

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

<p>In re:</p> <p>PATRIOT COAL CORPORATION, <i>et al.</i>,</p> <p align="center">Debtors.</p>	<p>Chapter 11 Case No. 12-51502-659 (Jointly Administered)</p> <p>Objection Deadline: October 15, 2013 at 4:00 p.m. (Prevailing Central Time)</p> <p>Hearing Date (if necessary): October 22, 2013 at 10:00 a.m. (Prevailing Central Time)</p>
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**SUMMARY OF THIRD INTERIM FEE APPLICATION OF GCG, INC.,
AS ADMINISTRATIVE AGENT FOR THE DEBTORS, FOR ALLOWANCE
OF COMPENSATION AND FOR REIMBURSEMENT OF EXPENSES
INCURRED FOR THE PERIOD OF FEBRUARY 1, 2013 THROUGH JULY 31, 2013¹**

Name of Applicant:		GCG, Inc.
Role in the Case:		Administrative Agent for Debtors and Debtors in Possession
Date of Retention:		August 2, 2012, <i>nunc pro tunc</i> to July 9, 2012
Date Case Filed:		July 9, 2012
Date Services Commenced:		July 9, 2012
Current Application Period:		February 1, 2013 through July 31, 2013
Total Amount of Compensation sought for applicable period:		\$36,370.50

¹ Terms used but not defined herein shall have the definitions ascribed to such terms in the *Third Interim Fee Application of GCG, Inc., as Administrative Agent for the Debtors, for Allowance of Compensation and for Reimbursement of Expenses Incurred for the Period of February 1, 2013 Through July 31, 2013*.

Total Amount of Expense Reimbursement Sought as actual, reasonable, and necessary for applicable period:		\$14.26
Total Amount Requested		\$36,384.76
Voluntary Reductions Taken		\$8,785.68
Total Amount Requested after Voluntary Reduction		\$27,599.08
Total Amount of Fees and Expenses Paid as actual, reasonable, and necessary for applicable period:		\$21,224.58
Total Amount of fees Held Back from Current Application Period:		\$5,302.58
Total Compensation Requested, but not yet received:		\$6,374.50
Total Compensation and Expenses Previously Requested:		\$361,686.47
Total Compensation and Expenses Previously Awarded:		\$358,535.41

This is an: X interim final application.

**SUMMARY OF FEE STATEMENTS BY GCG, INC.
FOR THE PERIOD JULY 9, 2012 THROUGH JULY 31, 2013**

Time Period	Date Filed	ECF. No.	Total Fees Sought for Approval	Total Expenses Sought for Approval	Total Amount Requested	Reductions	Total Amount Requested After Reductions	Paid Fees and Expenses	Total Requested Payment
7/9/12- 9/30/12 First Interim	11/16/12	1582	\$346,695.10	\$3,388.47	\$350,083.57	(\$3,151.06)	\$346,932.51	\$346,932.51	\$0.00
10/1/12-1/31/13 Second Interim	4/15/13	3640	\$11,602.90	\$0.00	\$11,602.90	\$0.00	\$11,602.90	\$11,602.90	\$0.00
2/1/13 – 2/28/13²	N/A	N/A	\$4,442.90	\$0.00	\$4,442.90	\$0.00	\$4,442.90	\$0.00	\$4,442.90
3/1/13 – 3/31/13²	N/A	N/A	\$762.20	\$0.00	\$762.20	\$0.00	\$762.20	\$0.00	\$762.20
4/1/13 – 4/30/13	5/20/13	4026	\$8,179.80	\$0.00	\$8,179.80	\$0.00	\$8,179.80	\$6,543.84	\$1,635.96
5/1/13 – 5/31/13	6/20/13	4175	\$8,292.40	\$0.00	\$8,292.40	\$0.00	\$8,292.40	\$6,633.92	\$1,658.48
6/1/13 – 6/30/13	7/19/13	4343	\$10,040.70	\$14.26	\$10,054.96	\$0.00	\$10,054.96	\$8,046.82	\$2,008.14
7/1/13 – 7/31/13²	N/A	N/A	\$4,652.50	\$0.00	\$4,652.50	(\$8,785.68) ³	(\$4,133.18)	\$0.00	(\$4,133.18)
Total			\$394,668.50	\$3,402.73	\$398,071.23	(\$11,936.74)	\$386,134.49	\$379,759.99	\$6,374.50

² GCG opted not to incur the time and expense to prepare and submit monthly fee statements for the month(s) noted.

³ In this Third Interim Fee Application, GCG is taking a voluntary fee reduction for fee application preparation in the amount of \$8,785.68, pursuant to applicable case precedent in this District.

SUMMARY OF BILLING BY TIMEKEEPER

Patriot Coal Corporation, *et al.*
(February 01, 2013 - July 31, 2013)

Name of Professional Person	Position with the applicant	Hourly Billing Rate	Total Hours Billed	Total Compensation
Leathem, Patrick M.	Ass't Director, Bankruptcy	\$200.00	0.2	\$40.00
Vrato, Elizabeth	Ass't Director, Bankruptcy	\$200.00	5.7	\$1,140.00
Kinealy, Paul	Director, Bankruptcy	\$200.00	1.3	\$260.00
Johnson, Craig	Sr. Director, Bankruptcy	\$200.00	0.6	\$120.00
Ferrante, Angela	Vice President, Bankruptcy	\$200.00	0.7	\$140.00
Galbraith, Paula	Bankruptcy Consultant III	\$175.00	2.7	\$472.50
Ashley, Jeanette	Sr. Project Manager, Bankruptcy	\$175.00	10.7	\$1,872.50
Granger, Lauren	Sr. Project Manager, Bankruptcy	\$175.00	3.1	\$542.50
Jankowski, Susan	Sr. Project Manager, Bankruptcy	\$175.00	11.4	\$1,995.00
Nadick, Ryan	Sr. Project Manager, Bankruptcy	\$175.00	3.1	\$542.50
Uhrig, Marcia A.	Sr. Project Manager, Bankruptcy	\$175.00	0.5	\$87.50
Varghes, Reena	Systems Consultant	\$140.00	10.0	\$1,400.00
Heller, Jeffrey	Bankruptcy Consultant II	\$122.00	4.0	\$488.00
Golenberg, Jesse	Bankruptcy Consultant II	\$122.00	28.8	\$3,513.60
Gargan, Kimberly	Project Manager	\$122.00	166.6	\$20,325.20
Grover, Kevin	Project Manager, Bankruptcy	\$122.00	19.0	\$2,318.00
Gfrerer, Denise	Data Control Supervisor	\$110.00	2.0	\$220.00
Keenan, Amy	Data Analyst III	\$77.00	4.0	\$308.00
Lamour, Thierry	Project Supervisor	\$77.00	4.7	\$361.90
Moodie, Alison	Project Supervisor	\$77.00	2.9	\$223.30
TOTAL			282.0	\$36,370.50

Blended Rate: \$128.97

DETAILED DESCRIPTIONS OF THE ROLES AND TITLES OF GCG, INC. TIMEKEEPERS¹

<u>Title</u>	<u>Description</u>
Vice President, Bankruptcy	Plans, directs and coordinates all bankruptcy case administration. Develops overall direction for the bankruptcy department.
Vice President, Solicitation Services	Plans, directs and coordinates solicitation activities. Develops an overall direction for the solicitation process, on a case by case basis.
Assistant Vice President	Plans, directs and coordinates bankruptcy department activities. Assists developing an overall direction for the bankruptcy department. Maintains communication with clients, as needed, throughout the lifetime of pending cases.
Director	Plans, directs and coordinates daily activities throughout the life of bankruptcy case. Provides direction to the case team, and maintains direct communication with the client on behalf of the company.
Assistant Director	Assists the Director with coordinating daily activities throughout the life of bankruptcy case. Provides direction to the case team. Reports to Director regarding progress.
Bankruptcy Consultant I-IV	Assists the case team with reference to the preparation of documents, service of documents, or the administration of the bankruptcy case, as needed. (The ranking of I, II, III and IV relates to years of experience in the field as a bankruptcy specialist).
Consultant	Assists the case team with reference to the preparation of documents, service of documents, or the administration of cases as needed.
Senior Project Manager	Manages all aspects of an extensive caseload with responsibility for budgeting, profitability, and timely completion of case administration tasks from inception through completion and closing of each case. Manages the workload balance between case team members with responsibility for all components on entire caseload. Assists case team with projects, as needed.
Senior Systems Project Administrator	Supports bankruptcy administration projects. Merges templates, generates mail data, and performs statistical and detail reporting.
Programmer Analyst	Receives, analyzes, and loads creditor information, configures data to meet project requirements and prepares bankruptcy Schedules and SoFAs. Programs calculations, merges templates, generates mail data, and performs statistical and detail reporting for Project Managers supporting bankruptcy administration projects.
Project Manager	Manages all components of an extensive caseload with responsibility on timely completion of case administration tasks.

¹ The following "Titles" and "Descriptions," which are subject to change, generally reflect the titles and descriptions of GCG, Inc. timekeepers that bill time on bankruptcy matters. This list is overinclusive and meant to serve as a reference tool, and not every "Title" of GCG, Inc. timekeeper spent time on matters related to this specific bankruptcy case.

Senior Project Supervisor	Supervises all components of an extensive bankruptcy caseload with responsibility for timely completion of case administration tasks.
Assistant Project Supervisor	Assists with case administration tasks and responsibilities. Collaborates with all case personnel.
Project Supervisor	Coordinates the timely completion of case administration tasks and responsibilities. Collaborates with all case personnel.
Data Analyst	Configures data loads for proper mailing format, including claimant name and addresses, as well as thorough details necessary to meet proper mailing address standards, context and existence of specified court ordered information.
Senior Project Administrator	Performs the processing and database related tasks as determined on a case by case basis while keeping management informed of any changes or trends.
Project Administrator	Supports the Project Manager in the performance of the Director and/or Senior Project Manager's duties by, among other things, generating systems database reports and reports in Word and/or Excel format.
Senior Claims Control Supervisor	Supervises the receipt and handling of claims, ballots, and other correspondence.
Call Center Agent	Answers case specific calls from parties in a bankruptcy case. Maintains general knowledge of cases, and responds accordingly, or determines when certain inquiries require escalation. Solicits escalated responses from case team when needed.
Clerical Assistant	Performs clerical duties supporting the case team. Makes travel arrangements, coordinates materials, and handles special projects.
Administrative Assistant	Performs secretarial and clerical duties supporting the case team. Makes travel arrangements, coordinates materials, and handles special projects.

SUMMARY OF FEES BY BILLING CATEGORY

Patriot Coal Corporation, *et al.*
(February 1, 2013 - July 31, 2013)

	BLEND ED RATE	TOTAL HOURS BILLED	TOTAL FEES
Claims Analysis/Advanced Reconciliation	\$121.76	174.0	\$21,186.40
Fee Application Preparation	\$142.53	74.4	\$10,604.20
Schedules/SoFAs/Other Schedules	\$137.97	31.6	\$4,359.90
Solicitation	\$110.00	2.0	\$220.00
Total	\$128.97	282.0	\$36,370.50

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

In re:

PATRIOT COAL CORPORATION, *et al.*,

Debtors.

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

Objection Deadline:
October 15, 2013 at 4:00 p.m.
(Prevailing Central Time)

Hearing Date:
October 22, 2013 at 10:00 a.m.
(Prevailing Central Time)

**THIRD INTERIM FEE APPLICATION OF GCG, INC., AS
ADMINISTRATIVE AGENT FOR THE DEBTORS, FOR ALLOWANCE
OF COMPENSATION AND FOR REIMBURSEMENT OF EXPENSES
INCURRED FOR THE PERIOD OF FEBRUARY 1, 2013 THROUGH JULY 31, 2013**

GCG, Inc. (“GCG”), as administrative agent to the above-captioned debtors and debtors in possession (the “Debtors”), submits its third application for allowance and approval of interim compensation for professional services rendered to the Debtors and for reimbursement of actual and necessary expenses incurred (the “Third Interim Fee Application”), pursuant to sections 330 and 331 of title 11 of the United States Code, 11 U.S.C. § 101 *et seq.* (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), as well as all other applicable rules, orders and affiliated guidelines¹ (collectively, the “Fee Guidelines”), in connection with such services from February 1, 2013, through and

¹ GCG’s Third Interim Fee Application seeks to be in compliance with the Bankruptcy Code, the Bankruptcy Rules, the Local Rules of Bankruptcy Procedure for the United States Bankruptcy Court for the Eastern District of Missouri (the “Local Bankruptcy Rules”), the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses filed under 11 U.S.C. § 330 (the “UST Guidelines”), and the *Order to Establish Procedures for Interim Monthly Compensation and Reimbursement of Expenses of Professionals* (the “Interim Compensation Order”) (ECF Doc. No. 262).

including July 31, 2013 (the “Third Interim Fee Period”). In support of this Third Interim Fee Application, GCG respectfully represents as follows:

Jurisdiction

1. The Court has jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157 and 1334. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2).
2. Venue is proper in this District pursuant to 28 U.S.C. §§ 1408 and 1409.
3. The bases for the relief requested are sections 330 and 331 of the Bankruptcy Code, Bankruptcy Rule 2016, Local Bankruptcy Rule 2016-1, the UST Guidelines and the Interim Compensation Order. Attached hereto as **Exhibit A** is a certification of Paul Kinealy in connection with this Third Interim Fee Application.

Background

4. On July 9, 2012 (the “Petition Date”), each of the Debtors filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the Southern District of New York. On December 19, 2012, the Southern District of New York Bankruptcy Court entered an order transferring these chapter 11 cases to this Court (ECF Doc. No. 1789). The Debtors’ cases have been consolidated for procedural purposes and are being jointly administered pursuant to Bankruptcy Rule 1015(b). The Debtors continue to operate their businesses and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.
5. On July 18, 2012, the United States Trustee appointed a committee to represent the interests of all unsecured creditors in these cases.

GCG’s Retention

6. On July 19, 2012, the Debtors filed the *Application of Debtors for Authority to Employ and Retain GCG, Inc. as Administrative Agent Nunc Pro Tunc to the Petition Date* (ECF

Doc. No. 135) pursuant to section 327(a) of the Bankruptcy Code and Bankruptcy Rule 2014 for authority to retain and employ GCG as their administrative agent, *nunc pro tunc* to the Petition Date (the “Application”), as the date by which GCG commenced services. An order granting the Application and authorizing the Debtors’ retention of GCG as their administrative agent was entered on August 2, 2012 (ECF Doc. No. 264) (the “Retention Order”).² A copy of the Retention Order is attached as **Exhibit B**.

7. The Retention Order authorizes the Debtors to compensate and reimburse GCG in accordance with the procedures set forth in sections 330 and 331 of the Bankruptcy Code, the Bankruptcy Rules and the Fee Guidelines. The Retention Order authorizes the Debtors to compensate GCG at its hourly rates for services outlined in the Application which relates to services subject to section 327(a) of the Bankruptcy Code (the “327 Services”) and to reimburse GCG for its actual and necessary out-of-pocket expenses incurred with respect to the 327 Services, subject to application to this Court as set forth herein. In addition, the Retention Order specifically authorizes GCG to provide the Debtors with the following non-exhaustive list of services: (a) assisting with the preparation and filing of the Debtors’ schedules of assets and liabilities and the statements of financial affairs; (b) generating and providing claims reports and claims objection exhibits; (c) managing the preparation, compilation and mailing of documents to creditors and other parties in interest in connection with the solicitation of a chapter 11 plan; (d) collecting and tabulating votes in connection with any plan filed by the Debtors;

² On July 9, 2012, the Debtors filed an application under 28 U.S.C. § 156(c) for authorization to retain GCG to serve as the claims and noticing agent in the Debtors’ chapter 11 cases (ECF Doc. No. 23) (the “Section 156(c) Application”). On July 11, 2012, the Southern District of New York Bankruptcy Court entered an order granting the Section 156(c) Application (ECF Doc. No. 45). Because the administration of the chapter 11 cases requires GCG to perform duties outside the scope of 28 U.S.C. § 156(c), the Debtors supplemented the Section 156(c) Application with the Application. Only those services outside the scope of 28 U.S.C. § 156(c) are covered by the Application and, therefore, subject to, and covered by, this Third Interim Fee Application. All other services rendered by GCG have been, and will continue to be, invoiced to the Debtors directly in accordance with the order granting the Section 156(c) Application.

(e) managing any distributions made pursuant to a confirmed plan; and (f) managing the publication of legal notices.

8. GCG received a \$500,000 prepetition retainer in these chapter 11 cases. After applying the retainer against \$412,102.88 in prepetition fees and \$1,527.27 in prepetition expenses in connection with the first bill rendered by GCG for services provided under 28 U.S.C. § 156(c), GCG continues to hold \$86,369.85 in retainer. This amount will be applied to GCG's final invoice in these cases.

Prior Interim Applications

9. GCG filed its *First Interim Fee Application of GCG, Inc., as Administrative Agent for the Debtors, for Allowance of Compensation and for Reimbursement of Expenses Incurred for the Period of July 9, 2012 through September 30, 2012* (ECF Doc. No. 1582) (the "First Interim Fee Application"), which sought approval of compensation and reimbursement of fees in the amount of \$346,695.10, and reimbursement of expenses in the amount of \$3,388.47. On December 19, 2012, this Court entered an order granting the First Interim Fee Application, allowing \$344,001.20 in fees and \$2,931.31 in expenses. (ECF Doc. No. 1788). GCG has received \$344,001.20 on account of these allowed fees, and \$2,931.31 in reimbursed expenses. Thus, GCG is not owed additional compensation on account of its allowed fees in connection with its First Interim Fee Application.

10. GCG filed its *Second Interim Fee Application of GCG, Inc., as Administrative Agent for the Debtors, for Allowance of Compensation and for Reimbursement of Expenses Incurred for the Period of October 1, 2012 through January 31, 2013* (ECF Doc. No. 3640) (the "Second Interim Fee Application"), which sought approval of compensation and reimbursement of fees in the amount of \$11,602.90. On May 23, 2013, this Court entered an order granting the

Second Interim Fee Application, allowing \$11,602.90 in fees. (ECF Doc. No. 4050). GCG has received \$11,602.90 on account of these allowed fees. Thus, GCG is not owed additional compensation on account of its allowed fees in connection with its Second Interim Fee Application.

Monthly Fee Statements

11. Unlike other professionals, GCG also serves as a claims and noticing agent pursuant to 28 U.S.C. § 156, making it necessary for GCG to bifurcate its time between tasks performed pursuant to 28 U.S.C. § 156 (“156 Services”) and those performed outside the scope of that statute, and that are thus subject to retention pursuant to section 327 of the Bankruptcy Code and the fee application process pursuant to section 330 of the Bankruptcy Code (as defined *supra*, the “327 Services”). In certain months, including those in which GCG is heavily engaged in 327 Services, such as assisting in the preparation of Schedules and Statements of Financial Affairs or in plan solicitation, the fees generated by such tasks may exceed those generated by the 156 Services, making the submission of a monthly fee statement worthwhile. However, in some months, where GCG’s activities are concentrated in the 156 Services of noticing and claims processing, and 327 Services are minimal, GCG’s costs of filing a monthly fee statement outweigh the benefits associated therewith.

12. For these reasons, GCG opted not to incur the expense to prepare and submit monthly fee statements for the months of February March, and July 2013, thus preventing the Debtors’ estates from incurring unnecessary fees, while at the same time voluntarily postponing receipt of payment and financially benefitting the Debtors’ estates. No harm was done to the estates by GCG not filing monthly fee statements as parties in interest are still being provided ample time to review GCG’s request for fees and expenses.

13. The fees for the time period from February 1, 2013 through February 28, 2013 are included in this Third Interim Application, and total \$4,442.90. The time entries for February are attached hereto as **Exhibit C**.

14. The fees for the time period from March 1, 2013 through March 31, 2013, are included in this Third Interim Application, and total \$762.20. The time entries for March are attached hereto as **Exhibit D**.

15. The April 2013 Monthly Fee Statement sought payment of \$6,543.84 in fees, including a 20% "holdback" in the amount of \$1,635.96, for total fees requested of \$8,179.80. The April Monthly Fee Statement, in its entirety, is attached as **Exhibit E**. No objections were filed to the April Monthly Fee Statement.

16. The May 2013 Monthly Fee Statement sought payment of \$6,633.92 in fees, including a 20% holdback in the amount of \$1,658.48, for total fees requested of \$8,292.40. The May Monthly Fee Statement, in its entirety, is attached as **Exhibit F**. No objections were filed to the May Monthly Fee Statement.

17. The June 2013 Monthly Fee Statement sought payment of \$8,032.56 in fees, including a 20% holdback in the amount of \$2,008.14, for total fees requested of \$10,040.70, and \$14.26 in expenses. The June Monthly Fee Statement, in its entirety, is attached as **Exhibit G**.

18. The fees for the time period from July 1, 2013 through July 31, 2013, are included in this Third Interim Application, and total \$4,652.50. The time entries for July are attached hereto as **Exhibit H**. No objections were filed to the June Monthly Fee Statement.

Compensation Requested

19. GCG maintains computerized records of the time expended rendering the 327 Services requested by the Debtors and their estates. Such time records were made

contemporaneously with the rendering of the 327 Services by the persons performing such services and in the ordinary course of GCG's practice, and are presented in a form that complies with the Local Bankruptcy Rules and the Fee Guidelines.

20. For the convenience of the Court and all parties in interest, attached as **Exhibit I**, is a summary sorted by timekeeper for the Third Interim Fee Period setting forth: (i) the name of each professional; (ii) the aggregate time expended by each professional; and (iii) the hourly billing rate for each professional at GCG's current billing rates.

21. The rates described herein are GCG's hourly rates for 327 Services provided during the Third Interim Fee Period. Based on these rates and the 327 Services performed by each individual, the total reasonable value of such 327 Services rendered during the Third Interim Fee Period is \$36,370.50³. The fees sought by this Third Interim Fee Application reflect an aggregate of 282.0 hours of professional time spent and recorded in performing 327 Services for the Debtors during the Third Interim Fee Period at a blended average hourly rate of \$128.97.

22. During the course of the Third Interim Fee Period, GCG's hourly billing rates for professionals ranged from \$77.00 to \$200.00. The hourly rates and corresponding rate structure utilized by GCG in the chapter 11 cases are equivalent to the hourly rates and corresponding rate structure predominantly used by GCG for restructuring, workout, bankruptcy, insolvency, and comparable matters. The rates and rate structure reflect that GCG's matters are typically national in scope and typically involve great complexity and time pressures.

23. GCG's hourly rates are set at a level designed to compensate GCG fairly for the work of its professionals and to cover fixed and routine overhead expenses. Hourly rates vary with the experience and seniority of the individuals assigned. These hourly rates are subject to

³ This amount does not include the voluntary reduction for fee application preparation in the amount of \$8,785.68 which GCG is applying to this Third Interim Fee Application.

periodic adjustments to reflect economic and other conditions and are consistent with the rates charged elsewhere by GCG.

24. GCG regularly reviews its bills to ensure that the Debtors are billed only for services that were actual, necessary and requested by the Debtors and, in accordance with the Fee Guidelines, GCG reduces its fees when warranted. For the Third Interim Fee Period, GCG is voluntarily reducing its requested fees by \$8,785.68. This amount is a voluntary reduction for fee application preparation in accordance with the court's decision in In re Mesa Air Group, Inc., 449 B.R. 441 (Bankr. S.D.N.Y. May 25, 2011). This reduction decreases the total amount requested for fee application preparation to approximately five (5) percent of the total professional fees billed during the Third Interim Fee Period.

25. There is no agreement or understanding between GCG and any other person for the sharing of compensation to be received for services rendered in these chapter 11 cases.

26. As discussed below, in accordance with the factors enumerated in section 330 of the Bankruptcy Code, the amount of fees requested is fair and reasonable in light of: (a) the complexity of these chapter 11 cases; (b) the time expended; (c) the nature and extent of the 327 Services rendered; (d) the value of such 327 Services; and (e) the costs of comparable services other than in a case under the Bankruptcy Code.

Summary of Services Performed

27. During the Third Interim Fee Period, GCG provided essential and significant professional services to the Debtors in connection with these chapter 11 cases. These 327 Services were sometimes performed under significant time constraints and were necessary to administer a multitude of critical tasks in these chapter 11 cases. To provide a meaningful summary of the 327 Services rendered on behalf of the Debtors and their estates, GCG has

established, in accordance with the Fee Guidelines and its internal billing procedures, certain subject matters (each, a “Subject Matter”) in connection with these chapter 11 cases. The following is a summary by Subject Matter of the most significant 327 Services rendered by GCG during the Third Interim Fee Period. This summary is organized in accordance with GCG’s internal system for billing tasks and corresponds to the tasks itemized on **Exhibit J**.

28. Preparation of Schedules and SoFAs (Fees: \$4,359.90; Hours: 31.6). GCG assisted the Debtors with the preparation of amendments to the Debtors’ Schedules. GCG’s work included reviewing and editing spreadsheet data from the client, compiling information for the amended Schedules and coordinating with the Debtors to prepare and distribute drafts, revise as requested, and finalize for filing with the Court.

29. Preparation of Fee Statements/Applications (Fees: \$10,604.20; Hours: 74.4). In connection with the Interim Compensation Order, GCG incurred time during the Third Interim Fee Period preparing monthly statements and the Second Interim Fee application. As noted above, GCG is voluntarily reducing its request for certain fees incurred.

30. Claims Analysis/Advanced Reconciliation (Fees: \$21,186.40; Hours: 174.0) GCG provided services relating to the preparation of various claims reports and/or claims images requested by the Debtors’ professionals, assisted the Debtors’ professionals with the claims reconciliation process, and prepared and finalized exhibits to objections to claims. Services provided in this category are necessary and beneficial to the Debtors’ estates because they ensure proper and expert handling of the claims reconciliation process. This is an ongoing process in these chapter 11 cases.

Reasonable and Necessary Professional Services Rendered by GCG

31. The foregoing professional services rendered by GCG on behalf of the Debtors during the Third Interim Fee Period were reasonable, necessary and appropriate to the administration of these chapter 11 cases and related matters. GCG has a prominent bankruptcy operations team, comprised of over 80 bankruptcy professionals, and has earned a national reputation for its expertise in all aspects of bankruptcy case administration. In particular, the professionals comprising GCG's bankruptcy operations team include numerous former bankruptcy attorneys and financial advisors with decades of experience in all aspects of case administration and in representing debtors and creditors' committees in connection with their chapter 11 cases.

Actual and Necessary Expenses Incurred by GCG

32. In addition to seeking allowance of its fees, GCG seeks final approval and allowance of the reimbursement by the Debtor of \$14.26 in actual expenses incurred in connection with the administration of the chapter 11 cases. In compliance with the Local Bankruptcy Rules and the Fee Guidelines, a summary of the amounts and categories of expenses for which reimbursement is sought by expense category is attached hereto as **Exhibit K**.

GCG's Requested Compensation and Reimbursement Should be Allowed

33. Section 331 of the Bankruptcy Code provides for interim compensation of professionals and incorporates the substantive standards of section 330 of the Bankruptcy Code to govern the Court's award of such compensation. Section 330 of the Bankruptcy Code provides that a court may award a professional employed under section 327 of the Bankruptcy Code "reasonable compensation for actual necessary services rendered . . . and reimbursement

for actual, necessary expenses.” 11 U.S.C. § 330(a)(1). Section 330 also sets forth the criteria for the award of such compensation and reimbursement:

In determining the amount of reasonable compensation to be awarded, the court should consider the nature, extent, and the value of such services, taking into account all relevant factors, including –

- (A) the time spent on such services;
- (B) the rates charged for such services;
- (C) whether the services were necessary to the administration of, or beneficial at the time at which the service was rendered toward the completion of, a case under this title;
- (D) whether the services were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of the problem, issue, or task addressed; and
- (E) whether the compensation is reasonable based on the customary compensation charged by comparably skilled practitioners in cases other than cases under this title.

11 U.S.C. § 330(a)(3). The clear Congressional intent and policy expressed in this statute is to provide for adequate compensation in order to continue to attract qualified and competent bankruptcy practitioners to bankruptcy cases.

34. GCG respectfully submits that the 327 Services for which it seeks compensation in this Third Interim Fee Application were, at the time rendered, necessary for, and beneficial to, the Debtors and their estates, and in certain instances required by the Fee Guidelines and the Interim Compensation Order. Furthermore, GCG asserts that it performed the 327 Services for the Debtors economically, effectively and efficiently, and the results obtained benefited not only the Debtors, but also the Debtors’ estates and other parties in interest. GCG further submits that the compensation requested herein is reasonable in light of the nature, extent, and value of such 327 Services to the Debtors, their estates and parties in interest.

35. In sum, GCG respectfully submits that the 327 Services rendered by GCG on behalf of the Debtors and their estates during these chapter 11 cases were necessary and

appropriate given the complexity of these chapter 11 cases, the time expended by GCG, the nature and extent of the 327 Services rendered, the value of the 327 Services, and the cost of comparable services provided outside of bankruptcy, all of which are relevant factors set forth in section 330 of the Bankruptcy Code. Accordingly, GCG respectfully submits that approval of the compensation sought herein is warranted and should be approved.

Notice

36. Notice of this Third Interim Fee Application has been provided to the compensation notice parties pursuant to the terms set forth in the Interim Compensation Order, and was submitted to the client prior to filing. In accordance with the Interim Compensation Order, no further notice is necessary.

No Prior Request

37. No prior request for the relief sought in this Third Interim Fee Application has been made to this Court or any other court.

Conclusion

WHEREFORE, GCG respectfully requests entry of an order: (i) approving and allowing GCG's total professional fees for the Third Interim Fee Period in the amount of \$27,584.82⁴; (ii) approving and allowing the reimbursement of all actual and necessary expenses incurred by GCG during the Third Interim Fee Period in the amount of \$14.26; (iii) approving and directing payment of all funds remaining to be paid for the Third Interim Fee Period, including holdback amounts; and (iv) granting such other and further relief as the Court deems just and proper.

September 5, 2013
Chicago, Illinois

GCG, INC.

/s/ Paul Kinealy
Paul Kinealy
190 South LaSalle Street, Suite 1520
Chicago, Illinois 60603
Telephone: (312) 499-6000
Facsimile: (312) 499-6999

Administrative Agent for the Debtors
and Debtors in Possession

⁴ This amount reflects the voluntary reduction for fee application preparation in the amount of \$8,785.68.

Third Interim Fee Application Exhibit Index

Exhibit A	Certification
Exhibit B	Retention Order
Exhibit C	Detailed Time Entries: February 2013
Exhibit D	Detailed Time Entries: March 2013
Exhibit E	April Monthly Fee Statement 2012
Exhibit F	May Monthly Fee Statement 2013
Exhibit G	June Monthly Fee Statement
Exhibit H	Detailed Time Entries: July 2013
Exhibit I	Summary by Timekeeper
Exhibit J	Summary by Billing Category
Exhibit K	Expenses

**Exhibit A
to Third Interim Fee Application**

Certification

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

In re:

PATRIOT COAL CORPORATION, *et al.*,

Debtors.

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

Objection Deadline:
October 15, 2013 at 4:00 p.m.
(Prevailing Central Time)

Hearing Date (if necessary):
October 22, 2013 at 10:00 a.m.
(Prevailing Central Time)

Hearing Location:
Courtroom 7 North

CERTIFICATION OF PAUL KINEALY

PAUL KINEALY hereby declares:

1. I am a Director with GCG, Inc. (“GCG”), and I am authorized to make and submit this Certification on behalf of GCG. GCG is the administrative agent for the debtors and debtors in possession (the “Debtors”) in the above-captioned proceeding. Our business address is 190 South LaSalle Street, Suite 1520, Chicago, Illinois 60603-1013.

2. I submit this Certification with respect to the *Third Interim Application of GCG, Inc. as Administrative Agent for the Debtors, For Allowance of Compensation and for Reimbursement of Expenses Incurred for the Period of February 1, 2013 through July 31, 2013* (the “Third Interim Application”).¹

¹ All capitalized terms used but not otherwise defined herein shall have the meanings ascribed in the Third Interim Application.

3. I make this Certification in accordance with Bankruptcy Rule 2016, Local Bankruptcy Rule 2016-1 and the Fee Guidelines. In connection therewith, I hereby certify that:

(a) I have read the Third Interim Fee Application;

(b) To the best of my knowledge, information and belief formed after reasonable inquiry, the fees and disbursements sought in the Third Interim Application fall within the Fee Guidelines;

(c) Except to the extent that fees or disbursements are prohibited by the Fee Guidelines, the fees and disbursements requested in the Third Interim Application are billed in accordance with practices customarily utilized by GCG and generally accepted by GCG's clients; and

(d) In providing a reimbursable service, that GCG reflects on the expense side of its invoices, GCG does not make a profit on that service, whether the service was performed by GCG in-house or through a third party;

4. All services for which compensation is requested by GCG were services performed for, and on behalf of, the Debtors and their estates and not on behalf of any other person.

5. In accordance with 18 U.S.C. § 155, neither I nor any professional within GCG has entered into any agreement, express or implied, with any other party in interest for the purpose of fixing the amount of any of the fees or other compensation to be allowed out of, or paid from, the Debtors' estates.

Dated: September 5, 2013
Chicago, Illinois

/s/ Paul Kinealy
Paul Kinealy

**Exhibit B
to Third Interim Fee Application**

Retention Order

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

In re:

PATRIOT COAL CORPORATION, et al.,

Debtors.¹

Chapter 11

Case No. 12-12900 (SCC)

Jointly Administered

**ORDER AUTHORIZING AND APPROVING THE EMPLOYMENT
AND RETENTION OF GCG, INC. AS ADMINISTRATIVE AGENT TO THE
DEBTORS NUNC PRO TUNC TO THE PETITION DATE**

Upon consideration of the application (the “**Section 327 Application**”)² of Patriot Coal Corporation and those of its subsidiaries that are debtors and debtors in possession (collectively, the “**Debtors**”), pursuant to section 327(a) of title 11 of the United States Code (the “**Bankruptcy Code**”) and Rule 2014(a) of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), for entry of an order authorizing the retention and employment of GCG, Inc. (“**GCG**”) as administrative agent for the Debtors’ chapter 11 cases (collectively, the “**Chapter 11 Cases**”) *nunc pro tunc*, effective as of the Petition Date pursuant to the terms of the Engagement Agreement, all as more fully described in the Section 327 Application; and upon the Declaration of Mark N. Schroeder, Patriot Coal Corporation’s Senior Vice President and Chief Financial Officer; and upon the declaration of Angela Ferrante, attached to the Section 327 Application as Exhibit C (the “**Ferrante Declaration**”); and the Court being satisfied, based on the representations made in the Section 327 Application and the Ferrante Declaration, that GCG and

¹ The Debtors are the entities listed on Schedule 1 to the Section 327 Application. The employer tax identification numbers and addresses for each of the Debtors are set forth in the Debtors’ chapter 11 petitions.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Section 327 Application.

its professionals are “disinterested” as such term is defined in section 101(14) of the Bankruptcy Code, as modified by section 1107(b) of the Bankruptcy Code, and as required under section 327(a) of the Bankruptcy Code; and that GCG and its professionals represent no interest adverse to the Debtors’ estates; and the Court having jurisdiction to consider the Section 327 Application and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334 and the Amended Standing Order of Reference M-431, dated January 31, 2012 (Preska, C.J.); and consideration of the Section 327 Application and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and due and proper notice of the Section 327 Application having been provided in accordance with the Order Establishing Certain Notice, Case Management and Administrative Procedures entered by the Court on July 16, 2012 [ECF No. 84]; and it appearing that no other or further notice need be provided; and a hearing having been held to consider the relief requested in the Section 327 Application (the “**Hearing**”); and upon the record of the Hearing and all of the proceedings had before the Court; and the Court having found and determined that the relief sought in the Section 327 Application is in the best interests of the Debtors, their estates, creditors and other parties in interest; and that the legal and factual bases set forth in the Section 327 Application establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is hereby:

ORDERED that the Section 327 Application is granted as provided herein; and it is further

ORDERED that pursuant to section 327(a) of the Bankruptcy Code and Bankruptcy Rule 2014(a), the Debtors are authorized to employ and retain GCG as administrative agent in the Chapter 11 Cases, *nunc pro tunc* to the Petition Date, pursuant to the terms and conditions set forth in the Section 327 Application and the Engagement Agreement; and it is further

ORDERED that GCG is authorized to perform the following actions and services:

- (a) Assisting with the preparation and filing of the Debtors' schedules of assets and liabilities and statements of financial affairs;
- (b) Generating and providing claim reports and claim objection exhibits, as requested by the Debtors and their professionals;
- (c) Managing the preparation, compilation and mailing of documents to creditors and other parties in interest in connection with the solicitation of a chapter 11 plan (a "**Plan**");
- (d) Managing the publication of legal notices, as requested;
- (e) Collecting and tabulating votes in connection with any Plan filed by the Debtors and providing ballot reports to the Debtors and their professionals;
- (f) Generating an official ballot certification and testifying, if necessary, in support of the ballot tabulation results; and
- (g) Managing any distributions made pursuant to a confirmed Plan;

and it is further

ORDERED that this Order shall not apply to any services GCG was authorized to render pursuant to the Section 156(c) Order; and it is further

ORDERED that, to the extent that GCG's duties exceed the scope of the Section 156(c) Order, GCG shall be compensated in accordance with, will file interim and final fee applications for allowance of its compensation and expenses pursuant to, and shall be subject to, the Fee Guidelines; and it is further

ORDERED that GCG shall be reimbursed only for actual, documented, reasonable and necessary expenses as provided in the Fee Guidelines; and it is further

ORDERED that GCG shall not be entitled to reimbursement of any attorney's fees incurred in connection with the preparation of any fee applications or drafting and negotiating the Engagement Agreement, the Section 327 Application or any related documents; and it is further

ORDERED that GCG shall apply any amounts of its prepetition retainer remaining, after applying such retainer to prepetition amounts (as described in the Section 327 Application), as a credit toward postpetition fees and expenses, after such postpetition fees and expenses are approved pursuant to the first order of the Court awarding fees and expenses to GCG; and it is further

ORDERED that GCG shall file a supplemental affidavit with the Court and give ten business days' notice to the Debtors, the U.S. Trustee and any official committee appointed in the Chapter 11 Cases, which supplemental affidavit shall explain the basis for the requested rate increases in accordance with section 330(a)(3)(F) of the Bankruptcy Code and indicate whether the Debtors have received notice of and approved the proposed rate increase; and it is further

ORDERED that GCG shall use its best efforts to avoid any duplication of services provided by any of the Debtors' other retained professionals in the Chapter 11 Cases; and it is further

ORDERED that GCG is hereby authorized to keep reasonably detailed time records in 1/10th of an hour increments, and GCG will submit such time records along with any interim or final fee application, which shall include the amount of compensation requested and a narrative summary organized by project category which shall identify: (i) the services rendered, (ii) each professional rendering such services, and (iii) the categories of such services rendered; and it is further

ORDERED that the Debtors and GCG are authorized to take such other and further actions necessary to comply with all of the duties set forth in the Section 327 Application; and it is further

ORDERED that to the extent that there may be any inconsistency between the terms of the Section 327 Application, the Engagement Agreement or this Order, the terms of this Order shall govern; and it is further

ORDERED that the relief requested herein shall continue to apply to any of the Debtors' affiliates and their respective estates that subsequently commence chapter 11 cases without the need for any further requests or motions; and it is further

ORDERED that the Debtors and GCG are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Section 327 Application; and it is further

ORDERED that this Court retains jurisdiction with respect to all matters arising from, or related to, the implementation and/or interpretation of this Order; and it is further

ORDERED that notice of the Section 327 Application as provided therein shall be deemed good and sufficient notice of such application, and the requirements of Bankruptcy Rule 6004(a) and the local rules of the Court are satisfied by such notice.

Dated: August 2, 2012
New York, New York

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

**Exhibit C
to Third Interim Fee Application**

Detailed Time Entries: February 2013

Time Detail Exhibit

Date	Time Elapsed	Name	Activity	Billing Amount	Description
2/11/2013	0.6	Johnson, Craig	Claims Analysis/Advanced Reconciliation	\$120.00	Participated in meeting with P. Leathem (GCG), M. Brown (GCG), and E. Young (GCG) RE: analyzing bondholder claims that are duplicative of Indenture Trustee claims.
2/27/2013	2.3	Heller, Jeffrey	Fee Application Preparation	\$280.60	Commenced drafting fee application (1.2); reviewed local rules regarding same (1.1).
2/28/2013	1.7	Heller, Jeffrey	Fee Application Preparation	\$207.40	Continued drafting second interim fee application.
2/15/2013	3.2	Ashley, Jeanette	Schedules/SoFAs/Other Schedules	\$560.00	Communication with P. Kinealy re Schedules amendments (.2); reviewed relevant data files (.4); prepared data load files for 2nd amended Schedules (2.6).
2/19/2013	2.0	Ashley, Jeanette	Schedules/SoFAs/Other Schedules	\$350.00	Prepared Schedule Amendment files for client review for filing.
2/20/2013	2.6	Ashley, Jeanette	Schedules/SoFAs/Other Schedules	\$455.00	Prepare upload data file and update database for amended schedules, revisions to workproduct.
2/21/2013	0.8	Ashley, Jeanette	Schedules/SoFAs/Other Schedules	\$140.00	Reviewed data load, direct Schedule summary/chart updates (.4); correspondence with case team re amendment questions(.2); met with L. Eckerle and T. Lamour re audit of amended schedules (.2).
2/15/2013	2.5	Keenan, Amy	Schedules/SoFAs/Other Schedules	\$192.50	Revised Schedule Exhibits for client changes (.5); revised Schedule F_Amended tables (1.0); revised views/SSRS sprocs for F5 amendments (1.0).
2/16/2013	1.0	Keenan, Amy	Schedules/SoFAs/Other Schedules	\$77.00	Reviewed nonamended Debtors for static data (.5); reviewed merging of amended data into the production table (.5).
2/19/2013	0.5	Keenan, Amy	Schedules/SoFAs/Other Schedules	\$38.50	Discussion with C. Hansen regarding amendments to Schedule F.
2/15/2013	1.3	Kinealy, Paul	Schedules/SoFAs/Other Schedules	\$260.00	Reviewed amended schedule data for upload.
2/19/2013	0.3	Lamour, Thierry	Schedules/SoFAs/Other Schedules	\$23.10	Reviewed amended schedule upload file with J. Ashley.
2/20/2013	0.8	Lamour, Thierry	Schedules/SoFAs/Other Schedules	\$61.60	Review manually uploaded Sched F (Employee) records for schedule amendments.
2/21/2013	2.1	Lamour, Thierry	Schedules/SoFAs/Other Schedules	\$161.70	Met with J.Ashley and L. Eckerle re amended Schedules (.2); prepared Schedule summary chart with upload 1st and 2nd Amendments (1.9).
2/22/2013	1.5	Lamour, Thierry	Schedules/SoFAs/Other Schedules	\$115.50	Continued preparation of Schedule summary chart with upload 1st and 2nd Amendments.
2/19/2013	7.0	Varghes, Reena	Schedules/SoFAs/Other Schedules	\$980.00	Applied client revisions to Schedules database (1.2); revised Schedule G database data for counterparty details (3.3); revised Schedule G for contract details (2.5).
2/22/2013	3.0	Varghes, Reena	Schedules/SoFAs/Other Schedules	\$420.00	Revised Schedule G database data for additional contract details (.5); revised database for Schedule deletions (2.5).
Total Billing Amount:				\$4,442.90	

**Exhibit D
to Third Interim Fee Application**

Detailed Time Entries: March 2013

Time Detail Exhibit

Date	Time Elapsed	Name	Activity	Billing Amount	Description
3/7/2013	0.5	Uhrig, Marcia A.	Claims Analysis/Advanced Reconciliation	\$87.50	Corresponded with K. Gargan re claims objection data received, including reaching out to counsel for instruction on how to organize exhibits in connection with that data (.2); reviewed objection exhibit generator in connection with same (.3).
3/15/2013	0.3	Galbraith, Paula	Fee Application Preparation	\$52.50	Prepared draft of February Monthly Fee Statement.
3/26/2013	1.2	Golenberg, Jesse	Fee Application Preparation	\$146.40	Revised Second Interim Fee Application.
3/27/2013	1.1	Golenberg, Jesse	Fee Application Preparation	\$134.20	Continued to Revise Second Interim Fee Application.
3/28/2013	1.4	Golenberg, Jesse	Fee Application Preparation	\$170.80	Continued to revise Second Interim Fee Application(.6); drafted Certification of Second Interim Fee Application (.4); revised Summary of Second Interim Fee Application (.4).
3/29/2013	1.4	Golenberg, Jesse	Fee Application Preparation	\$170.80	Revised Second Interim Fee Application(.4); revised Certification of Second Interim Fee Application (.4); revised Summary of Second Interim Fee Application (.6).
Total Billing Amount:				\$762.20	

Exhibit E
to Third Interim Fee Application

April Monthly Fee Statement

Objection deadline: June 5, 2013

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

----- X
 In re : Chapter 11 Case No.
 :
 PATRIOT COAL CORPORATION, *et al.*, : 12-12900 (SCC)
 :
 Debtors. : (Jointly Administered)
 ----- X

**MONTHLY FEE STATEMENT OF GCG, INC., AS
 ADMINISTRATIVE AGENT FOR THE DEBTORS, FOR
THE PERIOD OF APRIL 1, 2013 THROUGH APRIL 30, 2013**

Angela Ferrante, Vice President, Bankruptcy Operations
 Elizabeth Vrato, Assistant Director, Business Reorganization
 GCG, Inc.

May 20, 2013

FOR PROFESSIONAL SERVICES AND DISBURSEMENTS

Re: Patriot Coal Corporation, *et al.*
 Debtors and Debtors in Possession
 April 1, 2013 through April 30, 2013

Professional Services Rendered by GCG, Inc. as Administrative Agent for the
 Above-Captioned Debtors and Debtors in Possession (collectively, the "Debtors").

Total Amount of Hourly Compensation for Professional Services	\$8,179.80
Holdback as per <i>Order to Establish Procedures for Interim Monthly Compensation and Reimbursement of Expenses of Professionals</i> , dated August 2, 2012 (20%)	(\$1,635.96)
Total Compensation for Professional Services Excluding Holdback	\$6,543.84
Actual and Necessary Expenses	\$0.00
Total Requested Payment	<u>\$6,543.84</u>

April Monthly Fee Statement Index

- Exhibit A Summary of Fees by Billing Category**
- Exhibit B Summary of Fees by Timekeeper**
- Exhibit C Time Detail**

**Exhibit A
to Monthly Fee Statement**

Summary of Fees by Billing Category

COMPENSATION BY BILLING CATEGORY

Patriot Coal Corporation, *et al.*
(April 1, 2013 - April 30, 2013)

	BLEND ED RATE	TOTAL HOURS BILLED	TOTAL FEES
Claims Analysis/Advanced Reconciliation	\$122.38	41.3	\$5,054.20
Fee Application Preparation*	\$168.93	17.2	\$2,905.60
Solicitation	\$110.00	2.0	\$220.00
Total	\$135.20	60.5	\$8,179.80

*CCG, Inc. will voluntarily adjust the fees sought with respect to Fee Application Preparation on a quarterly basis, as necessary, in compliance with applicable precedent in the Bankruptcy Court for the Southern District of New York.

Exhibit B
to Monthly Fee Statement
Summary of Fees by Timekeeper

COMPENSATION BY TIMEKEEPER

Patriot Coal Corporation, *et al.*
 (April 1, 2013 - April 30, 2013)

1. Claims Analysis/Advanced Reconciliation

NAME	SENIORITY	BILLING RATE	HOURS	TOTAL DOLLAR VALUE
Leathem, Patrick M.	Ass't Director, Bankruptcy	\$200.00	0.2	\$40.00
Gargan, Kimberly	Project Manager	\$122.00	41.1	\$5,014.20
Total Claims Analysis/Advanced Reconciliation			41.3	\$5,054.20

2. Fee Application Preparation

NAME	SENIORITY	BILLING RATE	HOURS	TOTAL DOLLAR VALUE
Ferrante, Angela	Vice President, Bankruptcy	\$200.00	0.7	\$140.00
Galbraith, Paula	Bankruptcy Consultant III	\$175.00	1.8	\$315.00
Jankowski, Susan	Sr. Project Manager, Bankruptcy	\$175.00	11.4	\$1,995.00
Nadick, Ryan	Sr. Project Manager, Bankruptcy	\$175.00	1.0	\$175.00
Golenberg, Jesse	Bankruptcy Consultant II	\$122.00	2.3	\$280.60
Total Fee Application Preparation			17.2	\$2,905.60

3. Solicitation

NAME	SENIORITY	BILLING RATE	HOURS	TOTAL DOLLAR VALUE
Gfrerer, Denise	Data Control Supervisor	\$110.00	2.0	\$220.00
Total Solicitation			2.0	\$220.00

**Exhibit C
to Monthly Fee Statement**

Time Detail

GCG Detailed Time Entries

Date	Time Elapsed	Associate	Activity	Billing Amount	Description
Claims Analysis/Advanced Reconciliation					
4/2/2013	2.9	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$353.80	Reviewed draft data from AlixPartners regarding the first batch of omnibus objection claims for property damage claims that have been cured/assumed (1.2); entered proposed recon on 269 affected claims (4); created draft exhibits for the omnibus motions for 269 claims (4); followed-up with case team re same (.3); reviewed stipulation provided by AP regarding expungement of Fifth Third claims (2); worked with A. Moodie to expunge claims affected by settlement (4).
4/3/2013	1.9	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$231.80	Received data regarding amended/duplicate claims for objection purposes (.3); updated each objectionable claim with the surviving claim information; ran report for AP re same (.9); followed-up with AP regarding questions relating to surviving claim numbers (where newly filed claims were filed but not listed on the spreadsheet) (.2); updated claim records with AP response (.3); began preparations for exhibit generation (.2).
4/4/2013	1.9	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$231.80	Worked with I. Finklestein and Systems on exhibit generation for duplicate claims/database updates re same (.8); removed certain claims from duplicate claim objection per instruction from J. Clarey at AP (.3); continued work with systems relating to descriptions for claimants (as to appear alphabetically in the objection) (.4); generated draft exhibits and sent to local counsel and AlixPartners for review (.4).
4/5/2013	0.6	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$73.20	Discussion with case team re: exhibit generation for upcoming proposed omnibus exhibits (.2); follow-up with AlixPartners re: same (.2); code parties for exhibit generation (.2).
4/8/2013	2.3	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$280.60	Work with local counsel and create exhibit page for possible duplicate claims objections (.4); created exhibit for amended claims objections (.8); sent both to counsel for review (.2); follow-up conversation with counsel re: exhibits using "official" claim numbers (EDMO or GCG) (.5); conversation with E. Vrato re same (.2); scheduled call with counsel to discuss (.2).
4/9/2013	1.5	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$183.00	Updated exhibits (amending/duplicate) with GCG and ED MO claim numbers per counsels request (.8); follow-up with J. Ashley re: questions re: matching (.2); prepared for/attended call with counsel re: omnibus exhibits (.5).

GCG Detailed Time Entries

Date	Time Elapsed	Associate	Activity	Billing Amount	Description
4/10/2013	3.4	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$414.80	Handled settlement agreements received from AlixPartners relating to 81 allowed claims, and 49 disallowed claims (.2); updated claim amounts and/or allowed debtors for allowed claims (.7); researched scheduled claims that were disallowed but the claim attached to the claim was allowed and updated reconciliation re same (.8); updated allowed amounts to 0.00 for disallowed claims with no allowed claim number attached (.3); received data for exhibit to paid/satisfied/released omnibus exhibit/reviewed data to determine accuracy of claim numbers (.6); prepared data for omnibus exhibit generation (.4); discussions with I Finklestein re: updates to GCGs exhibit generator tool (.4).
4/11/2013	2.6	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$317.20	Continued work with I. Finklestein regarding updates relating to exhibit generator tool for omnibus exhibits (.3); received follow-up data from AlixPartners relating to settled claims and updated claim recon and prepared data for exhibit generation (.8); ran new exhibits for counsel which included claim number/ed no claim number and filed dates (.6); associated settlement letters to claim records as confirmation of claim updates (.6); followed-up with audit team re updates/for review (.3).
4/12/2013	2.7	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$329.40	Prepared for call with counsel to discuss exhibits and claims matching (.3); attended call with E. Vrato and L. Hughes to discuss draft customized notice for Omnibus exhibits/exhibit generating for draft exhibits (.3); generated updated exhibits relating to amended, duplicate, assumed, and paid/satisfied claims (1.1); call with E. Vrato and K Grover regarding claims uploading/exhibit generation updates; QA of matched data (.4); updated paid/released data for counsel (.3); talks with AP regarding claimants removal from the exhibits (.3)
4/15/2013	2.8	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$341.60	Numerous updates to Amended/Duplicate exhibit tabs per AlixPartners request (removal of parties receiving settlement letters) (.6); updated Amending/Duplicate/Assumed/Paid satisfied exhibits for counsel/AP (.5); discussions with case team re: ED MO claims matching for completion of exhibits for omnibus mailings/progress re same (.6); prepared creditor data (scheduled, filed claims, and split claims) for parties who will be affected by settlement notice mailing (for Tues) and saved data/notices relating to both on n drive (1.1).

GCG Detailed Time Entries

Date	Time Elapsed	Associate	Activity	Billing Amount	Description
4/16/2013	1.9	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$231.80	Reviewed/updated claim values per settlement agreement updates provided by AlixPartners (.7); associated settlement agreements to affected scheduled/filed claims (.6); updated exhibits relating to amended claims per removal of claimants from AP (.3); forwarded updated exhibits to Bryan cave (.2); followed-up with case team re updates (.1).
4/17/2013	4.1	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$500.20	Updated claimants affected by Duplicate and Amending omnibus objections as requested by AlixPartners (.4); reviewed database reconciliation to claimants re: same to determine numbers matched those provided by AlixPartners (.3); forwarded updated exhibits to counsel/AP (.1); reviewed draft 1st/2nd omnibus objections provided by Bryan Cave to ensure all information provided within was accurate (.8); discussions with counsel re: customized notice (.2); received customized notice/reviewed for customization pieces/accuracy of data (.4); follow-up call with R. Nadick re: customized notices/internal preparation for service (once final) (.8); reviewed redline of changes to customized notice provided by R. Nadick (.2); update duplicate exhibit/database references after discussions with Bryan Cave and AP (.3); email revised exhibit to parties re: same (.2); call with Case team/DPW/AP re: settlement letter mailing/data updates re same (.4).
4/18/2013	2.1	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$256.20	Updated exhibits for Amended/Duplicate exhibits per counsels request (.6); emailed counsel/AP updated exhibits re same (.2); removed certain parties from possible omnibus objection per APs instructions (.3); reconciled ED MO claim nos. with GCG claim nos. per counsels request (.3); updated wording of exhibits per Bryan Cave's request (.5); sent revised exhibits to Bryan cave re same (.2)
4/19/2013	0.9	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$109.80	Updated exhibits for omnibus objections (.3); updated data relating to settlement agreements (including reconciliation re: filed/scheduled claims) for AlixPartners(.6).
4/22/2013	2.6	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$317.20	Reviewed settlement report filed by AP/Debtors counsel to determine GCG has received settlement agreements for all claims listed (1.2); updated amounts of filed claims for claims received from AP/updated reconciliation (.8); followed-up with case team re findings (.2); reached out to AP regarding settlement data not provided (.4)

GCG Detailed Time Entries

Date	Time Elapsed	Associate	Activity	Description	Billing Amount
4/23/2013	2.9	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	Worked with A. Moodie to pull supplemental settlement modifications from ftp site (.3); follow-up with AP re: outstanding settlement agreement for guyan service co (which appeared on settlement report) (.2); confirmed updates to settlements with no exhibit pages with D. Patel (.3); updated scheduled/filed claims amounts with updates provided by AP (.9); updated allowed debtors for filed claims pursuant to settlement agreements (.7); associated modified settlement agreements to scheduled filed claims (.3); updated register remarks for all affected claims for claims register updates (.2).	\$353.80
4/24/2013	1.1	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	Updated allowed and disallowed claim amounts pursuant to settlement agreement modifications provided by AP (.8); follow-up with AP re: confirmation of amounts for settlements with no exhibits (.2); sent updates to audit team for review. (.1).	\$134.20
4/25/2013	0.4	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	Reviewed spreadsheet from AP regarding split claims (.2); inserted split claim values for APs review (.2).	\$48.80
4/29/2013	1.7	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	Worked with J. Clarey on Non Real estate/Real Estate data for omnibus exhibits (.6); removed parties from Non real estate exhibit that were removed from the objection (.3); followed-up with J. Clarey re same (.2); prepared exhibit for non real estate paid/satisfied parties (.3); prepared exhibit for real estate paid/satisfied parties (.3).	\$207.40
4/30/2013	0.8	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	Updated proposed exhibits for paid and satisfied claims (Ex A/B) for Brayn Cave (.4); updated allowed claim amounts per modified settlement agreements provided by Alixpartners (.4).	\$97.60
4/8/2013	0.2	Leatham, Patrick M.	Claims Analysis/Advanced Reconciliation	Emails w/ K. Gargan, L. Huhes re amended/superseded claims.	\$40.00
Fee Application Preparation					
4/12/2013	0.7	Ferrante, Angela	Fee Application Preparation	Reviewed and provided comments to fee application (.5); emails w/fee app prep team re same (.2).	\$140.00
4/4/2013	1.5	Galbraith, Paula	Fee Application Preparation	Reviewed draft of interim fee application (1.0); correspondence with J. Golenberg re: edits (.2); reviewed local rules for fee application requirements (.3).	\$262.50
4/5/2013	0.1	Galbraith, Paula	Fee Application Preparation	Correspondence with fee app team regarding footnote edits for second interim applications.	\$17.50

GCG Detailed Time Entries

Date	Time Elapsed	Associate	Activity	Billing Amount	Description
4/15/2013	0.2	Galbraith, Paula	Fee Application Preparation	\$35.00	Correspondence with S. Jankowki regarding final edits to interim application footnotes.
4/1/2013	0.3	Golenberg, Jesse	Fee Application Preparation	\$36.60	Revised Second Interim Fee Application.
4/2/2013	0.7	Golenberg, Jesse	Fee Application Preparation	\$85.40	Continued to revised Second Interim Fee Application.
4/3/2013	0.2	Golenberg, Jesse	Fee Application Preparation	\$24.40	Revised Certification of Second Interim Fee Application.
4/4/2013	0.3	Golenberg, Jesse	Fee Application Preparation	\$36.60	Continued to revise Certification of Second Interim Fee Application.
4/8/2013	0.8	Golenberg, Jesse	Fee Application Preparation	\$97.60	Continued to revise Second Interim Fee Application (.4); Revised exhibits to Second Interim Fee Application (.4).
4/3/2013	2.3	Jankowski, Susan	Fee Application Preparation	\$402.50	Prepared fee app exhibits (.8); communications with Team re fee app exhibits (.3); revised exhibits to fee application (1.2).
4/4/2013	2.4	Jankowski, Susan	Fee Application Preparation	\$420.00	Analyzed interim application (.9); analyzed exhibits for same (.6); discussions with J Golenberg and L Vrato re same (.9).
4/5/2013	0.6	Jankowski, Susan	Fee Application Preparation	\$105.00	Analyzed draft of interim fee application with exhibits.
4/8/2013	0.8	Jankowski, Susan	Fee Application Preparation	\$140.00	Reviewed changes to interim app; Follow up with J. Golenberg re completing edits, and sending final draft to team for review.
4/9/2013	1.3	Jankowski, Susan	Fee Application Preparation	\$227.50	Revised Fee Application per comments from E. Vrato (1.1); communications with case team regarding March fees (.2).
4/10/2013	1.3	Jankowski, Susan	Fee Application Preparation	\$227.50	Revised interim fee application (.9); verified expenses and charges (.2); communications with Case Team re same (.2).
4/11/2013	0.2	Jankowski, Susan	Fee Application Preparation	\$35.00	Communications with Case Team and A. Ferrante re Fee Application draft.
4/12/2013	1.1	Jankowski, Susan	Fee Application Preparation	\$192.50	Communications with internal case team regarding fee application (.3); research re certain components contained within fee application (.8).
4/13/2013	0.5	Jankowski, Susan	Fee Application Preparation	\$87.50	Monitored emails re interim fee application.
4/14/2013	0.3	Jankowski, Susan	Fee Application Preparation	\$52.50	Monitored emails re interim fee application.
4/15/2013	0.6	Jankowski, Susan	Fee Application Preparation	\$105.00	Revised interim fee application.
4/10/2013	0.7	Nadick, Ryan	Fee Application Preparation	\$122.50	Reviewed and revised second interim fee application (.7)
4/11/2013	0.3	Nadick, Ryan	Fee Application Preparation	\$52.50	Attended to noticing of various pleadings including 1113 proposal.

Solicitation

4/19/2013	2.0	Gfrerer, Denise	Solicitation	\$220.00	Created templates for 1st, 2nd Omnibus Customized Notices.
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Total Billing Amount: \$8,179.80

Exhibit F
to Third Interim Fee Application

May Monthly Fee Statement

Objection deadline: July 5, 2013

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

----- X
 In re : Chapter 11 Case No.
 :
 PATRIOT COAL CORPORATION, *et al.*, : 12-12900 (SCC)
 :
 Debtors. : (Jointly Administered)
 ----- X

**MONTHLY FEE STATEMENT OF GCG, INC., AS
 ADMINISTRATIVE AGENT FOR THE DEBTORS, FOR
 THE PERIOD OF MAY 1, 2013 THROUGH MAY 31, 2013**

Angela Ferrante, Vice President, Bankruptcy Operations
 Elizabeth Vrato, Assistant Director, Midwest Operations
 GCG, Inc.

June 20, 2013

FOR PROFESSIONAL SERVICES AND DISBURSEMENTS

Re: Patriot Coal Corporation, *et al.*
 Debtors and Debtors in Possession
 May 1, 2013 through May 31, 2013

Professional Services Rendered by GCG, Inc. as Administrative Agent for the
 Above-Captioned Debtors and Debtors in Possession (collectively, the "Debtors").

Total Amount of Hourly Compensation for Professional Services	\$8,292.40
Holdback as per <i>Order to Establish Procedures for Interim Monthly Compensation and Reimbursement of Expenses of Professionals</i> , dated August 2, 2012 (20%)	(\$1,658.48)
Total Compensation for Professional Services Excluding Holdback	\$6,633.92
Total Requested Payment	\$6,633.92

May Monthly Fee Statement Index

- Exhibit A** **Summary of Fees by Billing Category**
- Exhibit B** **Summary of Fees by Timekeeper**
- Exhibit C** **Time Detail**

Exhibit A
To May 2013 Monthly Fee Statement
Summary of Fees by Billing Category

COMPENSATION BY BILLING CATEGORY

Patriot Coal Corporation, *et al.*
(May 1, 2013 - May 31, 2013)

	BLEND ED RATE	TOTAL HOURS BILLED	TOTAL FEES
Claims Analysis/Advanced Reconciliation	\$122.00	50.5	\$6,161.00
Fee Application Preparation*	\$140.58	11.8	\$1,658.90
Schedules/SoFAs/Other Schedules	\$175.00	2.7	\$472.50
Total	\$127.58	65.0	\$8,292.40

*CCG, Inc. will voluntarily adjust the fees sought with respect to Fee Application Preparation on a quarterly basis, as necessary, in compliance with applicable precedent in the Bankruptcy Court for the Southern District of New York.

Exhibit B
To May 2013 Monthly Fee Statement
Summary of Fees by Timekeeper

COMPENSATION BY TIMEKEEPER

Patriot Coal Corporation, *et al.*
 (May 1, 2013 - May 31, 2013)

1. Claims Analysis/Advanced Reconciliation

NAME	SENIORITY	BILLING RATE	HOURS	TOTAL DOLLAR VALUE
Gargan, Kimberly	Project Manager	\$122.00	50.5	\$6,161.00
Total Claims Analysis/Advanced Reconciliation			50.5	\$6,161.00

2. Fee Application Preparation

NAME	SENIORITY	BILLING RATE	HOURS	TOTAL DOLLAR VALUE
Vrato, Elizabeth	Ass't Director, Bankruptcy	\$200.00	2.2	\$440.00
Galbraith, Paula	Bankruptcy Consultant III	\$175.00	0.6	\$105.00
Granger, Lauren	Sr. Project Manager, Bankruptcy	\$175.00	0.3	\$52.50
Golenberg, Jesse	Bankruptcy Consultant II	\$122.00	2.9	\$353.80
Grover, Kevin	Project Manager, Bankruptcy	\$122.00	5.8	\$707.60
Total Fee Application Preparation			11.8	\$1,658.90

3. Schedules/SoFAs/Other Schedules

NAME	SENIORITY	BILLING RATE	HOURS	TOTAL DOLLAR VALUE
Ashley, Jeanette	Sr. Project Manager, Bankruptcy	\$175.00	2.1	\$367.50
Nadick, Ryan	Sr. Project Manager, Bankruptcy	\$175.00	0.6	\$105.00
Total Schedules/SoFAs/Other Schedules			2.7	\$472.50

Exhibit C
To May 2013 Monthly Fee Statement
Time Detail

GCG Detailed Time Entries

Date	Time Elapsed	Associate	Activity	Billing Amount	Description
Claims Analysis/Advanced Reconciliation					
5/1/2013	0.9	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$109.80	Preliminary review of updates to real/non-real estate omnibus objections (.3); follow-up with AP and local counsel re same (.2); identify affected claims in database (.3); discussions with R. Nadick re: information (.1).
5/2/2013	3.9	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$475.80	Reviewed updates relating to Real property/Non real property exhibits provided by AlixPartners (.3); marked claimed records for upcoming omnibus exhibits (.3); followed-up with counsel re: order of exhibits for omnibus objections (.2); discussions with D. Patel re: outstanding settlements not listed on GCGs claim register (.3); updated allowed amounts of settlements for filed/ scheduled claims (1.7); updated allowed debtors for filed claims (.4); generated omnibus exhibits for Ex A, B, C of Paid/satisfied/released objection (.4); formatted reports to conform with counsels objection (.3).
5/3/2013	1.6	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$195.20	Worked with D. Patel at AP to reconcile settlement agreements that AP executed which were not yet provided to GCG (.3); reviewed settlement agreements provided (with complete exhibits) (.4); updated allowed/disallowed amounts re same (.4); conferred with AP re: outstanding exhibits (.2); discussions with AP re: split claims/executed agreements (.3).
5/6/2013	2.9	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$353.80	Reviewed spreadsheet provided by D. Patel of AP re: claims in GCG and AP databases (.4); composed spreadsheet of all claims affected by modified settlements to prepare database for allowed/disallowed claim updates (.9); revised allowed claim amounts/debtors per claims listed on exhibit b of settlements for accuracy (.7); updated claims on exhibit A settlements to reflect disallowments of claims (.6); Finalized for QA review (.3).
5/7/2013	2.1	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$256.20	Continued follow-up with D. Patel re: claim 3964 (priority/unsecured amount) (.4); conferred with M. Uhrig re total amount of claim 3964(.3); updated settlement agreement relating to claims provided by D Patel reallocated claim amounts/debtors, disallowed claims (.6); followed-up with AP re same (.2); linked settlement claim images to claim reconciliation rows for website availability (.6).

GCG Detailed Time Entries

Date	Time Elapsed	Associate	Activity	Billing Amount	Description
5/8/2013	1.1	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$134.20	Conferred with D. Patel/J. Clarey at AlixPartners re: settlements from batch 3 (.4); preliminary reviewed settlements to determine if any additional information (ie: exhibit pages) were required from AP (.4); reviewed exhibits for paid/satisfied/released claims to determine if additional information was needed prior to customized mailing on 5/17 (.3).
5/9/2013	5.3	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$646.60	Reviewed possible bondholder objection parties provided by AlixPartners for upcoming objection(.5); coded database bondholder parties for future omnibus objections (.7); created exhibits for AP/Counsels review (.8); reviewed settlements for 550 scheduled/filed claims for accuracy of information contained within (1.4); coordinated with systems to update allowed amounts for 300 claims (.5); coordinated with systems to update allowed debtors for 300 claims (.4); updated reconciliation rows for allowed claims (.4); updated allowed amounts for settlements (.3); updated register remarks for settled claims (.3).
5/10/2013	3.2	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$390.40	Reviewed data relating to 5th batch of settlement letters provided by AlixPartners for accuracy (.4); responded to AP re same (.1); reviewed preliminary data for Books and Records objection (.6); begin preparations of exhibit generation (.4); worked with A. Moodie on creation of split claims based on settlement agreements (.3); edited real property objection to verify parties (.2); provided counsel with updated exhibit re same (.2); conferred with AP on providing claim numbers for scheduled and filed split claims for batch 5 records (.4); continued to coordinate with systems to update database to allow splitting of scheduled claims (with partial transfers) (.6).
5/13/2013	1.1	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$134.20	Reviewed settlements regarding creation of split claims (.2); created new nme records for parties who need split claims created to match the primary nme (.3); associated claim images for split claims/update debtors/update allowed amounts (.4); associated images to split claims (.2).

GCG Detailed Time Entries

Date	Time Elapsed	Associate	Activity	Billing Amount	Description
5/14/2013	2.4	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$292.80	Reviewed split claims created by A. Moodie (.4); updated allowed amounts re same (.3); conferred with AP regarding allowed scheduled and filed claims on same nme record (.5); updated reconciliation relating to paid/satisfied claims for AP by removing parties who had not previously been paid per company (.3); associated settlement images to reconciliation rows for settlement agreements (.4); updated allowed amounts/debtors for remaining settlement agreements provided by AP (.3); followed-up with AP re status of service of new settlement agreements (.2).
5/15/2013	2.9	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$353.80	Conferred with internal case team to discuss settlement agreement status, EDMO claim updates, split claims, etc. (.5); communicated with AP regarding scheduled/filed claims with dual allowed amounts (.4); call with AP, and DPW, to discuss settlement agreements, omnibus claim objection data, amending schedules, upcoming claim alterations re transfers (.5); reviewed previously received settlement agreements for dual scheduled/filed claims allowed amounts with different debtors/classifications (.9); conferred with AP re same(.4); reviewed supplemental settlement agreements from AP re: 1, 2, and batch 3 for accuracy (.2).
5/16/2013	4.6	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$561.20	Categorized additional settlement agreements from AP (.2); updated scheduled/filed claims allowed amounts pursuant to signed settlement agreement exhibits (1.3); updated allowed debtors pursuant to signed settlement agreement exhibits (.3); reviewed books and records objections for basis' of objection (.3); modified amount (.3); modified class in recon for groups of books and records objections (.6); coordinated with systems/QA on updating proposed allowed debtors/amounts for claimants affected by books and records omnibus objection (.4); generated exhibits re same (.5); conferred with I. Finklestein re: updates to the exhibit generator tool (.3); reviewed previously filed settlements to determine that filed claims on a scheduled record were not both listed as "allowed" (.4).

GCG Detailed Time Entries

Date	Time Elapsed	Associate	Activity	Billing Amount	Description
5/17/2013	1.8	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$219.60	Performed reconciliation on claims affected by 3rd and 4th omnibus objections (.6); updated records affected by the batch 5 settlement agreements (.4); entered updates to claim allowed amounts pursuant to settlement agreements received (.4); generated new exhibits for omnibus objection orders for 1st and 2nd omnibus objections (.4)
5/21/2013	0.9	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$109.80	Updated allowed amounts of claims per settlements received from AP (.5); updated allowed debtors for claims affected by settlements from AP (.2); communicated with A. Moodie re: split claim creation (.2).
5/22/2013	2.2	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$268.40	Updated allowed amounts/remarks for expunged claims per Order No. 4041 (.3); updated withdrawn claims per Order No. 4041 (.2); updated allowed amounts/remarks for expunged claims per Order No. 4042 (.3); compared AP and GCG registers per expunged claims per D. Patels request (.3); reviewed docketed stipulations for potential expungement of claims (.3); conferred with R. Nadick re same (.2); reviewed settlement agreement updates per A. Moodie (split claims/allowed/disallowed) (.6).
5/23/2013	3.4	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$414.80	Reviewed docket 4039 to determine if claims needed expungement (.4); conferred with R. Nadick re same (.2); ran protocol with R. Nadick on updating reconciliation/allowed amounts for expunged claims 1200-1205 (.6); reviewed supplemental settlement agreements/spreadsheet provided by D. Patel at AP (.4); updated allowed amounts for claims allowed pursuant to stipulation (.4); updated recon for claims disallowed per settlement (.3); reviewed draft data for 6th batch of settlement letters (.4); communicated with D. Patel re: claim numbers for potential split claims (.3); reviewed final set of settlement agreements updated by A. Moodie for accuracy (.4).
5/28/2013	1.9	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$231.80	Collaborated with I. Finklestein on objection exhibit generator for books & records claims (.4); reviewed updated data from AP re: 5 different books and records omnibus objections (.4); revised reconciliation relating to first batch provided by AP (.3); worked with systems to update proposed amounts of removed data (.3); sorted new data by reconciliation group for recon prep purposes (.3); followed-up with case team re same (.2).

GCG Detailed Time Entries

Date	Time Elapsed	Associate	Activity	Billing Amount	Description
5/29/2013	2.3	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$280.60	Updated claim reconciliation for books and records for claims with wrong debtor (.3); updated recon for books and records for claims with reclassification (.3); updated recon for books and records claims with reduction/wrong debtor/reclassification (.4); updated recon for books and records claims with reducte/wrong debtor (.2); updated recon for books and records claims with reduction (.3); conferred with I. Finklestein re: exhibit generator (.2); coordinated with systems to update proposed debtors/proposed allowed amounts for books and records objections (.4); discussions with AP regarding modified settlemetns to be psoted to ftp site/updated in database (.2).
5/30/2013	3.6	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$439.20	Reviewed settlement letters/data from AP (.1); reviewed data/pdfs to determine if all claims were properly captured (1.2); updated allowed amounts/debtors pursuant to settlement agreement (1.4); updated reconciliation on disallowed claim debtors/amounts pursuant to settlement letters received (.7); followed up with AP regarding missing pdfs for settlement agreements (.2)
5/31/2013	2.4	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$292.80	Received draft data re: Insufficient document claims objections from AP (.1); reviewed spreadsheet against filed claims to determine accuracy of information (.4); updated potential reconciliation on affected claims (.4); conferred with internal case team re same (.1); received draft data re: pension/benefits claims objections from AP for expungement (.1); reviewed spreadsheet against filed claims to determine accuracy of information (.3); updated potential reconciliation on affected claims (.3); conferred with internal case team re same (.1); reviewed settlement agreement updates by A. Moodie to ensure accuracy of allowed/disallowed amounts (.3); discussions with AP regarding split claims/503b9 updates (.3).
Fee Application Preparation					
5/17/2013	0.6	Galbraith, Paula	Fee Application Preparation	\$105.00	Finalize fee application for filing (.4); internal fee application team communication regarding finalization of application (.2).
5/15/2013	2.1	Golenberg, Jesse	Fee Application Preparation	\$256.20	Drafted fee statement for April.
5/20/2013	0.8	Golenberg, Jesse	Fee Application Preparation	\$97.60	Finalized monthly fee statement for April 2013.
5/20/2013	0.3	Granger, Lauren	Fee Application Preparation	\$52.50	Reviewed April monthly fee statement.

GCG Detailed Time Entries

Date	Time Elapsed	Associate	Activity	Billing Amount	Description
5/2/2013	0.9	Grover, Kevin	Fee Application Preparation	\$109.80	Reviewed timeline tracking process for fee application progress for potential improvements for discussion with E. Vrato and S. Jankowski (.4); participated in meeting to review status of April fee application activity (.5).
5/6/2013	0.4	Grover, Kevin	Fee Application Preparation	\$48.80	Pulled timekeeping reports for monthly fee statement exhibits.
5/7/2013	0.5	Grover, Kevin	Fee Application Preparation	\$61.00	Pulled and split timekeeping report for April fee statement.
5/8/2013	1.4	Grover, Kevin	Fee Application Preparation	\$170.80	Ran time checking tool to verify time for timekeeping reports for April (.6); updated March and created April time lines for monthly and interim applications (.4); team meeting to review status of application to be filed in May (.4).
5/14/2013	0.5	Grover, Kevin	Fee Application Preparation	\$61.00	Extracted expenses for April for fee application exhibit.
5/17/2013	2.1	Grover, Kevin	Fee Application Preparation	\$256.20	Conferred with Fee Application Team re status of monthly application and tasks (.4); generated, revised, finalized exhibits for April fee statement (1.7).
5/16/2013	0.8	Vrato, Elizabeth	Fee Application Preparation	\$160.00	Continued revision of monthly fee application with supporting documents.
5/17/2013	0.9	Vrato, Elizabeth	Fee Application Preparation	\$180.00	Continued revision of fee app.
5/20/2013	0.5	Vrato, Elizabeth	Fee Application Preparation	\$100.00	Continued revision of monthly statement.
Schedules/SoFAs/Other Schedules					
5/16/2013	0.2	Ashley, Jeanette	Schedules/SoFAs/Other Schedules	\$35.00	Reviewed correspondence re amendments to the Schedules.
5/20/2013	0.2	Ashley, Jeanette	Schedules/SoFAs/Other Schedules	\$35.00	Conferred with P. Kinealy re Schedule Amendments.
5/21/2013	0.3	Ashley, Jeanette	Schedules/SoFAs/Other Schedules	\$52.50	Reviewed documents from client, drafts of amended Schedules.
5/29/2013	1.4	Ashley, Jeanette	Schedules/SoFAs/Other Schedules	\$245.00	Reviewed Schedule amendments data from client (.3) prepare request for data team to generate Schedules forms (.6); check forms from data team (.5).
5/21/2013	0.3	Nadick, Ryan	Schedules/SoFAs/Other Schedules	\$52.50	Reviewed amended schedules re 401(k) amendments (.3)
5/22/2013	0.3	Nadick, Ryan	Schedules/SoFAs/Other Schedules	\$52.50	Telephone conf w/ R. McWilliams re revisions to amended schedules (.2); correspondence w/ K. Burlage re same (.1)

Total Billing Amount: \$8,292.40

**Exhibit G
to Third Interim Fee Application**

June Monthly Fee Statement

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

In re:

PATRIOT COAL CORPORATION, *et al.*,

Debtors.

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

Objection Deadline:
 August 3, 2013

**MONTHLY FEE STATEMENT OF GCG, INC., AS
 ADMINISTRATIVE AGENT FOR THE DEBTORS, FOR
 THE PERIOD OF JUNE 1, 2013 THROUGH JUNE 30, 2013**

Angela Ferrante, Vice President, Bankruptcy Operations
 Elizabeth Vrato, Assistant Director, Midwest Operations
 GCG, Inc.

July 19, 2013

FOR PROFESSIONAL SERVICES AND DISBURSEMENTS

Re: Patriot Coal Corporation, *et al.*
 Debtors and Debtors in Possession
 June 1, 2013 through June 30, 2013

Professional Services Rendered by GCG, Inc. as Administrative Agent for the
 Above-Captioned Debtors and Debtors in Possession (collectively, the "Debtors").

Total Amount of Hourly Compensation for Professional Services	\$10,040.70
Holdback as per <i>Order to Establish Procedures for Interim Monthly Compensation and Reimbursement of Expenses of Professionals</i> , dated August 2, 2012 (20%)	(\$2,008.14)
Total Compensation for Professional Services Excluding Holdback	\$8,032.56
Actual and Necessary Expenses	\$14.26
Total Requested Payment	\$8,046.82

June Monthly Fee Statement Index

Exhibit A Summary of Fees by Billing Category

Exhibit B Summary of Fees by Timekeeper

Exhibit C Time Detail

Exhibit D Actual and Necessary Expenses

Exhibit A
To June 2013 Monthly Fee Statement
Summary of Fees by Billing Category

SUMMARY OF FEES BY BILLING CATEGORY

Patriot Coal Corporation, *et al.*
(June 1, 2013 - June 30, 2013)

	BLEND ED RATE	TOTAL HOURS BILLED	TOTAL FEES
Claims Analysis/Advanced Reconciliation	\$119.71	57.0	\$6,823.50
Fee Application Preparation*	\$137.00	23.1	\$3,164.70
Schedules/SoFAs/Other Schedules	\$175.00	0.3	\$52.50
Total	\$124.88	80.4	\$10,040.70

*CCG, Inc. will voluntarily adjust the fees sought with respect to Fee Application Preparation on a quarterly basis, as necessary, in compliance with applicable precedent.

Exhibit B
To June 2013 Monthly Fee Statement
Summary of Fees by Timekeeper

SUMMARY OF FEES BY TIMEKEEPER

Patriot Coal Corporation, *et al.*
 (June 1, 2013 - June 30, 2013)

1. Claims Analysis/Advanced Reconciliation

NAME	SENIORITY	BILLING RATE	HOURS	TOTAL DOLLAR VALUE
Gargan, Kimberly	Project Manager	\$122.00	54.1	\$6,600.20
Moodie, Alison	Project Supervisor	\$77.00	2.9	\$223.30
Total Claims Analysis/Advanced Reconciliation			57.0	\$6,823.50

2. Fee Application Preparation

NAME	SENIORITY	BILLING RATE	HOURS	TOTAL DOLLAR VALUE
Vrato, Elizabeth	Ass't Director, Bankruptcy	\$200.00	2.2	\$440.00
Granger, Lauren	Sr. Project Manager, Bankruptcy	\$175.00	2.8	\$490.00
Nadick, Ryan	Sr. Project Manager, Bankruptcy	\$175.00	0.5	\$87.50
Golenberg, Jesse	Bankruptcy Consultant II	\$122.00	10.9	\$1,329.80
Grover, Kevin	Project Manager, Bankruptcy	\$122.00	6.7	\$817.40
Total Fee Application Preparation			23.1	\$3,164.70

3. Schedules/SoFAs/Other Schedules

NAME	SENIORITY	BILLING RATE	HOURS	TOTAL DOLLAR VALUE
Nadick, Ryan	Sr. Project Manager, Bankruptcy	\$175.00	0.3	\$52.50
Total Schedules/SoFAs/Other Schedules			0.3	\$52.50

Exhibit C
To June 2013 Monthly Fee Statement
Time Detail

Time Detail Exhibit

Date	Time Elapsed	Name	Activity	Billing Amount	Description
6/3/2013	2.2	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$268.40	Reviewed updated settlement agreements provided by AP (.4); updated allowed amounts of claims affected by settlements (.6); updated disallowed amounts of claims affected by settlement letters (.3); discussions with counsel re: exhibits for upcoming omnibus objections (.3); discussions with case team re: potential filed and scheduled claim splits per matching (.4); created insufficient documentation exhibit for counsel (.2).
6/4/2013	5.2	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$634.40	Reviewed paid/satisfied spreadsheet for upcoming objection from AP to ensure all information was accurate (.3); updated proposed reconciliation for all records re same (.3); generated exhibit for paid satisfied parties for objection (.4); generated exhibit for insufficient documentation parties for upcoming omnibus objection (.4); created exhibit for bondholder exhibit for upcoming objection (.4); generated updated exhibit for books & records objections for modify amount (.3), generated updated exhibit for books/records objections for priority and amount(.3), generated updated exhibit for books/records objections for wrong debtor(.2), generated updated exhibit for books/records objections for modify priority (.3); forwarded exhibits to counsel for review/comments (.2); reviewed draft 5th omnibus from counsel re: books and records (.2); updated new breakdown of claims per objection (new exhibit classifications created) (.4); updated reconciliation for modify debtor/reclassify claims (.3); generated new exhibits for all books and records omnibus objections (.7); created exhibit for claims against non-debtor entities after review of spreadsheet re same (.3); forwarded exhibits to counsel for review (.2).
6/5/2013	1.3	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$158.60	Attended call with AP re: settlement letter updates to be posted to FTP for update (.3); updated exhibits relating to 9 B&R omnibus objections, forwarded to counsel for review (.6); discussions with AP regarding split filed/partial transfer scheduled claims and claims matching relating to same (.4).

Time Detail Exhibit

Date	Time Elapsed	Name	Activity	Billing Amount	Description
6/6/2013	5.3	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$646.60	Communicated with Bryan Cave regarding naming convention of exhibits (.2); updated all B&R exhibits with comments from counsel (.4); reviewed AP "satisfied" scheduled records against GCG records to determine if there were settlements AP had as resolved(.6); discussions with D. Patel re: outstanding settlements re: same (.2); reviewed for accuracy all exhibits re exhibits received missing settlements from AP(.3); followed-up with D. Patel re outstanding exhibit information for update purposes (.2); coordinated with A. Moodie to update remaining complete settlements (.3); attached images of settlements to affected claims (.3); discussions with J. Clarey re: additional books and records objection parties received (.2); reviewed objections spreadsheet for accuracy of information (.3); coordinated with systems/QA to populate claims with proposed amounts/proposed debtors (.5); separated claimants affected by exhibits for B&R objection for reconciliation purposes (.2); generated new exhibits based on addition of B&R zero value claims (.6); follow-up with counsel and AP re: B&R objections (.2); reviewed updated settlement agreements from D. Patel at Alixpartners (.2); updated database with allowed/disallowed amounts/debtors (.3); coordinated with I. Finklestein on updates to exhibit generator tool (.3).
6/7/2013	3.6	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$439.20	Reviewed updates to bondholder exhibit as provided by AlixPartners (.3); generated updated exhibit for bondholder exhibit for upcoming omnibus objection (.3); generated updated exhibits for books & records objections for wrong debtor/wrong priority claims (.5); forwarded exhibits to counsel for review/comments (.2); reviewed draft 6th omnibus customized notice form from counsel re: insufficient documentation (.2); updated reconciliation for B&R omnibus claimants per objection data received from J. Clarey (.4); per counsel's request, generated exhibits for all parties affected by books and records omnibus objections (.7); forwarded exhibits to counsel for review (.2); reviewed updated settlement agreements provided by D. Patel for accuracy of claim information (.4); prepared database for updates relating to allowed amounts/debtors re same (.2); followed-up with case team re: data (.2).

Time Detail Exhibit

Date	Time Elapsed	Name	Activity	Billing Amount	Description
6/10/2013	5.3	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$646.60	Per discussions with B. Walsh at Bryan cave, updated format of Exhibit F (modify priority/amount) (.3); updated order of exhibit relating to B&R exhibit G (wrong debtor/amount/priority) for B. Walsh (.3); removed parties from potential 6th omni objection motion (insufficient documents) (.2); generated new exhibit for counsel (.2); reviewed supplementation batch 3 and 4 settlements provided by AP (.4); reviewed allowed claims against settlement letters (.4); coordinated with systems to update allowed amounts for allowed filed/scheduled claims (.5); worked with systems to update allowed debtors for all claims listed as allowed in settlements (.3); updated disallowed amounts for schedules listed on Ex A of settlement letters (separating out schedules attached to filed claims) (.6); updated reconciliation for all claims affected for website claims register (.3); reviewed split claims to be created (.2); created new database records for split claims (.4); assigned images for original claim to newly created split records (.5); updated allowed amounts/debtors for each split claim along with the original claim number (.6); assigned settlement images to records (.1).
6/11/2013	1.0	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$122.00	Reviewed updated zero liability exhibits from AlixPartners and Bryan Cave (.3); removed parties no longer being objected to (.2); generated new exhibit for counsel/AP review (.3); inserted explanations for zero liability objection per Bryan Cave data (.2).
6/12/2013	1.1	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$134.20	Updated books & record exhibit (wrong debtor/modify amount/modify priority) for AP (.3); reviewed data relating to employee no liability MPR claims provided by AlixPartners for accuracy (.3); entered no liability reconciliation into claims database for exhibit generation (.4); sent to client for review (.1).
6/13/2013	0.7	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$85.40	Updated books and records zero liability exhibit per information provided by AP (.3); sent to AP/Bryan Cave for review (.1); updated books and records wrong amount exhibit per information provided by AP (.2); sent to AP/Bryan cave to review (.1).

Time Detail Exhibit

Date	Time Elapsed	Name	Activity	Billing Amount	Description
6/14/2013	6.5	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$793.00	Reviewed data relating to books & records omnibus objection updates provided by AP (.6); updated reconciliation for zero liability re same (.3); created new zero liability exhibit for Bryan cave/AP review (.3); reviewed data relating to modified amount updates for affected claimants provided by AP (.3); updated reconciliation for modified amount claimants (.3); created updated modified amount exhibit for Bryan cave/AP review (.2); updated reconciliation for zero liability re same (.3); created new zero liability exhibit for Bryan cave/AP review (.3); removed reconciliation for books & records parties no longer affected by upcoming omnibus objection (as settlement agreements were signed/returned) (.4); reviewed new data from AP re: new upcoming omnibus objection for amended/superseded claims (.4); updated reconciliation in database for amended claimants re same (.3); listed surviving claims (for exhibit) of amended/expunged claimants (.3); created amended/superseded exhibit for Bryan cave/AP review (.2); added parties who have numerous surviving claims (.2); reviewed new data from AP re: new upcoming omnibus objection for duplicative claims (.3); updated reconciliation in database for amended claimants re same (.2); listed surviving claims (for exhibit) of duplicative/expunged claimants (.2); created amended/superseded exhibit for Bryan cave/AP review (.2); added parties who have numerous surviving claims to same (.2); reviewed data provided by AP re: employee/no liability claims for potential DPW claims objection (.3); followed-up with counsel re: objection format (.2); updated bondholder reconciliation per discussions with AP/Bryan cave (.3); generated updated exhibit re same for counsels review (.2); removed certain claimants from omnibus objection per settlements rec'd from AP (.3); generated updated exhibit for counsel's review re: same (.3).

Time Detail Exhibit

Date	Time Elapsed	Name	Activity	Billing Amount	Description
6/17/2013	2.7	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$329.40	Manually updated explanation column for parties added to the zero liability exhibit per counsels instructions (.3); moved claimants from modify amount exhibit to zero liability per APs request (.3); followed-up with AP re same (.2); reviewed updated claimant data provided by AP re: duplicative claims objection (.2); generated updated duplicative omnibus objection exhibit for counsel (.2); communications with Bryan Cave, AP, DPW re: certain claimants listed as zero liability (.3); generated amended/superseded claims objection exhibit (.2); generated updated modified debtor/reclassification exhibit (.3); reviewed email from Bryan Cave with parties to remove from the bondholder exhibit (.2); removed bondholder reconciliation for non-bondholder claimants re: same (.3); generated updated bondholder exhibit for counsel re: same(.2).
6/18/2013	3.1	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$378.20	Discussions with AP/DPW re: updates to B&R no liability claims (Employee-MPR) (.2); updated claimants reconciliation to reflect the possible upcoming objections(.3); generated updated C-2 exhibit to reflect potential expungement of MPR claimants(.3); manually updated exhibit with "explanation column" to state (by docket number) why the claim will be expunged (.3); reviewed new no liability data from AP(.3); followed-up with case team re same (.1); discussions with Bryan Cave, AP, DPW re: personal injury claimants listed as zero liability (.3); generated amended/superseded claims objection exhibit (.3); forwarded to BW for review (.1); call with D. Patel to discuss reduced objection parties being moved to zero liability (.3); updated reconciliation on claimants re same (.2); generated updated exhibit for duplicate claim parties (.3); followed-up with Bryan Cave re same (.1).

Time Detail Exhibit

Date	Time Elapsed	Name	Activity	Billing Amount	Description
6/19/2013	6.9	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$841.80	Entered expungement reconciliation for claimants affected by the Order granting the 4th omnibus objection to claims (.4); entered expungement reconciliation for claimants affected by the Order granting the 3rd omnibus objection to claims (.4); entered adjournment information for claimants adjourned per the 3rd omnibus objection to July 23, 2013 (.3); reviewed updated data from AP regarding books & records updates for claims (.3); updated proposed reconciliation in the database for newly affected creditors (.3); removed personal injury claimants from zero liability objection (.4); call with D. Patel to discuss "reduced to 0" claim category for zero liability claims (.3); updated explanation column for each party added to the zero liability exhibit per case procedures order (.4); generated updated modified debtor exhibit (.3); generated updated modified amount exhibit (.3); generated updated modified classification exhibit (.2); generated updated modified debtor/amount exhibit (.3); generated updated modified debtor/reclassification exhibit (.3); generated updated modified debtor/classification/amount exhibit (.4); forwarded exhibits to counsel for review (.1); call with D. Patel to discuss movement of certain claims from duplicative to zero liability exhibit (.2); updated reconciliation for claimants re same (.2); generated updated duplicative omnibus objection exhibit for counsel (.2); removed certain claimants from amended/superseded claims objections (parties who have signed a settlement) (.2); generated updated exhibit re same (.2); generated updated beneficial bondholder exhibit (.3); forwarded exhibits to counsel for review (.1); discussions with Bryan Cave and AP re: explanation detail for zero liability records (.2); updated exhibit with new language re: conversations (.2); moved claimants from modify amount exhibit to zero liability per APs request (.4); followed-up with AP re same (.2).
6/20/2013	1.4	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$170.80	Reviewed updated zero liability explanations for exhibit provided by Bryan Cave (.3); removed claimants from the objection per direction from B. Walsh (.3); updated explanation information on zero liability exhibit per update provided by B. Walsh (.2); altered objection for certain claim from reduce to reclassify objection (.2); generated updated reclassification exhibit (.2); generated updated reduced objection exhibit (.2).

Time Detail Exhibit

Date	Time Elapsed	Name	Activity	Billing Amount	Description
6/21/2013	1.0	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$122.00	Updated reconciliation details for Docket No. 4181 in the database (5th omni objection) which included link to objection on public claims register (.3); updated reconciliation details for Docket No. 4182 in the database (6th omni objection) which included link to objection on public claims register (.1); updated reconciliation details for Docket No. 4192 in the database (7th omni objection) which included link to objection on public claims register (.2); updated reconciliation details for Docket No. 4195 in the database (8th omni objection) which included link to objection on public claims register (.2); reconciliation details for Docket No. 4201 in the database (9th omni objection) which included link to objection on public claims register (.2).
6/27/2013	4.0	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$488.00	Reviewed spreadsheet provided by Alixpartners of settled filed/scheduled claims to confirm the associated letter was provided for each entity (.6); reviewed allowed claims to determine if any were previously expunged per omnibus objection (.3); removed "allowed" claims from update as expunged by 2nd omnibus order (.1); followed-up with AlixPartners re same (.1); coordinated with internal systems/QA to update secured/administrative/unsecured allowed amounts of claimants allowed per settlement letters (.7); updated allowed debtors for any allowed claim with updated debtor information (.3); associated settlement letter images to appropriate allowed claim records for website claims register (.3); compared disallowed filed/scheduled claims against exhibit for accuracy(.7); updated register to disallow scheduled/filed claims pursuant to settlement letters received (.6); associated settlement images to disallowed claims re: same (.5); reviewed data provided by AP for customized objection to CSE Corporation (.3); updated proposed amounts for exhibit generation re: same (.3); followed-up with Bryan Cave/AP to discuss mailing procedures relating to individual objections (.1).

Time Detail Exhibit

Date	Time Elapsed	Name	Activity	Billing Amount	Description
6/28/2013	2.8	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$341.60	Reviewed batch 5 settlement agreement pdfs provided by AP to determine if both disallowed/allowed claims exhibits were listed in each agreement (.4); updated allowed amounts for claimants per partial transfer agreement settlements (.8); updated disallowed amounts for claimants per partial transfer agreement settlements (.7); emailed AP to discuss missing exhibits from settlement letters(.2); generated a split claim for claim 59 (A/B/C) pursuant to settlement agreement returned to AP (.4); associated settlement images to affected scheduled/filed claim database records (.3).
6/26/2013	0.8	Moodie, Alison	Claims Analysis/Advanced Reconciliation	\$61.60	Responded to AlixPartners re updating claim record (.1); updated claim record to reflect settlement agreement (.2); reviewed claim withdrawal for accuracy(.2); reviewed claim settlements for accuracy (.3).
6/27/2013	2.1	Moodie, Alison	Claims Analysis/Advanced Reconciliation	\$161.70	Conferred w/ K. Gargan re executed settlements in FTP site (.3); updated claim register to reflect executed settlement agreements (.9); created spilt claims to associate with primary claims(.9).
6/11/2013	1.2	Golenberg, Jesse	Fee Application Preparation	\$146.40	Started draft of May monthly fee statement.
6/12/2013	1.1	Golenberg, Jesse	Fee Application Preparation	\$134.20	Drafted Monthly Fee statement for May 2013.
6/13/2013	1.3	Golenberg, Jesse	Fee Application Preparation	\$158.60	Continued to draft/edit monthly fee statement for May 2013.
6/14/2013	1.1	Golenberg, Jesse	Fee Application Preparation	\$134.20	Compiled exhibits for Monthly fee statement for May 2013.
6/17/2013	2.9	Golenberg, Jesse	Fee Application Preparation	\$353.80	Continued to draft/revise monthly fee statement including exhibits.
6/18/2013	1.8	Golenberg, Jesse	Fee Application Preparation	\$219.60	Finalized monthly fee statement for May 2013.
6/19/2013	0.9	Golenberg, Jesse	Fee Application Preparation	\$109.80	Made additional final edits/revisions to monthly fee statement for May 2013.
6/20/2013	0.6	Golenberg, Jesse	Fee Application Preparation	\$73.20	Final review/submission of Monthly fee applications for May 2013.
6/4/2013	1.1	Granger, Lauren	Fee Application Preparation	\$192.50	Discussions with billing and fee app team re invoices and per monthly fee statement.
6/6/2013	0.2	Granger, Lauren	Fee Application Preparation	\$35.00	Data preparation for monthly fee statement.
6/10/2013	0.3	Granger, Lauren	Fee Application Preparation	\$52.50	Calculated amounts due for May fee statement.
6/11/2013	0.4	Granger, Lauren	Fee Application Preparation	\$70.00	Reviewed initial draft of monthly fee statement.
6/12/2013	0.4	Granger, Lauren	Fee Application Preparation	\$70.00	Communications with internal fee application team re May fee statement revisions.
6/19/2013	0.2	Granger, Lauren	Fee Application Preparation	\$35.00	Communications with fee application team re billing totals for monthly fee statement.
6/20/2013	0.2	Granger, Lauren	Fee Application Preparation	\$35.00	Discussions with fee application team re updates to billing team.
6/3/2013	0.1	Grover, Kevin	Fee Application Preparation	\$12.20	Reviewed status of case fee chart for may fee activity.

Time Detail Exhibit

Date	Time Elapsed	Name	Activity	Billing Amount	Description
6/6/2013	0.8	Grover, Kevin	Fee Application Preparation	\$97.60	Pulled timekeeping report for May fee statement (.3); researched filed applications and entered orders through end of May for updates to fee statement (.5).
6/7/2013	0.3	Grover, Kevin	Fee Application Preparation	\$36.60	Updated fee statement expenses.
6/10/2013	0.7	Grover, Kevin	Fee Application Preparation	\$85.40	Additional fee statement expense backup review.
6/11/2013	1.0	Grover, Kevin	Fee Application Preparation	\$122.00	Ran timekeeper verification tool on May entries for accuracy(.4); updated status of June timeline for all team activity and plotted critical path to monthly statement filing date (.6).
6/13/2013	0.5	Grover, Kevin	Fee Application Preparation	\$61.00	Reviewed and allocated expenses for May monthly statement (.4); Fee Application Team status review on monthly fee statement meeting (.1).
6/14/2013	0.3	Grover, Kevin	Fee Application Preparation	\$36.60	Fee Application Team status review on monthly fee statement meeting (.2); updated timeline for status of timekeeping and expense exhibits for monthly fee statement (.1).
6/17/2013	0.5	Grover, Kevin	Fee Application Preparation	\$61.00	Pulled timekeeping report for monthly statement (.4); requested modifications of header on exhibit (.1).
6/18/2013	0.6	Grover, Kevin	Fee Application Preparation	\$73.20	Assembled documents into final PDF of monthly statement for review by case team (.3); prepared timing chart updates and participated in fee application team meeting re May fee statement (.3).
6/19/2013	1.5	Grover, Kevin	Fee Application Preparation	\$183.00	Edited exhibit for timekeeping detail for May fee statement.
6/26/2013	0.2	Grover, Kevin	Fee Application Preparation	\$24.40	Led fee application team meeting discussion of status and monthly fee statement.
6/28/2013	0.2	Grover, Kevin	Fee Application Preparation	\$24.40	Meeting with fee application team to discuss status of June monthly deliverable (May monthly fee statement).
6/19/2013	0.5	Nadick, Ryan	Fee Application Preparation	\$87.50	Reviewed May monthly fee statement (.3); revised same (.2).
6/12/2013	0.2	Vrato, Elizabeth	Fee Application Preparation	\$40.00	Communications/document review regarding preparation of monthly fee statement.
6/13/2013	0.2	Vrato, Elizabeth	Fee Application Preparation	\$40.00	Additional document review regarding preparation of monthly fee statement.
6/14/2013	0.2	Vrato, Elizabeth	Fee Application Preparation	\$40.00	Further review of monthly fee statement.
6/17/2013	0.3	Vrato, Elizabeth	Fee Application Preparation	\$60.00	Reviewed documents for monthly statement.
6/18/2013	0.4	Vrato, Elizabeth	Fee Application Preparation	\$80.00	Reviewed supporting documents for monthly fee statement.
6/19/2013	0.6	Vrato, Elizabeth	Fee Application Preparation	\$120.00	Reviewed supporting documents for monthly statement.
6/20/2013	0.3	Vrato, Elizabeth	Fee Application Preparation	\$60.00	Reviewed monthly statement for accuracy.
6/3/2013	0.3	Nadick, Ryan	Schedules/SoFAs/Other Schedules	\$52.50	Coordinated filing of amended schedules with counsel.
Total Billing Amount:				\$10,040.70	

Exhibit D
To June 2013 Monthly Fee Statement
Actual and Necessary Expenses

Patriot Coal Corporation, et al.,
Expenses
(June 1, 2013 - June 30, 2013)

Date	Description	Timekeeper	Amount
6/19/2013	Overtime Meal - CJE Café	K. Gargan	\$ 14.26
	Total		\$ 14.26

**Exhibit H
to Third Interim Fee Application**

Detailed Time Entries: July 2013

Time Detail Exhibit

Date	Time Elapsed	Name	Activity	Billing Amount	Description
7/1/2013	1.7	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$207.40	Reviewed supplemental settlement agreement data provided by AP in regards to split transferred claims (.4); generated new database records for split claims (.2); associated claim text/messages/numbers/images to newly generated claim records (.3); followed-up with systems team re: same (.2); updated allowed amount for newly created claim records (.4); updated allowed amounts for any scheduled records deemed disallowed per the settlement letter (.2).
7/2/2013	1.1	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$134.20	Generated new database records for split claims from settlement agreements (.2); associated claim text/messages/numbers/images to newly generated claim records (.3); updated allowed amount/Debtors for newly created claim records (.3); updated allowed amounts to "0.00" for any scheduled records deemed disallowed per the settlement letter (.2); followed-up with AP re: completion of all settlement updates (.1).
7/8/2013	2.6	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$317.20	Reviewed data relating to single objection claims filed by a certain creditor provided by AlixPartners (.4); updated proposed reconciliation relating to adjusted proposed allowed amounts for all filed/scheduled claims affected by the potential objection (.7); followed up with Bryan Cave re: questions relating to data (.1); reviewed grouped data relating to claimants affected by the upcoming 10th-15th omnibus objections provided by AP (.5); updated reconciliation for all affected claimants re: same (.2); followed-up with case team re: generation of reconciliation exhibits for each upcoming omnibus objection basis (.3); generated exhibit for CSE Corporation claims single objection (.2); followed-up with J. Clarey and B. Walsh re: format of exhibit for expunged/surviving claims (.2).

Time Detail Exhibit

Date	Time Elapsed	Name	Activity	Billing Amount	Description
7/9/2013	3.1	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$378.20	Updated data relating to CSE single creditor objection data per updates provided by J. Clarey at AP (.3); generated updated objection exhibit re same (.2); forwarded exhibit to counsel for review/comments (.1); reviewed updates of scheduled data relating to Certain single creditor objection per spreadsheet from AP (.1); updated reconciliation of scheduled Certain claims re same (.1); received/reviewed additional scheduled data for CSE Corp objection exhibit (.3); updated allowed amounts for CSE scheduled records for the motion (.2); updated disallowed amounts for CSE scheduled records for the motion (.2); generated updated exhibits (.2); forwarded to counsel for review (.1); updated exhibit format for CSE single creditor objection per instructions from B. Walsh (.3); sent revised exhibit to Bryan Cave re same (.1); updated exhibit format for single creditor objection per instructions from B. Walsh (.3); sent revised exhibit to Bryan Cave re same (.1); reviewed reconciliation re: amended and superseded claims for exhibit generation (.2); generated amended exhibit for counsels review (.2); forwarded amended exhibit to AP/Bryan cave (.1).

Time Detail Exhibit

Date	Time Elapsed	Name	Activity	Billing Amount	Description
7/10/2013	5.1	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$622.20	<p>Reviewed data for single claimant data provided by AP (.3); performed initial reconciliation of proposed amounts for modified/allowed claims re: same (.4); reached out to counsel re: question relating to previously expunged/withdrawn claims appearing on objection (.2); removed reconciliation/objection status relating to previously withdrawn/expunged claims per APs request (.2); generated exhibit re: certain objection (.2); manually updated exhibit information relating to split claims (to be created from objection order)/scheduled claims with no filed claim data (.4); reviewed data for certain single claimant data provided by AP (.2); performed initial reconciliation of proposed amounts for modified/allowed filed or scheduled claims re: same (.3); generated exhibit re: certain objections (.2); manually updated exhibit information relating to split claims (to be created from objection order)/scheduled claims with no filed claim data (.4); discussions with counsel re: split claims missing letters in sequence (.2); reviewed data for certain single claimant data provided by AP (.2); reached out to counsel/AP re: allowed scheduled claims with different scheduled/allowed amounts (.1); performed initial reconciliation of proposed amounts for modified/allowed filed or scheduled claims re: same (.4); generated exhibit re: certain objection (.3); manually updated exhibit information relating to split claims (to be created from objection order) or scheduled claims with no filed claim data (.7); reviewed 10th-14th omnibus exhibits generated by case team (.2); followed-up with counsel/AP/Company re: copies of draft exhibits for review/comments (.2).</p>

Time Detail Exhibit

Date	Time Elapsed	Name	Activity	Billing Amount	Description
7/11/2013	2.4	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$292.80	Reviewed updates for the 10-14th omnibus objection data provided by J. Clarey (.4); follow-up call with J. Clarey to discuss omnibus movements/addition of exhibits (.2); followed-up with case team re: same (.1); mapped out all changes for 10-14th omnibus motions for recon training purposes (.6); worked with A. Moodie on removing claim 1574 from 12th omnibus objection data pool (.1); moved remaining 12th omnibus parties to 10th omnibus(.1); generated exhibit re: same for counsel (.2); rearranged omnibus objection numbering (13th to 12th, 14th to 13th) per AP instructions (.2); provided counsel/AP with updated exhibits re same (.1); reviewed requested changes re: Fairchild exhibit from counsel (.1); updated exhibit with changes/forwarded to counsel for review (.3).
7/12/2013	1.1	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$134.20	Reviewed updated affected claims data relating to the upcoming 10th-11th omnibus objections (.2); updated database reconciliation for affected claimants re: same (.2); generated exhibit for 10th omnibus motion with manual comment column added with descriptions of no liability (.3); updated reconciliation for claimants no longer affected by 11th omnibus objection (.1); generated updated 11th omnibus exhibit for counsel (.2); forwarded updated exhibits to counsel (.1).
7/15/2013	1.7	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$207.40	Reviewed updates to the 10th omnibus objection data provided by AlixPartners (.2); updated reconciliation data re: same (.2); generated updated manual exhibit (with comments) for counsel (.3); forwarded exhibit to counsel re same (.1); generated updated exhibits for 5 single claimant objections (non-omnibus) (.4); sent exhibits to L. Hughes for review/filing per conversation re: same (.2); forwarded updated 10th-13th exhibits to L. Hughes for review per conversation re: same (.2); followed-up with case team re: same (.1).

Time Detail Exhibit

Date	Time Elapsed	Name	Activity	Billing Amount	Description
7/17/2013	0.9	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$109.80	Updated reconciliation for filed docketed objection for all claims listed on exhibit for certain parties (.2); updated reconciliation for filed docketed objection for all claims listed on exhibit for certain claims (.2); updated reconciliation for filed docketed objection for all claims listed on exhibit for certain claims (.1); updated reconciliation for filed docketed objection for all claims listed on exhibit for certain creditors (.2); updated reconciliation for filed docketed objection for all claims listed on exhibit for certain creditors (.2).
7/18/2013	1.2	Gargan, Kimberly	Claims Analysis/Advanced Reconciliation	\$146.40	Reviewed updated request from AP re: removal of claimants from 10th omnibus exhibit/objection (.1); removed reconciliation relating to 10th omnibus from certain claims(.1); manually updated exhibit to objection to reflect the same (.1); discussions with AP re: removal of certain claim from upcoming omnibus objection (.1); removed reconciliation for certain claim re: insufficient documentation (.1); generated updated exhibit for omnibus objection re same (.2); further discussions with AP re: claims to remove from the 10th omnibus objection (.1); updated reconciliation to remove 10th omnibus objection from certain claims (.2); manually updated objection exhibit for counsel re: same (.2).
7/9/2013	1.2	Grover, Kevin	Claims Analysis/Advanced Reconciliation	\$146.40	Processed recon for 14th Omnibus Objection claims.
7/16/2013	0.3	Grover, Kevin	Claims Analysis/Advanced Reconciliation	\$36.60	Prepared objection exhibit.
7/30/2013	0.1	Grover, Kevin	Claims Analysis/Advanced Reconciliation	\$12.20	Reviewed claims to be filed on EDMO docket and discussed with team re same.
7/31/2013	1.6	Grover, Kevin	Claims Analysis/Advanced Reconciliation	\$195.20	Prepared file and instructions for generation of claims upload files for EDMO.
7/15/2013	1.4	Golenberg, Jesse	Fee Application Preparation	\$170.80	Begin draft of June Monthly Fee Statement.
7/16/2013	1.7	Golenberg, Jesse	Fee Application Preparation	\$207.40	Revised June Monthly Fee Statement.
7/17/2013	1.1	Golenberg, Jesse	Fee Application Preparation	\$134.20	Drafted exhibits for June Monthly Fee Statement.
7/18/2013	2.1	Golenberg, Jesse	Fee Application Preparation	\$256.20	Finalized June Monthly Fee Statement for filing.
7/19/2013	1.3	Golenberg, Jesse	Fee Application Preparation	\$158.60	Compiled and submitted monthly fee statement including exhibits for filing.
7/8/2013	0.4	Grover, Kevin	Fee Application Preparation	\$48.80	Pulled and analyzed timekeeping report for June 2013 Monthly Fee Statement.

Time Detail Exhibit

Date	Time Elapsed	Name	Activity	Billing Amount	Description
7/11/2013	0.7	Grover, Kevin	Fee Application Preparation	\$85.40	Requested, received and started review of expense backup from billing department for July statement (.3); prepared for and participated in fee application team meeting to update status of monthly fee statement (.4).
7/15/2013	0.3	Grover, Kevin	Fee Application Preparation	\$36.60	Continued preparation of June expense exhibit.
7/16/2013	1.1	Grover, Kevin	Fee Application Preparation	\$134.20	Analyzed expense details to allocate final expenses for June monthly fee statement (.8); created expense exhibit re same (.3).
7/17/2013	0.8	Grover, Kevin	Fee Application Preparation	\$97.60	Reviewed final draft of monthly fee statement for accuracy (.2); updated report to billing re expense allocation and timekeeping adjustments for monthly fee statement (.6).
7/18/2013	0.4	Nadick, Ryan	Fee Application Preparation	\$70.00	Reviewed June Fee statement (.3); revised same (.1).
7/19/2013	0.3	Nadick, Ryan	Fee Application Preparation	\$52.50	Reviewed monthly fee statement for Interim compensation order compliance.
7/16/2013	0.6	Vrato, Elizabeth	Fee Application Preparation	\$120.00	Review supporting materials re monthly statement.
7/17/2013	0.3	Vrato, Elizabeth	Fee Application Preparation	\$60.00	Communications re preparation of monthly statement.
7/19/2013	0.4	Vrato, Elizabeth	Fee Application Preparation	\$80.00	Review to finalize monthly statement.
Total Billing Amount:				\$4,652.50	

**Exhibit I
to Third Interim Fee Application**

Summary by Timekeeper

SUMMARY OF BILLING BY TIMEKEEPER

Patriot Coal Corporation, *et al.*
(February 01, 2013 - July 31, 2013)

Name of Professional Person	Position with the applicant	Hourly Billing Rate	Total Hours Billed	Total Compensation
Leathem, Patrick M.	Ass't Director, Bankruptcy	\$200.00	0.2	\$40.00
Vrato, Elizabeth	Ass't Director, Bankruptcy	\$200.00	5.7	\$1,140.00
Kinealy, Paul	Director, Bankruptcy	\$200.00	1.3	\$260.00
Johnson, Craig	Sr. Director, Bankruptcy	\$200.00	0.6	\$120.00
Ferrante, Angela	Vice President, Bankruptcy	\$200.00	0.7	\$140.00
Galbraith, Paula	Bankruptcy Consultant III	\$175.00	2.7	\$472.50
Ashley, Jeanette	Sr. Project Manager, Bankruptcy	\$175.00	10.7	\$1,872.50
Granger, Lauren	Sr. Project Manager, Bankruptcy	\$175.00	3.1	\$542.50
Jankowski, Susan	Sr. Project Manager, Bankruptcy	\$175.00	11.4	\$1,995.00
Nadick, Ryan	Sr. Project Manager, Bankruptcy	\$175.00	3.1	\$542.50
Uhrig, Marcia A.	Sr. Project Manager, Bankruptcy	\$175.00	0.5	\$87.50
Varghes, Reena	Systems Consultant	\$140.00	10.0	\$1,400.00
Heller, Jeffrey	Bankruptcy Consultant II	\$122.00	4.0	\$488.00
Golenberg, Jesse	Bankruptcy Consultant II	\$122.00	28.8	\$3,513.60
Gargan, Kimberly	Project Manager	\$122.00	166.6	\$20,325.20
Grover, Kevin	Project Manager, Bankruptcy	\$122.00	19.0	\$2,318.00
Gfrerer, Denise	Data Control Supervisor	\$110.00	2.0	\$220.00
Keenan, Amy	Data Analyst III	\$77.00	4.0	\$308.00
Lamour, Thierry	Project Supervisor	\$77.00	4.7	\$361.90
Moodie, Alison	Project Supervisor	\$77.00	2.9	\$223.30
TOTAL			282.0	\$36,370.50

Blended Rate: \$128.97

Exhibit J
to Third Interim Fee Application

Summary by Billing Category

SUMMARY OF FEES BY BILLING CATEGORY

Patriot Coal Corporation, *et al.*
(February 1, 2013 - July 31, 2013)

	BLEND ED RATE	TOTAL HOURS BILLED	TOTAL FEES
Claims Analysis/Advanced Reconciliation	\$121.76	174.0	\$21,186.40
Fee Application Preparation	\$142.53	74.4	\$10,604.20
Schedules/SoFAs/Other Schedules	\$137.97	31.6	\$4,359.90
Solicitation	\$110.00	2.0	\$220.00
Total	\$128.97	282.0	\$36,370.50

**Exhibit K
to Third Interim Fee Application**

Expenses

Patriot Coal Corporation, et al.,

Expenses

(February 1, 2013 - July 31,
2013)

Date	Description	Timekeeper	Amount
6/19/2013	Overtime Meal - CJE Café	K. Gargan	\$ 14.26
	Total		\$ 14.26