

**Exhibit A-2**

Master Ballot

**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)**

**MASTER BALLOT FOR ACCEPTING OR REJECTING DEBTORS' JOINT  
PLAN OF REORGANIZATION UNDER CHAPTER 11 OF THE BANKRUPTCY CODE**

**MASTER BALLOT FOR BENEFICIAL HOLDERS OF CLAIMS IN CLASS 1C  
(SENIOR NOTES PARENT CLAIMS) ARISING FROM SENIOR NOTES  
(CUSIP NO. 70336TAC8)**

**THIS MASTER BALLOT MUST BE *RECEIVED* BY THE SOLICITATION AGENT ON OR BEFORE THE VOTING DEADLINE OF 4:00 P.M. (PREVAILING CENTRAL TIME) ON DECEMBER 9, 2013, OR THE VOTES REPRESENTED BY THIS MASTER BALLOT WILL NOT BE COUNTED.**

The above-captioned debtors and debtors in possession (collectively, the “**Debtors**”) have filed the Debtors’ Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code (the “**Plan**”).<sup>1</sup> The Plan is Appendix A to the Debtors’ Disclosure Statement (the “**Disclosure Statement**”), which is included in the materials accompanying this Ballot and has also been posted on the Debtors’ case information website (located at [www.patriotcaseinfo.com](http://www.patriotcaseinfo.com)) and on the Bankruptcy Court’s docket. The Disclosure Statement, which has been approved by the Bankruptcy Court pursuant to section 1125 of the Bankruptcy Code, provides information to assist creditors in deciding how to vote on the Plan. The Bankruptcy Court’s approval of the Disclosure Statement does not indicate approval of the Plan.

This Master Ballot is to be used by you as a broker, bank, dealer or other agent or nominee (the “**Voting Nominee**”) to transmit the votes of holders of securities issued pursuant to that certain Indenture dated as of May 5, 2010 by and among Patriot Coal and the Senior Notes Trustee, and substantially all of the Subsidiary Debtors as guarantors (the “**Senior Notes**”) that are entitled to vote on the Plan (each such holder, a “**Beneficial Holder**”). Before you transmit such votes, please carefully review the Disclosure Statement, the Plan and the Approval Order contained on the CD-ROM that was included in the Solicitation Packages you have already received.

This Master Ballot is *not* a letter of transmittal and may *not* be used for any purpose other than (i) to cast votes to accept or reject the Plan and/or (ii) to opt out of the release provisions contained in Section 11.8 of the Plan.

<sup>1</sup> Unless otherwise defined herein, each capitalized term used herein shall have the meaning ascribed to it in the Plan.

**PLEASE READ AND FOLLOW THE ATTACHED INSTRUCTIONS CAREFULLY. COMPLETE, SIGN AND DATE THIS MASTER BALLOT AND RETURN IT SO THAT IT IS RECEIVED BY THE SOLICITATION AGENT, GCG, INC., BEFORE THE VOTING DEADLINE OF 4:00 P.M. (PREVAILING CENTRAL TIME) ON DECEMBER 9, 2013. IF THIS MASTER BALLOT IS NOT COMPLETED, SIGNED AND RECEIVED ON OR BEFORE THE VOTING DEADLINE AND THE VOTING DEADLINE IS NOT EXTENDED, THE VOTES TRANSMITTED ON THIS MASTER BALLOT WILL NOT BE COUNTED.**

You should review the Disclosure Statement, the Plan and the Approval Order before you transmit votes with this Master Ballot. You or the Beneficial Holders for whom you are the Voting Nominee may wish to seek legal advice concerning the Plan and the classification and treatment of the general unsecured claims of the Beneficial Holders under the Plan. Such claims have been placed in Class 1C (Senior Notes Parent Claims) (together with Classes 1D, 1E, 1F, 2C-100C, 2D-101D and 2E-101E, a "Voting Class") under the Plan.

If the Plan is confirmed by the Bankruptcy Court, it will be binding on you and the Beneficial Holders for whom you are the Voting Nominee, whether or not such holders vote and whether or not any votes are transmitted on this Master Ballot.

**Item 1. Certification of Authority to Vote.** The undersigned certifies that, as of the October 30, 2013 at 5:00 p.m. (prevailing Central Time) record date, the undersigned (please check the applicable box):

- Was a broker, bank, dealer or other nominee for the Beneficial Holders of the aggregate principal amount of the Senior Notes listed in Item 2 below, and was the registered holder thereof, or
- Was acting under a power of attorney and/or agency (a copy of which will be provided upon request) granted by a broker, bank, dealer or other nominee that was the registered holder of the aggregate principal amount of the Senior Notes listed in Item 2 below or
- Had been granted a proxy (an original of which is attached hereto) from a broker, bank, dealer or other nominee or a Beneficial Holder that was the registered holder of the aggregate principal amount of the Senior Notes listed in Item 2 below

and accordingly, has full power and authority to (1) vote to accept or reject the Plan and/or (2) opt out of the release provisions contained in Section 11.8 of the Plan, each on behalf of the Beneficial Holders of the Senior Notes listed in Item 2 below.

**Item 2 and Item 3. Vote and Release.** The undersigned transmits the following for the Beneficial Holders for which the undersigned is the Voting Nominee: (1) votes to accept or reject the Plan and (2) decisions to opt out of the release provisions contained in Section 11.8 of the Plan. The undersigned certifies that the Beneficial Holders identified by their respective customer account numbers set forth below were Beneficial Holders of the Senior Notes as of the October 30, 2013 at 5:00 p.m. (prevailing Central Time) record date and have delivered to the undersigned, as Voting Nominee, properly executed Beneficial Ballots casting such votes on the Plan and exhibiting such decisions to opt out of the release provisions contained in Section 11.8 of the Plan as the undersigned has set forth below.

**ANY EXECUTED MASTER BALLOT RECEIVED THAT DOES NOT INDICATE EITHER AN ACCEPTANCE OR REJECTION OF THE PLAN OR THAT INDICATES BOTH AN ACCEPTANCE AND A REJECTION OF THE PLAN WILL NOT BE COUNTED. IF NO VOTES TO ACCEPT OR REJECT THE PLAN ARE RECEIVED FOR A PARTICULAR CLASS THAT IS ENTITLED TO VOTE ON THE PLAN, SUCH CLASS SHALL BE DEEMED TO HAVE VOTED TO ACCEPT THE PLAN.**

Please indicate the requested information in the appropriate column. For purposes of this Master Ballot, accrued or unmatured interest should not be included in the aggregate principal amount voted for each account. Please note that each Beneficial Holder must vote all of its claims based on the Senior Notes *either* to accept *or* reject the Plan, and may *not* split such vote. If there is insufficient space, please attach the requested information to this Master Ballot in the form of the table below.

Your Customer Account Number for each Beneficial Holder	Item 2. Principal Amount of Note Claims Voting		Item 3. Check column if Beneficial Holder has elected to OPT OUT of the Release
	To ACCEPT the Plan	To REJECT the Plan	
1.	\$	\$	
2.	\$	\$	
3.	\$	\$	
4.	\$	\$	
5.	\$	\$	
6.	\$	\$	
7.	\$	\$	
8.	\$	\$	
9.	\$	\$	
10.	\$	\$	

**Item 4. Transcription.** The undersigned certifies that it has transcribed in the following table the information, if any, provided by the Beneficial Holders in Item 4 of the ballots of Beneficial Holders (each, a “**Beneficial Ballot**”):

YOUR customer account number and/or Customer Name for each Beneficial Holder who completed Item 4 of the Beneficial Ballot.	Transcribe from Item 4 of the Beneficial Ballot		
	Account Number	Name of Registered Holder or Nominee	Principal Amount of other Senior Notes Claims
1.			\$
2.			\$
3.			\$
4.			\$
5.			\$
6.			\$
7.			\$
8.			\$
9.			\$
10.			\$

**Item 5. Certification.** By signing this Master Ballot, the undersigned (i) certifies that each Beneficial Holder listed in Item 2 above has been provided with a Solicitation Package (and all contents thereof, including a Beneficial Ballot), (ii) acknowledges that the solicitation of votes for the Plan is subject to all the terms and conditions set forth in the Approval Order and the Disclosure Statement, (iii) certifies that it received a properly completed and signed Beneficial Ballot from each Beneficial Holder listed above and (iv) certifies that it accurately transcribed all applicable information from the Beneficial Ballots received from each Beneficial Holder.

Name of Broker, Bank, or Other Nominee:

\_\_\_\_\_  
(Print or Type)

Participant Number: \_\_\_\_\_

Name of Proxy Holder or Agent for Broker, Bank, or Other Nominee  
(if applicable):

\_\_\_\_\_  
(Print or Type)

Social Security or Federal Tax I.D. No.: \_\_\_\_\_  
(If Applicable)

Signature: \_\_\_\_\_

Print Name: \_\_\_\_\_

Title: \_\_\_\_\_  
(If Appropriate)

Street Address: \_\_\_\_\_

City, State, Zip Code: \_\_\_\_\_

Telephone Number: (\_\_\_\_) \_\_\_\_\_

Date Completed: \_\_\_\_\_

**THIS MASTER BALLOT MUST BE RECEIVED BY THE SOLICITATION AGENT, GCG, INC., BEFORE 4:00 P.M. (PREVAILING CENTRAL TIME) ON DECEMBER 9, 2013, OR THE VOTES TRANSMITTED HEREBY WILL NOT BE COUNTED.**

**PLEASE NOTE: THE SOLICITATION AGENT WILL *NOT* ACCEPT BENEFICIAL BALLOTS OR MASTER BALLOTS BY ELECTRONIC OR FACSIMILE TRANSMISSION.**

**ANY EXECUTED BENEFICIAL BALLOT OR MASTER BALLOT RECEIVED THAT DOES NOT INDICATE EITHER AN ACCEPTANCE OR REJECTION OF THE PLAN OR THAT INDICATES BOTH AN ACCEPTANCE AND A REJECTION OF THE PLAN WILL NOT BE COUNTED.**

**IF YOU HAVE ANY QUESTIONS REGARDING THIS MASTER BALLOT OR THE VOTING PROCEDURES, OR IF YOU NEED ADDITIONAL COPIES OF THE MASTER BALLOT, BENEFICIAL BALLOTS, DISCLOSURE STATEMENT, OR OTHER RELATED MATERIALS, PLEASE CALL THE SOLICITATION AGENT, GCG, INC., AT (877) 600-6531 OR, FOR INTERNATIONAL CALLERS, (336) 542-5677. PLEASE NOTE THAT GCG, INC. IS NOT AUTHORIZED TO PROVIDE, AND WILL NOT PROVIDE, LEGAL ADVICE.**

## VOTING INSTRUCTIONS

1. The Master Ballot is to be used by brokers, banks, dealers or other agents or nominees (each, a “**Voting Nominee**”) to transmit the votes of holders of debt securities (the “**Senior Notes**”) that are entitled to vote on the Plan (each such holder, a “**Beneficial Holder**” and each such ballot cast by such holder, a “**Beneficial Ballot**”): (1) votes cast by Beneficial Holders to accept or reject the Plan referred to in the Disclosure Statement and (2) decisions by the Beneficial Holders to opt out of the release provisions contained in Section 11.8 of the Plan. The Disclosure Statement, Plan, Approval Order (without exhibits) and other related documents have been provided to the Beneficial Holders on the CD-ROM included in each Solicitation Package and are accessible on the Debtors’ case information website (located at [www.patriotcaseinfo.com](http://www.patriotcaseinfo.com)). Hard copies of such documents may also be obtained at no charge, by contacting the Debtors’ Solicitation Agent, GCG, Inc., by calling (877) 600-6531 or, for international callers, (336) 542-5677. All capitalized terms used in this Master Ballot or in these instructions but not otherwise defined herein have the meanings ascribed to them in the Plan.

2. If you are transmitting the vote of any Beneficial Holder other than yourself, you may *either*:
- a. Complete and execute the Beneficial Ballots (other than Items 2, 3 and 4) and deliver to the Beneficial Holder such “pre-validated” Beneficial Ballots, along with the Solicitation Package and other materials requested to be forwarded. The Beneficial Holder should complete Items 2, 3 and 4 of its pre-validated Beneficial Ballot and return the completed Beneficial Ballot to the Solicitation Agent so as to be received before the Voting Deadline.

**OR**

- b. For any Beneficial Ballot you do not “pre-validate”:

Deliver the Beneficial Ballot to the Beneficial Holder, along with the Solicitation Package and other materials requested to be forwarded, and take the necessary actions to enable such Beneficial Holder to (i) complete and execute such Beneficial Ballot voting to accept or reject the Plan and completing the other items as appropriate and (ii) return the completed, executed Beneficial Ballot to you in sufficient time to enable you to complete the Master Ballot and deliver it to the Solicitation Agent so as to be received before the Voting Deadline of 4:00 P.M. (prevailing Central Time) on December 9, 2013 at the applicable addresses set forth below:

**By Courier / Hand Delivery**  
Patriot Coal Corporation, *et al.*  
c/o GCG, Inc.  
1511 Blazer Parkway, Suite A  
Dublin, Ohio 43017

**By U.S. Mail**  
Patriot Coal Corporation, *et al.*  
c/o GCG, Inc.  
P.O. Box 9898  
Dublin, Ohio 43017-5798

For all Beneficial Ballots returned to you, please properly complete the Master Ballot as follows:

- i. Provide appropriate information for each of the items on the Master Ballot. Please note that Items 2, 3 and 4 request information for each individual Beneficial Holder for whom you hold general beneficial holder claims in your name. To identify such Beneficial Holders, please use the customer name and/or account number assigned by you to each such Beneficial Holder.
- ii. If additional space is required to respond to any item on the Master Ballot, please use additional sheets of paper clearly marked to indicate the applicable item of the Master Ballot to which you are responding.
- iii. Sign and date the Master Ballot and fill out the other required information.
- iv. If you are completing the Master Ballot on behalf of an entity, indicate your relationship with such entity and the capacity in which you are signing.
- v. Provide your name and other requested information.
- vi. Deliver the Master Ballot to the Solicitation Agent so as to be received before the Voting Deadline of 4:00 P.M. (prevailing Central Time) on December 9, 2013.
- vii. If you are both the registered holder and the Beneficial Holder of any Senior Notes and you wish to vote such Senior Notes, you may return either a Beneficial Ballot or a Master Ballot to the Solicitation Agent before the Voting Deadline.

3. **Pursuant to the Approval Order, all original Beneficial Ballots received from Beneficial Holders must be kept by you until December 9, 2014 (or such other date as is set by subsequent Bankruptcy Court order). You may be ordered to produce the original Beneficial Ballots to the Debtors or the Bankruptcy Court.**

4. If a Master Ballot is not actually received until after the Voting Deadline, it will not be counted. The method of delivery of a Master Ballot to the Solicitation Agent is at the election and risk of each entity. Instead of effecting delivery by mail, it is recommended, though not required, that you use an overnight or personal delivery service. In all cases, sufficient time should be allowed to assure timely delivery.
5. **Master Ballots should only be sent to the Solicitation Agent.** They should not be sent to the Debtors, any other agent or the Debtors' financial or legal advisors.
6. The Master Ballot is *not* a letter of transmittal and may *not* be used for any purpose other than (i) to cast votes to accept or reject the Plan and/or (ii) to opt out of the release provisions contained in Section 11.8 of the Plan. Beneficial Holders should not surrender their Senior Notes at this time. The Solicitation Agent will not accept delivery of any Senior Notes transmitted with a Master Ballot.
7. If multiple Master Ballots or Beneficial Ballots are received from or on behalf of the same claimant regarding the same Claims before the Voting Deadline, the last dated Master Ballot or Beneficial Ballot timely received will supersede and revoke any earlier received Master Ballot or Beneficial Ballot.
8. No Master Ballot or Beneficial Ballot shall constitute or be deemed to be a proof of claim or equity interest or an assertion or admission of a claim or equity interest.
9. The following Master Ballots or Beneficial Ballots shall not be counted in determining the acceptance or rejection of the Plan: (i) any Master Ballot or Beneficial Ballot that is illegible or contains insufficient information to permit the identification of the claimant; (ii) any Master Ballot or Beneficial Ballot cast by a person or entity that does not hold a Voting Class Claim; (iii) any Master Ballot or Beneficial Ballot sent to the Solicitation Agent by facsimile or other electronic means; (iv) any Master Ballot or Beneficial Ballot that is properly completed and executed and timely returned to the Solicitation Agent, but does not indicate an acceptance or rejection of the Plan or any Beneficial Ballot that indicates both an acceptance and a rejection of the Plan; (v) any unsigned or non-originally signed Master Ballot or Beneficial Ballot; (vi) any Master Ballot or Beneficial Ballot sent directly to any of the Debtors, their agents (other than the Solicitation Agent), any indenture trustee (unless specifically instructed to do so) or the Debtors' financial or legal advisors or to any other party other than the Solicitation Agent; (vii) any Master Ballot or Beneficial Ballot cast for a claim that has been disallowed (for voting purposes or otherwise); and (viii) any Master Ballot or Beneficial Ballot actually received by the Solicitation Agent after the Voting Deadline, unless the Debtors shall have granted in writing (including by email or other informal means) an extension of the Voting Deadline for such Master Ballot or Beneficial Ballot.
10. A claimant with multiple Voting Class Claims based on the Senior Notes must vote all such claims either to accept or reject the Plan and may not split such vote. Accordingly, no Beneficial Ballot that partially rejects and partially accepts the Plan and no Beneficial Ballot filed by a claimant with multiple Voting Class Claims based on the Senior Notes that votes inconsistently will be counted.
11. Unless otherwise directed by the Bankruptcy Court, delivery of a defective or irregular Master Ballot will not be deemed to have been made until such defect or irregularity has been cured or waived by the Debtors. Any waiver by the Debtors of defects or irregularities in any Master Ballot will be detailed in the Voting Report filed with the Bankruptcy Court by the Solicitation Agent. Neither the Debtors, nor any other person or entity, will be under any duty to provide notification of defects or irregularities in delivered Master Ballots other than as provided in the Voting Report, nor will any of them incur any liability for failure to provide such notification.
12. If you believe you have received the wrong Beneficial Ballots or Master Ballot, please contact the Solicitation Agent immediately.
13. We will, upon request, reimburse you for reasonable, customary and documented out-of-pocket expenses incurred by you in forwarding the Beneficial Ballots and other enclosed materials to the Beneficial Holders for whom you are the Voting Nominee. No fees or commissions or other remuneration will be payable to any broker, dealer or other person for soliciting Beneficial Ballots related to the Plan.



PLEASE DELIVER THIS MASTER BALLOT PROMPTLY.

**NOTHING CONTAINED HEREIN OR IN THE ENCLOSED DOCUMENTS SHALL RENDER YOU OR ANY OTHER PERSON THE AGENT OF ANY OF THE DEBTORS OR THE SOLICITATION AGENT, OR AUTHORIZE YOU OR ANY OTHER PERSON TO USE ANY DOCUMENT OR MAKE ANY STATEMENTS ON BEHALF OF ANY OF THEM RELATED TO THE PLAN, EXCEPT FOR THE STATEMENTS CONTAINED IN THE ENCLOSED DOCUMENTS.**

**IF YOU HAVE ANY QUESTIONS REGARDING THIS MASTER BALLOT OR THE VOTING PROCEDURES OR IF YOU NEED ADDITIONAL COPIES OF THE MASTER BALLOT, BENEFICIAL BALLOTS, PLAN, DISCLOSURE STATEMENT OR OTHER RELATED MATERIALS, PLEASE CALL THE DEBTORS' SOLICITATION AGENT, GCG, INC., AT (877) 600-6531 OR, FOR INTERNATIONAL CALLERS, (336) 542-5677. PLEASE NOTE THAT GCG, INC. IS NOT AUTHORIZED TO PROVIDE, AND WILL NOT PROVIDE, LEGAL ADVICE.**