

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

**In re:**

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

**Debtors.<sup>1</sup>**

**Chapter 11  
Case No. 12-51502-659  
(Jointly Administered)  
#1776**

**OMNIBUS ORDER APPROVING THE REJECTION  
OF CERTAIN EXECUTORY CONTRACTS**

Upon the eighth notice of rejection of Patriot Coal Corporation and its subsidiaries that are debtors and debtors in possession in these proceedings (collectively, the “**Debtors**”) filed on December 18, 2012 [ECF No. 1776] (the “**Notice**”)² pursuant to the Order of the United States Bankruptcy Court for the Southern District of New York entered August 16, 2012 Establishing Procedures for the Rejection of Executory Contracts and Unexpired Leases and for the Abandonment of Personal Property [ECF No. 370] (the “**Rejection Procedures Order**”); and the Court having jurisdiction to consider the Notice and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334 and Rule 9.01(B)(1) of the Local Rules of the United States District Court for the Eastern District of Missouri; and consideration of the Notice and the requested relief being a core proceeding the Bankruptcy Court can determine pursuant to 28 U.S.C. § 157(b); and due

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<sup>1</sup> The Debtors are the entities listed on Schedule 1 attached to the Debtors’ Motion for Approval of Procedures for the Rejection of Executory Contracts and Unexpired Leases and for the Abandonment of Personal Property [ECF No. 136]. The employer tax identification numbers and addresses for each of the Debtors are set forth in the Debtors’ chapter 11 petitions.

<sup>2</sup> Unless otherwise defined herein, each capitalized term shall have the meaning ascribed to such term in the Notice.

and proper notice of the Notice having been provided in accordance with the Rejection Procedures Order; and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that no other or further notice need be provided; and the relief requested in the Notice being in the best interests of the Debtors and their respective estates and creditors; and rejecting the Contracts (as defined below) to the extent set forth herein representing a prudent exercise of the Debtors' business judgment; and the Court having reviewed the Notice; 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 Notice is hereby granted solely with respect to the Contracts (as defined below) and as set forth herein; and it is further

ORDERED that pursuant to section 365(a) of the Bankruptcy Code and Bankruptcy Rule 6006, the Debtors' rejection of the Contracts set forth on Schedule 1 hereto (the "**Contracts**") is hereby approved and shall be effective as of the applicable date set forth on Schedule 1 hereto; and it is further

ORDERED that claims arising out of any rejections effected pursuant to this Order must timely be filed in accordance with the Order Establishing Deadline for Filing Proofs of Claim and Approving the Form and Manner of Notice Thereof [ECF No. 1388] on or before the date that is 30 days after the date hereof, and that absent a timely filing such claim shall be irrevocably barred; and it is further

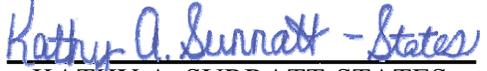
ORDERED that, without further order of this Court, all counterparties to the Contracts are prohibited from setting off or otherwise utilizing any monies deposited by the Debtors with such counterparty as a security deposit or pursuant to another similar arrangement; and it is further

ORDERED that notice of the Notice and the relief requested therein with respect to the Contracts satisfy Bankruptcy Rule 6006; and it is further

ORDERED that the notice procedures set forth in the Notice with respect to the Contracts are good and sufficient notice and satisfy Bankruptcy Rule 9014 by providing the counterparties to the Contracts with notice and an opportunity to object and be heard at a hearing; and it is further

ORDERED that the relief granted herein is without prejudice to the Debtors' rights to reject any Contracts set forth on Schedule A to the Notice that are not set forth on Schedule 1 hereto.

No later than 7 days after the date of this order, Attorney for Debtor is directed to serve a copy of the order on all necessary parties and is directed to file a certificate of service no later than 48 hours after service.

  
KATHY A. SURRATT-STATES  
U.S. Bankruptcy Judge

DATED: January 11, 2013  
St. Louis, Missouri 63102  
JJH

**Order prepared by:**  
Marshall S. Huebner  
Damian S. Schaible  
Brian M. Resnick  
Michelle M. McGreal  
DAVIS POLK & WARDWELL LLP  
450 Lexington Avenue  
New York, New York 10017

## Schedule 1<sup>1</sup>

Counterparties to the Contracts and Leases to be Rejected	Title of Agreement/ Contract Type	Debtors' Contract ID	Debtor Parties to the Contracts and Leases to be Rejected	Date of Contract or Lease	Description and Location of Expendable Property	Rejection Effective Date
Michael V. Altrudo	Employment Agreement (and associated Letter Agreement; Consulting Agreement)	PEA002.36-001	Patriot Coal Corporation	10/31/07, amended 10/31/07	Employment Agreement Location N/A	12/18/12
K. Susan Billiot	Employment Agreement (and associated Termination Letter and General Release)	NCC 705	Patriot Coal Corporation	7/15/08, amended 12/8/08	Employment Agreement Location N/A	12/18/12
Irl F. Engelhardt	Employment Agreement	PEA002.36-004	Patriot Coal Corporation	10/31/07	Employment Agreement Location N/A	12/18/12
Irl F. Engelhardt	Employment Agreement	HR 102	Patriot Coal Corporation	05/28/12	Employment Agreement Location N/A	12/18/12
Jiri Nemeč	Employment Agreement (and associated Termination Letter)	PEA002.36-005	Patriot Coal Corporation	10/31/07	Employment Agreement Location N/A	12/18/12
Mark N. Schroeder	Employment Agreement	HR 104	Patriot Coal Corporation	10/31/07	Employment Agreement Location N/A	12/18/12
Paul H. Vining	Employment Agreement (and associated Letter Agreements)	NCC 704	Patriot Coal Corporation	4/2/2008, amended 11/9/10 and 4/1/11	Employment Agreement Location N/A	12/18/12
Sara E. Wade	Employment Agreement	PEA002.36-007	Patriot Coal Corporation	10/31/07	Employment Agreement Location N/A	12/18/12
Richard M. Whiting	Employment Agreement	PEA002.36-008	Patriot Coal Corporation	10/31/07	Employment Agreement Location N/A	12/18/12

<sup>1</sup> The Agreements listed herein include all addendums, supplements, amendments, modifications and assignments directly related thereto.

United States Bankruptcy Court  
Eastern District of Missouri

In re:  
Patriot Coal Corporation  
Debtor

Case No. 12-51502-kss  
Chapter 11

**CERTIFICATE OF NOTICE**

District/off: 0865-4

User: pott  
Form ID: pdf02

Page 1 of 2  
Total Noticed: 1

Date Rcvd: Jan 11, 2013

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Jan 13, 2013.

aty +Marshall Huebner, Davis Polk & Wardwell LLP, 450 Lexington Avenue, New York, NY 10017-3982

Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center.  
NONE. TOTAL: 0

\*\*\*\*\* BYPASSED RECIPIENTS \*\*\*\*\*

NONE. TOTAL: 0

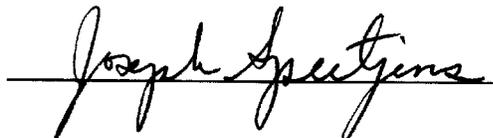
Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP.  
USPS regulations require that automation-compatible mail display the correct ZIP.

**I, Joseph Speetjens, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.**

**Meeting of Creditor Notices only (Official Form 9): Pursuant to Fed. R. Bank. P. 2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.**

Date: Jan 13, 2013

Signature:



The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on January 11, 2013 at the address(es) listed below:

Angela Ferrante on behalf of Other Professional GCG, Inc. angela.ferrante@gcginc.com, pacerteam@gcginc.com; elizabeth.vrato@gcginc.com; kevin.grover@gcginc.com; alison.moodie@gcginc.com; jeffrey.demma@gcginc.com; ryan.nadick@gcginc.com  
Angela L Schisler on behalf of Creditor Committee Official Committee of Unsecured Creditors als@carmodymacdonald.com, tmayer@kramerlevin.com; arogoff@kramerlevin.com; boneill@kramerlevin.com; gplotko@kramerlevin.com; ayerramalli@kramerlevin.com; sblank@kramerlevin.com; abyowitz@kramerlevin.com; awong@kramerlevin.com; hvanaria@kramerlevin.com  
Bradley P Schneider on behalf of Creditor CompassPoint Partners, L.P. schneider@stlouislaw.com  
Brian C. Walsh on behalf of Debtor Patriot Coal Corporation brian.walsh@bryancave.com, sgreiss@bryancave.com; erica.woods@bryancave.com  
Catherine C Whittaker on behalf of Creditor Blue Eagle Land, LLC cwhittaker@shb.com  
Chrisandrea L. Turner on behalf of Creditor Argonaut Insurance Company clturner@stites.com  
Christopher N. Grant on behalf of Creditor United Mine Workers of America cng@schuchatcw.com, notices@schuchatcw.com; rm@schuchatcw.com  
Daniel D. Doyle on behalf of Creditor Caterpillar Financial Services Corporation ddoyle@lathropgage.com, lschorr@lathropgage.com  
David A. Warfield on behalf of Special Counsel Thompson Coburn LLP dwarfield@thompsoncoburn.com  
Desiree Wolford on behalf of Creditor Missouri Department of Revenue edmocf@dor.mo.gov  
Edward L. Dowd on behalf of Creditor United Mine Workers of America 1974 Pension Trust edowd@dowdbennett.com  
Frederick Perillo on behalf of Creditor United Mine Workers of America fp@previant.com  
Grant Crandall on behalf of Creditor United Mine Workers of America grandall@umwa.org  
Gregory D. Willard on behalf of Creditor Committee Official Committee of Unsecured Creditors gdw@carmodymacdonald.com  
James Gadsden on behalf of Creditor Phillip Machine Service, Inc. bankruptcy@clm.com  
James E. Crowe on behalf of Creditor United Mine Workers of America 1974 Pension Trust jcrowe@dowdbennett.com, tcampbell@dowdbennett.com  
James I. Singer on behalf of Creditor United Mine Workers of America jis@schuchatcw.com, mw@schuchatcw.com  
John D. McAnnar on behalf of Creditor Committee Official Committee of Unsecured Creditors jdm@carmodymacdonald.com, cjz@carmodymacdonald.com; gdw@carmodymacdonald.com  
Jonathan D Martin on behalf of Debtor Patriot Coal Corporation jonathan.martin@davispolk.com  
Joseph G. Bunn on behalf of Defendant STB Ventures, Inc. jgbunn@efjones.com  
Laura Uberti Hughes on behalf of Debtor Patriot Coal Corporation laura.hughes@bryancave.com  
Leonora S. Long on behalf of U.S. Trustee Office of U.S. Trustee leonora.long@usdoj.gov  
Lloyd A. Palans on behalf of Debtor Patriot Coal Corporation lpalans@bryancave.com, lwilson@bryancave.com  
Mark Moedritzer on behalf of Creditor Blue Eagle Land, LLC mmoedritzer@shb.com  
Mark V. Bossi on behalf of Special Counsel Thompson Coburn LLP mbossi@thompsoncoburn.com, lmckinnon@thompsoncoburn.com  
Marshall C. Turner on behalf of Creditor Citibank, N.A. marshall.turner@huschblackwell.com  
Matthew J. Gartner on behalf of Creditor Citibank, N.A. matthew.gartner@huschblackwell.com  
Michael J. Roeschenthaler on behalf of Creditor Alice Ann Wright, Wright Holdings, LLC mroeschenthaler@mcguirewoods.com  
Michelle M. McGreal on behalf of Debtor Patriot Coal Corporation bankruptcy.routing@davispolk.com  
Office of U.S. Trustee USTPRegion13.SL.ECF@USDOJ.gov  
Paul A. Randolph on behalf of U.S. Trustee Office of U.S. Trustee paul.a.randolph@usdoj.gov  
Peter D. Kerth on behalf of Creditor Kanawha River Terminals, LLC pkerth@jenkinskling.com, mdarner@jenkinskling.com  
Randall F. Scherck on behalf of Creditor Bank of America, N.A. rscherck@lathropgage.com  
Richard J. Parks on behalf of Creditor Continental Crushing & Conveying, Inc , kas2@pietragallo.com; ms@pietragallo.com  
Robert E. Eggmann on behalf of Creditor Harold Racer reggmann@demlawllc.com, triske@demlawllc.com; whickey@demlawllc.com; nneske@demlawllc.com  
Sarah Jean Geenen on behalf of Creditor United Mine Workers of America sjg@previant.com  
Shawn M. Christianson on behalf of Creditor Oracle America, Inc. schristianson@buchalter.com, cmcintire@buchalter.com  
Stephen L. Thompson on behalf of Creditor Central Contracting, Inc. sthompson@barth-thompson.com  
Steven L Thomas on behalf of Creditor Hughes Supply Company sthomas@kaycasto.com  
Steven N. Cousins on behalf of Creditor Peabody Energy Corporation scousins@armstrongteasdale.com  
Thomas H. Riske on behalf of Creditor Harold Racer triske@demlawllc.com, whickey@demlawllc.com  
Todd W. Ruskamp on behalf of Creditor Blue Eagle Land, LLC truskamp@shb.com, dunn@shb.com; cwhittaker@shb.com; mmoedritzer@shb.com

TOTAL: 42