

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

In re

PATRIOT COAL CORPORATION, *et al.*,

Debtors¹

Chapter 11

Case No. 12-51502-659

(Jointly Administered)

**DECLARATION AND DISCLOSURE STATEMENT
OF JAMES HURST ON BEHALF OF WINSTON & STRAWN LLP**

James F. Hurst declares and says:

1. I am a member of Winston & Strawn, LLP (the “**Firm**”) with offices in several locations including 35 West Wacker Drive, Chicago, IL 60601-9703.

2. The Special Oversight Committee of the Board of Directors of Patriot Coal Corporation (the “**Special Oversight Committee**”) has requested that the Firm provide legal services to the Special Oversight Committee, and the Firm has consented to provide those services.

3. The Firm has also provided services to a creditor in these Chapter 11 Cases, Penn Virginia Resources and certain of its affiliates (collectively, “**PVR**”). PVR is the lessor with respect to certain royalty leases to certain of the Debtors. A disclosure of this representation was made to the Debtors and PVR, and both the Debtors and PVR indicated they had no objection to Winston providing such services to PVR while at the same time providing services on unrelated matters to the Special Oversight Committee.

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

4. Neither I nor any partner or associate of the Firm, insofar as I have been able to ascertain, holds or represents any interest adverse to the Debtors or their estates with respect to the matters on which the Firm is to be employed.

5. Neither I nor any partner or associate of the Firm has agreed to share or will share any portion of the compensation to be received from the Debtors with any person other than partners and associates of the Firm.

6. The Firm is not a creditor of the Debtors.

7. The Firm is conducting further inquiries regarding its retention by any creditors of the Debtors, and upon conclusion of that inquiry, or at any time during the period of its employment, if the Firm should discover any facts bearing on the matter described herein, the Firm will supplement the information contained in this Declaration.

8. Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct, and that this Declaration was executed on January 25, 2013.

/s/James F. Hurst

James F. Hurst

Patriot Coal Corporation, et al.
Case No. 12-51502-659

RETENTION QUESTIONNAIRE

TO BE COMPLETED BY PROFESSIONALS EMPLOYED BY PATRIOT COAL CORPORATION, *et al.* (the “**Debtors**”)

DO NOT FILE THIS QUESTIONNAIRE WITH THE COURT.
RETURN IT FOR FILING BY THE DEBTORS TO:

Davis Polk & Wardwell LLP
450 Lexington Avenue
New York, New York 10017
Attn: Marshall S. Huebner and Brian M. Resnick

All questions **must** be answered. Please use “none,” “not applicable,” or “N/A,” as appropriate. If more space is needed, please complete on a separate page and attach.

1. Name and address of firm:

Winston & Strawn LLP

35 West Wacker Drive

Chicago, IL 60601-9703

Attention James Hurst, Esq.

Date of retention: 12/18/12

2. Brief description of services to be provided:

Representation of the Patriot Coal Special Oversight Committee of the Board of Directors

3. Arrangements for compensation (hourly, contingent, etc.)

hourly

(a) Range of hourly rates (if applicable): Our hourly rates for partners range from \$610 to \$950 for associates, from \$370 to \$675; for legal assistants, from \$160 to \$335; and litigation support personnel, from \$125 to \$450

(b) Estimated average monthly compensation based on prepetition retention (if firm was employed prepetition):

\$12,500 to 25,000

4. Prepetition claims against any of the Debtors held by the firm:

Amount of claim: \$N/A _____

Date claim arose: _____

Source of claim: _____

5. Prepetition claims against any of the Debtors held individually by any of the firm's attorneys:

Name: N/A _____

Status: _____

Amount of claim: \$ _____

Date claim arose: _____

Source of claim: _____

6. Stock of any of the Debtors currently held by the firm:

Kind of shares N/A: _____

No. of shares: _____

7. Stock of any of the Debtors currently held individually by any of the firm's attorneys:

Name: N/A _____

Status: _____

Kind of shares: _____

No. of shares: _____

8. Disclose the nature and provide a brief description of any interest adverse to the Debtors or to their estates for the matters on which the firm is to be employed.

Winston & Strawn LLP represents one unsecured creditor, Penn Virginia Resources and certain of its affiliates (“PVR”) with respect to certain royalty leases of certain of the Debtors. A disclosure was made to both the Debtors and PVR of this representation and both indicated that they had no objection to Winston & Strawn LLP also representing the Oversight Committee of the Board on unrelated matters.

9. Name of individual completing this form.

David Neier