

EXHIBIT A

Budget

AgFeed USA, LLC
PROJECTED CASH COLLATERAL BUDGET - EXHIBIT A

	File Ch 11						Transaction / Exit	
	7/19/13	7/26/13	8/2/13	8/9/13	8/16/13	8/23/13	8/30/13	
Cash Inflows:								
Hormel Market Sales	\$ 4,163,358	\$ 4,163,155	\$ 4,164,197	\$ 3,865,535	\$ 4,022,868	\$ 4,198,750	\$ 4,160,580	
Cull Sales- Finishing	105,642	102,308	104,521	113,543	102,312	103,383	102,713	
Cull Sales- Sows	64,980	64,980	64,980	64,980	64,980	64,980	64,980	
Net Sales Proceeds	-	-	-	-	-	-	-	
Misc Income	11,000	-	-	-	16,800	-	-	
Total Inflows	\$ 4,344,981	\$ 4,330,443	\$ 4,333,698	\$ 4,044,058	\$ 4,206,960	\$ 4,367,113	\$ 4,328,273	
Cash Outflows								
Payroll	-	308,230	-	350,284	-	308,230	-	
401k/H.S.A./Insurance	67,986	-	67,986	-	67,986	-	67,986	
Purchased Wean Pigs (CH/MP/3rd Party)	-	60,000	60,000	60,000	60,000	60,000	60,000	
Boar Purchases	-	-	-	-	-	22,500	-	
Feed Costs- Finishing	-	2,249,039	2,329,838	2,217,806	2,195,695	2,178,782	2,140,335	
Feed Ingredient Costs- Farrowing	-	268,720	297,670	303,460	372,179	303,460	303,460	
Producer Fees	-	21,000	1,714,554	21,000	121,353	21,000	21,000	
Vet/Meds	-	40,612	119,003	117,402	115,794	114,545	112,869	
Rent- Offices	-	-	13,750	-	-	-	13,750	
Lease Pmts (TriOak/Bridenstine(OK)/RV(CO))	-	-	75,361	-	-	-	75,361	
AF Parent Overhead	-	234,375	234,375	-	234,375	-	234,375	
Trucking	-	138,717	138,729	138,700	127,866	140,824	138,547	
Utilities	-	75,500	-	30,016	30,016	30,016	30,016	
Repairs & Maintenance	-	-	-	19,466	19,466	19,466	19,466	
Insurance	-	18,000	-	-	184,749	-	-	
Vehicle/Fleet Costs	-	22,500	17,500	-	-	22,500	17,500	
Truck Wash	-	5,000	5,000	5,000	5,000	5,000	5,000	
Business Meals/Travel	-	500	500	500	500	50,000	500	
Misc/Supplies	250,000	-	-	25,000	125,000	25,000	25,000	
Total Operating Outflows	\$ 317,986	\$ 3,442,192	\$ 5,074,265	\$ 3,288,633	\$ 3,659,980	\$ 3,301,323	\$ 3,265,165	
Net Operating Cash Inflow (Outflow)	\$ 4,026,994	\$ 888,250	\$ (740,567)	\$ 755,425	\$ 546,980	\$ 1,065,790	\$ 1,063,109	
Non Operating Outflows								
Principal Payment Other Debt (NC + DIP)	-	-	-	-	-	-	-	
P&I Payment - FCSA Revolver & DIP	165,516	-	-	258,867	-	-	-	
Interest Payment Other Debt (NC + HM)	11,906	-	-	17,858	-	-	-	
Capital Expenditures	-	-	-	10,600	10,600	10,600	10,600	
Professional Fees	-	33,333	33,333	33,333	33,333	33,333	33,333	
Total Non Operating Outflows	\$ 177,422	\$ 33,333	\$ 33,333	\$ 320,658	\$ 43,933	\$ 43,933	\$ 43,933	
Total Cash Outflows	\$ 495,408	\$ 3,475,526	\$ 5,107,599	\$ 3,609,291	\$ 3,703,913	\$ 3,345,256	\$ 3,309,098	
Net Cash Inflow (Outflow)	\$ 3,849,572	\$ 854,917	\$ (773,900)	\$ 434,767	\$ 503,046	\$ 1,021,857	\$ 1,019,175	
Cumulative Post-Petition Cash Flow	\$ 3,849,572	\$ 4,704,489	\$ 3,930,589	\$ 4,365,356	\$ 4,868,402	\$ 5,890,259	\$ 6,909,434	
Total Outstanding FCSA LOC	\$ 60,131,436	\$ 60,131,436	\$ 60,131,436	\$ 60,131,436	\$ 60,131,436	\$ 60,131,436	\$ 60,131,436	

Note: Budget is operating cash flows only and does not take into account projected proceeds from sale of assets currently estimated to close on or before 8/30/13.

Exhibit B

Sale Milestones

(a) Within two (2) business days following the Petition Date, the Debtors shall serve and file a motion pursuant to section 363 of the Bankruptcy Code (the "Sale Motion"), in the Chapter 11 Cases, in a form acceptable to the Lenders, requesting that the Bankruptcy Court (i) conduct a hearing to consider bidding procedures as set forth in the Sale Motion (the "Bidding Procedures") and (ii) enter an order approving the Bidding Procedures substantially in the form attached to the Sale Motion (the "Bidding Procedures Order") on a date no later than seventeen (17) days following the Petition Date. The Sale Motion and Bidding Procedures Order shall include a "stalking horse" bid in form and substance acceptable to the Lenders;

(b) The Debtors shall conduct an auction on or before three days before the Sale Hearing (as defined below) in accordance with the Bidding Procedures Order at the conclusion of which, the Debtors' will select the highest and best bid (the "Successful Bid") in the Debtors' business judgment and in consultation with the Lenders;

(c) A final hearing on the Sale Motion (the "Sale Hearing") shall be on a date no later than forty-one (41) days following the Petition Date at which time the Bankruptcy Court shall have entered an order (the "Sale Order"), substantially in the form attached to the Sale Motion and approved by Lenders, granting the relief requested in the Sale Motion; and

(d) On or before August 31, 2013, the Debtors shall have closed the sale transaction pursuant to the Successful Bid and shall cause the sale proceeds in an amount sufficient to pay the Lenders' claims in full, subject to paragraph 4 of the Final Order.

These Sale Milestones may be amended or modified by written agreement between the Debtors and the Lenders without further order of the Bankruptcy Court, provided, that any amendment or modification shortening the dates on which the Sale Milestones must be achieved shall require prior written notice to the Committee and the United States Trustee. The proposed amendment shall become effective upon three (3) business days from the date of such notification.