

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

In re:	)	
	)	Chapter 11
WESTMORELAND COAL COMPANY, <i>et al.</i> , <sup>1</sup>	)	Case No. 18-35672 (DRJ)
	)	
Debtors.	)	(Jointly Administered)
	)	

**NOTICE OF FEE APPLICATION**

TO: (I) THE OFFICE OF THE U.S. TRUSTEE; (II) THE DEBTORS; (III) COUNSEL TO THE DEBTORS

**PLEASE TAKE NOTICE** that Morrison & Foerster LLP (the “Applicant”) has filed its *Fifth Monthly Fee Application of Morrison & Foerster LLP for Compensation for Services Rendered and Reimbursement of Expenses as Counsel to the Official Committee of Unsecured Creditors for the Period from February 1, 2019 through February 28, 2019* (the “Application”) with the Court. The Application seeks allowance of fees in the amount of \$603,410.50, less a twenty percent (20%) holdback in the amount of \$120,682.10 for a total fee request of \$482,728.40, plus reimbursement of expenses in the amount of \$14,239.68.

**PLEASE TAKE FURTHER NOTICE** that objections to the Application, if any, are required to be filed on or before **April 18, 2019 at 4:00 p.m. (CT)** (the “Objection Deadline”) with the Clerk of the United States Bankruptcy Court for the Southern District of Texas, United States Courthouse, 515 Rusk Avenue, Houston, TX 77002. You must also serve any such objection so as to be received by the following on or before the Objection Deadline: (i) the Debtors, Westmoreland Coal Company, 9540 South Maroon Circle, Suite 300, Englewood, Colorado 80112, Attn: Jennifer Grafton (jgrafton@westmoreland.com); (ii) counsel to the Debtors, Kirkland & Ellis LLP, 300 North LaSalle, Chicago, Illinois 60654, Attn: Gregory F. Pesce (gregory.pesce@kirkland.com) and Timothy R. Bow (timothy.bow@kirkland.com); (iii) co-counsel for the Debtors, Jackson Walker LLP, 1401 McKinney Street, Suite 1900, Houston, Texas 77010 Attn: Patricia B. Tomasco (ptomasco@jw.com), Matthew D. Cavanaugh (mcavanaugh@jw.com) and Jennifer F. Wertz (jwertz@jw.com); (iv) counsel to the ad hoc group of secured creditors of Westmoreland Coal Company, Kramer Levin Naftalis & Frankel LLP, 1177 Avenue of the Americas, New York, New York 10036, Attn.: Thomas Moers Mayer (tmayer@kramerlevin.com) and Stephen Zide (szide@kramerlevin.com); (v) counsel to the ad hoc

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<sup>1</sup> Due to the large number of debtors in these chapter 11 cases, for which joint administration has been granted, a complete list of the debtors and the last four digits of their tax identification, registration, or like numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors’ claims and noticing agent in these chapter 11 cases at [www.donlinrecano.com/westmoreland](http://www.donlinrecano.com/westmoreland). Westmoreland Coal Company’s service address for the purposes of these chapter 11 cases is 9540 South Maroon Circle, Suite 300, Englewood, Colorado 80112.

group of secured creditors of Westmoreland Resource Partners, LP, Schulte Roth & Zabel LLP, 919 Third Avenue, New York, New York 10022, Attn.: David M. Hillman (david.hillman@srz.com) and Kristine G. Manoukian (kristine.manoukian@srz.com); (vi) counsel to the Conflicts Committee of the Board of Directors for Westmoreland Resource Partners GP, LLC, and conflicts counsel for the WMLP Debtors, Jones Day, 77 W. Wacker Dr., Chicago, Illinois 60601, Attn.: Timothy Hoffmann (thoffmann@jonesday.com), Jones Day, 901 Lakeside Ave, Cleveland, OH 44114 Attn.: Heather Lennox (hlennox@jonesday.com); (vii) counsel to any statutory committee appointed in these cases; and (viii) the Office of the United States Trustee, 515 Rusk Street Houston, Texas 77002.

**PLEASE TAKE FURTHER NOTICE THAT PURSUANT TO THE ORDER ESTABLISHING PROCEDURES FOR INTERIM COMPENSATION AND REIMBURSEMENT OF EXPENSES OF PROFESSIONALS [DOCKET NO. 495], IF NO OBJECTIONS ARE FILED AND SERVED IN ACCORDANCE WITH THE ABOVE PROCEDURES, THE DEBTORS WILL BE AUTHORIZED TO PAY 80% OF THE FEES AND 100% OF THE EXPENSES REQUESTED IN THE APPLICATION, WITHOUT FURTHER ORDER OF THE COURT.**

**PLEASE TAKE FURTHER NOTICE THAT ONLY IF AN OBJECTION IS PROPERLY AND TIMELY FILED IN ACCORDANCE WITH THE ABOVE PROCEDURES AND CANNOT BE CONSENSUALLY RESOLVED WILL A HEARING BE HELD ON THE APPLICATION.**

Dated: March 28, 2019

/s/ Michael D. Warner  
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*Counsel to the Official Committee of Unsecured Creditors*

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

In re:	)	
	)	Chapter 11
WESTMORELAND COAL COMPANY, <i>et al.</i> , <sup>1</sup>	)	Case No. 18-35672 (DRJ)
	)	
Debtors.	)	(Jointly Administered)
	)	

**FIFTH MONTHLY FEE APPLICATION OF MORRISON & FOERSTER  
LLP FOR COMPENSATION FOR SERVICES RENDERED AND  
REIMBURSEMENT OF EXPENSES AS COUNSEL TO THE OFFICIAL  
COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD  
FROM FEBRUARY 1, 2019 THROUGH FEBRUARY 28, 2019**

<b>Name of Applicant:</b>	Morrison & Foerster LLP (“ <u>Morrison &amp; Foerster</u> ”)	
<b>Applicant’s Role in Case:</b>	Counsel to the Official Committee of Unsecured Creditors (the “ <u>Committee</u> ”)	
<b>Date Order of Employment Signed:</b>	11/28/2018 [Docket No. 621]	
	<b>Beginning of Period</b>	<b>End of Period</b>
<b>Time period covered by this Application:</b>	02/01/2019	02/28/2019
<b>Time period(s) covered by prior Applications:</b>	11/01/2018	01/31/19
<b>Total amounts awarded in all prior Applications:</b>	\$1,775,612.80	
<b>Total fees requested in this Application:</b>	\$603,410.50 (80% = \$482,728.40)	
<b>Total professional fees requested in this Application:</b>	\$594,410.50	
<b>Total actual professional hours covered by this Application:</b>	638.30	
<b>Average hourly rate for professionals:</b>	\$984.55	
<b>Total paraprofessional fees requested in this Application:</b>	\$9,000.00	

<sup>1</sup> Due to the large number of debtors in these chapter 11 cases, for which joint administration has been granted, a complete list of the debtors and the last four digits of their tax identification, registration, or like numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors’ claims and noticing agent in these chapter 11 cases at [www.donlinrecano.com/westmoreland](http://www.donlinrecano.com/westmoreland). Westmoreland Coal Company’s service address for the purposes of these chapter 11 cases is 9540 South Maroon Circle, Suite 300, Englewood, Colorado 80112.

<b>Total actual paraprofessional hours covered by this Application:</b>	25.00
<b>Average hourly rate for paraprofessionals:</b>	\$360.00
<b>Reimbursable expenses sought in this application:</b>	\$14,239.68

**SUMMARY OF FEE/EXPENSE ALLOCATION<sup>2</sup>**

**WMLP Debtors**

Direct Fees (Net of 20% Holdback): \$187,889.60

Direct Expenses: \$445.14

Share of Collective Fees (Net of 20% Holdback): \$66,730.80

Share of Collective Expenses: \$4,040.08

**Fee/Expense Request for WMLP Debtors: \$259,105.62**

**WLB Debtors**

Direct Fees (Net of 20% Holdback): \$72,402.80

Direct Expenses: \$327.60

Share of Collective Fees (Net of 20% Holdback): \$155,705.20

Share of Collective Expenses: \$9,426.86

**Fee/Expense Request for WLB Debtors: \$237,862.46**

Morrison & Foerster LLP (“Morrison & Foerster” or the “Applicant”) hereby files its Fifth Monthly Fee Application (the “Application”) as counsel to the Official Committee of Unsecured Creditors (the “Committee”) for allowance of compensation for professional services rendered and

<sup>2</sup> In accordance with the *Order Authorizing and Approving Intercompany Settlement Term Sheet* [Docket No. 1548] (the “Intercompany Settlement Order”), Morrison & Foerster has allocated (a) 70% of its joint fees and expenses to the WLB Debtors and (b) 30% of such fees and expenses to the WMLP Debtors.

During the Compensation Period (defined herein), Morrison & Foerster incurred: (a) \$4,662.50 in fees in connection with the Tender Offer (as defined in the Intercompany Settlement Order), all of which were billed jointly; (b) \$10,783.50 in fees with respect to the collective bargaining process, all of which were billed jointly; and (c) \$1,995.00 in fees with respect to the proposed modification of retiree benefits pursuant to Bankruptcy Code section 1114, all of which were billed to the WLB Debtors.

reimbursement of actual and necessary expenses incurred for the period from February 1, 2019 through February 28, 2019 (the “Compensation Period”). Morrison & Foerster files this Application pursuant to sections 330, 331 and 1103 of title 11 of the United States Code (the “Bankruptcy Code”), rule 2016(a) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), rule 2016-1 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the Southern District of Texas (the “Local Rules”), the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* [Docket No. 495] (the “Interim Compensation Order”), and the *Order Approving Application for Approval of the Employment of Morrison & Foerster LLP as Counsel to the Official Committee of Unsecured Creditors, Effective October 22, 2018* [Docket No. 621] (the “Retention Order”). Morrison & Foerster makes this Application for allowance of compensation for professional services rendered in the amount of \$603,410.50, less a twenty percent (20%) holdback in the amount of \$120,682.10, for a total fee request of \$482,728.40, and reimbursement of actual and necessary expenses incurred in the amount of \$14,239.68, as counsel to the Committee during the Compensation Period.

**Itemization of Services Rendered and Disbursements Incurred**

1. In support of this Monthly Fee Statement, attached are the following exhibits:
  - **Exhibit A** is a schedule of the number of hours expended by Morrison & Foerster attorneys and paraprofessionals who rendered professional services on behalf of the Committee during the Compensation Period;
  - **Exhibit B** is a schedule of the blended rates for Morrison & Foerster attorneys and paraprofessionals who rendered professional services on behalf of the Committee during the Compensation Period;
  - **Exhibit C** is a schedule setting forth the professional services rendered by project category by Morrison & Foerster on behalf of the Committee during the Compensation Period;

- **Exhibit D** is a schedule of the expenses incurred by Morrison & Foerster during the Compensation Period for which Morrison & Foerster is seeking reimbursement; and
- **Exhibit E** consists of Morrison & Foerster's records of fees and expenses incurred by Morrison & Foerster on behalf of the Committee during the Compensation Period.

**CONCLUSION**

WHEREFORE, Morrison & Foerster respectfully requests that allowance be made for compensation in the amount of \$603,410.50, less a twenty percent (20%) holdback in the amount of \$120,682.10, for a total fee request of \$482,728.40 together with reimbursement of expenses in the amount of \$14,239.68, and further requests such other and further relief as this Court deems necessary and just.

Dated: March 28, 2019

/s/ Michael D. Warner  
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*Counsel to the Official Committee of Unsecured Creditors*

**EXHIBIT A**

**SUMMARY OF PROFESSIONAL SERVICES RENDERED  
BY MORRISON & FOERSTER ON BEHALF OF THE  
COMMITTEE DURING THE COMPENSATION PERIOD**

The Morrison & Foerster attorneys and paraprofessionals who rendered professional services in these cases during the

Compensation Period are:

Name of Professional Person	Title, Department & Earliest Licensure / Experience	Hourly Billing Rate	WMLP Debtors		WLB Debtors		Joint Matters <sup>1</sup>	
			Total Billed Hours	Total Compensation	Total Billed Hours	Total Compensation	Total Billed Hours	Total Compensation
<b>Partners and Of Counsel</b>								
Bell, Jeffery	Title: Partner Dep't: Corporate Admission: 2001	\$1,095.00	4.40	\$4,818.00	3.40	\$3,723.00	0.00	\$0.00
Carbone, Anthony J.	Title: Partner Dep't: Tax Admission: 1982	\$1,500.00	0.00	\$0.00	0.00	\$0.00	0.00	\$0.00
Doufekias, Demme	Title: Partner Dep't: Litigation Admission: 2003	\$1,040.00	3.80	\$3,952.00	0.00	\$0.00	18.70	\$19,448.00
Goren, Todd M.	Title: Partner Dep't: Business, Restructuring & Insolvency Group <sup>2</sup> Admission: 2003	\$1,150.00	53.30	\$61,295.00	22.90	\$26,335.00	30.90	\$35,535.00
Marines, Jennifer L.	Title: Partner Dep't: BRIG Admission: 2005	\$1,100.00	4.30	\$4,730.00	0.00	\$0.00	0.00	\$0.00

<sup>1</sup> As set forth in the Interim Compensation Order, all parties in interest, including all official committees appointed in these cases as well as the U.S. Trustee and any fee examiner appointed in these cases, has the right to object to any proposed allocation in connection with any interim or final fee application.

<sup>2</sup> Hereinafter referred to as "BRIG".



Name of Professional Person	Title, Department & Earliest Licensure / Experience	Hourly Billing Rate	WMLP Debtors		WLB Debtors		Joint Matters <sup>1</sup>	
			Total Billed Hours	Total Compensation	Total Billed Hours	Total Compensation	Total Billed Hours	Total Compensation
Marinuzzi, Lorenzo	Title: Partner Dep't: BRIG Admission: 1996	\$1,300.00	66.20	\$86,060.00	23.10	\$30,030.00	57.50	\$74,750.00
Dopsch, Peter C.	Title: Senior Counsel Dep't: Finance Admission: 1987	\$1,150.00	0.00	\$0.00	0.00	\$0.00	15.50	\$17,825.00
Richards, Erica J.	Title: Of Counsel Dep't: BRIG Admission: 2007	\$925.00	27.90	\$25,807.50	6.00	\$5,550.00	53.60	\$49,580.00
<b>Associates and Attorneys</b>								
Anabi, Andrew Issa	Title: Associate Dep't: Finance Admission: Pending	\$525.00	0.00	\$0.00	0.00	\$0.00	23.30	\$12,232.50
Damast, Craig	Title: Attorney Dep't: BRIG Admission: 1992	\$925.00	6.90	\$6,382.50	0.00	\$0.00	0.00	\$0.00
Gambier, Lauren	Title: Associate Dep't: Litigation Admission: 2013	\$845.00	2.30	\$1,943.50	0.00	\$0.00	0.00	\$0.00
Goodman, Mara Elyse	Title: Associate Dep't: Corporate Admission: 2017	\$550.00	8.50	\$4,675.00	0.00	\$0.00	0.00	\$0.00
Harris, Daniel J.	Title: Associate Dep't: BRIG Admission: 2008	\$895.00	30.00	\$26,850.00	16.80	\$15,036.00	65.00	\$58,175.00
Heo, Min W. J.	Title: Associate Dep't: Finance Admission: 2015	\$750.00	3.80	\$2,850.00	7.20	\$5,400.00	0.00	\$0.00
Jensen, Sofie	Title: Visiting Int'l Attorney Dep't: Finance Experience: 2018	\$275.00	0.00	\$0.00	0.00	\$0.00	5.60	\$1,540.00

Name of Professional Person	Title, Department & Earliest Licensure / Experience	Hourly Billing Rate	WMLP Debtors		WLB Debtors		Joint Matters <sup>1</sup>	
			Total Billed Hours	Total Compensation	Total Billed Hours	Total Compensation	Total Billed Hours	Total Compensation
Kissner, Andrew	Title: Associate Dep't: BRIG Admission: 2017	\$625.00	7.30	\$4,562.50	1.80	\$1,125.00	23.70	\$14,812.50
Richardson Arnould, Kat	Title: Associate Dep't: BRIG Admission: 2018	\$525.00	0.00	\$0.00	4.10	\$2,152.50	40.50	\$21,262.50
<b>Paraprofessionals</b>								
Delehanty, Danielle E.	Title: Paralegal Dep't: BRIG Experience: 5 years	\$360.00	2.60	\$936.00	3.20	\$1,152.00	19.20	\$6,912.00
<b>Total Incurred:</b>			<b>221.30</b>	<b>\$234,862.00</b>	<b>88.50</b>	<b>\$90,503.50</b>	<b>353.50</b>	<b>\$312,072.50</b>
<b>Less Client Accommodation for Non-Working Travel (50% of Fees Incurred):</b>				<b>(\$0.00)</b>		<b>(\$0.00)</b>		<b>(\$28,647.50)</b>
<b>Less Client Accommodation for Time Entry Review (100% of Fees Incurred):</b>				<b>(\$0.00)</b>		<b>(\$0.00)</b>		<b>(\$5,380.00)</b>
<b>Total Requested:</b>			<b>221.30</b>	<b>\$234,862.00</b>	<b>88.50</b>	<b>\$90,503.50</b>	<b>353.50</b>	<b>\$278,045.00</b>

**EXHIBIT B**

**Blended Rates**

Professionals	WMLP Debtors			WLB Debtors			Joint Matters		
	Blended Rates	Total Hours Billed	Total Compensation	Blended Rates	Total Hours Billed	Total Compensation	Blended Rates	Total Hours Billed	Total Compensation
Partners and Counsel	\$1,167.37	159.90	\$186,662.50	\$1,184.80	55.40	\$65,638.00	\$1,118.83	176.20	\$197,138.00
Associates and Attorneys	\$803.80	58.80	\$47,263.50	\$793.09	29.90	\$23,713.50	\$683.25	158.10	\$108,022.50
<b>Total Incurred by All Attorneys:</b>	<b>\$1,069.62</b>	<b>218.70</b>	<b>\$233,926.00</b>	<b>\$1,047.50</b>	<b>85.30</b>	<b>\$89,351.50</b>	<b>\$912.83</b>	<b>334.30</b>	<b>\$305,160.50</b>
Less Client Accommodation for Non-Working Travel (50% of Fees Incurred):			(\$0.00)			(\$0.00)			(\$28,647.50)
Less Client Accommodation for Time Entry Review (100% of Fees Incurred):			(\$0.00)			(\$0.00)			(\$5,380.00)
<b>Blended Attorney Rate:</b>	<b>\$1,069.62</b>	<b>218.70</b>	<b>\$233,926.00</b>	<b>\$1,047.50</b>	<b>85.30</b>	<b>\$89,351.50</b>	<b>\$811.05</b>	<b>334.30</b>	<b>\$271,133.00</b>
Paraprofessionals and Non-Legal Staff	\$360.00	2.60	\$936.00	\$360.00	3.20	\$1,152.00	\$360.00	19.20	\$6,912.00
<b>Total Requested:</b>	<b>\$1,061.28</b>	<b>221.30</b>	<b>\$234,862.00</b>	<b>\$1,022.64</b>	<b>88.50</b>	<b>\$90,503.50</b>	<b>\$786.55</b>	<b>353.50</b>	<b>\$278,045.00</b>

**EXHIBIT C**

**SUMMARY OF PROFESSIONAL SERVICES RENDERED BY PROJECT CATEGORY BY  
MORRISON & FOERSTER ON BEHALF OF THE COMMITTEE DURING THE COMPENSATION PERIOD<sup>1</sup>**

Project Category	Description	WMLP Debtors		WLB Debtors		Joint Matters	
		Hours	Fees	Hours	Fees	Hours	Fees
001	Asset Analysis and Recover	6.50	\$7,475.00	0.00	\$0.00	0.00	\$0.00
002	Asset Disposition	67.30	\$69,375.50	0.00	\$0.00	25.40	\$26,567.00
006	Business Operations	0.00	\$0.00	1.10	\$1,385.00	1.00	\$1,300.00
007	Case Administration	0.00	\$0.00	0.00	\$0.00	18.10	\$12,276.00
008	Claims Administration and Objections	2.50	\$2,888.50	2.00	\$2,111.00	3.60	\$4,350.00
010	Employee Benefits and Pensions	0.00	\$0.00	14.00	\$12,778.50	0.00	\$0.00
011	Employment and Fee Applications	0.00	\$0.00	0.00	\$0.00	12.90	\$5,121.00
012	Employment and Fee Applications Objections	0.00	\$0.00	0.00	\$0.00	1.10	\$1,340.00
013	Financing and Cash Collateral	1.50	\$1,581.00	0.00	\$0.00	0.00	\$0.00
015	Meetings and Communications with Creditors	2.70	\$2,849.50	0.00	\$0.00	35.90	\$33,839.00
016	Non-Working Travel	0.00	\$0.00	0.00	\$0.00	57.10	\$57,295.00
017	Plan and Disclosure Statement	83.90	97,134.00	61.00	\$67,677.00	0.00	\$0.00
019	Relief from Stay and Adequate Protection	14.90	\$14,495.00	0.00	\$0.00	0.00	\$0.00
023	Discovery	3.80	3,907.00	0.00	\$0.00	20.80	\$18,715.50
024	Hearings	0.00	\$0.00	3.20	\$1,152.00	88.10	\$78,300.50
026	Claims Investigation	12.20	11,383.50	0.00	\$0.00	0.00	\$0.00
027	Lien Investigation	26.00	\$23,773.00	7.20	\$5,400.00	45.60	\$32,324.00
028	Intercompany Claims	0.00	\$0.00	0.00	\$0.00	37.70	\$34,804.50
029	Other Motions/Applications	0.00	\$0.00	0.00	\$0.00	0.40	\$460.00
032	Time Entry Review	0.00	\$0.00	0.00	\$0.00	5.80	\$5,380.00
<b>Total Incurred:</b>		<b>221.30</b>	<b>\$234,862.00</b>	<b>88.50</b>	<b>\$90,503.50</b>	<b>353.50</b>	<b>\$312,072.50</b>
<b>Less Client Accommodation for Non-Working Travel (50% of Fees Incurred):</b>			<b>(\$0.00)</b>		<b>(\$0.00)</b>		<b>(\$28,647.50)</b>
<b>Less Client Accommodation for Time Entry Review (100% of Fees Incurred):</b>			<b>(\$0.00)</b>		<b>(\$0.00)</b>		<b>(\$5,380.00)</b>
<b>Total Requested:</b>		<b>221.30</b>	<b>\$234,862.00</b>	<b>88.50</b>	<b>\$90,503.50</b>	<b>353.50</b>	<b>\$278,045.00</b>

<sup>1</sup> The subject matter of certain time entries may be appropriate for more than one project category. In such cases, time entries generally have been included in the most appropriate category. Time entries do not appear in more than one category.

**EXHIBIT D**

**SUMMARY OF ACTUAL AND NECESSARY EXPENSES  
INCURRED BY MORRISON & FOERSTER ON BEHALF  
OF THE DEBTORS DURING THE COMPENSATION PERIOD**

Expense Category	Total Expenses		
	WMLP Debtors	WLB Debtors	Joint Matters
Travel	\$0.00	\$0.00	\$9,236.70
On-line Research – LEXIS	\$0.00	\$1.40	\$4.20
On-line Research – WESTLAW	\$300.30	\$326.20	\$772.10
On-line Research – OTHER DATABASE – PACER	\$0.00	\$0.00	\$0.00
Epiq eDiscovery Managed Services	\$0.00	\$0.00	\$2,367.93
Long Distance Telephone	\$144.84	\$0.00	\$92.39
Business Meals	\$0.00	\$0.00	\$620.00
Travel Meals	\$0.00	\$0.00	\$246.31
Air Freight	\$0.00	\$0.00	\$33.35
Miscellaneous Disbursement – Travel Internet Access	\$0.00	\$0.00	\$93.96
<b>Total:</b>	<b>\$445.14</b>	<b>\$327.60</b>	<b>\$13,466.94</b>



**EXHIBIT E**

**MORRISON | FOERSTER**

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TOKYO, BEIJING, SHANGHAI,  
HONG KONG, SINGAPORE  
  
LONDON, BRUSSELS, BERLIN

Westmoreland Coal Company  
9540 S. Maroon Circle  
Suite 300  
Englewood, Colorado 80112

**Taxpayer ID #** [REDACTED]  
Invoice Number: 5806617  
Invoice Date: March 25, 2019  
  
Client/Matter Number: 016291-0000001

Matter Name: WLB DEBTORS

RE: WLB DEBTORS

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*For Professional Services Rendered and Disbursements Incurred through February 28, 2019*

	<u>U.S.Dollars</u>
Current Fees	90,503.50
Current Disbursements	327.60
<b>Total This Invoice</b>	<b>90,831.10</b>

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Payment may be made by Electronic Funds transfer to the firm's account

ACH (preferred method of payment): [REDACTED]

Wire: [REDACTED]

Our billing statements are due and payable within thirty days of receipt.  
Billing questions may be directed to our Billing Hotline at (415) 268-2594 or (866) 314-5320

**MORRISON | FOERSTER**

Matter Number: 016291-0000001  
Matter Name: WLB DEBTORS

Invoice Number: 5806617  
Invoice Date: March 25, 2019

**Time Detail**

<b>Date</b>	<b>Services</b>	<b>Timekeeper</b>	<b>Hours</b>	<b>Value</b>
<b>Business Operations</b>				
07-Feb-19	Analyze post-reorganization cap structure.	Marinuzzi, Lorenzo	0.80	1,040.00
16-Feb-19	Correspond with Debtors and Jefferies regarding new Canada LCs.	Goren, Todd M.	0.30	345.00
<b>Total: 006</b>	<b>Business Operations</b>		<b>1.10</b>	<b>1,385.00</b>
<b>Claims Administration and Objections</b>				
07-Feb-19	Analyze administrative expense applications.	Goren, Todd M.	0.60	690.00
14-Feb-19	Correspond with Kirkland regarding Talen dispute.	Goren, Todd M.	0.20	230.00
19-Feb-19	Correspond with internal working group regarding Talen contract.	Harris, Daniel J.	0.30	268.50
20-Feb-19	Evaluate Talen financing agreement regarding potential rejection claims.	Richards, Erica J.	0.50	462.50
27-Feb-19	Analyze updated draft WLB claims analysis.	Goren, Todd M.	0.40	460.00
<b>Total: 008</b>	<b>Claims Administration and Objections</b>		<b>2.00</b>	<b>2,111.00</b>
<b>Employee Benefits and Pensions</b>				
06-Feb-19	Analyze recently filed pleadings in 1113/1114 dispute.	Harris, Daniel J.	0.30	268.50
08-Feb-19	Analyze emergency motion by UMWA to enforce CBA.	Goren, Todd M.	0.70	805.00
08-Feb-19	Analyze UMWA emergency motion regarding CBAs (.7); draft correspondence to Committee regarding same (.5).	Kissner, Andrew	1.20	750.00
08-Feb-19	Analyze UMWA emergency motion to enforce CBAs (.6); revise motion summary for Committee (.3); analyze status of 1113/1114 trial and witnesses (.5).	Marinuzzi, Lorenzo	1.40	1,820.00
11-Feb-19	Analyze 1113/1114 pleadings.	Goren, Todd M.	0.70	805.00
11-Feb-19	Analyze Talarico declaration in support of 1113/1114 motion.	Marinuzzi, Lorenzo	0.60	780.00
12-Feb-19	Analyze reply to 1113 motion (.7); analyze lenders' statement regarding same (.4); analyze Debtors' objection to UMWA emergency motion (.3).	Goren, Todd M.	1.40	1,610.00
12-Feb-19	Analyze secured lenders' response in support of 1113/1114 relief (.2); analyze Debtors' reply in support of same (.7).	Richards, Erica J.	0.90	832.50

**MORRISON | FOERSTER**

Matter Number: 016291-0000001

Matter Name: WLB DEBTORS

Invoice Number: 5806617

Invoice Date: March 25, 2019

<b>Date</b>	<b>Services</b>	<b>Timekeeper</b>	<b>Hours</b>	<b>Value</b>
13-Feb-19	Analyze motions related to 1113/1114 hearing (.9); dial-in to hearing and draft summary for internal working group (1.2); correspond with internal working group regarding same (.4).	Richardson Arnould, Ka	2.50	1,312.50
14-Feb-19	Analyze 1113/1114 hearing update.	Goren, Todd M.	0.30	345.00
19-Feb-19	Correspond with Debtors and lenders regarding potential PMG agreement (.3); analyze proposed 1113/1114 order (.4).	Goren, Todd M.	0.70	805.00
19-Feb-19	Correspond with S. Williams (counsel to UMWA) and G. Pesce (Kirkland) regarding possible strike after Kemmerer closing and status of settlement.	Marinuzzi, Lorenzo	0.50	650.00
22-Feb-19	Analyze Coal Act Funds settlement term sheet (.4); correspond with E. Richards and K. Richardson regarding same (.2).	Kissner, Andrew	0.60	375.00
23-Feb-19	Analyze Coal Act Fund Committee's motion to authorize settlement (1.1); draft summary of material terms (.5).	Richardson Arnould, Ka	1.60	840.00
26-Feb-19	Analyze settlement with Coal Act Committee and supporting declaration.	Marinuzzi, Lorenzo	0.60	780.00
<b>Total: 010</b>	<b>Employee Benefits and Pensions</b>		<b>14.00</b>	<b>12,778.50</b>
<b>Plan and Disclosure Statement</b>				
01-Feb-19	Analyze documents regarding cure costs.	Bell, Jeffery	0.20	219.00
01-Feb-19	Analyze objections to assumption/assignment and cure.	Goren, Todd M.	0.60	690.00
02-Feb-19	Analyze and revise talking points regarding Colstrip contracts.	Goren, Todd M.	0.40	460.00
03-Feb-19	Analyze updated plan (1.2); analyze term sheet on settlement regarding contract rejection (.5).	Marinuzzi, Lorenzo	1.70	2,210.00
04-Feb-19	Analyze updated draft of plan from Kirkland.	Goren, Todd M.	0.80	920.00
04-Feb-19	Analyze updated plan and identify Committee areas of concern.	Harris, Daniel J.	1.40	1,253.00
04-Feb-19	Analyze revised plan.	Richards, Erica J.	0.20	185.00
05-Feb-19	Discuss updated draft of plan with D. Harris (.4); analyze correspondence with Kirkland regarding same (.2).	Goren, Todd M.	0.60	690.00
05-Feb-19	Analyze and revise liquidating trust agreement (2.3); analyze revised plan (1.3); discuss same with T. Goren (.4); correspond with Kirkland regarding plan provisions (.9).	Harris, Daniel J.	4.90	4,385.50
06-Feb-19	Analyze documents regarding liquidating trust agreement.	Bell, Jeffery	1.30	1,423.50
06-Feb-19	Correspond with Kirkland regarding plan changes (.2); analyze and revise draft of liquidating trust agreement (.9).	Goren, Todd M.	1.10	1,265.00

## MORRISON | FOERSTER

Matter Number: 016291-0000001

Matter Name: WLB DEBTORS

Invoice Number: 5806617

Invoice Date: March 25, 2019

<b>Date</b>	<b>Services</b>	<b>Timekeeper</b>	<b>Hours</b>	<b>Value</b>
06-Feb-19	Analyze and revise liquidating trust agreement (1.5); analyze precedent regarding same (.4).	Harris, Daniel J.	1.90	1,700.50
06-Feb-19	Analyze sureties' plan objection.	Marinuzzi, Lorenzo	0.50	650.00
07-Feb-19	Correspond with D. Harris regarding comments to liquidating trust agreement.	Bell, Jeffery	0.40	438.00
08-Feb-19	Revise draft liquidating trust agreement (.4); correspond with D. Harris regarding same (.3).	Bell, Jeffery	0.70	766.50
08-Feb-19	Analyze updated draft of liquidating trust agreement.	Goren, Todd M.	0.60	690.00
08-Feb-19	Analyze and revise liquidating trust agreement (.9); correspond with internal working group regarding same (.3).	Harris, Daniel J.	1.20	1,074.00
08-Feb-19	Analyze and revise liquidating trust agreement.	Marinuzzi, Lorenzo	1.00	1,300.00
13-Feb-19	Analyze revised draft liquidating trust agreement (.6); correspond with E. Richards regarding same (.2).	Bell, Jeffery	0.80	876.00
13-Feb-19	Analyze status of updated plan and supplement documents.	Marinuzzi, Lorenzo	1.20	1,560.00
13-Feb-19	Analyze and provide comments to liquidating trust agreement (.7); correspond with J. Bell regarding same (.2).	Richards, Erica J.	0.90	832.50
15-Feb-19	Analyze updated plan from Kirkland.	Marinuzzi, Lorenzo	1.10	1,430.00
18-Feb-19	Correspond with G. Pesce (Kirkland) regarding plan issues.	Goren, Todd M.	0.40	460.00
19-Feb-19	Correspond with G. Pesce (Kirkland) regarding plan status/changes (.4); analyze updated draft of plan (1.2).	Goren, Todd M.	1.60	1,840.00
19-Feb-19	Analyze revised chapter 11 plan (1.2); correspond with internal working group regarding same (.2); revise liquidating trust agreement (.6); correspond with Kirkland team regarding same (.3).	Harris, Daniel J.	2.30	2,058.50
19-Feb-19	Analyze revised plan.	Richards, Erica J.	0.20	185.00
20-Feb-19	Correspond with G. Pesce (Kirkland) regarding open plan points (.3); correspond with internal working group regarding key changes to same (.4).	Goren, Todd M.	0.70	805.00
20-Feb-19	Analyze revisions to draft plan of reorganization.	Harris, Daniel J.	1.10	984.50
20-Feb-19	Analyze updated plan schedules and plan supplement (.8); correspond with internal working group regarding new leases (.4); call with G. Pesce (Kirkland) regarding new land leases and plan status (.6); analyze status of plan settlement (.5); analyze Talen plan objection (.5); analyze status and coverage for Talen deposition (.4).	Marinuzzi, Lorenzo	3.20	4,160.00
21-Feb-19	Analyze updated cure schedules (.4); analyze updated plan from Debtors (.8).	Goren, Todd M.	1.20	1,380.00

**MORRISON | FOERSTER**

Matter Number: 016291-0000001

Matter Name: WLB DEBTORS

Invoice Number: 5806617

Invoice Date: March 25, 2019

<b>Date</b>	<b>Services</b>	<b>Timekeeper</b>	<b>Hours</b>	<b>Value</b>
21-Feb-19	Analyze revised version of plan (.4); correspond with internal working group regarding same (.2).	Harris, Daniel J.	0.60	537.00
21-Feb-19	Analyze revised plan.	Richards, Erica J.	0.30	277.50
22-Feb-19	Analyze updated draft of plan (.9); correspond with Debtors regarding Talen settlement (.4).	Goren, Todd M.	1.30	1,495.00
22-Feb-19	Analyze updated version of plan of reorganization.	Harris, Daniel J.	1.00	895.00
22-Feb-19	Revise updated plan (1.1); correspond with G. Pesce (Kirkland) and Kramer team regarding Colstrip treatment under plan (.4); call with Talen counsel regarding plan settlement (.3).	Marinuzzi, Lorenzo	1.80	2,340.00
22-Feb-19	Analyze filed objections to plan.	Richards, Erica J.	1.20	1,110.00
23-Feb-19	Call with Schulte and Kirkland teams regarding settlement (1.7); call with Alvarez and Kirkland teams regarding same (.9); revise draft settlement term sheets (2.3).	Goren, Todd M.	4.90	5,635.00
25-Feb-19	Analyze confirmation order draft (1.0); analyze Zürich witness and exhibit list (.2); analyze Debtors' brief in support of confirmation (1.9).	Marinuzzi, Lorenzo	3.10	4,030.00
26-Feb-19	Analyze draft confirmation order.	Goren, Todd M.	0.80	920.00
26-Feb-19	Analyze draft confirmation order.	Harris, Daniel J.	1.80	1,611.00
26-Feb-19	Analyze supplemental notice of contracts to be rejected under plan (.6); analyze status of assumed contracts and discussions regarding cure (.5); analyze Argonaut reservation of rights (.4); analyze most recent draft of plan and open points regarding releases (.4).	Marinuzzi, Lorenzo	1.90	2,470.00
26-Feb-19	Revise plan and plan supplement documents.	Richards, Erica J.	1.00	925.00
27-Feb-19	Analyze updated drafts of plan (.6) and confirmation order (.5); call with C. Koenig (Kirkland) regarding same (.2).	Goren, Todd M.	1.30	1,495.00
27-Feb-19	Analyze latest markup of plan (.9); analyze confirmation order (.8); analyze status of plan supplement and disclosures on management (.5).	Marinuzzi, Lorenzo	2.20	2,860.00
28-Feb-19	Analyze updated drafts of confirmation order (.7) and plan (.6).	Goren, Todd M.	1.30	1,495.00
28-Feb-19	Revise updated confirmation order and release provisions of plan (.7); correspond with C. Koenig (Kirkland) regarding new plan provisions (.5); correspond with K. Manoukian (Schulte) regarding releases in plan (.3).	Marinuzzi, Lorenzo	1.50	1,950.00
28-Feb-19	Analyze amended filed plan (.5) and confirmation order (.3).	Richards, Erica J.	0.80	740.00
<b>Total: 017</b>	<b>Plan and Disclosure Statement</b>		<b>61.00</b>	<b>67,677.00</b>

**Hearings**

**MORRISON | FOERSTER**

Matter Number: 016291-0000001

Matter Name: WLB DEBTORS

Invoice Number: 5806617

Invoice Date: March 25, 2019

<b>Date</b>	<b>Services</b>	<b>Timekeeper</b>	<b>Hours</b>	<b>Value</b>
01-Feb-19	Draft index and prepare case law binders (.6); coordinate delivery of same (.1).	Delehanty, Danielle Ei	0.70	252.00
08-Feb-19	Draft index and prepare case law binders (.5); coordinate delivery of same (.1).	Delehanty, Danielle Ei	0.60	216.00
12-Feb-19	Draft index and prepare hearing binder for February 13 hearing.	Delehanty, Danielle Ei	1.10	396.00
22-Feb-19	Analyze index and prepare confirmation hearing binders.	Delehanty, Danielle Ei	0.80	288.00
<b>Total: 024</b>	<b>Hearings</b>		<b>3.20</b>	<b>1,152.00</b>
<b>Lien Investigation</b>				
01-Feb-19	Analyze memorandum regarding perfection of coal leases (1.2); conduct legal research regarding mortgage assignment under Wyoming law (2.0); meet with P. Dopsch and A. Anabi regarding same (.5).	Heo, Min W.	3.70	2,775.00
02-Feb-19	Call with D. Harris and P. Dopsch regarding perfection of Wyoming coal leases (1.0); update lien perfection memorandum (.7).	Heo, Min W.	1.70	1,275.00
03-Feb-19	Correspond with internal working group regarding Wyoming court enforcement of anti-assignment provisions.	Heo, Min W.	1.20	900.00
04-Feb-19	Analyze precedent regarding enforcement of anti-assignment provisions.	Heo, Min W.	0.60	450.00
<b>Total: 027</b>	<b>Lien Investigation</b>		<b>7.20</b>	<b>5,400.00</b>
			<b>Current Fees</b>	<b>90,503.50</b>

**MORRISON | FOERSTER**Matter Number: 016291-0000001  
Matter Name: WLB DEBTORSInvoice Number: 5806617  
Invoice Date: March 25, 2019**Timekeeper Summary**

<b>No.</b>	<b>Timekeeper</b>	<b>Rate</b>	<b>Hours</b>	<b>Value</b>
15632	Bell, Jeffery	1,095.00	3.40	3,723.00
14140	Goren, Todd M.	1,150.00	22.90	26,335.00
14116	Marinuzzi, Lorenzo	1,300.00	23.10	30,030.00
18102	Harris, Daniel J.	895.00	16.80	15,036.00
22117	Heo, Min W.	750.00	7.20	5,400.00
19671	Kissner, Andrew	625.00	1.80	1,125.00
21823	Richardson Arnould, Ka	525.00	4.10	2,152.50
14078	Richards, Erica J.	925.00	6.00	5,550.00
18387	Delehanty, Danielle Ei	360.00	3.20	1,152.00
	<b>TOTAL</b>		<b>88.50</b>	<b>90,503.50</b>



**MORRISON | FOERSTER**

Matter Number: 016291-0000001  
 Matter Name: WLB DEBTORS

Invoice Number: 5806617  
 Invoice Date: March 25, 2019

**Task Code Summary**

<b>Task Code</b>	<b>Description</b>	<b>Hours</b>	<b>Value</b>
006	Business Operations	1.10	1,385.00
008	Claims Administration and Objections	2.00	2,111.00
010	Employee Benefits and Pensions	14.00	12,778.50
017	Plan and Disclosure Statement	61.00	67,677.00
024	Hearings	3.20	1,152.00
027	Lien Investigation	7.20	5,400.00
	<b>TOTAL</b>	<b>88.50</b>	<b>90,503.50</b>

**MORRISON | FOERSTER**

Matter Number: 016291-0000001  
Matter Name: WLB DEBTORS

Invoice Number: 5806617  
Invoice Date: March 25, 2019

**Disbursement Detail**

<b>Date</b>	<b>Description</b>	<b>Value</b>
28-Feb-19	On-line Research - LEXIS	1.40
28-Feb-19	On-line Research - WESTLAW	326.20
<b>Current Disbursements</b>		<b><u>327.60</u></b>

**MORRISON | FOERSTER**

Matter Number: 016291-0000001  
Matter Name: WLB DEBTORS

Invoice Number: 5806617  
Invoice Date: March 25, 2019

**Invoice Summary**

	<u>U.S.Dollars</u>
Total Fees	90,503.50
Total Disbursements	327.60
<b>Total Amount Due</b>	<b>90,831.10</b>

**MORRISON | FOERSTER**

Matter Number: 016291-0000001  
 Matter Name: WLB DEBTORS

Invoice Number: 5806617  
 Invoice Date: March 25, 2019

For your convenience, we have listed below previous invoices on this matter which our records show as outstanding and the total balance due on this account. If you have already submitted payment, we appreciate your promptness. If your records are not in agreement, or if we can provide additional assistance, please call our Billing Department at (415) 268-6446 or (866) 314-5320

<b>Date</b>	<b>Invoice Number</b>	<b>Currency</b>	<b>Original Invoice Amount</b>	<b>Payments Applied</b>	<b>Amount Outstanding</b>
<b>29-Nov-18</b>	5779750	USD	148,242.00	118,593.60	29,648.40
<b>23-Jan-19</b>	5792343	USD	198,289.23	162,630.72	35,658.51
<b>14-Feb-19</b>	5797281	USD	404,070.52	325,095.82	78,974.70
<b>05-Mar-19</b>	5802181	USD	332,453.05	0.00	332,453.05

**MORRISON | FOERSTER**

PO BOX 742335  
LOS ANGELES  
CALIFORNIA 90074-2335  
  
TELEPHONE: 415 268 7000  
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MORRISON & FOERSTER LLP  
NEW YORK, SAN FRANCISCO,  
LOS ANGELES, WASHINGTON, D.C.,  
SAN DIEGO, PALO ALTO, BOSTON,  
DENVER, NORTHERN VIRGINIA  
  
TOKYO, BEIJING, SHANGHAI,  
HONG KONG, SINGAPORE  
  
LONDON, BRUSSELS, BERLIN

Westmoreland Coal Company  
9540 S. Maroon Circle  
Suite 300  
Englewood, Colorado 80112

**Taxpayer ID #** [REDACTED]  
Invoice Number: 5806618  
Invoice Date: March 25, 2019  
  
Client/Matter Number: 016291-0000002

Matter Name: WMLP DEBTORS

RE: WMLP DEBTORS

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*For Professional Services Rendered and Disbursements Incurred through February 28, 2019*

	<u>U.S.Dollars</u>
Current Fees	234,862.00
Current Disbursements	445.14
<b>Total This Invoice</b>	<b>235,307.14</b>

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Payment may be made by Electronic Funds transfer to the firm's account

ACH (preferred method of payment): [REDACTED]

Wire: [REDACTED]

Our billing statements are due and payable within thirty days of receipt.  
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**MORRISON | FOERSTER**Matter Number: 016291-0000002  
Matter Name: WMLP DEBTORSInvoice Number: 5806618  
Invoice Date: March 25, 2019**Time Detail**

<b>Date</b>	<b>Services</b>	<b>Timekeeper</b>	<b>Hours</b>	<b>Value</b>
<b>Asset Analysis and Recovery</b>				
06-Feb-19	Analyze unencumbered coal leases.	Goren, Todd M.	0.80	920.00
07-Feb-19	Analyze Jefferies recovery analysis (.4); call with J. Dai (Jefferies) regarding same (.3); analyze unencumbered coal leases (.6).	Goren, Todd M.	1.30	1,495.00
08-Feb-19	Analyze encumbered lease regarding potential value questions.	Goren, Todd M.	0.60	690.00
11-Feb-19	Call with BRG/Jefferies regarding potential recovery scenarios (.6); analyze potential unencumbered leases (.8).	Goren, Todd M.	1.40	1,610.00
12-Feb-19	Analyze coal leases (.8); call with Jefferies regarding same (.6); correspond with Schulte regarding same (.3); analyze and revise Jefferies recovery analysis (.7).	Goren, Todd M.	2.40	2,760.00
<b>Total: 001</b>	<b>Asset Analysis and Recovery</b>		<b>6.50</b>	<b>7,475.00</b>
<b>Asset Disposition</b>				
01-Feb-19	Correspond with internal working group regarding draft of objection to motion to establish bidding and sale procedures regarding Kemmerer mine (.3); analyze and revise current drafts of same (2.9); correspond with internal working group regarding comments on same and preparation for hearing (.7).	Damast, Craig A.	3.90	3,607.50
01-Feb-19	Analyze and revise updated draft of Kemmerer bidding procedures objection (.9); analyze key points in same with L. Marinuzzi (.4).	Goren, Todd M.	1.30	1,495.00
01-Feb-19	Revise objection to Kemmerer bidding procedures and sale motion (.9); analyze case law relating to same (.8).	Harris, Daniel J.	1.70	1,521.50
01-Feb-19	Analyze and revise objection to Kemmerer bid procedures (.7); analyze key points in same with T. Goren (.4); correspond with H. Lennox (Jones Day) regarding Committee position on Kemmerer sale (.3).	Marinuzzi, Lorenzo	1.40	1,820.00
02-Feb-19	Analyze and revise updated draft of Kemmerer sale objection.	Goren, Todd M.	0.60	690.00
02-Feb-19	Finalize and coordinate filing of objection to Kemmerer bidding and sale procedures (.9); coordinate service of same (.3).	Harris, Daniel J.	1.20	1,074.00
03-Feb-19	Call with Jones Day regarding Kemmerer/Oxford objections.	Goren, Todd M.	0.30	345.00

**MORRISON | FOERSTER**

Matter Number: 016291-0000002  
 Matter Name: WMLP DEBTORS

Invoice Number: 5806618  
 Invoice Date: March 25, 2019

<b>Date</b>	<b>Services</b>	<b>Timekeeper</b>	<b>Hours</b>	<b>Value</b>
03-Feb-19	Analyze Kemmerer bid procedures (1.2), report on unencumbered leases (.4) and Committee objection (.5); prepare for argument (1.1); analyze cases cited in Committee objection (1.3).	Marinuzzi, Lorenzo	4.50	5,850.00
03-Feb-19	Analyze revised Kemmerer bidding procedures order.	Richards, Erica J.	0.10	92.50
04-Feb-19	Analyze final version of committee's objection to Debtors' motion to establish bidding and sale procedures regarding sale of Kemmerer mine (.5); correspond with D. Harris regarding same (.2).	Damast, Craig A.	0.70	647.50
04-Feb-19	Analyze updated draft of Kemmerer bidding procedures order.	Goren, Todd M.	0.50	575.00
04-Feb-19	Analyze revisions to Kemmerer bid procedures order.	Richards, Erica J.	0.10	92.50
05-Feb-19	Analyze cure schedule for Kemmerer sale.	Goren, Todd M.	0.40	460.00
05-Feb-19	Analyze proposed Kemmerer sale assumption schedule (.2); correspond with internal working group regarding same (.1).	Harris, Daniel J.	0.30	268.50
06-Feb-19	Analyze Kemmerer lease schedule and retrieve all related leases.	Delehanty, Danielle Ei	1.50	540.00
06-Feb-19	Analyze cure objections.	Goren, Todd M.	0.40	460.00
06-Feb-19	Analyze status of Kemmerer sale and timeline (.4); analyze credit bid requirements and timing (.5); correspond with H. Lennox (Jones Day) regarding Kemmerer stalking horse status (.3); draft memorandum to internal working group regarding same (.4).	Marinuzzi, Lorenzo	1.60	2,080.00
07-Feb-19	Analyze form asset purchase agreement regarding administrative claim concerns (.5); analyze lenders' proposal (.3); correspond with L. Marinuzzi regarding same (.3).	Goren, Todd M.	1.10	1,265.00
07-Feb-19	Call with H. Lennox (Jones Day) regarding status of stalking horse agreement (.3); analyze assumption schedule and cure list (.4); draft memorandum to internal working group regarding summary of key points of proposed Kemmerer asset purchase agreement (.4); analyze correspondence from E. Richards regarding assumed liabilities (.3).	Marinuzzi, Lorenzo	1.40	1,820.00
07-Feb-19	Analyze scope of assumed liabilities under Kemmerer asset purchase agreement.	Richards, Erica J.	0.30	277.50
10-Feb-19	Correspond with internal working group regarding status of Kemmerer sale and discussions with lenders.	Harris, Daniel J.	0.50	447.50

**MORRISON | FOERSTER**

Matter Number: 016291-0000002  
 Matter Name: WMLP DEBTORS

Invoice Number: 5806618  
 Invoice Date: March 25, 2019

<b>Date</b>	<b>Services</b>	<b>Timekeeper</b>	<b>Hours</b>	<b>Value</b>
10-Feb-19	Call with G. Pesce (Kirkland) regarding status of settlement discussions with Debtors and lenders (.5); draft memorandum to internal working group regarding same (.3); call with H. Lennox (Jones Day) regarding settlement discussions and sale status/proceeds distribution (.4); analyze correspondence from H. Lennox regarding same (.4); correspond with T. Hoffman (Jones Day) regarding Kemmerer sale and lease cure claims (.2).	Marinuzzi, Lorenzo	1.80	2,340.00
11-Feb-19	Analyze Rock Springs Royalty sale objection.	Marinuzzi, Lorenzo	0.30	390.00
13-Feb-19	Analyze draft Kemmerer stalking horse asset purchase agreement (.9); correspond with E. Richards regarding same (.2); meet with M. Goodman regarding same (.6).	Bell, Jeffery	1.70	1,861.50
13-Feb-19	Meet with J. Bell to discuss review of asset purchase agreement.	Goodman, Mara Elyse	0.60	330.00
13-Feb-19	Analyze Kemmerer sale documents.	Richards, Erica J.	0.30	277.50
14-Feb-19	Analyze documents regarding Merida bid package for Kemmerer.	Bell, Jeffery	1.20	1,314.00
14-Feb-19	Analyze Kemmerer asset purchase agreement (2.2); prepare summary of key terms of same (1.8).	Goodman, Mara Elyse	4.00	2,200.00
15-Feb-19	Analyze draft Kemmerer asset purchase agreement and summary of terms (.8); call with Goodman regarding same (.4).	Bell, Jeffery	1.20	1,314.00
15-Feb-19	Prepare summary of Kemmerer asset purchase agreement (1.9); revise same (1.4).	Goodman, Mara Elyse	3.30	1,815.00
15-Feb-19	Analyze summary of Kemmerer asset purchase agreement.	Richards, Erica J.	0.20	185.00
18-Feb-19	Correspond with internal working group regarding MLP proposal.	Harris, Daniel J.	0.50	447.50
19-Feb-19	Analyze documents regarding final Kemmerer asset purchase agreement.	Bell, Jeffery	0.30	328.50
19-Feb-19	Analyze Kemmerer asset purchase agreement.	Goodman, Mara Elyse	0.60	330.00
19-Feb-19	Analyze sale sources and uses (.4); analyze sale objection points (.4).	Goren, Todd M.	0.80	920.00
19-Feb-19	Participate on call with MLP Debtors and lenders regarding wind-down budget (.7); correspond with internal working group regarding same (.2); discuss preparation of Kemmerer sale objection with E. Richards (.4).	Harris, Daniel J.	1.30	1,163.50
19-Feb-19	Discuss preparation of Kemmerer sale objection with D. Harris.	Richards, Erica J.	0.40	370.00
20-Feb-19	Analyze updated cure schedule (.4); analyze updated sources and uses (.5).	Goren, Todd M.	0.90	1,035.00
20-Feb-19	Draft Kemmerer sale objection.	Richards, Erica J.	0.90	832.50



## MORRISON | FOERSTER

Matter Number: 016291-0000002  
 Matter Name: WMLP DEBTORS

Invoice Number: 5806618  
 Invoice Date: March 25, 2019

<b>Date</b>	<b>Services</b>	<b>Timekeeper</b>	<b>Hours</b>	<b>Value</b>
21-Feb-19	Revise objection to Kemmerer sale (.8); correspond with Debtors regarding same (.3); analyze asset purchase agreement regarding purchased asset questions (.6); analyze sale/cure objections (.4).	Goren, Todd M.	2.10	2,415.00
21-Feb-19	Revise draft objection to Kemmerer sale (.9); correspond with E. Richards and T. Goren regarding evidentiary support and next steps (.3).	Marinuzzi, Lorenzo	1.20	1,560.00
21-Feb-19	Revise draft of Kemmerer sale objection (.7); draft declaration in support of same (1.6); call with Jefferies team regarding same (.4).	Richards, Erica J.	2.70	2,497.50
22-Feb-19	Revise updated objection to Kemmerer sale.	Goren, Todd M.	0.60	690.00
22-Feb-19	Analyze status of contract assumptions at Kemmerer (.5); call with J. Bean (counsel for purchaser) regarding status of assumed contracts (.5); correspond with Jones Day and C. Speckhart (Wolcott) regarding assumption of Ohio Cat contracts at Kemmerer (.4).	Marinuzzi, Lorenzo	1.40	1,820.00
22-Feb-19	Analyze correspondence from Jones Day and counsel for purchaser regarding status of Kemmerer sale (.4); call with J. Dai (Jefferies) regarding same (.2); revise Szelesinger declaration in support of sale objection (.7); revise sale objection (.4).	Richards, Erica J.	1.70	1,572.50
24-Feb-19	Analyze status of Kemmerer objection (.4); correspond with T. Clarke counsel regarding avoidance actions under asset purchase agreement (.3).	Marinuzzi, Lorenzo	0.70	910.00
24-Feb-19	Revise Kemmerer sale objection.	Richards, Erica J.	0.10	92.50
25-Feb-19	Analyze potential additional language to sale order.	Goren, Todd M.	0.30	345.00
25-Feb-19	Review Caterpillar cure objection and process for resolving.	Marinuzzi, Lorenzo	0.40	520.00
25-Feb-19	Revise draft statement in support of Kemmerer sale.	Richards, Erica J.	0.50	462.50
26-Feb-19	Analyze motion to quash Zurich deposition regarding Kemmerer sale (.3); analyze objections to Kemmerer sale (1.4); correspond with internal working group regarding status of sale and sale order (.4).	Goren, Todd M.	2.10	2,415.00
26-Feb-19	Analyze Komatsu objection to cure (.4); analyze Rock Springs Royalty objection to sale (.5); analyze Cowan supplemental declaration on sale (.4); analyze Oxford assigned contract list (.5); analyze lenders' ROR regarding Kemmerer sale (.2); analyze GT Nix objection to sale free and clear of liens (.3); analyze Clarke declaration in support of sale (.5); analyze Pacific Corp objection to sale (.5).	Marinuzzi, Lorenzo	3.30	4,290.00

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26-Feb-19	Calls with D. Reynolds (Jones Day) (.4) and J. Bender (Bradley Arant) (.5) regarding comments to Kemmerer sale order.	Richards, Erica J.	0.90	832.50
27-Feb-19	Analyze updated drafts of Kemmerer sale order (.9); correspond with internal working group regarding same (.3).	Goren, Todd M.	1.20	1,380.00
27-Feb-19	Analyze sale order (.5); analyze status of objections (.4); analyze status of avoidance action clarification (.3); analyze sale closing timeline and impact on settlement (.6).	Marinuzzi, Lorenzo	1.80	2,340.00
27-Feb-19	Analyze filed objections to Kemmerer sale.	Richards, Erica J.	0.70	647.50
28-Feb-19	Analyze updated Kemmerer sale order.	Goren, Todd M.	0.40	460.00
28-Feb-19	Analyze status of sale objections.	Marinuzzi, Lorenzo	0.60	780.00
28-Feb-19	Correspond with Jones Day regarding sale order (.2); analyze reply in support of Kemmerer sale (.3).	Richards, Erica J.	0.50	462.50
<b>Total: 002</b>	<b>Asset Disposition</b>		<b>67.30</b>	<b>69,375.50</b>
<b>Claims Administration and Objections</b>				
08-Feb-19	Analyze updated claims schedule.	Harris, Daniel J.	0.30	268.50
13-Feb-19	Analyze payment of critical claims.	Goren, Todd M.	0.30	345.00
19-Feb-19	Analyze claims analysis from Debtors (.6); call with Debtors and Schulte regarding same (.7).	Goren, Todd M.	1.30	1,495.00
19-Feb-19	Analyze status of adequate protection claim objection.	Marinuzzi, Lorenzo	0.60	780.00
<b>Total: 008</b>	<b>Claims Administration and Objections</b>		<b>2.50</b>	<b>2,888.50</b>
<b>Financing and Cash Collateral</b>				
04-Feb-19	Revise stipulation extending challenge period (.2); correspond with Schulte team regarding same (.2); coordinate filing of same (.1).	Harris, Daniel J.	0.50	447.50
08-Feb-19	Correspond with Schulte team regarding extension of challenge deadlines.	Harris, Daniel J.	0.30	268.50
08-Feb-19	Analyze invoices from lenders' professionals.	Marinuzzi, Lorenzo	0.40	520.00
20-Feb-19	Correspond with Schulte regarding extension of challenge deadline.	Goren, Todd M.	0.30	345.00
<b>Total: 013</b>	<b>Financing and Cash Collateral</b>		<b>1.50</b>	<b>1,581.00</b>
<b>Meetings and Communications with Creditors</b>				
08-Feb-19	Call with L. Kweskin (Schulte) regarding settlement proposal and related case issues.	Richards, Erica J.	0.50	462.50
10-Feb-19	Call with Schulte regarding potential resolution (.6); correspond with Jefferies and BRG regarding same (.3).	Goren, Todd M.	0.90	1,035.00

**MORRISON | FOERSTER**

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<b>Date</b>	<b>Services</b>	<b>Timekeeper</b>	<b>Hours</b>	<b>Value</b>
18-Feb-19	Call with Committee regarding settlement update and communications with Debtors (.5); analyze correspondence related to same (.4).	Doufekias, Demme	0.90	936.00
19-Feb-19	Analyze email correspondence related to Committee's settlement.	Doufekias, Demme	0.40	416.00
<b>Total: 015</b>	<b>Meetings and Communications with Creditors</b>		<b>2.70</b>	<b>2,849.50</b>

**Plan and Disclosure Statement**

06-Feb-19	Analyze strategy for plan (.3); correspond with L. Kweskin (Schulte) regarding Committee administrative costs for plan discussions (.2).	Marinuzzi, Lorenzo	0.50	650.00
07-Feb-19	Analyze structure for plan and possible settlement term sheet for inclusion in plan (1.2); analyze Kemmerer value analysis for plan asks (.6); call with L. Kweskin (Schulte) regarding next steps for settlement (.4); draft memorandum to internal working group and Jefferies on possible plan structures (.6); analyze settlement proposal from lenders (.6).	Marinuzzi, Lorenzo	3.40	4,420.00
08-Feb-19	Analyze potential settlement proposal from Schulte (.6); call with Schulte regarding same (.9); correspond with internal working group regarding same (.3); prepare memorandum to internal working group regarding potential settlement terms (.7); call with J. Dai (Jefferies) and D. Harris regarding recovery analysis (.6).	Goren, Todd M.	3.10	3,565.00
08-Feb-19	Call with J. Dai and T. Goren regarding recovery analysis (.6); correspond with internal working group regarding same (.5).	Harris, Daniel J.	1.10	984.50
08-Feb-19	Analyze status and settlement terms (1.3); analyze value of unencumbered assets and legal arguments on adequate protection claim (.7); analyze challenge deadline extension as part of negotiations (.3).	Marinuzzi, Lorenzo	2.30	2,990.00
11-Feb-19	Call with Schulte regarding potential settlement proposal.	Goren, Todd M.	0.80	920.00
11-Feb-19	Participate on call with Schulte team regarding open disputes and potential settlements.	Harris, Daniel J.	0.80	716.00
11-Feb-19	Analyze matters related to potential dismissal, including status of preference claims.	Marines, Jennifer L.	0.50	550.00
11-Feb-19	Call with Schulte team regarding possible plan settlement (.8); analyze waterfall assumptions for plan settlement (.5); analyze materials on plan releases vs. dismissal releases (.7); analyze parameters of potential counter-offer to lenders (.6).	Marinuzzi, Lorenzo	2.60	3,380.00
11-Feb-19	Analyze issues regarding lenders' global settlement proposal.	Richards, Erica J.	0.50	462.50

**MORRISON | FOERSTER**

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12-Feb-19	Conduct legal research regarding precedent structured dismissal payment transactions and administrative and priority claim treatment.	Marines, Jennifer L.	1.20	1,320.00
12-Feb-19	Analyze Alvarez materials regarding Kemmerer values and potential settlement (.9); analyze implications of mortgages and settlement of value arguments (.8); analyze proposed settlement counter (.9); call with L. Kweskin (Schulte) regarding settlement (.6); call with financial advisors regarding settlement waterfall (.5); analyze and revise claims analysis for settlement discussions (.7); analyze Jefferies updated waterfall analysis for Kemmerer plan (.7).	Marinuzzi, Lorenzo	5.10	6,630.00
13-Feb-19	Analyze and revise proposal to resolve WMLP cases.	Goren, Todd M.	0.60	690.00
13-Feb-19	Analyze legal research regarding precedent structured dismissal payment transactions and administrative and priority claim treatment.	Marines, Jennifer L.	2.60	2,860.00
13-Feb-19	Call with L. Kweskin (Schulte) regarding status of Committee plan proposal (.5); call with H. Lennox (Jones Day) regarding Committee plan proposal status (.4).	Marinuzzi, Lorenzo	0.90	1,170.00
14-Feb-19	Analyze and revise draft plan settlement for MLP lenders (.9); discuss same with L. Szezinger (Jefferies) (.5); correspond with L. Kweskin regarding possible settlement (.3).	Marinuzzi, Lorenzo	1.70	2,210.00
17-Feb-19	Analyze draft presentation comparing Committee and lender offers (.9); correspond with T. Goren and E. Richards regarding plan review (.4); call with G. Pesce (Kirkland) regarding plan proposal (.4).	Marinuzzi, Lorenzo	1.70	2,210.00
18-Feb-19	Analyze and update possible settlement term sheet (1.1) correspond with G. Pesce (Kirkland) regarding MLP term sheet (.7); analyze and revise possible settlement structure and assumed costs of process (.8).	Marinuzzi, Lorenzo	2.60	3,380.00
19-Feb-19	Prepare fee analysis for Committee professionals with respect to potential settlement (.9); correspond with internal working group regarding same (.5); correspond with Committee professionals regarding same (.5).	Harris, Daniel J.	1.90	1,700.50
19-Feb-19	Call with WMLP professionals regarding potential settlement.	Kissner, Andrew	0.90	562.50

## MORRISON | FOERSTER

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<b>Date</b>	<b>Services</b>	<b>Timekeeper</b>	<b>Hours</b>	<b>Value</b>
19-Feb-19	Revise latest settlement term sheet (.9); discuss same with Alvarez and G. Pesce (Kirkland) (.6); call with MLP lenders to review wind-down costs and next steps (.9); analyze Alvarez schedule of tax and other claims for discussion (1.1).	Marinuzzi, Lorenzo	3.50	4,550.00
21-Feb-19	Revise drafts of plan settlement term sheet (2.1); participate on call with Jones Day and Kirkland teams regarding modifications to same (.8); correspond with Schulte regarding same (.4).	Goren, Todd M.	3.30	3,795.00
21-Feb-19	Participate on call with Kirkland and Jones Day teams regarding modifications to settlement term sheet.	Harris, Daniel J.	0.80	716.00
21-Feb-19	Revise latest settlement term sheet from Schulte (.9); discuss comments and open points with G. Pesce (Kirkland) (.4); participate on call with Jones Day and Kirkland regarding modifications to settlement term sheet (.8).	Marinuzzi, Lorenzo	2.10	2,730.00
22-Feb-19	Revise updated drafts of settlement term sheet (1.7); call with parties regarding same (.9); call with L. Kweskin (Schulte) regarding status (.2); correspond with Kirkland regarding term sheet (.4); call with L. Szlezinger (Jefferies) regarding same (.2).	Goren, Todd M.	3.40	3,910.00
22-Feb-19	Correspond with internal working group regarding potential settlement.	Kissner, Andrew	0.40	250.00
22-Feb-19	Revise updated settlement term sheet (.8); call with G. Pesce (Kirkland) regarding same (.4).	Marinuzzi, Lorenzo	1.20	1,560.00
22-Feb-19	Analyze revised settlement term sheet.	Richards, Erica J.	0.30	277.50
23-Feb-19	Participate on call with Schulte, Kirkland and Jones Day regarding settlement term sheet (.9); analyze revised versions of same (.7).	Harris, Daniel J.	1.60	1,432.00
23-Feb-19	Review and revise updated settlement term sheet (2.7); participate on call with Schulte, Kirkland and Jones Day regarding same (.9).	Marinuzzi, Lorenzo	3.60	4,680.00
23-Feb-19	Participate on call with Schulte, Kirkland and Jones Day regarding settlement term sheet.	Richards, Erica J.	0.90	832.50
24-Feb-19	Revise drafts of settlement agreement (3.8); call with G. Pesce (Kirkland) (.8) and Schulte (.6) regarding same; participate on call with Schulte, Kirkland and Jones Day teams regarding settlement term sheet (.5); correspond with Jefferies team regarding same (.6); call with L. Marinuzzi regarding open points of settlement (.6).	Goren, Todd M.	6.90	7,935.00
24-Feb-19	Participate on call with Schulte, Kirkland and Jones Day teams regarding settlement term sheet (.5); analyze revised versions of same (.8).	Harris, Daniel J.	1.30	1,163.50

**MORRISON | FOERSTER**Matter Number: 016291-0000002  
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<b>Date</b>	<b>Services</b>	<b>Timekeeper</b>	<b>Hours</b>	<b>Value</b>
24-Feb-19	Analyze revisions to settlement term sheet (.6); draft correspondence to Committee regarding same (.4); participate on call with Schulte, Kirkland and Jones Day teams regarding same (.5).	Kissner, Andrew	1.50	937.50
24-Feb-19	Revise drafts of global settlement (1.1); call with T. Goren regarding open points in settlement (.6); correspond with H. Lennox (Jones Day) and G. Pesce (Kirkland) regarding settlement open points (.7); participate on call with Schulte, Kirkland and Jones Day teams regarding settlement term sheet (.5); correspond with Committee regarding settlement (.5); analyze wind-down budget (.6).	Marinuzzi, Lorenzo	4.00	5,200.00
24-Feb-19	Participate on call with Schulte, Kirkland and Jones Day teams regarding settlement term sheet .	Richards, Erica J.	0.50	462.50
25-Feb-19	Revise further updated drafts of intercompany settlement term sheet and exhibits to same (.7); correspond with internal working group regarding same (.6); revise draft motion to approve settlement (.8); analyze lender comments to same (.3); correspond with M. Warner (Cole Schotz) regarding same (.2).	Goren, Todd M.	2.60	2,990.00
25-Feb-19	Analyze revised draft of settlement term sheet (.5); correspond with internal working group regarding same (.4); correspond with Kirkland team regarding draft of motion (.3).	Harris, Daniel J.	1.20	1,074.00
25-Feb-19	Revise updated term sheets (.7); call with L. Kweskin (Schulte) regarding term sheet and vendor support (.4); call with C. Speckhart (Wolcott) regarding vendor support for plan (.5); analyze and revise draft motion to approve settlement agreement and plan construct (1.2); analyze comments to motion from other parties (.5).	Marinuzzi, Lorenzo	3.30	4,290.00
25-Feb-19	Provide comments to draft motion to approve global settlement term sheet (.5); draft statement in support of same (2.4).	Richards, Erica J.	2.90	2,682.50
26-Feb-19	Revise updated draft of Committee statement in support of settlement.	Goren, Todd M.	0.70	805.00
26-Feb-19	Revise drafts of statement in support of settlement.	Marinuzzi, Lorenzo	1.30	1,690.00
26-Feb-19	Revise statement in support of settlement.	Richards, Erica J.	1.20	1,110.00
27-Feb-19	Revise statement in support of settlement agreement (.3); correspond with G. Pesce (Kirkland) and L. Marinuzzi regarding same (.3).	Goren, Todd M.	0.60	690.00
<b>Total: 017</b>	<b>Plan and Disclosure Statement</b>		<b>83.90</b>	<b>97,134.00</b>

**Relief from Stay and Adequate Protection**

## MORRISON | FOERSTER

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<b>Date</b>	<b>Services</b>	<b>Timekeeper</b>	<b>Hours</b>	<b>Value</b>
01-Feb-19	Correspond with internal working group regarding Committee's objection to adequate protection motion.	Damast, Craig A.	0.20	185.00
01-Feb-19	Revise draft objection to adequate protection motion (.7); analyze research regarding adequate protection (.4).	Goren, Todd M.	1.10	1,265.00
01-Feb-19	Draft and revise memorandum regarding adequate protection claims (2.3); correspond with internal working group regarding same (.3).	Kissner, Andrew	2.60	1,625.00
01-Feb-19	Revise Committee objection to WMLP lenders' adequate protection motion.	Marinuzzi, Lorenzo	0.90	1,170.00
01-Feb-19	Draft and revise objection to MLP lenders' adequate protection motion.	Richards, Erica J.	4.90	4,532.50
03-Feb-19	Analyze updated draft of Committee objection to adequate protection motion (.5); analyze WLB Debtors' and lenders' objections to same (.6).	Goren, Todd M.	1.10	1,265.00
03-Feb-19	Analyze WMLP lenders' request for adequate protection (.4); analyze WLB lenders' reply (.4); analyze Debtors' reply (.5); prepare for argument (.4).	Marinuzzi, Lorenzo	1.70	2,210.00
03-Feb-19	Revise and finalize objection to lenders' motion for adequate protection (.4); analyze objections filed by Debtors (.3) and lenders (.3).	Richards, Erica J.	1.00	925.00
05-Feb-19	Analyze memorandum regarding ability of secured lenders to assert adequate protection claims.	Richards, Erica J.	0.80	740.00
06-Feb-19	Correspond with Kirkland regarding proposed order on adequate protection request.	Marinuzzi, Lorenzo	0.30	390.00
08-Feb-19	Analyze adequate protection memorandum.	Kissner, Andrew	0.30	187.50
<b>Total: 019</b>	<b>Relief from Stay and Adequate Protection</b>		<b>14.90</b>	<b>14,495.00</b>
<b>Discovery</b>				
21-Feb-19	Call with E. Richards regarding potential discovery related to emergency motion on settlement (.3); call with L. Marinuzzi regarding same (.3); correspond with internal working group and Debtors' counsel regarding same (.3); call with M. Corcoran (Jones Day) regarding potential 30(b)(6) deposition of conflicts committee (.4); draft deposition notices (1.2).	Doufekias, Demme	2.50	2,600.00
21-Feb-19	Call with D. Doufekias regarding discovery.	Marinuzzi, Lorenzo	0.30	390.00
21-Feb-19	Call with D. Doufekias regarding discovery.	Richards, Erica J.	0.30	277.50
22-Feb-19	Revise deposition notices.	Richards, Erica J.	0.60	555.00
26-Feb-19	Correspond with D. Doufekias and D. Harris regarding Zurich deposition.	Gambier, Lauren M.	0.10	84.50
<b>Total: 023</b>	<b>Discovery</b>		<b>3.80</b>	<b>3,907.00</b>

**MORRISON | FOERSTER**

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<b>Claims Investigation</b>				
08-Feb-19	Correspond with D. Doufekias regarding standing motion	Gambier, Lauren M.	0.10	84.50
08-Feb-19	Draft and revise standing motion, complaint and exhibits.	Harris, Daniel J.	2.60	2,327.00
10-Feb-19	Analyze and revise standing motion and complaint.	Gambier, Lauren M.	0.60	507.00
11-Feb-19	Correspond with D. Harris regarding standing motion and complaint (.2); analyze and revise same (1.3).	Gambier, Lauren M.	1.50	1,267.50
11-Feb-19	Analyze research regarding avoidance actions upon dismissal (.3); meet with A. Kissner regarding same (.4).	Goren, Todd M.	0.70	805.00
11-Feb-19	Meet with T. Goren regarding avoidance actions outside of bankruptcy (.4); conduct legal research regarding same (.7); correspond with internal working group regarding same (.5).	Kissner, Andrew	1.60	1,000.00
14-Feb-19	Analyze and revise proposal to WMLP lenders.	Goren, Todd M.	0.60	690.00
15-Feb-19	Analyze drafts of proposed order granting Committee standing and draft complaint for declaratory relief, recharacterization, and disallowance of claims.	Damast, Craig A.	1.20	1,110.00
15-Feb-19	Analyze lenders' counter-proposal.	Goren, Todd M.	0.60	690.00
17-Feb-19	Analyze and revise comparison of lender proposals.	Goren, Todd M.	0.40	460.00
18-Feb-19	Analyze and revise counter-proposal to lenders regarding case exit (.7); correspond with internal working group and G. Pesce (Kirkland) regarding same (.4); correspond with Schulte regarding same (.3).	Goren, Todd M.	1.40	1,610.00
19-Feb-19	Analyze current draft of complaint for declaratory relief, recharacterization, and disallowance of claims (.7); correspond with T. Goren regarding same (.2).	Damast, Craig A.	0.90	832.50
<b>Total: 026</b>	<b>Claims Investigation</b>		<b>12.20</b>	<b>11,383.50</b>
<b>Lien Investigation</b>				
02-Feb-19	Call with P. Dopsch and M. Heo regarding coal lease analysis.	Harris, Daniel J.	0.30	268.50
04-Feb-19	Analyze response to lenders regarding lien imperfection arguments.	Richards, Erica J.	0.30	277.50
06-Feb-19	Analyze list of potentially unencumbered coal leases (.2); correspond with D. Braun regarding same (.1).	Harris, Daniel J.	0.30	268.50
07-Feb-19	Retrieve various leases in connection with Kemmerer and circulate same.	Delehanty, Danielle Ei	1.10	396.00



## MORRISON | FOERSTER

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08-Feb-19	Analyze updated draft of standing motion.	Goren, Todd M.	0.70	805.00
08-Feb-19	Draft and revise rider regarding unperfected nature of coal leases (1.3); conduct legal research regarding same (1.2); correspond with L. Kweskin (Schulte) regarding potentially unencumbered lease (.3).	Harris, Daniel J.	2.80	2,506.00
10-Feb-19	Analyze standing motion (.9); revise same (.7); conduct legal research regarding supporting caselaw (.4).	Heo, Min W.	2.00	1,500.00
11-Feb-19	Analyze and revise updated draft of standing motion.	Goren, Todd M.	0.90	1,035.00
11-Feb-19	Review and revise standing motion (.7); correspond with internal working group regarding same (.4).	Harris, Daniel J.	1.10	984.50
11-Feb-19	Meet with P. Dopsch regarding standing motion (.4); revise standing motion (.5); discuss legal precedent with A. Anabi (.2); revise and circulate updated comments to standing motion (.7).	Heo, Min W.	1.80	1,350.00
11-Feb-19	Analyze and finalize standing motion and complaint.	Marinuzzi, Lorenzo	1.10	1,430.00
12-Feb-19	Analyze and revise updated draft of standing motion.	Goren, Todd M.	0.80	920.00
12-Feb-19	Analyze detail regarding coal lease reserves (2.9); analyze select leases regarding same (1.4); call with J. Dai (Jefferies) regarding valuation of coal reserves (.4); correspond with real estate team regarding same (.4); call with P. Dopsch regarding same (.3); revise standing motion to address new facts relating to coal lease reserves (1.3); analyze waterfall analysis reflecting potentially unencumbered coal leases (.6); correspond with internal working group regarding same (.3).	Harris, Daniel J.	7.60	6,802.00
12-Feb-19	Analyze and revise standing motion and complaint.	Marinuzzi, Lorenzo	0.70	910.00
12-Feb-19	Revise standing motion.	Richards, Erica J.	1.10	1,017.50
14-Feb-19	Analyze and finalize MLP standing motion/complaint for potential filing.	Richards, Erica J.	1.20	1,110.00
15-Feb-19	Analyze and revise updated draft standing motion.	Goren, Todd M.	0.40	460.00
15-Feb-19	Update standing motion (.8); correspond with Cole Schotz regarding redaction of same (.3).	Richards, Erica J.	1.10	1,017.50
18-Feb-19	Revise MLP standing motion.	Richards, Erica J.	0.40	370.00
19-Feb-19	Correspond with Schulte and Cole Schotz regarding standing motion.	Goren, Todd M.	0.30	345.00
<b>Total: 027</b>	<b>Lien Investigation</b>		<b>26.00</b>	<b>23,773.00</b>
			<b>Current Fees</b>	<b>234,862.00</b>

**MORRISON | FOERSTER**

Matter Number: 016291-0000002  
 Matter Name: WMLP DEBTORS

Invoice Number: 5806618  
 Invoice Date: March 25, 2019

**Timekeeper Summary**

<b>No.</b>	<b>Timekeeper</b>	<b>Rate</b>	<b>Hours</b>	<b>Value</b>
15632	Bell, Jeffery	1,095.00	4.40	4,818.00
12270	Doufekias, Demme	1,040.00	3.80	3,952.00
14140	Goren, Todd M.	1,150.00	53.30	61,295.00
17456	Marines, Jennifer L.	1,100.00	4.30	4,730.00
14116	Marinuzzi, Lorenzo	1,300.00	66.20	86,060.00
19802	Gambier, Lauren M.	845.00	2.30	1,943.50
20404	Goodman, Mara Elyse	550.00	8.50	4,675.00
18102	Harris, Daniel J.	895.00	30.00	26,850.00
22117	Heo, Min W.	750.00	3.80	2,850.00
19671	Kissner, Andrew	625.00	7.30	4,562.50
14078	Richards, Erica J.	925.00	27.90	25,807.50
17323	Damast, Craig A.	925.00	6.90	6,382.50
18387	Delehanty, Danielle Ei	360.00	2.60	936.00
<b>TOTAL</b>			<b>221.30</b>	<b>234,862.00</b>

**MORRISON | FOERSTER**

Matter Number: 016291-0000002  
Matter Name: WMLP DEBTORS

Invoice Number: 5806618  
Invoice Date: March 25, 2019

### Task Code Summary

<b>Task Code</b>	<b>Description</b>	<b>Hours</b>	<b>Value</b>
001	Asset Analysis and Recovery	6.50	7,475.00
002	Asset Disposition	67.30	69,375.50
008	Claims Administration and Objections	2.50	2,888.50
013	Financing and Cash Collateral	1.50	1,581.00
015	Meetings and Communications with Creditors	2.70	2,849.50
017	Plan and Disclosure Statement	83.90	97,134.00
019	Relief from Stay and Adequate Protection	14.90	14,495.00
023	Discovery	3.80	3,907.00
026	Claims Investigation	12.20	11,383.50
027	Lien Investigation	26.00	23,773.00
	<b>TOTAL</b>	<b>221.30</b>	<b>234,862.00</b>

**MORRISON | FOERSTER**

Matter Number: 016291-0000002  
Matter Name: WMLP DEBTORS

Invoice Number: 5806618  
Invoice Date: March 25, 2019

**Disbursement Detail**

<b>Date</b>	<b>Description</b>	<b>Value</b>
28-Feb-19	On-line Research - WESTLAW	300.30
18-Feb-19	Long distance telephone charges, L. Marinuzzi, telephone call with client	39.52
21-Feb-19	Long distance telephone charges, L. Marinuzzi, telephone call with client	105.32
<b>Current Disbursements</b>		<b>445.14</b>

**MORRISON | FOERSTER**

Matter Number: 016291-0000002  
Matter Name: WMLP DEBTORS

Invoice Number: 5806618  
Invoice Date: March 25, 2019

**Invoice Summary**

	<u>U.S.Dollars</u>
Total Fees	234,862.00
Total Disbursements	445.14
<b>Total Amount Due</b>	<hr/> <b>235,307.14</b> <hr/>

**MORRISON | FOERSTER**

Matter Number: 016291-0000002  
 Matter Name: WMLP DEBTORS

Invoice Number: 5806618  
 Invoice Date: March 25, 2019

For your convenience, we have listed below previous invoices on this matter which our records show as outstanding and the total balance due on this account. If you have already submitted payment, we appreciate your promptness. If your records are not in agreement, or if we can provide additional assistance, please call our Billing Department at (415) 268-6446 or (866) 314-5320

<b>Date</b>	<b>Invoice Number</b>	<b>Currency</b>	<b>Original Invoice Amount</b>	<b>Payments Applied</b>	<b>Amount Outstanding</b>
<b>29-Nov-18</b>	5779751	USD	24,013.00	19,210.40	4,802.60
<b>23-Jan-19</b>	5792344	USD	137,970.32	110,626.02	27,344.30
<b>14-Feb-19</b>	5797282	USD	110,013.04	89,128.14	20,884.90
<b>05-Mar-19</b>	5802184	USD	176,030.80	0.00	176,030.80

**MORRISON | FOERSTER**

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 CALIFORNIA 90074-2335  
  
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MORRISON & FOERSTER LLP  
 NEW YORK, SAN FRANCISCO,  
 LOS ANGELES, WASHINGTON, D.C.,  
 SAN DIEGO, PALO ALTO, BOSTON,  
 DENVER, NORTHERN VIRGINIA  
  
 TOKYO, BEIJING, SHANGHAI,  
 HONG KONG, SINGAPORE  
  
 LONDON, BRUSSELS, BERLIN

Westmoreland Coal Company  
 9540 S. Maroon Circle  
 Suite 300  
 Englewood, Colorado 80112

**Taxpayer ID #** [REDACTED]  
 Invoice Number: 5806619  
 Invoice Date: March 25, 2019  
  
 Client/Matter Number: 016291-0000003

Matter Name: JOINT MATTERS

RE: JOINT MATTERS

*For Professional Services Rendered and Disbursements Incurred through February 28, 2019*

	<u>U.S.Dollars</u>
Current Fees	312,072.50
Client Accommodation – ½ Non-Working Travel	(28,647.50)
Client Accommodation – Time Entry Review	(5,380.00)
Current Fees Value	278,045.00
Current Disbursements	13,466.94
<b>Total This Invoice</b>	<b>291,511.94</b>

Payment may be made by Electronic Funds transfer to the firm's account

ACH (preferred method of payment): [REDACTED]

Wire: [REDACTED]

Our billing statements are due and payable within thirty days of receipt.  
 Billing questions may be directed to our Billing Hotline at (415) 268-2594 or (866) 314-5320

**MORRISON | FOERSTER**Matter Number: 016291-0000003  
Matter Name: JOINT MATTERSInvoice Number: 5806619  
Invoice Date: March 25, 2019**Time Detail**

<b>Date</b>	<b>Services</b>	<b>Timekeeper</b>	<b>Hours</b>	<b>Value</b>
<b>Asset Disposition</b>				
01-Feb-19	Correspond with internal working group regarding status of auction (.4); analyze notices regarding same (.3); analyze updated asset purchase agreements for sale (.9); analyze objections to sale (.6).	Goren, Todd M.	2.20	2,530.00
01-Feb-19	Attend auction for Buckingham/Oxford sale (5.4); correspond with L. Marinuzzi regarding same (.3).	Harris, Daniel J.	5.70	5,101.50
01-Feb-19	Correspond with D. Harris regarding auction (.3); analyze results of auction with G. Pesce (Kirkland) (.4); analyze assumed contract schedules for Oxford/Buckingham sale (.6); analyze Ohio Cat reservation of rights (.4); analyze Hopedale limited objection (.3).	Marinuzzi, Lorenzo	2.00	2,600.00
01-Feb-19	Analyze filed objections to Buckingham/Oxford sale motion.	Richards, Erica J.	0.20	185.00
02-Feb-19	Analyze Buckingham/Oxford updated asset purchase agreements.	Goren, Todd M.	1.80	2,070.00
02-Feb-19	Call with J. Edell regarding Oxford schedules (.3); analyze Buckingham and Oxford asset purchase agreements (.4); correspond with internal working group regarding same (.4).	Harris, Daniel J.	1.10	984.50
02-Feb-19	Revise forms of asset purchase agreement for Oxford and Buckingham sales (1.1); correspond with H. Lennox (Jones Day) and C. Speckhart (Wolcott) regarding schedule of contracts to be assumed (.5); call with C. Speckhart regarding contract status (.4); analyze Lexon sale objection (.5); analyze First Surety objection (.6).	Marinuzzi, Lorenzo	3.10	4,030.00
02-Feb-19	Analyze and prepare comments to newly filed asset purchase agreements (1.7); draft talking points regarding treatment of Colstrip contracts (1.5); analyze additional objections to Buckingham/Oxford sale (1.2).	Richards, Erica J.	4.40	4,070.00
03-Feb-19	Call with Jones Day team regarding status of Committee objections to sale and upcoming hearing.	Harris, Daniel J.	0.40	358.00
03-Feb-19	Correspond with Debtors' counsel regarding Buckingham/Oxford asset purchase agreements.	Richards, Erica J.	0.30	277.50
04-Feb-19	Analyze proposed updated draft of Buckingham/Oxford sale order.	Goren, Todd M.	0.40	460.00
04-Feb-19	Meet with counsel for Oxford purchaser to analyze open points and sale order.	Marinuzzi, Lorenzo	0.60	780.00



**MORRISON | FOERSTER**

Matter Number: 016291-0000003  
 Matter Name: JOINT MATTERS

Invoice Number: 5806619  
 Invoice Date: March 25, 2019

<b>Date</b>	<b>Services</b>	<b>Timekeeper</b>	<b>Hours</b>	<b>Value</b>
05-Feb-19	Analyze WMLP sale stipulation.	Kissner, Andrew	0.40	250.00
06-Feb-19	Analyze CAT objection to cure.	Marinuzzi, Lorenzo	0.20	260.00
11-Feb-19	Call with H. Lennox (Jones Day) regarding status of Oxford/Buckingham closing, Kemmerer sale agreement and administrative claim assumption (.4); draft memorandum to internal working group regarding status of Oxford/Kemmerer sale (.3)	Marinuzzi, Lorenzo	0.70	910.00
20-Feb-19	Revise objection to Kemmerer sale.	Harris, Daniel J.	1.40	1,253.00
22-Feb-19	Correspond with internal working group regarding assumption schedules.	Harris, Daniel J.	0.50	447.50
<b>Total: 002</b>	<b>Asset Disposition</b>		<b>25.40</b>	<b>26,567.00</b>
<b>Business Operations</b>				
07-Feb-19	Analyze draft motion for waiver of section 345 account requirements.	Marinuzzi, Lorenzo	0.50	650.00
08-Feb-19	Analyze U.S. Trustee objection to section 345 waiver motion and court order denying motion.	Marinuzzi, Lorenzo	0.50	650.00
<b>Total: 006</b>	<b>Business Operations</b>		<b>1.00</b>	<b>1,300.00</b>
<b>Case Administration</b>				
01-Feb-19	Analyze docket and circulate update to internal working group with substantial filings for attorney review (.2); update calendar with critical dates (.6).	Delehanty, Danielle Ei	0.80	288.00
04-Feb-19	Analyze docket and circulate update to internal working group with substantial filings for attorney review.	Delehanty, Danielle Ei	0.20	72.00
05-Feb-19	Analyze docket and circulate update to internal working group (.2); update calendar and circulate same (.7).	Delehanty, Danielle Ei	0.90	324.00
06-Feb-19	Analyze docket and circulate update to internal working group with substantial filings for attorney review.	Delehanty, Danielle Ei	0.20	72.00
06-Feb-19	Prepare for (.3) and participate on (.5) weekly professionals' call regarding case update and status.	Dopsch, Peter C.	0.80	920.00
06-Feb-19	Participate on weekly professionals' call regarding case update and status.	Doufekias, Demme	0.50	520.00
06-Feb-19	Prepare for (.4) and participate on (.5) weekly professionals' call regarding case update and status.	Goren, Todd M.	0.90	1,035.00
06-Feb-19	Participate on weekly professionals' call regarding case update and status.	Harris, Daniel J.	0.50	447.50
06-Feb-19	Prepare for (.1) and participate on (.5) weekly professionals' call regarding case update and status.	Kissner, Andrew	0.60	375.00
06-Feb-19	Prepare for (.1) and participate on (.5) weekly professionals' call regarding case update and status.	Richards, Erica J.	0.60	555.00

**MORRISON | FOERSTER**Matter Number: 016291-0000003  
Matter Name: JOINT MATTERSInvoice Number: 5806619  
Invoice Date: March 25, 2019

<b>Date</b>	<b>Services</b>	<b>Timekeeper</b>	<b>Hours</b>	<b>Value</b>
07-Feb-19	Analyze docket and circulate update to internal working group with substantial filings for attorney review.	Delehanty, Danielle Ei	0.20	72.00
12-Feb-19	Analyze docket and circulate update to internal working group (.2); update calendar and circulate same (.7).	Delehanty, Danielle Ei	0.90	324.00
13-Feb-19	Analyze docket and circulate update to internal working group with substantial filings for attorney review (.2); update calendar regarding critical deadlines (.2).	Delehanty, Danielle Ei	0.40	144.00
14-Feb-19	Analyze docket and circulate update to internal working group with substantial filings for attorney review.	Delehanty, Danielle Ei	0.20	72.00
15-Feb-19	Analyze docket and circulate update to internal working group with substantial filings for attorney review (.2); update calendar with critical dates (.4).	Delehanty, Danielle Ei	0.60	216.00
19-Feb-19	Analyze docket and circulate update to internal working group with substantial filings for attorney review (.2); update calendar and circulate same (.6).	Delehanty, Danielle Ei	0.80	288.00
20-Feb-19	Analyze docket and circulate update to internal working group with substantial filings for attorney review.	Delehanty, Danielle Ei	0.20	72.00
20-Feb-19	Participate on weekly professionals' call regarding case update.	Dopsch, Peter C.	0.60	690.00
20-Feb-19	Participate on weekly professionals' call regarding case update.	Doufekias, Demme	0.60	624.00
20-Feb-19	Participate on weekly professionals' call regarding case update.	Goren, Todd M.	0.60	690.00
20-Feb-19	Participate on weekly professionals' call regarding case update.	Kissner, Andrew	0.60	375.00
20-Feb-19	Participate on weekly professionals' call regarding case status.	Richards, Erica J.	0.60	555.00
20-Feb-19	Participate on weekly professionals' call regarding case update.	Richardson Arnould, Ka	0.60	315.00
21-Feb-19	Analyze docket and circulate update to internal working group with substantial filings for attorney review.	Delehanty, Danielle Ei	0.20	72.00
22-Feb-19	Analyze docket and circulate update to internal working group with substantial filings for attorney review (.2); update calendar with critical dates (.3).	Delehanty, Danielle Ei	0.50	180.00
25-Feb-19	Analyze docket and circulate update to internal working group with substantial filings for attorney review.	Delehanty, Danielle Ei	0.40	144.00
26-Feb-19	Analyze docket and circulate update to internal working group with substantial filings for attorney review (.2); update calendar and circulate same (.6).	Delehanty, Danielle Ei	0.80	288.00

**MORRISON | FOERSTER**Matter Number: 016291-0000003  
Matter Name: JOINT MATTERSInvoice Number: 5806619  
Invoice Date: March 25, 2019

<b>Date</b>	<b>Services</b>	<b>Timekeeper</b>	<b>Hours</b>	<b>Value</b>
27-Feb-19	Analyze docket and circulate update to internal working group with substantial filings for attorney review.	Delehanty, Danielle Ei	0.20	72.00
27-Feb-19	Participate on weekly professionals' call regarding case status.	Dopsch, Peter C.	0.40	460.00
27-Feb-19	Participate on weekly professionals' call regarding case status.	Doufekias, Demme	0.40	416.00
27-Feb-19	Participate on weekly professionals' call regarding case status.	Goren, Todd M.	0.40	460.00
27-Feb-19	Participate on weekly professionals' call regarding case status.	Kissner, Andrew	0.40	250.00
27-Feb-19	Prepare for (.1) and participate on (.4) weekly professionals' call regarding case status.	Richards, Erica J.	0.50	462.50
27-Feb-19	Participate on weekly professionals' call regarding case status.	Richardson Arnould, Ka	0.40	210.00
28-Feb-19	Analyze docket and circulate update to internal working group with substantial filings for attorney review (.2); update calendar and circulate same to internal working group (.4).	Delehanty, Danielle Ei	0.60	216.00
<b>Total: 007</b>	<b>Case Administration</b>		<b>18.10</b>	<b>12,276.00</b>
<b>Claims Administration and Objections</b>				
08-Feb-19	Analyze updated claims analysis.	Goren, Todd M.	0.40	460.00
11-Feb-19	Analyze Ohio administrative claim application.	Goren, Todd M.	0.40	460.00
11-Feb-19	Analyze Ohio administrative claim for Oxford mines.	Marinuzzi, Lorenzo	0.50	650.00
12-Feb-19	Analyze updated BRG claims analysis.	Goren, Todd M.	0.60	690.00
20-Feb-19	Analyze Debtors' response to Ohio claim request.	Goren, Todd M.	0.60	690.00
21-Feb-19	Call with C. Koenig (Kirkland) regarding treatment of Black Lung claims.	Goren, Todd M.	0.20	230.00
26-Feb-19	Analyze revised proposed order on claims objection process.	Marinuzzi, Lorenzo	0.40	520.00
27-Feb-19	Analyze revised claims order (.3); draft memorandum to internal working group regarding changes (.2).	Marinuzzi, Lorenzo	0.50	650.00
<b>Total: 008</b>	<b>Claims Administration and Objections</b>		<b>3.60</b>	<b>4,350.00</b>
<b>Employment and Fee Applications</b>				
15-Feb-19	Draft third monthly fee statement for December 2018.	Delehanty, Danielle Ei	1.60	576.00
19-Feb-19	Draft third monthly fee statement for December 2018 (2.8); prepare same for filing (.6).	Delehanty, Danielle Ei	3.40	1,224.00
19-Feb-19	Revise December fee application (.5); meet with D. Braun regarding same (.4).	Kissner, Andrew	0.90	562.50

**MORRISON | FOERSTER**

Matter Number: 016291-0000003  
Matter Name: JOINT MATTERS

Invoice Number: 5806619  
Invoice Date: March 25, 2019

<b>Date</b>	<b>Services</b>	<b>Timekeeper</b>	<b>Hours</b>	<b>Value</b>
21-Feb-19	Call with T. Bow (Kirkland) regarding interim fee applications (.2); correspond with co-counsel regarding same (.2); analyze SDTX precedent relating to same (.3).	Kissner, Andrew	0.70	437.50
25-Feb-19	Draft first interim fee application.	Delehanty, Danielle Ei	2.00	720.00
25-Feb-19	Correspond with D. Braun and J. Bregman regarding interim fee application preparation.	Kissner, Andrew	0.20	125.00
28-Feb-19	Draft first interim fee application and revise.	Delehanty, Danielle Ei	4.10	1,476.00
<b>Total: 011</b>	<b>Employment and Fee Applications</b>		<b>12.90</b>	<b>5,121.00</b>
<b>Employment and Fee Application Objections</b>				
19-Feb-19	Analyze mediator report regarding McKinsey settlement.	Goren, Todd M.	0.20	230.00
19-Feb-19	Analyze McKinsey settlement with respect to impact on cases.	Marinuzzi, Lorenzo	0.50	650.00
21-Feb-19	Analyze McKinsey settlement motion and order.	Goren, Todd M.	0.40	460.00
<b>Total: 012</b>	<b>Employment and Fee Application Objections</b>		<b>1.10</b>	<b>1,340.00</b>
<b>Meetings and Communications with Creditors</b>				
01-Feb-19	Analyze and revise update to Committee regarding auction and objection status.	Goren, Todd M.	0.30	345.00
03-Feb-19	Correspond with Committee regarding upcoming hearing and filed objections.	Harris, Daniel J.	0.50	447.50
04-Feb-19	Revise update to Committee regarding hearing and next steps.	Marinuzzi, Lorenzo	0.50	650.00
05-Feb-19	Revise agenda for February 6 Committee call.	Goren, Todd M.	0.30	345.00
05-Feb-19	Discuss proposed Committee call agenda with A. Kissner (.2); correspond with Committee regarding same (.1).	Harris, Daniel J.	0.30	268.50
05-Feb-19	Correspond with Jefferies and BRG regarding Committee call materials (.3); draft and revise call agenda (.4); discuss same with D. Harris (.2).	Kissner, Andrew	0.90	562.50
06-Feb-19	Prepare for (.1) and participate on (.6) weekly Committee call regarding case update.	Doufekias, Demme	0.70	728.00
06-Feb-19	Prepare for (.2) and participate on (.6) weekly Committee call regarding case update.	Goren, Todd M.	0.80	920.00
06-Feb-19	Participate on weekly Committee call regarding case update.	Harris, Daniel J.	0.60	537.00
06-Feb-19	Prepare for (.2) and participate on (.6) weekly Committee call regarding case update; call with C. Speckhart (Wolcott) regarding next steps (.3).	Marinuzzi, Lorenzo	1.10	1,430.00
06-Feb-19	Participate on weekly Committee call regarding case update.	Richards, Erica J.	0.60	555.00
08-Feb-19	Revise update email to Committee.	Goren, Todd M.	0.30	345.00

**MORRISON | FOERSTER**

Matter Number: 016291-0000003

Matter Name: JOINT MATTERS

Invoice Number: 5806619

Invoice Date: March 25, 2019

<b>Date</b>	<b>Services</b>	<b>Timekeeper</b>	<b>Hours</b>	<b>Value</b>
11-Feb-19	Call with Schulte team regarding status of settlement discussions.	Richards, Erica J.	0.60	555.00
11-Feb-19	Call with Schulte team regarding status of settlement discussions.	Richardson Arnould, Ka	0.60	315.00
12-Feb-19	Revise agenda for February 13 Committee call.	Goren, Todd M.	0.30	345.00
12-Feb-19	Prepare agenda and materials for February 13 Committee call.	Kissner, Andrew	0.50	312.50
12-Feb-19	Draft agenda (.7) and analyze docket (.4) to update calendar for upcoming calls with professionals and Committee.	Richardson Arnould, Ka	1.10	577.50
13-Feb-19	Participate on weekly Committee call regarding case status.	Dopsch, Peter C.	0.70	805.00
13-Feb-19	Participate on weekly Committee call regarding case status (partial).	Doufekias, Demme	0.40	416.00
13-Feb-19	Prepare for (.2) and participate on (.7) Committee call regarding case status.	Goren, Todd M.	0.90	1,035.00
13-Feb-19	Prepare for (.2) and participate on (.7) weekly Committee call regarding case status.	Harris, Daniel J.	0.90	805.50
13-Feb-19	Prepare for (.5) and participate on (.7) weekly Committee call regarding case status.	Kissner, Andrew	1.20	750.00
13-Feb-19	Prepare for (.5) and participate on (.7) weekly Committee call regarding case status; call with C. Speckhart (Wolcott) regarding same (.4); call with D. Sparks (Christian & Small) regarding settlement status (.3).	Marinuzzi, Lorenzo	1.90	2,470.00
13-Feb-19	Prepare for (.6) and participate on (.7) weekly Committee call regarding case status.	Richards, Erica J.	1.30	1,202.50
15-Feb-19	Revise update to court regarding 1113/1114 hearing and WMLP status.	Goren, Todd M.	0.40	460.00
17-Feb-19	Correspond with Committee regarding status update.	Goren, Todd M.	0.20	230.00
17-Feb-19	Correspond with Committee regarding February 18 Committee call.	Richards, Erica J.	0.30	277.50
18-Feb-19	Participate on weekly Committee call regarding case status and strategy.	Goren, Todd M.	0.40	460.00
18-Feb-19	Correspond with Committee regarding status of negotiations with MLP lenders (.4); participate on weekly Committee call regarding case status and strategy (.4).	Harris, Daniel J.	0.80	716.00
18-Feb-19	Participate on weekly Committee call regarding case status and strategy.	Kissner, Andrew	0.40	250.00
18-Feb-19	Prepare for (.2) and participate on (.4) weekly Committee call regarding case status and strategy.	Richards, Erica J.	0.60	555.00
18-Feb-19	Prepare for (.1) and participate on (.4) weekly Committee call regarding case status and strategy.	Richardson Arnould, Ka	0.50	262.50

**MORRISON | FOERSTER**

Matter Number: 016291-0000003

Matter Name: JOINT MATTERS

Invoice Number: 5806619

Invoice Date: March 25, 2019

<b>Date</b>	<b>Services</b>	<b>Timekeeper</b>	<b>Hours</b>	<b>Value</b>
19-Feb-19	Revise agenda for February 20 Committee call.	Goren, Todd M.	0.30	345.00
19-Feb-19	Draft weekly Committee call agenda (.6); correspond with Jefferies and BRG regarding same (.2).	Kissner, Andrew	0.80	500.00
20-Feb-19	Participate on weekly Committee call regarding case update and strategy.	Doufekias, Demme	0.50	520.00
20-Feb-19	Prepare for (.3) and participate on (.5) Committee call regarding case status.	Goren, Todd M.	0.80	920.00
20-Feb-19	Participate on weekly Committee call regarding case update and strategy.	Kissner, Andrew	0.50	312.50
20-Feb-19	Prepare for (.6) and participate on (.5) weekly Committee call regarding case update and strategy.	Marinuzzi, Lorenzo	1.10	1,430.00
20-Feb-19	Participate on weekly Committee call regarding case update.	Richards, Erica J.	0.40	370.00
20-Feb-19	Participate on weekly Committee call regarding case update and strategy.	Richardson Arnould, Ka	0.50	262.50
22-Feb-19	Revise update to Committee regarding case status.	Goren, Todd M.	0.30	345.00
22-Feb-19	Draft and revise correspondence to Committee regarding case update.	Harris, Daniel J.	0.80	716.00
23-Feb-19	Draft memorandum to Committee regarding case update and retiree settlement.	Kissner, Andrew	0.70	437.50
24-Feb-19	Participate on call with Committee regarding potential settlement.	Doufekias, Demme	0.70	728.00
24-Feb-19	Participate on call with Committee regarding potential settlement.	Goren, Todd M.	0.70	805.00
24-Feb-19	Participate on call with Committee regarding potential settlement.	Harris, Daniel J.	0.70	626.50
24-Feb-19	Participate on call with Committee regarding potential settlement (partial).	Richardson Arnould, Ka	0.50	262.50
26-Feb-19	Call with C. Speckhart (Wolcott) regarding status of Wheeler/Ohio contract assumptions (.5); correspond with internal working group regarding same (.3); revise agenda for February 27 Committee call (.3).	Goren, Todd M.	1.10	1,265.00
26-Feb-19	Analyze agenda for Committee call (.3); correspond with BRG and Jefferies teams regarding materials for same (.2); draft correspondence to Committee regarding case updates (.4).	Kissner, Andrew	0.90	562.50
26-Feb-19	Draft agenda for February 27 Committee call.	Richardson Arnould, Ka	0.30	157.50
27-Feb-19	Participate on weekly Committee call regarding case status and strategy.	Doufekias, Demme	0.50	520.00
27-Feb-19	Participate on weekly Committee call regarding case status and strategy.	Goren, Todd M.	0.50	575.00

**MORRISON | FOERSTER**

Matter Number: 016291-0000003

Matter Name: JOINT MATTERS

Invoice Number: 5806619

Invoice Date: March 25, 2019

<b>Date</b>	<b>Services</b>	<b>Timekeeper</b>	<b>Hours</b>	<b>Value</b>
27-Feb-19	Participate on weekly Committee call regarding case status and strategy.	Kissner, Andrew	0.50	312.50
27-Feb-19	Participate on weekly Committee call regarding case status and strategy.	Marinuzzi, Lorenzo	0.50	650.00
27-Feb-19	Participate on weekly Committee call regarding case update.	Richards, Erica J.	0.40	370.00
27-Feb-19	Participate on weekly Committee call regarding case status and strategy.	Richardson Arnould, Ka	0.50	262.50
28-Feb-19	Revise memorandum to Committee regarding status of plan, hearing results and next steps.	Marinuzzi, Lorenzo	0.50	650.00
<b>Total: 015</b>	<b>Meetings and Communications with Creditors</b>		<b>35.90</b>	<b>33,839.00</b>
<b>Non-Working Travel</b>				
01-Feb-19	Travel from Houston following Buckingham/Oxford auction.	Harris, Daniel J.	6.10	5,459.50
03-Feb-19	Travel to Houston for hearing.	Richards, Erica J.	6.30	5,827.50
04-Feb-19	Travel from Houston following hearing.	Marinuzzi, Lorenzo	6.50	8,450.00
04-Feb-19	Travel from Houston following hearing.	Richards, Erica J.	6.50	6,012.50
13-Feb-19	Travel to Houston for hearing.	Harris, Daniel J.	5.20	4,654.00
14-Feb-19	Travel from Houston following hearing.	Harris, Daniel J.	5.70	5,101.50
27-Feb-19	Travel to Houston for hearing.	Richards, Erica J.	7.20	6,660.00
28-Feb-19	Return travel from Houston following hearing.	Marinuzzi, Lorenzo	6.80	8,840.00
28-Feb-19	Return travel from Houston following hearing.	Richards, Erica J.	6.80	6,290.00
<b>Total: 016</b>	<b>Non-Working Travel</b>		<b>57.10</b>	<b>57,295.00</b>
<b>Discovery</b>				
21-Feb-19	Correspond with D. Doufekias and E. Richards regarding discovery on intercompany settlement.	Harris, Daniel J.	0.50	447.50
21-Feb-19	Correspond with D. Doufekias regarding discovery in connection with intercompany settlement (.4); revise draft deposition notices (.6).	Richards, Erica J.	1.00	925.00
21-Feb-19	Analyze Talen depositions regarding assumption of contracts between WECO and Colstrip plant (2.7); analyze motion in advance (2.2); correspond with D. Harris regarding same (.6).	Richardson Arnould, Ka	5.50	2,887.50

**MORRISON | FOERSTER**

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<b>Date</b>	<b>Services</b>	<b>Timekeeper</b>	<b>Hours</b>	<b>Value</b>
22-Feb-19	Analyze correspondence regarding potential depositions related to sale motion and intercompany settlement (.4); correspond with E. Richards regarding noticing depositions (.3); analyze and revise deposition notices for conflicts committee and Debtors related to sale and intercompany settlement (.4); call with Cole Schotz team regarding scheduling depositions (.4); correspond with Debtors' counsel regarding same (.3).	Doufekias, Demme	1.80	1,872.00
22-Feb-19	Correspond with internal working group regarding potential deposition topics.	Goren, Todd M.	0.40	460.00
22-Feb-19	Correspond with internal working group regarding upcoming discovery relating to intercompany settlement.	Harris, Daniel J.	0.50	447.50
23-Feb-19	Analyze filings and declarations in preparation for depositions in connection with intercompany settlement and sale hearings (4.5); analyze email correspondence related to potential settlement (.8).	Doufekias, Demme	5.30	5,512.00
24-Feb-19	Analyze filings and declarations in preparation for depositions in connection with intercompany settlement and sale hearings (3.3); analyze email correspondence related to potential settlement (.6).	Doufekias, Demme	3.90	4,056.00
25-Feb-19	Correspond with Kirkland and Jones Day regarding adjournment of depositions (.3); call with Cole Schotz team regarding adjournment of depositions (.4).	Doufekias, Demme	0.70	728.00
26-Feb-19	Analyze witness/exhibit lists for February 28 hearing (.4); analyze declarations in support of relief sought at same (.8).	Goren, Todd M.	1.20	1,380.00
<b>Total: 023</b>	<b>Discovery</b>		<b>20.80</b>	<b>18,715.50</b>
<b>Hearings</b>				
04-Feb-19	Attend (telephonically) omnibus hearing.	Goren, Todd M.	4.10	4,715.00
04-Feb-19	Attend (telephonically) omnibus hearing (4.1); correspond with Committee regarding same (1.0).	Harris, Daniel J.	5.10	4,564.50
04-Feb-19	Attend (telephonically) omnibus hearing (partial) (3.4); correspond with K. Richardson regarding same (.2); revise memorandum summarizing same (.7); correspond with Committee regarding same (.2).	Kissner, Andrew	4.50	2,812.50
04-Feb-19	Prepare for (.2) and attend (4.1) omnibus hearing.	Marinuzzi, Lorenzo	4.30	5,590.00
04-Feb-19	Attend omnibus hearing (4.1); revise draft summary of same (.6).	Richards, Erica J.	4.70	4,347.50
13-Feb-19	Analyze summary of 1113/1114 hearing.	Goren, Todd M.	0.40	460.00
13-Feb-19	Attend 1113/1114 hearing.	Harris, Daniel J.	4.90	4,385.50



## MORRISON | FOERSTER

Matter Number: 016291-0000003  
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<b>Date</b>	<b>Services</b>	<b>Timekeeper</b>	<b>Hours</b>	<b>Value</b>
13-Feb-19	Draft and revise summary of 1113/1114 hearing.	Kissner, Andrew	0.60	375.00
13-Feb-19	Attend 1113/1114 hearing (telephonically).	Marinuzzi, Lorenzo	4.90	6,370.00
14-Feb-19	Attend 1113/1114 hearing.	Harris, Daniel J.	3.70	3,311.50
14-Feb-19	Attend (telephonically) 1113/1114 hearing (partial) (.9); draft and revise summary of same (.4).	Kissner, Andrew	1.30	812.50
14-Feb-19	Attend (telephonically) 1113/1114 hearing	Marinuzzi, Lorenzo	3.70	4,810.00
14-Feb-19	Attend 1113/1114 hearing (3.7); draft summary of same for internal working group (.7); revise summary for Committee update (.7).	Richardson Arnould, Ka	5.10	2,677.50
15-Feb-19	Attend (telephonically) 1113/1114 hearing.	Harris, Daniel J.	5.70	5,101.50
15-Feb-19	Attend (telephonically) 1113/1114 hearing (partial).	Kissner, Andrew	0.90	562.50
15-Feb-19	Attend (telephonically) 1113/1114 hearing (partial) (4.6); revise hearing summary for Committee (.4).	Marinuzzi, Lorenzo	5.00	6,500.00
15-Feb-19	Attend 1113/1114 hearing (5.7); draft summary of same for internal working group (.4); revise summary for Committee update (.6).	Richardson Arnould, Ka	6.70	3,517.50
21-Feb-19	Analyze docket regarding items to be heard at February 26 and 28 hearings (.5); meet with K. Richardson to discuss preparation of materials for same (.3).	Kissner, Andrew	0.80	500.00
22-Feb-19	Analyze all motions relevant to confirmation hearing (1.1); prepare index for confirmation hearing binders (1.8); coordinate same with D. Braun (.6).	Richardson Arnould, Ka	3.50	1,837.50
26-Feb-19	Analyze docket and all recent motions (1.1); update binder for confirmation hearing (.8).	Richardson Arnould, Ka	1.90	997.50
27-Feb-19	Call with C. Speckhart (Wolcott) regarding hearing.	Marinuzzi, Lorenzo	0.20	260.00
28-Feb-19	Draft and revise summary of confirmation hearing (.6); correspond with Committee regarding same (.2).	Kissner, Andrew	0.80	500.00
28-Feb-19	Attend omnibus hearing.	Marinuzzi, Lorenzo	4.00	5,200.00
28-Feb-19	Prepare for (1.4) and attend (4.0) omnibus hearing.	Richards, Erica J.	5.40	4,995.00
28-Feb-19	Attend (telephonically) omnibus hearing (4.0); draft summary to provide update to Committee (1.9).	Richardson Arnould, Ka	5.90	3,097.50
<b>Total: 024</b>	<b>Hearings</b>		<b>88.10</b>	<b>78,300.50</b>
<b>Lien Investigation</b>				
16-Jan-19	Conduct legal research regarding anti-assignment provisions.	Dopsch, Peter C.	1.00	1,150.00
01-Feb-19	Correspond with D. Harris regarding coal leases containing anti-assignment provisions (.4); follow up with internal working group regarding additional research relating to position in pleadings (.8); correspond with M. Heo regarding same (.6).	Dopsch, Peter C.	1.80	2,070.00

**MORRISON | FOERSTER**

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 Invoice Date: March 25, 2019

<b>Date</b>	<b>Services</b>	<b>Timekeeper</b>	<b>Hours</b>	<b>Value</b>
01-Feb-19	Conduct legal research regarding contractual interpretations of anti-assignment provisions.	Jensen, Sofie	2.30	632.50
02-Feb-19	Call with P. Dopsch, M. Heo and S. Jensen regarding case law surrounding leasehold mortgages and anti-assignment provisions (.5); analyze memorandum regarding same (.3).	Anabi, Andrew Issa	0.80	420.00
02-Feb-19	Call with A. Anabi, M. Heo and S. Jensen regarding coal lease and assignment provisions.	Dopsch, Peter C.	0.50	575.00
02-Feb-19	Conduct legal research regarding assignment of collateral mortgage and consequences of assignment in breach of an anti-assignment provision (2.8); call with P. Dopsch, M. Heo and A. Anabi regarding same (.5).	Jensen, Sofie	3.30	907.50
03-Feb-19	Analyze results of research regarding coal anti-assignment provisions (.9); correspond with internal working group regarding same (.6).	Dopsch, Peter C.	1.50	1,725.00
04-Feb-19	Draft memorandum regarding the validity of leasehold mortgages in the context of anti-assignment provisions (2.4); correspond with P. Dopsch regarding same (.6); research Wyoming case law regarding the effect and validity of anti-assignment provisions (3.9).	Anabi, Andrew Issa	6.90	3,622.50
05-Feb-19	Correspond with P. Dopsch regarding memorandum on anti-assignment provisions (.4); draft memorandum regarding validity of leasehold mortgages (.6); research Wyoming case law regarding the effect and validity of anti-assignment provisions (.6).	Anabi, Andrew Issa	1.60	840.00
06-Feb-19	Draft memorandum regarding validity of leasehold mortgages in context of an anti-assignment provision.	Anabi, Andrew Issa	0.50	262.50
06-Feb-19	Correspond with A. Anabi regarding lien research and anti-assignment provisions in coal leases.	Dopsch, Peter C.	0.50	575.00
07-Feb-19	Analyze select coal leases and mortgage documents (.9); correspond with J. Dai (Jefferies) regarding coal lease analyze and cure schedule (.6); correspond with T. Goren regarding same (.2).	Harris, Daniel J.	1.70	1,521.50
08-Feb-19	Draft memorandum regarding validity of leasehold mortgages in context of anti-assignment provision (1.4); research case law on the effect granting security interests in context of anti-assignment provisions under UCC 9-406(d) (1.8).	Anabi, Andrew Issa	3.20	1,680.00
08-Feb-19	Conduct legal research regarding UCC 9-406(d).	Dopsch, Peter C.	0.80	920.00
10-Feb-19	Research case law on the effect granting security interests in the context of anti-assignment provisions under UCC 9-406(d).	Anabi, Andrew Issa	2.10	1,102.50

## MORRISON | FOERSTER

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 Invoice Date: March 25, 2019

<b>Date</b>	<b>Services</b>	<b>Timekeeper</b>	<b>Hours</b>	<b>Value</b>
10-Feb-19	Analyze case law research regarding assignment of coal leases (1.1); correspond with internal working group regarding same (.4).	Dopsch, Peter C.	1.50	1,725.00
11-Feb-19	Draft memorandum regarding validity of leasehold mortgages in the context of anti-assignment provision (1.8); research Wyoming case law on the effect of granting security interests in the context of anti-assignment provision under UCC 9-406(d) (.9); meet with P. Dopsch and M. Heo regarding same (.6).	Anabi, Andrew Issa	3.30	1,732.50
11-Feb-19	Analyze case law research regarding anti-assignment provisions in coal leases in Wyoming (1.1); meet with M. Heo and A. Anabi regarding same (.6); correspond with D. Harris regarding same (.3).	Dopsch, Peter C.	2.00	2,300.00
11-Feb-19	Analyze and revise standing motion and complaint (1.2); correspond with E. Richards regarding same (.3); correspond with internal working group regarding challenge period deadlines (.5).	Doufekias, Demme	2.00	2,080.00
12-Feb-19	Draft memorandum regarding validity of leasehold mortgages in context of anti-assignment provision.	Anabi, Andrew Issa	3.50	1,837.50
12-Feb-19	Analyze standing motion and provide comments on same (1.1); correspond with D. Harris regarding mortgage and deed of trust liens (.4); analyze results of research regarding assignment of coal leases (.7).	Dopsch, Peter C.	2.20	2,530.00
13-Feb-19	Analyze MLP standing motion.	Anabi, Andrew Issa	1.40	735.00
13-Feb-19	Analyze draft standing motion (.5); correspond with D. Harris regarding changes relating to case law analysis (.2).	Dopsch, Peter C.	0.70	805.00
14-Feb-19	Analyze standing motion (.3); correspond with A. Anabi regarding changes to case law analysis (.2).	Dopsch, Peter C.	0.50	575.00
<b>Total: 027</b>	<b>Lien Investigation</b>		<b>45.60</b>	<b>32,324.00</b>
<b>Intercompany Claims</b>				
13-Feb-19	Analyze intercompany settlement (.8) and motion to approve same (.4); analyze motion to WMLP tender (.5).	Goren, Todd M.	1.70	1,955.00
13-Feb-19	Draft and revise memorandum for Committee regarding intercompany settlement.	Kissner, Andrew	1.40	875.00
13-Feb-19	Analyze request to commence tender offer.	Marinuzzi, Lorenzo	0.60	780.00
13-Feb-19	Analyze draft summary of intercompany settlement term sheet.	Richards, Erica J.	0.60	555.00
13-Feb-19	Analyze motions regarding joint settlement and tender offer (4.2); draft regarding same (2.1).	Richardson Arnould, Ka	6.30	3,307.50
15-Feb-19	Analyze settlement term sheet.	Richards, Erica J.	0.10	92.50

**MORRISON | FOERSTER**

Matter Number: 016291-0000003  
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<b>Date</b>	<b>Services</b>	<b>Timekeeper</b>	<b>Hours</b>	<b>Value</b>
16-Feb-19	Prepare comparison of proposals regarding settlement terms.	Richards, Erica J.	1.40	1,295.00
18-Feb-19	Prepare comments to MLP settlement term sheet.	Richards, Erica J.	1.70	1,572.50
19-Feb-19	Analyze proposed response on intercompany settlement motion.	Marinuzzi, Lorenzo	0.80	1,040.00
20-Feb-19	Analyze correspondence related to settlement.	Doufekias, Demme	0.70	728.00
20-Feb-19	Consider release provisions regarding intercompany settlement (.4); correspond with internal working group regarding same (.3).	Harris, Daniel J.	0.70	626.50
21-Feb-19	Call with G. Pesce (Kirkland) regarding WLB plan and WMLP plan negotiations (.5); analyze key points to objection to intercompany settlement with internal working group (.6).	Goren, Todd M.	1.10	1,265.00
21-Feb-19	Draft and revise objection to intercompany settlement (6.8); correspond with T. Goren regarding same (.3).	Harris, Daniel J.	7.10	6,354.50
21-Feb-19	Analyze status of objection to intercompany settlement motion and necessary evidence.	Marinuzzi, Lorenzo	0.90	1,170.00
21-Feb-19	Call with Kirkland and Jones Day regarding comments to draft settlement term sheet (.8); analyze revisions to same (.3).	Richards, Erica J.	1.10	1,017.50
22-Feb-19	Revise drafts of objection to intercompany settlement (.9); analyze intercompany settlement term sheet (.8); analyze proposed markup of WLB plan regarding intercompany settlement concerns (.4); call with G. Pesce (Kirkland) regarding same (.7); analyze research regarding intercompany settlement issues (.6).	Goren, Todd M.	3.40	3,910.00
22-Feb-19	Revise objection to intercompany settlement motion (2.4); correspond with internal working group regarding same (.4); analyze revised draft of WMLP settlement term sheet (.8); correspond with internal working group regarding same (.3).	Harris, Daniel J.	3.90	3,490.50
22-Feb-19	Analyze status of Committee objection to intercompany settlement (.6); correspond with T. Goren regarding revisions to pleading and potential discovery (.5).	Marinuzzi, Lorenzo	1.10	1,430.00
25-Feb-19	Analyze updated draft of intercompany settlement order (.3); correspond with Kirkland regarding same (.2).	Goren, Todd M.	0.50	575.00
26-Feb-19	Analyze Hutchinson declaration in support of intercompany settlement.	Marinuzzi, Lorenzo	0.60	780.00
27-Feb-19	Analyze updated drafts of intercompany settlement order (.4) and correspondence with lenders and debtors regarding same (.3).	Goren, Todd M.	0.70	805.00

**MORRISON | FOERSTER**

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<b>Date</b>	<b>Services</b>	<b>Timekeeper</b>	<b>Hours</b>	<b>Value</b>
27-Feb-19	Analyze statement in support of settlement term sheet and term sheet.	Richardson Arnould, Ka	0.60	315.00
28-Feb-19	Analyze updated intercompany settlement order.	Goren, Todd M.	0.30	345.00
28-Feb-19	Analyze updated intercompany settlement order.	Marinuzzi, Lorenzo	0.40	520.00
<b>Total: 028</b>	<b>Intercompany Claims</b>		<b>37.70</b>	<b>34,804.50</b>
<b>Other Motions/Applications</b>				
07-Feb-19	Analyze 345(b) waiver motion.	Goren, Todd M.	0.40	460.00
<b>Total: 029</b>	<b>Other Motions/Applications</b>		<b>0.40</b>	<b>460.00</b>
<b>Time Entry Review</b>				
06-Feb-19	Revise December invoice for compliance with U.S. Trustee guidelines.	Kissner, Andrew	1.40	875.00
11-Feb-19	Analyze time entries for December.	Marinuzzi, Lorenzo	2.60	3,380.00
20-Feb-19	Revise January invoice per U.S. Trustee's guidelines.	Kissner, Andrew	1.40	875.00
22-Feb-19	Revise January invoice per U.S. Trustee's guidelines.	Kissner, Andrew	0.40	250.00
<b>Total: 032</b>	<b>Time Entry Review</b>		<b>5.80</b>	<b>5,380.00</b>
			<b>Current Fees</b>	<b>278,045.00</b>

**MORRISON | FOERSTER**

Matter Number: 016291-0000003

Matter Name: JOINT MATTERS

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Invoice Date: March 25, 2019

**Timekeeper Summary**

<b>No.</b>	<b>Timekeeper</b>	<b>Rate</b>	<b>Hours</b>	<b>Value</b>
12270	Doufekias, Demme	1,040.00	18.70	19,448.00
14140	Goren, Todd M.	1,150.00	30.90	35,535.00
14116	Marinuzzi, Lorenzo	1,300.00	57.50	74,750.00
21822	Anabi, Andrew Issa	525.00	23.30	12,232.50
18102	Harris, Daniel J.	895.00	65.00	58,175.00
19671	Kissner, Andrew	625.00	23.70	14,812.50
21823	Richardson Arnould, Ka	525.00	40.50	21,262.50
08676	Dopsch, Peter C.	1,150.00	15.50	17,825.00
14078	Richards, Erica J.	925.00	53.60	49,580.00
18387	Delehanty, Danielle Ei	360.00	19.20	6,912.00
23415	Jensen, Sofie	275.00	5.60	1,540.00
	Client Accommodation – ½ Non-Working Travel			(28,647.50)
	Client Accommodation – Time Entry Review			(5,380.00)
	<b>TOTAL</b>		<b>353.50</b>	<b>278,045.00</b>

**MORRISON | FOERSTER**Matter Number: 016291-0000003  
Matter Name: JOINT MATTERSInvoice Number: 5806619  
Invoice Date: March 25, 2019**Task Code Summary**

<b>Task Code</b>	<b>Description</b>	<b>Hours</b>	<b>Value</b>
002	Asset Disposition	25.40	26,567.00
006	Business Operations	1.00	1,300.00
007	Case Administration	18.10	12,276.00
008	Claims Administration and Objections	3.60	4,350.00
011	Employment and Fee Applications	12.90	5,121.00
012	Employment and Fee Application Objections	1.10	1,340.00
015	Meetings and Communications with Creditors	35.90	33,839.00
016	Non-Working Travel	57.10	57,295.00
023	Discovery	20.80	18,715.50
024	Hearings	88.10	78,300.50
027	Lien Investigation	45.60	32,324.00
028	Intercompany Claims	37.70	34,804.50
029	Other Motions/Applications	0.40	460.00
032	Time Entry Review	5.80	5,380.00
	Client Accommodation – ½ Non-Working Travel		(28,647.50)
	Client Accommodation – Time Entry Review		(5,380.00)
	<b>TOTAL</b>	<b>353.50</b>	<b>278,045.00</b>

**MORRISON | FOERSTER**Matter Number: 016291-0000003  
Matter Name: JOINT MATTERSInvoice Number: 5806619  
Invoice Date: March 25, 2019**Disbursement Detail**

<b>Date</b>	<b>Description</b>	<b>Value</b>
28-Feb-19	On-line Research - LEXIS	4.20
28-Feb-19	On-line Research - WESTLAW	772.10
28-Feb-19	Air Freight	33.35
31-Jan-19	Travel, taxi/car service, D. Harris, ground travel to airport, traveling to Houston for auction, 1/31/19	47.79
31-Jan-19	Travel, taxi/car service, D. Harris, ground travel from airport, in Houston for auction, 1/31/19	30.26
01-Feb-19	Travel, taxi/car service, D. Harris, ground travel from airport, traveling from Houston following auction, 2/1/19	44.51
01-Feb-19	Travel, hotel, D. Harris, one-night stay at Four Seasons in Houston for auction, 1/31-2/1/19	384.63
01-Feb-19	Travel, plane, D. Harris, travel to/from Houston for auction, 1/31-2/1/19	1,398.45
03-Feb-19	Travel, hotel, L. Marinuzzi, one-night stay at JW Marriott, in Houston for meetings and hearing, 2/3-2/4/19	298.52
03-Feb-19	Travel, parking, L. Marinuzzi, at airport, traveling to Houston for meetings and hearing, 2/3-2/4/19	78.00
03-Feb-19	Travel, taxi/car service, E. Richards, ground travel from airport, in Houston for meetings and hearing, 2/3/19	67.00
03-Feb-19	Travel, taxi/car service, E. Richards, ground travel to airport, traveling to Houston for meetings and hearing, 2/3/19	39.30
03-Feb-19	Travel, plane, E. Richards, traveling to/from Houston for meetings and hearing, 2/3-2/4/19	1,030.53
03-Feb-19	Travel, hotel, E. Richards, one-night stay at JW Marriott, in Houston for meetings and hearing, 2/3-2/4/19	327.60
03-Feb-19	Travel, taxi/car service, L. Marinuzzi, ground travel from airport, in Houston for meetings and hearing, 2/3/19	33.94
04-Feb-19	Travel, plane, L. Marinuzzi, changed flight, in Houston for meetings and hearing, meeting terminated early, 2/4/19	201.00
04-Feb-19	Travel, taxi/car service, L. Marinuzzi, ground travel to airport, returning from Houston following hearing, 2/4/19	32.90
04-Feb-19	Travel, taxi/car service, E. Richards, ground travel from airport, returning from Houston following hearing, 2/4/19	39.35
07-Feb-19	Travel, plane, D. Harris, traveling to/from Houston for hearing, 2/13-2/14/19	1,302.60
13-Feb-19	Travel, taxi/car service, D. Harris, ground travel from airport, in Houston for hearing, 2/13/19	38.46
13-Feb-19	Travel, taxi/car service, D. Harris, ground travel to hearing, in Houston, 2/13/19	20.12
14-Feb-19	Travel, taxi/car service, D. Harris, ground travel from hearing, in Houston, 2/13/19	16.38
14-Feb-19	Travel, taxi/car service, D. Harris, ground travel to hearing, in Houston, 2/14/19	8.82
14-Feb-19	Travel, hotel, D. Harris, one-night stay at Intercontinental in Houston, for hearing, 2/13-2/14/19	314.73
19-Feb-19	Travel, plane, L. Marinuzzi, travel to/from Houston for meetings and hearing, 2/26-2/28/19	665.60
25-Feb-19	Travel, plane, L. Marinuzzi, travel to/from Houston for meetings and hearing, revised original ticket, 2/27-2/28/19	873.01
27-Feb-19	Travel, taxi/car service, L. Marinuzzi, ground travel to airport, traveling to Houston for meetings and hearing, 2/27/19	69.67
27-Feb-19	Travel, hotel, L. Marinuzzi, one-night stay at JW Marriott in Houston, for meetings and hearing, 2/27-2/28/19	488.74



**MORRISON | FOERSTER**Matter Number: 016291-0000003  
Matter Name: JOINT MATTERSInvoice Number: 5806619  
Invoice Date: March 25, 2019

<b>Date</b>	<b>Description</b>	<b>Value</b>
27-Feb-19	Travel, taxi/car service, L. Marinuzzi, ground travel to office, traveling to Houston for meetings and hearing, 2/27/19	50.26
27-Feb-19	Travel, taxi/car service, E. Richards, ground travel in Houston for meetings and hearing, 2/27/19	70.45
27-Feb-19	Travel, taxi/car service, E. Richards, ground travel to airport, traveling to Houston for meetings and hearing, 2/27/19	60.79
27-Feb-19	Travel, hotel, E. Richards, one-night stay at JW Marriott in Houston, for meetings and hearing, 2/27-2/28/19	421.20
28-Feb-19	Travel, taxi/car service, E. Richards, ground travel from airport, returning from Houston following meetings and hearing, 2/28/19	36.96
28-Feb-19	Travel, taxi/car service, L. Marinuzzi, ground travel to airport, returning from Houston following meetings and hearing, 2/28/19	62.53
25-Feb-19	Travel, plane, T. Goren, traveling to Houston for hearing, canceled ticket, 2/27-2/28/19	682.60
01-Feb-19	EDiscovery, Epiq Managed Services, January 2019	2,367.93
20-Feb-19	Long distance telephone charges, L. Marinuzzi, telephone call with client	92.39
05-Feb-19	Business meals, 7 attendees, Westmoreland meeting, 2/5/19	140.00
12-Feb-19	Business meals, 6 attendees, Westmoreland meeting, 2/12/19	120.00
19-Feb-19	Business meals, 6 attendees, Westmoreland meeting, 2/19/19	120.00
21-Feb-19	Business meals, 6 attendees, Westmoreland meeting, 2/21/19	120.00
26-Feb-19	Business meals, 6 attendees, Westmoreland meeting, 2/26/19	120.00
01-Feb-19	Travel meals, D. Harris, lunch, traveling to Houston for auction, 2/1/19	12.90
03-Feb-19	Travel meals, E. Richards, breakfast, in Houston for meetings and hearing, 2/4/19	20.00
03-Feb-19	Travel meals, L. Marinuzzi, dinner, in Houston for meetings and hearing, 2/3/19	20.00
03-Feb-19	Travel meals, E. Richards, dinner, in Houston for meetings and hearing, 2/3/19	20.00
04-Feb-19	Travel meals, E. Richards, lunch, in Houston for meetings and hearing, 2/4/19	8.87
04-Feb-19	Travel meals, L. Marinuzzi, breakfast, in Houston for meetings and hearing, 2/4/19	20.00
13-Feb-19	Travel meals, D. Harris, lunch, in Houston for hearing, 2/13/19	20.00
14-Feb-19	Travel meals, D. Harris, breakfast, in Houston for hearing, 2/14/19	20.00
14-Feb-19	Travel meals, D. Harris, lunch, in Houston for hearing, 2/14/19	4.54
27-Feb-19	Travel meals, E. Richards, breakfast, in Houston for meetings and hearing, 2/28/19	20.00
27-Feb-19	Travel meals, L. Marinuzzi, dinner, in Houston for meetings and hearing, 2/28/19	20.00
27-Feb-19	Travel meals, E. Richards, lunch, in Houston for meetings and hearing, 2/27/19	20.00
27-Feb-19	Travel meals, E. Richards, dinner, in Houston for meetings and hearing, 2/27/19	20.00
28-Feb-19	Travel meals, L. Marinuzzi, breakfast, in Houston for meetings and hearing, 2/28/19	20.00
31-Jan-19	Travel, WiFi, D. Harris, Internet while traveling to Houston for auction, 1/31/19	20.99
01-Feb-19	Travel, WiFi, D. Harris, Internet while traveling from Houston following auction, 2/1/19	18.99
13-Feb-19	Travel, WiFi, D. Harris, Internet while traveling to Houston for hearing, 2/13/19	18.99
14-Feb-19	Travel, WiFi, D. Harris, Internet while traveling from Houston following hearing, 2/14/19	18.99
28-Feb-19	Travel, WiFi, E. Richards, Internet while traveling from Houston following hearing, 2/28/19	16.00
<b>Current Disbursements</b>		<b>13,466.94</b>

**MORRISON | FOERSTER**

Matter Number: 016291-0000003  
Matter Name: JOINT MATTERS

Invoice Number: 5806619  
Invoice Date: March 25, 2019

**Invoice Summary**

	<u>U.S.Dollars</u>
Total Fees	278,045.00
Total Disbursements	13,466.94
<b>Total Amount Due</b>	<b>291,511.94</b>

**MORRISON | FOERSTER**

Matter Number: 016291-0000003  
 Matter Name: JOINT MATTERS

Invoice Number: 5806619  
 Invoice Date: March 25, 2019

For your convenience, we have listed below previous invoices on this matter which our records show as outstanding and the total balance due on this account. If you have already submitted payment, we appreciate your promptness. If your records are not in agreement, or if we can provide additional assistance, please call our Billing Department at (415) 268-6446 or (866) 314-5320

<b>Date</b>	<b>Invoice Number</b>	<b>Currency</b>	<b>Original Invoice Amount</b>	<b>Payments Applied</b>	<b>Amount Outstanding</b>
<b>29-Nov-18</b>	5779752	USD	147,709.87	118,286.57	29,423.30
<b>23-Jan-19</b>	5792345	USD	363,192.66	288,524.97	74,667.69
<b>14-Feb-19</b>	5797283	USD	721,450.14	578,951.34	142,498.80
<b>05-Mar-19</b>	5802187	USD	491,981.49	0.00	491,981.49