

**Exhibit A**

**STATEMENT OF FEES  
BILLING PERIOD THROUGH JANUARY 31, 2014**

**Class Action (0003)**

L&W spent 73.5 hours at a cost of \$54,464.50 on matters related to the Securities Class Action, including preparing for mediation, drafting and editing motions, memoranda, and briefs, reviewing and analyzing documents, and corresponding regarding various issues.

**SEC Investigation (0004)**

L&W spent 25.9 hours at a cost of \$23,720.00 on matters related to the SEC Investigation, including attending to requests for documents, conferencing with the SEC, drafting documents, and researching, analyzing, and corresponding regarding various issues.

**Bankruptcy (0007)**

L&W spent 1.5 hours at a cost of \$517.50 on matters related to the Debtors' bankruptcy, including preparing L&W's fee applications and conducting research.

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 www.lw.com

## LATHAM &amp; WATKINS LLP

# REDACTED

## INVOICE

January 31, 2014

AGFEED INDUSTRIES, INC.  
 100 BLUEGRASS COMMONS BLVD.  
 SUITE 310  
 HENDERSONVILLE, TN 37075

Please identify your check or wire transfer with the following numbers:  
 Invoice No. 140500873  
 File No. 050515-0003

For professional services rendered through January 31, 2014  
 re: CLASS ACTION

<u>Date</u>	<u>Attorney/ Paralegal</u>	<u>Hours</u>	<u>Description</u>
01/02/14	WRB	.60	EMAIL CORRESPONDENCE CONCERNING POSSIBLE EXTENSION FOR FILING MOTION TO DISMISS
01/02/14	JCW	1.40	ANALYZE ISSUES REGARDING MEDIATION; REVISE AND EDIT BRIEF
01/02/14	TKS	.30	SEEK ADDITIONAL EXTENSION
01/03/14	WRB	.60	EMAIL CORRESPONDENCE WITH INDIVIDUAL DEFENDANTS REGARDING MOTION TO DISMISS
01/03/14	JCW	4.10	REVISE AND EDIT MOTION TO DISMISS
01/03/14	TKS	1.60	PREPARE BRIEF FOR FILING
01/04/14	JCW	1.90	REVISE AND EDIT MOTION TO DISMISS
01/04/14	TKS	3.00	REVISE AND EDIT MOTION TO DISMISS
01/04/14	JMB	4.80	REVISE DRAFT MEMORANDUM IN SUPPORT OF THE INDIVIDUAL DEFENDANTS' MOTION TO DISMISS PLAINTIFFS' SECOND AMENDED COMPLAINT
01/05/14	WRB	1.80	REVIEW AND COMMENT ON DRAFT MOTION TO DISMISS
01/05/14	JCW	2.40	REVISE AND EDIT MOTION TO DISMISS
01/05/14	TKS	1.50	REVISE AND EDIT MOTION TO DISMISS
01/05/14	KAS	.70	REVIEW AND EDIT DRAFT MOTION TO DISMISS BRIEF
01/05/14	JMB	3.20	UPDATE AND REVISE MEMORANDUM IN SUPPORT OF INDIVIDUAL DEFENDANTS' MOTION TO DISMISS PLAINTIFFS' SECOND AMENDED COMPLAINT (3.0); COMMUNICATE WITH W. BAKER, C. WORD, AND T. SANDERS REGARDING THE REVISIONS AND UPDATES (.2)
01/06/14	WRB	1.70	FINALIZE MOTION TO DISMISS (1.3); PREPARE FOR MEDIATION (.4)

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.  
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CHN177745.1

<u>Date</u>	<u>Attorney/ Paralegal</u>	<u>Hours</u>	<u>Description</u>
01/06/14	JCW	.40	COMMUNICATIONS WITH INDIVIDUALS REGARDING MOTION TO DISMISS; FINALIZE FILING
01/06/14	TKS	4.70	REVISE AND FILE MOTION TO DISMISS
01/06/14	KAS	1.10	REVIEW AND REVISE DRAFT MOTION TO DISMISS MEMORANDUM
01/06/14	KAS	.60	REVIEW AND ANALYZE PLAINTIFFS' OPPOSITIONS TO AUDITORS' MOTIONS TO DISMISS
01/06/14	JMB	4.70	REVISE THE INDIVIDUAL DEFENDANTS' MEMORANDUM IN SUPPORT OF THEIR MOTION TO DISMISS PLAINTIFFS' SECOND AMENDED COMPLAINT (1.2), THE DECLARATION OF C. WORD AND ITS EXHIBITS (.8), AND THE MOTION TO DISMISS (.4); CREATE A TABLE OF AUTHORITIES AND TABLE OF CONTENTS (.9); PREPARE THE MOTION AND ITS RELATED MATERIALS FOR E-FILING (1.4)
01/06/14	JDG	4.10	CITE-CHECK AND REVIEW TABLE OF AUTHORITIES IN BRIEF IN SUPPORT OF MOTION TO DISMISS PER J. BARGNESI
01/07/14	WRB	1.70	EMAIL CORRESPONDENCE REGARDING MEDIATION (.8); TELEPHONE CALL WITH C. WORD REGARDING MEDIATION (.5); TELEPHONE CALL WITH L. ROBERTS REGARDING MEDIATION (.4)
01/07/14	JCW	.30	ATTENTION TO MEDIATION SCHEDULING
01/07/14	TKS	.40	REVIEW FILINGS
01/08/14	JCW	.30	ANALYZE SEC DAMAGES FIGURE AS IT PERTAINS TO CLASS ACTION MEDIATION
01/10/14	JCW	.20	ATTENTION TO MEDIATION ISSUES
01/13/14	WRB	4.80	PREPARE FOR AND MEET WITH K. MAIB, R. BRADY AND COUNSEL FOR EQUITY COMMITTEE TO PREPARE FOR MEDIATION
01/13/14	JCW	4.20	PARTICIPATE IN TELECONFERENCE REGARDING MEDIATION STRATEGY AND CASE UPDATE AND COMMUNICATIONS REGARDING SAME
01/16/14	JCW	.50	COMMUNICATIONS REGARDING SETTLEMENT AND MEDIATION STRATEGY
01/17/14	JCW	.80	ATTENTION TO MEDIATION ISSUES
01/17/14	TKS	2.20	PREPARE RESPONSE TO MEDIATOR (2.2)
01/20/14	JCW	.40	ATTENTION TO MEDIATION ISSUES
01/21/14	TKS	.10	REVIEW MEDIATION MATERIAL
01/22/14	JCW	.40	TELECONFERENCES REGARDING MEDIATION
01/22/14	TKS	2.40	FINALIZE SUBMISSION TO MEDIATOR
01/27/14	JCW	.50	ATTENTION TO MEDIATION ISSUES
01/27/14	TKS	.40	CIRCULATE MEDIATION INFORMATION
01/27/14	KAS	.30	ATTENTION TO MEDIATION PREPARATION
01/28/14	JCW	3.20	TELECONFERENCES REGARDING MEDIATION STRATEGY; PREPARE FOR MEDIATION
01/28/14	TKS	.20	REVIEW RECIPIENTS OF MEDIATION INFORMATION
01/29/14	JCW	2.60	STRATEGIZE REGARDING MEDIATION; ANALYZE SETTLEMENT OPTIONS; TELECONFERENCES REGARDING SAME
01/29/14	TKS	.20	PREPARE FOR MEDIATION
01/30/14	JCW	1.00	PREPARE FOR MEDIATION
01/31/14	JCW	1.20	PREPARE FOR MEDIATION

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Attorney Hours:

W R BAKER III	(PARTNER)	11.20 hrs @	1075.00 /hr.	\$12,040.00
J C WORD	(PARTNER)	25.80 hrs @	\$855.00 /hr.	\$22,059.00
T K SANDERS	(ASSOCIATE, SR. )	17.00 hrs @	\$625.00 /hr.	\$10,625.00
K A SCHETTIG	(ASSOCIATE, SR. )	2.70 hrs @	\$650.00 /hr.	\$1,755.00
J M BARGNESI	(ASSOCIATE)	12.70 hrs @	\$540.00 /hr.	\$6,858.00

Paralegal Hours:

J D GIBSON	(PROF STAFF )	4.10 hrs @	\$275.00 /hr.	\$1,127.50
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Total Services	73.5 hrs	\$54,464.50
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Other charges:

AIRFARE & TRAINFARE	371.00
DOCUMENT PREPARATION	<u>6.00</u>

Total other charges	<u>377.00</u>
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Total current charges	<u>54,841.50</u>
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Prior balance due:	49,760.80
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BALANCE DUE	<u>\$104,602.30</u>
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BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.  
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LATHAM & WATKINS LLP

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INVOICE

January 31, 2014

AGFEED INDUSTRIES, INC.  
 100 BLUEGRASS COMMONS BLVD.  
 SUITE 310  
 HENDERSONVILLE, TN 37075

ATTN: KEITH MAIB

Please identify your check or wire transfer with the following numbers:  
 Invoice No. 140500874  
 File No. 050515-0004

For professional services rendered through January 31, 2014  
 re: SEC INVESTIGATION

<u>Date</u>	<u>Attorney/ Paralegal</u>	<u>Hours</u>	<u>Description</u>
01/02/14	WRB	.90	PREPARE FOR AND TELEPHONE CALL WITH COUNSEL FOR FTI REGARDING SEC REQUEST FOR DOCUMENTS AND RELATED PRIVILEGE ISSUES
01/03/14	WRB	.70	PREPARE FOR AND TELEPHONE CALL WITH FTI COUNSEL REGARDING SEC REQUESTS
01/06/14	KAS	.80	TELECONFERENCE WITH SEC REGARDING SEC REVIEW OF DISCLOSURE STATEMENT (.70); REVIEW SEC LETTER REGARDING DISCLOSURE STATEMENT (.10)
01/06/14	WRB	2.00	PREPARE FOR AND TELEPHONE CALL WITH SEC REGARDING STATUS OF BANKRUPTCY AND POSSIBLE RESOLUTION (1.3); PREPARE FOR AND TELEPHONE CALL WITH K. MAIB REGARDING TELEPHONE CALL WITH MEDIATION PREPARATION (.7)
01/07/14	KAS	.50	CORRESPONDENCE AND TELECONFERENCES WITH D. BOWMAN REGARDING U.S. TRUSTEE DOCUMENT REQUESTS
01/07/14	WRB	1.30	ATTEND TO RESPONSE TO US TRUSTEE DOCUMENT REQUEST (.9); EMAIL CORRESPONDENCE WITH SEC REGARDING POSSIBLE COMPLAINT LANGUAGE (.4)
01/08/14	KAS	.50	ATTENTION TO RESPONDING TO UST DOCUMENT REQUESTS

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.  
 FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # 140500874

CH\1777683.2

<u>Date</u>	<u>Attorney/ Paralegal</u>	<u>Hours</u>	<u>Description</u>
01/08/14	WRB	2.40	ATTENTION TO DOCUMENT PRODUCTION TO US TRUSTEE (.9); EMAIL CORRESPONDENCE REGARDING POSSIBLE SEC SETTLEMENT (.6); EMAIL CORRESPONDENCE REGARDING MEDIATION (.4); PREPARE FOR AND TELEPHONE CALL WITH COUNSEL FOR MCGLADREY REGARDING MEDIATION (.5)
01/09/14	KAS	.40	CORRESPONDENCE REGARDING UST DOCUMENT REQUESTS (.20); CORRESPONDENCE REGARDING SEC DRAFT COMPLAINT AGAINST COMPANY (.20)
01/10/14	KAS	.60	TELECONFERENCES WITH M. CATES AND DRAFT AND CIRCULATE SUMMARY REGARDING SAME
01/10/14	WRB	.80	EMAIL CORRESPONDENCE REGARDING SEC DISGORGEMENT ANALYSIS
01/11/14	KAS	2.30	RESEARCH AND ANALYZE COMPANY FILINGS IN CONNECTION WITH SEC DISGORGEMENT CALCULATION (2.0) DRAFT AND CIRCULATE SUMMARY REGARDING SAME AND REGARDING FOLLOW-UP TELECONFERENCE WITH M. CATES (.30)
01/12/14	KAS	1.40	FOLLOW-UP RESEARCH COMPANY FILINGS REGARDING STOCK OFFERINGS AND CORRESPONDENCE REGARDING SAME
01/13/14	KAS	.60	ATTENTION TO TECHNICAL ISSUES WITH DOCUMENTS TRANSMITTED TO US TRUSTEE (.40) TELECONFERENCE WITH M. MACPHAIL AND FOLLOW-UP CORRESPONDENCE REGARDING MEDIATION (.20)
01/13/14	WRB	.40	EMAIL CORRESPONDENCE REGARDING POSSIBLE SEC SETTLEMENT
01/14/14	KAS	.70	CORRESPONDENCE WITH R. UTLEY REGARDING TECHNICAL ISSUES RELATING TO RESPONDING TO US TRUSTEE DOCUMENT REQUESTS (.20) TELECONFERENCE WITH COUNSEL FOR INDIVIDUALS REGARDING UPCOMING MEDIATION (.50)
01/14/14	WRB	1.10	PREPARE FOR AND TELEPHONE CALL WITH COUNSEL FOR WELLS RECIPIENTS REGARDING PROPOSED MEDIATION
01/15/14	KAS	1.20	CONFER WITH R. UTLEY REGARDING POTENTIAL PRODUCTION OF DOCUMENTS TO US TRUSTEE (.20) RESEARCH REGARDING FULBRIGHT WORK PRODUCT AND DRAFT SUMMARY OF FINDINGS (1.0)
01/16/14	KAS	.20	CORRESPONDENCE REGARDING WORK PERFORMED BY FULBRIGHT AND REGARDING DOCUMENT PRODUCTION ISSUES
01/16/14	WRB	.40	ATTENTION TO SEC INFORMATION REQUESTS
01/21/14	KAS	.20	PROVIDE SUMMARY STATUS UPDATE REGARDING RESPONDING TO US TRUSTEE REQUEST FOR DOCUMENTS
01/22/14	KAS	.30	CORRESPONDENCE REGARDING LIQUIDATION ANALYSIS (.20); TRANSMIT ANALYSIS TO SEC (.10)
01/22/14	WRB	.70	EMAIL CORRESPONDENCE REGARDING MEDIATION AND SEC MEETING
01/27/14	WRB	.40	EMAIL CORRESPONDENCE REGARDING MEDIATION

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<u>Date</u>	<u>Attorney/ Paralegal</u>	<u>Hours</u>	<u>Description</u>
01/28/14	WRB	2.40	CALL WITH K. MAIB, R. BRADY AND C. WORD TO PREPARE FOR SEC CALL (.8); CALL WITH EQUITY COMMITTEE (.5); FOLLOW-UP CALL WITH K. MAIB, R. BRADY AND C. WORD (.3); EMAIL CORRESPONDENCE WITH SEC ENFORCEMENT REGARDING MEDIATION AND SETTLEMENT(.4); RESEARCH REGARDING OVERLAP BETWEEN SEC CLAIMS AND CLASS ACTION LITIGATION (.4)
01/29/14	WRB	.50	PREPARE FOR AND CALL WITH EQUITY COMMITTEE COUNSEL REGARDING SEC
01/30/14	WRB	1.40	PREPARE FOR AND CALL WITH SEC STAFF REGARDING POSSIBLE SETTLEMENT (.5); EMAIL CORRESPONDENCE WITH EQUITY COMMITTEE COUNSEL AND BOARD REGARDING POSSIBLE SECTION 12(J) PROCEEDING (.9)
01/31/14	WRB	.80	EMAIL CORRESPONDENCE REGARDING MEDIATION PREPARATION

Attorney Hours:

W R BAKER III	(PARTNER)	16.20 hrs @	1075.00 /hr.	17,415.00
K A SCHETTIG	(ASSOCIATE)	9.70 hrs @	\$650.00 /hr.	6,305.00

Paralegal Hours:

Total Services	25.9 hrs	\$23,720.00
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Other charges:

PRACTICE TECHNOLOGY/LITIGATION SUPPORT SE	<u>27.00</u>
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Total other charges	<u>27.00</u>
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Total current charges	<u><b>23,747.00</b></u>
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Prior balance due:	107,334.52
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BALANCE DUE	<u><b>\$131,081.52</b></u>
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BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.  
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233 S. Wacker Drive, Suite 5800  
 Chicago, Illinois 60608  
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 www.lw.com

LATHAM & WATKINS<sup>LLP</sup>

## INVOICE

January 31, 2014

AGFEED INDUSTRIES, INC.  
 100 BLUEGRASS COMMONS BLVD.  
 SUITE 310  
 HENDERSONVILLE, TN 37075

ATTN: KEITH MAIB

Please identify your check or wire transfer with the following numbers:  
 Invoice No. 140500875  
 File No. 050515-0007

REDACTED

For professional services rendered through January 31, 2014  
 re: BANKRUPTCY

<u>Date</u>	<u>Attorney/ Paralegal</u>	<u>Hours</u>	<u>Description</u>
01/13/14	KSB	.90	REVIEW AND REVISE ENTRIES ON INVOICES TO COMPLY WITH US TRUSTEE REQUIREMENTS
01/16/14	KSB	.60	RESEARCH REGARDING HEARING ON INTERIM FEE APPLICATIONS; EMAIL CORRESPONDENCE WITH C. CORAZZA REGARDING SCHEDULING A HEARING ON INTERIM FEE APPLICATIONS

Attorney Hours:Paralegal Hours:

K S BOWMAN	(PARALEGAL)	1.50 hrs @	\$345.00 /hr.	\$ 517.50
Total Services		1.5 hrs		\$ 517.50
<u>Other charges:</u>				
Total other charges				____.00
Total current charges				<u>517.50</u>
Prior balance due:				14,723.25
BALANCE DUE				<u>\$15,240.75</u>

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.  
 FOR PROPER CREDIT, PLEASE RETURN COPY OF INVOICE WITH YOUR CHECK IDENTIFIED BY # 140500875

CHM177680.2

**Exhibit B**

01:15420857.1

CH\1788217.1

**STATEMENT OF EXPENSES**  
**BILLING PERIOD THROUGH JANUARY 31, 2014**

<b>Matter</b>	<b>Date</b>	<b>Name and Title</b>	<b>Description</b>	<b>Narrative</b>	<b>Amount</b>
0003	1/10/2014		Refund		-\$198.00
0003	1/12/2014	W.R. Baker III, Partner	Airfare & Trainfare		\$426.00
0003	1/19/2014	W.R. Baker III, Partner	Airfare & Trainfare		\$34.00
0003	1/30/2014	W.R. Baker III, Partner	Airfare & Trainfare	Attend Meeting	\$109.00
0003	1/31/2014	C.A. Mindzak	Document Preparation	Notarize Documents	\$6.00
0004	1/13/2014	R.J. Utley, Project Manager	Practice Support	Document Production	\$27.00
<b>Total</b>					<b>\$404.00</b>