

**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)**

**THIRD MONTHLY STATEMENT OF FEES AND EXPENSES OF VERITAS
CONSULTING, LLC, AS SPECIAL COUNSEL FOR THE DEBTORS FOR THE
PERIOD NOVEMBER 1, 2013 THROUGH NOVEMBER 30, 2013**

Veritas Consulting, LLC (“Veritas”) as special counsel of Patriot Coal Corporation and debtors-in-possession (the “Debtors” or the “Company”) in the above-entitled Chapter 11 case, submits this third statement (the “Monthly Statement”) of fees and expenses for the period November 1, 2013 through November 30, 2013 in accordance with the Order to Establish Procedures for Interim Monthly Compensation and Reimbursement of Expenses of Professionals, entered August 2, 2012 [Docket No. 262] (the “Interim Compensation Order”).

Veritas’ fees in this case are earned at a flat rate of \$33,333.00 per month. Total Veritas fees for this period were \$33,333.00, reflecting the full month of November. Veritas’ expenses for this period were \$7,949.80 (limited to airfare, airport transportation and lodging).

Payment now sought by the Monthly Statement is fees of \$26,666.40 (80% of the fees above) and expenses of \$7,949.80. A copy of the invoice (with a summary of expenses) is attached hereto as Exhibit “A”.

Although every effort has been made to include all fees and expenses from this period in this Monthly Statement, some expenses from this period might not be included in the Monthly Statement due to delays caused by accounting and processing procedures. Veritas reserves the right to seek such additional expenses in subsequent fee applications.

In support of the Monthly Statement, Veritas states as follows:

1. The Debtors filed voluntary petitions for relief under Chapter 11 of the Bankruptcy Code on July 9, 2012, and are operating their businesses and managing their affairs as debtors-in-possession pursuant to Bankruptcy Code sections 1107(a) and 1108.
2. On or about July 17, 2013, the Debtors filed their motion to employ Veritas as their special counsel to provide services on the basis of compensation at a flat rate of \$33,333.00 per month (the "Monthly Fees"), commencing on August 15, 2013, and reimbursement of certain out-of-pocket expenses incurred and paid by Veritas in connection with such services.
3. On July 26, 2013, the Honorable Kathy A. Surratt-States of the Eastern District of Missouri entered an order approving Veritas' retention effective August 15, 2013 (the "Retention Order").
4. Veritas and its principal have extensive expertise and experience in providing counsel in complex regulatory and legal matters. Veritas and/or its principal has provided advice and counsel regarding selenium issues and related litigation and compliance matters since 2006, and are well acquainted with and have developed extensive experience regarding various court orders,

consent decrees and compliance strategies. Veritas' efforts have been instrumental in obtaining a critical settlement and implementation thereof.

5. During this period, Veritas' principal, Richard Verheij, has performed substantial services on behalf of the Debtors.
6. Veritas was retained by the Debtors to provide advice and counsel in connection with: (1) selenium related litigation, including various court orders and consent decrees, (2) working with engineering firms to identify and develop alternative selenium treatment systems, (3) obtaining approval from a court-appointed Special Master for treatment systems to achieve compliance with court-ordered deadlines, and (4) negotiating key settlements and consent decrees with environmental non-governmental groups and implementation thereof.
7. Veritas is compensated on a flat monthly fee basis (not hourly). However, for informational purposes, and consistent with the terms of the Retention Order, attached hereto as Exhibit "B" is a summary of the estimated hours worked during this period categorized by activity.
8. All of the services for which compensation is requested herein were performed on behalf of the Debtors in the above-entitled case and not on behalf of any other person or entity.

Dated at Charleston, West Virginia this 10th day of December 2013.

/s/ Richard Verheij
Veritas Consulting, LLC
Special Counsel for the Debtors
By: Richard Verheij
Principal

**Exhibit A:
Billing Summary**

December 9, 2013

Patriot Coal Corporation
12312 Olive Boulevard
St. Louis, Missouri 63141

Professional Fees:

Retainer Fee for the Period November 1-November 30, 2013: \$33,333.00
Less 20% Holdback: (6,666.60)

Net Professional Fees Due: \$26,666.40

Out-of-pocket expenses:

Airfare (all economy) \$ 5,740.80
Lodging 2,025.00
Ground transportation (airport bus) 184.00

Subtotal expenses: \$ 7,949.80

TOTAL AMOUNT DUE AND PAYABLE: \$34,616.20

**Exhibit B:
Detailed Hours Summary**

November 1-November 30, 2013

<u>Date</u>	<u>Activity</u>	<u>Hours</u>
11-3	Review outline for CH2M Hill conference call	.20
11-4	Review transcript of August 2010 hearing	2.00
	Review Potesta seaming and testing plan	1.10
11-5	Conferences with plaintiffs' counsel	.50
	Review final amended disclosure statement	.80
	Review sections of amended reorganization plan	.50
	Review/edit outline for CH2M Hill conference call	1.00
11-6	Conference call with CH2M Hill regarding Apogee	1.00
	Review of Apogee engineering plans	2.30
11-7	Review of Apogee engineering plans	2.50
11-8	Review Department of Justice proposed language	.40
	Email to Special Master	.20
	Email to plaintiffs regarding landowner issue	.10
	Review/edit Hobet monthly status report	.30
11-11	Review Midwest violations data	1.00
11-12	Review materials for Special Master conference	1.50
	Conference with Special Master regarding Hobet	.90
	Review/forward Apogee violation response	1.50
	Review/edit reactor odor response	.30
11-13	Review of certain outlets and related categorization	2.00
	Review/edit October Bi-Monthly Progress Report	.30
11-14	Review regulatory exceedence spreadsheet	.50
11-15	Review Environmental Protection Agency final decision on Kentucky water quality standard	1.20
	Review Category II construction schedules	1.00
	Meet with A. McCallister regarding regulatory claims	.20

11-18	Review/discussed Kentucky water quality standard	1.80
11-19	Conference with engineers regarding Apogee plant	1.50
	Conference regarding Kentucky water quality standard	.50
	Conference with Department of Justice	.20
11-20	Conferences regarding Apogee letter of credit	1.50
	Conference regarding Kentucky water quality standard	.80
	Review modification to Settlement/Consent order	.50
	Review technology memorandum from Special Master	1.00
11-21	Review Modified Consent Order reporting requirements	2.00
	Review technology memorandum from Special Master	1.50
11-22	Review drafts of corporate guaranty	1.50
	Conferences regarding corporate guaranty	1.00
11-25	Review/draft Category II technology selection	2.50
	Review notes/materials from Selenium Working Group	3.00
11-26	Review/edit corporate guaranty	1.00
	Review notes/materials from Selenium Working Group	1.50
11-27	Review/edit corporate guaranty	1.00
	Conference with plaintiffs regarding corporate guaranty	1.50
	Review notes/materials from Selenium Working Group	<u>2.50</u>
	TOTAL	50.10