AMENDED

Monthly Operating Report

CHAPTER 11

CASE NAME: Mis	ssissippi Phosphates Corporation	Monogramma					
CASE NUMBER:	14-51668	For Period:	Feb. 1 - Feb. 29, 2016				
THIS REPORT IS the United States 1 signature.	DUE 15 DAYS AFTER THE END C rustee has waived the requiremen	OF THE MONTH. The debtor must a t in writing. File with the court and si	ttach each of the following forms unless ubmit a paper copy to UST with an original				
Form Attached	Previously Waived	REQUIRED REPORTS/DOCUME	ENTS				
(mark only one (X)	- attached or waived)	Comparative Balance Sheet (FO	RM 2-B)				
(X)	()	Profit and Loss Statement (FORM	/l 2-C)				
(X)	()	Cash Receipts & Disbursements	Statement (FORM 2-D)				
(X)	()	Supporting Schedules (FORM 2-E)					
(X)	()	Narrative (FORM 2-F)					
(X)	()	Copies of Bank Statement(s) and all account(s)	Reconciliations of Bank Balance for				
I declare under pen best of my knowled	alty of perjury that the following Moge and belief.	onthly Operating Report and any atta	chments therefor, are true and correct to the				
Executed on:	7/6/16	Debtor(s)* Mississippi	Phosphates Corporation				

Board Member

Robert Kerley

By:** Position:

Name of Preparer:

Telephone No. of Preparer:

* both debtors must sign if a joint petition

** for corporate or partnership debtor

(date)

MPC Consolidating Balance Sheet	мро	•	ATS	SATS	М	or.
(Amounts in Thousands USD)	2/29/2016	1/31/2016	2/29/2016 1/31/2016	2/29/2016 1/31/2016	2/29/2016	2/29/2016
					Eliminations	Balances
Petty Cash Wells Fargo Bank Funding	2	2			-	2
MPC DIP Account	155	188			-	155
MPC DIP Tax Account	40	40				40
MPC Employee Health Benefit Account Wells Fargo Disbursement					-	-
Merchange & Marine Plt Mgr					-	-
PHI Cash Total Cash	197	230			-	- 197
Deferred Income Taxes - Current	5,004	5,004				5,004
A/R - Trade	3,004	3,004			-	5,004 - -
A/R - Misc Trade Total A/R - Trade			-	-		- -
A/R - Other	11	11			-	- 11
A/R - OCP A/R - Intercompany	2,921	- 2,921			-	- 2,921
A/R - Ammonia Tank Subsidiary	_,	-,				-
A/R - Sulfuric Acid Tank Subsidiary Note Receivable - PHI/MPC		-				-
Interest Receivable - PHI/MPC		-			-	-
Total A/R - Other	2,932	2,932			-	2,932
Workers Compensation Deposit					-	-
Prepaid Insurance Deposits and Retainers	7					7
Transammonia Inv Valuation Deposit						-
Prepaid Other					-	-
Raw Material Deposits-Exxon Mobil ST Freight Deposits						-
Raw Material Deposits-Chevron					-	-
Raw Material Deposits-Shrieve Raw Material Deposits-Trammo Ammonia					-	-
Prepaid Turnaround Cost					-	-
DAP Inventory Delivered not Billed Total Prepaid & Other Current	7					- 7
DAP - Finished Goods Inventory	,					- '
						-
Sulfuric Acid Phos Acid						-
Total Intermediary Products Inventory					-	-
Phos Rock					_	
Sulfur					-	-
Purchased SA Raw Material Deposits					-	-
Chemicals						-
Total Raw Materials Inventory						-
Spare Parts & Supplies						-
Spare Parts Out for Repair					-	-
Spare Parts - Transfer to Capital Spares Total Spare Parts Inventory						-
Total Spare Falts Inventory						-
Total Inventories				-	-	-
Total Current Assets	8,140	8,166	-		-	8,140 -
Investment in MPC PHI Other Assets					-	-
Deferred Loan Costs	481	481				- 481
Morgan Keegan - Gyp Closure					-	-
LT Freight Deposits LT Deferred Tax Asset					-	
Investment - Ammonia Tank Subsidiary						-
Investment - Sulfuric Acid Tanks Sub Total Other LT Assets	481	481				- 481
		÷.				-
Buildings - Non Katrina Buildings - Katrina						
Land Improvements-2010					-	-
Land Improvements-2011 Land Improvements-2012						
Land Improvements-2013						-
Site Improvements					-	-

MPC Consolidating Balance Sheet	MPC		ATS		SAT	s	МІ	PC
(Amounts in Thousands USD)	2/29/2016	1/31/2016	2/29/2016	1/31/2016	2/29/2016	1/31/2016	2/29/2016	2/29/2016
							Eliminations	Balances
Apparatus & Machinery Katrina Equipment							-	
Other Equipment - Non Katrina							-	-
Other Equipment - Katrina Plant Rolling Stock - Non Katrina							-	-
Plant Rolling Stock - Katrina							-	-
Office Furn & Fix - Non Katrina Office Furn & Fix - Katrina							_	-
Capital Spare Parts								-
Total Machinery & Equipment			-	-	-	-	-	-
A/D - Land-2010							-	-
A/D - Land-2011							-	-
A/D - Land-2012 A/D - Land-2013							-	-
A/D - Buildings - Non Katrina							-	-
A/D - Buildings - Katrina A/D - Site Improvements							-	-
A/D - Apparatus & Machinery							-	-
A/D - Apparatus & Machinery A/D - Other Equipment - Non Katrina								-
A/D - Other Equipment - Katrina							-	-
A/D - Plant Rolling Stock - Non Katrina							-	-
A/D - Plant Rolling Stock - Katrina A/D - Office Furn & Fix - Non Katrina								-
A/D - Office Furn & Fix - Katrina							-	-
A/D - Capital Spare Parts Total Accumulated Depreciation			-					-
								-
Construction in Progress							-	
Total Net PP&E			-	-	-	-	-	-
Total Assets	8,621	8,648	-	-	-	-		8,621
								-
A/P - Trade (Post Petition) A/P - Trade (Pre-Petition	174 27,657	155 27,657					-	174 27,657
Payroll Liabilities	21,031	-						-
A/P-Accr	(0)	- (0)		0			-	- (0)
A/P-ATS A/P-SATS	(8) (14)	(8) (14)	8	8	14	14		(0) (0)
A/P - PHI	62	62					-	62
A/P - MPC		-						-
Total Accounts Payable	27,871	27,852	8	8	14	14	-	27,893 -
Accrued Other	399	399					-	399
Accrued Other - Rock Accrued Environmental Remediation	-	-					-	-
Accrued Rock Price Adj	-	-					-	-
Accrued Competitive Discounts Accrued Medical Claims - IBNR	-	-					-	-
Spare Parts Received Not Billed	81	81					-	81
Accrued Workers Comp - IBNP Accrued Hospital Insurance	383	383					-	383
United Way Contribution	-	-					-	-
HBP Revolver	9,067	9,067					-	9,067
Butler Snow Escrow UCC Escrow	(1,859) (425)	(1,859) (425)					-	(1,859) (425)
Notes Payable - HBP	-	-					-	-
Accrued Interest - PHI Accrued Payroll	(62)	- 35					-	(62)
Accrued Vacations	-	-					-	-
Accrued Vacation Employee Bank Accrued Compensation - SARS	-	-					-	-
Accrued Bonus	-	-					-	
Accrued Interest - Hudson	- 9,130	- 9,130					-	- 0.120
Accrued Interest - Hudson Accrued Property Tax	2,062	2,062					-	9,130 2,062
Accrued Franchise Tax	226	226					-	226
Accrued Use Tax Accrued Interest - Ins Financing	25	25 -					-	25 -
Total Accrued Liabilities	19,027	19,124	-	-	-			19,027
Total A/P & Accrued Expenses	46,898	46,976	8	8	14	14	-	46,920
Hudson Bay LTD	31,000	31,000					-	31,000
Notes Payable - PHI/MPC	5,968	5,968					-	5,968
Notes Payable - Equipment Financing Notes Payable - Ins Financing							-	-
Trammo Term Loan - Long Term							-	-

14-51667-KMS Dkt 1171 Filed 07/06/16 Entered 07/06/16 14:34:00 Page 4 of 16

MPC Consolidating Balance Sheet	MP	С	ATS	;	SAT	S	MF	c
(Amounts in Thousands USD)	2/29/2016	1/31/2016	2/29/2016	1/31/2016	2/29/2016	1/31/2016	2/29/2016	2/29/2016
							Eliminations	Balances
LT Notes Payable - Equipment Financing							-	-
Accrued Gypsum Disposal							-	-
Deferred Income Taxes - LT	1,262.79	1,262.79					-	1,263
								-
Common Stock	1.00	1.00					-	1
Add'l Paid-In-Capital	29,877.00	29,877.00	2,861	2,861	3,111	3,111	-	35,849
Retained Earnings	-105,542.36	-105,542.36	(2,869)	(2,869)	(3,125)	(3,125)	-	(111,536)
Net Income	-843.38	-895.57	-	-		, ,	-	(843)
Total Shareholder's Equity	(76,508)	(76,560)	(8)	(8)	(14)	(14)	-	(76,530)
								-
Total Liabilities & Shareholder's Equity	8,621	8,648	0	0	(0)	(0)		8,622

MCD Consolidating Profit and Loss Statement (Amounts in Thousands USD) Year to Date 02/29/2016	MPC	ATS	SATS	MPC	MPC
	Adjusted Balances	Adjusted Balances	Adjusted Balances	Consolidated Eliminations	Consolidated Balances
DAP Sales MAP Sales Profit Share Income - Trammo Customer Volume Discounts Misc sales adj	- - - - -	- - - - -	- - - - - -	- - - -	- - - - -
Stg & Handling - Trammo Sales	-	-	-		-
Net Sales - DAP Net Sales - Other	- -	- -	-		-
PHI Management Services Income PHI Sales Commissions	-	-	- -	-	-
Total Net Sales	-	-	-	-	-
Total Cost of Sales		-	-	-	-
Gross Profit (Loss)	(61)	-	-	-	(61)
Total Selling, General & Admin Exp	- 18	-	-	-	- 18
Insurance Recoveries Environmental Remediation	-	-	-	-	-
Operating Income (Loss)	(79)	-	-	-	(79)
Total Interest, Net Total Other, Net	- (764)	-	-	-	- (764)
Income (Loss) Before Taxes	(843)		-	-	(843)
Income Tax Expense	-	-	-	-	-
Net Income (Loss)	(843)				(843)

Mississippi Phosphates Corporation For the Period of Feb 1 thru Feb 29, 2016

Cash Reconciliation

Beginning Cash Balance		\$	188,458							
Cash Receipts (ties to Form 2-D)		\$	-							
Cash Disbursements (ties to Form 2D)		\$	(33,773)							
Net Cash Flow		\$	(33,773)							
Ending Cash Balance (ties to Form 2B)		\$	154,685							
Cash Summary - Ending Balance										
	Amount Financial Institution									
Real Estate Account										
Trust Account		\$	-							
Operating and / or Personal Account		\$	-							
DIP Funding Account		\$	222,422	WF DIP Funding Account						
Payroll Account										
Tax Account		\$	40,351	Wells Fargo						
Control Disbursements		\$	-							
Other Accounts (Specify savings or checking)	Checking	\$	-							
Other Accounts (Specify savings or checking)	Checking	\$	-							

1,500

264,273

Cash on hand

\$ (109,587.880)

Adjusted Cash Disbursements:

Cash Collateral Account

Petty Cash

Cash disbursments above less inter-account transfers and UST fees paid (to be used to determing quarterly UST fee)

Total Cash (must agree with above ending Cash)

Mississippi Phosphates Corporation MPC Quarterly Fee Summary

IPC Quarterly Fee Summary February 29, 2016

Payment <u>Date</u>	Cash <u>Disbursement</u>	Quarterly s <u>Fee Due</u>	Check No.	<u>Date</u>
January February March Total 1st Quarter	\$ 176,263.00 \$ 33,772.8			
April May June Total 2nd Quarter	\$ -	 	60187	7/15/2015
July August September Total 3rd Quarter	\$ -		60392	10/16/2015
October November December Total 4th Quarter	\$ -			

Mississippi Phosphates Corporation

Date	Check NoTO	Vendor	DESCRIPTION	AMO	DUNT
02/11/2016	•	Wellls fargo	<u> </u>	\$	(1,792.02
02/22/2016		Crawford & company		\$	(3,738.75
02/23/2016		Quickbooks		\$	(4.28
02/01/2016		Vanguard		\$	-
02/01/2016		Vanguard		\$	-
02/02/2016		Jeffrey Bowman		\$	(600.00
02/02/2016		CAROUSEL INDUSTRIES		\$	(959.10
02/08/2016		VFTC		\$	(14,759.52
02/08/2016		VFTC		\$	(4,422.15
02/29/2016		Arthur Gallagher		\$	(7,497.00

Grand Total	(33,772.82)
Tax Account	
petty cash	-
Employee benefit account	-
Plant Managers Account	-
Total disbursements	(33,772.82)

Mississippi Phosphates Corporation

Date Request Description Receipts
Todasor Todasor Todasor

Grand total \$0.00

Tax accounts 0.00
petty cash Employee benefit account Plant Managers Account
MPC DIP Account
\$0.00

Phosphate Holdings Inc.

Phosphate Holdings Inc. : Mississippi Phosphates Corporation Custom A/P Aging Summary As of Feb , 2016

	Current	1 - 30	31 - 60	61 - 90	> 90	TOTAL
BROCK SERVICES, LTD	0.00	0.00	0.00	0.00	3,490.56	3,490.56
JACKSON COUNTY PORT AUTHORITY	0.00	0.00	-691.94	0.00	0.00	-691.94
JOE TUCKER, TAX COLLECTOR	0.00	0.00	0.00	0.00	149,682.69	149,682.69
PASCAGOULA UTILITIES	0.00	0.00	0.00	2,017.78	0.00	2,017.78
U.S. Trustee	0.00	0.00	0.00	0.00	0.00	0.00
USA BLUE BOOK	0.00	0.00	534.17	0.00	0.00	534.17
Vanguard	19,181.67	0.00	0.00	0.00		19,181.67
	19.181.67	0.00	-157.77	2.017.78	153,173,25	174,214,93

Mississippi Phosphates Corporation Customer A/R Aging Summary 2 As of Feb 29, 2016

Filters: Amount Due (not equal to From: 0.0), Name (equal to A/R - Trade)

			- · · · · · · · · · · · · · · · · · · ·			
Customer:Work Order	Current	12/17/2014 - 1/15/2015 (30)	11/17/2014 - 12/16/2014 (60)	10/18/2014 - 11/16/2014 (90)	Before 10/18/2014 (>90)	Total
	Open Balance	Open Balance	Open Balance	Open Balance	Open Balance	Open Balance
Debruce Fertilizer, INC	\$0.00	\$0.00	\$0.00	\$0.00	(\$5,357.17)	(\$5,357.17)
Growmark, Inc	\$0.00	\$0.00	\$0.00	\$0.00	(\$33,709.19)	(\$33,709.19)
Stuart Farm Center	\$0.00	\$0.00	\$0.00	\$0.00	\$559.20	\$559.20
Ammonia Tanks Subsidiary	\$0.00	\$0.00	\$0.00	\$0.00	\$1,137,392.00	\$1,137,392.00
Total	\$0.00	\$0.00	\$0.00	\$0.00	\$1,098,884.84	\$1,098,884.84
Inter-Oceanic Corp.					\$0.00	\$0.00
Less Reserve for Doubtful Ad	ccounts				(\$1,098,884.84)	(\$1,098,884.84)
Net AR Outstanding	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00

Mississippi Phosphates Corporation

As of Feb 29,2016

Insurance Schedule

Type	Carrier / Agent	Coverage	Date of Expiration	Premium Paid
Workers Compensation	New Hampshire Ins. (AIG)	Statutory + 1M employer		
General Liability	The Hartford	1,000,000	22-Dec-16	7,497
Property (Fire, Theft)	AIG & Lloyds of London	100,000,000		
Vehicle	Granite State Insurance Co. (AIG)	2,000,000		
Other				
Other:				
Foreign Liability	ACE	1,000,000		
Marine Liability	Travelers Group	5,000,000		
Hull / P&I	Travelers Group	1,037,500		
Umbrella Liability	National Union (AIG)	25,000,000		
Environmental	AIG	10,000,000		
Fiduciary	XL Specialty Insurance Company	5,000,000		
Emp. Practices Liab.	XL Specialty Insurance Company	5,000,000		
Crime	U.S. Specialty Ins. Co.	1,000,000		
Director and Officer	Endurance American Insurance Compar	10,000,000	17-Oct-16	40,000 (A)
Kidnap & Ransom	Federal Insurance Company (Chubb)	5,000,000		

Note: The Company no longer has property outside of the 320 acres of land intended to be passed to the Marine reserve.

The only current liability insurance relates to this property through 12/22/16.

D&O tail insurance is also ineffect through PHI

WellsOne® Account

Account number: 4128195625 ■ February 1, 2016 - February 29, 2016 ■ Page 1 of 2



MISSISSIPPI PHOSPHATES CORPORATION DEBTOR-IN-POSSESSION TAX ACCOUNT CASE NO. 14-51667-KMS 601 INDUSTRIAL RD PASCAGOULA MS 39581-3233

Questions?

Call your Customer Service Officer or Client Services 1-800-AT WELLS (1-800-289-3557) 5:00 AM TO 6:00 PM Pacific Time Monday - Friday

Online: wellsfargo.com

Write: Wells Fargo Bank, N.A. (182) PO Box 63020 San Francisco, CA 94163

Account summary WellsOne® Account

Account number	Beginning balance	Total credits	Total debits	Ending balance
4128195625	\$40,350.94	\$0.00	\$0.00	\$40,350.94

Daily ledger balance summary

 Date
 Balance

 01/31
 40.350.94

Average daily ledger balance \$40,350.94



Effective January 1, 2016, Wells Fargo is updating the descriptions of its procedures for verifying transactions in the

WellsOne® Account

Account number: 4202608733 ■ February 1, 2016 - February 29, 2016 ■ Page 1 of 2



Questions?

Call your Customer Service Officer or Client Services 1-800-AT WELLS (1-800-289-3557) MISSISSIPPI PHOSPHATES CORPORATION DEBTOR-IN-POSSESSION CASE NO. 14-51667-KMS 601 INDUSTRIAL RD PASCAGOULA MS 39581-3233

5:00 AM TO 6:00 PM Pacific Time Monday - Friday

Online: wellsfargo.com

Write: Wells Fargo Bank, N.A. (182) PO Box 63020

San Francisco, CA 94163

Account summary WellsOne® Account

Account number	Beginning balance	Total credits	Total debits	Ending balance
4202608733	\$257,182.88	\$0.00	-\$34,761.02	\$222,421.86

Debits

Electronic debits/bank debits

Effective	Posted		_
date	date	Amount	Transaction detail
	02/11	1,792.02	Client Analysis Srvc Chrg 160210 Svc Chge 0116 000004202608733
	02/22	3,738.75	C & C Sisdat-Aeg DTC 16065 Crawford & Company
	02/23	4.28	Intuit Payrollee 160222 1057116 Mississippi Phosphates
		\$5,535.05	Total electronic debits/bank debits

Checks paid

Number	Amount	Date	Number	Amount	Date	Number	Amount	Date
60431	400.00	02/01	60441	1,000.00	02/02	60446	959.10	02/08
60439	4,248.42	02/01	60442	139.34	02/02	60447	14,759.52	02/25
60440	2.697.44	02/02	60445*	600.00	02/11	60448	4.422.15	02/25

\$29,225.97 Total checks paid

\$34,761.02 Total debits

Daily ledger balance summary

^{*} Gap in check sequence.

IN THE UNITED STATES BANKRUPTCY COURT FOR THE SOUTHERN DISTRICT OF MISSISSIPPI SOUTHERN DIVISION

In re:)	
)	
MISSISSIPPI PHOSPHATES)	
CORPORATION, et al. ¹)	CASE NO. 14-51667-KMS
)	Chapter 11
Debtors)	Jointly Administered
)	·

NARRATIVE STATEMENT

For Period February 1, 2016 to February 29, 2016

Please provide a brief description of the significant business and legal action by the debtor, its creditors, or the court during the reporting period. Comments should include any change in bank accounts, explanation of extraordinary expenses, and purpose of any new post-petition financing. Comments should also include debtor's efforts during the month to rehabilitate the business and to develop a plan.²

Mississippi Phosphates Corporation, *et al.*, the Debtors and debtors-in-possession herein (the "*Debtors*"), filed their Bankruptcy Cases on October 27, 2014 (the "*Petition Date*"). The Debtors have continued to operate and manage their businesses pursuant to Bankruptcy Code §§ 1107(a) and 1108.

As noted in the November 2015 Monthly Operating Report, on October 16, 2015 (the "Closing Date"), the Debtors closed the Alternative Transactions by transferring to the MPC Environmental Trust and to the MPC Liquidation Trust substantially all of its real and personal property. As of that date, the MPC Environmental Trustee assumed the responsibility for the wastewater treatment and the gyp stacks maintenance, while the MPC Liquidation Trustee assumed the responsibility for the ammonia terminalling operations of the Debtors. On November 3, 2015, the Debtors filed their Notice of Closing of Sale of Assets to Environmental Trustee and Liquidation Trustee under Alternative Transaction [Dkt. # 1070].

After the Closing Date, the Debtors' professionals continued to work with professionals for the MPC Environmental Trustee, the MPC Liquidation Trustee, and the Environmental Agencies with respect to various financing and budget issues related to the transfers of assets of

¹ The chapter 11 cases of the following affiliated Debtors have been administratively consolidated for joint administration pursuant to that certain *Order Granting Motion of the Debtor for Order Directing Joint Administration of Affiliated Cases Pursuant to Bankruptcy Rule 1015(b)*, dated October 29, 2014 [Dkt. # 62]: Mississippi Phosphates Corporation ("*MPC*"), Case No. 14-51667, Ammonia Tank Subsidiary, Inc. ("*ATS*"), Case No. 14-51668 and Sulfuric Acid Tanks Subsidiary, Inc. ("*SATS*"), Case No. 14-51671. These chapter 11 cases are sometimes referred to herein as the "*Bankruptcy Cases*." Consequently, this Narrative describes developments in all three Bankruptcy Cases.

² All references to Docket Numbers are to the Docket in the MPC case, which is the Lead Case.

the Debtors to those two Trusts to ensure a smooth and orderly transition, as well as with respect to numerous operational, transitional, and legal issues related to the transfer of the Debtors' real and personal property to the appropriate trust, including a survey of the subject property, easements and other real estate title issues, and reviewing environmental permits to allocate permits to the appropriate Trust for future operations.

The Debtors' professionals continued to communicate with counsel for the Committee with respect to the *Complaint for Declaratory and Other Relief* filed by the MPC Liquidation Trust in the Bankruptcy Court in the adversary proceeding styled "MPC Liquidation Trust vs. Mississippi Phosphates Corporation and Mississippi Power Company," Adv. Pro. No. 16-06001-KMS (the "Adversary Proceeding"). These discussions centered on the defense of the Adversary Proceeding and the prosecution of any counterclaims or cross-claims on behalf of the bankruptcy estate related to the Adversary Proceeding.

On February 18, 2016, counsel for the Committee filed an *Unopposed Motion for Leave of Court to Pursue Claims and Objections on behalf of Estate* [Dkt. # 1101]. On February 29, 2016, the Court entered its **Order Granting** *Unopposed Motion for Leave of Court to Pursue Claims and Objections on behalf of Estate* [Dkt. # 1103].

The Debtors' professionals continued their work on preparing a Chapter 11 plan and disclosure statement, including communications with counsel for the Committee related to that plan.

The Debtors' professionals had communications with Arthur J. Gallagher ("Gallagher"), the Debtors' insurance broker, as well as with AIG Insurance (the workers compensation carrier), and with the workers compensation counsel, with respect to the course of action to handling workers' compensation claims on a going forward basis.