

Exhibit A

01:15421054.1

CH\1788232.1

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

Class Action (0003)

L&W spent 27.9 hours at a cost of \$19,703.00 on matters related to the Securities Class Action, including preparing documents and reviewing, analyzing, negotiating, and corresponding regarding various issues.

SEC Investigation (0004)

L&W spent 27.9 hours at a cost of \$25,147.50 on matters related to the SEC Investigation, including reviewing reports, motions, and complaints, corresponding with the SEC, attending meetings, preparing reports and presentations to board, and researching and analyzing various issues.

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LATHAM & WATKINS LLP

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INVOICE

March 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. 140502375
 File No. 050515-0003

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

<u>Date</u>	<u>Attorney/ Paralegal</u>	<u>Hours</u>	<u>Description</u>
03/03/14	JCW	.60	TELECONFERENCE REGARDING SETTLEMENT PROPOSALS AND STRATEGY (.6)
03/04/14	JCW	.50	TELECONFERENCE REGARDING SETTLEMENT PROPOSALS
03/07/14	WRB	1.30	EMAIL CORRESPONDENCE REGARDING PLAINTIFFS COUNTER OFFER (.3); PREPARE FOR AND CALL WITH K. MAIB AND R. BRADY REGARDING PLAINTIFFS COUNTER OFFER (.6); CALL WITH JUDGE CAHILL REGARDING PLAINTIFFS COUNTER OFFER (.4)
03/07/14	JCW	1.40	TELECONFERENCES REGARDING SETTLEMENT STRATEGY AND PROPOSALS (1.2); ANALYZE ISSUES REGARDING EXTENSION OF TIME FOR MOTION TO DISMISS OPPOSITION BRIEF (.2)
03/07/14	KAS	.20	CORRESPONDENCE REGARDING SETTLEMENT NEGOTIATIONS
03/10/14	KAS	.20	CORRESPONDENCE REGARDING STATUS OF SEC INVESTIGATION
03/11/14	JCW	.70	ANALYZE SEC COMPLAINT AND IMPACT ON CLASS ACTION SETTLEMENT
03/11/14	TKS	.50	REVIEW AND SEND SEC FILINGS
03/11/14	KAS	1.70	REVIEW SEC FILINGS AND PRESS RELEASE AND RELATED CORRESPONDENCE
03/12/14	JCW	.70	ANALYZE ISSUES REGARDING SETTLEMENT AND SEC COMPLAINT
03/12/14	TKS	.70	ATTENTION TO SEC FILING AND NEW STRATEGY
03/13/14	TKS	2.20	REVIEW SEC COMPLAINT AND DRAFT TALKING POINTS FOR CALL WITH BOARD
03/14/14	JCW	.40	ATTENTION TO SETTLEMENT ISSUES

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
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CHN1808007.1

<u>Date</u>	<u>Attorney/ Paralegal</u>	<u>Hours</u>	<u>Description</u>
03/14/14	TKS	.30	EDIT TALKING POINTS FOR CALL WITH BOARD
03/17/14	WRB	.70	EMAIL CORRESPONDENCE REGARDING SETTLEMENT
03/17/14	JCW	1.60	NEGOTIATE SETTLEMENT TERMS AND STRATEGIZE REGARDING SAME
03/18/14	JCW	1.00	TELECONFERENCE REGARDING SETTLEMENT AND STRATEGY (.5); TELECONFERENCE WITH SEC (.5)
03/19/14	JCW	.70	TELECONFERENCE REGARDING SETTLEMENT AND STRATEGY WITH BOARD (.5); ATTENTION TO SETTLEMENT ISSUES (.2)
03/19/14	KAS	.90	PREPARE FOR AND ATTEND BOARD TELECONFERENCE
03/20/14	JCW	.60	ANALYZE ISSUES REGARDING SEC DAMAGES CALCULATION AND IMPACT ON SETTLEMENT
03/20/14	KAS	.20	FOLLOW-UP CORRESPONDENCE REGARDING BOARD MEETING ACTION ITEMS
03/21/14	KAS	1.20	CORRESPONDENCE REGARDING SEC DAMAGES ANALYSIS (0.2); REVIEW AND SUMMARY DAMAGES MATRIX, HAMMER MEMORANDUM AND NERA ANALYSIS (1.0)
03/25/14	JCW	1.00	TELECONFERENCE REGARDING SETTLEMENT AND STRATEGY
03/26/14	JCW	1.00	TELECONFERENCE REGARDING SETTLEMENT
03/27/14	JCW	.60	TELECONFERENCES REGARDING SETTLEMENT WITH TEAM
03/28/14	JCW	.80	ATTENTION TO FILINGS; ANALYZE ISSUES REGARDING SETTLEMENT PROPOSAL
03/28/14	MJB	1.90	START PREPARING NOTICE OF APPEARANCE PER K. SCHETTIG; RETRIEVAL OF CERTIFICATES OF GOOD STANDING FROM THE US DISTRICT COURT FOR THE DC CIRCUIT FOR J. WORD AND W. BAKER PER P. DE COTEAU
03/28/14	PLD	1.60	PREPARE PRO HAC VICE MOTIONS FOR W. BAKER, C. WORD, AND K. SCHETTIG IN U.S. DISTRICT COURT FOR THE MIDDLE DISTRICT OF TENNESSEE
03/29/14	JCW	.20	ATTENTION TO EXTENSION REQUEST FROM PLAINTIFFS
03/31/14	JCW	1.50	TELECONFERENCE REGARDING SEC ROLE IN SETTLEMENT (1.0); TELECONFERENCE WITH MEDIATOR (.5)
03/31/14	MJB	1.00	FINISH PREPARING NOTICE OF APPEARANCE PER K. SCHETTIG; PREPARE AND SUBMIT REQUEST FOR CERTIFICATE OF GOOD STANDING FROM THE US DISTRICT COURT FOR MARYLAND FOR K. SCHETTIG

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Attorney Hours:

W R BAKER III	(PARTNER)	2.00 hrs @	1075.00 /hr.	\$2,150.00
J C WORD	(PARTNER)	13.30 hrs @	\$855.00 /hr.	\$11,371.50
T K SANDERS	(ASSOCIATE)	3.70 hrs @	\$625.00 /hr.	\$2,312.50
K A SCHETTIG	(ASSOCIATE)	4.40 hrs @	\$650.00 /hr.	\$2,860.00

Paralegal Hours:

M J BAIER	(PROF STAFF)	2.90 hrs @	\$210.00 /hr.	\$ 609.00
P L DE COTEAU	(PROF STAFF)	<u>1.60 hrs @</u>	\$250.00 /hr.	\$ 400.00

Total Services	27.9 hrs	\$19,703.00
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Other charges:

TELEPHONE	3.96
FILING FEES	150.00
BINDING	6.00
MEALS	20.42
GROUND TRANSPORTATION	508.58
DOCKET RESEARCH	<u>27.25</u>

Total other charges	<u>716.21</u>
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Total current charges	<u>20,419.21</u>
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Prior balance due:	105,536.09
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BALANCE DUE	<u>\$125,955.30</u>
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LATHAM & WATKINS LLP

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INVOICE

March 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. 140502376
File No. 050515-0004

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

<u>Date</u>	<u>Attorney/ Paralegal</u>	<u>Hours</u>	<u>Description</u>
03/02/14	KAS	.60	REVIEW AND PREPARE NERA REPORT FOR PRODUCTION (.40); DRAFT PRODUCTION FOIA LETTER AND COVER EMAIL (.20)
03/03/14	WRB	1.60	ATTEND TO PRODUCTION OF NERA SHAREHOLDER ANALYSIS (.3); PREPARE FOR AND CALL WITH SEC STAFF REGARDING STATUS OF PROPOSED ENFORCEMENT ACTION (.8); REVIEW DRAFT MOTION TO APPROVE SECTION 12(J) SETTLEMENT AGREEMENT (.5)
03/03/14	KAS	.70	TRANSMIT NERA REPORT TO SEC (.20); PREPARE FOR AND PARTICIPATE IN UPDATE CALL WITH SEC (.50)
03/04/14	WRB	.60	PREPARE FOR AND CALL WITH SEC STAFF REGARDING SETTLEMENT OF PROPOSED SECTION 12(J) PROCEEDING
03/07/14	WRB	.40	REVIEW REVISED SECTION 12(J) MOTION (.4)
03/10/14	WRB	.60	PREPARE FOR AND CALL WITH SEC STAFF REGARDING FILING OF ENFORCEMENT ACTION

BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
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CHV1808011.2

<u>Date</u>	<u>Attorney/ Paralegal</u>	<u>Hours</u>	<u>Description</u>
03/11/14	WRB	3.40	REVIEW SEC COMPLAINT AGAINST CHRONOLOGY OF EVENTS AND REVIEW STADLER AND MARSHALL SETTLEMENT ORDERS (1.2); PREPARE FOR AND CALL WITH SEC STAFF REGARDING FILING OF CASE (.4); EMAIL CORRESPONDENCE REGARDING FORM 8-K OBLIGATION (.4); CALL WITH COUNSEL FOR V. GOTHNER (.4); ATTENTION TO SEC COMMENTS ON SECTION 12(J) MOTION (.6); CALL WITH K. MAIB REGARDING SEC COMPLAINT (.4)
03/12/14	KAS	2.50	ATTENTION TO SEC COMPLAINT AND CASE STRATEGY (0.9); RESEARCH AND DRAFT TALKING POINTS FOR BOARD MEETING (1.3); REVIEW DRAFT 8-K AND REVISIONS (0.3)
03/12/14	WRB	1.60	REVIEW AND COMMENT ON DRAFT FORM 8-K (.5); PREPARE FOR AND MEET WITH C. WORD, K. SCHETTIG AND T. SANDERS REGARDING RESPONSE TO SEC COMPLAINT, POTENTIAL SETTLEMENT ISSUES AND IMPACT ON CLASS ACTION (1.1)
03/13/14	KAS	.40	EDIT AND REVISE DRAFT BOARD MEETING TALKING POINTS AND FOLLOW-UP CORRESPONDENCE REGARDING SAME
03/13/14	WRB	1.60	PREPARE AND REVISE PRESENTATION TO BOARD OF DIRECTORS ON PENDING LITIGATION (.9); PREPARE FOR AND CALL WITH SEC STAFF REGARDING WAIVER OF SERVICE, AND PENDING DEADLINES (.7)
03/14/14	KAS	2.60	EDIT AND TRANSMIT SEC SERVICE WAIVER FORM (0.2); ATTENTION TO PREPARATION FOR NEW SEC LITIGATION MATTER (2.4)
03/18/14	WRB	.70	PREPARE FOR AND CALL WITH SEC STAFF REGARDING RESOLUTION
03/19/14	WRB	1.10	PREPARE FOR AND CALL WITH AGFEED DIRECTORS (.8); EMAIL CORRESPONDENCE REGARDING FOLLOW UP FROM BOARD CALL (.3)
03/20/14	WRB	.90	ANALYSIS OF SEC DISGORGEMENT CLAIM
03/21/14	WRB	.60	REVIEW NERA PARI PASSU ANALYSIS
03/22/14	WRB	.90	REVIEW AGFEED SECURITIES REGISTRATION STATEMENTS TO ANALYZE SEC DISGORGEMENT PROPOSAL
03/22/14	KAS	1.20	RESEARCH REGARDING COMPANY REGISTRATION STATEMENTS AND PROSPECTUSES RELATING TO KEY OFFERINGS
03/26/14	WRB	1.00	PREPARE FOR AND CALL WITH K. MAIB, C. WORD AND R. BRADY REGARDING POSSIBLE SEC SETTLEMENT
03/26/14	KAS	1.00	TELECONFERENCE REGARDING SETTLEMENT STATUS
03/27/14	WRB	.50	ATTEND TO RESPONSE TO SEC COMPLAINT AND SETTLEMENT ISSUES
03/28/14	KAS	.40	CORRESPONDENCE REGARDING STATUS OF SEC LITIGATION AND NOTICES OF APPEARANCE
03/30/14	KAS	.20	REVIEW SETTLEMENT PROPOSALS MEMORANDUM

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<u>Date</u>	<u>Attorney/ Paralegal</u>	<u>Hours</u>	<u>Description</u>
03/31/14	KAS	1.80	TELECONFERENCE REGARDING SEC SETTLEMENT NEGOTIATIONS (1.2); ATTENTION TO PREPARATION OF NOTICE OF APPEARANCE, CORPORATE DISCLOSURE STATEMENT, AND PRO HAC VICE MOTIONS (0.6)
03/31/14	WRB	1.00	PREPARE FOR CALL WITH K. MAIB ABD R. BRADY REGARDING SEC SETTLEMENT

Attorney Hours:

W R BAKER III	(PARTNER)	16.50 hrs @	1075.00 /hr.	\$17,737.50
K A SCHETTIG	(ASSOCIATE)	11.40 hrs @	\$650.00 /hr.	\$7,410.00

Paralegal Hours:

Total Services	27.9 hrs	\$25,147.50
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Other charges:

POSTAGE	<u>1.67</u>
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Total other charges	<u>1.67</u>
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Total current charges	<u>25,149.17</u>
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Prior balance due:	35,169.50
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BALANCE DUE	<u>\$60,318.67</u>
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BALANCE DUE AND PAYABLE TO REMITTANCE ADDRESS UPON RECEIPT.
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Exhibit B

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STATEMENT OF EXPENSES
BILLING PERIOD THROUGH MARCH 31, 2014

Matter	Date	Name and Title	Description	Narrative	Amount
0003	12/30/2013	W.R. Baker III, Partner	Telephone		\$3.96
0003	3/31/2014	M. J. Baier	Filing Fees	Pro Hac Vice Admission	\$75.00
0003	3/31/2014	M. J. Baier	Filing Fees	Pro Hac Vice Admission	\$75.00
0003	2/10/2014	T.K. Sanders, Associate	Binding		\$6.00
0003	2/12/2014	J.C. Word, Partner	Meals		\$20.42
0003	2/13/2014	K.A. Schettig, Senior Associate	Ground Transportation		\$159.30
0003	2/12/2014	J.C. Word, Partner	Ground Transportation		\$107.33
0003	2/13/2014	J.C. Word, Partner	Ground Transportation		\$241.95
0003	2/28/2014	L. Grazio, Litigation Services Attorney	Docket Research	Pacer Research	\$27.25
0004	3/4/2014	K.A. Schettig, Senior Associate	Postage		\$0.48 \$1.19
Total					\$717.88