

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

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

**SEVENTH MONTHLY FEE STATEMENT OF CARMODY MACDONALD P.C.
FOR COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF
EXPENSES INCURRED AS COUNSEL TO THE OFFICIAL COMMITTEE OF
UNSECURED CREDITORS OF PATRIOT COAL CORPORATION, ET AL. FROM
JUNE 1, 2013 THROUGH AND INCLUDING JUNE 30, 2013**

Name of Applicant: Carmody MacDonald P.C.

Authorized to provide professional services to: Official Committee of Unsecured Creditors

Date of Retention: As of December 3, 2012 [Docket No. 2382]

Period for which compensation and reimbursement is sought: June 1, 2013 – June 30, 2013

Amount of compensation requested: \$21,926.50

Amount of expense reimbursement requested: \$0.00

In accordance with the Order to Establish Procedures for Interim Monthly Compensation and Reimbursement of Expenses of Professionals, dated August 2, 2012 (the “**Interim Compensation Order**”), Carmody MacDonald P.C. (“**Carmody MacDonald**”), local counsel to the Official Committee of Unsecured Creditors (the “**Committee**”) of the above-captioned debtors-in-possession (collectively, the “**Debtors**”), hereby submits this Seventh Monthly Fee Statement (the “**Fee Statement**”), seeking compensation and reimbursement of expenses for the period of June 1, 2013 through and including June 30, 2013 (the “**Seventh Monthly Period**”). By this Fee Statement, Carmody MacDonald seeks payment of: \$17,541.20, which is equal to eighty percent of the total amount of compensation sought for actual and necessary professional services rendered during the Seventh Monthly Period. No reimbursement of expenses is requested in connection with such services.

Services Rendered and Disbursements Incurred

1. Attached as **Exhibit A** is a summary of the services rendered and compensation sought, by project category, for the Seventh Monthly Period.

2. Attached as **Exhibit B** is a billing summary of Carmody MacDonald professionals by individual, setting forth the (i) name and title of each individual who performed services during the Seventh Monthly Period, (ii) aggregate time expended by each such individual, (iii) hourly billing rate for each such individual at Carmody MacDonald’s current billing rates, (iv) the amount of fees earned by each Carmody MacDonald professional and paraprofessional, (v) year of bar admission for each attorney, and (vi) area of concentration for each attorney.

The blended hourly billing rate of Carmody MacDonald attorneys during the Seventh Monthly Period is \$335.50. The blended hourly billing rate of Carmody MacDonald paraprofessionals during the Seventh Monthly Period is \$150.00

3. Attached as **Exhibit C** is a summary of reimbursement sought by expense type for all expenses for the Seventh Monthly Period incurred in connection with the performance of professional services.

4. Attached as **Exhibit D** is an itemized record of all expenses for the Seventh Monthly Period incurred in connection with the performance of professional services.

5. Attached as **Exhibit E** are itemized time records of Carmody MacDonald professionals and paraprofessionals.

Total Fees and Expenses Sought for the Seventh Monthly Period

6. The total amounts sought for fees for services rendered and reimbursement of expenses incurred for the Seventh Monthly Period are as follows:

Total Fees for the Seventh Monthly Period	\$ 21,926.50
Total Disbursements for the Seventh Monthly Period	\$ 0.00
TOTAL	\$ 21,926.50

7. Pursuant to the Interim Compensation Order, Carmody MacDonald seeks payment of \$17,541.20, which is equal to (i) 80% of Carmody MacDonald's total fees for services rendered during the Seventh Monthly Period and (ii) 100% of the total disbursements incurred during the Seventh Monthly Period.

80% of Total Fees for the Seventh Monthly Period	\$ 17,541.20
100% of Total Disbursements for the Seventh Monthly Period	\$ 0.00
TOTAL	\$ 17,541.20

Notice and Objection Procedures

8. No trustee or examiner has been appointed in these Chapter 11 Cases. Pursuant to the Interim Compensation Order, notice of this Fee Statement has been served, via the Court's ECF system, upon: (i) the Debtors, Patriot Coal Corporation, 12312 Olive Boulevard, Suite 400, St. Louis, MO 63141, Attn: Jacquelyn A. Jones; (ii) Davis Polk & Wardwell LLP, 450 Lexington Avenue, New York, NY 10017, Attn: Marshall S. Huebner and Brian M. Resnick; (iii) Bryan Cave LLP, One Metropolitan Square, 211 N. Broadway, Suite 3600, St. Louis, MO 63102, Attn: Lloyd A. Palans and Brian C. Walsh; (iv) Kramer Levin Naftalis & Frankel LLP, 1177 Avenue of the Americas, New York, NY 10036, Attn: Adam C. Rogoff and Gregory G. Plotko; (v) the Office of the United States Trustee for the Eastern District of Missouri, 111 S. 10th Street, 4th Floor, St. Louis, MO 63102, Attn: Leonora Long; and (vi) attorneys for the administrative agent for the Debtors' post petition lenders, (a) Weil, Gotshal & Manges LLP, 767 Fifth Avenue, New York, NY 10153, Attn: Marcia Goldstein and Joseph Smolinsky, and (b) Willkie Farr & Gallagher LLP, 787 Seventh Avenue, New York, NY 10019, Attn: Margot B. Schonholtz and Ana Alfonso, (collectively, the "**Notice Parties**"). Carmody MacDonald submits that no other or further notice need be provided.

9. Pursuant to the Interim Compensation Order, objections to this Fee Statement, if any, must be served upon the Notice Parties, including Carmody MacDonald, no later than August 2, 2013 (the "**Review Deadline**"), setting forth the nature of the objection and the specific amount of fees or expenses at issue.

10. If no objections to the Fee Statement are received on or before the Review Deadline, the Debtors will pay Carmody MacDonald: (i) 80% of Carmody MacDonald's total

fees for services rendered during the Seventh Monthly Period and (ii) 100% of the total disbursements incurred during the Seventh Monthly Period.

11. To the extent an objection to the Fee Statement is received on or before the Review Deadline, the Debtors will withhold payment of that portion of the Fee Statement to which the objection is directed and will promptly pay the remainder of the fees and disbursements in the percentages set forth above. To the extent such objection is not resolved, it shall be preserved and scheduled for consideration at the next interim fee application hearing.

Dated: July 19, 2013
St. Louis, Missouri

CARMODY MACDONALD P.C.

/s/ Gregory D. Willard

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*Local Counsel to the Official Committee of
Unsecured Creditors*

EXHIBIT A

Summary of Time by Category

<u>Matter Number</u>	<u>Description</u>	<u>Hours</u>	<u>Fees</u>
12059.0	CASE ADMINISTRATION	10.70	\$ 3,210.50
12059.1	HEARINGS	7.80	\$ 2,197.50
12059.4	PENSION / OPEB / LABOR ISSUES	0.30	\$ 88.50
12059.8	CLAIMS ADMINISTRATION / REPORTING	19.30	\$ 7,044.50
12059.9	PLAN AND DISCLOSURE ISSUES	9.80	\$ 3,577.00
12059.11	COMMITTEE INVESTIGATIONS / DILIGENCE	5.30	\$ 1,115.00
12059.15	COMMITTEE MEETINGS / COMMUNICATIONS	9.30	\$ 3,051.50
12059.17	RETENTIONS / OTHER PROFESSIONAL APPLICATIONS	3.70	\$ 1,091.50
12059.18	CARMODY MACDONALD MONTHLY FEE STATEMENTS	1.70	\$ 550.50
	TOTAL	67.90	\$21,926.50

EXHIBIT B

Summary of Professionals

<u>Attorney/Professional Name</u>	<u>Department/Position at Carmody MacDonald</u>	<u>Year Admitted</u>	<u>Hourly Billing Rate</u>	<u>Total Worked Hours</u>	<u>Total Compensation Requested</u>
Gregory D. Willard	Corporate Restructuring & Bankruptcy Partner	1980	\$365.00	37.90	\$13,833.50
David P. Stoeberl	Financial Restructuring & Bankruptcy Partner	1997	\$325.00	1.80	\$ 585.00
Angela L. Schisler	Corporate Restructuring & Bankruptcy Associate	2005	\$295.00	20.40	\$ 6,018.00
John D. McAnnar	Corporate Restructuring & Bankruptcy Associate	2009	\$250.00	3.20	\$ 800.00
John G. Willard	Corporate Restructuring & Bankruptcy Paraprofessional	N/A	\$150.00	4.60	\$ 690.00
TOTAL				67.90	\$21,926.50

EXHIBIT C

Summary of Expenses

<u>Description</u>	<u>Amount</u>
None this Time Period	\$0.00
TOTAL	\$0.00

EXHIBIT D

Expense Detail

None this Time Period

EXHIBIT E

Time Detail

12059.0 Re: Case Administration

Date	Tmkpr	Narrative	Hours	Amount
6/11/2013	ALS	Prepare summary of 8th Circuit's review and position on [PRIVILEGED – REDACTED].	3.30	\$ 973.50
6/12/2013	ALS	Continue to work on summary of 8th Circuit's review and position on [PRIVILEGED – REDACTED] (1.6); review recent docket entries (.5).	2.10	\$ 619.50
6/13/2013	ALS	Prepare memo to Kramer Levin summarizing 8th Circuit's treatment of [PRIVILEGED – REDACTED].	1.90	\$ 560.50
6/13/2013	DPS	Review supplemental memorandum regarding certain claims.	0.80	\$ 260.00
6/14/2013	ALS	Telephone conference with S. Blank regarding attendance for June 18th hearing (.1); review preliminary agenda for same (.2).	0.30	\$ 88.50
6/14/2013	DPS	Review and analysis of supplemental memorandum regarding certain claims.	1.00	\$ 325.00
6/19/2013	ALS	Review recent docket entries and Committee minutes.	0.60	\$ 177.00
6/20/2013	ALS	Prepare for, review materials and participate in Professionals' telephone conference.	0.50	\$ 147.50
6/25/2013	ALS	Telephone conference with J. Howley regarding scheduling for July.	0.20	\$ 59.00
			Total Hours:	<u>10.70</u>
			Total Fees:	<u>\$ 3,210.50</u>

12059.1 Re: Hearings

Date	Tmkpr	Narrative	Hours	Amount
6/17/2013	GDW	Review matters for Omnibus hearings and Committee's position with respect to matters going forward.	0.60	\$ 219.00
6/18/2013	ALS	Review materials and participate in Omnibus hearing.	1.60	\$ 472.00
6/18/2013	JGW	Prepare materials for court hearings and coordinate same at hearing before U.S. Bankruptcy Judge Surratt-States.	2.50	\$ 375.00
6/18/2013	GDW	Final preparations for and attend hearing before U.S. Bankruptcy Court on several matters and follow-up regarding same.	3.10	\$ 1,131.50
			Total Hours:	<u>7.80</u>
			Total Fees:	<u><u>\$ 2,197.50</u></u>

12059.4 Re: Pension/OPEB/Labor Issues

Date	Tmkpr	Narrative	Hours	Amount
6/12/2013	ALS	Attention to communications regarding Debtors' negotiations with the UMWA (.1); research regarding same (.2).	0.30	\$ 88.50
			Total Hours:	<u>0.30</u>
			Total Fees:	<u>\$ 88.50</u>

12059.8 Re: Claims Administration/Reporting

Date	Tmkpr	Narrative	Hours	Amount
6/10/2013	GDW	Research, analysis and comparisons on EDMo and 8th Circuit precedents regarding [PRIVILEGED - REDACTED].	3.40	\$ 1,241.00
6/13/2013	GDW	Work on analysis and updating assessments of specific claims and appropriate estimated amounts.	2.20	\$ 803.00
6/17/2013	GDW	Research and analysis of [PRIVILEGED - REDACTED].	2.30	\$ 839.50
6/20/2013	GDW	Further analysis of [PRIVILEGED - REDACTED].	4.90	\$ 1,788.50
6/21/2013	GDW	Final analysis of [PRIVILEGED - REDACTED] and telephone call with Kramer Levin regarding same and presentation to full Committee on same.	3.30	\$ 1,204.50
6/24/2013	GDW	Additional updated review and analysis of new data relating to EDMo application of [PRIVILEGED - REDACTED].	3.20	\$ 1,168.00
			Total Hours:	<u>19.30</u>
			Total Fees:	<u><u>\$ 7,044.50</u></u>

12059.9 Re: Plan and Disclosure Statement

Date	Tmkpr	Narrative	Hours	Amount
6/11/2013	GDW	Research of EDMo/8th Circuit cases, recent precedent and standards regarding [CONFIDENTIAL - REDACTED].	3.80	\$ 1,387.00
6/12/2013	GDW	Continued research and analysis of EDMo/8th precedent and standards regarding [CONFIDENTIAL - REDACTED].	4.30	\$ 1,569.50
6/19/2013	GDW	Review of caselaw and other precedent on plan related motion filed by Debtors and telephone conference with Kramer Levin regarding same.	1.70	\$ 620.50
			Total Hours:	<u>9.80</u>
			Total Fees:	<u>\$ 3,577.00</u>

12059.11 Re: Committee Investigations/Diligence

Date	Tmkpr	Narrative	Hours	Amount
6/7/2013	JDM	Research and analyze legal issues on West Virginia litigation claims.	0.70	\$ 175.00
6/13/2013	JDM	Draft and revise updated memorandum regarding certain unsecured litigation claims.	2.50	\$ 625.00
6/21/2013	JGW	Analyze [PRIVILEGED – REDACTED]; draft memorandum and research summary; analysis regarding EDMo case law on [PRIVILEGED – REDACTED].	2.10	\$ 315.00
			Total Hours:	<u>5.30</u>
			Total Fees:	<u><u>\$ 1,115.00</u></u>

12059.15 Re: Committee Meetings/Communications

Date	Tmkpr	Narrative	Hours	Amount
6/6/2013	ALS	Participate in Committee professionals' telephone conference.	0.50	\$ 147.50
6/11/2013	GDW	Telephone conference with Committee professionals to review and finalize preparations for Committee meeting (.3); meeting of Official Creditors Committee on several matters (1.6).	1.90	\$ 693.50
6/11/2013	ALS	Prepare for, review materials and participate in Professionals' telephone conference and Committee telephone conference.	1.80	\$ 531.00
6/21/2013	ALS	Work on Memo relating to Intercompany Claim Recharacterization/Subordination/Disallowance.	0.60	\$ 177.00
6/25/2013	ALS	Prepare for, review materials, and participate in Professionals' telephone conference and Committee meeting telephone conference.	2.00	\$ 590.00
6/25/2013	GDW	Preparation for/attend pre-meeting teleconference and then participate in teleconference meeting of Official Unsecured Creditors Committee and follow-up on action item (1.7); analyze procedural questions on pending matters and estimated timetables for same (.8).	2.50	\$ 912.50
Total Hours:			9.30	
Total Fees:				\$ 3,051.50

12059.17 Re: Retentions/Other Professional Fee Applications

Date	Tmkpr	Narrative	Hours	Amount
6/20/2013	ALS	Finalize and file Monthly Fee Statement of Cole, Schotz, Meisel, Forman & Leonard, P.A., as conflicts counsel to the Official Committee of Unsecured Creditors for Services Rendered and Reimbursement of Expenses Incurred for the Period of May 1, 2013 through May 31, 2013.	0.30	\$ 88.50
6/21/2013	ALS	Work on proposed Order for granting in part Houlihan Lokey's Interim Application Fees and Expenses.	1.30	\$ 383.50
6/24/2013	ALS	Finalize and file Monthly Fee Statement of Houlihan Lokey Capital, Inc., as financial advisor and investment banker to the Official Committee of Unsecured Creditors for Services Rendered and Reimbursement of Expenses Incurred for the Period of May 1, 2013 through May 31, 2013 and arrange for service.	0.30	\$ 88.50
6/24/2013	ALS	Continue to work on proposed Order for granting in part Houlihan Lokey's Interim Application Fees and Expenses (.8); telephone conferences with D. Tobin regarding same (.1); circulate to all parties for review (.3).	1.20	\$ 354.00
6/28/2013	ALS	Review and file Monthly Fee Statement of Mesirow Financial Consulting, LLC, as financial advisors to the Official Committee of Unsecured Creditors for Services Rendered and Reimbursement of Expenses Incurred for the period of May 1, 2013 through May 31, 2013 (.3); review and finalize Monthly Fee Statement of Kramer Levin Naftalis & Frankel LLP, as counsel to the Official Committee of Unsecured Creditors for Services Rendered and Reimbursement of Expenses Incurred for the period of May 1, 2013 through and including May 31, 2013 (.3).	0.60	\$ 177.00
Total Hours:			<u>3.70</u>	
Total Fees:				<u><u>\$ 1,091.50</u></u>

12059.18 Re: Carmody MacDonald Monthly Fee Statements

Date	Tmkpr	Narrative	Hours	Amount
6/18/2013	ALS	Work on Sixth Monthly Fee Statement of Carmody MacDonald P.C. and circulate to Committee for review.	0.70	\$ 206.50
6/18/2013	GDW	Review and revise, and prepare redactions to monthly Carmody MacDonald statement for privileged and confidential matters.	0.70	\$ 255.50
6/20/2013	ALS	Finalize and file Monthly Fee Statement of Carmody MacDonald P.C., as local counsel to the Official Committee of Unsecured Creditors for Services Rendered and Reimbursement of Expenses Incurred for the Period of May 1, 2013 through May 31, 2013.	0.30	\$ 88.50
Total Hours:			1.70	
Total Fees:				\$ 550.50