FORM B10 (Official Form 10) (4/01)

| UNITED STATES BANKRUPTCY COURT _____ DISTRICT OF Delaware | PROOF OF CLAIM |
|---|---|
| Name of Debtor: Fleming Companies Inc., et al | Case Number: 03-10945 |

NOTE This form should not be used to make a claim for an administrative expense arising after the commencement of the case A request for payment of an administrative expense may be filed pursuant to 11 U S C § 503

| | |
|---|---|
| Name of Creditor (The person or other entity to whom the debtor owes money or property): Bremner, Inc., a subsidiary of Ralcorp Holdings, Inc. | ☐ Check box if you are aware that anyone else has filed a proof of claim relating to your claim Attach copy of statement giving particulars |
| Name and address where notices should be sent: Teresa A. Beard, Ralcorp Holdings, Inc., P. O. Box 618, St Louis, MO 63188 Telephone number | ☐ Check box if you have never received any notices from the bankruptcy court in this case<br>☐ Check box if the address differs from the address on the envelope sent to you by the court |
| Account or other number by which creditor identifies debtor | Check here if this claim ☐ replaces ☐ amends a previously filed claim, dated _____ |

REC'D JUN 05 2003

THIS SPACE IS FOR COURT USE ONLY

**1 Basis for Claim**

- ☒ Goods sold
- ☐ Services performed
- ☐ Money loaned
- ☐ Personal injury/wrongful death
- ☐ Taxes
- ☐ Other _____

- ☐ Retiree benefits as defined in 11 U S C § 1114(a)
- ☐ Wages, salaries, and compensation (fill out below)

  Your SS # _____ _____ _____

  Unpaid compensation for services performed

  from _____ (date) to _____ (date)

**2 Date debt was incurred** 10/27/02

**3 If court judgment, date obtained**

**4 Total Amount of Claim at Time Case Filed** $ 27,034.73

If all or part of your claim is secured or entitled to priority, also complete Item 5 or 6 below

☐ Check this box if claim includes interest or other charges in addition to the principal amount of the claim Attach itemized statement of all interest or additional charges

**5 Secured Claim**

☐ Check this box if your claim is secured by collateral (including a right of setoff)

Brief Description of Collateral

☐ Real Estate ☐ Motor Vehicle ☐ Other _____

Value of Collateral $_____

Amount of arrearage and other charges at time case filed included in secured claim, if any $_____

**6 Unsecured Priority Claim**

☒ Check this box if you have an unsecured priority claim

Amount entitled to priority $11,209.36

Specify the priority of the claim

- ☐ Wages salaries or commissions (up to $4 650) * earned within 90 days before filing of the bankruptcy petition or cessation of the debtor s business whichever is earlier - 11 U S C § 507(a)(3)
- ☐ Contributions to an employee benefit plan 11 U S C § 507(a)(4)
- ☐ Up to $2 100* of deposits toward purchase lease, or rental of property or services for personal family, or household use 11 U S C § 507(a)(6)
- ☐ Alimony maintenance or support owed to a spouse former spouse or child 11 U S C § 507(a)(7)
- ☐ Taxes or penalties owed to governmental units 11 U S C § 507(a)(8)
- ☒ Other Specify applicable paragraph of 11 U S C § 507(a)(____) 20702

**Amounts are subject to adjustment on 4/1/04 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment*

**7 Credits** The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim

**8 Supporting Documents** *Attach copies of supporting documents,* such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, mortgages, security agreements, and evidence of perfection of lien DO NOT SEND ORIGINAL DOCUMENTS If the documents are not available, explain If the documents are voluminous, attach a summary

**9 Date-Stamped Copy** To receive an acknowledgment of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim

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| Date | Sign and print the name and title, if any, of the creditor or other person authorized to file this claim (attach copy of power of attorney, if any) |
|---|---|
| 5/22/03 | Teresa A Beard, Director Corporate Credit, Ralcorp Holdings, Inc |

*Penalty for presenting fraudulent claim* Fine of up to $500 000 or imprisonment for up to 5 years or bo

Fleming Companies Claim

00695

# BREMNER - FLEMING BANKRUPTCY CLAIM BALANCE

**Company Segment 35715-35789**

| Invoice Number | Type | Due Date | Outstanding Amount | Current | 1-30 Past Due | 31-60 Past Due | 61-90 Past Due | 91-120 Past Due | 121-150 Past Due | 151 +days Past Due |
|---|---|---|---|---|---|---|---|---|---|---|
| **Fleming Co - CTP Kansas City 100837** | | | | | | | | | | |
| 379825 | BR D | 1-Nov-02 | $304 20 | | | | | | | $304 20 |
| 379827 | BR D | 1-Nov-02 | $304 20 | | | | | | | $304 20 |
| | | **Total** | **$608 40** | | | | | | | **$608 40** |
| **Fleming Co - CTP Massillon 100818** | | | | | | | | | | |
| 10214899 | Invoice | 18-Mar-03 | $2,609 28 | | | $2,609 28 | | | | |
| 10214205 | Invoice | 15-Mar-03 | $2,585 20 | | | $2,585 20 | | | | |
| | | **Total** | **$5,194 48** | | | **$5,194 48** | | | | |
| **Fleming Co - CTP Memphis 100819** | | | | | | | | | | |
| 10195207 | Credit | 15-Oct-02 | -304 2 | | | | | | | -304 2 |
| 10211706 | Credit | 13-Feb-03 | -304 2 | | | | -304 2 | | | |
| 379817 | BR D | 1-Nov-02 | $304 20 | | | | | | | $304 20 |
| 379819 | BR D | 1-Nov-02 | $304 20 | | | | | | | $304 20 |
| 379821 | BR D | 1-Nov-02 | $304 20 | | | | | | | $304 20 |
| 388669 | BR D | 3-Dec-02 | $304 20 | | | | | | | $304 20 |
| | | **Total** | **$608 40** | | | | **-$304 20** | | | **$912 60** |
| **Fleming Co CTP Oklahoma City 100823** | | | | | | | | | | |
| 390302 | BR D | 22-Dec-02 | $150 00 | | | | | | $150 00 | |
| | | **Total** | **$150 00** | | | | | | **$150 00** | |
| **Fleming Co - CTP Phoenix Div 100826** | | | | | | | | | | |
| 378999 | BR D | 27-Oct-02 | $304 20 | | | | | | | $304 20 |
| 384249 | BR D | 22-Nov-02 | $150 00 | | | | | | | $150 00 |
| 394867 | BR D | 13-Jan-03 | $748 00 | | | | | $748 00 | | |
| | | **Total** | **$1,202 20** | | | | | **$748 00** | | **$454 20** |

| | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|
| **Fleming Co - DSD Norcal 105377** | | | | | | | | | |
| 391665 | BR C | 17-Dec-02 | -$169 92 | | | | | -$169 92 | |
| | | **Total** | **-$169 92** | | | | | **-$169 92** | |
| **Fleming Co - Tulsa Div 105757** | | | | | | | | | |
| 10215641 | Invoice | 24-Mar-03 | $6,912 29 | | $6,912 29 | | | | |
| 10216833 | Invoice | 2-Apr-03 | $11,209 36 | $11,209 36 | | | | | |
| 378040 | BR C | 9-Oct-02 | -$153 60 | | | | | | -$153 60 |
| 382666 | BR D | 15-Nov-02 | $1,473 12 | | | | | | $1,473 12 |
| | | **Total** | **$19,441 17** | **$11,209 36** | **$6,912 29** | | | | **$1,319 52** |
| **Total for Accounting 35715** | | | **$27,034 73** | **$0 00** | **$11,209 36** | **$12,106 77** | **-$304 20** | **$748 00** | **-$19 92** | **$3,294 72** |