

FINANCIAL STATEMENTS

Year Ended December 31, 2017

TABLE OF CONTENTS

	PAGE NO.
INDEPENDENT AUDITOR'S REPORT	1
FINANCIAL STATEMENTS	
Balance Sheets	3
Statements of Operations	. 4
Statements of Changes in Members' Equity	5
Statements of Cash Flows	. 6



INDEPENDENT AUDITOR'S REPORT

To the Board of Directors Bushmills Ethanol, Inc Atwater, Minnesota

We have audited the accompanying financial statements of **Bushmills Ethanol, Inc** (a Minnesota cooperative) which comprise the balance sheets as of December 31, 2017 and 2016, and the related statements of operations, changes in members' equity and cash flows for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of **Bushmills Ethanol**, **Inc** as of December 31, 2017 and 2016, and the results of its operations and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Willmar, Minnesota

Chestranson Rep

February 1, 2018

BUSHMILLS ETHANOL, INC BALANCE SHEETS December 31, 2017 and 2016

ASSETS

		2017		2016
CURRENT ASSETS	_			
Cash and cash equivalents	\$	20,474,537	\$	27,928,771
Accounts receivable		4,289,888		2,999,871
Inventories		6,651,232		6,736,780
Prepaid expenses		342,282		330,131
Hedge accounts		1,064,929		1,222,925
TOTAL CURRENT ASSETS		32,822,868		39,218,478
PROPERTY AND EQUIPMENT				
Land and improvements		5,659,373		5,659,373
Buildings		7,478,340		7,478,340
Vehicles		90,005		90,005
Office equipment		263,853		216,067
Plant equipment		67,244,298		66,777,496
Construction in progress		10,084,990		544,583
		90,820,859		80,765,864
Accumulated depreciation		(54,763,454)		(50,157,890)
		36,057,405		30,607,974
OTHER ASSETS				
Financing costs, net of amortization		14,333		20,713
Investments		457,115		413,250
		471,448		433,963
TOTAL ASSETS	\$	69,351,721	\$	70,260,415
LIABILITIES AND MEMBERS' EQUITY				
CURRENT LIABILITIES				
Accounts payable	\$	2,926,257	\$	4,551,328
Accounts payable - related party	•	1,077,217	•	1,670,373
Accrued expenses		845,327		903,479
Deferred corn pool fees		141,244		130,894
TOTAL CURRENT LIABILITIES		4,990,045		7,256,074
MEMBERS' EQUITY		64,361,676		63,004,341
TOTAL LIABILITIES AND MEMBERS' EQUITY	\$	69,351,721	\$	70,260,415

Excerpted from audited financial statements.

BUSHMILLS ETHANOL, INC STATEMENTS OF OPERATIONS Years Ended December 31, 2017 and 2016

	_	2017		2016
SALES	\$	110,955,292	\$	110,188,877
COST OF SALES	-	99,177,704		95,478,784
GROSS PROFIT		11,777,588		14,710,093
OPERATING EXPENSES		2,929,979		3,042,646
INCOME FROM OPERATIONS		8,847,609		11,667,447
OTHER INCOME (EXPENSE) Interest and dividend income Interest expense Loss on sale of asset Miscellaneous income	_	103,707 (22,500) - 186,297 267,504	· •	99,492 (28,125) (11,768) 10,123 69,722
NET INCOME	- \$	9,115,113	\$	11,737,169

BUSHMILLS ETHANOL, INC STATEMENTS OF CHANGES IN MEMBERS' EQUITY Years Ended December 31, 2017 and 2016

BALANCE - December 31, 2015	\$	59,591,811
Membership fees - patron		2,000
Redemption of units		(80,000)
Distributions		(8,246,639)
Net income		11,737,169
BALANCE - December 31, 2016		63,004,341
Distributions		(7,757,778)
Net income	**************************************	9,115,113
BALANCE - December 31, 2017	\$	64,361,676

Excerpted from audited financial statements.

BUSHMILLS ETHANOL, INC STATEMENTS OF CASH FLOWS Years Ended December 31, 2017 and 2016

OPERATING ACTIVITIES Net income \$ 9,115,113 \$ 11,737,169 Charges to net income not affecting cash 4611,944 (4,779,184 Depreciation and amortization 4,611,944 (2,816,431) Realized and unrealized (gains) losses on hedging activities (2,042,004) (2,816,431) Bad debt expense 23,580 Loss on equipment (1,290,017) (1,290,017) (1,290,017) (Increase) decrease in current assets (12,290,017) (1,290,0		2017		2016	
Charges to net income not affecting cash Depreciation and amortization A,811,944 A,779,184 Realized and unrealized (gains) losses on hedging activities (2,042,004) (2,816,431) Bad debt expense 23,580 Loss on equipment 11,768 (Increase) decrease in current assets (1,290,017) 180,395 Prepaid accounts (12,151) 30,817 Net cash receivable (12,151) 30,817 Net cash received (paid) on hedging activities 2,200,000 3,348,000 Inventories 68,548 (1,903,497) Net proceeds from escrow funds	OPERATING ACTIVITIES				
Charges to net income not affecting cash	Net income	\$	9.115.113	\$	11.737.169
Depreciation and amortization 4,811,944 4,779,184 Realized and unrealized (gains) losses on hedging activities (2,042,004) (2,816,431) Bad debt expense 23,580 (2,004,004) (2,816,431) Bad debt expense (2,042,004) (2,816,431) Bad debt expense (2,000,007) (3,000) (11,161) (3,000) (11,161) (3,0617) (1,161)	Charges to net income not affecting cash	•	27.127.12	•	***************************************
Realized and unrealized (gains) losses on hedging activities C,042,004 C,2816,431 Bad debt expense C 23,580 C,3580	•		4.611.944		4 779 184
Bad debt expense					, ,
Loss on equipment (Increase) decrease in current assets			(2,042,004)		
Charcase decrease in current assets	·				
Accounts receivable (1,290,017) 180,395 Prepaid accounts (12,151) 30,817 Net cash received (paid) on hedging activities 2,200,000 3,348,000 Inventories 85,548 (1,903,497) Net proceeds from escrow funds 5,548 (1,903,497) Net proceeds from escrow funds 6,5548 (1,903,497) Net proceeds from escrow funds 7,000 (2,425,214) (379,931) Accrued expenses (58,152) (271,187) Deferred corn pool fees (58,152) (271,187) Deferred corn pool fees (58,152) (275,187) NET CASH PROVIDED BY OPERATING ACTIVITIES 10,195,417 15,281,816 INVESTING ACTIVITIES Purchases of fixed assets (9,848,008) (1,237,773) Purchases of fixed assets (43,865) 3,793 NET CASH USED IN INVESTING ACTIVITIES (9,891,873) (1,233,980) FINANCING ACTIVITIES Distributions to members (7,757,778) (8,246,639) Redemption of units 6 (80,000) Proceeds from membership fees 7,2,000 NET CASH USED IN FINANCING ACTIVITIES (7,454,234) 5,723,197 CASH AND CASH EQUIVALENTS - beginning of year 27,928,771 22,205,574 CASH AND CASH EQUIVALENTS - end of year \$2,928,771 22,205,574 CASH AND CASH EQUIVALENTS - end of year \$2,928,771 22,205,574 CASH AND CASH EQUIVALENTS - end of year \$2,928,771 22,205,574 CASH AND CASH EQUIVALENTS - end of year \$2,928,771 22,205,574 CASH AND CASH EQUIVALENTS - end of year \$2,928,771 22,205,574 CASH AND CASH EQUIVALENTS - end of year \$2,928,771 22,205,574			_		11,700
Prepaid accounts			(1 200 017)		190 305
Net cash received (paid) on hedging activities 2,200,000 3,348,000 Inventories 85,548 (1,903,497) Net proceeds from escrow funds 5					•
Inventories	·				•
Net proceeds from escrow funds					
Increase (decrease) in current liabilities			85,548		(1,903,497)
Accounts payable (2,425,214) (379,931) Accrued expenses (58,152) 271,187 (58,152) 271,187 (58,152) (225) (22			-		-
Accrued expenses					
Deferred corn pool fees 10,350 (225) NET CASH PROVIDED BY OPERATING ACTIVITIES 10,195,417 15,281,816 INVESTING ACTIVITIES Purchases of fixed assets Purchases of investments (9,848,008) (1,237,773) (43,865) (1,237,773) (43,865) NET CASH USED IN INVESTING ACTIVITIES (9,991,873) (1,233,980) FINANCING ACTIVITIES Distributions to members Redemption of units Proceeds from membership fees (7,757,778) (8,246,639) (80,000) NET CASH USED IN FINANCING ACTIVITIES (7,757,778) (8,324,639) NET CASH USED IN FINANCING ACTIVITIES (7,757,778) (8,324,639) NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS (7,454,234) 5,723,197 CASH AND CASH EQUIVALENTS - beginning of year 27,928,771 22,205,574 CASH AND CASH EQUIVALENTS - end of year 20,474,537 27,928,771 SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION 22,500 22,500 Cash paid for interest 22,500 22,500 SUPPLEMENTAL DISCLOSURE OF NONCASH INVESTING AND FINANCING ACTIVITIES 22,500 22,500					
NET CASH PROVIDED BY OPERATING ACTIVITIES 10,195,417 15,281,816 INVESTING ACTIVITIES Purchases of fixed assets Purchases of investments (9,848,008) (1,237,773) (43,865) (3,793) NET CASH USED IN INVESTING ACTIVITIES (9,891,873) (1,233,980) FINANCING ACTIVITIES Distributions to members Redemption of units Proceeds from membership fees (7,757,778) (8,246,639) (8,246,639) NET CASH USED IN FINANCING ACTIVITIES (7,757,778) (8,324,639) (8,324,639) NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS (7,454,234) (7,454,234) 5,723,197 CASH AND CASH EQUIVALENTS - beginning of year 27,928,771 (22,05,574) 22,205,574 CASH AND CASH EQUIVALENTS - end of year \$ 20,474,537 (\$ 27,928,771 22,205,574 SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION Cash paid for interest \$ 22,500 (\$ 22,500 SUPPLEMENTAL DISCLOSURE OF NONCASH INVESTING AND FINANCING ACTIVITIES \$ 22,500 (\$ 22,500					
INVESTING ACTIVITIES	Deferred corn pool fees		10,350	-	(225)
Purchases of fixed assets Purchases of investments (9,848,008) (43,865) (1,237,773) 3,793 NET CASH USED IN INVESTING ACTIVITIES (9,891,873) (1,233,980) FINANCING ACTIVITIES (7,757,778) (8,246,639) Distributions to members Redemption of units Proceeds from membership fees - (80,000) Proceeds from membership fees - (7,757,778) (8,324,639) NET CASH USED IN FINANCING ACTIVITIES (7,757,778) (8,324,639) NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS (7,454,234) 5,723,197 CASH AND CASH EQUIVALENTS - beginning of year 27,928,771 22,205,574 CASH AND CASH EQUIVALENTS - end of year \$ 20,474,537 27,928,771 SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION \$ 22,500 22,500 SUPPLEMENTAL DISCLOSURE OF NONCASH INVESTING AND FINANCING ACTIVITIES \$ 22,500 \$ 22,500	NET CASH PROVIDED BY OPERATING ACTIVITIES		10,195,417		15,281,816
Purchases of investments (43,865) 3,793 NET CASH USED IN INVESTING ACTIVITIES (9,891,873) (1,233,980) FINANCING ACTIVITIES (7,757,778) (8,246,639) Redemption of units - (80,000) Proceeds from membership fees - (800,000) NET CASH USED IN FINANCING ACTIVITIES (7,757,778) (8,324,639) NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS (7,454,234) 5,723,197 CASH AND CASH EQUIVALENTS - beginning of year 27,928,771 22,205,574 CASH AND CASH EQUIVALENTS - end of year \$ 20,474,537 \$ 27,928,771 SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION \$ 22,500 \$ 22,500 SUPPLEMENTAL DISCLOSURE OF NONCASH INVESTING AND FINANCING ACTIVITIES \$ 22,500 \$ 22,500	INVESTING ACTIVITIES				
NET CASH USED IN INVESTING ACTIVITIES FINANCING ACTIVITIES Distributions to members Redemption of units Proceeds from membership fees NET CASH USED IN FINANCING ACTIVITIES NET CASH USED IN FINANCING ACTIVITIES NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS CASH AND CASH EQUIVALENTS - beginning of year CASH AND CASH EQUIVALENTS - end of year SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION Cash paid for interest \$ 22,500 \$ 22,500 SUPPLEMENTAL DISCLOSURE OF NONCASH INVESTING AND FINANCING ACTIVITIES	Purchases of fixed assets		(9,848,008)		(1,237,773)
FINANCING ACTIVITIES Distributions to members Redemption of units Proceeds from membership fees NET CASH USED IN FINANCING ACTIVITIES NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS CASH AND CASH EQUIVALENTS - beginning of year CASH AND CASH EQUIVALENTS - end of year SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION Cash paid for interest SUPPLEMENTAL DISCLOSURE OF NONCASH INVESTING AND FINANCING ACTIVITIES (7,757,778) (8,246,639) (7,757,778) (8,246,639) (7,757,778) (8,246,639) (7,757,778) (8,246,639) (7,757,778) (7,454,234) 5,723,197 22,205,574 22,205,574 22,205,574 22,205,574 SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION Cash paid for interest \$ 22,500 \$ 22,500	Purchases of investments		(43,865)	-	3,793
Distributions to members Redemption of units Proceeds from membership fees REDITION FINANCING ACTIVITIES REDITION FOR THE REDITION FOR THE REDITION FINANCING ACTIVITIES REDITION FOR THE REDITION FOR THE REDITION FINANCING ACTIVITIES	NET CASH USED IN INVESTING ACTIVITIES		(9,891,873)		(1,233,980)
Distributions to members Redemption of units Proceeds from membership fees REDITION FINANCING ACTIVITIES REDITION FOR THE REDITION FOR THE REDITION FINANCING ACTIVITIES REDITION FOR THE REDITION FOR THE REDITION FINANCING ACTIVITIES	FINANCING ACTIVITIES				
Redemption of units Proceeds from membership fees Proceeds from membership fees NET CASH USED IN FINANCING ACTIVITIES NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS CASH AND CASH EQUIVALENTS - beginning of year CASH AND CASH EQUIVALENTS - end of year SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION Cash paid for interest SUPPLEMENTAL DISCLOSURE OF NONCASH INVESTING AND FINANCING ACTIVITIES			(7 757 778)		(8 246 630)
Proceeds from membership fees - 2,000 NET CASH USED IN FINANCING ACTIVITIES (7,757,778) (8,324,639) NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS (7,454,234) 5,723,197 CASH AND CASH EQUIVALENTS - beginning of year 27,928,771 22,205,574 CASH AND CASH EQUIVALENTS - end of year \$ 20,474,537 \$ 27,928,771 SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION Cash paid for interest \$ 22,500 \$ 22,500 SUPPLEMENTAL DISCLOSURE OF NONCASH INVESTING AND FINANCING ACTIVITIES			(1,131,110)		,
NET CASH USED IN FINANCING ACTIVITIES (7,757,778) (8,324,639) NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS (7,454,234) 5,723,197 CASH AND CASH EQUIVALENTS - beginning of year CASH AND CASH EQUIVALENTS - end of year \$ 20,474,537 \$ 27,928,771 SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION Cash paid for interest \$ 22,500 \$ 22,500 SUPPLEMENTAL DISCLOSURE OF NONCASH INVESTING AND FINANCING ACTIVITIES	·		-		• • • • • • • • • • • • • • • • • • • •
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS (7,454,234) 5,723,197 CASH AND CASH EQUIVALENTS - beginning of year CASH AND CASH EQUIVALENTS - end of year SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION Cash paid for interest SUPPLEMENTAL DISCLOSURE OF NONCASH INVESTING AND FINANCING ACTIVITIES	Proceeds non-membership lees	•	-	-	2,000
CASH AND CASH EQUIVALENTS - beginning of year 27,928,771 22,205,574 CASH AND CASH EQUIVALENTS - end of year \$ 20,474,537 \$ 27,928,771 SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION Cash paid for interest \$ 22,500 \$ 22,500 SUPPLEMENTAL DISCLOSURE OF NONCASH INVESTING AND FINANCING ACTIVITIES	NET CASH USED IN FINANCING ACTIVITIES		(7,757,778)		(8,324,639)
CASH AND CASH EQUIVALENTS - end of year \$ 20,474,537 \$ 27,928,771 SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION Cash paid for interest \$ 22,500 \$ 22,500 SUPPLEMENTAL DISCLOSURE OF NONCASH INVESTING AND FINANCING ACTIVITIES	NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS		(7,454,234)		5,723,197
SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION Cash paid for interest \$ 22,500 \$ 22,500 SUPPLEMENTAL DISCLOSURE OF NONCASH INVESTING AND FINANCING ACTIVITIES	CASH AND CASH EQUIVALENTS - beginning of year		27,928,771		22,205,574
Cash paid for interest \$ 22,500 \$ 22,500 SUPPLEMENTAL DISCLOSURE OF NONCASH INVESTING AND FINANCING ACTIVITIES	CASH AND CASH EQUIVALENTS - end of year	\$	20,474,537	\$.	27,928,771
SUPPLEMENTAL DISCLOSURE OF NONCASH INVESTING AND FINANCING ACTIVITIES	SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION				
AND FINANCING ACTIVITIES	Cash paid for interest	\$.	22,500	\$ _	22,500
Property and equipment purchases included in accounts payable \$\$ =					
	Property and equipment purchases included in accounts payable	\$	206,987	\$	_

Excerpted from audited financial statements.