

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

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

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

Name of Applicant: Carmody MacDonald P.C.

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

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

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

Amount of compensation requested: \$ 9,289.50

Amount of expense reimbursement requested: \$ 0.00

In accordance with the Order to Establish Procedures for Interim Monthly Compensation and Reimbursement of Expenses of Professionals, dated August 2, 2012 (the “**Interim Compensation Order**”), Carmody MacDonald P.C. (“**Carmody MacDonald**”), co-counsel to the Official Committee of Unsecured Creditors (the “**Committee**”) of the above-captioned reorganized debtors (collectively, the “**Debtors**”), hereby submits this Twelfth Monthly Fee Statement (the “**Fee Statement**”), seeking compensation and reimbursement of expenses for the period of November 1, 2013 through and including November 30, 2013 (the “**Twelfth Monthly Period**”). By this Fee Statement, Carmody MacDonald seeks payment of: \$7,431.60, which is equal to eighty percent of the total amount of compensation sought for actual and necessary professional services rendered during the Twelfth Monthly Period. No reimbursement of expense is requested in connection with such services.

**Services Rendered and Disbursements Incurred**

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

The blended hourly billing rate of Carmody MacDonald personnel during the Twelfth Monthly Period is \$314.89.

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

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

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

**Total Fees and Expenses Sought for the Twelfth Monthly Period**

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

Total Fees for the Twelfth Monthly Period	\$ 9,289.50
Total Disbursements for the Twelfth Monthly Period	\$ 0.00
<b>TOTAL</b>	\$ 9,289.50

7. Pursuant to the Interim Compensation Order, Carmody MacDonald seeks payment of \$7,431.60, which is equal to (i) 80% of Carmody MacDonald's total fees for services rendered during the Twelfth Monthly Period and (ii) 100% of the total disbursements incurred during the Twelfth Monthly Period.

80% of Total Fees for the Twelfth Monthly Period	\$ 7,431.60
100% of Total Disbursements for the Twelfth Monthly Period	\$ 0.00
<b>TOTAL</b>	\$ 7,431.60

**Notice and Objection Procedures**

8. No trustee or examiner has been appointed in these Chapter 11 Cases. Pursuant to the Interim Compensation Order, notice of this Fee Statement has been served, via the Court's ECF system, upon: (i) the Debtors, Patriot Coal Corporation, 12312 Olive Boulevard, Suite 400, St. Louis, MO 63141, Attn: Jacquelyn A. Jones; (ii) Davis Polk & Wardwell LLP, 450

Lexington Avenue, New York, NY 10017, Attn: Marshall S. Huebner and Brian M. Resnick; (iii) Bryan Cave LLP, One Metropolitan Square, 211 N. Broadway, Suite 3600, St. Louis, MO 63102, Attn: Lloyd A. Palans and Brian C. Walsh; (iv) Kramer Levin Naftalis & Frankel LLP, 1177 Avenue of the Americas, New York, NY 10036, Attn: Adam C. Rogoff and Gregory G. Plotko; (v) the Office of the United States Trustee for the Eastern District of Missouri, 111 S. 10<sup>th</sup> Street, 4<sup>th</sup> Floor, St. Louis, MO 63102, Attn: Leonora Long; and (vi) attorneys for the administrative agent for the Debtors' post petition lenders, (a) Weil, Gotshal & Manges LLP, 767 Fifth Avenue, New York, NY 10153, Attn: Marcia Goldstein and Joseph Smolinsky, and (b) Willkie Farr & Gallagher LLP, 787 Seventh Avenue, New York, NY 10019, Attn: Margot B. Schonholtz and Ana Alfonso, (collectively, the "**Notice Parties**"). Carmody MacDonald submits that no other or further notice need be provided.

9. Pursuant to the Interim Compensation Order, objections to this Fee Statement, if any, must be served upon the Notice Parties, including Carmody MacDonald, no later than January 6, 2013 (the "**Review Deadline**"), setting forth the nature of the objection and the specific amount of fees or expenses at issue.

10. If no objections to the Fee Statement are received on or before the Review Deadline, the Debtors will pay Carmody MacDonald: (i) 80% of Carmody MacDonald's total fees for services rendered during the Twelfth Monthly Period and (ii) 100% of the total disbursements incurred during the Twelfth Monthly Period.

11. To the extent an objection to the Fee Statement is received on or before the Review Deadline, the Debtors will withhold payment of that portion of the Fee Statement to which the objection is directed and will promptly pay the remainder of the fees and

disbursements in the percentages set forth above. To the extent such objection is not resolved, it shall be preserved and scheduled for consideration at the next interim fee application hearing.

Dated: December 19, 2013  
St. Louis, Missouri

CARMODY MacDONALD P.C.

*/s/ Gregory D. Willard*

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*Co-Counsel to the Official Committee of  
Unsecured Creditors*

**EXHIBIT A**

**Summary of Time by Category**

<b><u>Matter Number</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>	<b><u>Fees</u></b>
12059.1	HEARINGS	13.80	\$ 3,874.00
12059.9	PLAN AND DISCLOSURE STATEMENT	8.80	\$ 3,163.00
12059.13	GENERAL MOTIONS	3.10	\$ 1,131.50
12059.17	RETENTIONS / OTHER PROFESSIONAL APPLICATIONS	3.10	\$ 914.50
12059.18	CARMODY MACDONALD MONTHLY FEE STATEMENTS	.70	\$ 206.50
	<b>TOTAL</b>	<b>29.50</b>	<b>\$ 9,289.50</b>

**EXHIBIT B**

**Summary of Professionals**

<b><u>Attorney/Professional Name</u></b>	<b><u>Department/Position at Carmody MacDonald</u></b>	<b><u>Year Admitted</u></b>	<b><u>Hourly Billing Rate</u></b>	<b><u>Total Worked Hours</u></b>	<b><u>Total Compensation Requested</u></b>
Gregory D. Willard	Corporate Restructuring & Bankruptcy Partner	1980	\$365.00	14.60	\$ 5,329.00
Angela L. Schisler	Corporate Restructuring & Bankruptcy Associate	2005	\$295.00	11.90	\$ 3,510.50
John G. Willard	Corporate Restructuring & Bankruptcy Paraprofessional	N/A	\$150.00	3.00	\$ 450.00
<b>TOTAL</b>				<b>29.50</b>	<b>\$ 9,289.50</b>

**EXHIBIT C**

**Summary of Expenses**

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

**EXHIBIT D**

**Expense Detail**

None this Time Period

**EXHIBIT E**

**Time Detail**

12059.1 Re: Hearings

Date	Tmkpr	Narrative	Hours	Amount
11/5/2013	ALS	Prepare for Disclosure Statement hearing.	0.60	\$ 177.00
11/6/2013	JGW	Prepare for and attend Disclosure Statement hearing.	3.00	\$ 450.00
11/6/2013	ALS	Prepare for and attend Disclosure Statement hearing.	3.50	\$ 1,032.50
11/19/2013	GDW	Preparations for and attend hearings before U.S. Bankruptcy Judge Surratt-States on several matters and follow-up on action items on two plan-related matters.	3.40	\$ 1,241.00
11/19/2013	ALS	Prepare for, review materials, and attend Omnibus hearing.	3.30	\$ 973.50
			Total Hours:	<u>13.80</u>
			Total Fees:	<u>\$ 3,874.00</u>

12059.9 Re: Plan and Disclosure Statement

Date	Tmkpr	Narrative	Hours	Amount
11/5/2013	ALS	Review Statement of Committee in Support of Approval of the Disclosure Statement and Committee Letter (.5); telephone conference with S. Blank regarding filing same (.2).	0.70	\$ 206.50
11/5/2013	GDW	Research on two questions for Balloting Package and tomorrow's hearing and EDMo and 8th Circuit precedents on Support Letters and related matters.	4.20	\$ 1,533.00
11/6/2013	GDW	Preparations of materials for hearings before U.S. Bankruptcy Judge Surratt-States and appearance at same on Disclosure Statement and related matters.	3.90	\$ 1,423.50
Total Hours:			<u>8.80</u>	
Total Fees:				<u><u>\$ 3,163.00</u></u>

12059.13 Re: General Motions

Date	Tmkpr	Narrative	Hours	Amount
11/15/2013	GDW	Review all matters for hearings next week before U.S. Bankruptcy Judge Surratt-States and prepare for hearings on same.	1.70	\$ 620.50
11/18/2013	GDW	Review and analysis of matters set for hearing before U.S. Bankruptcy Judge Surratt-States and prepare for same.	1.40	\$ 511.00
			Total Hours:	<u>3.10</u>
			Total Fees:	<u>\$ 1,131.50</u>

12059.17 Re: Retentions/Other Professional Fee Applications

Date	Tmkpr	Narrative	Hours	Amount
11/1/2013	ALS	Finalize and file First Supplemental Declaration of Michael D. Warner, Esq. in Support of the Application to Employ Cole, Schotz, Meisel, Forman & Leonard, P.A. as Counsel for the Official Committee of Unsecured Creditors (.3); finalize and file Monthly Fee Statement of Mesirow Financial Consulting, LLC, as financial advisors to the Official Committee of Unsecured Creditors for Services Rendered and Reimbursement of Expenses Incurred for the period of September 1, 2013 through September 30, 2013 (.3).	0.60	\$ 177.00
11/4/2013	ALS	Work on Fifth Supplemental Declaration.	0.80	\$ 236.00
11/5/2013	ALS	Continue to work on Fifth Supplemental Declaration.	0.30	\$ 88.50
11/6/2013	ALS	Finalize and file Fifth Supplemental Declaration of Gregory D. Willard and Supplemental Statement Pursuant to Bankruptcy Rule 2014 filed by Creditor Committee Official Committee of Unsecured Creditors.	0.30	\$ 88.50
11/12/2013	ALS	Email correspondence with D. Tobin regarding revisions to fee application.	0.10	\$ 29.50
11/20/2013	ALS	Finalize and file Monthly Fee Statement of Cole, Schotz, Meisel, Forman & Leonard, P.A., as conflicts counsel to the Official Committee of Unsecured Creditors, for Services Rendered and Reimbursement of Expenses Incurred for the period of October 1, 2013 through October 31, 2013.	0.20	\$ 59.00
11/21/2013	ALS	Finalize and file Monthly Fee Statement of Mesirow Financial Consulting, LLC, as financial advisors to the Official Committee of Unsecured Creditors, for Services Rendered and Reimbursement of Expenses Incurred for the period of October 1, 2013 through October 31, 2013.	0.20	\$ 59.00
11/26/2013	ALS	Finalize, file and arrange for service for Monthly Fee Statement of Houlihan Lokey Capital, Inc., as financial advisor and investment banker to the Official Committee of Unsecured Creditors, for Services Rendered and Reimbursement of Expenses Incurred for the period of October 1, 2013 through October 31, 2013.	0.30	\$ 88.50
11/27/2013	ALS	Finalize and file Monthly Fee Statement of Kramer Levin Naftalis & Frankel LLP, as counsel to the Official Committee of Unsecured Creditors, for Services Rendered and Reimbursement of Expenses Incurred for the period of October 1, 2013 through and including October 31, 2013.	0.30	\$ 88.50
Total Hours:			3.10	
Total Fees:				\$ 914.50

12059.18 Re: Carmody MacDonald Monthly Fee Statements

Date	Tmkpr	Narrative	Hours	Amount
11/20/2013	ALS	Review Monthly Fee Statement of Carmody MacDonald P.C., as local counsel to the Official Committee of Unsecured Creditors, for Services Rendered and Reimbursement of Expenses Incurred for the period of October 1, 2013 through October 31, 2013 (.3); circulate to Committee for review (.1).	0.40	\$ 118.00
11/21/2013	ALS	Finalize, file and send for service the Monthly Fee Statement of Carmody MacDonald P.C., as co-counsel to the Official Committee of Unsecured Creditors, for Services Rendered and Reimbursement of Expenses Incurred for the period of October 1, 2013 through and including October 31, 2013.	0.30	\$ 88.50
Total Hours:			0.70	
Total Fees:				\$ 206.50