

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

In re:

Benson Hill, Inc., *et al.*,
Debtors.¹

Chapter 11

Case No. 25-10539 (TMH)

(Jointly Administered)

Ref. Docket No. 559

**ORDER CONVERTING THE DEBTORS' CHAPTER 11 CASES TO CASES UNDER
CHAPTER 7 OF THE BANKRUPTCY CODE AND GRANTING RELATED RELIEF**

Upon consideration of the motion (the "Motion")² of the above-captioned Debtors for the entry of an order (i) converting the Chapter 11 Cases to cases under chapter 7 of the Bankruptcy Code; (ii) establishing procedures governing conversion, including with respect to the payment of compensation awarded to professionals retained in the Chapter 11 Cases; and (iii) granting related relief; and the Court having found that it has jurisdiction over this matter pursuant to 28 U.S.C. §§ 1334 and 157, and the Standing Order; and this Court having found that venue of the Chapter 11 Cases and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that this matter is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and this Court having found that it may enter a final order consistent with Article III of the United States Constitution; and this Court having found that notice of the Motion has been given as set forth in the Motion and that such notice is adequate and no other or further notice need be given;

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Benson Hill Fresh, LLC (0614); Benson Hill Holdings, Inc. (3749); Benson Hill, Inc. (4823); Benson Hill Seeds Holding, Inc. (0288); Benson Hill Seeds, Inc. (4599); BHB Holdings, LLC (5101); Benson Hill ND OldCo, Inc. (0722); DDB Holdings, Inc. (6117); and J&J Southern Farms, Inc. (0735). The mailing address for each of the Debtors is 1200 Research Blvd, St. Louis, Missouri 63132.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Motion.

and the Court having heard the statements in support of the relief requested therein at a hearing, if any, before the Court; and the Court having found and determined that the relief requested in the Motion and provided for herein is in the best interest of the Debtors, their estates, their creditors, and all other parties-in-interest; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED as set forth herein.

2. Effective as of seven (7) calendar days from the date of entry of this Order (the “Conversion Effective Date”), each of the Debtors’ Chapter 11 Cases shall be converted to a case under chapter 7 of the Bankruptcy Code pursuant to section 1112(a) and (b) of the Bankruptcy Code.

3. The following Conversion Procedures are hereby approved:

(a) **Professional Fees.** Prior to the Conversion Effective Date, provided there is sufficient cash available to the Debtors’ estates, the Debtors shall pay all allowed and unpaid amounts of the Professionals sought and approved pursuant to the Final Fee Applications. For the avoidance of doubt, the Final Fee Applications cover the period from the Petition Date through the Conversion Effective Date and no second interim fee application will be required.

(b) **Discharge of Professionals.** With no impact upon the obligation of the Debtors’ Professionals to fulfill the requirements of Bankruptcy Rule 1019, on the Conversion Effective Date, all professionals retained by the Debtors shall be discharged, with no further action required by the Debtors; *provided, however*, that Faegre Drinker Biddle & Reath LLP and MERU, LLC shall be authorized but not directed to assist the Debtors in effectuating a conversion of the Chapter 11 Cases to cases under chapter 7.

(c) **Dissolution of the Committee.** On the Conversion Effective Date, the Committee shall be dissolved and all professionals retained by the Committee shall be immediately discharged.

(d) **Books and Records.** As soon as possible after the Conversion Effective Date, the Debtors shall promptly turn over to the chapter 7 trustee the books and

records of the Debtors in the Debtors' possession, custody, and control, as required by Bankruptcy Rule 1019(d). For purposes hereof, the Debtors may provide copies (including electronic copies) of such books and records to the chapter 7 trustee, or instructions for locating and accessing such books and records and may retain copies of such books and records to the extent necessary to complete the reports required herein.

(e) **U.S. Trustee Fees.** To the extent not paid prior to the Conversion Effective Date, any quarterly fees of the U.S. Trustee that remain outstanding as of the Conversion Effective Date shall be paid from the Debtors' chapter 7 estates.

(f) **Schedule of Unpaid Debts.** Within 14 days after the Conversion Effective Date, the Debtors shall file a schedule of unpaid debts incurred after commencement of the Chapter 11 Cases, including the name and address of each creditor, as required by Bankruptcy Rule 1019(e)(1)(A).

(g) **Final Report.** Within 30 days after the Conversion Effective Date, the Debtors shall file and transmit to the chapter 7 trustee a final report and account in accordance with Bankruptcy Rule 1019(e)(1)(B).

(h) **Claims.** Within 14 days after the Conversion Effective Date, and in accordance with Local Rule 2002-1(e)(x), Stretto, Inc. ("Stretto") in its capacity as the Debtors' Court-approved claims and noticing agent (the "Claims and Noticing Agent"), shall: (i) forward to the Clerk of the Court (the "Clerk") an electronic version of all proofs of claim; (ii) upload the publicly available portions of the creditor matrix into CM/ECF; (iii) forward to the Clerk the sealed portions of the consolidated creditor matrix; and (iv) docket a combined claims register containing claims from all of the Chapter 11 Cases (the "Final Claims Register"). A case-specific Final Claims Register and creditor matrix shall be docketed in each jointly administered case containing the claims and creditor matrix of only that specific case.

4. Nothing in this Order or the conversion of the Chapter 11 Cases to cases under chapter 7 of the Bankruptcy Code shall affect or modify the terms of any order of this Court (or documents related thereto) entered during the Chapter 11 Cases, or the rights and remedies in connection with such orders and documents, which rights and remedies shall be preserved in their entirety.

5. The employment of Stretto in its capacity as the Claims and Noticing Agent in the Debtors' Chapter 11 Cases is terminated effective as of the Conversion Effective Date. Stretto is released and discharged as the Claims and Noticing Agent in the Debtors' Chapter 11 Cases and shall bear no further responsibility in these Chapter 11 Cases, except that Stretto shall comply with Local Rule 2002-1(e)(x).

6. Upon the Conversion Effective Date, Stretto may destroy (i) all excess copies of notices, pleadings, customized envelopes, and other printed materials and (ii) all undeliverable and/or returned mail not previously destroyed.

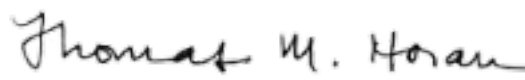
7. Effective as of the Conversion Effective Date, pending the qualification of a permanent trustee under section 702 of the Bankruptcy Code, any contested matters in the Chapter 11 Cases are stayed unless otherwise ordered by this Court.

8. A representative of the Debtors and, if requested by the chapter 7 trustee, counsel to the Debtors in the Chapter 11 Cases, shall appear at the first meeting of creditors after conversion of the Debtors' Chapter 11 Cases to cases under chapter 7 of the Bankruptcy Code pursuant to sections 341(a) and 343 of the Bankruptcy Code, and such representative shall be available to testify at such meeting.

9. The Debtors are hereby authorized and empowered to take all reasonable actions necessary to implement the terms and requirements established in this Order in accordance with the Motion.

10. This Court shall retain jurisdiction with respect to all matters arising from or related to the implementation of this Order.

Dated: September 23rd, 2025
Wilmington, Delaware


THOMAS M. HORAN
UNITED STATES BANKRUPTCY JUDGE