

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re:		: Chapter 11
		:
PATRIOT COAL CORPORATION, <i>et al.</i> ,		: Case No. 12-12900 (SCC)
		:
Debtors.		: (Jointly Administered)
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		:
HIGHLAND MINING COMPANY, LLC,		:
		:
Plaintiff,		:
		:
v.		: Adv. Pro. No. 12-01792
		:
TAMPA ELECTRIC COMPANY,		:
		:
Defendant.		:
		:
		:
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**ORDER AUTHORIZING PLAINTIFF TO FILE UNDER SEAL
THE AGREEMENTS AS EXHIBITS TO PLAINTIFF'S
COMPLAINT FOR DECLARATORY RELIEF**

Upon the motion (the "**Motion**")¹ of Highland Mining Company, LLC ("**Highland**" or "**Plaintiff**"), one of the affiliated debtors and debtors in possession in the above-captioned chapter 11 case, for entry of an order authorizing Highland to file under seal the Agreements and the exhibits attached thereto pursuant to sections 105(a) and 107(b) of the Bankruptcy Code and Bankruptcy Rule 9018, as more fully described in the Motion; and the Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28

¹ Unless otherwise defined herein, each capitalized term shall have the meaning ascribed to such term in the Motion.

U.S.C. § 1334; and consideration of the Motion and the requested relief being a core proceeding the Bankruptcy Court can determine pursuant to 28 U.S.C. § 157(b); and due and proper notice of the Motion having been provided to (a) the Core Parties, (b) the Non-ECF Service Parties (as those terms are defined in the Case Management Order), and (c) Tampa consistent with the Case Management Order, and it appearing that no other or further notice need be provided; and the relief requested in the Motion being in the best interests of Highland and its estate and creditors; and the Court having reviewed the Motion [and having held a hearing with appearances of parties in interest noted in the transcript thereof (the “**Hearing**”)]; and the Court having determined that the legal and factual bases set forth in the Motion [and at the Hearing] establish just cause for the relief granted herein; and upon all of the proceedings had before the Court and after due deliberation and sufficient cause appearing therefor, it is hereby

ORDERED that the relief requested in the Motion is hereby granted as set forth herein; and it is further

ORDERED that pursuant to section 107(b) of the Bankruptcy Code and Bankruptcy Rule 9018, Highland is authorized to file the Agreements and the exhibits attached thereto under seal; and it is further

ORDERED that the Agreements and the exhibits attached thereto shall remain under seal and confidential and shall not be made available to anyone without the consent of Highland and Tampa or without further order from this Court (after notice and a hearing), in each case, under appropriate confidentiality agreements reasonably satisfactory to Highland; *provided, however*, that Highland has provided or will provide unredacted copies of the Agreements and the exhibits attached thereto to (i) the U.S. Trustee on a strictly confidential basis, (ii) the counsel and financial advisors to the administrative agents for the Debtors’ post-petition lenders on a strictly confidential and professionals’ eyes only basis, and (iii) the counsel

and financial advisors to the Committee on a strictly confidential and professionals' eyes only basis; *provided, however*, that Committee members shall receive the Agreements only as agreed among the Debtors and counsel to the Committee; and it is further

ORDERED that any pleadings filed in this case or the above-captioned chapter 11 case that reference or disclose any confidential commercial information contained in the Agreements and the exhibits attached thereto shall be filed under seal and served only on those parties authorized to receive the Agreements in accordance with this Order; and it is further

ORDERED that the terms and conditions of this Order shall be immediately effective and enforceable upon its entry; and it is further

ORDERED that Highland is authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Motion; and it is further

ORDERED that notice of the Motion as provided therein is good and sufficient notice and satisfies Bankruptcy Rule 9014 by providing the counterparties with notice and an opportunity to object and be heard at a hearing; and it is further

ORDERED that this Court shall retain jurisdiction to hear and decide any dispute related to or arising from this Order.

Dated: August 23, 2012
New York, New York

/s/ Shelley C. Chapman
HONORABLE SHELLEY C. CHAPMAN
UNITED STATES BANKRUPTCY JUDGE