

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

AgFeed USA, LLC, et al.,¹

Debtors.

Chapter 11

Case No. 13-11761 (BLS)

Jointly Administered

**ORDER APPROVING THIRD INTERIM APPLICATION OF
LOWENSTEIN SANDLER LLP FOR COMPENSATION AND
REIMBURSEMENT OF EXPENSES AS COUNSEL TO THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD
FROM JANUARY 1, 2014 THROUGH AND INCLUDING MARCH 31, 2014**

Upon consideration of the Third Interim Application (the “**Application**”) of Lowenstein Sandler LLP (“**Lowenstein Sandler**”), counsel to the Official Committee of Unsecured Creditors, for compensation and reimbursement of expenses for the period from January 1, 2014 to and including March 31, 2014 (the “**Application Period**”); and this Court having determined that proper and adequate notice has been given and that no other or further notice is necessary; and any objections to the Application having been resolved or overruled; and after a hearing being held on June 10, 2014; and after due deliberation thereon; and good and sufficient cause appearing therefore, it is hereby

ORDERED, ADJUDGED AND DECREED THAT:

1. Interim approval of the Application is GRANTED, and Lowenstein Sandler is allowed compensation and reimbursement of expenses for the Application Period in the amount set forth in its Application, subject to the filing of a final fee application by Lowenstein Sandler.

¹ The Debtors and the last four digits of their federal tax identification numbers are: AgFeed USA, LLC (8748), AgFeed Industries, Inc. (7168); TS Finishing, LLC (8748); New York Finishing, LLC (8748); Pork Technologies, LC (2076); New Colony Farms, LLC (9246); Heritage Farms, LLC (8141); Heritage Land, LLC (8129); Genetics Operating, LLC (1921); M2P2 Facilities, LLC (8748); MGM, LLC (8748); M2P2 General Operations, LLC (8748); New Colony Land Company, LLC(5834); M2P2 AF JV, LLC (8748); Midwest Finishing, LLC (8748); and Genetics Land, LLC (1921). The location of the corporate headquarters for AgFeed Industries, Inc. is 100 Bluegrass Commons Blvd., Suite 310, Hendersonville, Tennessee 37075. The location of the corporate headquarters for the remaining Debtors is 510 South 17th Street, Suite 104, Ames, Iowa 50010.

2. The Debtors are authorized and directed to disburse to Lowenstein Sandler payments in the amount of 100% of the remaining unpaid total fees as set forth in the Application and 100% of the remaining unpaid total expenses set forth in the Application.

Dated: June __, 2014

HONORABLE BRENDAN L. SHANNON
U.S. BANKRUPTCY COURT JUDGE