

Exhibit C

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**Re: *In re Patriot Coal Corp., et al., Case No. 12-51502 (Bankr. E.D. Mo.)*
(the "Chapter 11 Case").**

Objections to Movants' Rule 2004 Subpoena to Peabody Energy Corporation

Gentlemen:

Jones Day represents Peabody Energy Corporation ("**Peabody**") for the purposes of responding to the June 10, 2013 *subpoena duces tecum* issued in the Chapter 11 Case (the "**Subpoena**") by the debtors and debtors-in-possession (collectively, the "**Debtors**") and the Official Committee of Unsecured Creditors (the "**Committee**," with the Debtors, the "**Movants**").

Pursuant to Rule 45 of the Federal Rules of Civil Procedure, made applicable through Rule 9016 of the Federal Rules of Bankruptcy Procedure, as well as the Order Granting in Part Motion of the Debtors and the Official Committee of Unsecured Creditors for Leave to Conduct Discovery of Peabody Energy Corporation Pursuant to Rule 2004 entered by the Court on June 7, 2013 (Docket No. 4114) (the "**Rule 2004 Order**"), set forth below are Peabody's written objections to the Subpoena, including the requests for production contained in the Subpoena (the "**Requests**").

General Objections

Peabody hereby provides its objections to the Subpoena, including the Requests, but reserves the right to supplement, amend, modify, or correct all or parts of any objection, or other

information provided herein to the full extent permitted by Rule 45 of the Federal Rules of Civil Procedure. Peabody also reserves the right to object to other discovery procedures involving or relating to the topics covered in the Requests.

Peabody objects to the Subpoena to the extent it requires production of documents responsive to all Requests within 10 days because it is overly broad, unduly burdensome, and directly contradicts the Rule 2004 Order. Peabody began production of responsive documents within 10 days of service of the Subpoena, as required by the Rule 2004 Order, and will continue production on a rolling basis.

Peabody objects to the Subpoena to the extent it varies from the agreements reached during the course of meet-and-confer discussions between Peabody and the Movants, including without limitation objecting to the Requests to the extent they seek documents or information outside the scope of the five topics previously agreed upon by Peabody and the Movants (the “**Five Topics**”). Peabody will respond by producing, within the scope of the Rule 2004 Order and subject to its objections, documents responsive to the Five Topics for the 23 “**Agreed Custodians**” (as that term is defined in the Rule 2004 Order), as more fully described below. Peabody’s response to the Subpoena is subject to the “**Agreements**” (as that term is defined in the Rule 2004 Order).

Peabody objects to the extent the Subpoena requires it to search for responsive documents in any location other than the available active e-mail boxes of the 23 Agreed Custodians, the e-mail boxes of the Agreed Custodians located on the back-up tapes for 15 dates identified by the Movants, the Agreed Custodians’ available hard copy documents, and the non-e-mail electronic documents authored by the Agreed Custodians or to which the Agreed Custodians had access.

Peabody objects to the Requests to the extent they seek documents or information obtainable from any other source that is less burdensome or less expensive or to the extent that they seek documents or information already in one or both of the Movants’ possession, custody or control, including documents that were transferred to Patriot at or around the time of the Spin-Off, or that are in the lawful possession, custody or control of one of the members of the Committee. Peabody also objects to the Requests to the extent they seek documents or information not in Peabody’s possession, custody or control, or refer to persons, entities or events not known to it.

Peabody objects to the Requests to the extent they are overbroad, overly expansive, unduly burdensome, and/or seek to impose on Peabody an unreasonable burden of inquiry. Peabody enjoys the protections afforded to non-parties from unduly burdensome subpoenas. *See* Fed. R. Civ. P. 45(c)(1). Peabody’s status as a non-party also entitles it to special consideration regarding the expense and inconvenience of production. *See id.*

To the extent the Requests call for the location and/or restoration of archived, offsite, or electronically stored information or data (including, but not limited to, computer files, electronic communications such as e-mail, etc.) beyond the scope of the Rule 2004 Order, Peabody objects on the grounds that such requests are unduly burdensome, costly, and time-consuming for a non-party and contrary to court order.

Peabody objects to the Requests to the extent they seek the production of documents in a form other than that in which the documents were maintained and organized in the ordinary course of business.

Peabody objects to the Requests to the extent they seek documents and information protected from disclosure by the attorney-client privilege, the attorney work product doctrine, or any other applicable statutory or common-law privilege, prohibition, or immunity from disclosure. Nothing contained in these objections is intended as, or shall in any way be deemed, a waiver of any attorney-client privilege, attorney work product doctrine or any other applicable privilege, immunity, prohibition or limitation. Peabody will not provide such privileged documents or information, and any production of such documents or information is inadvertent and shall not be deemed a waiver of any privilege, immunity, prohibition or limitation with respect to such documents or information or of any work-product protection that may be attached thereto, but shall be governed by Section 14 of the Stipulated Confidentiality Protective Order entered by the Court on June 7, 2013 (Docket No. 4115) (the “**Confidentiality Order**”).

Peabody objects to the Requests, including without limitation the “Definitions” and “Instructions” therein, to the extent they are contrary to or purport to impose duties or obligations that are inconsistent with or greater than the obligations imposed by the Federal Rules of Civil Procedure, the Federal Rules of Bankruptcy Procedure, and other applicable law, including the Local Rules of the United States Bankruptcy Court for the Eastern District of Missouri. Peabody also objects to the Requests as overly broad and unduly burdensome to the extent they seek documents or information not relevant to any investigation as described in the Motion of the Debtors for Leave to Conduct Discovery of Peabody Energy Corporation Pursuant to Rule 2004, *In re Patriot Coal Corporation, et al.*, Case No. 12-51502-659 (the “**Investigation**”).

Peabody’s objections to the Requests are made without waiving in any way or intending to waive, but rather, to the contrary, preserving and intending to preserve the right to:

- (a) raise all questions as to the competence, relevance, materiality, privilege and admissibility of the documents or information, or the subject matter thereof, as evidence for any purpose in any aspect of this or any other action, proceeding or investigation;
- (b) object on any ground to the use of its documents, information, or objections in any aspect of the Investigation or any other action, proceeding or investigation;
- (c) object to the use of its documents, information, or objections in any way contrary to the Rule 2004 Order and/or the Confidentiality Order;
- (d) object at any time to this or any other set of requests, information, and things; and
- (e) revise, add or supplement its objections at any time.

Peabody objects to the Subpoena, including the Requests, to the extent that it assumes disputed facts or legal conclusions. Peabody further objects to the Subpoena, including the

Requests, to the extent it is premised on erroneous assertions. Peabody denies any such disputed or erroneous facts, assertions, or legal conclusions. Any document or information provided with respect to any Request is without prejudice to this objection, and the production of documents and information should not and cannot be viewed as acquiescence to any disputed or erroneous facts, assertions or legal conclusions.

Objections to Definitions and Instructions

Peabody objects to the definition of “Patriot” in Definition No. 1 as overbroad and contrary to or purporting to impose obligations beyond those required by the Federal Rules of Civil Procedure and the applicable Local Rules. Specifically, Peabody objects to the inclusion of “any predecessor entities of Patriot Coal Corporation and/or any of its subsidiaries” as vague, overbroad, unduly burdensome, and unnecessary.

Peabody objects to the definitions of “Peabody” in Definition Nos. 2 and 3 as overbroad and contrary to or purporting to impose obligations beyond those required by the Federal Rules of Civil Procedure and the applicable Local Rules. Specifically, Peabody objects to the inclusion in these definitions of “its present and former parents, subsidiaries, predecessors, members, affiliated entities, joint ventures, agents, representatives, officers, executives, partners, directors, employees, advisors, accountants, attorneys, and all other persons acting, or who have acted, on its behalf or who are under its control” as vague, overbroad, unduly burdensome, and unnecessary. Peabody will respond with respect to Peabody Energy Corporation and its present and former parents and subsidiaries.

Peabody objects to the definition of “Document” in Definition No. 4 because it is vague, overbroad and contrary to or purports to impose obligations beyond those imposed by the Federal Rules of Civil Procedure and the applicable Local Rules. Further, Peabody objects to the definition because, when applied to electronically stored information and data, it would impose undue burden and expense on Peabody, contrary to the obligations imposed by the Federal Rules of Civil Procedure and the applicable Local Rules. Peabody further objects to the definition insofar as it purports to include electronically stored information and data not reasonably accessible. Peabody will produce “Documents” as that term is defined in the Federal Rules of Civil Procedure.

Peabody objects to the definition of “Communication” in Definition No. 5 to the extent it is contrary to or purports to impose obligations beyond those imposed by the Federal Rules of Civil Procedure and the applicable Local Rules and to the extent it requires the production of non-responsive documents, information, attachments, or enclosures.

Peabody objects to the definition of “concerning” and “relating to” in Definition No. 6 because it is vague and overbroad. Specifically, Peabody objects to the definition’s inclusion of “touching upon in any way, in whole or in part.”

Peabody objects to the multiple definitions of “Eastern Operations” in Definition No. 18 as vague, overbroad, and subject to multiple interpretations. Specifically, Peabody objects to the definition’s inclusion of “any operations, reserves, or assets of Peabody or Patriot in either Appalachia or the Illinois Basin.” Subject to and without waiving its general and specific

objections, Peabody will respond, within the limits of the Five Topics, as to “Eastern Operations” in the form of “any operations, reserves, or assets of Peabody in either Appalachia or the Illinois Basin that were actually distributed, or considered for distribution, as part of Patriot in the Spin-Off, or (ii) any asset of Peabody or any Peabody subsidiary that was actually distributed, or considered for distribution, as part of Patriot in the Spin-Off.”

Peabody objects to the definition of “Magnum” in Definition No. 19 as vague and overbroad and specifically to the inclusion of “predecessor entities.” Subject to and without waiving its general and specific objections, Peabody will respond, within the limits of the Five Topics, with respect to Magnum and its subsidiaries during the January 1, 2005 - May 1, 2008 timeframe specified in the Rule 2004 Order.

Peabody objects to the definition of “Offering Materials” in Definition No. 21 as overbroad. Specifically, Peabody objects to its inclusion of “any other preliminary or final document used to . . . otherwise describe the Spin-Off, the securities of Patriot, or any sale or other disposition of the Eastern Operations or any material portion of the entities, assets or liabilities ultimately included in the Spin-Off.” Subject to and without waiving its general and specific objections, Peabody will respond, within the limits of the Five Topics, with respect to “registration statements, preliminary and final prospectuses, prospectus supplements, information statements, teasers, term sheets, presentations, summaries, reports, offering memoranda, and any other preliminary or final document used to market, solicit interest in or consent to, the Spin-Off, the securities of Patriot, or any sale or other disposition of the Eastern Operations or any material portion of the entities, assets and liabilities ultimately included in the Spin-Off.”

Peabody objects to the definition of “Potential Eastern Spinoff” in Definition No. 24 as vague and overbroad. Specifically, Peabody objects to the definition’s inclusion of “any . . . divestiture, or other disposition of subsidiaries or assets of Peabody.” Subject to and without waiving its general and specific objections, Peabody will respond, within the limits of the Five Topics, with respect to the divestiture or other disposition of subsidiaries or assets that were actually distributed, or considered for distribution, as part of Patriot in the Spin-Off.

Peabody objects to the definition of “Spin-Off” in Definition No. 28 to the extent it incorporates the term “Spin-Off Preparation” on the grounds that it is vague, overbroad, and unnecessarily confusing. Subject to and without waiving its general and specific objections, Peabody will respond, within the limits of the Five Topics, with respect to the “transaction or series of transactions implemented through the Separation Agreement, the Ancillary Agreements, and other agreements, whereby Patriot was spun off from Peabody.”

Peabody objects to the definition of “Spin-Off Preparation” in Definition No. 29 (and to the definition of “Spin-Off” in Definition No. 28 to the extent it incorporates that definition) as vague and overbroad. Specifically, Peabody objects to the definition’s inclusion of “other transactions taken by Peabody for the purposes of preparing to . . . sell material assets.” Subject to and without waiving its general and specific objections, Peabody will respond, within the limits of the Five Topics, with respect to the reorganization steps contemplated by Section 2.01 of the Separation Agreement and other transactions taken by Peabody for the purpose of preparing to spin off or sell material assets in preparation for the Spin-Off.

Peabody objects to Instruction No. 1 to the extent it attempts to impose cumulative and unnecessary burdens on Peabody.

Peabody objects to Instruction No. 3 to the extent it attempts to impose upon Peabody any obligation to search for or produce documents outside the parameters of the Rule 2004 Order, including without limitation any documents in the possession of third parties.

Peabody objects to Instruction No. 4, which implies that Peabody is under a continuing obligation to respond to the Subpoena. Neither Rule 45 of the Federal Rules of Civil Procedure nor the Local Rules impose a continuing obligation on a non-party to supplement or amend its responses to a subpoena.

Peabody objects to Instruction Nos. 2, 5, 6, 13(b), and 14 to the extent they require the production of non-responsive information, attachments, or enclosures.

Peabody further objects to Instruction No. 5 because it is unduly burdensome. Specifically, Peabody objects to the instruction insofar as it seeks an explanation of why production of a portion of a document is not possible.

Peabody further objects to Instruction No. 6 because it is vague and overbroad. Specifically, Peabody objects to the instruction's inclusion of all documents that "refer to, relate to, reflect, concern or explain the documents or communications called for by the document request." Peabody will produce non-privileged documents that are responsive to the Requests.

Peabody objects to Instruction No. 7 on the grounds that, pursuant to the Agreements involving the Five Topics, Peabody is not required to respond or produce documents with respect to the individual requests.

Peabody objects to Instruction No. 10 insofar as it purports to impose on Peabody an obligation beyond the scope of the Federal Rules of Civil Procedure and the applicable Local Rules. Specifically, Peabody objects to Instruction No. 10 insofar as it purports to impose on Peabody the obligation to determine if any document or communication, or any portion thereof, responsive to a request has been discarded or destroyed. Peabody will not undertake any affirmative independent obligation to determine whether responsive documents once existed but have been discarded or destroyed.

Peabody objects to Instruction No. 13(a) to the extent it requires identification of the location of a document or the natural person in whose possession it was found. Peabody will produce such filepath information as readily exists with respect to produced electronic documents.

Peabody objects to Instruction No. 13(c) to the extent it purports to require production of metadata fields beyond those fields that can be readily extracted from a particular electronic document.

Peabody objects to Instruction No. 14 to the extent it requires production of documents in a format that is not reasonably practicable. Peabody will apply the requirements of Instruction 14 to the extent application is reasonably practicable. Peabody further objects to Instruction No.

14(b) to the extent it requires production of documents with OLE Embedded files without extracting the OLE Embedded files and producing them separately.

Peabody objects to Instruction No. 18 because it is unduly burdensome and attempts to impose obligations beyond those in the Federal Rules of Civil Procedure or the Local Rules. Peabody will not agree in advance to produce the same electronically stored information in more than one format.

Peabody objects to Instruction No. 20 because it is contrary to Federal Rule of Civil Procedure 45 and the Rule 2004 Order. Neither Rule 45 nor the Rule 2004 Order gives the Movants any right to expand or supplement the Requests.

Each of the foregoing General Objections and Objections to Definitions and Instructions are expressly and fully incorporated by reference into the Specific Objections set forth below. Subject to these General Objections and Objections to Definitions and Instructions and without waiver, modification or limitation thereof, Peabody's Specific Objections to the Requests are set forth below.

Specific Objections

Request No. 1

All documents and communications concerning the development, planning, design, or structure of Patriot or the Spin-Off, or concerning the objectives, purposes or reasons for the Spin-Off.

Specific Objections to Request No 1.

Peabody further objects to Request No. 1 on the grounds that it is vague, overbroad, and unduly burdensome. Specifically, and without limitation, the request for "all documents and communications" relating to the subject matters of this request is overbroad, unduly burdensome, and not reasonably calculated to lead to the discovery of relevant or admissible evidence concerning the Investigation. Peabody further objects to Request No. 1 to the extent it seeks documents or information more readily obtained from Patriot, members of the Committee, other parties and/or public sources, and to the extent it seeks documents or information outside of Peabody's custody, possession or control.

Subject to and without waiving its general or specific objections, and subject to the terms of the Rule 2004 Order, the Confidentiality Order and the Agreements, Peabody will produce responsive, non-privileged documents to the extent this request reasonably falls within the Five Topics.

Request No. 2

All documents and communications concerning any Potential Eastern Spin-Off.

Specific Objections to Request No. 2

Peabody further objects to Request No. 2 on the grounds that it is vague, overbroad, and unduly burdensome. Specifically, and without limitation, the request for “all documents and communications” relating to the subject matter of this request is overbroad, unduly burdensome, and not reasonably calculated to lead to the discovery of relevant or admissible evidence concerning the Investigation. Peabody further objects to Request No. 2 to the extent it seeks documents or information more readily obtained from Patriot, members of the Committee, other parties and/or public sources, and to the extent it seeks documents or information outside of Peabody’s custody, possession or control.

Subject to and without waiving its general or specific objections, and subject to the terms of the Rule 2004 Order, the Confidentiality Order and the Agreements, Peabody will produce responsive, non-privileged documents to the extent this request reasonably falls within the Five Topics.

Request No. 3

All documents and communications regarding the creation of new corporate entities, dissolution of existing corporate entities, or conversion of existing corporate entities to other corporate forms, and the transfer of land or coal reserves, equity in entities holding land or coal reserves, or other assets included in the Eastern Operations, to or from any Peabody subsidiary that was distributed or considered for distribution as part of Patriot in the Spin-Off.

Specific Objections to Request No. 3

Peabody further objects to Request No. 3 to the extent that it is duplicative of prior requests. Peabody further objects to Request No. 3 on the grounds that it is vague, overbroad, unduly burdensome and not reasonably calculated to lead to the discovery of relevant or admissible evidence concerning the Investigation. Specifically, and without limitation, the request for “all documents and communications” relating to the subject matter of this request is overbroad, unduly burdensome in the context of this request, and not reasonably calculated to lead to the discovery of relevant or admissible evidence concerning the Investigation. Peabody further objects to Request No. 3 to the extent it seeks documents or information more readily obtained from Patriot, members of the Committee, other parties and/or public sources, and to the extent it seeks documents or information outside of Peabody’s custody, possession or control.

Subject to and without waiving its general or specific objections, and subject to the terms of the Rule 2004 Order, the Confidentiality Order and the Agreements, Peabody will produce responsive, non-privileged documents to the extent this request reasonably falls within the Five Topics.

Request No. 4

All documents and communications concerning the consideration or selection of assets and liabilities to be included in Patriot, including any such documents or communications concerning such assets or liabilities that were ultimately retained by Peabody.

Specific Objections to Request No. 4

Peabody further objects to Request No. 4 to the extent that it is duplicative of prior requests, including without limitation Request No. 1. Peabody further objects to Request No. 4 on the grounds that it is vague, overbroad, and unduly burdensome and to the extent it seeks documents or information more readily obtained from Patriot, members of the Committee, other parties and/or public sources.

Subject to and without waiving its general or specific objections, and subject to the terms of the Rule 2004 Order, the Confidentiality Order and the Agreements, Peabody will produce responsive, non-privileged documents to the extent this request reasonably falls within the Five Topics.

Request No. 5

All documents and communications concerning the book value, market value, or fair value of the assets or liabilities of Patriot and the calculation thereof, including as calculated under GAAP.

Specific Objections to Request No. 5

Peabody further objects to Request No. 5 to the extent that it is duplicative of prior requests, including without limitation Request No. 1. Peabody further objects to Request No. 5 on the grounds that it is vague, overbroad, and unduly burdensome and to the extent it seeks documents or information more readily obtained from Patriot, members of the Committee, other parties and/or public sources.

Subject to and without waiving its general or specific objections, and subject to the terms of the Rule 2004 Order, the Confidentiality Order and the Agreements, Peabody will produce responsive, non-privileged documents to the extent this request reasonably falls within the Five Topics.

Request No. 6

All documents and communications regarding any analysis, estimate, evaluation, appraisal, or projection concerning the Eastern Operations (including, but not limited to, those transferred to Patriot). This includes but is not limited to analyses of revenue by coal type, revenue streams from coal and non-coal sources, intercompany revenue versus customer revenue, and breakdown of labor and operating costs; analyses of liabilities associated with each facility and each mine's permitted operating period and useful life; analyses or estimates of the value of proven and probable coal reserves and the commercial viability of mining such reserves; engineering reports for mining plans; environmental assessments; analyses of selenium-related issues; analyses of fixed assets or equipment; reports of leases and royalties; analyses or estimates of asset retirement obligations, recorded and unrecorded contingent liabilities, off-balance sheet items, and impairments to or disposal of long-lived assets; and communications with auditors regarding the Eastern Operations.

Specific Objections to Request No. 6

Peabody further objects to Request No. 6 to the extent that it is duplicative of prior requests, including without limitation Request No. 3 and on the grounds that it calls for a response concerning Eastern Operations that were not transferred, or considered for transfer, to Patriot. Peabody further objects to Request No. 6 on the grounds that it is vague, overbroad, and unduly burdensome. Specifically, Peabody objects to the request insofar as it relates to “all documents and communications” in connection with “analyses” regarding “coal type,” “revenue streams,” “labor and operating costs,” “operating period and useful life,” “commercial viability,” “environmental assessments,” and “selenium-related issues,” as vague, overbroad, and unduly burdensome, and not reasonably calculated to lead to the discovery of relevant or admissible evidence concerning the Investigation. Peabody further objects to Request No. 6 to the extent it seeks documents or information more readily obtained from Patriot, members of the Committee, other parties and/or public sources.

Subject to and without waiving its general or specific objections, and subject to the terms of the Rule 2004 Order, the Confidentiality Order and the Agreements, Peabody will produce responsive, non-privileged documents to the extent this request reasonably falls within the Five Topics.

Request No. 7

All consolidated or consolidating financial statements and unconsolidated financial statements, in each case including balance sheets and cash and income statements, concerning the Eastern Operations for any period after January 1, 2002. This includes but is not limited to financial statements by mine and entity.

Specific Objections to Request No. 7

Peabody further objects to Request No. 7 to the extent that it is duplicative of prior requests, including without limitation Request No. 3, and on the grounds that it is vague, overbroad, and unduly burdensome. Specifically, Peabody objects to the reference to “all consolidated or consolidating financial statements and unconsolidated financial statements” as vague, overbroad, and unduly burdensome, and not reasonably calculated to lead to the discovery of relevant or admissible evidence concerning the Investigation. Peabody objects to Request No. 7 to the extent it seeks documents or information more readily obtained from Patriot, members of the Committee, other parties and/or public sources. Peabody further objects to Request No. 7 to the extent it contravenes the time period set forth in the Rule 2004 Order (January 1, 2005 – May 1, 2008). Documents outside this time period will not be produced.

Subject to and without waiving its general or specific objections, and subject to the terms of the Rule 2004 Order, the Confidentiality Order and the Agreements, Peabody will produce responsive, non-privileged documents to the extent this request reasonably falls within the Five Topics.

Request No. 8

Documents sufficient to identify the operational role(s), including but not limited to reserve owner or mine operator, for each Patriot legal entity, in relation to Patriot mines and mine complexes.

Specific Objections to Request No. 8

Peabody further objects to Request No. 8 to the extent that it is duplicative of prior requests and does not fall reasonably within the Five Topics. Peabody further objects to Request No. 8 on the grounds that it is vague, overbroad, and unduly burdensome. Specifically, Peabody objects to the reference to “operational role(s)” as vague and not reasonably calculated to lead to the discovery of relevant or admissible evidence concerning the Investigation. Peabody further objects that the term “Patriot legal entity” is undefined and subject to multiple interpretations, and that, however defined or interpreted, no such legal entities could have existed as Patriot entities before Patriot itself was incorporated, and that documents or information responsive to this request is in the possession, custody, or control of Patriot.

Request No. 9

Documents and communications sufficient to show projections, forecasts, or analyses, prepared or consulted in connection with the Spin-Off or analysis of any Potential Eastern Spin-Off, of the price of, supply of, or demand for coal produced in Northern Appalachia, Central Appalachia, Southern Appalachia, or the Illinois Basin (thermal or metallurgical) including any such analyses or projections of the impact of the price of natural gas, the percentage of U.S. electrical generation using coal, the volume of steel production, the volume of coke production, shipping prices or shipping price indices (such as the Baltic Dry Index), production capacity, exports, coal customer inventories, and environmental regulation on the price of, supply of, or demand for such coal.

Specific Objections to Request No. 9

Peabody further objects to Request No. 9 to the extent that it is duplicative of prior requests, including without limitation Requests No. 1 and 2. Peabody further objects to Request No. 9 on the grounds that it is vague, overbroad, and unduly burdensome. Specifically, Peabody objects to the reference to “documents and communications” in the context of this request as vague, overbroad, and unduly burdensome, and not reasonably calculated to lead to the discovery of relevant or admissible evidence concerning the Investigation. Peabody further objects to Request No. 9 to the extent it seeks documents or information more readily obtained from Patriot, members of the Committee, other parties and/or public sources.

Subject to and without waiving its general or specific objections, and subject to the terms of the Rule 2004 Order, the Confidentiality Order and the Agreements, Peabody will produce responsive, non-privileged documents to the extent this request reasonably falls within the Five Topics.

Request No. 10

Documents and communications sufficient to show the historical contracted and spot sales of metallurgical and thermal coal produced at Eastern Operations.

Specific Objections to Request No. 10

Peabody objects to Request No. 10 to the extent that it is duplicative of prior requests, including without limitation Request No. 3. Peabody further objects to Request No. 10 on the grounds that it is vague, overbroad, and unduly burdensome. Specifically, Peabody objects to the reference to “documents and communications” as vague, overbroad, and unduly burdensome, and not reasonably calculated to lead to the discovery of relevant or admissible evidence concerning the Investigation. Peabody further objects to Request No. 10 to the extent it seeks documents or information more readily obtained from Patriot, members of the Committee, other parties and/or public sources. Peabody further objects to Request No. 10 to the extent its reference to “historical” sales contravenes the time period set forth in the Rule 2004 Order (January 1, 2005 – May 1, 2008). Documents outside this time period will not be produced.

Subject to and without waiving its general or specific objections, and subject to the terms of the Rule 2004 Order, the Confidentiality Order and the Agreements, Peabody will produce responsive, non-privileged documents to the extent this request reasonably falls within the Five Topics.

Request No. 11

All documents and communications concerning any proposed or actual leases of coal reserves between Peabody and any of its affiliates and Patriot and any of its affiliates.

Specific Objections to Request No. 11

Peabody further objects to Request No. 11 to the extent that it is duplicative of prior requests. Peabody further objects to Request No. 11 on the grounds that it is vague, overbroad, and unduly burdensome. Specifically, Peabody objects to the reference to “affiliates,” “documents and communications” and “proposed” as vague, overbroad, and unduly burdensome, and not reasonably calculated to lead to the discovery of relevant or admissible evidence concerning the Investigation. Peabody further objects to Request No. 11 to the extent it seeks documents or information more readily obtained from Patriot, members of the Committee, other parties and/or public sources.

Subject to and without waiving its general or specific objections, and subject to the terms of the Rule 2004 Order, the Confidentiality Order and the Agreements, Peabody will produce responsive, non-privileged documents to the extent this request reasonably falls within the Five Topics.

Request No. 12

All documents and communications, from January 1, 2005 through the present, containing information, analysis, or quantification regarding agreements by Patriot to supply coal to former Peabody customers.

Specific Objections to Request No. 12

Peabody further objects to Request No. 12 to the extent that it is duplicative of prior requests. Peabody further objects to Request No. 12 on the grounds that it is vague, overbroad, and unduly burdensome. Specifically, Peabody objects to the reference to “all documents and communications,” “information” “quantification,” and “former Peabody customers” in the context of this request as vague, overbroad, and unduly burdensome, and not reasonably calculated to lead to the discovery of relevant or admissible evidence concerning the Investigation. Peabody further objects to the request for documents and communications “containing information, analysis, or quantification regarding agreements by Patriot to supply coal to former Peabody customers” for the time period before Patriot was formed, as no such legal entity could have existed before Patriot itself was incorporated. Peabody further objects to Request No. 12 to the extent it seeks documents or information more readily obtained from Patriot, members of the Committee, other parties and/or public sources. Peabody further objects to Request No. 12 to the extent it contravenes the time period set forth in the Rule 2004 Order (January 1, 2005 – May 1, 2008). Documents outside this time period will not be produced.

Subject to and without waiving its general or specific objections, and subject to the terms of the Rule 2004 Order, the Confidentiality Order and the Agreements, Peabody will produce responsive, non-privileged documents to the extent this request reasonably falls within the Five Topics.

Request No. 13

For the period from January 1, 2007 to the Petition Date, all documents exchanged between, or communications between, Peabody and American Electric Power (and any of its affiliates) concerning Peabody’s obligations under the American Electric Power Contract, including documentation of or correspondence regarding any change in pricing or Peabody’s right to additional revenue under such contract.

Specific Objections to Request No. 13

Peabody further objects to Request No. 13 to the extent that it is duplicative of prior requests. Peabody further objects to Request No. 13 on the grounds that it is vague, overbroad, and unduly burdensome. Specifically, Peabody objects to the reference to “all documents,” “communications,” and “obligations” as vague, overbroad, and unduly burdensome in the context of this request, and not reasonably calculated to lead to the discovery of relevant or admissible evidence concerning the Investigation. Peabody further objects to Request No. 13 to the extent it seeks documents or information more readily obtained from Patriot, members of the Committee, other parties and/or public sources. Peabody further objects to Request No. 13 to the extent it contravenes the time period set forth in the Rule 2004 Order (January 1, 2005 – May 1, 2008). Documents outside this time period will not be produced. To the extent Peabody

produces responsive documents related to AEP, it will do so in accordance with the terms set forth in the Confidentiality Order.

Subject to and without waiving its general or specific objections, and subject to the terms of the Rule 2004 Order, the Confidentiality Order and the Agreements, Peabody will produce responsive, non-privileged documents to the extent this request reasonably falls within the Five Topics.

Request No. 14

For the period from January 1, 2007 to the Petition Date, all documents exchanged between, or communications between, Peabody and the Tennessee Valley Authority (and any of its affiliates) concerning Peabody's obligations under the Tennessee Valley Authority Contract, including documentation of or correspondence regarding any change in pricing or Peabody's right to additional revenue under such contract.

Specific Objections to Response No. 14

Peabody further objects to Request No. 14 to the extent that it is duplicative of prior requests. Peabody further objects to Request No. 14 on the grounds that it is vague, overbroad, and unduly burdensome. Specifically, Peabody objects to the references to "all documents," "communications," and "obligations" as vague, overbroad, and unduly burdensome in the context of this request, and not reasonably calculated to lead to the discovery of relevant or admissible evidence concerning the Investigation. Peabody further objects to Request No. 14 to the extent it contravenes the time period set forth in the Rule 2004 Order (January 1, 2005 – May 1, 2008). Documents outside this time period will not be produced. Peabody further objects to Request No. 14 to the extent it seeks documents or information more readily obtained from Patriot, members of the Committee, other parties and/or public sources.

Subject to and without waiving its general or specific objections, and subject to the terms of the Rule 2004 Order, the Confidentiality Order and the Agreements, Peabody will produce responsive, non-privileged documents to the extent this request reasonably falls within the Five Topics.

Request No. 15

All documents and communications regarding any costs of the Spin-Off that were paid, or that were anticipated to be paid, by Patriot.

Specific Objections to Request No. 15

Peabody further objects to Request No. 15 to the extent that it is duplicative of prior requests, including without limitation Request No. 1. Peabody further objects to Request No. 15 on the grounds that it is vague, overbroad, and unduly burdensome, including the undefined term "costs of the Spin-Off." Peabody further objects to Request No. 15 to the extent it seeks documents or information more readily obtained from Patriot, members of the Committee, other parties and/or public sources, including but not limited to documents or information in the possession, custody or control of Patriot about costs that were paid for by Patriot.

Subject to and without waiving its general or specific objections, and subject to the terms of the Rule 2004 Order, the Confidentiality Order and the Agreements, Peabody will produce responsive, non-privileged documents to the extent this request reasonably falls within the Five Topics.

Request No. 16

All financial projections or forecasts concerning Patriot, the Spin-Off, or any Potential Eastern Spin-Off concerning any period after January 1, 2005, including, but not limited to, projections or forecasts concerning the actual or anticipated financial impact of the Spin-Off, the Separation Agreement, or any of the Ancillary Agreements, on either Peabody or Patriot.

Specific Objections to Request No. 16

Peabody further objects to Request No. 16 to the extent that it is duplicative of prior requests, including without limitation Request Nos. 1 and 2. Peabody further objects to Request No. 16 on the grounds that it is vague, overbroad, and unduly burdensome. Specifically, Peabody objects to the reference to “all financial projections or forecasts” as vague, overbroad, and unduly burdensome in the context of this request, and not reasonably calculated to lead to the discovery of relevant or admissible evidence concerning the Investigation. Peabody further objects to Request No. 16 to the extent it contravenes the time period set forth in the Rule 2004 Order (January 1, 2005 – May 1, 2008). Documents outside this time period will not be produced. Peabody further objects to Request No. 16 to the extent it seeks documents or information more readily obtained from Patriot, members of the Committee, other parties and/or public sources.

Subject to and without waiving its general or specific objections, and subject to the terms of the Rule 2004 Order, the Confidentiality Order and the Agreements, Peabody will produce responsive, non-privileged documents to the extent this request reasonably falls within the Five Topics.

Request No. 17

All financial projections or forecasts for Peabody prepared from January 1, 2005 to May 1, 2008 and, in the case of projections or forecasts related to, affected by, or dependent upon contracts or dealings with Patriot, from January 1, 2005 to the present.

Specific Objections to Request No. 17

Peabody further objects to Request No. 17 to the extent that it is duplicative of previous requests. Peabody further objects to Request No. 17 on the grounds that it is vague, overbroad, and unduly burdensome. Specifically, Peabody objects to the reference to “all financial projections or forecasts” as vague, overbroad, and unduly burdensome in the context of this request, and not reasonably calculated to lead to the discovery of relevant or admissible evidence concerning the Investigation. Peabody objects to the production of any financial projections or forecasts for Peabody that do not involve assets that were distributed, or considered for distribution, in connection with the Spin-Off or Potential Eastern Spin-Off. Peabody further objects to Request No. 17 to the extent it contravenes the time period set forth in the Rule 2004

Order (January 1, 2005 – May 1, 2008). Documents outside this time period will not be produced. Peabody further objects to Request No. 17 to the extent it seeks documents or information more readily obtained from Patriot, members of the Committee, other parties and/or public sources.

Subject to and without waiving its general or specific objections, and subject to the terms of the Rule 2004 Order, the Confidentiality Order and the Agreements, Peabody will produce responsive, non-privileged documents to the extent this request reasonably falls within the Five Topics.

Request No. 18

All documents and communications concerning or relating to any solvency or capital adequacy analysis regarding Patriot, the Spin-Off, or any Potential Eastern Spin-Off, whether issued by Duff & Phelps or any other person, including financial statements, balance sheets, financial projections, or other financial information referenced in or underlying any solvency opinion. This includes but is not limited to the following documents referenced on page 12 of the solvency opinion prepared by Duff & Phelps.

- a. Management-prepared audited and unaudited historical financial statements from 2002-2006 that presents Patriot's historical performance on a standalone basis;
- b. Management-prepared pro-forma historical income statements for December 31, 2006 and six months ended June 30, 2007 and a pro-forma balance sheet ended June 30, 2007;
- c. Management's base case forecast for Patriot for 2007-2011 as of August 29, 2007;
- d. Pro-forma schedule of liabilities (including contingent liabilities) and projected expense and cash requirements for "Legacy Liabilities" of Patriot after the spin-off;
- e. Management's assumptions regarding projected coal prices and summarized projected coal prices from several industry organizations; and
- f. Management's presentations to Peabody's board of directors dated January 23, 2007, February 19, 2007, April 13, 2007, and July 31, 2007.

Specific Objections to Request No. 18

Peabody further objects to Request No. 18 to the extent that it is duplicative of prior requests, including without limitation Request Nos. 1 and 2. Peabody objects to the extent this request requires Peabody to search for and produce documents outside the parameters of the Rule 2004 Order. Peabody further objects to Request No. 18 on the grounds that it is vague, overbroad, and unduly burdensome. Specifically, Peabody objects to the references to "all documents and communications," "base case," "Legacy Liabilities," and "assumptions" as vague,

overbroad, and unduly burdensome in the context of this request and not reasonably calculated to lead to the discovery of relevant or admissible evidence concerning the Investigation. Peabody further objects to Request No. 18 to the extent that it seeks documents or information more readily obtained from Patriot, members of the Committee, other parties and/or public sources, and to the extent it seeks information that is outside of Peabody's possession, custody or control. Peabody further objects to Request No. 18 to the extent it contravenes the time period set forth in the Rule 2004 Order (January 1, 2005 – May 1, 2008). Documents outside this time period will not be produced.

Subject to and without waiving its general or specific objections, and subject to the terms of the Rule 2004 Order, the Confidentiality Order and the Agreements, Peabody will produce responsive, non-privileged documents to the extent this request reasonably falls within the Five Topics.

Request No. 19

All non-privileged communications with, documents prepared by or for, opinion letters of, or records reflecting due diligence performed by, any financial advisor, investment bank, auditor, lender, broker, consultant, or other professional retained by Peabody or Patriot in connection with the Spin-Off, any Potential Eastern Spin-Off, any attempt to market or sell the Eastern Operations or any material portion of the entities, assets, and liabilities that were considered in relation to the Spin-Off.

Specific Objections to Request No. 19

Peabody further objects to Request No. 19 to the extent that it is duplicative of prior requests, including without limitation Request Nos. 1 and 2. Peabody further objects to Request No. 19 on the grounds that it is vague, overbroad, and unduly burdensome. Specifically, Peabody objects to the references to "all non-privileged communications," "documents" and "material portion" as vague, overbroad, and unduly burdensome in the context of this request and not reasonably calculated to lead to the discovery of relevant or admissible evidence concerning the Investigation. Peabody further objects to Request No. 19 to the extent that it seeks documents or information more readily obtained from Patriot, members of the Committee, other parties and/or public sources, and to the extent it seeks documents or information outside of Peabody's possession, custody or control.

Subject to and without waiving its general or specific objections, and subject to the terms of the Rule 2004 Order, the Confidentiality Order and the Agreements, Peabody will produce responsive, non-privileged documents to the extent this request reasonably falls within the Five Topics.

Request No. 20

All communications with, or documents exchanged with, the Securities and Exchange Commission, the New York Stock Exchange, or the Pension Benefit Guaranty Corporation regarding Patriot or the Spin-Off.

Specific Objections to Request No. 20

Peabody further objects to Request No. 20 to the extent that it is duplicative of prior requests, including without limitation Request No. 1. Peabody further objects to Request No. 20 on the grounds that it is vague, overbroad, and unduly burdensome. Specifically, Peabody objects to the references to “all communications” and “documents” as vague, overbroad, and unduly burdensome in the context of this request and not reasonably calculated to lead to the discovery of relevant or admissible evidence concerning the Investigation. Peabody further objects to Request No. 20 to the extent that it seeks documents or information more readily obtained from Patriot, members of the Committee, other parties and/or public sources, and to the extent it seeks documents or information outside of Peabody’s possession, custody or control.

Subject to and without waiving its general or specific objections, and subject to the terms of the Rule 2004 Order, the Confidentiality Order and the Agreements, Peabody will produce responsive, non-privileged documents to the extent this request reasonably falls within the Five Topics.

Request No. 21

All documents and communications concerning any credit facility to be provided to Patriot in connection with the Spin-Off, including, but not limited to, documents and communications regarding the actual, anticipated, planned, or projected uses of any funds borrowed under such facility.

Specific Objections to Request No. 21

Peabody further objects to Request No. 21 to the extent that it is duplicative of prior requests, including without limitation Request No. 1. Peabody further objects to Request No. 21 on the grounds that it is vague, overbroad, and unduly burdensome in the context of this request. Specifically, Peabody objects to the references to “all documents and communications,” “credit facility,” and “anticipated, planned, or projected” as vague, overbroad, and unduly burdensome and not reasonably calculated to lead to the discovery of relevant or admissible evidence concerning the Investigation. Peabody further objects to Request No. 21 to the extent that it seeks documents or information more readily obtained from Patriot, members of the Committee, other parties and/or public sources, and to the extent it seeks documents or information outside of Peabody’s possession, custody or control.

Subject to and without waiving its general or specific objections, and subject to the terms of the Rule 2004 Order, the Confidentiality Order and the Agreements, Peabody will produce responsive, non-privileged documents to the extent this request reasonably falls within the Five Topics.

Request No. 22

All documents and communications concerning the Offering Materials, the preparation of the Offering Materials, and any presentation or roadshow conducted in connection with the Spin-Off or any effort to market or sell the Eastern Operations or any material portion of the entities, assets, and liabilities ultimately included in the Spin-Off.

Specific Objections to Request No. 22

Peabody further objects to Request No. 22 to the extent that it is duplicative of prior requests, including without limitation Request No. 1. Peabody further objects to Request No. 22 on the grounds that it is vague, overbroad, and unduly burdensome. Specifically, Peabody objects to the references to “all documents and communications,” “presentation,” and “roadshow” as vague, overbroad, and unduly burdensome in the context of this request and not reasonably calculated to lead to the discovery of relevant or admissible evidence concerning the Investigation. Peabody further objects to Request No. 22 to the extent that it seeks documents or information more readily obtained from Patriot, members of the Committee, other parties and/or public sources, and to the extent it seeks documents or information outside of Peabody’s possession, custody or control.

Subject to and without waiving its general or specific objections, and subject to the terms of the Rule 2004 Order, the Confidentiality Order and the Agreements, Peabody will produce responsive, non-privileged documents to the extent this request reasonably falls within the Five Topics.

Request No. 23

All documents and communications relating to any evaluation or analysis of whether any of the transfers made or obligations incurred in connection with the Spin-Off could be challenged or avoided as fraudulent conveyances under the Bankruptcy Code or state fraudulent conveyance law, or could otherwise create liability on the part of Peabody.

Specific Objections to Request No. 23

Peabody further objects that this request expressly calls for the production of documents containing legal advice in terms of “evaluation or analysis” of whether any transfers made or obligations incurred “could be challenged or avoided” under the Bankruptcy Code or state law, or “could otherwise create liability for on the part of Peabody.” Peabody objects to producing documents are protected by the attorney-client privilege, the attorney work product doctrine, or any other applicable privilege or protection.

Peabody further objects to Request No. 23 to the extent that it is duplicative of prior requests, including without limitation Request No. 1. Peabody further objects to Request No. 23 on the grounds that it is vague, overbroad, and unduly burdensome. Specifically, Peabody objects to the references to “all documents and communications,” “transfers,” “obligations” and “otherwise create liability” as vague, overbroad, and unduly burdensome in the context of this request and not reasonably calculated to lead to the discovery of relevant or admissible evidence concerning the Investigation. Peabody further objects to Request No. 23 to the extent that it seeks documents or information more readily obtained from Patriot, members of the Committee, other parties and/or public sources and to the extent it seeks documents or information outside of Peabody’s possession, custody or control.

Subject to and without waiving its general or specific objections, and subject to the terms of the Rule 2004 Order, the Confidentiality Order and the Agreements, Peabody will produce

responsive, non-privileged documents to the extent this request reasonably falls within the Five Topics.

Request No. 24

All documents and communications reflecting the evaluation, negotiation, drafting, preparation, execution, or post-Spin-Off interpretation of any agreement concerning any aspect of the Spin-Off, including, but not limited to, the agreements listed below, including a final, executed copy of each such agreement:

- a. the Separation Agreement;
- b. the Coal Act Liability Assumption Agreement;
- c. the NBCWA Liability Assumption Agreement;
- d. the Salaried Employee Liability Assumption agreement;
- e. the Administrative Services Agreement;
- f. the Transition Services Agreement;
- g. the Employee Matters Agreement;
- h. the Coal Supply Agreements
- i. the Real Property Agreements
- j. the Throughput and Storage Agreement;
- k. the Master Equipment Sublease Agreement;
- l. the Software License Agreement;
- m. the Common Interest Agreement;
- n. any other Ancillary Agreement relating to the Spin-Off;
- o. the Credit Agreement; and
- p. the Pledge and Security Agreement.

Specific Objections to Request No. 24

Peabody further objects to Request No. 24 to the extent that it is duplicative of prior requests, including without limitation Request No. 1. Peabody objects to the extent this request requires Peabody to search for and produce documents outside the parameters of the Rule 2004 Order. Peabody further objects to Request No. 24 on the grounds that it is vague, overbroad, and unduly burdensome. Specifically, Peabody objects to the references to “all documents and

communications,” “evaluation,” and “any aspect” as vague, overbroad, and unduly burdensome in the context of this request and not reasonably calculated to lead to the discovery of relevant or admissible evidence concerning the Investigation. Peabody further objects to Request No. 24 to the extent that it seeks documents or information more readily obtained from Patriot, members of the Committee, other parties and/or public sources, and to the extent it seeks documents or information outside of Peabody’s possession, custody or control, specifically including without limitation “final executed copies” of agreements to which Patriot is a party.

Subject to and without waiving its general or specific objections, and subject to the terms of the Rule 2004 Order, the Confidentiality Order and the Agreements, Peabody will produce responsive, non-privileged documents to the extent this request reasonably falls within the Five Topics.

Request No. 25

All documents and communications reflecting or relating to the accounting for, adjustments made on account of, or treatment of intercompany balances or intercompany liabilities in connection with the Spin-Off.

Specific Objections to Request No. 25

Peabody further objects to Request No. 25 to the extent that it is duplicative of prior requests, including without limitation Request No. 1. Peabody further objects to Request No. 25 on the grounds that it is vague, overbroad, and unduly burdensome. Specifically, Peabody objects to the references to “all documents and communications” as vague, overbroad, and unduly burdensome in the context of this request and not reasonably calculated to lead to the discovery of relevant or admissible evidence concerning the Investigation. Peabody further objects to Request No. 25 to the extent that it seeks documents or information more readily obtained from Patriot, members of the Committee, other parties and/or public sources, and to the extent it seeks documents or information outside of Peabody’s possession, custody or control.

Subject to and without waiving its general or specific objections, and subject to the terms of the Rule 2004 Order, the Confidentiality Order and the Agreements, Peabody will produce responsive, non-privileged documents to the extent this request reasonably falls within the Five Topics.

Request No. 26

All documents and communications concerning any analysis, discussion, investigation, or evaluation, including actuarial analyses, present-value analyses, cost estimates or projections (including the cost of future contributions or potential withdrawal liability), and estimates of the annual current portion, of Patriot’s liabilities relating to:

- a. postretirement healthcare obligations under the NBCWA, predecessor agreements, or “me-too” agreements;

- b. pension obligations under the NBCWA, predecessor agreements including the UMWA 1950 Pension Plan, the UWMA 1974 Pension Plan, or “me-too” agreements;
- c. other obligations under the NBCWA, predecessor agreements, or “me-too” agreements;
- d. the Coal Industry Retiree Health Benefit Act of 1992;
- e. retiree healthcare and other obligations relating to the Surface Mining Control and Reclamation Act Amendment of 2006, the Combined Fund, the 1992 Benefit Fund, or the 1993 Benefit Fund;
- f. the Federal Black Lung Benefits Act, the Black Lung Benefits Revenue Act of 1977, or the Black Lung Benefits Reform Act of 1977;
- g. worker’s compensation;
- h. employees transferred to Patriot;
- i. retirees not covered by the Coal Act;
- j. the UWMA Cash Deferred Savings Plan and the Retiree Bonus Account Plan;
- k. any other plan under which retiree medical, life insurance, or pension benefits were provided to retirees, or promised to employees, of Eastern Operations; and
- l. asset retirement obligations, including reclamation of obligations under the Surface Mining Control and Reclamation Act of 1977 or any state law.

Specific Objections to Request No. 26

Peabody further objects to Request No. 26 to the extent that it is duplicative of prior requests, including without limitation Request No. 1. Peabody objects to producing documents that are protected by the attorney-client privilege, the attorney work product doctrine, or any other applicable privilege or protection. Peabody objects to the extent this request requires Peabody to search for and produce documents outside the parameters of the Rule 2004 Order. Peabody further objects to Request No. 26 on the grounds that it is vague, overbroad, and unduly burdensome. Specifically, Peabody objects to the references to “all documents and communications” and “any analysis, discussion, investigation, or evaluation, including actuarial analyses, present-value analyses, cost estimates or projections” to twelve broad categories as vague, overbroad, and unduly burdensome and not likely to lead to the discovery of relevant or admissible evidence concerning the Investigation. Peabody further objects to Request No. 26 to the extent it seeks documents or information more readily obtained from Patriot, members of the Committee, other parties and/or public sources, and to the extent that it seeks documents or information outside of Peabody’s possession, custody or control.

Subject to and without waiving its general or specific objections, and subject to the terms of the Rule 2004 Order, the Confidentiality Order and the Agreements, Peabody will produce responsive, non-privileged documents to the extent this request reasonably falls within the Five Topics.

Request No. 27

All documents and communications concerning any consideration or evaluation of liabilities of Patriot to be assumed by Peabody, including any analysis of the amount of such liabilities that Peabody would assume and any communications with the UMWA or Patriot regarding the assumption of retirees' liabilities.

Specific Objections to Request No. 27

Peabody further objects to Request No. 27 to the extent that it is duplicative of prior requests, including without limitation Request No. 1. Peabody objects to producing documents that are protected by the attorney-client privilege, the attorney work product doctrine, or any other applicable privilege or protection. Peabody further objects to Request No. 27 on the grounds that it is vague, overbroad, and unduly burdensome. Specifically, Peabody objects to the references to "all documents and communications" and "any consideration or evaluation" as vague, overbroad, and unduly burdensome and not likely to lead to the discovery of relevant or admissible evidence concerning the Investigation. Peabody further objects to Request No. 27 to the extent it seeks documents or information more readily obtained from Patriot, members of the Committee including without limitation the UMWA, other parties and/or public sources, and to the extent that it seeks documents or information outside of Peabody's possession, custody or control.

Subject to and without waiving its general or specific objections, and subject to the terms of the Rule 2004 Order, the Confidentiality Order and the Agreements, Peabody will produce responsive, non-privileged documents to the extent this request reasonably falls within the Five Topics.

Request No. 28

All documents and communications reflecting or relating to any guarantee by Peabody of any liability of Patriot.

Specific Objections to Request No. 28

Peabody further objects to Request No. 28 to the extent that it is duplicative of prior requests. Peabody further objects to Request No. 28 on the grounds that it is vague, overbroad, and unduly burdensome. Peabody further objects to Request No. 28 to the extent it seeks documents or information more readily obtained from Patriot, members of the Committee, other parties and/or public sources, and to the extent that it seeks documents or information outside of Peabody's possession, custody or control.

Subject to and without waiving its general or specific objections, and subject to the terms of the Rule 2004 Order, the Confidentiality Order and the Agreements, Peabody will produce

responsive, non-privileged documents to the extent this request reasonably falls within the Five Topics.

Request No. 29

With respect to all plans under which retiree medical or life insurance benefits were provided to retirees, or promised to employees, of Peabody or Patriot during the period from January 1, 1995 through December 31, 2007, all of the following: plan documents, summary plan descriptions, trust agreements for any related trusts, insurance contracts, service contracts with third party administrators, accountants' reports, valuations for purposes of FAS 106, other cost estimates or projections, collective bargaining agreements covering the provision of such benefits, special communications related to early retirement incentive programs and reductions in force, and any complaints relating to elimination or attempted changes to any such benefits filed in any state or federal court.

Specific Objections to Request No. 29

Peabody further objects to Request No. 29 to the extent that it is duplicative of prior requests. Peabody further objects to Request No. 29 to the extent that it is overbroad, and unduly burdensome and not likely to lead to the discovery of relevant or admissible evidence concerning the Investigation. Peabody further objects to Request No. 29 to the extent it contravenes the time period set forth in the Rule 2004 Order (January 1, 2005 – May 1, 2008). Documents outside this time period will not be produced. Peabody further objects to Request No. 29 to the extent it seeks documents or information more readily obtained from Patriot, members of the Committee, other parties and/or public sources, and to the extent that it seeks documents or information outside of Peabody's possession, custody or control. Peabody further objects to this request to the extent it requires production of documents previously produced to Patriot or the Committee.

Subject to and without waiving its general or specific objections, and subject to the terms of the Rule 2004 Order, the Confidentiality Order and the Agreements, Peabody will produce responsive, non-privileged documents to the extent this request reasonably falls within the Five Topics.

Request No. 30

All documents and communications concerning the development, purposes, objectives, or incentive targets of any incentive plan, grant of stock options, or grant of restricted stock units provided for directors, officers, or employees of Patriot in connection with the Spin-Off.

Specific Objections to Request No. 30

Peabody further objects to Request No. 30 to the extent that it is duplicative of prior requests, including without limitation Request No. 1. Peabody further objects to Request No. 30 on the grounds that it is vague, overbroad, and unduly burdensome. Specifically, Peabody objects to the references to "all documents and communications" and "purposes, objectives, or incentive targets" as vague, overbroad, and unduly burdensome and not likely to lead to the discovery of relevant or admissible evidence concerning the Investigation. Peabody further objects to Request No. 30 to the extent it seeks documents or information more readily obtained

from Patriot, members of the Committee, other parties and/or public sources, and to the extent that it seeks documents or information outside of Peabody's possession, custody or control.

Subject to and without waiving its general or specific objections, and subject to the terms of the Rule 2004 Order, the Confidentiality Order and the Agreements, Peabody will produce responsive, non-privileged documents to the extent this request reasonably falls within the Five Topics.

Request No. 31

All communications between, or documents exchanged between, Patriot's senior managers, directors, and officers and Peabody regarding their employment, compensation, benefits, or indemnification following their hiring by Patriot.

Specific Objections to Request No. 31

Peabody further objects to Request No. 31 to the extent that it is duplicative of prior requests, including without limitation Request No. 1. Peabody further objects to Request No. 31 on the grounds that it is vague, overbroad, and unduly burdensome. Specifically, Peabody objects to the references to "all communications" and "employment" as vague, overbroad, and unduly burdensome and not likely to lead to the discovery of relevant or admissible evidence concerning the Investigation. Peabody further objects to Request No. 31 to the extent it seeks documents or information more readily obtained from Patriot, members of the Committee, other parties and/or public sources, and to the extent that it seeks documents or information outside of Peabody's possession, custody or control.

Subject to and without waiving its general or specific objections, and subject to the terms of the Rule 2004 Order, the Confidentiality Order and the Agreements, Peabody will produce responsive, non-privileged documents to the extent this request reasonably falls within the Five Topics.

Request No. 32

All tax returns of Peabody, private ruling requests, correspondence with or from the Internal Revenue Service, and any other draft or final documents and communications relating to the tax impact of the Spin-Off on Patriot, including any tax liabilities that Patriot bore or was expected to bear in connection with the Spin-Off.

Specific Objections to Request No. 32

Peabody further objects to Request No. 32 to the extent that it is duplicative of prior requests, including without limitation Request No. 1. Peabody objects to a request to produce its corporate tax returns as overbroad. Peabody further objects to Request No. 32 on the grounds that it is vague, overbroad, unduly burdensome, and not likely to lead to the discovery of relevant or admissible evidence concerning the Investigation. Peabody further objects to Request No. 32 to the extent it seeks documents or information more readily obtained from Patriot, members of the Committee, other parties and/or public sources, and to the extent that it seeks documents or information outside of Peabody's possession, custody or control.

Subject to and without waiving its general or specific objections, and subject to the terms of the Rule 2004 Order, the Confidentiality Order and the Agreements, Peabody will produce responsive, non-privileged documents to the extent this request reasonably falls within the Five Topics.

Request No. 33

All documents and communications concerning any of Peabody's decisions pertaining to tax elections that had any effect on tax assets or liabilities of Patriot, including but not limited to Peabody's election decision regarding the installment sale method for eligible asset sales.

Specific Objections to Request No. 33

Peabody further objects to Request No. 33 to the extent that it is duplicative of prior requests. Peabody further objects to Request No. 33 on the grounds that it is vague, overbroad, and unduly burdensome. Specifically, Peabody objects to the references to "all documents and communications" as vague, overbroad, and unduly burdensome in the context of this request and not likely to lead to the discovery of relevant or admissible evidence concerning the Investigation. Peabody also objects to "tax elections" as vague, overbroad, and unduly burdensome and not likely to lead to the discovery of relevant or admissible evidence concerning the Investigation. Peabody further objects to Request No. 33 to the extent it seeks documents or information more readily obtained from Patriot, members of the Committee, other parties and/or public sources, and to the extent that it seeks documents or information outside of Peabody's possession, custody or control.

Subject to and without waiving its general or specific objections, and subject to the terms of the Rule 2004 Order, the Confidentiality Order and the Agreements, Peabody will produce responsive, non-privileged documents to the extent this request reasonably falls within the Five Topics.

Request No. 34

All documents and communications relating to any tax assets retained by Peabody that are related to Eastern Operations distributed as part of Patriot.

Specific Objections to Request No. 34

Peabody further objects to Request No. 34 to the extent that it is duplicative of prior requests, including without limitation Request No. 3. Peabody further objects to Request No. 34 on the grounds that it is vague, overbroad, and unduly burdensome. Specifically, Peabody objects to the references to "all documents and communications" as vague, overbroad, and unduly burdensome in the context of this request and not likely to lead to the discovery of relevant or admissible evidence concerning the Investigation. Peabody further objects to Request No. 34 to the extent it seeks documents or information more readily obtained from Patriot, members of the Committee, other parties and/or public sources, and to the extent that it seeks documents or information outside of Peabody's possession, custody or control.

Subject to and without waiving its general or specific objections, and subject to the terms of the Rule 2004 Order, the Confidentiality Order and the Agreements, Peabody will produce responsive, non-privileged documents to the extent this request reasonably falls within the Five Topics.

Request No. 35

All documents and communications reflecting any analysis, investigation, or consideration by Peabody or Patriot, the board of directors of Peabody or Patriot, any committee of the board of directors of Peabody or Patriot, or any management committee of Patriot or Peabody of:

- a. the Spin-Off;
- b. any Potential Eastern Spin-Off;
- c. any sale of all or part of the Eastern Operations;
- d. any purchase of assets to be combined with the Eastern Operations;
- e. the Separation Agreement or the Ancillary Agreements;
- f. the financial condition of Patriot; and
- g. any solvency opinion rendered with respect to Patriot.

Specific Objections to Request No. 35

Peabody further objects to Request No. 35 to the extent that it is duplicative of prior requests, including without limitation Request Nos. 1 and 2. Peabody further objects to Request No. 35 on the grounds that it is vague, overbroad, and unduly burdensome. Specifically, Peabody objects to the references to “all documents and communications” and “analysis, investigation, or consideration” as vague, overbroad, and unduly burdensome and not likely to lead to the discovery of relevant or admissible evidence concerning the Investigation. Peabody further objects to Request No. 35 to the extent it seeks documents or information that readily obtained from Patriot, members of the Committee, other parties and/or public sources, and to the extent that it seeks documents or information outside of Peabody’s possession, custody or control, specifically within the possession, custody and control of Patriot.

Subject to and without waiving its general or specific objections, and subject to the terms of the Rule 2004 Order, the Confidentiality Order and the Agreements, Peabody will produce responsive, non-privileged documents to the extent this request reasonably falls within the Five Topics.

Request No. 36

All presentations to the board of directors of Peabody or Patriot, or any committee of the board of directors of Peabody or Patriot, in connection with the Spin-Off or any Potential Eastern

Spin-Off, including duplicate hard copies, and all documents and communications regarding the preparation or development of such presentations to either board.

Specific Objections to Request No. 36

Peabody further objects to Request No. 36 to the extent that it is duplicative of prior requests, including without limitation Request Nos. 1 and 2. Peabody objects to producing documents that are protected by the attorney-client privilege, the attorney work product doctrine, or any other applicable privilege or protection. Peabody further objects to Request No. 36 on the grounds that it is vague, overbroad, and unduly burdensome. Specifically, Peabody objects to the references to “all presentations,” “all documents and communications,” and “preparation or development” as vague, overbroad, and unduly burdensome and not likely to lead to the discovery of relevant or admissible evidence concerning the Investigation. Peabody further objects to the request for “duplicate hard copies” as unduly burdensome and duplicative. Peabody further objects to Request No. 36 to the extent it seeks documents or information more readily obtained from Patriot, members of the Committee, other parties and/or public sources, and to the extent that it seeks documents or information outside of Peabody’s possession, custody or control, specifically the possession, custody or control of Patriot.

Subject to and without waiving its general or specific objections, and subject to the terms of the Rule 2004 Order, the Confidentiality Order and the Agreements, Peabody will produce responsive, non-privileged documents to the extent this request reasonably falls within the Five Topics.

Request No. 37

All documents and communications relating to offers or potential offers for the acquisition, sale, or merger of any or all of the entities, assets, or liabilities comprising the Eastern Operations, including any communications with ArcLight Capital Partners or Magnum.

Specific Objections to Request No. 37

Peabody further objects to Request No. 37 to the extent that it is duplicative of prior requests. Peabody further objects to Request No. 37 on the grounds that it is vague, overbroad, and unduly burdensome. Specifically, Peabody objects to the references to “all documents and communications” and “potential offers” as vague, overbroad, and unduly burdensome in the context of this request and not likely to lead to the discovery of relevant or admissible evidence concerning the Investigation. Peabody further objects to Request No. 37 to the extent it seeks documents or information more readily obtained from Patriot, members of the Committee, other parties and/or public sources, and to the extent that it seeks documents or information outside of Peabody’s possession, custody or control.

Subject to and without waiving its general or specific objections, and subject to the terms of the Rule 2004 Order, the Confidentiality Order and the Agreements, Peabody will produce responsive, non-privileged documents to the extent this request reasonably falls within the Five Topics.

* * *

Notwithstanding Peabody's objections to the Subpoena, Peabody intends to continue to produce responsive, non-privileged documents per our previous discussions.

Very truly yours,

A handwritten signature in black ink that reads "Paula Batt Wilson". The signature is written in a cursive style with a long, sweeping tail on the "n" of "Wilson".

Paula Batt Wilson