

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF MISSOURI  
EASTERN DIVISION**

**In re:**

**PATRIOT COAL CORPORATION, *et al.*,**

**Debtors.**

**Chapter 11**

**Case No. 12-51502-659**

**(Jointly Administered)**

Hearing Date: May 20, 2014

Hearing Time: 10:00 a.m. Central

Location: Courtroom 7-N, St. Louis

**REORGANIZED DEBTORS' OBJECTION TO  
ADMINISTRATIVE CLAIM OF FIDELITY PENSION PLAN TRUST**

Patriot Coal Corporation and its affiliates (the "Debtors" or the "Reorganized Debtors"), pursuant to 11 U.S.C. § 502 and Fed. R. Bankr. P. 3007, respectfully file this Objection to Administrative Claim of Fidelity Pension Plan Trust (the "Objection"). In support of the Objection, the Debtors show the Court as follows:

**Relief Requested**

1. By this Objection, the Reorganized Debtors object to a claim, filed by Fidelity Pension Plan Trust ("Fidelity Pension") and numbered 4168 on the Court's register (GCG Claim No. 4250) (the "Claim"), because the Claim is duplicative of another proof of claim filed by the indenture trustee for the Debtors' senior notes and because there is no legal or factual basis for the treatment of the Claim, which arose pre-petition, as an administrative-expense priority claim. The Reorganized Debtors request entry of an order, pursuant to Section 502 of the Bankruptcy Code and Fed. R. Bankr. P. 3007, disallowing the Claim.

2. Any response to this Objection should include, among other things, (i) an appropriate caption, including the title and date of this Objection; (ii) the name of the claimant,

both the EDMO and GCG claim numbers of the Claim that the Reorganized Debtors are seeking to disallow, and a description of the basis for the amount claimed; (iii) a concise statement setting forth the reasons why the Court should not sustain this Objection, including, but not limited to, the specific factual and legal bases upon which the claimant relies in opposing this Objection; (iv) copies of any documentation and other evidence which the claimant will rely upon in opposing this Objection at a hearing; and (v) the name, address, telephone number and facsimile number of a person authorized to reconcile, settle or otherwise resolve the claim on the claimant's behalf. A claimant that cannot timely provide such documentation and other evidence should provide a detailed explanation as to why it is not possible to timely provide such documentation and other evidence.

### **Jurisdiction**

3. This Court has jurisdiction over this Objection under 28 U.S.C. § 1334. Venue of this proceeding is proper pursuant to 28 U.S.C. § 1409. This is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2).

4. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

### **Background**

5. Ninety-nine of the Debtors filed voluntary petitions for relief under Chapter 11 of the Bankruptcy Code on July 9, 2012 (the "Petition Date") in the United States Bankruptcy Court for the Southern District of New York.

6. On December 19, 2012, these Debtors' cases were transferred to the United States Bankruptcy Court for the Eastern District of Missouri [Dkt. No. 1789].

7. The bar date for filing proofs of claim against these Debtors was December 14, 2012 [Dkt. No. 1388].

8. On March 1, 2013, the Court entered its Order Establishing Procedures for Claims Objections [Dkt. No. 3021].

9. Debtors Brody Mining, LLC and Patriot Ventures LLC filed voluntary petitions for relief under Chapter 11 of the Bankruptcy Code on September 23, 2013 in this Court. The bar date for filing proofs of claim against these Debtors was October 24, 2013.

10. On December 17, 2013, the Court confirmed the Debtors' Fourth Amended Plan of Reorganization (the "Plan") [Dkt. No. 5169]. The Effective Date occurred on December 18, 2013.

### **Objection and Argument**

11. The Claim, which has been asserted as an administrative-expense priority claim in the amount of \$216,500, appears to be based on the Debtors' 8.25% Senior Unsecured Notes due 2018 (the "8.25% Senior Unsecured Notes"). Wilmington Trust Company ("Wilmington Trust"), the Indenture Trustee of the 8.25% Senior Unsecured Notes, under that certain indenture dated as of May 5, 2010, filed Claim No. 1038 (GCG Claim No. 1857) against Patriot Coal Corporation and related claims against substantially all of the other Debtors (the "Global Proofs of Claim").

12. Because the notes held by Fidelity Pension are covered by the Global Proofs of Claim, the Debtors submit that the Claim is duplicative of the Global Proofs of Claim filed by Wilmington Trust. Moreover, Section 6.1 of the Plan provides that distributions to holders of the

8.25% Senior Unsecured Notes shall be made in accordance with the customary practices of Wilmington Trust and other applicable parties.

13. Claim No. 758-1 (GCG Claim No. 1230), filed by Michael James Fennell, who appears to be the trustee of Fidelity Pension, was disallowed by the Court's Order Sustaining Debtors' Fourth Omnibus Objection to Claims (Duplicate Beneficial Noteholder Claims) dated June 19, 2013 [Dkt. No. 4168], also on the ground that it was duplicative of the Global Proofs of Claim.

14. The Claim also discloses on its face that it arises from a 2010 financing transaction and that Fidelity Pension purchased its notes in 2011. An administrative-expense priority claim must arise "from post-petition transactions with ... Debtors" and must relate to the claimant's provision of "a direct and substantial benefit to the Debtors' estate." *In re ContinentalAFA Dispensing Co.*, 403 B.R. 653, 658 (Bankr. E.D. Mo. 2009). The Claim does not meet either aspect of this test, and thus it cannot qualify as an administrative claim.

WHEREFORE, the Reorganized Debtors respectfully request that this Court:

- (a) disallow the Claim; and
- (b) grant such other and further relief as is just and proper.

Dated: April 10, 2014  
St. Louis, Missouri

Respectfully submitted,  
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