to A. Rosenberg regarding Drummond claims (0.1); draft settlement agreement regarding same (0.7); memorandum to R. Keffer regarding same (0.1).
11/19/13	B. C. Walsh	0.30 hrs.	135.00	Review and comment on response to Willits certiorari petition (0.2); memorandum to A. Rosenberg regarding Drummond settlement (0.1).
11/19/13	L. U. Hughes	0.30 hrs.	94.50	Review emails regarding Drummond settlement approval strategy (0.1); respond to email from J. Spires and K. Barber regarding follow up on claims resolution (0.2).
11/20/13	B. C. Walsh	0.80 hrs.	360.00	Multiple memoranda to J. Sandberg regarding Willits certiorari petition (0.2); review orders on claim objections (0.3); review revision to settlement agreement with Drummond (0.2); memorandum to R. Keffer regarding same (0.1).
11/20/13	L. U. Hughes	1.70 hrs.	535.50	Confer with K. Barber regarding settlement of claim objection (0.3); prepare for call with J. Spires regarding Environmental Resources Management claims

Patriot Coal Corporation

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(0.8); confer with J. Spires regarding same (0.3); and send summary of claim breakdown (0.3).

11/21/13	L. U. Hughes	2.90 hrs.	913.50	Respond to email from R. Keffer regarding Kopperston claims negotiation status (0.1); perform legal research regarding calculation of lease rejection damages under UCC and bankruptcy case law (2.0); review master lease agreements for provisions regarding same (0.8).
11/22/13	B. C. Walsh	0.50 hrs.	225.00	Multiple memoranda to A. Rosenberg, L. U. Hughes regarding Drummond settlement (0.3); revise notice of same (0.2).
11/22/13	L. U. Hughes	0.70 hrs.	220.50	Review Drummond settlement agreement and prepare Tier III settlement notice per B. C. Walsh's instructions (0.5); revise and send to R. Keffer for review (0.2).
11/25/13	B. C. Walsh	0.40 hrs.	180.00	Revise Drummond agreement (0.2); multiple memoranda to B. Andrews regarding same (0.2).
11/25/13	L. U. Hughes	1.50 hrs.	472.50	Review claim supplement from R. Wyciskalla (0.1); review and update claims status spreadsheet (0.5); send email to R. Keffer regarding resolution of C.W. Electric claims (0.3); analyze claim questions from J. Clarrey regarding Victory Group and Norfolk Southern and respond to same (0.6).

Total Claims Administration and Objections 28.50 hrs.

\$ 10,422.00

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Plan & Disclosure Statement (incl Business Pla

11/01/13	B. C. Walsh	0.30 hrs.	135.00	Memorandum to S. Trowbridge regarding plan (0.1); conference with L. U. Hughes regarding disclosure statement hearing (0.2).
11/04/13	L. A. Palans	2.00 hrs.	1,350.00	Review of objection to Peabody settlement and United Mine Workers' statement in support of disclosure statement and solicitation procedures (.4); review of third amended plan and disclosure statement (1.3); review of agenda for November 6 docket (.3).
11/04/13	L. U. Hughes	0.20 hrs.	63.00	Confer with M. McGreal and K. Coco regarding preparation of documents for disclosure statement hearing.
11/05/13	L. A. Palans	1.00 hrs.	675.00	Review of motion for supplemental order approving amendment to VEBA and memorandum of understanding with UMW (0.4); review of motion for approval of backstop, rights offering and procedures (0.3); review motion authorizing payment of exit financing fees and indemnities (0.3).
11/05/13	B. C. Walsh	0.50 hrs.	225.00	Review amended plan.
11/05/13	L. U. Hughes	1.40 hrs.	441.00	Coordinate production of binders and folders for disclosure statement hearing (1.2); confer with K. Coco regarding same (0.2).
11/06/13	B. C. Walsh	0.20 hrs.	90.00	Conference with L. U. Hughes regarding disclosure statement.
11/06/13	L. U. Hughes	3.70 hrs.	1,165.50	Review revised disclosure statement and redline of plan (0.8); coordinate delivery of materials to court for hearing (0.3) and pick up of same (0.3);

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attend hearing on approval of
disclosure statement (2.3).

11/10/13	B. C. Walsh	0.20 hrs.	90.00	Memorandum to B. Resnick regarding local rules on confirmation.
11/11/13	L. U. Hughes	0.10 hrs.	31.50	Respond to email from B. Resnick regarding plan confirmation.
11/18/13	L. U. Hughes	0.30 hrs.	94.50	Call from S. Thomas regarding Brody Mining and treatment of Black Stallion under plan (0.1); call to K. Coco and S. Thomas regarding same (0.2).
11/19/13	L. A. Palans	0.20 hrs.	135.00	Correspondence with B. C. Walsh regarding update, timing for confirmation.
11/19/13	L. U. Hughes	0.20 hrs.	63.00	Respond to emails from S. Thomas and K. Coco regarding treatment of Brody Mining acquisition issues under plan.
11/20/13	B. C. Walsh	0.30 hrs.	135.00	Conference with L. U. Hughes regarding confirmation order (0.1); memorandum to K. Coco regarding confirmation hearing (0.2).
11/20/13	L. U. Hughes	1.70 hrs.	535.50	Perform research of examples of confirmation orders per K. Coco's request (1.3); respond to inquiry from K. Coco regarding affidavits in support of confirmation (0.2); review question regarding ballots from Hughes Supply and send with comment to R. McWilliams (0.2).
11/22/13	L. U. Hughes	0.30 hrs.	94.50	Respond to emails from J. Hess regarding Hughes Supply ballots (0.1) and send email regarding same to T. Ewing (0.2).
11/25/13	L. A. Palans	0.80 hrs.	540.00	Review of plan and disclosure statement regarding timing, executory contracts and retention of jurisdiction.

Patriot Coal Corporation

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11/26/13	L. U. Hughes	0.40 hrs.	126.00	Respond to questions from S. Thomas regarding voting on plan by Alpha Engineering (0.3) and from J. Clarrey regarding same (0.1).
11/27/13	B. C. Walsh	0.10 hrs.	45.00	Telephone conference with M. McGreal regarding plan supplement.

Total Plan & Disclosure Statement (incl Business Pla 13.90 hrs. \$ 6,034.50

TIMEKEEPER SUMMARY OF FEES

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
L. A. Palans	6.20	675.00	4,185.00
B. C. Walsh	21.40	450.00	9,630.00
L. U. Hughes	46.00	315.00	14,490.00
TOTAL	<u>73.60</u>	<u>384.58</u>	<u>28,305.00</u>

Total Hours 73.60

Total Fees for Legal Services \$ 28,305.00

EXPENSES AND OTHER CHARGES

Audio Conferencing	18.02
Copy Charges	0.80
Local Delivery - External Serv	4.95
Express Package Delivery	10.31
Long Distance Telephone Charge	15.05
Scanning PDF Charges	17.00
Westlaw Computerized Research	12.27
Total Expenses and Other Charges	\$ 78.40

TOTAL CHARGES FOR THIS MATTER \$ 28,383.40



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EMPLOYER IDENTIFICATION NUMBER: 43-0602162

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

December 13, 2013
Invoice # 10279082
Client # C067317
Payment is due upon
Receipt

STATEMENT OF ACCOUNT

CURRENT CHARGES FOR MATTER:

File #0227743
Employee Benefits Matters

Fees for Legal Services	\$	4,463.50
Expenses and Other Charges		16.04
TOTAL CHARGES THIS INVOICE	\$	4,479.54
STATEMENT TOTAL	\$	4,479.54

Bryan Cave LLP has revised its policies related to client reimbursable expenses effective January 1, 2014. For more information, please visit <http://www.bryancave.com/reimbursableexpenses/>.

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

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

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St. Louis, MO 63101
ABA #0260-0959-3
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Patriot Coal Corporation

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Page 2

For Legal Services Rendered Through November 30, 2013

File #0227743
Employee Benefits Matters

11/01/13	H. B. Morgan	1.30 hrs.	734.50	Respond to questions from T. Early regarding health plan notices for retirees and COBRA participants.
11/11/13	H. B. Morgan	0.80 hrs.	452.00	Attention to notice regarding termination of Medicare Part D coverage.
11/14/13	H. B. Morgan	3.70 hrs.	2,090.50	Review questions regarding transition of retiree health care (1.2); prepare e-mails to M. Luna regarding same (1.0); review question regarding notice of HIPAA privacy practices (1.2); prepare e-mail to M. Luna regarding same (0.3).
11/20/13	H. B. Morgan	1.00 hrs.	565.00	Review and analyze questions from T. Early regarding health care coverage.
11/21/13	H. B. Morgan	0.50 hrs.	282.50	Respond to questions from T. Early regarding health care coverage.
11/27/13	H. B. Morgan	0.60 hrs.	339.00	Telephone conference with M. Luna regarding audit report for Brody 401(k) Plan (0.2); review management representation letter (0.2); prepare e-mail to M. Luna on same (0.2).

TIMEKEEPER SUMMARY OF FEES

		<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
H. B. Morgan		7.90	565.00	4,463.50
	TOTAL	7.90	565.00	4,463.50
Total Hours		7.90		

Patriot Coal Corporation

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Page 3

Total Fees for Legal Services \$ 4,463.50

EXPENSES AND OTHER CHARGES

11/28/13 FedEx: , SULLIVAN WEBB, PLLC, 422 Kinetic Dr Ste C, HUNTINGTON, WV - 11/25/2013, FedEx Inv #: 24 7984824	13.64
Copy Charges	1.60
Scanning PDF Charges	0.80
Total Expenses and Other Charges	\$ 16.04

TOTAL CHARGES FOR THIS MATTER \$ 4,479.54



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EMPLOYER IDENTIFICATION NUMBER: 43-0602162

Patriot Coal Corporation
12312 Olive Blvd., Suite 400
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December 13, 2013
Invoice # 10279093
Client # C067317
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STATEMENT OF ACCOUNT

CURRENT CHARGES FOR MATTER:

File #0215595
Securities Law Matters

Fees for Legal Services \$ 1,495.00

TOTAL CHARGES THIS INVOICE \$ 1,495.00

STATEMENT TOTAL \$ 1,495.00

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For Legal Services Rendered Through November 30, 2013

File #0215595
 Securities Law Matters

11/01/13	R. R. Wang	0.80 hrs.	540.00	Telephone conference with J. Jones regarding Section 16 reporting; review and email regarding same.
11/04/13	T. A. Short	1.40 hrs.	280.00	Research Form 4 filings of companies coming out of bankruptcy (1.2); conference with R. R. Wang regarding research (.2).
11/05/13	T. A. Short	2.10 hrs.	420.00	Research Form 4 filings of companies coming out of bankruptcy.
11/06/13	T. A. Short	0.60 hrs.	120.00	Research Form 4 filings of companies coming out of bankruptcy (.5); conference with R. R. Wang regarding research (.1).
11/12/13	R. R. Wang	0.20 hrs.	135.00	Review Section 16 forms and email comments regarding same.

TIMEKEEPER SUMMARY OF FEES

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
R. R. Wang	1.00	675.00	675.00
T. A. Short	4.10	200.00	820.00
TOTAL	5.10	293.14	1,495.00

Total Hours 5.10

Total Fees for Legal Services \$ 1,495.00

TOTAL CHARGES FOR THIS MATTER \$ 1,495.00

Patriot Coal Corporation

December 13, 2013
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EMPLOYER IDENTIFICATION NUMBER: 43-0602162

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12312 Olive Blvd., Suite 400
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December 13, 2013
Invoice # 10279102
Client # C067317
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STATEMENT OF ACCOUNT

CURRENT CHARGES FOR MATTER:

File #0360864		
Entity Simplification Project		
Fees for Legal services	\$	32,939.50
Expenses and Other Charges		14.55
TOTAL CHARGES THIS INVOICE	\$	32,954.05
STATEMENT TOTAL	\$	32,954.05

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Patriot Coal Corporation

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For Legal Services Rendered Through November 30, 2013

File #0360864
Entity Simplification Project

11/01/13	C. Brendan Johnson	0.70 hrs.	343.00	Call with T. Robertson to discuss review of simplification plan and preparation of documentation.
11/01/13	E. T. Robertson	3.50 hrs.	1,540.00	Conference call regarding status of documentation for simplification and strategies related to same (1.5); preparation of form documents needed to effect simplification plan (2.0).
11/01/13	C. M. Hartsell	3.20 hrs.	672.00	Prepare plan schedules and checklist of steps to organize further document and task requirements (1.4); determine and categorize organizational document needs (.6); research merger requirements and necessary forms in West Virginia, Kentucky, New York and Indiana (1.2).
11/04/13	E. T. Robertson	1.00 hrs.	440.00	Review of state law requirements related to entity simplification plan.
11/04/13	C. M. Hartsell	3.00 hrs.	630.00	Analyze and determine merger and disposition requirements for West Virginia entities (.9); analyze and determine merger and disposition requirements for Kentucky entities (.6); analyze and determine merger and disposition requirements for New York entities (.3); analyze and determine merger and disposition requirements for Indiana entities (.4); analyze and determine merger and disposition requirements for

Patriot Coal Corporation

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Virginia entities (.8).

11/05/13	E. T. Robertson	4.00 hrs.	1,760.00	Preparation of form documents to be used to create documentation needed to effect entity simplification plan.
11/05/13	C. M. Hartsell	3.40 hrs.	714.00	Conference with E. T. Robertson regarding filing requirements (.2); analyze certificates template for Delaware (.8); determine filing requirements for each plan step (2.4).
11/06/13	E. T. Robertson	0.50 hrs.	220.00	Review and revise master checklist for entity simplification.
11/06/13	C. M. Hartsell	6.50 hrs.	1,365.00	Analyze plan of merger and certificate of merger requirements for Delaware (.7); analyze plan of merger and articles of merger requirements for Indiana (.4); analyze plan of merger and articles of merger requirements for Kentucky (.5); analyze plan of merger and certificate of merger requirements for New York (2.0); analyze plan of merger and articles of merger requirements for Virginia (.6); analyze plan of merger and articles of merger requirements for West Virginia (.8); draft new clauses for plan of merger and articles of merger (1.5).
11/07/13	C. Brendan Johnson	0.80 hrs.	392.00	Review of proposal from CT (.3); consideration of options for restructuring Charles Coal Company (.5).
11/07/13	C. M. Hartsell	1.50 hrs.	315.00	Review and analyze New York Business corporation law requirements for mergers (.5); review Indiana LLC law and draft certificate of merger to submit to the Indiana secretary of state (1.0).

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11/08/13	C. Brendan Johnson	1.20 hrs.	588.00	Call with Patriot Coal and CT to discuss the step plan (.7); call with E. T. Robertson to review open issues and comments to draft merger agreement form (.5).
11/08/13	E. T. Robertson	4.10 hrs.	1,804.00	Preparation of documentation related to Entity Simplification Plan (1.5); review of West Virginia law related to limited liability company and limited partnership conversions (1.5); conference with company counsel regarding status of Entity Simplification Plan (1.1).
11/08/13	C. M. Hartsell	6.00 hrs.	1,260.00	Draft articles of merger for Indiana for step 12 (1.5); conference with E. T. Robertson about drafts for articles of merger (.5); draft form articles of merger for West Virginia (1.0); draft articles of merger for West Virginia for step 12 (.7); draft articles of merger for Delaware for step 12 (.6); draft articles of merger for New York for step 7 (1.0); conference phone call with J. Jones, S. Wilson, E. T. Robertson and C. B. Johnson regarding filing and plan for merger (.7).
11/09/13	C. M. Hartsell	0.90 hrs.	189.00	Analyze West Virginia law for requirements for a general partnership to convert to a limited liability company (.5); analyze Virginia articles of merger requirements (.4).
11/11/13	C. Brendan Johnson	0.70 hrs.	343.00	Email correspondence to E. T. Robertson and J. Jones concerning Charles Coal Company.
11/11/13	E. T. Robertson	6.80 hrs.	2,992.00	Review and revise Entity Simplification Plan (3.5); preparation of Omnibus Resolutions related to approval of Entity Simplification Plan

Patriot Coal Corporation

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(3.3).

11/11/13	C. M. Hartsell	3.20 hrs.	672.00	Draft articles of merger for Virginia (.7); draft and analyze certificate of merger for New York (1.3); conference with E.T. Robertson about articles and certificates of merger (.4); review applicable laws and update plan strategy (.8).
11/12/13	C. Brendan Johnson	0.20 hrs.	98.00	Review of draft resolution approving the step plan.
11/12/13	E. T. Robertson	5.50 hrs.	2,420.00	Preparation of resolutions to approve Entity Simplification Plan (3.0); preparation of Company Agreement for Colony Bay Coal Company, LLC (2.5).
11/12/13	C. M. Hartsell	5.00 hrs.	1,050.00	Draft Virginia articles of merger for step 3 (.6); determine further plan requirements based on revised plan (1.3); conference with E. T. Robertson about further requirements for conversion (.3); analyze conversion statute and organization documents for step 11 (1.9); draft articles of organization for step 11 (.9).
11/13/13	E. T. Robertson	3.50 hrs.	1,540.00	Preparation of form documentation for various jurisdictions in which mergers and contributions will occur pursuant to simplification plan.
11/13/13	C. M. Hartsell	2.80 hrs.	588.00	Analyze West Virginia law for converting a corporation to a limited liability company (.4); draft articles of conversion for step 36 (.4); determine individual requirements for specific mergers (1.8); conference with E. T. Robertson about the articles of conversion and further requirements (.2).
11/14/13	C. Brendan Johnson	0.30 hrs.	147.00	Evaluation of simplification plan authorization process.
11/14/13	E. T. Robertson	2.50 hrs.	1,100.00	Revise documentation needed to

Patriot Coal Corporation

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effect mergers and conversions pursuant to entity simplification plan.

11/14/13	C. M. Hartsell	3.60 hrs.	756.00	Conference with E. T. Robertson about revisions to articles of merger and certificates of merger (.4); review and revise draft certificate of merger for Delaware for step 13 (.3); review and revise draft articles of merger for Indiana for step 13 (.5); review and revise draft articles of merger for Kentucky for step 2 (.4); review and revise draft certificate of merger for New York for step 7 (.6); review and revise draft articles of merger for Virginia for step 3 (.5); review and revise draft articles of merger for West Virginia for step 13 (.6); review and revise draft articles of organization for West Virginia step 11 (.3).
11/15/13	C. M. Hartsell	1.80 hrs.	378.00	Analyze bankruptcy status of involved entities in step plan.
11/18/13	B. C. Walsh	0.20 hrs.	90.00	Telephone conference with E. T. Robinson regarding merger certificates.
11/18/13	C. Brendan Johnson	0.30 hrs.	147.00	Review of email correspondence concerning local counsel and CT involvement.
11/18/13	E. T. Robertson	3.80 hrs.	1,672.00	Preparation of documentation related to entity simplification plan post bankruptcy.
11/18/13	C. M. Hartsell	2.10 hrs.	441.00	Draft Delaware articles of merger for step 2 (.7); draft Delaware articles of merger for step 3 (.8); revise agreements for steps 35 and 36 (.2); conference with E. T. Robertson about further requirements for certificates of merger (.4).
11/19/13	C. M. Hartsell	5.60 hrs.	1,176.00	Draft Delaware certificate of merger for step 5 (.4); draft

Patriot Coal Corporation

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Delaware certificate of merger for step 6 (.4); draft Delaware certificate of merger for step 7 (.3); draft Delaware certificate of merger for step 8 (.4); draft Delaware certificate of merger for step 9 (.4); draft Delaware certificate of merger for step 10 (.5); draft Delaware certificate of merger for step 19 (.3); draft Delaware certificate of merger for step 20 (.3); draft Delaware certificate of merger for step 24 (.7); draft Delaware articles of merger for step 25 (.5); revise Indiana articles of merger (.7); draft contribution agreement for step 18 (.3); draft contribution agreement for step 22 (.2); draft contribution agreement for step 28 (.2).

11/20/13	E. T. Robertson	0.20 hrs.	88.00	Conference with C1 Corporation regarding expenses related to entity simplification plan.
11/20/13	C. M. Hartsell	2.30 hrs.	483.00	Review and revise Delaware certificate of merger for step 2 (.2); review and revise Delaware certificate of merger for step 3 (.1); review and revise Delaware certificate of merger for step 5 (.3); review and revise Delaware certificate of merger for step 6 (.1); review and revise Delaware certificate of merger for step 7 (.2); review and revise Delaware certificate of merger for step 8 (.1); review and revise Delaware certificate of merger for step 9 (.2); review and revise Delaware certificate of merger for step 10 (.2); review and revise Delaware certificate of merger for step 13 (.2); review and revise Delaware certificate of merger for step 19 (.1); review and revise Delaware certificate of merger for step 20 (.2); review and revise Delaware

Patriot Coal Corporation

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certificate of merger for step 24 (.2); review and revise Delaware certificate of merger for step 25 (.2).

11/21/13	J. C. Rodgers	1.50 hrs.	817.50	Review Articles of Merger, Contribution Agreement, and another Agreement (.6); review Virginia law for LLC merger articles (.4); research criteria for documents conference with E. T. Robertson (.5).
11/21/13	E. T. Robertson	1.80 hrs.	792.00	Review of Articles of Merger for Indiana in connection with merger filing (.6); review and revise draft of Contribution Agreement (.6); conference regarding Virginia Articles of Merger (.6).
11/21/13	C. M. Hartsell	0.10 hrs.	21.00	Conference with E. T. Robertson about revisions to the drafted documents.
11/22/13	C. Brendan Johnson	0.60 hrs.	294.00	Call with E. T. Robertson to review status and open issues in entity simplification process.
11/22/13	E. T. Robertson	0.50 hrs.	220.00	Conference regarding status of entity simplification plan (.2); revise Articles of Merger (.3).
11/24/13	C. M. Hartsell	0.50 hrs.	105.00	Draft contribution agreement for step 29 (.2); draft contribution agreement for step 30 (.2); review and revise contribution agreement for step 18 (.1).
11/25/13	E. T. Robertson	1.80 hrs.	792.00	Revise Articles of Merger in Virginia as part of entity simplification plan.
11/25/13	C. M. Hartsell	0.20 hrs.	42.00	Conference with E. T. Robertson about changes to articles of merger.
11/26/13	B. C. Walsh	0.20 hrs.	90.00	Telephone conference with C. B. Johnson regarding restructuring transactions and timeline.
11/26/13	C. Brendan	0.60 hrs.	294.00	Call with B. C. Walsh to discuss bankruptcy process (.2); calls

Patriot Coal Corporation

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Johnson

with C. M. Hartsell and with E. T. Robertson to discuss organization and process (.4).

11/26/13	E. T. Robertson	1.50 hrs.	660.00	Review and revise merger documentation for Kentucky entities based on input from local counsel.
11/26/13	C. M. Hartsell	0.20 hrs.	42.00	Conference with C. B. Johnson regarding the progress and further requirements for the entity simplification plan.
11/27/13	C. M. Hartsell	0.20 hrs.	42.00	Revise Delaware certificate of merger language.
11/28/13	C. M. Hartsell	1.30 hrs.	273.00	Review and revise the Delaware certificates of merger (.5); draft agreement and plan of merger for step 3 (.4); draft agreement and plan of merger for step 3 (.4).
11/30/13	C. M. Hartsell	0.20 hrs.	42.00	Draft agreement and plan of merger for step 3.

TIMEKEEPER SUMMARY OF FEES

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
B. C. Walsh	0.40	450.00	180.00
C. Brendan Johnson	5.40	490.00	2,646.00
J. C. Rodgers	1.50	545.00	817.50
E. T. Robertson	41.00	440.00	18,040.00
C. M. Hartsell	53.60	210.00	11,256.00
TOTAL	<u>101.90</u>	<u>323.25</u>	<u>32,939.50</u>

Total Hours 101.90

Total Fees for Legal Services \$ 32,939.50

EXPENSES AND OTHER CHARGES

Copy Charges	0.20
Long Distance Telephone Charge	11.55
Scanning PDF Charges	2.80
Total Expenses and Other Charges	\$ 14.55

TOTAL CHARGES FOR THIS MATTER \$ 32,954.05



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EMPLOYER IDENTIFICATION NUMBER: 43-0602162

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

January 17, 2014
Invoice # 10290041
Client # C067317
Payment is due upon
Receipt

STATEMENT OF ACCOUNT

CURRENT CHARGES FOR MATTER:

File #0227743
Employee Benefits Matters

Fees for Legal Services	\$	2,599.00
TOTAL CHARGES THIS INVOICE	\$	2,599.00
STATEMENT TOTAL	\$	2,599.00

Bryan Cave LLP has revised its policies related to client reimbursable expenses effective January 1, 2014. For more information, please visit <http://www.bryancave.com/reimbursableexpenses/>.

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)
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For Legal Services Rendered Through December 31, 2013

File #0227743
 Employee Benefits Matters

12/05/13	H. B. Morgan	0.50 hrs.	282.50	Respond to question from M. Luna regarding withdrawal and rollover of 401(k) account balances.
12/06/13	H. B. Morgan	0.40 hrs.	226.00	Respond to follow-up questions from M. Luna regarding withdrawals from 401(k) plan.
12/09/13	H. B. Morgan	1.00 hrs.	565.00	Telephone conference with B. Wald regarding wrap plan documents (0.1); revise wrap plan documents (0.2); telephone conference with M. Luna and L. Knight regarding Brody mining audit issues (0.7).
12/17/13	H. B. Morgan	2.00 hrs.	1,130.00	Work on revisions to welfare plan wrap documents.
12/18/13	H. B. Morgan	0.70 hrs.	395.50	Review and revise welfare benefit wrap plans.

TIMEKEEPER SUMMARY OF FEES

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
H. B. Morgan	4.60	565.00	2,599.00
TOTAL	4.60	565.00	2,599.00

Total Hours 4.60

Total Fees for Legal Services \$ 2,599.00

TOTAL CHARGES FOR THIS MATTER \$ 2,599.00



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EMPLOYER IDENTIFICATION NUMBER: 43-0602162

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

January 14, 2014
Invoice # 10288678
Client # C067317
Payment is due upon
Receipt

STATEMENT OF ACCOUNT

CURRENT CHARGES FOR MATTER:

File #0345891		
Chapter 11 Restructuring		
Fees for Legal services	\$	21,282.00
Expenses and Other Charges		140.89
TOTAL CHARGES THIS INVOICE	\$	21,422.89
STATEMENT TOTAL	\$	21,422.89

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

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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.

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For Legal Services Rendered Through December 31, 2013

File #0345891
Chapter 11 Restructuring

Case Administration

12/03/13	L. A. Palans	0.50 hrs.	337.50	Review of update regarding rights offering (0.2); review of October monthly operating report (0.3).
12/03/13	L. U. Hughes	0.10 hrs.	31.50	Call to L. Long regarding November monthly operating report requirements.
12/06/13	L. U. Hughes	0.30 hrs.	94.50	Perform research regarding admission pro hac vice to district court for appeal (0.2); email to J. Wubker regarding November operating report requirements (0.1).
12/09/13	B. C. Walsh	0.70 hrs.	315.00	Participate in weekly update call with debtor team.
12/09/13	L. U. Hughes	0.60 hrs.	189.00	Respond to emails from J. Demma regarding service of appellate documents in District Court (0.2); perform research regarding monthly operating reporting requirements and respond to J. Wubker regarding same (0.4).
12/10/13	L. U. Hughes	0.20 hrs.	63.00	Arrange for filing of affidavit of service for Boone Development appeal documents per J. Demma's request.
12/16/13	B. C. Walsh	0.10 hrs.	45.00	Review draft operating report.
12/16/13	L. U. Hughes	0.60 hrs.	189.00	Review and arrange for filing of master service and notice lists (0.3); coordinate delivery of exhibits to court in support of confirmation hearing (0.3).

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12/17/13	L. U. Hughes	0.50 hrs.	157.50	Prepare and arrange for filing of notice of upcoming omnibus hearings (0.2); coordinate delivery of binders to court and preparation of additional exhibits for confirmation hearing with K. Coco and J. Frost (0.3).
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Total Case Administration		3.60 hrs.		\$ 1,422.00
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Asset Disposition

12/16/13	L. U. Hughes	0.30 hrs.	94.50	Review November asset sales and abandonment reports and forward to counsel for lenders and committee.
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Total Asset Disposition		0.30 hrs.		\$ 94.50
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Fee/Employment Applications

12/02/13	L. U. Hughes	0.60 hrs.	189.00	Confer with J. Woodrum regarding filing monthly fee statements (0.1); review same and respond with comments (0.2); review changes and arrange for filing of same (0.2); respond to email from R. Bahry regarding service thereof (0.1).
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12/05/13	B. C. Walsh	1.10 hrs.	495.00	Prepare monthly statement.
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12/05/13	L. U. Hughes	0.40 hrs.	126.00	Coordinate service of monthly fee statements of Ogletree Deakins with J. Woodrum and R. Nadick.
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12/06/13	B. C. Walsh	0.50 hrs.	225.00	Prepare monthly statement.
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12/09/13	L. A. Palans	1.00 hrs.	675.00	Review of Fifth Supplemental Declaration (0.4); correspondence with B. C. Walsh regarding supplemental declaration (0.2); review additional revisions to Fifth Supplemental Declaration (0.2); correspondence with B. C. Walsh regarding filing of supplemental declaration (0.2).
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12/09/13	B. C. Walsh	0.80 hrs.	360.00	Revise monthly statement (0.2); draft supplemental disclosure, including related diligence (0.5); revise supplemental declaration (0.1).
12/11/13	L. U. Hughes	0.20 hrs.	63.00	Review Ogletree Deakins monthly fee statement and respond to D. Martin regarding same.
12/12/13	L. U. Hughes	0.10 hrs.	31.50	Review and respond to inquiry from N. Anderson regarding payment of November and December fees.
12/13/13	B. C. Walsh	0.30 hrs.	135.00	Review and revise fee statement (0.2); memorandum to J. Jones regarding fee estimate (0.1).
12/13/13	L. U. Hughes	1.40 hrs.	441.00	Prepare November fee application (1.1); review and file Ogletree Deakins November fee application (0.2) and send email to D. Martin regarding same (0.1).
12/13/13	L. U. Hughes	0.20 hrs.	63.00	Review response to N. Anderson regarding November fee estimates (0.1); respond to email from J. Demma regarding service of fee statements (0.1).
12/16/13	L. U. Hughes	0.20 hrs.	63.00	Prepare letter to J. Bean to accompany November invoices.
12/17/13	L. U. Hughes	0.30 hrs.	94.50	Prepare and arrange for filing of GCP Legal Advisors monthly fee statement.
Total Fee/Employment Applications			7.10 hrs.	\$ 2,961.00

Assumption/Rejection of Leases and Contracts

12/02/13	L. U. Hughes	0.20 hrs.	63.00	Respond to inquiry from K. Coco and S. Schutzenhofer regarding motion to assume leases with Flagstar Bank.
12/03/13	B. C. Walsh	0.40 hrs.	180.00	Review orders regarding Massey appeal (0.2); telephone conference with K. Coco, G.

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Moody regarding same (0.1);
memorandum to K. Coco
regarding same (0.1).

12/04/13	L. A. Palans	0.40 hrs.	270.00	Review notice of appeal in Boone East Development and briefing schedule issued by district court.
12/05/13	B. C. Walsh	0.40 hrs.	180.00	Review and comment on motion regarding briefing schedule (0.2); review motion to assign leases (0.2).
12/06/13	B. C. Walsh	1.20 hrs.	540.00	Memorandum to D. Sosne regarding appeal (0.1); review and revise filings regarding same (0.5); telephone conference with D. Sosne regarding same (0.2); multiple memoranda to J. Martin regarding pro hac admission (0.2); telephone conference with R. Layman regarding schedule of assigned leases (0.2).
12/09/13	B. C. Walsh	0.10 hrs.	45.00	Review and forward appeal scheduling order.
12/12/13	B. C. Walsh	0.20 hrs.	90.00	Review and forward motion to seal portions of appellate record (0.1); review and forward order granting same (0.1).
12/13/13	B. C. Walsh	0.20 hrs.	90.00	Review objections to assignment.
12/17/13	B. C. Walsh	0.20 hrs.	90.00	Memorandum to G. Moody regarding appeal procedure.
12/17/13	L. U. Hughes	0.20 hrs.	63.00	Prepare and send proposed order granting United Leasing assumption motion to court.

Total Assumption/Rejection of Leases and Contracts 3.50 hrs. \$ 1,611.00

Other Contested Matters(excl assumption/rejecti

12/12/13	L. U. Hughes	0.50 hrs.	157.50	Review and update preliminary agenda for December 17 omnibus hearing.
12/13/13	B. C. Walsh	0.20 hrs.	90.00	Review agenda for confirmation

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hearing.

Total Other Contested Matters(excl assumption/reject) 0.70 hrs. \$ 247.50

Claims Administration and Objections

12/03/13	B. C. Walsh	0.40 hrs.	180.00	Review and respond to D. McCallister regarding Kopperston claims (0.2); analyze strategy regarding same (0.2).
12/03/13	L. U. Hughes	0.50 hrs.	157.50	Confer with A. Riley regarding Lincoln Leasing claim objection (0.3); review correspondence regarding objection to Kopperston well claims (0.2).
12/04/13	L. A. Palans	0.30 hrs.	202.50	Review correspondence from attorneys representing Aramark regarding claims resolutions.
12/04/13	B. C. Walsh	0.30 hrs.	135.00	Multiple memoranda to M. Huebner, R. Keffer regarding Aramark claim inquiry.
12/04/13	L. U. Hughes	0.20 hrs.	63.00	Review and respond to inquiry from creditor regarding Aramark claim objection and settlement.
12/05/13	B. C. Walsh	0.90 hrs.	405.00	Analyze strategy for Kopperston claims (0.2); conference with L. U. Hughes regarding same (0.7).
12/05/13	L. U. Hughes	1.10 hrs.	346.50	Develop strategy for pursuing objection to Kopperston water well claims (0.7); confer with A. Riley regarding payout on Lincoln Leasing claims (0.2); respond to email from S. Thomas regarding Alpha Engineering claims (0.2).
12/06/13	L. A. Palans	0.20 hrs.	135.00	Review correspondence to Aramark attorney regarding claim allowance.
12/06/13	B. C. Walsh	0.20 hrs.	90.00	Memorandum to S. Schwager regarding claim settlement issues.
12/06/13	L. U. Hughes	0.60 hrs.	189.00	Respond to settlement proposal from S. Thomas for Alpha Engineering (0.1) and exchange

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emails regarding same with J. Clarrey (0.4); review response to S. Schwager regarding Aramark claim resolution (0.1).

12/09/13	B. C. Walsh	0.40 hrs.	180.00	Review and comment on outline of Kopperston issues (0.2); memorandum to A. Rosenberg regarding Drummond settlement (0.2).
12/09/13	L. U. Hughes	1.80 hrs.	567.00	Develop strategy summary for Kopperston issues and send email to D. McCallister regarding same (1.0); review Drummond settlement documents (0.2); confer with K. Coco and A. Riley regarding distributions on Lincoln Leasing claim (0.3); send email to K. Barber regarding resolution of C.W. Electric claim (0.3).
12/10/13	B. C. Walsh	0.40 hrs.	180.00	Review litigation claims for potential objection (0.3); memorandum to E. Waller regarding same (0.1).
12/10/13	L. U. Hughes	1.00 hrs.	315.00	Review update from D. McCallister regarding Kopperston strategy (0.3); review correspondence regarding objection to untimely filed personal injury claims (0.2); confer with S. Thomas regarding claims of Eastern Steel Field Services (0.3); confer with A. Riley regarding resolution of claim objection of Lincoln Leasing (0.2).
12/11/13	B. C. Walsh	1.10 hrs.	495.00	Telephone conference with D. McCallister, R. Keffer, H. Lawrence, L. U. Hughes regarding Kopperston claims (0.8); conference with L. U. Hughes regarding strategy for same (0.3).
12/11/13	L. U. Hughes	1.30 hrs.	409.50	Participate in call with client, H. Lawrence and B. C. Walsh regarding strategy for

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Kopperston claim objection
litigation and follow-up
regarding points for legal
research.

12/13/13	B. C. Walsh	0.60 hrs.	270.00	Memorandum to R. Keffer regarding claim objections (0.1); telephone conference with R. Keffer regarding same (0.2); conference with L. U. Hughes regarding strategy for claim objections (0.3).
12/13/13	L. U. Hughes	0.30 hrs.	94.50	Confer with B. C. Walsh regarding strategy for preparing objections to remaining claims.
12/16/13	B. C. Walsh	1.30 hrs.	585.00	Review motion for reconsideration of Pettry claims (0.3); research regarding reconsideration of claims (1.0).
12/16/13	L. U. Hughes	3.00 hrs.	945.00	Review motion to reconsider filed by Pettry claimants (0.3); perform legal research regarding [REDACTED] (2.7).
12/17/13	B. C. Walsh	3.30 hrs.	1,485.00	Prepare and arrange for filing of withdrawal of claim objection (0.4); draft response to motion for reconsideration of claim disallowance, including related research (2.9).
12/17/13	J. F. Zimmerman	0.80 hrs.	168.00	Research case law related to [REDACTED].
12/17/13	L. U. Hughes	0.90 hrs.	283.50	Respond to inquiry from S. Thomas regarding plan confirmation status (0.1); confer with J. F. Zimmerman regarding legal research on [REDACTED] (0.8).

Total Claims Administration and Objections 20.90 hrs. \$ 7,881.00

Plan & Disclosure Statement (incl Business Pla

12/02/13	B. C. Walsh	0.30 hrs.	135.00	Review plan schedules.
12/04/13	B. C. Walsh	0.10 hrs.	45.00	Memorandum to L. U. Hughes regarding confirmation hearing.

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12/04/13	L. U. Hughes	1.00 hrs.	315.00	Research examples of confirmation briefs citing Eighth Circuit authority per K. Coco's request, and send same to him.
12/06/13	L. A. Palans	1.00 hrs.	675.00	Receive and review plan supplement materials regarding new membership on board of directors, bylaws, rights offering materials, exist financing terms and ancillary materials.
12/06/13	L. U. Hughes	0.30 hrs.	94.50	Review plan supplement documents.
12/09/13	B. C. Walsh	0.30 hrs.	135.00	Conference with L. U. Hughes regarding confirmation hearing.
12/10/13	B. C. Walsh	0.50 hrs.	225.00	Review objections to confirmation.
12/10/13	L. U. Hughes	0.40 hrs.	126.00	Review plan objections filed by Shonk Land (0.2) and Boone East Development (0.2).
12/11/13	L. A. Palans	0.40 hrs.	270.00	Review update regarding plan objections (.2); review closing checklist (.2).
12/11/13	B. C. Walsh	0.40 hrs.	180.00	Review closing checklist for effective date.
12/13/13	L. A. Palans	0.80 hrs.	540.00	Review of voting results on plan (0.3); review of issues for confirmation (0.2); review of plan supplement including voting trust agreement (0.3).
12/15/13	L. A. Palans	2.30 hrs.	1,552.50	Review of revised plan of reorganization, proposed order confirming plan, memorandum of support, declaration of P. Lushefski and declaration of P. Huffard in support of plan.
12/16/13	L. A. Palans	0.50 hrs.	337.50	Review of amended plan supplement documents.
12/16/13	B. C. Walsh	2.10 hrs.	945.00	Review amended plan and related supplements (0.5); review additional plan supplements and confirmation materials (1.6).
12/16/13	L. U. Hughes	0.40 hrs.	126.00	Review fourth amended plan in

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preparation for confirmation
 hearing.

12/17/13	B. C. Walsh	1.70 hrs.	765.00	Court appearance on confirmation hearing, including conferences with various counsel.
12/17/13	L. U. Hughes	1.90 hrs.	598.50	Prepare for (0.2) and participate in hearing on confirmation of plan (1.7).

Total Plan & Disclosure Statement (incl Business Pla 14.40 hrs. \$ 7,065.00

TIMEKEEPER SUMMARY OF FEES

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
L. A. Palans	7.40	675.00	4,995.00
B. C. Walsh	20.70	450.00	9,315.00
J. F. Zimmerman	0.80	210.00	168.00
L. U. Hughes	21.60	315.00	6,804.00
TOTAL	<u>50.50</u>	<u>421.43</u>	<u>21,282.00</u>

Total Hours 50.50

Total Fees for Legal Services \$ 21,282.00

EXPENSES AND OTHER CHARGES

Audio Conferencing	6.90
Long Distance Telephone Charge	7.35
Scanning PDF Charges	11.20
Westlaw Computerized Research	115.44
Total Expenses and Other Charges	\$ 140.89

TOTAL CHARGES FOR THIS MATTER \$ 21,422.89



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EMPLOYER IDENTIFICATION NUMBER: 43-0602162

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

January 14, 2014
Invoice # 10288682
Client # C067317
Payment is due upon
Receipt

STATEMENT OF ACCOUNT

CURRENT CHARGES FOR MATTER:

File #0363330		
Post-Confirmation Issues		
Fees for Legal services	\$	14,950.50
TOTAL CHARGES THIS INVOICE	\$	14,950.50
STATEMENT TOTAL	\$	14,950.50

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PAYMENT INSTRUCTIONS

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St. Louis, MO 63150-3089

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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
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File #0363330
Post-Confirmation Issues

Case Administration

12/18/13	B. C. Walsh	0.10 hrs.	45.00	Telephone conference with B. Resnick, L. U. Hughes regarding monthly operating reports.
12/18/13	L. U. Hughes	0.10 hrs.	31.50	Confer with B. C. Walsh and B. Resnick regarding filing monthly operating reports post-confirmation.
12/20/13	B. C. Walsh	0.40 hrs.	180.00	Participate in weekly update call with debtor team.
12/20/13	L. U. Hughes	0.10 hrs.	31.50	Respond to email from J. Wubker regarding monthly operating report.
Total Case Administration			0.70 hrs.	\$ 288.00

Fee/Employment Applications

12/19/13	B. C. Walsh	0.10 hrs.	45.00	Telephone conference with J. Chincheck regarding Bowles Rice retention.
12/20/13	L. U. Hughes	0.20 hrs.	63.00	Review and arrange for filing of Gordon & Gordon monthly fee statement.
12/23/13	B. C. Walsh	0.50 hrs.	225.00	Telephone conference with E. Waller regarding monthly fee statement (0.1); prepare fee estimate per client's request (0.4).
12/23/13	L. U. Hughes	0.10 hrs.	31.50	Respond to inquiry regarding December fee estimation.
12/30/13	B. C. Walsh	0.10 hrs.	45.00	Memorandum to J. Chincheck regarding supplemental declaration.

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12/31/13	B. C. Walsh	0.40 hrs.	180.00	Review supplemental disclosure and arrange for filing of same (0.2); review monthly statement and arrange for filing of same (0.2).
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Total Fee/Employment Applications	1.40 hrs.	\$	589.50
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Assumption/Rejection of Leases and Contracts

12/30/13	B. C. Walsh	0.40 hrs.	180.00	Review and forward motion to dismiss appeal (0.2); telephone conference with S. Cooper regarding same (0.1); memorandum to K. Coco regarding dismissal of appeal (0.1).
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12/30/13	L. U. Hughes	0.20 hrs.	63.00	Review dismissal of appeal filed by Alpha/Massey creditors.
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Total Assumption/Rejection of Leases and Contracts	0.60 hrs.	\$	243.00
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Other Contested Matters(excl assumption/rejecti

12/23/13	L. U. Hughes	0.10 hrs.	31.50	Review and respond to correspondence regarding Bridgehouse matter.
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Total Other Contested Matters(excl assumption/rejecti	0.10 hrs.	\$	31.50
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Claims Administration and Objections

12/18/13	B. C. Walsh	4.70 hrs.	2,115.00	Telephone conference with D. Sosne regarding Pettry claims and Victory Group claims (0.4); analyze strategy regarding same (0.3); review correspondence from R. Keffer, J. Clarrey regarding post-confirmation claim objections (0.3); analyze strategy regarding same (0.3); conference with L. U. Hughes regarding same (0.3); telephone conference with R. Keffer regarding same (0.2); draft response to Pettry motion for reconsideration (1.7); multiple memoranda to R. Keffer, J. Clarrey, L. U. Hughes regarding potential claim objections and strategy (1.0); memorandum to E. Waller regarding suit on discharged claim (0.2).
12/18/13	J. F. Zimmerman	1.70 hrs.	357.00	Review and analyze case law related to [REDACTED].
12/18/13	L. U. Hughes	2.70 hrs.	850.50	Confer with B. C. Walsh regarding strategy for identifying additional claim objections (0.3); review spreadsheet from J. Clarrey regarding paid claims (0.2); exchange emails with J. Demma regarding timing of upcoming objections (0.2); review and respond to claim objection correspondence regarding new categories of claims to include, such as paid claims, late filed claims and duplicative claims (1.2); draft paid objections claim (0.8).
12/19/13	B. C. Walsh	2.70 hrs.	1,215.00	Review claims for potential objection (0.3); conference with L. U. Hughes regarding same (0.3); draft response to Pettry motion for reconsideration (0.8); research regarding insurance and

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discharged claim (0.3);
memorandum to E. Waller
regarding same (0.1); telephone
conference with K. Coco
regarding several claims (0.2);
multiple memoranda to K. Coco,
L. U. Hughes regarding same
(0.2); revise response to Pettry
motion (0.5).

12/19/13	L. U. Hughes	0.50 hrs.	157.50	Review and respond to strategy to settle The Victory Group claims (0.3); call to T. Chapman regarding Ohio Department of Jobs and Family claim settlement (0.2).
12/20/13	B. C. Walsh	1.80 hrs.	810.00	Telephone conference with R. Keffer regarding claim objections (0.2); telephone conference with E. Waller regarding litigation claims (0.2); revise response to Pettry motion (0.2); conference with L. U. Hughes regarding multiple claim issues (0.3); revise Whiting settlement agreement (0.7); memorandum to J. Bean regarding same (0.2).
12/20/13	L. U. Hughes	3.40 hrs.	1,071.00	Review draft response to Pettry reconsideration motion and discuss same with B. C. Walsh (0.3); respond to emails from J. Clarrey regarding claim objections for satisfied and "no liability" claims (0.4); confer with J. F. Zimmerman regarding claim objection draft (0.3) and bar date issue (0.2); confer with D. Sosne regarding settlement of The Victory Group claims (0.2) and send follow up correspondence regarding stipulation terms (0.3); draft objection to 510(b) subordinated investor claims and discuss same with B. C. Walsh (0.9); send email to J. Clarrey regarding timeliness of same (0.1); review

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late filed claims spreadsheet
(0.2); review settlement for R.
Whiting claims (0.2); review cure
payment listing and update on
claims processing from R. Mead
and R. McWilliams (0.3).

12/21/13	J. F. Zimmerman	1.80 hrs.	378.00	Research effect of [REDACTED] on late-filed claims.
12/22/13	J. F. Zimmerman	0.30 hrs.	63.00	Draft objection to late filed claims.
12/23/13	B. C. Walsh	0.50 hrs.	225.00	Telephone conference with J. Hall regarding Whiting claims (0.2); memorandum to D. Sosne regarding Pettry motion for reconsideration (0.1); conference with L. U. Hughes regarding claim strategy (0.2).
12/23/13	J. F. Zimmerman	0.80 hrs.	168.00	Draft objection to late filed claims.
12/23/13	L. U. Hughes	1.80 hrs.	567.00	Revise 510(b) claim objection by performing legal research on 510(b) legislative history and send same to R. Keffer for review (1.0); exchange emails with J. Demma to request exhibits to objections (0.3); review cases and confer with B. C. Walsh regarding [REDACTED] research (0.2); confer with J. F. Zimmerman regarding late-filed claim objection (0.3).
12/24/13	J. F. Zimmerman	0.50 hrs.	105.00	Draft objection to late filed claims.
12/26/13	J. F. Zimmerman	0.80 hrs.	168.00	Revise objection to late filed claims.
12/26/13	L. U. Hughes	0.30 hrs.	94.50	Respond to emails from J. F. Zimmerman regarding claims bar date.
12/27/13	L. A. Palans	0.20 hrs.	135.00	Review correspondence from Aramark attorney regarding claim allowance.

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12/27/13	B. C. Walsh	1.20 hrs.	540.00	Multiple memoranda to L. U. Hughes, R. Keffer regarding potential claim objections (0.3); analyze strategy for same (0.3); multiple memoranda to J. Clarrey, K. Royster regarding settlement of Aramark claims (0.3); multiple memoranda to R. Keffer regarding same (0.3).
12/27/13	L. U. Hughes	0.20 hrs.	63.00	Respond to email from B. C. Walsh regarding claims objections status.
12/29/13	B. C. Walsh	0.10 hrs.	45.00	Memorandum to L. U. Hughes regarding omnibus objection.
12/30/13	B. C. Walsh	1.30 hrs.	585.00	Revise omnibus objections (0.2); conferences with L. U. Hughes regarding potential claim objections, including discussion of strategy of same (0.8); review correspondence from counsel regarding settlement agreement (0.1); multiple memoranda to R. Keffer regarding settlement (0.2).
12/30/13	L. U. Hughes	5.30 hrs.	1,669.50	Review emails regarding Aramark settlement (0.2); review and revise late-filed claim objection (0.5); revise subordinated investor claim objection per J. Jones' comments (0.3); draft creditor notices for each objection (0.4); exchange emails with J. Demma regarding service of objections and revisions to exhibits for each (0.4); confer with B. C. Walsh regarding strategy for potential claims objections and analyze proofs of claim supporting same (3.5).
12/31/13	B. C. Walsh	0.80 hrs.	360.00	Multiple conferences with L. U. Hughes regarding claims for potential objections (0.5); revise draft of omnibus objection (0.3).
12/31/13	L. U. Hughes	6.10 hrs.	1,921.50	Review proofs of claim asserting black lung issues (1.5); draft

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objection for beneficial plan participants and insufficient documentation claims, and declaration in support of same (1.0); send same to R. Keffer and B. C. Walsh for comment (0.1); review proofs of claim to be included in books and records objection (2.0) and draft objection to same (1.5).

Total Claims Administration and Objections 39.50 hrs. \$ 13,663.50

Plan & Disclosure Statement (incl Business Pla

12/20/13 L. A. Palans 0.20 hrs. 135.00 Telephone conference with A. Slaish regarding cancellation of old equity as part of plan confirmation.

Total Plan & Disclosure Statement (incl Business Pla 0.20 hrs. \$ 135.00

TIMEKEEPER SUMMARY OF FEES

	Hours	Rate/Hr	Dollars
L. A. Palans	0.40	675.00	270.00
B. C. Walsh	15.10	450.00	6,795.00
J. F. Zimmerman	5.90	210.00	1,239.00
L. U. Hughes	21.10	315.00	6,646.50
TOTAL	42.50	351.78	14,950.50

Total Hours 42.50

Total Fees for Legal Services \$ 14,950.50

TOTAL CHARGES FOR THIS MATTER \$ 14,950.50



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

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Payment is due upon
Receipt

STATEMENT OF ACCOUNT

CURRENT CHARGES FOR MATTER:

File #0360864		
Entity Simplification Project		
Fees for Legal services	\$	22,813.00
Expenses and Other Charges		186.84
TOTAL CHARGES THIS INVOICE	\$	22,999.84
STATEMENT TOTAL	\$	22,999.84

Bryan Cave LLP has revised its policies related to client reimbursable expenses effective January 1, 2014. For more information, please visit <http://www.bryancave.com/reimbursableexpenses/>.

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 December 31, 2013

File #0360864
Entity Simplification Project

12/01/13	C. M. Hartsell	0.80 hrs.	168.00	Review and revise Delaware certificates of merger based on new comments (0.3); draft agreement and plan of merger for step 5 (0.3); organize documents and analyze document needs (0.2).
12/02/13	C. M. Hartsell	3.90 hrs.	819.00	Review and revise West Virginia documents based on comments from counsel (1.1); revise templates for West Virginia articles (0.8); draft articles of merger for Virginia for step 4 (0.5); draft articles of merger for West Virginia for step 4 (0.6); draft agreement and plan of merger for step 4 (0.3); draft agreement and plan of merger for step 5 (0.3); draft agreement and plan of merger for step 6 (0.3).
12/03/13	C. Brendan Johnson	1.00 hrs.	490.00	Review and update to closing checklist (0.3); status call with J. Jones and T. Robertson (0.6); follow up email correspondence (0.1).
12/03/13	E. T. Robertson	6.30 hrs.	2,772.00	Conference call regarding entity simplification plan and status (1.2); review and revise documentation related to mergers and contributions to consummate the entity simplification plan (5.1).
12/03/13	C. M. Hartsell	6.80 hrs.	1,428.00	Review and revise Delaware certificate of mergers and agreements (0.6); conference with E. T. Robertson about changes to documents (0.4)

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hours); revise document checklist (0.4); draft agreement and plan of merger for step 7 (0.7); draft agreement and plan of merger for step 8 (0.6); draft agreement and plan of merger for step 9 (0.6); draft agreement and plan of merger for step 10 (0.6); draft agreement and plan of merger for step 12 (0.6); draft West Virginia articles of merger for step 3 (0.8); draft West Virginia articles of merger for step 10 (0.8); draft West Virginia articles of merger for step 12 (0.7).

12/04/13	C. Brendan Johnson	0.70 hrs.	343.00	Participation in teleconference with Patriot and CT to prepare for closing.
12/04/13	E. T. Robertson	5.10 hrs.	2,244.00	Conference call regarding entity simplification plan and status (1.5); review and revise documentation related to mergers and contributions to consummate the entity simplification plan (3.6).
12/04/13	C. M. Hartsell	7.80 hrs.	1,638.00	Draft Delaware certificate of merger for step 12 (0.4); draft agreement and plan of merger for step 19 (0.6); draft agreement and plan of merger for step 20 (0.5); draft agreement and plan of merger for step 24 (0.6); draft agreement and plan of merger for step 25 (0.7); draft agreement and plan of merger for step 27 (0.4); draft agreement and plan of merger for step 28 (0.4); draft articles of merger for West Virginia for step 20 (0.4); draft articles of merger for West Virginia for step 24 (0.6); draft articles of merger for West Virginia for step 25 (0.6); draft articles of merger for West Virginia for step 27 (0.5); draft articles of merger for West

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Virginia for step 28 (0.4); draft contribution agreement for step 14 (0.2); draft contribution agreement for step 15 (0.2); draft contribution agreement for step 16 (0.2); draft contribution agreement for step 17 (0.2); draft contribution agreement for step 26 (0.1); draft contribution agreement for step 32 (0.2); draft contribution agreement for step 33 (0.2); draft contribution agreement for step 34 (0.2); draft contribution agreement for step 35 (0.2).

12/05/13	C. Brendan Johnson	0.30 hrs.	147.00	Review of bankruptcy court motion (0.2); review of correspondence from CT (0.1).
12/05/13	E. T. Robertson	1.50 hrs.	660.00	Conference with bankruptcy counsel regarding status of bankruptcy court issuance of final order (0.3); review and revise documentation related to entity simplification plan (1.2).
12/05/13	C. M. Hartsell	5.20 hrs.	1,092.00	Review and revise West Virginia articles of merger (2.0); review and revise contribution agreements (0.9); review and revise agreements and plans of merger (2.3).
12/06/13	C. Brendan Johnson	0.50 hrs.	245.00	Call with T. Robertson (0.3); review of updated closing checklist (0.2).
12/06/13	E. T. Robertson	5.40 hrs.	2,376.00	Review and finalize state filing documentation for entity simplification plan.
12/06/13	C. M. Hartsell	3.70 hrs.	777.00	Review and revise for final version the merger documents.
12/08/13	C. M. Hartsell	0.80 hrs.	168.00	Review and revise documents for final versions.
12/09/13	E. T. Robertson	2.70 hrs.	1,188.00	Finalize and prepare signature page packets for entity documents.
12/09/13	C. M. Hartsell	3.30 hrs.	693.00	Review and revise documents

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for final versions.

12/10/13	E. T. Robertson	0.20 hrs.	88.00	Conference with Finance Counsel regarding company reps under Credit Agreement.
12/11/13	C. Brendan Johnson	0.20 hrs.	98.00	Review of email correspondence in preparation for closing (0.2).
12/11/13	E. T. Robertson	0.20 hrs.	88.00	Correspondence regarding entity simplification project and merger filings.
12/12/13	C. Brendan Johnson	0.20 hrs.	98.00	Review of comments to state filings (0.2).
12/12/13	E. T. Robertson	3.30 hrs.	1,452.00	Revise Articles of Merger in Virginia based on Secretary of State's comments (1.0); finalize and compile various state filings needed to effect entity simplification plan (2.3).
12/12/13	C. M. Hartsell	0.60 hrs.	126.00	Review and revise Virginia documents.
12/16/13	C. Brendan Johnson	0.50 hrs.	245.00	Review of draft bankruptcy order (0.3); review of email correspondence concerning state filings (0.2).
12/16/13	E. T. Robertson	1.70 hrs.	748.00	Finalize and assemble documentation for filing with various Secretaries of State.
12/17/13	C. Brendan Johnson	0.50 hrs.	245.00	Review of email correspondence coordinating closing process (0.2); teleconference with T. Robertson (0.3).
12/17/13	E. T. Robertson	1.30 hrs.	572.00	Revise Certificate of Merger for New York state.
12/18/13	C. Brendan Johnson	0.60 hrs.	294.00	Closing of entity simplification (0.3); teleconference with T. Robertson (0.3).
12/18/13	E. T. Robertson	0.30 hrs.	132.00	Conference with J. Jones regarding status of various state filings in connection with entity simplification plan
12/18/13	E. T. Robertson	0.80 hrs.	352.00	Transmission of various amended state filings in connection with entity

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simplification plan

12/19/13	C. Brendan Johnson	0.20 hrs.	98.00	Review of emails concerning closing process.
12/23/13	C. Brendan Johnson	0.10 hrs.	49.00	Call with E. T. Robertson to discuss West Virginia filing.
12/23/13	E. T. Robertson	1.00 hrs.	440.00	Conference with West Virginia Secretary of State (0.3); preparation of filings for name changes and statements of conversion (0.7).
12/26/13	E. T. Robertson	1.00 hrs.	440.00	Correspondence and conference with West Virginia authorities regarding filings.

TIMEKEEPER SUMMARY OF FEES

	Hours	Rate/Hr	Dollars
C. Brendan Johnson	4.80	490.00	2,352.00
E. T. Robertson	30.80	440.00	13,552.00
C. M. Hartsell	32.90	210.00	6,909.00
TOTAL	68.50	333.04	22,813.00

Total Hours 68.50

Total Fees for Legal Services \$ 22,813.00

EXPENSES AND OTHER CHARGES

Audio Conferencing	2.79
Long Distance Telephone Charge	24.85
Scanning PDF Charges	159.20
Total Expenses and Other Charges	\$ 186.84

TOTAL CHARGES FOR THIS MATTER \$ 22,999.84

EXHIBIT D

EXPENSES

Expense Description	8/1/13 – 12/31/13	Total Engagement³
Audio Conferencing	\$40.65	\$117.19
Binder preparation and copy charges for 1113/1114 hearing	\$0.00	\$5,296.50
Copy Charges	\$522.65	\$2,584.35
Delivery Charges	\$67.48	\$158.66
Edgar Project	\$0.00	\$223.00
Filing Fees	\$2,426.00	\$3,562.00
HVAC charges for after-hours use of expansion space	\$0.00	\$8,840.00
Litigation record charges	\$49.00	\$49.00
Local transportation – airport taxi	\$40.00	\$40.00
Long Distance Telephone Charge	\$132.65	\$338.00
Meals	\$108.85	\$108.85
PACER charges	\$53.10	\$251.20
Postage	\$0.00	\$7.50
Scanning PDF Charges	\$246.60	\$3,002.40
Westlaw Computerized Research	\$830.69	\$3,121.16
TOTAL EXPENSES:	\$4,517.67	\$27,699.81

³ The total amount of expenses included in this exhibit is greater than the amount sought for approval in this Application because this list details all of Bryan Cave’s expenses, without accounting for reductions required by the Court’s order granting Bryan Cave’s second interim fee application [Dkt. No. 4976].