

**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 *Eighth 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 May 1, 2019 through May 31, 2019* (the “Application”) with the Court. The Application seeks allowance of fees in the amount of \$112,119.65, less a twenty percent (20%) holdback in the amount of \$22,423.93 for a total fee request of \$89,695.72, plus reimbursement of expenses in the amount of \$1,159.83.

**PLEASE TAKE FURTHER NOTICE** that objections to the Application, if any, are required to be filed on or before **August 12, 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,

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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. 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: July 22, 2019

/s/ Michael D. Warner

Michael D. Warner, Esq. (TX Bar No. 00792304)

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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)

**EIGHTH 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 MAY 1, 2019 THROUGH MAY 31, 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>	05/01/2019	05/31/2019
<b>Time period(s) covered by prior Applications:</b>	10/22/2018	04/30/2019
<b>Total amounts awarded in all prior Applications:</b>	\$4,048,349.64	
<b>Total fees requested in this Application:</b>	\$112,119.65 (80% = \$89,695.72)	
<b>Total professional fees requested in this Application:</b>	\$110,405.00	
<b>Total actual professional hours covered by this Application:</b>	116.90	
<b>Average hourly rate for professionals:</b>	\$1,015.60	

<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. 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.

<b>Total paraprofessional fees requested in this Application:</b>	\$1,714.65
<b>Total actual paraprofessional hours covered by this Application:</b>	7.20
<b>Average hourly rate for paraprofessionals:</b>	\$367.50
<b>Reimbursable expenses sought in this application:</b>	\$1,159.83

Morrison & Foerster LLP (“Morrison & Foerster” or the “Applicant”) hereby files its Eighth 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 May 1, 2019 through May 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 \$112,119.65, less a twenty percent (20%) holdback in the amount of \$22,423.93, for a total fee request of \$89,695.72, and reimbursement of actual and necessary expenses incurred in the amount of \$1,159.83, 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.<sup>2</sup>

**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.

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<sup>2</sup> 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 \$112,119.65, less a twenty percent (20%) holdback in the amount of \$22,423.93, for a total fee request of \$89,695.72, together with reimbursement of expenses in the amount of \$1,159.83, and further requests such other and further relief as this Court deems necessary and just.

Dated: July 22, 2019

*/s/ Michael D. Warner*

Michael D. Warner, Esq. (TX Bar No. 00792304)

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Todd Goren, Esq. (Admitted *Pro Hac Vice*)

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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		Joint Matters <sup>1</sup>	
			Total Billed Hours	Total Compensation	Total Billed Hours	Total Compensation
Goren, Todd M.	Title: Partner Dep't: Business, Restructuring & Insolvency Group <sup>2</sup> Admission: 2003	\$1,150.00	31.70	\$36,455.00	2.00	\$2,300.00
Marinuzzi, Lorenzo	Title: Partner Dep't: BRIG Admission: 1996	\$1,300.00	27.10	\$35,230.00	2.60	\$3,380.00
Richards, Erica J.	Title: Of Counsel Dep't: BRIG Admission: 2007	\$925.00	2.50	\$2,312.50	0.00	\$0.00
Harris, Daniel J.	Title: Associate Dep't: BRIG Admission: 2008	\$895.00	29.30	\$26,223.50	0.00	\$0.00
Kissner, Andrew	Title: Associate Dep't: BRIG Admission: 2017	\$625.00	7.30	\$4,562.50	7.00	\$4,375.00

<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		Joint Matters <sup>1</sup>	
			Total Billed Hours	Total Compensation	Total Billed Hours	Total Compensation
Richardson Arnould, Kat	Title: Associate Dep't: BRIG Admission: 2018	\$525.00	7.40	\$3,885.00	0.00	\$0.00
Guido, Laura	Title: Senior Paralegal Dep't: BRIG Experience: 11.5 years	\$375.00	1.30	\$487.50	2.30	\$862.50
Delehanty, Danielle E.	Title: Paralegal Dep't: BRIG Experience: 6 years	\$360.00	2.30	\$828.00	1.30	\$468.00
<b>Total Incurred:</b>			<b>108.90</b>	<b>\$109,984.00</b>	<b>15.20</b>	<b>\$11,385.50</b>
<b>Less Client Accommodation for Time Entry Review (100% of Fees Incurred):</b>				<b>(\$1,280.00)</b>		<b>(\$0.00)</b>
<b>Joint Billing Deduction (70% of Fees Incurred):</b>				<b>N/A</b>		<b>(\$7,969.85)</b>
<b>Total Requested:</b>			<b>108.90</b>	<b>\$108,704.00</b>	<b>15.20</b>	<b>\$3,415.65</b>

**EXHIBIT B**

**Blended Rates**

Professionals	WMLP Debtors			Joint Matters		
	Blended Rates	Total Hours Billed	Total Compensation	Blended Rates	Total Hours Billed	Total Compensation
Partners and Counsel	\$1,207.14	61.30	\$73,997.50	\$1,234.78	4.60	\$5,680.00
Associates and Attorneys	\$787.98	44.00	\$34,671.00	\$625.00	7.00	\$4,375.00
<b>Total Incurred by All Attorneys:</b>	<b>\$1,031.99</b>	<b>105.30</b>	<b>\$108,668.50</b>	<b>\$866.81</b>	<b>11.60</b>	<b>\$10,055.00</b>
Paraprofessionals and Non-Legal Staff	\$365.42	3.60	\$1,315.50		3.60	\$1,330.50
<b>Subtotal:</b>			<b>\$109,884.00</b>			<b>\$11,385.50</b>
Less Client Accommodation for Time Entry Review (100% of Fees Incurred):			<b>(\$1,280.00)</b>			<b>(\$0.00)</b>
Joint Billing Deduction (70% of Fees Incurred):			N/A			<b>(\$7,969.85)</b>
<b>Total Requested:</b>	<b>\$998.20</b>	<b>108.90</b>	<b>\$108,704.00</b>	<b>\$224.71</b>	<b>15.20</b>	<b>\$3,415.65</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		Joint Matters	
		Hours	Fees	Hours	Fees
002	Asset Disposition	6.60	\$6,901.50	0.00	\$0.00
003	Assumption and Rejection of Leases and Contracts	1.80	\$1,443.50	0.00	\$0.00
006	Business Operations	1.10	\$965.00	0.00	\$0.00
007	Case Administration	8.20	\$5,026.00	0.00	\$0.00
008	Claims Administration and Objections	2.00	\$2,166.50	0.00	\$0.00
011	Employment and Fee Applications	0.00	\$0.00	5.00	\$2,363.00
012	Employment and Fee Applications Objections	0.00	\$0.00	10.20	\$9,022.50
015	Meetings and Communications with Creditors	18.50	\$15,607.00	0.00	\$0.00
017	Plan and Disclosure Statement	69.00	\$76,326.00	0.00	\$0.00
024	Hearings	0.30	\$268.50	0.00	\$0.00
032	Time Entry Review	1.40	\$1,280.00	0.00	\$0.00
<b>Total Incurred:</b>		<b>108.90</b>	<b>\$109,984.00</b>	<b>15.20</b>	<b>\$11,385.50</b>
<b>Less Client Accommodation for Time Entry Review (100% of Fees Incurred):</b>			<b>(\$1,280.00)</b>		<b>(\$0.00)</b>
<b>Joint Billing Deduction (70% of Fees Incurred):</b>			<b>N/A</b>		<b>(\$7,969.85)</b>
<b>Total Requested:</b>		<b>108.90</b>	<b>\$108,704.00</b>	<b>15.20</b>	<b>\$3,415.65</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	Joint Matters
Epiq eDiscovery Managed Services	\$679.83	\$0.00
Business Meals	\$460.00	\$0.00
Meals	\$20.00	\$0.00
<b>Joint Billing Deduction (70% of Expenses Incurred):</b>	N/A	N/A
<b>Total:</b>	<b>\$1,159.83</b>	<b>\$0.00</b>

**EXHIBIT E**



**MORRISON | FOERSTER**

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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: 5835778  
Invoice Date: July 16, 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 May 31, 2019*

	<u>U.S.Dollars</u>
Current Fees	109,984.00
Client Accommodation - Time Entry Review	(1,280.00)
Current Fees Value	<hr/> 108,704.00
Current Disbursements	<hr/> 1,159.83
<b>Total This Invoice</b>	<hr/> <b>109,863.83</b> <hr/>

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

[REDACTED]

[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 DEBTORSInvoice Number: 5835778  
Invoice Date: July 16, 2019**Time Detail**

<b>Date</b>	<b>Services</b>	<b>Timekeeper</b>	<b>Hours</b>	<b>Value</b>
<b>Asset Disposition</b>				
15-May-19	Call with C. Speckhart (Wolcott) regarding timing of sale.	Marinuzzi, Lorenzo	0.30	390.00
16-May-19	Analyze status of sale and upcoming proposal.	Marinuzzi, Lorenzo	0.70	910.00
23-May-19	Analyze Kemmerer APA.	Goren, Todd M.	1.20	1,380.00
23-May-19	Analyze WMLP credit bid APA (3.2); correspond with internal working group regarding same (.5).	Harris, Daniel J.	3.70	3,311.50
23-May-19	Analyze expedited sale motion.	Marinuzzi, Lorenzo	0.70	910.00
<b>Total: 002</b>	<b>Asset Disposition</b>		<b>6.60</b>	<b>6,901.50</b>
<b>Assumption and Rejection of Leases and Contracts</b>				
01-May-19	Analyze motion seeking authorization to reject certain agreements regarding Oxford assets.	Richardson Arnould, Ka	0.50	262.50
02-May-19	Analyze emergency motion to extend time to assume or reject contracts (.3); correspond with T. Goren regarding same (.2).	Marinuzzi, Lorenzo	0.50	650.00
07-May-19	Analyze order extending deadline for WMLP Debtors to assume or reject Kemmerer leases.	Richardson Arnould, Ka	0.50	262.50
23-May-19	Correspond with J. Stiff (Wolcott) regarding WMLP Kemmerer sale cure schedule.	Harris, Daniel J.	0.30	268.50
<b>Total: 003</b>	<b>Assumption and Rejection of Leases and Contracts</b>		<b>1.80</b>	<b>1,443.50</b>
<b>Business Operations</b>				
01-May-19	Analyze March monthly operating report.	Marinuzzi, Lorenzo	0.50	650.00
07-May-19	Analyze March monthly operating report.	Richardson Arnould, Ka	0.60	315.00
<b>Total: 006</b>	<b>Business Operations</b>		<b>1.10</b>	<b>965.00</b>
<b>Case Administration</b>				
01-May-19	Participate on weekly professionals' call regarding case status and strategy.	Goren, Todd M.	0.30	345.00
01-May-19	Participate on weekly professionals' call regarding case status and strategy.	Harris, Daniel J.	0.30	268.50
01-May-19	Prepare for (.1) and participate on (.3) weekly professionals' call regarding case status and strategy.	Kissner, Andrew	0.40	250.00
01-May-19	Participate on weekly professionals' call regarding case status and strategy.	Richards, Erica J.	0.30	277.50
01-May-19	Participate on weekly professionals' call regarding case status and strategy.	Richardson Arnould, Ka	0.30	157.50

**MORRISON | FOERSTER**Matter Number: 016291-0000002  
Matter Name: WMLP DEBTORSInvoice Number: 5835778  
Invoice Date: July 16, 2019

<b>Date</b>	<b>Services</b>	<b>Timekeeper</b>	<b>Hours</b>	<b>Value</b>
02-May-19	Analyze recently filed pleadings and status updates.	Harris, Daniel J.	0.20	179.00
15-May-19	Analyze docket and circulate update to internal working group with substantial filings for attorney review.	Delehanty, Danielle Ei	0.20	72.00
15-May-19	Participate on weekly professionals' call regarding case status and strategy.	Goren, Todd M.	0.20	230.00
15-May-19	Prepare for (.2) and participate on (.2) weekly professionals' call regarding case status and strategy.	Kissner, Andrew	0.40	250.00
15-May-19	Participate on weekly professionals' call regarding case status and strategy.	Richardson Arnould, Ka	0.20	105.00
17-May-19	Analyze docket and circulate update to internal working group with substantial filings for attorney review (.2); update calendar and circulate same (.3).	Delehanty, Danielle Ei	0.50	180.00
20-May-19	Analyze docket and circulate update to internal working group with substantial filings for attorney review.	Delehanty, Danielle Ei	0.20	72.00
21-May-19	Analyze docket and circulate update to internal working group with substantial filings for attorney review (.2); update calendar and circulate same (.3).	Delehanty, Danielle Ei	0.50	180.00
22-May-19	Analyze docket and circulate update to internal working group with substantial filings for attorney review.	Delehanty, Danielle Ei	0.20	72.00
23-May-19	Analyze docket and circulate update to internal working group with substantial filings for attorney review.	Delehanty, Danielle Ei	0.20	72.00
24-May-19	Analyze docket and circulate update to internal working group with substantial filings for attorney review (.2); update calendar and circulate same (.3).	Delehanty, Danielle Ei	0.50	180.00
28-May-19	Circulate notice of ECF filings and distribute recently filed pleadings to attorneys (.1); update case calendar and provide updates to internal working group (.1).	Guido, Laura	0.20	75.00
29-May-19	Participate on weekly professionals' call regarding case update.	Goren, Todd M.	0.40	460.00
29-May-19	Circulate notice of ECF filings and distribute recently filed pleadings to attorneys.	Guido, Laura	0.20	75.00
29-May-19	Participate on weekly professionals' call regarding case update.	Harris, Daniel J.	0.40	358.00
29-May-19	Participate on weekly professionals' call regarding case update.	Kissner, Andrew	0.40	250.00
29-May-19	Participate on weekly professionals' call regarding case update.	Richards, Erica J.	0.40	370.00
29-May-19	Participate on weekly professionals' call regarding case update.	Richardson Arnould, Ka	0.40	210.00

**MORRISON | FOERSTER**Matter Number: 016291-0000002  
Matter Name: WMLP DEBTORSInvoice Number: 5835778  
Invoice Date: July 16, 2019

<b>Date</b>	<b>Services</b>	<b>Timekeeper</b>	<b>Hours</b>	<b>Value</b>
30-May-19	Circulate notice of ECF filings and distribute recently filed pleadings to internal working group.	Guido, Laura	0.20	75.00
31-May-19	Circulate notice of ECF filings and distribute recently filed pleadings to attorneys (.2); update case calendar and provide updates to internal working group (.5).	Guido, Laura	0.70	262.50
<b>Total: 007</b>	<b>Case Administration</b>		<b>8.20</b>	<b>5,026.00</b>
<b>Claims Administration and Objections</b>				
03-May-19	Analyze response to Wheeler administrative claim.	Marinuzzi, Lorenzo	0.30	390.00
13-May-19	Analyze Black Lung stipulation.	Goren, Todd M.	0.40	460.00
16-May-19	Analyze Black Lung stipulation (.3); correspond with C. Speckhart (Wolcott) and Kirkland regarding same (.3).	Goren, Todd M.	0.60	690.00
30-May-19	Call with Alvarez team and J. Dai (Jefferies) regarding claims analysis.	Harris, Daniel J.	0.70	626.50
<b>Total: 008</b>	<b>Claims Administration and Objections</b>		<b>2.00</b>	<b>2,166.50</b>
<b>Meetings and Communications with Creditors</b>				
01-May-19	Prepare for (.1) and participate on (.3) weekly Committee call regarding case status.	Goren, Todd M.	0.40	460.00
01-May-19	Participate on weekly Committee call regarding case status.	Harris, Daniel J.	0.30	268.50
01-May-19	Prepare for (.2) and participate on (.3) weekly Committee call regarding case status.	Kissner, Andrew	0.50	312.50
01-May-19	Prepare for (.6) and participate on (.3) weekly Committee call regarding case status.	Marinuzzi, Lorenzo	0.90	1,170.00
01-May-19	Participate on weekly Committee call regarding case status.	Richardson Arnould, Ka	0.30	157.50
03-May-19	Call with creditor regarding case status.	Harris, Daniel J.	0.30	268.50
07-May-19	Analyze and revise correspondence to Committee regarding case status.	Goren, Todd M.	0.20	230.00
07-May-19	Call with creditor regarding claims and potential recoveries (.3); correspond with Committee regarding case update (.2); analyze and revise Committee agenda (.2).	Harris, Daniel J.	0.70	626.50
07-May-19	Draft update on case status for Committee.	Kissner, Andrew	0.50	312.50
07-May-19	Analyze docket and case updates (.8); draft agenda for Committee call (.3); correspond with Jefferies and BRG regarding same (.2).	Richardson Arnould, Ka	1.30	682.50
08-May-19	Call with counsel to creditor regarding litigation and opt-out forms (.4); analyze docket and related documents regarding same (.5).	Harris, Daniel J.	0.90	805.50

**MORRISON | FOERSTER**

Matter Number: 016291-0000002  
 Matter Name: WMLP DEBTORS

Invoice Number: 5835778  
 Invoice Date: July 16, 2019

<b>Date</b>	<b>Services</b>	<b>Timekeeper</b>	<b>Hours</b>	<b>Value</b>
14-May-19	Analyze and revise agenda for May 15 Committee call.	Goren, Todd M.	0.30	345.00
14-May-19	Revise agenda for May 15 Committee call (.3); correspond with Committee and internal working group regarding same (.4).	Kissner, Andrew	0.70	437.50
14-May-19	Analyze docket and case updates (.6); draft agenda for May 15 Committee call (.3); correspond with Jefferies and BRG regarding materials for May 15 Committee call (.2); correspond with D. Harris and A. Kissner regarding same (.4).	Richardson Arnould, Ka	1.50	787.50
15-May-19	Prepare for (.4) and participate (.3) on weekly Committee call regarding case status.	Goren, Todd M.	0.70	805.00
15-May-19	Prepare for (.2) and participate on (.3) weekly Committee call regarding case status.	Kissner, Andrew	0.50	312.50
15-May-19	Prepare for (.2) and participate on (.3) weekly Committee call regarding case status.	Marinuzzi, Lorenzo	0.50	650.00
15-May-19	Participate on weekly Committee call regarding case status.	Richardson Arnould, Ka	0.30	157.50
21-May-19	Correspond with Committee regarding agenda for May 22 Committee call.	Kissner, Andrew	0.30	187.50
21-May-19	Draft agenda for May 22 Committee call (.4); correspond with Jefferies and BRG regarding materials for same (.2); correspond with internal working group regarding same (.2).	Richardson Arnould, Ka	0.80	420.00
22-May-19	Prepare for (.1) and participate on (.4) weekly Committee call regarding case update and status.	Kissner, Andrew	0.50	312.50
22-May-19	Participate on weekly Committee call regarding case update and status (.4); call with C. Speckhart (Wolcott) regarding status of payment of 503(b)(9) claims (.3).	Marinuzzi, Lorenzo	0.70	910.00
22-May-19	Participate on weekly Committee call regarding case update and status (partial).	Richards, Erica J.	0.20	185.00
23-May-19	Analyze and revise correspondence to Committee regarding plan and sale timeline.	Goren, Todd M.	0.30	345.00
23-May-19	Analyze plan supplement and sale motion (.3); draft correspondence to Committee regarding same (.2).	Kissner, Andrew	0.50	312.50
28-May-19	Analyze and revise agenda regarding May 29 Committee call.	Goren, Todd M.	0.30	345.00
28-May-19	Revise agenda for May 29 Committee call (.2); correspond with Committee regarding same (.1).	Kissner, Andrew	0.30	187.50
28-May-19	Analyze docket in advance of May 29 Committee call (.3); draft agenda regarding same (.2); correspond with Jefferies regarding materials for call (.1); correspond with D. Harris and A. Kissner regarding same (.1).	Richardson Arnould, Ka	0.70	367.50

**MORRISON | FOERSTER**

Matter Number: 016291-0000002  
 Matter Name: WMLP DEBTORS

Invoice Number: 5835778  
 Invoice Date: July 16, 2019

<b>Date</b>	<b>Services</b>	<b>Timekeeper</b>	<b>Hours</b>	<b>Value</b>
29-May-19	Prepare for (.3) and participate on (.4) weekly Committee call regarding case status.	Goren, Todd M.	0.70	805.00
29-May-19	Participate on weekly Committee call regarding case status.	Harris, Daniel J.	0.40	358.00
29-May-19	Prepare for (.1) and participate on (.4) weekly Committee call regarding case status.	Kissner, Andrew	0.50	312.50
29-May-19	Prepare for (.5) and participate on (.4) weekly Committee call regarding case status.	Marinuzzi, Lorenzo	0.90	1,170.00
29-May-19	Participate on weekly Committee call regarding case status.	Richards, Erica J.	0.40	370.00
30-May-19	Revise correspondence to Committee regarding status of settlement.	Goren, Todd M.	0.20	230.00
<b>Total: 015</b>	<b>Meetings and Communications with Creditors</b>		<b>18.50</b>	<b>15,607.00</b>
<b>Plan and Disclosure Statement</b>				
03-May-19	Analyze stipulation of dismissal of interdebtor action.	Marinuzzi, Lorenzo	0.20	260.00
06-May-19	Correspond with MLP lenders regarding plan and settlement timing.	Goren, Todd M.	0.30	345.00
07-May-19	Call with K. Manoukian (Schulte) regarding plan status (.5); correspond with internal working group regarding same (.3).	Goren, Todd M.	0.80	920.00
09-May-19	Correspond with internal working group regarding lender settlement status (.4); correspond with G. Pesce (Kirkland) regarding exclusivity (.2).	Goren, Todd M.	0.60	690.00
09-May-19	Analyze status of settlement term sheet (.4); correspond with K. Manoukian (Schulte) regarding extensions of operative deadlines (.2).	Marinuzzi, Lorenzo	0.60	780.00
10-May-19	Correspond with Jefferies regarding plan and settlement status.	Goren, Todd M.	0.30	345.00
10-May-19	Call with G. Pesce (Kirkland) regarding status of plan process and timeline (.4); correspond with Committee regarding plan and sale status (.4).	Marinuzzi, Lorenzo	0.80	1,040.00
13-May-19	Analyze updated draft plan (.7) and related plan documents (.5); correspond with Kirkland regarding same (.4); discuss same with D. Harris (.2).	Goren, Todd M.	1.80	2,070.00
13-May-19	Analyze revisions to draft plan (.4); correspond with O. Zeltner (Jones Day) regarding same (.3); discuss same with T. Goren (.2).	Harris, Daniel J.	0.90	805.50
13-May-19	Correspond with Jones Day regarding plan status (.3); analyze updated draft plan (.6); correspond with G. Pesce (Kirkland) regarding same (.4).	Marinuzzi, Lorenzo	1.30	1,690.00

**MORRISON | FOERSTER**

Matter Number: 016291-0000002  
 Matter Name: WMLP DEBTORS

Invoice Number: 5835778  
 Invoice Date: July 16, 2019

<b>Date</b>	<b>Services</b>	<b>Timekeeper</b>	<b>Hours</b>	<b>Value</b>
14-May-19	Analyze MLP sources and uses (.6); call with Jones Day and Kirkland regarding same (.4); analyze motion to extend exclusivity (.3).	Goren, Todd M.	1.30	1,495.00
14-May-19	Analyze updated MLP sources and uses (.1); call with Jones Day and Kirkland regarding same (.4).	Harris, Daniel J.	0.50	447.50
17-May-19	Analyze updated draft settlement agreement from lenders (.8); correspond with BRG and Jefferies regarding same (.3).	Goren, Todd M.	1.10	1,265.00
17-May-19	Analyze revised draft of WMLP settlement term sheet (.9); correspond with internal working group regarding same (.5).	Harris, Daniel J.	1.40	1,253.00
17-May-19	Analyze revised term sheet (.9); correspond with D. Harris regarding deal terms (.4); correspond with Jefferies regarding revised waterfall and settlement (.4); consider responses to settlement term sheet (.9).	Marinuzzi, Lorenzo	2.60	3,380.00
18-May-19	Correspond with BRG and Jefferies regarding updated WMLP settlement.	Goren, Todd M.	0.40	460.00
19-May-19	Analyze markups of settlement term sheet (.7); call with Jefferies and BRG regarding same (.4); correspond with Jones Day and Kirkland regarding same (.3).	Goren, Todd M.	1.40	1,610.00
19-May-19	Call with Jefferies and BRG regarding revised term sheet (.4); correspond with internal working group regarding same (.5).	Harris, Daniel J.	0.90	805.50
19-May-19	Call with Jefferies and BRG regarding revised settlement proposal (.4); analyze same (.1).	Richards, Erica J.	0.50	462.50
20-May-19	Analyze Jones Day markup of term sheet (.6); meet with internal working group regarding same (.7); analyze and revise various drafts of same (.8); analyze Kirkland markup (.4); call with Alvarez and Jefferies regarding sources and uses under plan (.5); analyze Alvarez analysis of same (.4); correspond with J. Dai (Jefferies) regarding same (.3); correspond with professionals regarding post-filing budget (.5).	Goren, Todd M.	4.20	4,830.00
20-May-19	Meet with internal working group regarding WMLP settlement term sheet (.7); call with Alvarez and Jefferies regarding same (.5); revise WMLP settlement term sheet (2.2); correspond with internal working group regarding same (.7).	Harris, Daniel J.	4.10	3,669.50
20-May-19	Meet with internal working group regarding revised settlement proposal.	Richards, Erica J.	0.70	647.50
21-May-19	Analyze updated drafts of Committee settlement term sheet (.7); call with Debtors and MLP lenders regarding same (.9).	Goren, Todd M.	1.60	1,840.00

**MORRISON | FOERSTER**

Matter Number: 016291-0000002  
 Matter Name: WMLP DEBTORS

Invoice Number: 5835778  
 Invoice Date: July 16, 2019

<b>Date</b>	<b>Services</b>	<b>Timekeeper</b>	<b>Hours</b>	<b>Value</b>
21-May-19	Call with Debtors and MLP lenders regarding markups to Committee settlement term sheet (.9); prepare for same (.3).	Harris, Daniel J.	1.20	1,074.00
21-May-19	Analyze Kirkland comments to settlement term sheet (.9); correspond with T. Goren regarding same (.3); analyze financial reports regarding claims and costs for term sheet (.7); analyze proposed revised plan documents (1.5).	Marinuzzi, Lorenzo	3.40	4,420.00
22-May-19	Analyze status of Committee settlement with BRG and Jefferies (.6); analyze updated draft of plan supplement (.7).	Goren, Todd M.	1.30	1,495.00
22-May-19	Analyze updated term sheet and comments from Kirkland regarding same (.6); correspond with Committee professionals regarding settlement call with Schulte (.5); analyze draft plan supplement (.5).	Marinuzzi, Lorenzo	1.60	2,080.00
24-May-19	Analyze updated settlement term sheet.	Goren, Todd M.	0.70	805.00
24-May-19	Analyze revised draft of WMLP settlement term sheet (1.3); correspond with internal working group regarding same (.4).	Harris, Daniel J.	1.70	1,521.50
25-May-19	Analyze Kirkland draft of settlement term sheet (.4); correspond with internal working group and Kirkland regarding same (.5).	Goren, Todd M.	0.90	1,035.00
25-May-19	Correspond with internal working group regarding WMLP term sheet (.5); update same and circulate to internal working group (.9).	Harris, Daniel J.	1.40	1,253.00
26-May-19	Analyze further updated drafts of settlement term sheet (.4); correspond with G. Pesce (Kirkland) regarding same (.3).	Goren, Todd M.	0.70	805.00
26-May-19	Correspond with L. Marinuzzi and T. Goren regarding WMLP settlement term sheet.	Harris, Daniel J.	0.50	447.50
27-May-19	Correspond with G. Pesce (Kirkland) and H. Lennox (Jones Day) regarding term sheet (.3); analyze updated drafts of same (.3).	Goren, Todd M.	0.60	690.00
27-May-19	Correspond with internal working group regarding revised draft of WMLP settlement term sheet.	Harris, Daniel J.	0.80	716.00
28-May-19	Analyze and revise updated drafts of settlement term sheet (.8); call with G. Pesce (Kirkland) regarding same (.5); call with L. Kweskin (Schulte) regarding same (.4); analyze APA regarding open settlement points (.6).	Goren, Todd M.	2.30	2,645.00
28-May-19	Analyze revised draft of WMLP settlement term sheet (.8); correspond with internal working group regarding same (.3); revise WMLP settlement term sheet (.6); correspond with internal working group regarding revisions (.4).	Harris, Daniel J.	2.10	1,879.50



**MORRISON | FOERSTER**

Matter Number: 016291-0000002

Matter Name: WMLP DEBTORS

Invoice Number: 5835778

Invoice Date: July 16, 2019

<b>Date</b>	<b>Services</b>	<b>Timekeeper</b>	<b>Hours</b>	<b>Value</b>
28-May-19	Review draft term sheet (1.1); call with T. Mayer (Kramer) regarding status of plan settlement (.4); call with G. Pesce (Kirkland) regarding plan status (.5); call with L. Kweskin (Schulte) regarding revised term sheet (.4); analyze updated term sheet (.6); analyze cash collateral order in connection with plan term sheet (.6); call with Jones Day regarding same (.5).	Marinuzzi, Lorenzo	4.10	5,330.00
29-May-19	Analyze and revise various drafts of settlement term sheet (.6); calls with H. Lennox (Jones Day) (.2), O. Zeltner (Jones Day) (.2) and G. Pesce (Kirkland) (.5) regarding same; correspond with Schulte regarding same (.4); analyze potential resolutions of open issues with term sheet (.4).	Goren, Todd M.	2.30	2,645.00
29-May-19	Analyze updated draft of WMLP term sheet (.4); correspond with internal working group regarding same (.2).	Harris, Daniel J.	0.60	537.00
29-May-19	Analyze revised Committee settlement term sheet (.3); correspond with internal working group regarding same (.1).	Kissner, Andrew	0.40	250.00
29-May-19	Analyze and revise updated plan term sheets (.9); call with G. Pesce (Kirkland) regarding settlement (.5); correspond with T. Goren regarding settlement structure and changes (.6); correspond with Committee professionals regarding settlement and lenders' demand for estate professional fee haircut (.5).	Marinuzzi, Lorenzo	2.50	3,250.00
30-May-19	Analyze updated drafts of settlement term sheet (.4); correspond with Schulte, Jones Day and Kirkland regarding same (.8); call with L. Kweskin (Schulte) regarding same (.3).	Goren, Todd M.	1.50	1,725.00
30-May-19	Correspond with T. Goren regarding revised draft of WMLP term sheet (.4); correspond with Committee regarding same (.3); correspond with Debtors and internal working group regarding execution versions of WMLP term sheet (.6); analyze draft motion to approve compromise (1.0).	Harris, Daniel J.	2.30	2,058.50
30-May-19	Call with E. Bromagen (Sidley) regarding Committee settlement (.4); analyze revised settlement term sheet (.2).	Kissner, Andrew	0.60	375.00
30-May-19	Finalize plan settlement (1.1); correspond with Schulte regarding settlement and fees (.6); analyze status of plan hearing (.5); analyze plan objections (.5); calls with T. Mayer (Kramer) (.4) and G. Pesce (Kirkland) (.3) regarding plan status and settlement.	Marinuzzi, Lorenzo	3.40	4,420.00

**MORRISON | FOERSTER**Matter Number: 016291-0000002  
Matter Name: WMLP DEBTORSInvoice Number: 5835778  
Invoice Date: July 16, 2019

<b>Date</b>	<b>Services</b>	<b>Timekeeper</b>	<b>Hours</b>	<b>Value</b>
31-May-19	Analyze updated draft of plan (.9); analyze UMWA pleading regarding Committee settlement (.2); correspond with internal working group regarding same (.3).	Goren, Todd M.	1.40	1,610.00
31-May-19	Analyze revised version of plan (1.3); correspond with internal working group regarding same (.5); call with O. Zeltner (Jones Day) regarding same (.6).	Harris, Daniel J.	2.40	2,148.00
<b>Total: 017</b>	<b>Plan and Disclosure Statement</b>		<b>69.00</b>	<b>76,326.00</b>
<b>Hearings</b>				
06-May-19	Participate on court hearing regarding lease extension request (.2); correspond with T. Goren regarding same (.1).	Harris, Daniel J.	0.30	268.50
<b>Total: 024</b>	<b>Hearings</b>		<b>0.30</b>	<b>268.50</b>
<b>Time Entry Review</b>				
01-May-19	Analyze March time entries for compliance with U.S. Trustee guidelines.	Marinuzzi, Lorenzo	0.60	780.00
20-May-19	Revise April invoice per U.S. Trustee guidelines.	Kissner, Andrew	0.60	375.00
21-May-19	Revise April invoice per U.S. Trustee guidelines.	Kissner, Andrew	0.20	125.00
<b>Total: 032</b>	<b>Time Entry Review</b>		<b>1.40</b>	<b>1,280.00</b>
			<b>Current Fees</b>	<b>108,704.00</b>

**MORRISON | FOERSTER**

Matter Number: 016291-0000002  
 Matter Name: WMLP DEBTORS

Invoice Number: 5835778  
 Invoice Date: July 16, 2019

**Timekeeper Summary**

<b>No.</b>	<b>Timekeeper</b>	<b>Rate</b>	<b>Hours</b>	<b>Value</b>
14140	Goren, Todd M.	1,150.00	31.70	36,455.00
14116	Marinuzzi, Lorenzo	1,300.00	27.10	35,230.00
18102	Harris, Daniel J.	895.00	29.30	26,223.50
19671	Kissner, Andrew	625.00	7.30	4,562.50
21823	Richardson Arnould, Ka	525.00	7.40	3,885.00
14078	Richards, Erica J.	925.00	2.50	2,312.50
13849	Guido, Laura	375.00	1.30	487.50
18387	Delehanty, Danielle Ei	360.00	2.30	828.00
	Client Accommodation - Time Entry Review			(1,280.00)
	<b>TOTAL</b>		<b>108.90</b>	<b>108,704.00</b>

**MORRISON | FOERSTER**

Matter Number: 016291-0000002  
 Matter Name: WMLP DEBTORS

Invoice Number: 5835778  
 Invoice Date: July 16, 2019

**Task Code Summary**

<b>Task Code</b>	<b>Description</b>	<b>Hours</b>	<b>Value</b>
002	Asset Disposition	6.60	6,901.50
003	Assumption and Rejection of Leases and Contracts	1.80	1,443.50
006	Business Operations	1.10	965.00
007	Case Administration	8.20	5,026.00
008	Claims Administration and Objections	2.00	2,166.50
015	Meetings and Communications with Creditors	18.50	15,607.00
017	Plan and Disclosure Statement	69.00	76,326.00
024	Hearings	0.30	268.50
032	Time Entry Review	1.40	1,280.00
	Client Accommodation - Time Entry Review		(1,280.00)
	<b>TOTAL</b>	<b>108.90</b>	<b>108,704.00</b>

**MORRISON | FOERSTER**

Matter Number: 016291-0000002  
 Matter Name: WMLP DEBTORS

Invoice Number: 5835778  
 Invoice Date: July 16, 2019

**Disbursement Detail**

<b>Date</b>	<b>Description</b>	<b>Value</b>
01-May-19	E-Discovery, Epiq Managed Services, April 2019	679.83
30-Apr-19	Business meals, 6 attendees, Westmoreland meeting, 5/1/19	120.00
07-May-19	Business meals, 5 attendees, Westmoreland meeting, 5/8/19	100.00
14-May-19	Business meals, 4 attendees, Westmoreland meeting, 5/15/19	80.00
21-May-19	Business meals, 3 attendees, Westmoreland meeting, 5/22/19	60.00
28-May-19	Business meals, 5 attendees, Westmoreland meeting, 5/29/19	100.00
19-Dec-18	Local meals, J. Wang, OT meal, 12/19/18	20.00
<b>Current Disbursements</b>		<b><u>1,159.83</u></b>

**MORRISON | FOERSTER**

Matter Number: 016291-0000002  
Matter Name: WMLP DEBTORS

Invoice Number: 5835778  
Invoice Date: July 16, 2019

**Invoice Summary**

	<u>U.S.Dollars</u>
Total Fees	108,704.00
Total Disbursements	1,159.83
<b>Total Amount Due</b>	<hr/> <b>109,863.83</b> <hr/> <hr/>

**MORRISON | FOERSTER**

Matter Number: 016291-0000002  
 Matter Name: WMLP DEBTORS

Invoice Number: 5835778  
 Invoice Date: July 16, 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-Apr-19</b>	5816191	USD	205,572.00	164,505.60	41,066.40
<b>29-May-19</b>	5824805	USD	79,530.63	63,948.63	15,582.00

**MORRISON | FOERSTER**

PO BOX 742335  
 LOS ANGELES  
 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 Resource Partners, LP  
 9540 S. Maroon Circle  
 Suite 300  
 Englewood, CO 80112

**Taxpayer ID #** [REDACTED]  
 Invoice Number: 5836116  
 Invoice Date: July 16, 2019  
 Client/Matter Number: 016291-0000003

Matter Name: JOINT MATTERS

RE: JOINT MATTERS

*For Professional Services Rendered through May 31, 2019*

	<u>U.S.Dollars</u>
Current Fees	11,385.50
<b>Total This Invoice</b>	<b>11,385.50</b>

**Multipayor Amount(s)**

*The amount listed below represents your portion of this invoice*

Payor Name	% Share	Total
WESTMORELAND RESOURCE PARTNERS,	30.00	3,415.65

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

[REDACTED]

[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 MATTERS

Invoice Number: 5836116  
 Invoice Date: July 16, 2019

## Time Detail

Date	Services	Timekeeper	Hours	Value
<b>Employment and Fee Applications</b>				
01-May-19	Draft and revise March fee application (.7); prepare same for filing (.6).	Delehanty, Danielle Ei	1.30	468.00
01-May-19	Revise March fee application.	Kissner, Andrew	0.50	312.50
02-May-19	Correspond with Cole Schotz regarding fee applications.	Kissner, Andrew	0.10	62.50
10-May-19	Correspond with Cole Schotz regarding status of fee order.	Goren, Todd M.	0.30	345.00
29-May-19	Prepare MoFo's April fee statement.	Guido, Laura	2.30	862.50
29-May-19	Analyze and revise April fee application.	Kissner, Andrew	0.40	250.00
31-May-19	Correspond with L. Guido and K. Labrada (Cole Schotz) regarding MoFo April fee statement.	Kissner, Andrew	0.10	62.50
<b>Total: 011</b>	<b>Employment and Fee Applications</b>		<b>5.00</b>	<b>2,363.00</b>
<b>Employment and Fee Application Objections</b>				
03-May-19	Analyze WMLP lenders' omnibus objection to professional fee applications.	Kissner, Andrew	0.10	62.50
09-May-19	Call with F. Yudkin (Cole Schotz) regarding MLP lenders' reservation of rights to fee applications.	Kissner, Andrew	0.20	125.00
10-May-19	Correspond with Cole Schotz, internal working group and MLP lenders regarding fee applications and reservations of rights.	Kissner, Andrew	0.50	312.50
12-May-19	Draft proposed reservation of rights language (.3); correspond with T. Goren regarding same (.1).	Kissner, Andrew	0.40	250.00
13-May-19	Correspond with WMLP lenders regarding fee application reservation.	Goren, Todd M.	0.40	460.00
13-May-19	Revise proposed reservation of rights language for fee applications (.3); correspond with MLP lenders regarding same (.2).	Kissner, Andrew	0.50	312.50
13-May-19	Analyze proposed language for fee order addressing MLP lenders' reservation of rights (.3); correspond with T. Goren regarding same (.4).	Marinuzzi, Lorenzo	0.70	910.00
16-May-19	Analyze Kirkland reply to WMLP reservation of rights (.3); correspond with internal working group regarding reply to same (.2); analyze various orders regarding issues with same (.4).	Goren, Todd M.	0.90	1,035.00
16-May-19	Analyze DIP, cash collateral, and interim compensation orders with respect to MLP lenders' objection (.6); correspond with internal working group regarding same (.2); analyze draft Kirkland reply (.4).	Kissner, Andrew	1.20	750.00

**MORRISON | FOERSTER**

Matter Number: 016291-0000003  
 Matter Name: JOINT MATTERS

Invoice Number: 5836116  
 Invoice Date: July 16, 2019

<b>Date</b>	<b>Services</b>	<b>Timekeeper</b>	<b>Hours</b>	<b>Value</b>
16-May-19	Analyze status of interim fee order (.3); correspond with MLP lenders' counsel regarding reservation of rights on fee allocation (.3); analyze draft WLB response to fee objection (.4).	Marinuzzi, Lorenzo	1.00	1,300.00
17-May-19	Analyze intercompany settlement order and interim compensation order (.4); correspond with internal working group regarding same (.2); analyze allocations of first interim fees and unpaid amounts (.8).	Kissner, Andrew	1.40	875.00
17-May-19	Analyze status of fee orders (.4); correspond with D. Hillman (Schulte) regarding fee reservations (.5).	Marinuzzi, Lorenzo	0.90	1,170.00
18-May-19	Revise reply regarding WMLP lender reservation.	Goren, Todd M.	0.40	460.00
18-May-19	Draft response to MLP fee application objection.	Kissner, Andrew	1.60	1,000.00
<b>Total: 012</b>	<b>Employment and Fee Application Objections</b>		<b>10.20</b>	<b>9,022.50</b>
			<b>Current Fees</b>	<b>11,385.50</b>

**MORRISON | FOERSTER**

Matter Number: 016291-0000003  
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**Timekeeper Summary**

<b>No.</b>	<b>Timekeeper</b>	<b>Rate</b>	<b>Hours</b>	<b>Value</b>
14140	Goren, Todd M.	1,150.00	2.00	2,300.00
14116	Marinuzzi, Lorenzo	1,300.00	2.60	3,380.00
19671	Kissner, Andrew	625.00	7.00	4,375.00
13849	Guido, Laura	375.00	2.30	862.50
18387	Delchanty, Danielle Ei	360.00	1.30	468.00
<b>TOTAL</b>			<b>15.20</b>	<b>11,385.50</b>

**Task Code Summary**

<b>Task Code</b>	<b>Description</b>	<b>Hours</b>	<b>Value</b>
011	Employment and Fee Applications	5.00	2,363.00
012	Employment and Fee Application Objections	10.20	9,022.50
<b>TOTAL</b>		<b>15.20</b>	<b>11,385.50</b>

**MORRISON | FOERSTER**

Matter Number: 016291-0000003  
Matter Name: JOINT MATTERS

Invoice Number: 5836116  
Invoice Date: July 16, 2019

**Invoice Summary**

	<u>U.S.Dollars</u>
Total Fees	11,385.50
<b>Total Amount Due</b>	<b>11,385.50</b>

**MORRISON | FOERSTER**

Matter Number: 016291-0000003  
 Matter Name: JOINT MATTERS

Invoice Number: 5836116  
 Invoice Date: July 16, 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-Apr-19</b>	5816218	USD	35,989.84	34,088.86	1,900.98
<b>29-May-19</b>	5824814	USD	13,690.50	3,285.72	10,404.78