

EXHIBIT A

Fee Detail



FOLEY & LARDNER LLP
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Gerald Daignault
AgFeed Industries, Inc
Finance Department
100 Bluegrass Commons Blvd., Suite 310
Hendersonville, TN 37075

Date: April 29, 2014
Invoice No.: 36029699
Our Ref. No.: 102547-0121

Services through
March 31, 2014

Amount due for professional services rendered regarding AgFeed Industries, Inc. Chapter 11 Proceedings	\$52,938.00
Total Expenses:	\$1,125.36
Total Amount Due:	\$54,063.36

Please reference your account number 102547-0121 and your invoice number 36029699 with your remittance payable to Foley & Lardner LLP. Payment is due promptly upon receipt of our invoice.

Foley & Lardner LLP
Federal Employer Number:
39-0473800

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Professional Services Detail

Re: SEC Filings

03/04/14	MTP	Conference with P. Vial regarding McGladrey resignation and consider Form 8-K requirement.	0.3	\$201.00
03/05/14	MTP	Correspondence regarding equity line of credit agreement (.3); find EDGAR version of agreement and forward same to K. Maib (.2).	0.5	\$335.00
03/06/14	MTP	Call B. Brady regarding 8-K filing.	0.1	\$67.00
03/11/14	MTP	Draft and revise Item 4.01 Form 8-K for McGladrey separation (2.0); correspondence and conferences with P. Vial regarding McGladrey's comments on Form 8-K (.5); correspondence with K. Maib regarding Form 8-K for McGladrey separation (.2); review SEC complaint, orders and press release for Form 8-K disclosure (.9); research precedent disclosures for Section 12(j) order and consent (1.0).	4.6	\$3,082.00
03/12/14	MTP	Call with P. Vial (.1); revise McGladrey Form 8-K (.1); prepare and revise Form 8-K for SEC complaint and orders (2.7); coordinate EDGAR version of McGladrey Form 8-K and filing of same (.4).	3.3	\$2,211.00
03/13/14	MTP	Coordinate filing of Form 8-K for SEC complaint and orders.	0.2	\$134.00
03/13/14	SDS	SEC Filings Form 8-K final version, M. Plichta, Board procedures and meeting regarding 12J and SEC civil action.	0.6	\$495.00
		Task Total:	9.6	\$6,525.00

Re: SEC Investigation

03/11/14	SDS	Discussion regarding SEC 12J and Complaint with K. Maib and M. Small.	0.3	\$247.50
03/12/14	SDS	Review of SEC Civil Complaint and M. Plichta regarding 8-K, discussion and review.	0.8	\$660.00
03/12/14	MJS	Correspondence regarding SEC complaint.	0.1	\$72.00
		Task Total:	1.2	\$979.50

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Re: Board of Directors Meetings

03/13/14	MTP	Notice for board meeting.	0.2	\$134.00
03/19/14	ZJL	Review information relating to SEC order and complaint to prepare for the call (0.3); participate in BOD call (0.6); prepare communication to M. Plichta regarding BOD call (0.1).	1.0	\$645.00
03/19/14	MTP	Board update call.	0.5	\$335.00
Task Total:			1.7	\$1,114.00

Re: Sale of Assets - Documentation & Negotiation

03/03/14	MJS	Discussion with client regarding true-up on China sale.	0.2	\$144.00
Task Total:			0.2	\$144.00

Re: AF Sellco LLC Claim

03/03/14	RHC	Review and revise draft complaint.	2.6	\$2,392.00
03/03/14	MAB	Review and revise complaint (1.5); conference with S. Sacks, M. Small, and R. Casper regarding complaint, impact of potential AF Sellco settlement on Hormel claim, damage theories, and related strategic issues (.6).	2.1	\$1,365.00
03/03/14	SDS	Hormel conference call M. Bowen and R. Casper, review and revisions to draft complaint.	1.3	\$1,072.50
03/03/14	MJS	Conference call regarding and revisions to draft Hormel complaint.	0.6	\$432.00
03/04/14	MAB	Review and revise complaint.	1.9	\$1,235.00
03/04/14	MJS	Review latest Hormel/Sellco complaint draft and revise same.	0.2	\$144.00
03/05/14	MAB	Review and revise complaint (1.8); review AF Sellco settlement stipulation in connection with same (.4).	2.2	\$1,430.00
03/05/14	RHC	Review latest draft Complaint vs. Hormel.	0.7	\$644.00
03/05/14	MJS	Discussion with R. Brady regarding litigation claims.	0.4	\$288.00
03/05/14	MJS	Revise complaint draft.	0.3	\$216.00

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03/07/14	ARW	Research Minnesota, Delaware, and Iowa law regarding comparative negligence, contribution, and other damages questions; discuss finding with Mr. M. Bowen.	2.8	\$868.00
03/07/14	MAB	Review and respond to correspondence from K. Maib regarding potential claim against Hormel (.1); draft, review, revise and transmit memorandum to K. Maib providing responses to questions regarding potential claim (6.8).	6.9	\$4,485.00
03/07/14	SDS	Review of M. Bowen memo and emails with K. Maib and M. Bowen.	0.5	\$412.50
03/10/14	MAB	Review and revise complaint (2.4); research bankruptcy-related jurisdictional issues in connection with complaint (1.3).	3.7	\$2,405.00
03/10/14	RHC	Correspondence regarding Hormel complaint.	0.2	\$184.00
03/10/14	SDS	Review of M. Bowen draft complaint and emails regarding changes and edits.	1.0	\$825.00
03/10/14	MJS	Discussion with K. Maib regarding Hormel litigation.	0.4	\$288.00
03/11/14	SDS	K. Maib and M. Small regarding timing of Trustee and Plan negotiations.	0.5	\$412.50
03/13/14	MJS	Discussion regarding filing of complaint.	0.2	\$144.00
03/18/14	MJS	Correspondence to K. Maib regarding alternative for pursuit of claim in China.	0.1	\$72.00
		Task Total:	28.6	\$19,314.50

Re: HR Issues

03/05/14	ZJL	Review T. Yang's response (0.2); prepare communication to I. Bambrick regarding same (0.1).	0.3	\$193.50
		Task Total:	0.3	\$193.50

Re: D&O Coverage Issues

03/05/14	SDS	Emails to PICC counsel re progress in coverage determination, and discussion of litigation and other alternatives with R. Brady.	0.4	\$330.00
03/10/14	MJS	Discussion with K. Maib regarding PICC.	0.1	\$72.00
03/11/14	SDS	Discussion with K. Maib and M. Small regarding PICC negotiations and potential litigation.	0.4	\$330.00

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03/12/14	SDS	E. Lenz regarding PICC litigation, choice of venue, K. Maib potential offer, and emails to K. Maib and E. Lenz.	0.5	\$412.50
03/12/14	MJS	Correspondence regarding PICC issues.	0.3	\$216.00
03/12/14	EDL	Work on issues relative to determination of potential strategies relative to lawsuit against PICC.	0.9	\$648.00
03/13/14	EDL	Work on issues relative to PICC (.2); communications with M. Small regarding issues relative to same (.2).	0.4	\$288.00
03/13/14	MJS	Follow up regarding PICC action venue issue.	0.1	\$72.00
03/14/14	EDL	Communications with M. Small regarding issues relative to potential causes of action against PICC and forum for same (.2); review of policy relative to same (.4).	0.6	\$432.00
03/17/14	ZJL	Review communication from PICC regarding claim (0.1); prepare communication regarding strategy relating to dispute resolution relating to arrangement with PICC (0.2).	0.3	\$193.50
03/17/14	EDL	Work on issues relative to PICC (.1); communications with S. Sacks regarding issues relative to same (.3); communications with S. Hanna regarding issue relative to insurance coverage for V. Gothner (.2).	0.6	\$432.00
03/17/14	MJS	Follow up regarding PICC dispute.	0.1	\$72.00
03/18/14	SDS	Meeting with Charles Li and Leanne Zheng of Han Kun law firm in Beijing and emails and discussion with Alex Hao of Jun He regarding venue for litigation and other issues regarding denial of coverage by PICC.	1.4	\$1,155.00
03/18/14	ZJL	Conference with E. Lenz regarding PICC claim (0.1); prepare communication to S. Sacks regarding strategy relating to PICC's rejection of claim (0.2).	0.3	\$193.50
03/18/14	EDL	Communications with S. Hanna regarding issues relative to V. Gothner representation and insurance coverage for same (.2); office conference with J. Lee regarding issues relative to PICC denial of coverage (.2).	0.4	\$288.00
03/19/14	MJS	Correspondence re suing PICC.	0.1	\$72.00
03/19/14	SDS	Meeting with Charles Li and litigation lawyer at Han Kun regarding potential action against PICC and discussion of issues regarding venue and other considerations.	1.0	\$825.00

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03/21/14	EDL	Prepare for and participate in telephone conference with S. Hanna and G. Bruch regarding issues relative to directors and officers liability insurance (.4); work on follow-up issues relative to same (.2).	0.6	\$432.00
03/24/14	CHME	Prepare memorandum summarizing dispute with PICC insurance company.	1.2	\$492.00
03/24/14	SDS	Meeting with Li Qing, litigation partner at Jun He offices in Beijing and comprehensive discussion of action against PICC.	1.5	\$1,237.50
03/25/14	EDL	Work on issues relative to strategies for potential suit against PICC (.4); work on issue relative to charges brought against V. Gothner (.3); communications with counsel regarding issues relative to same (.6); review prior communications relative to same (.8); work on preparation of memorandum to A. Hao regarding issues relative to potential representation in PICC dispute (1.2).	3.3	\$2,376.00
03/26/14	SDS	E. Lenz and Alex Hao regarding potential representation against PICC, questions of venue and merit discussion, review of notes from Beijing meetings.	0.7	\$577.50
03/26/14	EDL	Prepare for and participate in telephone conference with S. Sacks and A. Howell regarding issues relative to PICC dispute (.8).	0.8	\$576.00
03/28/14	EDL	Work on issues relative to PICC dispute.	0.3	\$216.00
03/31/14	SDS	Emails regarding PICC action.	0.3	\$247.50
03/31/14	EDL	Prepare for and participate in telephone conference with K. Maib and R. Brady regarding PICC strategies (.6); research regarding actions against PICC (.2).	0.8	\$576.00
		Task Total:	17.4	\$12,762.00

Re: Fee/Employment Applications

03/03/14	LPE	Review agenda of 3/5/2014 hearing (0.2); emails with S. Sacks and Y. Khamly re hearing on second interim fee application (0.3).	0.5	\$262.50
03/04/14	LPE	Review fee and expense detail (0.7); draft sixth monthly fee application (1.0).	1.7	\$892.50
03/04/14	KEHA	Finalize invoice for sixth monthly fee statement (.1); review/revise draft sixth monthly fee statement (.2); assemble exhibits for same (.1).	0.4	\$102.00

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03/05/14	LPE	Review email from J. Holley at Mackinaw Partners re Foley fee issues (0.2); review Foley fee submissions to respond to same (0.5); email to J. Holley re same (0.1); finalize sixth monthly fee application (0.5); email to C. Corazza at YCST re sixth monthly fee application (0.2); review draft order on interim fee applications (0.3); email to D. Bowman at YCST re same (0.2).	2.0	\$1,050.00
03/05/14	SDS	Hearing in Bankruptcy Court on Regnante objections to professional fees and motion for audit (4.0), discussions with equity and creditors committee counsel (.5), meeting with R. Brady and M. Small, K. Maib and M. Plitcha regarding Southbridge and equity line and shareholder table computation (.5).	5.0	\$4,125.00
03/05/14	MJS	2.0 billed of 4.0 total travel hours to Wilmington for Bankruptcy Court hearing on fee applications and Regnante objection.	2.0	\$1,440.00
03/05/14	MJS	Attend Bankruptcy Court hearing on fee application and Regnante objection.	0.8	\$576.00
03/11/14	LPE	Emails with Y. Khamly and J. Finkelstien re status of fee applications.	0.2	\$105.00
03/14/14	LPE	Conference with M. Small re fee application status.	0.3	\$157.50
03/17/14	LPE	Review correspondence from Mackinac re amount and allocation of unpaid fees (0.2); review and analyze fee payment and allocation information (0.9); email to billing department re application of payments to date (0.2).	1.3	\$682.50
03/18/14	LPE	Emails with Mackinac re amount and allocation of unpaid fees.	0.5	\$262.50
03/21/14	KEHA	Prepare monthly fee statement.	0.6	\$153.00
03/21/14	LPE	Review correspondence from K. Hall re monthly fee statement.	0.2	\$105.00
03/25/14	LPE	Review Foley fee and expense detail for February (1.3); conference with M. Small re same (0.1); email with D. Muniz re same (0.1).	1.5	\$787.50
03/27/14	LPE	Draft seventh monthly fee application.	0.5	\$262.50
03/28/14	LPE	Review draft CNO (0.2); emails with C. Corazza at YCST re same (0.2).	0.4	\$210.00
03/31/14	LPE	Draft seventh monthly fee application of Foley (0.8); emails with YCST re monthly fee application (0.2); email to Mackinac re payment of approved fees (0.2).	1.2	\$630.00
03/31/14	KEHA	Finalize exhibits A & B for monthly fee statement.	0.4	\$102.00

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Task Total: 19.5 \$11,905.50

Grand Total: 78.5 \$52,938.00

Professional Services Summary

Timekeeper	Initials	Hours	Rate	Dollars
Ethan D. Lenz	EDL	8.7	\$720.00	\$6,264.00
Michael A. Bowen	MAB	16.8	\$650.00	\$10,920.00
Michael J. Small	MJS	6.0	\$720.00	\$4,320.00
Mark T. Plichta	MTP	9.7	\$670.00	\$6,499.00
Richard H. Casper	RHC	3.5	\$920.00	\$3,220.00
Selig D. Sacks	SDS	16.2	\$825.00	\$13,365.00
Zhu Julie Lee	ZJL	1.9	\$645.00	\$1,225.50
Aaron R. Wegrzyn	ARW	2.8	\$310.00	\$868.00
Chao (Charley) Meng	CHME	1.2	\$410.00	\$492.00
Lars A. Peterson	LPE	10.3	\$525.00	\$5,407.50
Katherine E. Hall	KEHA	1.4	\$255.00	\$357.00
Totals		78.5		\$52,938.00

Certain services and expenses, which involve payments made to third parties, include an additional charge based upon our internal costs with respect to those services and expenses.

EXHIBIT B

Expense Detail

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Expenses Incurred

Description	Amount
Transportation / Travel Expenses	\$1,087.93
Meals	\$20.90
Electronic Legal Research Services	\$9.50
Telephone Conferencing Charges	\$7.03
Expenses Total:	\$1,125.36

Certain services and expenses, which involve payments made to third parties, include an additional charge based upon our internal costs with respect to those services and expenses.

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Transportation / Travel Expenses

03/04/14	Transportation / Travel Expenses -- Vendor: Selig D. Sacks - Amtrak Tickets For Agfeed's Bankruptcy Hearing In Wilmington, DE - New York (Penn Station)/wilmington, DE - 02/28/14-03/05/14 (Train, Taxi/car Service)	\$354.33
03/05/14	Transportation / Travel Expenses -- Vendor: Michael J. Small - Travel For Hearing - O'Hare To Wilmington - 03/05/14-03/07/14 (Airfare)	\$583.50
03/05/14	Transportation / Travel Expenses -- Vendor: Michael J. Small - Taxi Fare From Philadelphia Airport To Wilmington And Return - 03/05/14 (Taxi/car Service)	\$150.10
		<u>\$1,087.93</u>

Meals

03/05/14	Meals -- Vendor: Michael J. Small - Breakfast - 03/05/14	\$2.69
03/05/14	Meals -- Vendor: Michael J. Small - Lunch - 03/05/14	\$18.21
		<u>\$20.90</u>

Electronic Legal Research Services

02/26/14	Electronic Legal Research Services - Lexis/nexis	\$9.50
		<u>\$9.50</u>

Telephone Conferencing Charges

03/03/14	Genesys Teleconferencing	\$2.26
03/06/14	Genesys Teleconferencing	\$2.45
03/11/14	Genesys Teleconferencing	\$1.16
03/21/14	Genesys Teleconferencing	\$1.16
		<u>\$7.03</u>

Expenses Total:	<u>\$1,125.36</u>
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