

**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.)

**THIRTEENTH 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
DECEMBER 1, 2013 THROUGH AND INCLUDING DECEMBER 31, 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: December 1, 2013 – December 31, 2013

Amount of compensation requested: \$ 9,567.00

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 Thirteenth Monthly Fee Statement (the “**Fee Statement**”), seeking compensation and reimbursement of expenses for the period of December 1, 2013 through and including December 31, 2013 (the “**Thirteenth Monthly Period**”). By this Fee Statement, Carmody MacDonald seeks payment of: \$7,653.60, which is equal to eighty percent of the total amount of compensation sought for actual and necessary professional services rendered during the Thirteenth 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 Thirteenth Monthly Period.
2. Attached as **Exhibit B** is a billing summary of Carmody MacDonald professionals by individual, setting forth the (i) name and title of each individual who performed services during the Thirteenth 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, (v) year of bar admission for each attorney, and (vi) area of concentration for each attorney.

The blended hourly billing rate of Carmody MacDonald attorneys during the Thirteenth Monthly Period is \$349.16.

3. Attached as **Exhibit C** is a summary of reimbursement sought by expense type for all expenses for the Thirteenth 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 Thirteenth 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 Thirteenth Monthly Period

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

Total Fees for the Thirteenth Monthly Period	\$ 9,567.00
Total Disbursements for the Thirteenth Monthly Period	\$ 0.00
TOTAL	\$ 9,567.00

7. Pursuant to the Interim Compensation Order, Carmody MacDonald seeks payment of \$7,653.60, which is equal to (i) 80% of Carmody MacDonald's total fees for services rendered during the Thirteenth Monthly Period and (ii) 100% of the total disbursements incurred during the Thirteenth Monthly Period.

80% of Total Fees for the Thirteenth Monthly Period	\$ 7,653.60
100% of Total Disbursements for the Thirteenth Monthly Period	\$ 0.00
TOTAL	\$ 7,653.60

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. 10th Street, 4th Floor, St. Louis, MO 63102, Attn: Leonora Long; and (vi) attorneys for the administrative agent for the Debtors' post petition lenders, (a) Weil, Gotshal & Manges LLP, 767 Fifth Avenue, New York, NY 10153, Attn: Marcia Goldstein and Joseph Smolinsky, and (b) Willkie Farr & Gallagher LLP, 787 Seventh Avenue, New York, NY 10019, Attn: Margot B. Schonholtz and Ana Alfonso, (collectively, the "**Notice Parties**"). Carmody MacDonald submits that no other or further notice need be provided.

9. Pursuant to the Interim Compensation Order, objections to this Fee Statement, if any, must be served upon the Notice Parties, including Carmody MacDonald, no later than February 5, 2014 (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 Thirteenth Monthly Period and (ii) 100% of the total disbursements incurred during the Thirteenth 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: January 17, 2014
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

<u>Matter Number</u>	<u>Description</u>	<u>Hours</u>	<u>Fees</u>
12059.0	CASE ADMINISTRATION	2.10	\$ 710.50
12059.1	HEARINGS	3.90	\$ 1,269.50
12059.8	CLAIMS ADMINISTRATION / REPORTING	1.30	\$ 474.50
12059.9	PLAN AND DISCLOSURE STATEMENT	8.30	\$ 3,029.50
12059.13	GENERAL MOTIONS	.30	\$ 88.50
12059.15	COMMITTEE MEETINGS / COMMUNICATIONS	6.70	\$ 2,347.50
12059.16	CREDITOR COMMUNICATIONS	3.30	\$ 1,204.50
12059.17	RETENTIONS / OTHER PROFESSIONAL APPLICATIONS	.90	\$ 265.50
12059.18	CARMODY MACDONALD MONTHLY FEE STATEMENTS	.60	\$ 177.00
	TOTAL	27.40	\$ 9,567.00

EXHIBIT B

Summary of Professionals

<u>Attorney/Professional Name</u>	<u>Department/Position at Carmody MacDonald</u>	<u>Year Admitted</u>	<u>Hourly Billing Rate</u>	<u>Total Worked Hours</u>	<u>Total Compensation Requested</u>
Gregory D. Willard	Corporate Restructuring & Bankruptcy Partner	1980	\$365.00	21.20	\$ 7,738.00
Angela L. Schisler	Corporate Restructuring & Bankruptcy Associate	2005	\$295.00	6.20	\$ 1,829.00
TOTAL				27.40	\$ 9,567.00

EXHIBIT C

Summary of Expenses

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

EXHIBIT D

Expense Detail

None this Time Period

EXHIBIT E

Time Detail

12059.0 Re: Case Administration

Date	Tmkpr	Narrative	Hours	Amount
12/4/2013	ALS	Review updates and draft of proposed Confirmation Order.	0.80	\$ 236.00
12/10/2013	GDW	Telephone inquiry on Effective Date timing and logistics for final entry and notice of order, and follow-up to determine same and range of times to expedite.	1.30	\$ 474.50
			Total Hours:	<u>2.10</u>
			Total Fees:	<u>\$ 710.50</u>

12059.1 Re: Hearings

Date	Tmkpr	Narrative	Hours	Amount
12/16/2013	GDW	Review documents and final revised drafts for hearings tomorrow before U.S. Bankruptcy Judge Surratt-States on confirmation and related matters, and confirm final changes for same.	1.70	\$ 620.50
12/17/2013	ALS	Prepare for and attend confirmation hearing before Honorable Kathy A. Surratt-States.	2.20	\$ 649.00
			Total Hours:	<u>3.90</u>
			Total Fees:	<u>\$ 1,269.50</u>

12059.8 Re: Claims Administration/Reporting

Date	Tmkpr	Narrative	Hours	Amount
12/2/2013	GDW	Telephone calls from creditors on plan logistics questions and follow-up to resolve each question.	1.30	\$ 474.50
			Total Hours:	<u>1.30</u>
			Total Fees:	<u>\$ 474.50</u>

12059.9 Re: Plan and Disclosure Statement

Date	Tmkpr	Narrative	Hours	Amount
12/3/2013	GDW	Additional work on specific creditor inquiries regarding plan of reorganization.	0.80	\$ 292.00
12/9/2013	GDW	Research and follow-up on creditor inquiries with respect to plan of reorganization.	1.10	\$ 401.50
12/12/2013	GDW	Review revised drafts of confirmation materials for EDMo and 8th Circuit items and precedent for hearing next week before U.S. Bankruptcy Judge Surratt-States.	2.20	\$ 803.00
12/17/2013	GDW	Final preparations for hearings and confirmation matters and appearance at same before U.S. Bankruptcy Judge Surratt-States (2.8); work on post-hearing inquiries regarding effectiveness of plan, funding logistics, and final confirmation order (1.4).	4.20	\$ 1,533.00
			Total Hours:	<u>8.30</u>
			Total Fees:	<u>\$ 3,029.50</u>

12059.13 Re: General Motions

Date	Tmkpr	Narrative	Hours	Amount
12/15/2013	ALS	Finalize and file Statement of the Official Committee of Unsecured Creditors in Support of Confirmation of Debtors' Fourth Amended Joint Plan of Reorganization.	0.30	\$ 88.50
			Total Hours:	<u>0.30</u>
			Total Fees:	<u>\$ 88.50</u>

12059.15 Re: Committee Meetings/Communications

Date	Tmkpr	Narrative	Hours	Amount
12/10/2013	ALS	Review Committee Meeting Minutes.	0.60	\$ 177.00
12/10/2013	GDW	Work on documents and final matters and updates in preparations for Committee meeting (.9); update items and documents for same and organize for hearings next week before U.S. Bankruptcy Judge Surratt-States (1.7).	2.60	\$ 949.00
12/11/2013	ALS	Prepare for and participate in Committee telephone conference.	0.80	\$ 236.00
12/11/2013	GDW	Review materials and prepare for Committee call (.6); teleconference Committee meeting and follow-up work on action items for confirmation hearing, plan going effective on expedited basis and related matters (2.1).	2.70	\$ 985.50
Total Hours:			6.70	
Total Fees:				\$ 2,347.50

12059.16 Re: Creditor Communications

Date	Tmkpr	Narrative	Hours	Amount
12/13/2013	GDW	Calls from unsecured creditor and research and analysis regarding applicable Convenience Class on general unsecured creditor provisions and timing.	3.30	\$ 1,204.50
			Total Hours:	<u>3.30</u>
			Total Fees:	<u>\$ 1,204.50</u>

12059.17 Re: Retentions/Other Professional Fee Applications

Date	Tmkpr	Narrative	Hours	Amount
12/19/2013	ALS	Review, file and arrange for service the 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 November 1, 2013 through December 18, 2013 (.3); review and file the 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 November 1, 2013 through and including November 30, 2013 (.3).	0.60	\$ 177.00
12/23/2013	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 November 1, 2013 through November 30, 2013.	0.30	\$ 88.50
Total Hours:			<u>0.90</u>	
Total Fees:				<u><u>\$ 265.50</u></u>

12059.18 Re: Carmody MacDonald Monthly Fee Statements

Date	Tmkpr	Narrative	Hours	Amount
12/18/2013	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 November 1, 2013 through November 30, 2013.	0.30	\$ 88.50
12/19/2013	ALS	Finalize, file and arrange 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 November 1, 2013 through and including November 30, 2013.	0.30	\$ 88.50
Total Hours:			<u>0.60</u>	
Total Fees:				<u><u>\$ 177.00</u></u>