

**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> , ¹)	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 *Sixth 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 March 1, 2019 through March 31, 2019* (the “Application”) with the Court. The Application seeks allowance of fees in the amount of \$214,836.90, less a twenty percent (20%) holdback in the amount of \$42,967.38 for a total fee request of \$171,869.52, plus reimbursement of expenses in the amount of \$1,532.05.

PLEASE TAKE FURTHER NOTICE that objections to the Application, if any, are required to be filed on or before **May 24, 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,

¹ 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. Westmoreland Coal Company’s service address for the purposes of these chapter 11 cases is 9540 South Maroon Circle, Suite 300, Englewood, Colorado 80112. As used herein, “WMLP Debtors” refers to Westmoreland Resources GP, LLC; Westmoreland Resource Partners, LP; Westmoreland Kemmerer, LLC; Westmoreland Kemmerer Fee Coal Holdings, LLC; Oxford Mining Company, LLC; Harrison Resources, LLC; Oxford Mining Company-Kentucky, LLC; Daron Coal Company, LLC; and Oxford Conesville, LLC.

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 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: May 3, 2019

/s/ Michael D. Warner
Michael D. Warner, Esq. (TX Bar No. 00792304)
COLE SCHOTZ P.C.
301 Commerce Street, Suite 1700
Fort Worth, Texas 76102
Telephone: (817) 810-5250
Facsimile: (817) 810-5255
mwarner@coleschotz.com

-and-

Lorenzo Marinuzzi, Esq. (Admitted *Pro Hac Vice*)
Todd Goren, Esq. (Admitted *Pro Hac Vice*)
MORRISON & FOERSTER LLP
250 West 55th Street
New York, New York 10019
Telephone: (212) 468-8000
Facsimile: (212) 468-7900
lmarinuzzi@mofocom
tgoren@mofocom

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> , ¹)	Case No. 18-35672 (DRJ)
Debtors.)	(Jointly Administered)
)	

**SIXTH 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 MARCH 1, 2019 THROUGH MARCH 31, 2019**

Name of Applicant:	Morrison & Foerster LLP (“ <u>Morrison & Foerster</u> ”)	
Applicant’s Role in Case:	Counsel to the Official Committee of Unsecured Creditors (the “ <u>Committee</u> ”)	
Date Order of Employment Signed:	11/28/2018 [Docket No. 621]	
	Beginning of Period	End of Period
Time period covered by this Application:	03/01/2019	03/31/2019
Time period(s) covered by prior Applications:	11/01/2018	02/28/2019
Total amounts awarded in all prior Applications:	\$1,775,612.80	
Total fees requested in this Application:	\$214,836.90 (80% = \$171,869.52)	
Total professional fees requested in this Application:	\$212,036.10	
Total actual professional hours covered by this Application:	228.40	
Average hourly rate for professionals:	\$1,062.18	

¹ 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. Westmoreland Coal Company’s service address for the purposes of these chapter 11 cases is 9540 South Maroon Circle, Suite 300, Englewood, Colorado 80112. As used herein, “WMLP Debtors” refers to Westmoreland Resources GP, LLC; Westmoreland Resource Partners, LP; Westmoreland Kemmerer, LLC; Westmoreland Kemmerer Fee Coal Holdings, LLC; Oxford Mining Company, LLC; Harrison Resources, LLC; Oxford Mining Company-Kentucky, LLC; Daron Coal Company, LLC; and Oxford Conesville, LLC.

Total paraprofessional fees requested in this Application:	\$2,800.80
Total actual paraprofessional hours covered by this Application:	19.40
Average hourly rate for paraprofessionals:	\$360.00
Reimbursable expenses sought in this application:	\$1,532.05

Morrison & Foerster LLP (“Morrison & Foerster” or the “Applicant”) hereby files its Sixth 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 reimbursement of actual and necessary expenses incurred for the period from March 1, 2019 through March 31, 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 \$214,836.90, less a twenty percent (20%) holdback in the amount of \$42,967.38, for a total fee request of \$171,869.52, and reimbursement of actual and necessary expenses incurred in the amount of \$1,532.05, as counsel to the Committee during the Compensation Period. By this Application, Morrison & Foerster seeks allowance of compensation for services

rendered and reimbursement of expenses incurred solely in connection with the WMLP Debtors' estates.²

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.

(Remainder of Page Intentionally Left Blank)

² In accordance with the *Order Authorizing and Approving Intercompany Settlement Term Sheet* [Docket No. 1548], Morrison & Foerster has allocated 30% of its joint fees and expenses to the WMLP Debtors.

CONCLUSION

WHEREFORE, Morrison & Foerster respectfully requests that allowance be made for compensation in the amount of \$214,836.90, less a twenty percent (20%) holdback in the amount of \$42,967.38, for a total fee request of \$171,869.52 together with reimbursement of expenses in the amount of \$1,532.05, and further requests such other and further relief as this Court deems necessary and just.

Dated: May 3, 2019

/s/ Michael D. Warner
Michael D. Warner, Esq. (TX Bar No. 00792304)
COLE SCHOTZ P.C.
301 Commerce Street, Suite 1700
Fort Worth, Texas 76102
Telephone: (817) 810-5250
Facsimile: (817) 810-5255
mwarner@coleschotz.com

-and-

Lorenzo Marinuzzi, Esq. (Admitted *Pro Hac Vice*)
Todd Goren, Esq. (Admitted *Pro Hac Vice*)
Jennifer L. Marines, Esq. (Admitted *Pro Hac Vice*)
MORRISON & FOERSTER LLP
250 West 55th Street
New York, New York 10019
Telephone: (212) 468-8000
Facsimile: (212) 468-7900
lmarinuzzi@mofocom
tgoren@mofocom
jmarines@mofocom

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		Joint Matters (WMLP Share) ¹	
			Total Billed Hours	Total Compensation	Total Billed Hours	Total Compensation
Doufekias, Demme	Title: Partner Dep't: Litigation Admission: 2003	\$1,040.00	0.00	\$0.00	0.40	\$416.00
Goren, Todd M.	Title: Partner Dep't: Business, Restructuring & Insolvency Group ² Admission: 2003	\$1,150.00	71.90	\$82,685.00	5.80	\$6,670.00
Marinuzzi, Lorenzo	Title: Partner Dep't: BRIG Admission: 1996	\$1,300.00	58.80	\$76,440.00	5.10	\$6,630.00
Richards, Erica J.	Title: Of Counsel Dep't: BRIG Admission: 2007	\$925.00	6.50	\$6,012.50	1.50	\$1,387.50
Harris, Daniel J.	Title: Associate Dep't: BRIG Admission: 2008	\$895.00	51.20	\$45,824.00	0.80	\$716.00

¹ 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.

² Hereinafter referred to as "BRIG".

Name of Professional Person	Title, Department & Earliest Licensure / Experience	Hourly Billing Rate	WMLP Debtors		Joint Matters (WMLP Share) ¹	
			Total Billed Hours	Total Compensation	Total Billed Hours	Total Compensation
Kissner, Andrew	Title: Associate Dep't: BRIG Admission: 2017	\$625.00	6.30	\$3,937.50	13.30	\$8,312.50
Richardson Arnould, Kat	Title: Associate Dep't: BRIG Admission: 2018	\$525.00	3.80	\$1,995.00	3.00	\$1,575.00
Delehanty, Danielle E.	Title: Paralegal Dep't: BRIG Experience: 5 years	\$360.00	2.80	\$1,008.00	16.60	\$5,976.00
Total Incurred:			201.30	\$217,902.00	46.50	\$31,683.00
Less Client Accommodation for Non-Working Travel (50% of Fees Incurred):				(\$8,280.00)		(\$0.00)
Less Client Accommodation for Time Entry Review (100% of Fees Incurred):				(\$4,290.00)		(\$0.00)
Joint Billing Deduction (70% of Fees Incurred):				N/A		(\$22,178.10)
Total Requested:			201.30	\$205,332.00	46.50	\$9,504.90

EXHIBIT B

Blended Rates

Professionals	WMLP Debtors			Joint Matters (WMLP Share)		
	Blended Rates	Total Hours Billed	Total Compensation	Blended Rates	Total Hours Billed	Total Compensation
Partners and Counsel	\$1,203.63	137.20	\$165,137.50	\$1,179.96	12.80	\$15,103.50
Associates and Attorneys	\$844.31	61.30	\$51,756.50	\$620.09	17.10	\$10,603.50
Total Incurred by All Attorneys:	\$1,092.66	198.50	\$216,894.00	\$859.77	29.90	\$25,707.00
Less Client Accommodation for Non-Working Travel (50% of Fees Incurred):			(\$8,280.00)			(\$0.00)
Less Client Accommodation for Time Entry Review (100% of Fees Incurred):			(\$4,290.00)			(\$0.00)
Blended Attorney Rate:	\$1,029.34	198.50	\$204,324.00	\$859.77	29.90	\$25,707.00
Paraprofessionals and Non-Legal Staff	\$360.00	2.80	\$1,008.00	\$360.00	16.60	\$5,976.00
Total Requested:	\$1,020.03	201.30	\$205,332.00	\$681.35	46.50	\$31,683.00

EXHIBIT C

**SUMMARY OF PROFESSIONAL SERVICES RENDERED BY PROJECT CATEGORY BY
MORRISON & FOERSTER ON BEHALF OF THE COMMITTEE DURING THE COMPENSATION PERIOD¹**

Project Category	Description	WMLP Debtors		Joint Matters (WMLP Share)	
		Hours	Fees	Hours	Fees
002	Asset Disposition	51.10	\$55,832.50	0.00	\$0.00
006	Business Operations	0.30	\$268.50	0.00	\$0.00
007	Case Administration	4.80	\$2,553.00	6.70	\$3,532.00
008	Claims Administration and Objections	0.30	\$268.50	0.80	\$920.00
009	Corporate Governance	2.00	\$2,378.00	0.00	\$0.00
011	Employment and Fee Applications	0.40	\$520.00	23.50	\$13,037.00
012	Employment and Fee Applications Objections	0.80	\$920.00	1.60	\$1,930.00
013	Financing and Cash Collateral	0.90	\$1,095.00	0.00	\$0.00
014	Other Litigation	0.00	\$0.00	3.70	\$3,407.50
015	Meetings and Communications with Creditors	11.30	\$9,522.50	9.90	\$8,511.50
016	Non-Working Travel	14.40	\$16,560.00	0.00	\$0.00
017	Plan and Disclosure Statement	73.20	\$79,354.50	0.30	\$345.00
023	Discovery	7.00	\$9,100.00	0.00	\$0.00
024	Hearings	31.50	\$35,239.50	0.00	\$0.00
032	Time Entry Review	3.30	\$4,290.00	0.00	\$0.00
Total Incurred:		201.30	\$217,902.00	46.50	\$31,683.00
Less Client Accommodation for Non-Working Travel (50% of Fees Incurred):			(\$8,280.00)		(\$0.00)
Less Client Accommodation for Time Entry Review (100% of Fees Incurred):			(\$4,290.00)		(\$0.00)
Joint Billing Deduction (70% of Fees Incurred):			N/A		(\$22,178.10)
Total Requested:		201.30	\$205,332.00	46.50	\$9,504.90

¹ 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	Joint Matters (WMLP Share)
Travel	\$0.00	\$2,065.26
Epiq eDiscovery Managed Services	\$0.00	\$1,914.83
Business Meals	\$240.00	\$240.00
Travel Meals	\$0.00	\$48.77
Miscellaneous Disbursement – Travel Internet Access	\$0.00	\$37.98
Joint Billing Deduction (70% of Expenses Incurred):	N/A	(\$3,014.79)
Total:	\$240.00	\$1,292.05

EXHIBIT E

MORRISON | FOERSTER

PO BOX 742335
 LOS ANGELES
 CALIFORNIA 90074-2335
 TELEPHONE: 415 268 7000
 FACSIMILE: 415 268 7522
 WWW.MOFO.COM

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: 5816191
 Invoice Date: April 29, 2019
 Client/Matter Number: 016291-0000002

Matter Name: WMLP DEBTORS

RE: WMLP DEBTORS

For Professional Services Rendered and Disbursements Incurred through March 31, 2019

	<u>U.S.Dollars</u>
Current Fees	217,902.00
Client Accommodation – ½ Non-Working Travel	(8,280.00)
Client Accommodation – Time Entry Review	(4,290.00)
Current Fees Value	205,332.00
Current Disbursements	240.00
Total This Invoice	205,572.00

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

ACH (preferred method of payment) [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: 016291-0000002
 Matter Name: WMLP DEBTORS

Invoice Number: 5816191
 Invoice Date: April 29, 2019

Time Detail

Date	Services	Timekeeper	Hours	Value
Asset Disposition				
01-Mar-19	Analyze Kemmerer sale order.	Goren, Todd M.	0.70	805.00
01-Mar-19	Analyze revised version of order approving Kemmerer sale.	Harris, Daniel J.	0.40	358.00
01-Mar-19	Analyze updated sale order (.4); correspond with internal working group regarding same (.2).	Marinuzzi, Lorenzo	0.60	780.00
01-Mar-19	Analyze revised Kemmerer sale order.	Richards, Erica J.	0.30	277.50
11-Mar-19	Call with G. Pesce (Kirkland) regarding status of bonding solution for sale (.4); correspond with Ohio Cat regarding closing of sale (.2).	Marinuzzi, Lorenzo	0.60	780.00
19-Mar-19	Correspond with Jones Day regarding closing status (.2); analyze update on CCU/Ohio EPA dispute (.3).	Goren, Todd M.	0.50	575.00
19-Mar-19	Analyze status of closing (.4); analyze impact of Ohio action on closing of sale (.3).	Marinuzzi, Lorenzo	0.70	910.00
20-Mar-19	Analyze status of sale closing (.4); analyze asset purchase agreement and intercompany settlement regarding relevant concerns with same (1.3); analyze letters from parties regarding same (.5); correspond with Debtors regarding status conference on same (.2).	Goren, Todd M.	2.40	2,760.00
20-Mar-19	Correspond with internal working group regarding Ohio Gathering dispute and use of funds as part of sale consideration.	Harris, Daniel J.	0.40	358.00
20-Mar-19	Call with H. Lennox (Jones Day) regarding status of Kemmerer sale (.6); call with G. Pesce (Kirkland) regarding same (.5); analyze asset purchase agreement conditions to closing (.6); analyze strategy for closing and bonding requirements (.7); analyze T. Mayer (Kramer) correspondence requesting status conference and highlighting conditions to closing (.4).	Marinuzzi, Lorenzo	2.80	3,640.00
21-Mar-19	Analyze WLB lender motion to stay sale closing (.5); analyze letters regarding same (.3); analyze assumption lists regarding creditor question (.7); correspond with internal working group regarding same (.4).	Goren, Todd M.	1.90	2,185.00
21-Mar-19	Analyze letters from parties regarding Kemmerer sale closing (.9); analyze motion regarding same (.8); correspond with internal working group regarding Kemmerer cure schedule (.5).	Harris, Daniel J.	2.20	1,969.00

MORRISON | FOERSTER

Matter Number: 016291-0000002
 Matter Name: WMLP DEBTORS

Invoice Number: 5816191
 Invoice Date: April 29, 2019

Date	Services	Timekeeper	Hours	Value
21-Mar-19	Analyze correspondence between MLP and WLB lenders and Debtors regarding Kemmerer sale dispute (.4); analyze WLB purchaser motion regarding same (.5).	Kissner, Andrew	0.90	562.50
21-Mar-19	Analyze correspondence from Jones Day and D. Hillman (Schulte) regarding T. Mayer (Kramer) letter on closing of sale (.7); analyze and revise memorandum to Committee regarding status of Kemmerer closing (.4); calls with D. Hillman (.5) and H. Lennox (Jones Day) (.4) regarding status of closing and readiness to close; analyze closing conditions and motion to stay (.7); participate on status conferences regarding WLB purchaser motion (.8).	Marinuzzi, Lorenzo	3.50	4,550.00
22-Mar-19	Analyze complaint and TRO application (.7); correspond with internal working group regarding discovery on same (.5); analyze assumption lists regarding recent changes (.6); correspond with internal working group regarding same (.4); correspond with Jones Day regarding same (.2).	Goren, Todd M.	2.40	2,760.00
22-Mar-19	Correspond with internal working group regarding Kemmerer sale cure schedules (.8); analyze complaint regarding Kemmerer sale closing (1.2); correspond with Committee regarding same (.7); correspond with internal working group regarding WMLP settlement (.2).	Harris, Daniel J.	2.90	2,595.50
22-Mar-19	Analyze schedule of assumed contracts (.4); correspond with Merida representatives regarding contract assumptions (.4); draft memorandum to internal working group regarding Cat Financial contracts (.3); participate on meet and confer call with TRO parties (.4); analyze cure schedule on contract list (.5).	Marinuzzi, Lorenzo	2.00	2,600.00
23-Mar-19	Correspond with internal working group regarding hearing status and potential settlement (.5); analyze exhibits and document production (1.3); call with Cole Schotz regarding hearing and deposition coverage (.4).	Goren, Todd M.	2.20	2,530.00
23-Mar-19	Analyze documents produced in connection with TRO dispute (3.6); correspond with internal working group regarding same (.6).	Harris, Daniel J.	4.20	3,759.00
23-Mar-19	Correspond with G. Pesce (Kirkland) regarding status of TRO and discovery (.6); draft memorandum to internal working group regarding possible settlement proposal on Kemmerer sale/Zürich (.4); analyze memorandum from D. Harris regarding Kemmerer production (.6).	Marinuzzi, Lorenzo	1.60	2,080.00

MORRISON | FOERSTERMatter Number: 016291-0000002
Matter Name: WMLP DEBTORSInvoice Number: 5816191
Invoice Date: April 29, 2019

Date	Services	Timekeeper	Hours	Value
24-Mar-19	Analyze TRO pleadings (1.7); analyze and revise Committee joinder to TRO objections (.4); correspond with G. Pesce (Kirkland) and L. Marinuzzi regarding potential resolution of same (.5).	Goren, Todd M.	2.60	2,990.00
24-Mar-19	Analyze recently filed pleadings regarding request for TRO (2.1); correspond with internal working group regarding same (.4); draft and revise joinder to objections (1.6); correspond with Committee regarding same (.7); finalize joinder and coordinate filing of same (1.9).	Harris, Daniel J.	6.70	5,996.50
24-Mar-19	Analyze objections to TRO application (.9); analyze Merida objection (.5); analyze and revise Committee joinder to WMLP opposition to TRO on sale closing (.7).	Marinuzzi, Lorenzo	2.10	2,730.00
25-Mar-19	Meet with G. Pesce (Kirkland), J. Stein and R. Campagna regarding hearing outcome and possible paths forward.	Goren, Todd M.	2.20	2,530.00
25-Mar-19	Analyze reply brief in support of TRO (.4); correspond with internal working group regarding same (.3).	Harris, Daniel J.	0.70	626.50
25-Mar-19	Analyze exhibits from Stein and Micheletti depositions regarding TRO action (.8); analyze Kramer exhibits and production for TRO action (.8).	Marinuzzi, Lorenzo	1.60	2,080.00
27-Mar-19	Analyze court pleadings regarding Kemmerer sale dispute.	Richardson Arnould, Ka	0.60	315.00
28-Mar-19	Correspond with internal working group regarding sale mediation.	Goren, Todd M.	0.30	345.00
28-Mar-19	Correspond with H. Lennox (Jones Day) and G. Pesce (Kirkland) regarding status of closing and possible mediation (.6); correspond with internal working group regarding possible mediation (.2).	Marinuzzi, Lorenzo	0.80	1,040.00
29-Mar-19	Correspond with internal working group regarding sale mediation.	Goren, Todd M.	0.30	345.00
Total: 002	Asset Disposition		51.10	55,832.50
Business Operations				
01-Mar-19	Correspond with J. Dai (Jefferies) and Alvarez team regarding payment of amounts under first day orders.	Harris, Daniel J.	0.30	268.50
Total: 006	Business Operations		0.30	268.50
Case Administration				
18-Mar-19	Analyze dockets and circulate update to internal working group with substantial filings.	Delehanty, Danielle Ei	0.20	72.00

MORRISON | FOERSTERMatter Number: 016291-0000002
Matter Name: WMLP DEBTORSInvoice Number: 5816191
Invoice Date: April 29, 2019

Date	Services	Timekeeper	Hours	Value
19-Mar-19	Analyze docket and circulate update to internal working group with substantial filings (.2); update calendar and circulate same (.6).	Delehanty, Danielle Ei	0.80	288.00
21-Mar-19	Analyze docket and circulate update to internal working group with substantial filings.	Delehanty, Danielle Ei	0.20	72.00
22-Mar-19	Analyze docket and circulate update to internal working group with substantial filings (.2); update calendar and circulate same (.3).	Delehanty, Danielle Ei	0.50	180.00
25-Mar-19	Analyze docket and circulate update to internal working group with substantial filings.	Delehanty, Danielle Ei	0.20	72.00
26-Mar-19	Analyze docket and circulate update to internal working group with substantial filings (.2); update calendar and circulate same (.2).	Delehanty, Danielle Ei	0.40	144.00
27-Mar-19	Participate on weekly professionals' call regarding case update.	Goren, Todd M.	0.40	460.00
27-Mar-19	Participate on weekly professionals' call regarding case status and strategy.	Harris, Daniel J.	0.50	447.50
27-Mar-19	Prepare for (.1) and participate on (.5) weekly professionals' call regarding case status and strategy.	Kissner, Andrew	0.60	375.00
27-Mar-19	Participate on weekly professionals' call regarding case status and strategy.	Richardson Arnould, Ka	0.50	262.50
29-Mar-19	Analyze docket and circulate update to internal working group with substantial filings (.2); update calendar and circulate same (.3).	Delehanty, Danielle Ei	0.50	180.00
Total: 007	Case Administration		4.80	2,553.00
Claims Administration and Objections				
27-Mar-19	Call with G. Mijares (Kirkland) regarding black lung claims.	Harris, Daniel J.	0.30	268.50
Total: 008	Claims Administration and Objections		0.30	268.50
Corporate Governance and Board Matters				
14-Mar-19	Analyze correspondence from H. Lennox (Jones Day) to G. Pesce (Kirkland) regarding resignation of officers and payment of insurance (.5); correspond with Committee regarding corporate governance (.2).	Marinuzzi, Lorenzo	0.70	910.00
15-Mar-19	Analyze correspondence with H. Lennox (Jones Day) regarding appointment of new board member and resolution of dispute with WLB.	Marinuzzi, Lorenzo	0.50	650.00
26-Mar-19	Analyze acting CEO motion.	Goren, Todd M.	0.40	460.00
26-Mar-19	Analyze draft motion regarding CEO appointment (.3); correspond with internal working group regarding same (.1).	Harris, Daniel J.	0.40	358.00

MORRISON | FOERSTERMatter Number: 016291-0000002
Matter Name: WMLP DEBTORSInvoice Number: 5816191
Invoice Date: April 29, 2019

Date	Services	Timekeeper	Hours	Value
Total: 009	Corporate Governance and Board Matters		2.00	2,378.00
Employment and Fee Applications				
01-Mar-19	Analyze Jones Day fee application.	Marinuzzi, Lorenzo	0.40	520.00
Total: 011	Employment and Fee Applications		0.40	520.00
Employment and Fee Application Objections				
28-Mar-19	Analyze Mar-Bow/McKinsey pleadings.	Goren, Todd M.	0.80	920.00
Total: 012	Employment and Fee Application Objections		0.80	920.00
Financing and Cash Collateral				
08-Mar-19	Analyze Schulte invoice.	Marinuzzi, Lorenzo	0.40	520.00
19-Mar-19	Analyze cash collateral order regarding closing date milestones and termination provisions.	Goren, Todd M.	0.50	575.00
Total: 013	Financing and Cash Collateral		0.90	1,095.00
Meetings and Communications with Creditors				
19-Mar-19	Analyze and revise agenda for upcoming Committee call.	Goren, Todd M.	0.30	345.00
19-Mar-19	Draft and revise agenda for weekly Committee call (.4); correspond with BRG and Jefferies regarding call materials (.1).	Kissner, Andrew	0.50	312.50
19-Mar-19	Analyze relevant upcoming deadlines and recent motions for Committee update.	Richardson Arnould, Ka	0.60	315.00
20-Mar-19	Prepare for (.3) and participate on (.6) weekly Committee call regarding case status.	Goren, Todd M.	0.90	1,035.00
20-Mar-19	Participate on weekly Committee call regarding case status and strategy (.6); correspond with Committee regarding status of Kemmerer closing (.2).	Harris, Daniel J.	0.80	716.00
20-Mar-19	Prepare for (.2) and participate (partial) on (.4) weekly Committee call regarding case update.	Kissner, Andrew	0.60	375.00
20-Mar-19	Participate on weekly Committee call regarding case status and strategy (partial).	Richards, Erica J.	0.50	462.50
20-Mar-19	Analyze CCU motion for Committee call (.5); participate on weekly Committee call regarding case status and strategy (.6).	Richardson Arnould, Ka	1.10	577.50
21-Mar-19	Analyze and revise update for Committee regarding Kemmerer sale closing status.	Goren, Todd M.	0.30	345.00
22-Mar-19	Analyze and revise correspondence with Committee regarding TRO dispute.	Goren, Todd M.	0.30	345.00
22-Mar-19	Analyze correspondence with Committee regarding Kemmerer sale dispute.	Kissner, Andrew	0.20	125.00

MORRISON | FOERSTERMatter Number: 016291-0000002
Matter Name: WMLP DEBTORSInvoice Number: 5816191
Invoice Date: April 29, 2019

Date	Services	Timekeeper	Hours	Value
25-Mar-19	Analyze and revise update to Committee regarding hearing status.	Goren, Todd M.	0.30	345.00
26-Mar-19	Correspond with Committee regarding TRO hearing (.3); analyze and revise agenda for Committee call (.2).	Goren, Todd M.	0.50	575.00
26-Mar-19	Correspond with internal working group regarding agenda for upcoming Committee call.	Harris, Daniel J.	0.30	268.50
26-Mar-19	Analyze draft agenda (.3); correspond with Committee regarding same (.1).	Kissner, Andrew	0.40	250.00
26-Mar-19	Analyze relevant upcoming deadlines and recent motions for Committee update (.5); correspond with A. Kissner and D. Harris regarding upcoming Committee call (.1).	Richardson Arnould, Ka	0.60	315.00
27-Mar-19	Prepare for (.2) and participate on (.6) weekly Committee call regarding case update and status.	Goren, Todd M.	0.80	920.00
27-Mar-19	Participate on weekly Committee call regarding case status and strategy (partial).	Harris, Daniel J.	0.40	358.00
27-Mar-19	Participate on weekly Committee call regarding case update and status (.6); correspond with counsel to Tractor & Equipment regarding same (.1).	Kissner, Andrew	0.70	437.50
27-Mar-19	Call with C. Speckhart (Wolcott) regarding WLB expense reimbursement application (.1); participate on weekly Committee call regarding case status and strategy (partial) (.3).	Richards, Erica J.	0.40	370.00
27-Mar-19	Participate on weekly Committee call regarding case status and strategy (partial).	Richardson Arnould, Ka	0.40	210.00
29-Mar-19	Correspond with C. Speckhart (Wolcott) regarding case status.	Marinuzzi, Lorenzo	0.40	520.00
Total: 015	Meetings and Communications with Creditors		11.30	9,522.50
Non-Working Travel				
24-Mar-19	Travel to Houston for TRO hearing.	Goren, Todd M.	6.60	7,590.00
26-Mar-19	Return travel from Houston following TRO hearing.	Goren, Todd M.	7.80	8,970.00
Total: 016	Non-Working Travel		14.40	16,560.00
Plan and Disclosure Statement				
05-Mar-19	Analyze and revise draft plan (.8) and disclosure statement (.9).	Goren, Todd M.	1.70	1,955.00
05-Mar-19	Analyze and revise draft WMLP plan of liquidation.	Harris, Daniel J.	3.10	2,774.50
05-Mar-19	Analyze proposed plan	Marinuzzi, Lorenzo	1.30	1,690.00

MORRISON | FOERSTER

Matter Number: 016291-0000002
 Matter Name: WMLP DEBTORS

Invoice Number: 5816191
 Invoice Date: April 29, 2019

Date	Services	Timekeeper	Hours	Value
06-Mar-19	Analyze and revise proposed updated drafts of WMLP plan (.9) and disclosure statement (.7); discuss same with D. Harris (.8).	Goren, Todd M.	2.40	2,760.00
06-Mar-19	Analyze and revise draft WMLP plan (4.7); discuss same with T. Goren (.8); correspond with internal working group regarding same (.3).	Harris, Daniel J.	5.80	5,191.00
07-Mar-19	Analyze updated draft of plan (.6); meet with L. Marinuzzi and D. Harris regarding same (.5); analyze disclosure statement regarding potential changes (.7); analyze research regarding plan solicitation (.4).	Goren, Todd M.	2.20	2,530.00
07-Mar-19	Meet with L. Marinuzzi and T. Goren regarding changes to WMLP plan (.5); revise same (.4); correspond with Jones Day regarding modifications (.3).	Harris, Daniel J.	1.20	1,074.00
07-Mar-19	Conduct legal research regarding solicitation requirements (1.8); draft memorandum summarizing same (.6).	Kissner, Andrew	2.40	1,500.00
07-Mar-19	Analyze and revise proposed MLP plan (2.5); meet with T. Goren and D. Harris regarding same (.5).	Marinuzzi, Lorenzo	3.00	3,900.00
07-Mar-19	Analyze proposed comments to MLP plan.	Richards, Erica J.	0.20	185.00
08-Mar-19	Analyze proposed revised draft of disclosure statement (.4); correspond with internal working group regarding plan solicitation (.3).	Goren, Todd M.	0.70	805.00
08-Mar-19	Call with H. Lennox (Jones Day) regarding plan status (.4); draft memorandum to internal working group regarding same (.1).	Marinuzzi, Lorenzo	0.50	650.00
08-Mar-19	Analyze and prepare comments to draft MLP disclosure statement.	Richards, Erica J.	3.40	3,145.00
09-Mar-19	Analyze updated plan from Jones Day (.6); correspond with internal working group regarding same (.3).	Goren, Todd M.	0.90	1,035.00
10-Mar-19	Call with D. Harris and L. Marinuzzi regarding updated draft of plan.	Goren, Todd M.	0.60	690.00
10-Mar-19	Analyze WMLP plan and recent changes (.5); call with L. Marinuzzi and T. Goren regarding same (.6).	Harris, Daniel J.	1.10	984.50
10-Mar-19	Analyze and revise updated plan (1.2); call with D. Harris and T. Goren regarding same (.6); correspond with Jones Day regarding plan concerns (.3).	Marinuzzi, Lorenzo	2.10	2,730.00
11-Mar-19	Participate on call with Jones Day team regarding plan comments (.8); analyze plan regarding necessary changes (.9); analyze updated disclosure statement (.5).	Goren, Todd M.	2.20	2,530.00

MORRISON | FOERSTER

Matter Number: 016291-0000002
 Matter Name: WMLP DEBTORS

Invoice Number: 5816191
 Invoice Date: April 29, 2019

Date	Services	Timekeeper	Hours	Value
11-Mar-19	Participate on call with Jones Day team regarding plan comments (.8); correspond with O. Zeltner (Jones Day) regarding same (.4).	Harris, Daniel J.	1.20	1,074.00
11-Mar-19	Analyze and revise plan (.6); and disclosure statement (.6); participate on call with Jones Day team regarding plan comments (.8).	Marinuzzi, Lorenzo	2.00	2,600.00
11-Mar-19	Participate on call with Jones Day team regarding plan comments (.8); analyze revised disclosure statement (.1).	Richards, Erica J.	0.90	832.50
12-Mar-19	Analyze updated draft of WMLP plan (.7); discuss same with D. Harris (.4).	Goren, Todd M.	1.10	1,265.00
12-Mar-19	Analyze revised WMLP plan (1.6); discuss same with T. Goren (.4); prepare issues list regarding same (.8).	Harris, Daniel J.	2.80	2,506.00
12-Mar-19	Analyze revised plan and disclosure statement (1.6); correspond with T. Goren regarding plan issues (.5).	Marinuzzi, Lorenzo	2.10	2,730.00
13-Mar-19	Analyze and revise plan issues list (.6); analyze updated drafts of plan (.8); participate on call with WMLP Debtors and lenders regarding modifications to plan (1.9); correspond with parties regarding same and confirmation hearing (.6).	Goren, Todd M.	3.90	4,485.00
13-Mar-19	Participate on call with WMLP Debtors and lenders regarding modifications to plan (1.9); follow-up call with O. Zeltner (Jones Day) regarding same (.6); revise WMLP plan to address recent comments (.9); analyze draft solicitation procedures (1.5); prepare issues list regarding recent changes to plan (.9).	Harris, Daniel J.	5.80	5,191.00
13-Mar-19	Analyze draft plan and comments (.6); participate on call with WMLP Debtors and lenders regarding modifications to plan (1.9).	Marinuzzi, Lorenzo	2.50	3,250.00
13-Mar-19	Analyze revised disclosure statement.	Richards, Erica J.	0.20	185.00
14-Mar-19	Analyze updated draft of plan (.4); meet with L. Marinuzzi regarding draft plan comments (.4).	Goren, Todd M.	0.80	920.00
14-Mar-19	Analyze and revise draft plan (1.6); analyze Committee settlement (.5); meet with T. Goren regarding draft plan comments (.4).	Marinuzzi, Lorenzo	2.50	3,250.00
15-Mar-19	Analyze and revise updated drafts of plan (1.4) and disclosure statement (.8); call with Debtors and lenders regarding same (1.9); correspond with Debtors and lenders regarding final plan changes (1.2).	Goren, Todd M.	5.30	6,095.00
15-Mar-19	Analyze revised draft of plan (.6); correspond with internal working group regarding same (.3).	Harris, Daniel J.	0.90	805.50

MORRISON | FOERSTERMatter Number: 016291-0000002
Matter Name: WMLP DEBTORSInvoice Number: 5816191
Invoice Date: April 29, 2019

Date	Services	Timekeeper	Hours	Value
15-Mar-19	Analyze latest marked drafts of plan (.9); call with Debtors and lenders regarding same (1.9); correspond with T. Goren regarding open plan points (.4); analyze updated disclosure statement (.6).	Marinuzzi, Lorenzo	3.80	4,940.00
16-Mar-19	Analyze filed versions of disclosure statement, plan, and solicitation motion.	Harris, Daniel J.	0.70	626.50
16-Mar-19	Correspond with Debtors and lenders regarding first lien recoveries and status of disclosures (.5); analyze solicitations procedures motion/order (.6).	Marinuzzi, Lorenzo	1.10	1,430.00
25-Mar-19	Evaluate proposals for revised plan settlement (.5); call with C. Speckhart (Wolcott) regarding possible revised settlement (.3).	Marinuzzi, Lorenzo	0.80	1,040.00
Total: 017	Plan and Disclosure Statement		73.20	79,354.50
Discovery				
24-Mar-19	Participate telephonically in depositions of Micheletti and Stein.	Marinuzzi, Lorenzo	7.00	9,100.00
Total: 023	Discovery		7.00	9,100.00
Hearings				
21-Mar-19	Participate on telephonic conferences regarding sale closing dispute.	Goren, Todd M.	0.80	920.00
21-Mar-19	Participate on status conferences regarding WLB purchaser motion (.8); correspond with Committee regarding same (.3).	Harris, Daniel J.	1.10	984.50
21-Mar-19	Attend (telephonically) emergency hearing regarding Kemmerer sale issues.	Richards, Erica J.	0.60	555.00
25-Mar-19	Attend TRO hearing (10.1); analyze updated pleadings and exhibits in preparation for same (1.6).	Goren, Todd M.	11.70	13,455.00
25-Mar-19	Attend (telephonically) TRO hearing (partial) (4.8); correspond with Committee regarding same (.6).	Harris, Daniel J.	5.40	4,833.00
25-Mar-19	Attend (telephonically) TRO hearing (partial).	Marinuzzi, Lorenzo	7.10	9,230.00
26-Mar-19	Attend continued TRO hearing.	Goren, Todd M.	2.20	2,530.00
26-Mar-19	Attend (telephonically) TRO hearing (partial) (.8); correspond with Committee following same (.4); correspond with internal working group regarding TRO hearing and adjournment (.4).	Harris, Daniel J.	1.60	1,432.00
26-Mar-19	Attend (telephonically) TRO hearing (partial).	Marinuzzi, Lorenzo	1.00	1,300.00
Total: 024	Hearings		31.50	35,239.50

Time Entry Review

MORRISON | FOERSTER

Matter Number: 016291-0000002
 Matter Name: WMLP DEBTORS

Invoice Number: 5816191
 Invoice Date: April 29, 2019

Date	Services	Timekeeper	Hours	Value
01-Mar-19	Revise January invoice for compliance with U.S. Trustee guidelines.	Marinuzzi, Lorenzo	1.90	2,470.00
22-Mar-19	Revise February invoice for compliance with U.S. Trustee guidelines.	Marinuzzi, Lorenzo	1.40	1,820.00
Total: 032	Time Entry Review		3.30	4,290.00
			Current Fees	205,332.00

MORRISON | FOERSTER

Matter Number: 016291-0000002
 Matter Name: WMLP DEBTORS

Invoice Number: 5816191
 Invoice Date: April 29, 2019

Timekeeper Summary

No.	Timekeeper	Rate	Hours	Value
14140	Goren, Todd M.	1,150.00	71.90	82,685.00
14116	Marinuzzi, Lorenzo	1,300.00	58.80	76,440.00
18102	Harris, Daniel J.	895.00	51.20	45,824.00
19671	Kissner, Andrew	625.00	6.30	3,937.50
21823	Richardson Arnould, Ka	525.00	3.80	1,995.00
14078	Richards, Erica J.	925.00	6.50	6,012.50
18387	Delehanty, Danielle Ei	360.00	2.80	1,008.00
	Client Accommodation – ½ Non-Working Travel			(8,280.00)
	Client Accommodation – Time Entry Review			(4,290.00)
	TOTAL		201.30	205,332.00

MORRISON | FOERSTER

Matter Number: 016291-0000002
 Matter Name: WMLP DEBTORS

Invoice Number: 5816191
 Invoice Date: April 29, 2019

Task Code Summary

Task Code	Description	Hours	Value
002	Asset Disposition	51.10	55,832.50
006	Business Operations	0.30	268.50
007	Case Administration	4.80	2,553.00
008	Claims Administration and Objections	0.30	268.50
009	Corporate Governance and Board Matters	2.00	2,378.00
011	Employment and Fee Applications	0.40	520.00
012	Employment and Fee Application Objections	0.80	920.00
013	Financing and Cash Collateral	0.90	1,095.00
015	Meetings and Communications with Creditors	11.30	9,522.50
016	Non-Working Travel	14.40	16,560.00
017	Plan and Disclosure Statement	73.20	79,354.50
023	Discovery	7.00	9,100.00
024	Hearings	31.50	35,239.50
032	Time Entry Review	3.30	4,290.00
	Client Accommodation – ½ Non-Working Travel		(8,280.00)
	Client Accommodation – Time Entry Review		(4,290.00)
	TOTAL	201.30	205,332.00

MORRISON | FOERSTER

Matter Number: 016291-0000002
Matter Name: WMLP DEBTORS

Invoice Number: 5816191
Invoice Date: April 29, 2019

Disbursement Detail

Date	Description	Value
19-Mar-19	Business meals, 6 attendees, Westmoreland meeting, 3/19/19	120.00
26-Mar-19	Business meals, 6 attendees, Westmoreland meeting, 3/26/19	120.00
Current Disbursements		240.00

MORRISON | FOERSTER

Matter Number: 016291-0000002
Matter Name: WMLP DEBTORS

Invoice Number: 5816191
Invoice Date: April 29, 2019

Invoice Summary

	<u>U.S.Dollars</u>
Total Fees	205,332.00
Total Disbursements	240.00
Total Amount Due	<hr/> 205,572.00 <hr/>

MORRISON | FOERSTER

Matter Number: 016291-0000002
 Matter Name: WMLP DEBTORS

Invoice Number: 5816191
 Invoice Date: April 29, 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

Date	Invoice Number	Currency	Original Invoice Amount	Payments Applied	Amount Outstanding
29-Nov-18	5779751	USD	24,013.00	19,210.40	4,802.60
23-Jan-19	5792344	USD	137,970.32	110,626.02	27,344.30
14-Feb-19	5797282	USD	110,013.04	89,128.14	20,884.90
05-Mar-19	5802184	USD	176,030.80	140,935.10	35,095.70
25-Mar-19	5806618	USD	235,307.14	188,334.74	46,972.40

MORRISON | FOERSTER

PO BOX 742335
 LOS ANGELES
 CALIFORNIA 90074-2335
 TELEPHONE: 415 268 7000
 FACSIMILE: 415 268 7522
 WWW.MOFO.COM

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 Resource Partners, LP
 9540 S. Maroon Circle
 Suite 300
 Englewood, CO 80112

Taxpayer ID # [REDACTED]
 Invoice Number: 5816218
 Invoice Date: April 29, 2019

Client/Matter Number: 016291-0000003

Matter Name: JOINT MATTERS

RE: JOINT MATTERS

For Professional Services Rendered and Disbursements Incurred through March 31, 2019

	<u>U.S.Dollars</u>
Current Fees	31,683.00
Current Disbursements	4,306.84
Total This Invoice	35,989.84

Multipayor Amount(s)

The amount listed below represents your portion of this invoice

Payor Name	% Share	Total
WESTMORELAND RESOURCE PARTNERS,	30.00	10,796.95

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 | FOERSTERMatter Number: 016291-0000003
Matter Name: JOINT MATTERSInvoice Number: 5816218
Invoice Date: April 29, 2019**Time Detail**

Date	Services	Timekeeper	Hours	Value
Case Administration				
04-Mar-19	Analyze docket and circulate update to internal working group with substantial filings.	Delehanty, Danielle Ei	0.40	144.00
05-Mar-19	Analyze docket and circulate update to internal working group with substantial filings.	Delehanty, Danielle Ei	0.30	108.00
06-Mar-19	Analyze dockets and circulate update to internal working group with substantial filings (.3); update calendar and circulate same (.4).	Delehanty, Danielle Ei	0.70	252.00
06-Mar-19	Prepare for (.1) and participate on (.4) weekly professionals' call regarding case update.	Goren, Todd M.	0.50	575.00
06-Mar-19	Participate on weekly professionals' call regarding case update.	Harris, Daniel J.	0.40	358.00
06-Mar-19	Participate on weekly professionals' call regarding case update.	Kissner, Andrew	0.40	250.00
06-Mar-19	Prepare for (.2) and participate on (.4) weekly professionals' call regarding case update.	Richards, Erica J.	0.60	555.00
06-Mar-19	Participate on weekly professionals' call regarding case update.	Richardson Arnould, Ka	0.40	210.00
07-Mar-19	Analyze dockets and circulate update to internal working group with substantial filings.	Delehanty, Danielle Ei	0.60	216.00
08-Mar-19	Analyze docket and circulate update to internal working group with substantial filings (.2); update calendar with critical dates (.3).	Delehanty, Danielle Ei	0.50	180.00
11-Mar-19	Analyze docket and circulate update to internal working group with substantial filings.	Delehanty, Danielle Ei	0.30	108.00
12-Mar-19	Analyze docket and circulate update to internal working group with substantial filings (.2); update calendar and circulate same (.3).	Delehanty, Danielle Ei	0.50	180.00
13-Mar-19	Analyze docket and circulate update to internal working group with substantial filings.	Delehanty, Danielle Ei	0.30	108.00
14-Mar-19	Analyze docket and circulate update to internal working group with substantial filings.	Delehanty, Danielle Ei	0.20	72.00
15-Mar-19	Analyze docket and circulate update to internal working group with substantial filings (.2); update calendar and circulate same (.4).	Delehanty, Danielle Ei	0.60	216.00
Total: 007	Case Administration		6.70	3,532.00
Claims Administration and Objections				
04-Mar-19	Analyze unsecured and priority claims analysis.	Goren, Todd M.	0.80	920.00
Total: 008	Claims Administration and Objections		0.80	920.00

MORRISON | FOERSTER

Matter Number: 016291-0000003
Matter Name: JOINT MATTERS

Invoice Number: 5816218
Invoice Date: April 29, 2019

Date	Services	Timekeeper	Hours	Value
Employment and Fee Applications				
05-Mar-19	Draft and revise interim fee application.	Delehanty, Danielle Ei	0.50	180.00
05-Mar-19	Analyze summary of outstanding fees for Debtors.	Goren, Todd M.	0.40	460.00
06-Mar-19	Draft and revise interim fee application.	Delehanty, Danielle Ei	0.30	108.00
06-Mar-19	Draft and revise interim fee application.	Kissner, Andrew	1.30	812.50
07-Mar-19	Revise interim fee application to include task list exhibit and expense breakdowns (1.9); draft January monthly fee statement (2.1).	Delehanty, Danielle Ei	4.00	1,440.00
07-Mar-19	Draft and revise interim fee application.	Kissner, Andrew	1.20	750.00
08-Mar-19	Draft proposed order and Marinuzzi declaration for first interim fee application (.7); analyze January invoice and draft fourth monthly fee statement (1.3).	Delehanty, Danielle Ei	2.00	720.00
08-Mar-19	Draft and revise fourth monthly fee application (.8); draft and revise first interim fee application (1.7).	Kissner, Andrew	2.50	1,562.50
08-Mar-19	Analyze and revise first interim fee application.	Marinuzzi, Lorenzo	1.00	1,300.00
11-Mar-19	Analyze blended rates universal chart (1.1); revise first interim fee application to include blended rates (.7).	Delehanty, Danielle Ei	1.80	648.00
11-Mar-19	Correspond with F. Yudkin (Cole Schotz) regarding fee applications (.2); correspond with E. Bromagen (Sidley) regarding Jefferies fee application (.2); revise interim fee application per comments of L. Marinuzzi (.6).	Kissner, Andrew	1.00	625.00
11-Mar-19	Analyze and revise updated first interim fee application.	Marinuzzi, Lorenzo	0.80	1,040.00
15-Mar-19	Draft expense reimbursement application.	Kissner, Andrew	0.20	125.00
20-Mar-19	Analyze Committee member expense request.	Goren, Todd M.	0.30	345.00
20-Mar-19	Analyze Committee invoice and draft reimbursement application.	Kissner, Andrew	0.60	375.00
21-Mar-19	Correspond with counsel to Debtors and F. Yudkin (Cole Schotz) regarding final fee applications.	Kissner, Andrew	0.30	187.50
22-Mar-19	Call with counsel to Debtors regarding final fee applications.	Kissner, Andrew	0.40	250.00
25-Mar-19	Analyze February invoices (.8); draft fifth monthly fee statement for same (1.0).	Delehanty, Danielle Ei	1.80	648.00
25-Mar-19	Analyze monthly fee statement for February.	Kissner, Andrew	0.20	125.00
27-Mar-19	Analyze updated invoices (.4); update February monthly fee statement to adjust changes (1.4).	Delehanty, Danielle Ei	1.80	648.00
27-Mar-19	Correspond with E. Richards and T. Goren regarding expense reimbursements (.2); revise February fee application (.6).	Kissner, Andrew	0.80	500.00
28-Mar-19	Finalize February fee application.	Kissner, Andrew	0.30	187.50

MORRISON | FOERSTER

Matter Number: 016291-0000003
 Matter Name: JOINT MATTERS

Invoice Number: 5816218
 Invoice Date: April 29, 2019

Date	Services	Timekeeper	Hours	Value
Total: 011	Employment and Fee Applications		23.50	13,037.00
Employment and Fee Application Objections				
06-Mar-19	Analyze Mar-Bow motion to reconsider McKinsey settlement.	Goren, Todd M.	0.60	690.00
08-Mar-19	Analyze McKinsey pleadings.	Goren, Todd M.	0.40	460.00
08-Mar-19	Analyze U.S. Trustee and McKinsey motion to approve settlement.	Marinuzzi, Lorenzo	0.60	780.00
Total: 012	Employment and Fee Application Objections		1.60	1,930.00
Other Litigation				
13-Mar-19	Analyze complaint against CCU.	Goren, Todd M.	0.80	920.00
13-Mar-19	Analyze complaint against CCU.	Kissner, Andrew	0.80	500.00
13-Mar-19	Analyze adversary proceeding against CCU and Ohio.	Marinuzzi, Lorenzo	1.00	1,300.00
14-Mar-19	Analyze complaint against CCU (.6); draft memorandum to Committee regarding same (.5).	Kissner, Andrew	1.10	687.50
Total: 014	Other Litigation		3.70	3,407.50
Meetings and Communications with Creditors				
05-Mar-19	Analyze and revise agenda for March 6 Committee call.	Goren, Todd M.	0.40	460.00
05-Mar-19	Draft and revise March 6 Committee call agenda (.4); correspond with BRG and Jefferies regarding call materials (.2); correspond with Committee regarding case update (.2).	Kissner, Andrew	0.80	500.00
06-Mar-19	Participate on weekly Committee call regarding case status and strategy.	Doufekias, Demme	0.40	416.00
06-Mar-19	Prepare for (.2) and participate on (.4) weekly Committee call regarding case status and strategy.	Goren, Todd M.	0.60	690.00
06-Mar-19	Participate on weekly Committee call regarding case status and strategy.	Harris, Daniel J.	0.40	358.00
06-Mar-19	Prepare for (.2) and participate on (.4) weekly Committee call regarding case status and strategy.	Kissner, Andrew	0.60	375.00
06-Mar-19	Prepare for (.5) and participate on (.4) weekly Committee call regarding case status and strategy.	Marinuzzi, Lorenzo	0.90	1,170.00
06-Mar-19	Prepare for (.2) and participate on (.4) weekly Committee call regarding case status and strategy.	Richards, Erica J.	0.60	555.00
06-Mar-19	Prepare for (.2) and participate on (.4) weekly Committee call regarding case status and strategy.	Richardson Arnould, Ka	0.60	315.00

MORRISON | FOERSTER

Matter Number: 016291-0000003
 Matter Name: JOINT MATTERS

Invoice Number: 5816218
 Invoice Date: April 29, 2019

Date	Services	Timekeeper	Hours	Value
12-Mar-19	Call with J. Surdoval (BRG) regarding contract rejection and Committee call (.2); analyze and revise agenda for weekly Committee call (.3); correspond with J. Dai (Jefferies) regarding call materials (.1); draft correspondence to Committee regarding same (.2).	Kissner, Andrew	0.80	500.00
12-Mar-19	Analyze agenda for weekly Committee call.	Marinuzzi, Lorenzo	0.30	390.00
13-Mar-19	Participate on weekly Committee call regarding status of closing and plan effective date (.3); correspond with internal working group regarding same (.4).	Goren, Todd M.	0.70	805.00
13-Mar-19	Prepare for (.2) and participate on (.3) weekly Committee call regarding status of closing and plan effective date.	Marinuzzi, Lorenzo	0.50	650.00
13-Mar-19	Participate on weekly Committee call regarding status of closing and plan effective date.	Richards, Erica J.	0.30	277.50
13-Mar-19	Analyze relevant upcoming deadlines and recent motions for Committee update (1.1); draft agenda for Committee call and circulate to internal working group (.6); participate on weekly Committee call regarding status of closing and plan effective date (.3).	Richardson Arnould, Ka	2.00	1,050.00
Total: 015	Meetings and Communications with Creditors		9.90	8,511.50
Plan and Disclosure Statement				
01-Mar-19	Analyze intercompany settlement order.	Goren, Todd M.	0.30	345.00
Total: 017	Plan and Disclosure Statement		0.30	345.00
			Current Fees	31,683.00

MORRISON | FOERSTER

Matter Number: 016291-0000003
 Matter Name: JOINT MATTERS

Invoice Number: 5816218
 Invoice Date: April 29, 2019

Timekeeper Summary

No.	Timekeeper	Rate	Hours	Value
12270	Doufekias, Demme	1,040.00	0.40	416.00
14140	Goren, Todd M.	1,150.00	5.80	6,670.00
14116	Marinuzzi, Lorenzo	1,300.00	5.10	6,630.00
18102	Harris, Daniel J.	895.00	0.80	716.00
19671	Kissner, Andrew	625.00	13.30	8,312.50
21823	Richardson Arnould, Ka	525.00	3.00	1,575.00
14078	Richards, Erica J.	925.00	1.50	1,387.50
18387	Delehanty, Danielle Ei	360.00	16.60	5,976.00
TOTAL			46.50	31,683.00

MORRISON | FOERSTER

Matter Number: 016291-0000003
 Matter Name: JOINT MATTERS

Invoice Number: 5816218
 Invoice Date: April 29, 2019

Task Code Summary

Task Code	Description	Hours	Value
007	Case Administration	6.70	3,532.00
008	Claims Administration and Objections	0.80	920.00
011	Employment and Fee Applications	23.50	13,037.00
012	Employment and Fee Application Objections	1.60	1,930.00
014	Other Litigation	3.70	3,407.50
015	Meetings and Communications with Creditors	9.90	8,511.50
017	Plan and Disclosure Statement	0.30	345.00
	TOTAL	46.50	31,683.00

MORRISON | FOERSTERMatter Number: 016291-0000003
Matter Name: JOINT MATTERSInvoice Number: 5816218
Invoice Date: April 29, 2019**Disbursement Detail**

Date	Description	Value
24-Mar-19	Travel, plane, T. Goren, travel to/from Houston for hearing, 3/24-3/26/19	1,003.28
24-Mar-19	Travel, taxi/car service, T. Goren, ground travel to airport, traveling to Houston for hearing, 3/24/19	94.82
24-Mar-19	Travel, hotel, T. Goren, one-night stay at JW Marriott in Houston for hearing, 3/24-3/25/19	413.18
25-Mar-19	Travel, taxi/car service, T. Goren, ground travel to hotel, in Houston for hearing, 3/24/19	66.59
25-Mar-19	Travel, hotel, T. Goren, one-night stay at Le Meridien in Houston for hearing, 3/25-3/26/19	331.11
26-Mar-19	Travel, taxi/car service, T. Goren, ground travel to airport, return travel from Houston following hearing, 3/26/19	70.78
26-Mar-19	Travel, taxi/car service, T. Goren, ground travel from airport, return travel from Houston following hearing, 3/26/19	85.50
01-Mar-19	EDiscovery, Epiq Managed Services, February 2019	1,914.83
05-Mar-19	Business meals, 6 attendees, Westmoreland meeting, 3/5/19	120.00
12-Mar-19	Business meals, 6 attendees, Westmoreland meeting, 3/12/19	120.00
25-Mar-19	Travel meals, T. Goren, dinner, in Houston for hearing, 3/25/19	20.00
26-Mar-19	Travel meals, T. Goren, breakfast, in Houston for hearing, 3/26/19	8.77
27-Mar-19	Travel meals, T. Goren, lunch, in Houston for hearing, 3/26/19	20.00
24-Mar-19	Travel, WiFi, T. Goren, Internet while traveling to Houston for hearing, 3/24/19	18.99
26-Mar-19	Travel, WiFi, T. Goren, Internet while traveling from Houston following hearing, 3/26/19	18.99
Current Disbursements		4,306.84

MORRISON | FOERSTER

Matter Number: 016291-0000003
Matter Name: JOINT MATTERS

Invoice Number: 5816218
Invoice Date: April 29, 2019

Invoice Summary

	<u>U.S.Dollars</u>
Total Fees	31,683.00
Total Disbursements	4,306.84
Total Amount Due	<hr/> 35,989.84 <hr/> <hr/>