

UNITED STATES BANKRUPTCY COURT  
EASTERN DISTRICT OF MISSOURI  
EASTERN DIVISION

In re:

Peabody Energy Corporation, et al.,  
Debtors.<sup>1</sup>

Case No. 16-42529-399  
CHAPTER 11

(Joint Administration Requested)

**Hearing Date and Time:**  
**April 14, 2016 at 10:00 a.m.**  
**Central**

**Hearing Location:**  
**Courtroom 5-North**

**NOTICE OF CHAPTER 11 FILING AND OF HEARING ON FIRST DAY MOTIONS**

**PLEASE TAKE NOTICE THAT:**

1. On April 13, 2016 Peabody Energy Corporation and certain of its direct and indirect subsidiaries, as debtors and debtors in possession (collectively, the "Debtors"), filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code in the United States Bankruptcy Court for the Eastern District of Missouri (the "Court").

2. Together with their petitions, the Debtors also filed and requested a prompt Court hearing (the "First Day Hearing") on certain first day motions (collectively, the "First Day Motions") identified on the proposed First Day Agenda attached hereto.

3. **The Court has scheduled the First Day Hearing for April 14, 2016 at 10:00 a.m. (Central) in Courtroom 5-North** of the United States Bankruptcy Court for the Eastern District of Missouri, Eastern Division, 111 S. Tenth Street, Fifth Floor, St. Louis, Missouri 63102. The First Day Hearing may be adjourned from time to time without further notice other than an announcement at the First Day Hearing.

4. A copy of each of the First Day Motions can be viewed on the Court's website <http://www.moeb.uscourts.gov/cmecf.htm> or free of charge at <http://www.kccllc.net/peabody>.

<sup>1</sup> The Debtors and their employer identification numbers are listed on Schedule 1 attached hereto. The addresses for each of the Debtors are set forth in the Debtors' chapter 11 petitions.



**Your rights may be affected. You should read these papers carefully and discuss them with your attorney if you have one in these bankruptcy cases. (If you do not have one in these bankruptcy cases, you may wish to consult one.)**

If you do not want the Court to grant the relief requested in the First Day Motions, or if you want the Court to consider your view on the First Day Motions, you or your attorney must attend the First Day Hearing. **If you or your attorney do not attend the First Day Hearing, the Court may grant the relief requested in the First Day Motions.**

Dated: April 13, 2016  
St. Louis, Missouri

Respectfully submitted,

/s/ Steven N. Cousins  
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*Proposed Attorneys for Debtors  
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**EXHIBIT A**

**Proposed First Day Agenda**

UNITED STATES BANKRUPTCY COURT  
EASTERN DISTRICT OF MISSOURI  
EASTERN DIVISION

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**PROPOSED FIRST DAY AGENDA**

**I. Introduction**

**Introductory Presentation**

1. **"Joint Administration"** — Motion of the Debtors and Debtors in Possession, Pursuant to Rule 1015(b) of the Federal Rules of Bankruptcy Procedure and Local Rule 1015(B), for an Order (I) Directing the Joint Administration of the Debtors' Chapter 11 Cases and (II) Granting Related Relief (Final Order);
2. **"First Day Declaration"**
  - a. Declaration of Amy Schwetz, Executive Vice President and Chief Financial Officer of Debtor Peabody Energy Corporation, in Support of Debtors' "First Day" Motions of Debtors and Debtors in Possession;
3. **"Foreign Representative Motion"** — Motion of Certain Debtors and Debtors in Possession, Pursuant to Sections 105(a), 1107 and 1505 of the Bankruptcy Code, for an Order (I) Appointing the Foreign Representative of Peabody Holdings (Gibraltar) Limited and (II) Granting Related Relief

## II. First Day Matters

### Procedural and Administrative Pleadings

4. **"Consolidated Lists"** — Motion of the Debtors and Debtors in Possession, Pursuant to Sections 105(a), 107(c), 342 and 521 of the Bankruptcy Code, Bankruptcy Rules 1007(a), 2002(a), 2002(f) and 9037 and Local Bankruptcy Rules 1002(C), 1007-7, 1009, 2002-1 and 2002-2, for an Order (I) Authorizing the Debtors and Debtors in Possession to File a Reformatted and Redacted Creditor Mailing Matrix; (II) Deeming That Certain Procedures Satisfy the Requirements of Local Bankruptcy Rules 1007-7 and 1009; (III) Approving the Form and Manner of Service of the Order and Notice of the Commencement of the Debtors' Chapter 11 Cases; and (IV) Authorizing the Filing of a Consolidated List of Top 50 Unsecured Creditors (Final Order);
5. **"Extension for Time to File Schedules"** — Motion of the Debtors and Debtors in Possession for an Order (I) Granting Them an Extension of Time Within Which to File Schedules and Related Documents, (II) Waiving the Requirement to File a List of Equity Security Holders; (III) Extending the Time to Schedule the 341 Meeting; and (IV) Granting Them an Extension of Time to File 2015.3 Reports (Final Order);
6. **"Case Management"** — Motion of the Debtors and Debtors in Possession for Entry of an Order Establishing Certain Notice, Case Management and Administrative Procedures (Final Order);
7. **"Claims and Noticing Agent"** — Application of the Debtors and Debtors in Possession, Pursuant to Section 105(a) of the Bankruptcy Code, 28 U.S.C. § 156(c) and Bankruptcy Rule 2002, for an Order Authorizing Debtors to Employ and Retain Kurtzman Carson Consultants, LLC as Claims, Ballot and Noticing Agent, Nunc Pro Tunc to the Petition Date (Final Order);
8. **"Automatic Stay"** — Motion of the Debtors and Debtors in Possession, Pursuant to Section 105(a) of the Bankruptcy Code, for an Order (I) Confirming the Protections of Sections 362, 365 and 525 of the Bankruptcy Code and (II) Granting Certain Related Relief (Final Order);

### Pleadings Regarding Employee Matters

9. **"Employee Wages and Benefits"** — Motion of Debtors and Debtors in Possession for an Order: (I) Authorizing Payment of Prepetition Employee Wages and benefits; (II) Authorizing Payment and Continuation of Certain Postpetition Employee Wages and Benefits; (III) Authorizing Payment of Costs and Expenses Incident to the Foregoing; (IV) Authorizing Financial Institutions to Honor and Process Related Checks and Transfers; and (V) Granting Other Related Relief (Final Order);

10. **"Workers' Compensation and Insurance"** — Motion of the Debtors and Debtors in Possession, Pursuant to Sections 105(a), 363 and 364 of the Bankruptcy Code, for Interim and Final Orders Authorizing Them To: (I) Maintain, Continue and Renew Their Property Casualty, Liability, Workers' Compensation and Other Insurance Programs, Policies and Agreements; and (II) Honor Certain Prepetition Obligations in Respect Thereof (Interim Order);

**Pleadings Regarding Business Operations of the Debtors**

11. **"Coal Sale Contracts"** — Motion of the Debtors and Debtors in Possession, Pursuant to Sections 105(a) and 363 of the Bankruptcy Code, for an Order (I) Authorizing the Debtors to Enter Into and Perform Under Coal Contracts and (II) Granting Certain Related Relief (Final Order);
12. **"Taxes"** — Motion of the Debtors and Debtors in Possession, Pursuant to Sections 105(a), 362(d), 363(b), 507(a) and 541 of the Bankruptcy Code, for an Order Authorizing the Debtors and Debtors in Possession to Pay Certain Prepetition Taxes (Final Order);
13. **"Trading Motion"** — Motion of the Debtors and Debtors in Possession, Pursuant to Sections 105(a), 362 and 541 of the Bankruptcy Code, for Entry of Interim and Final Orders: (I) Establishing Notice and Objection Procedures for Transfers of Equity Securities; (II) Establishing a Record Date for Notice and Sell-Down Procedures for Trading in Claims Against the Debtors' Estates; and (III) Granting Related Relief (Interim Order);
14. **"Surety Bonds"** — Motion of the Debtors and Debtors in Possession, Pursuant to Sections 105(a), 363 and 364 of the Bankruptcy Code, for Interim and Final Orders (I) Authorizing the Debtors to Maintain, Continue and Renew their Surety Bond Program and (II) Granting Certain Related Relief (Interim Order);
15. **"Customer Obligations"** — Motion of the Debtors and Debtors in Possession, Pursuant to Sections 105(a) and 363(b) of the Bankruptcy Code, for and Order Authorizing Them to Honor Customer and for Related Relief (Final Order);
16. **"Utilities"** — Motion of the Debtors and Debtors in Possession, Pursuant to Sections 105(a) and 366 of the Bankruptcy Code, for an Order Establishing Adequate Assurance Procedures with Respect to Their Utility Providers (Final Order);
17. **"Vendor Comfort"** — Motion of the Debtors and Debtors in Possession for an Order (I) Confirming the Administrative Expense Status of the Debtors' Undisputed Obligations to Vendors Arising For the Postpetition Delivery of Goods and Provision of Services and (II) Granting Other Related Relief (Final Order);

18. **"Lienholders"** — Motion of the Debtors and Debtors in Possession for an Order (I) Authorizing Them to Pay Prepetition Claims of Certain Lien Claimants and (II) Granting Related Relief (Final Order);
19. **"Essential Suppliers"** — Motion of the Debtors and Debtors in Possession, Pursuant to Section 105(a), 363(b) and 503(b)(9) of the Bankruptcy Code, for Interim and Final Orders Authorizing Them to Pay Prepetition Claims of Certain Essential Suppliers and Service Providers (Interim Order);

### **Cash Management and Financing Motions**

20. **"ADM Motion"** — Motion of the Debtors and Debtors in Possession for Entry of Interim and Final Orders (I) Authorizing the Continuation and Assumption of the ADM Agreement and (II) Granting Related Relief (Interim Order);
21. **"Cash Management"** — Motion of the Debtors and Debtors in Possession, Pursuant to Sections 345, 363(c)(1), 364, 503(b)(1) and 553 of the Bankruptcy Code, for Interim and Final Orders: (I) Approving the Continued Use of the Debtors' Cash Management System, Bank Accounts and Business Forms; (II) Granting a Waiver of the Requirements of Section 345(b) and Certain of the U.S. Trustee's Operating Guidelines; (III) Permitting Continued Intercompany Transactions; (IV) Preserving and Permitting the Exercise of Intercompany Setoff Rights; and (VI) Authorizing Banks to Honor Certain Transfers and Charge Certain Fees and Other Amounts (Interim Order);
22. **"Accounts Receivables Securitization Motion and Sealing Motion"** —
  - (i) Motion of the Debtors and Debtors in Possession, Pursuant to Sections 105(a) and 107(b) of the Bankruptcy Code, for Entry of an Order Authorizing Them to File Under Seal the Fee Letter Relating to the Debtors' Securitization Facility Motion (Final Order);
  - (ii) Motion of the Debtors and Debtors in Possession, Pursuant to 11 U.S.C. §§ 105, 362(d), 363(b)(1), 363(f), 363(m), 363(c)(1), 364(c)(2), 363(d), 364(d), 364(e) and 365, for Entry of Interim and Final Orders: (I) Authorizing Certain Debtors to Continue Selling and Contributing Receivables and Related Rights Pursuant to a Securitization Facility; (II) Modifying the Automatic Stay; and (III) Granting Related Relief (Interim Order);

**23. "DIP Motion and Sealing Motion" —**

- (i) Motion of the Debtors and Debtors in Possession, Pursuant to Sections 105(a) and 107(b) of the Bankruptcy Code, for Entry of an Order Authorizing Them to File Under Seal the Fee Letter Relating to Debtors' DIP Motion (Final Order);
- (ii) Motion of the Debtors and Debtors in Possession, Pursuant to Sections 105, 361, 362, 363, 364 and 507(b) and Bankruptcy Rules 4001(b) and (c), for Interim and Final Orders (I) Authorizing Debtors (A) to Obtain Postpetition Financing and (B) to Utilize Cash Collateral; (II) Granting Adequate Protection to Prepetition Secured Parties; and (III) Scheduling a Final Hearing (Interim Order);

**Professional Retention Applications**

**24. "Counsel" —** Application of the Debtors and Debtors in Possession, Pursuant to Sections 327(a) and 329(a) of the Bankruptcy Code, Bankruptcy Rules 2014(a) and 2016(b) and Local Bankruptcy Rules 2014(A) and 2016-1 for an Order Authorizing the Debtors and Debtors in Possession to Retain and Employ Jones Day as Counsel, Effective as of the Petition Date (Final Order);

**25. "Local Co-Counsel" —** Application of the Debtors and Debtors in Possession, Pursuant to Sections 327(a) and 329(a) of the Bankruptcy Code, Bankruptcy Rules 2014(a) and 2016(b) and Local Bankruptcy Rules 2014(A) and 2016-1 for an Order Authorizing the Debtors and Debtors in Possession to Retain and Employ Armstrong Teasdale as Local Co-Counsel, Effective as of the Petition Date (Final Order)

**Second Day Motions**

**26. "503(b)(9) Procedures" —** Motion of the Debtors and Debtors in Possession, Pursuant to Sections 105(a), 363 and 503 of the Bankruptcy Code and Bankruptcy Rules 3002 and 3003, for an Order (I) Establishing Procedures to Resolve Claims Arising Under Section 503(b)(9) of the Bankruptcy Code and (II) Granting Related Relief (Final Order);

**27. "Reclamation Procedures" —** Motion of the Debtors and Debtors in Possession, Pursuant to Sections 105(a) and 362 of the Bankruptcy Code and Bankruptcy Rule 9019(b), for an Order (I) Establishing Procedures for Resolving Reclamation Claims Asserted Against the Debtors and Debtors in Possession and (II) Granting Related Relief (Final Order);

**28. "Ordinary Course Professionals Motion" —** Motion of the Debtors and Debtors in Possession for an Order Authorizing the Retention and



Compensation of Professionals Utilized by the Debtors in the Ordinary Course of Business (Final Order);

29. **"Interim Compensation Motion"** — Motion of the Debtors and Debtors in Possession, Pursuant to Sections 105(a) and 331 of the Bankruptcy Code, Bankruptcy Rule 2016(a) and Local Bankruptcy Rule 2016-1 and 2016-2, for an Order Establishing Procedures for Interim Monthly Compensation of Professionals (Final Order);
30. **"Motion to Reject Executory Contracts"** — Motion of the Debtors and Debtors in Possession, Pursuant to Section 105 and 365 of the Bankruptcy Code, for an Order Authorizing the Rejection of Certain Executory Contracts and Unexpired Leases Nunc Pro Tunc to the Petition Date (Final Order);
31. **"Workers' Compensation and Insurance"** — Motion of the Debtors and Debtors in Possession, Pursuant to Sections 105(a), 363 and 364 of the Bankruptcy Code, for Interim and Final Orders Authorizing Them To: (I) Maintain, Continue and Renew Their Property Casualty, Liability, Workers' Compensation and Other Insurance Programs, Policies and Agreements; and (II) Honor Certain Prepetition Obligations in Respect Thereof (Final Order);
32. **"Trading Motion"** — Motion of the Debtors and Debtors in Possession, Pursuant to Sections 105(a), 362 and 541 of the Bankruptcy Code, for Entry of Interim and Final Orders: (I) Establishing Notice and Objection Procedures for Transfers of Equity Securities; (II) Establishing a Record Date for Notice and Sell-Down Procedures for Trading in Claims Against the Debtors' Estates; and (III) Granting Related Relief (Final Order);
33. **"Surety Bonds"** — Motion of the Debtors and Debtors in Possession, Pursuant to Sections 105(a), 363 and 364 of the Bankruptcy Code, for Interim and Final Orders (I) Authorizing the Debtors to Maintain, Continue and Renew their Surety Bond Program and (II) Granting Certain Related Relief (Final Order);
34. **"Essential Suppliers"** — Motion of the Debtors and Debtors in Possession, Pursuant to Section 105(a), 363(b) and 503(b)(9) of the Bankruptcy Code, for Interim and Final Orders Authorizing Them to Pay Prepetition Claims of Certain Essential Suppliers and Service Providers (Final Order);
35. **"ADM Motion"** — Motion of the Debtors and Debtors in Possession for Entry of Interim and Final Orders (I) Authorizing the Continuation and Assumption of the ADM Agreement and (II) Granting Related Relief (Final Order);

36. **"Cash Management"** — Motion of the Debtors and Debtors in Possession, Pursuant to Sections 345, 363(c)(1), 364, 503(b)(1) and 553 of the Bankruptcy Code, for Interim and Final Orders: (I) Approving the Continued Use of the Debtors' Cash Management System, Bank Accounts and Business Forms; (II) Granting a Waiver of the Requirements of Section 345(b) and Certain of the U.S. Trustee's Operating Guidelines; (III) Permitting Continued Intercompany Transactions; (IV) Preserving and Permitting the Exercise of Intercompany Setoff Rights; and (VI) Authorizing Banks to Honor Certain Transfers and Charge Certain Fees and Other Amounts (Final Order);
37. **"Accounts Receivables Securitization Motion"** — Motion of the Debtors and Debtors in Possession, Pursuant to 11 U.S.C. §§ 105, 362(d), 363(b)(1), 363(f), 363(m), 363(c)(1), 364(c)(2), 363(d), 364(d), 364(e) and 365, for Entry of Interim and Final Orders: (I) Authorizing Certain Debtors to Continue Selling and Contributing Receivables and Related Rights Pursuant to a Securitization Facility; (II) Modifying the Automatic Stay; and (III) Granting Related Relief (Final Order)
38. **"DIP Motion"** — Motion of the Debtors and Debtors in Possession, Pursuant to Sections 105, 361, 362, 363, 364 and 507(b) and Bankruptcy Rules 4001(b) and (c), for Interim and Final Orders (I) Authorizing Debtors (A) to Obtain Postpetition Financing and (B) to Utilize Cash Collateral; (II) Granting Adequate Protection to Prepetition Secured Parties; and (III) Scheduling a Final Hearing (Final Order);
39. **"Financial Advisor"** — Application of the Debtors and Debtors in Possession, Pursuant to Sections 327(a), 328(a) and 1107(b) of the Bankruptcy Code, Bankruptcy Rule 2014(a) and Local Bankruptcy Rule 2014(A), for an Order Authorizing the Debtors and Debtors in Possession to Retain and Employ FTI Consulting, Inc. as Financial Advisors, Nunc Pro Tunc to the Petition Date (Final Order);
40. **"Investment Banker"** — Application of the Debtors and Debtors in Possession, Pursuant to Sections 327(a), 328(a) and 1107(b) of the Bankruptcy Code, Bankruptcy Rule 2014(a) and Local Bankruptcy Rule 2014(A), for an Order Authorizing the Debtors and Debtors in Possession to Retain and Employ Lazard Frères & Co. LLC and Lazard Pty Limited as Investment Banker, Nunc Pro Tunc to the Petition Date (Final Order).