

UNITED STATES BANKRUPTCY COURT		FOR THE DISTRICT OF DELAWARE	PROOF OF CLAIM
Name of Debtor: AgFeed USA, LLC		Case Number: 13-11761-BLS	COURT USE ONLY <input type="checkbox"/> Check this box if this claim amends a previously filed claim. Court Claim Number: _____ (If known) Filed on: _____ <input type="checkbox"/> Check this box if you are aware that anyone else has filed a proof of claim relating to this claim. Attach copy of statement giving particulars. <div style="text-align: center; font-weight: bold; font-size: 1.2em;">RECEIVED</div> <div style="text-align: center; font-weight: bold; font-size: 1.2em;">NOV 12 2013</div>
NOTE: Do not use this form to make a claim for an administrative expense that arises after the bankruptcy filing. You may file a request for payment of an administrative expense according to 11 U.S.C. §503.			
Name of Creditor (the person or other entity to whom the debtor owes money or property): Perdue Grain and Oil Seed, LLC			
Name and address where notices should be sent: Laura S. Bouyea, Esquire Venable LLP 750 East Pratt Street, Suite 900 Baltimore, Maryland 21202		Telephone number: 410-244-7400 email: lsbouyea@venable.com	
Name and address where payment should be sent (if different from above): Herbert D. Frerichs, Jr. General Counsel 31149 Old Ocean City Road Salisbury, Maryland 21804		Telephone number: (410) 543-3554 email: _____	
1. Amount of Claim as of Date Case Filed: <u>\$See attached.</u>		BMC GROUP	
If all or part of the claim is secured, complete item 4.			
If all or part of the claim is entitled to priority, complete item 5.			
<input type="checkbox"/> Check this box if the claim includes interest or other charges in addition to the principal amount of claim. Attach a statement that itemizes interest or charges.			
2. Basis for Claim: <u>See attached.</u> (See instruction #2)			
3. Last four digits of any number by which creditor identifies debtor: _____	3a. Debtor may have scheduled account as: _____ (See instruction #3a)	3b. Uniform Claim Identifier (optional): _____ (See instruction #3b)	
4. Secured Claim (See instruction #4) Check the appropriate box if the claim is secured by a lien on property or a right of setoff, attach required redacted documents, and provide the requested information.		Amount of arrearage and other charges, as of the time case was filed, included in secured claim, if any: \$ _____	
Nature of property or right of setoff: <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other Describe: _____		Basis for perfection: _____	
Value of Property: \$ _____		Amount of Secured Claim: \$ _____	
Annual Interest Rate ___% <input type="checkbox"/> Fixed or <input type="checkbox"/> Variable (when case was filed)		Amount Unsecured: \$ _____	
5. Amount of Claim Entitled to Priority under 11 U.S.C. §507(a). If any part of the claim falls into one of the following categories, check the box specifying the priority and state the amount.			
<input type="checkbox"/> Domestic support obligations under 11 U.S.C. §507(a)(1)(A) or (a)(1)(B).		<input type="checkbox"/> Wages, salaries, or commissions (up to \$11,725*) earned within 180 days before the case was filed or the debtor's business ceased, whichever is earlier - 11 U.S.C. §507(a)(4).	
<input type="checkbox"/> Up to \$2,600* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. §507(a)(7).		<input type="checkbox"/> Contributions to an employee benefit plan - 11 U.S.C. §507(a)(5).	
<input type="checkbox"/> Taxes or penalties owed to governmental units - 11 U.S.C. §507(a)(8).		<input checked="" type="checkbox"/> Other - Specify applicable paragraph of 11 U.S.C. §507(a)(2).	
		Amount entitled to priority: <u>\$See attached.</u>	
*Amounts are subject to adjustment on 4/1/13 and every 3 years thereafter with respect to cases commenced on or after the.			
6. Credits: The amount of all payments on this claim has been credited for the purpose of making this proof of claim. (\$			



FORM B10 (Official Form 10) (12/11)

7. Documents: Attached are redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. If the claim is secured, box 4 has been completed, and redacted copies of documents providing evidence of perfection of a security interest are attached. (See instruction #7, and the definition of "redacted")

DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING.

If the documents are not available, please explain:

8. Signature: (See instruction #8)

Check the appropriate box.

- I am the creditor. I am the creditor's authorized agent. I am the trustee, or the debtor, or their authorized agent. I am a guarantor, surety, indorser, or other codebtor. (See Bankruptcy Rule 3005.)
(Attach copy of power of attorney, if any) (See Bankruptcy Rule 3004.)

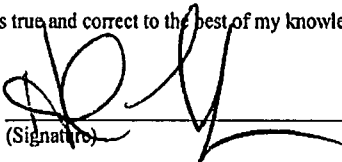
I declare under penalty of perjury that the information provided in this claim is true and correct to the best of my knowledge, information, and reasonable belief.

Print Name: Herbert D. Frerichs, Jr.

Title: Secretary

Company: _____

Address and telephone number (if different from notice address above): _____


(Signature)

11-11-13

(Date)

Telephone number: _____

email: _____

Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§152 and 3571.

Attachment to Proof of Claim

On July 15, 2013 (the "Petition Date"), AgFeed USA, LLC ("AgFeed") and certain affiliates (collectively, the "Debtors") filed voluntary petitions pursuant to chapter 11 of title 11 of the United States Code (the "Bankruptcy Code").

AgFeed, one of the Debtors herein, and Perdue Grain and Oilseed, LLC ("Perdue") were parties to a Grain Storage Facility Agreement dated August 24, 2012 (the "Lease"). Pursuant to the Lease, Perdue leased a grain elevator from AgFeed. Certain electricity payments and grain handling charges are due and owing to Perdue pursuant to the Lease. The Debtors agreed to pay and did in fact pay Perdue the prepetition portion of electricity payments and grain handling charges due to Perdue in connection the Order (I) Authorizing and Approving the Sale of Certain of the Debtors' Assets Free and Clear of All Liens, Claims, Encumbrances and Other Interests Pursuant to Asset Purchase Agreement with High Plains Pork, LLC, Cohoma Pork, LLC, and Murphy-Brown LLC; (II) Authorizing the Debtors to Enter Into and Perform Their Obligations under the Asset Purchase Agreement; (III) Authorizing and Approving the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases in Connection with the Sale; and (IV) Granting Certain Related Relief [Docket No. 257] and the related assumption of the Lease by the purchaser.

The remaining amounts due and owing pursuant to the Lease for the post-petition period July 15, 2013 through September 12, 2013, the sale closing date, total \$7,596.79, including \$592.79 in handling charges and \$7,004.01 in electrical charges (\$1,939.05 for the period July 15, 2013 – July 31, 2013; \$4,022.02 for the period August 1, 2013 through August 31, 2013; and \$1,042.94 for the period September 1, 2013 through September 30, 2013).

Perdue is continuing to investigate its claims against the Debtors and further reserves the right to amend and/or supplement its claim as necessary or appropriate for any purpose or reason, including claims entitled to administrative priority and/or addressing any claim for prepetition amounts previously paid to Perdue pursuant to the Order, Pursuant to Sections 105(a), 363(b), 1107(a) and 1108 of the Bankruptcy Code, Authorizing, But Not Directing, the Debtors to Honor Prepetition Obligations to Feed Component Providers, Finishing Farms, and Feed Providers [Docket No. 30], should that become necessary.

original

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lsbouyea@venable.com

November 11, 2013

VIA FEDERAL EXPRESS

BMC Group, Inc.
Attn: AgFeed USA, LLC Claims Processing
18675 Lake Drive East
Chanhassen, Minnesota 55317

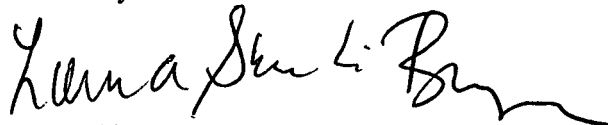
Re: AgFeed USA, LLC, et al., Case No 13-11761
United States Bankruptcy Court for the District of Delaware

Dear Sir/Madame:

Please find enclosed an original and copy of a proof of claim to be filed in the case referenced above. If you would be so kind as to return a date stamped copy of the proof of claim in the enclosed envelope postage prepaid, I would be appreciative.

Should you have any questions concerning the enclosed, please call me at the above number. Thank you.

Sincerely



Laura Skowronski Bouyea

LSB/dll
Enclosures

of FedEx Express® Shipping

ORIGIN ID: ODMA (410) 555 1212
Laura Bouyea
VENABLE LLP
750 E PRATT ST STE 900

Ship Date: 11NOV13
ActWgt: 1 LB
System#: 854116/FXRS0855
Account: S *****

BALTIMORE, MD 21202
UNITED STATES US

TO AgFeed USA LLC Claims Processing

(410) 244 7400

BMC Group Inc.

FedEx
Express

18675 Lake Drive East

RECEIVED

Chanhassen, MN 55317

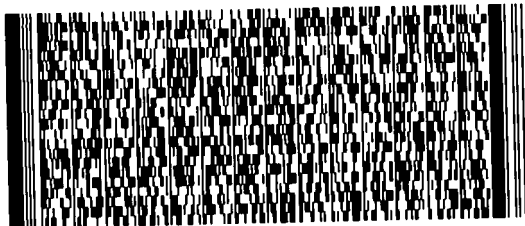
NOV 12 2013



CLS-7062C/22/23

Ref: 000000000000
INV:
PO:

BMC GROUP



Delivery Address
Barcode

BILL SENDER

TRK# 5120 3396 9989

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TUE - 12NOV A1
PRIORITY OVERNIGHT

NA-FBLA

MSP
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Part # 156148-434 RIT 09/12

