

# **Western Plains Energy, LLC**

**Oakley, Kansas**

**CONSOLIDATED FINANCIAL STATEMENTS WITH  
INDEPENDENT AUDITORS' REPORT**

**September 30, 2024 and 2023**



**K C O E  
I S O M**

# Western Plains Energy, LLC

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## **INDEPENDENT AUDITORS' REPORT**

To the Members and Board of Managers  
Western Plains Energy, LLC  
Oakley, Kansas

### ***Opinion***

We have audited the accompanying consolidated financial statements of Western Plains Energy, LLC and its subsidiary (collectively, the Company), which comprise the consolidated balance sheets as of September 30, 2024 and 2023; the related consolidated statements of operations, changes in members' equity, and cash flows for the years then ended; and the related notes to the consolidated financial statements.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the financial position of the Company as of September 30, 2024 and 2023, 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 (GAAP).

### ***Basis for Opinion***

We conducted our audits in accordance with auditing standards generally accepted in the United States of America (GAAS). Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audits of the Consolidated Financial Statements section of our report. We are required to be independent of the Company and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

### ***Responsibilities of Management for the Consolidated Financial Statements***

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with GAAP, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Company's ability to continue as a going concern for one year after the date that the consolidated financial statements are available to be issued.

## INDEPENDENT AUDITORS' REPORT

(Continued)

### ***Auditors' Responsibilities for the Audits of the Consolidated Financial Statements***

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not absolute assurance, and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the consolidated financial statements.

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the consolidated financial statements.
- Obtain an understanding of internal control relevant to the audit 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 Company's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the consolidated financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Company's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audits, significant audit findings, and certain internal control-related matters that we identified during the audits.

*KCoe Jam, LLP*

April 2, 2025  
Lenexa, Kansas

**Western Plains Energy, LLC**  
CONSOLIDATED BALANCE SHEETS

September 30	2024	2023
<b>ASSETS</b>		
<b>Current Assets</b>		
Cash and cash equivalents	\$ 1,430,057	\$ 2,181,339
Accounts receivable	2,099,805	3,970,132
Current portion of note receivable - Western Plains Wind, LLC	83,986	79,130
Inventories	5,683,186	5,878,987
Prepaid expenses	264,187	303,888
Commodities trading accounts - futures and options contracts	3,265	5,369
<b>Total Current Assets</b>	<b>9,564,486</b>	<b>12,418,845</b>
<b>Property, Plant, and Equipment - Net</b>	<b>47,795,156</b>	<b>32,542,550</b>
<b>Other Assets</b>		
Water rights	400,408	400,408
Debt issuance fees - net of accumulated amortization	167,333	-
Investment property - Oakley - net	369,060	389,633
Investment in Western Plains Wind, LLC	60,565	58,345
Idled property and equipment	2,075,438	2,075,438
Note receivable - Western Plains Wind, LLC - net of current portion	686,682	770,669
Deposits	117,834	117,834
Operating lease right-of-use assets - net of accumulated amortization	117,717	124,326
<b>Total Other Assets</b>	<b>3,995,037</b>	<b>3,936,653</b>
<b>TOTAL ASSETS</b>	<b>\$ 61,354,679</b>	<b>\$ 48,898,048</b>

*The accompanying notes are an integral part of these consolidated financial statements.*

**Western Plains Energy, LLC**  
CONSOLIDATED BALANCE SHEETS  
(Continued)

September 30	2024	2023
<b>LIABILITIES AND MEMBERS' EQUITY</b>		
<b>Current Liabilities</b>		
Accounts payable and accrued expenses	\$ 6,195,353	\$ 5,612,694
Current portion of long-term debt	5,191,739	-
Current portion of operating leases	31,110	69,684
Accrued interest	208,430	121,348
<b>Total Current Liabilities</b>	<b>11,626,632</b>	<b>5,803,726</b>
<b>Noncurrent Liabilities</b>		
Long-term debt - net of current portion	23,000,000	18,000,000
Long-term debt - related party - net of current portion	4,180,000	-
Operating leases - net of current portion	53,765	29,990
<b>Total Noncurrent Liabilities</b>	<b>27,233,765</b>	<b>18,029,990</b>
<b>Total Liabilities</b>	<b>38,860,397</b>	<b>23,833,716</b>
<b>Members' Equity</b>		
Class A capital units - 9,069 and 9,111 issued	6,167,862	6,167,862
Class B capital units - 11,770 and 11,770 issued	7,981,860	7,981,860
Class C capital units - 1,331 and 1,331 issued	651,937	651,937
Class E capital units - 6,229 and 6,187 issued	4,285,153	4,285,153
Member distributions - cumulative	(166,983,888)	(166,983,888)
Retained earnings	170,391,358	172,961,408
<b>Total Members' Equity</b>	<b>22,494,282</b>	<b>25,064,332</b>
<b>TOTAL LIABILITIES AND MEMBERS' EQUITY</b>	<b>\$ 61,354,679</b>	<b>\$ 48,898,048</b>

*The accompanying notes are an integral part of these consolidated financial statements.*

**Western Plains Energy, LLC**  
**CONSOLIDATED STATEMENTS OF OPERATIONS**

Years Ended September 30	<b>2024</b>	<b>2023</b>
Revenue	\$ 114,737,105	\$ 110,545,099
Cost of sales	108,871,936	106,309,124
<b>Gross Profit</b>	<b>5,865,169</b>	<b>4,235,975</b>
Depreciation and amortization	(2,000,170)	(1,676,735)
General and administrative expenses	(5,066,043)	(4,946,778)
<b>Operating Loss</b>	<b>(1,201,044)</b>	<b>(2,387,538)</b>
<b>Other Income (Expense)</b>		
Interest expense	(2,000,329)	(584,122)
Bioenergy incentive program income	23,200	78,325
Interest income	179,629	174,964
Dividend income	169,231	33,144
Gain on sale of assets	154,750	119,913
Other income	104,513	396,121
<b>Total Other Income (Expense)</b>	<b>(1,369,006)</b>	<b>218,345</b>
<b>Net Loss</b>	<b>\$ (2,570,050)</b>	<b>\$ (2,169,193)</b>

*The accompanying notes are an integral part of these consolidated financial statements.*

## Western Plains Energy, LLC

### CONSOLIDATED STATEMENTS OF CHANGES IN MEMBERS' EQUITY

	<b>Members'</b>		<b>Retained</b>		<b>Total</b>
	<b>Contributions</b>		<b>Earnings</b>		<b>Equity</b>
<b>Balances - September 30, 2022</b>	\$ 19,086,812	\$	8,146,713	\$	27,233,525
Net loss	-		(2,169,193)		(2,169,193)
<b>Balances - September 30, 2023</b>	19,086,812		5,977,520		25,064,332
Net loss	-		(2,570,050)		(2,570,050)
<b>Balances - September 30, 2024</b>	\$ 19,086,812	\$	3,407,470	\$	22,494,282

*The accompanying notes are an integral part of these consolidated financial statements.*

**Western Plains Energy, LLC**  
**CONSOLIDATED STATEMENTS OF CASH FLOWS**

Years Ended September 30	2024	2023
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Net loss	\$ (2,570,050)	\$ (2,169,193)
Adjustments to reconcile net loss to net cash provided by (used in) operating activities:		
Depreciation and amortization	2,000,170	1,676,735
Amortization of right-of-use assets	65,610	80,885
Gain on sale of assets	(154,750)	(119,913)
Income from Western Plains Wind, LLC	(2,220)	(8,345)
Changes in assets and liabilities:		
Accounts receivable	1,870,327	2,754,019
Inventories	195,801	685,753
Prepaid expenses	39,701	(78,556)
Commodity trading accounts - futures and options contracts	2,104	2,040
Accounts payable and accrued expenses	(480,534)	(3,124,954)
Accrued interest	87,082	121,348
Operating lease liability	(73,800)	(105,537)
<b>NET CASH PROVIDED BY (USED IN) OPERATING ACTIVITIES</b>	<b>979,441</b>	<b>(285,718)</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Proceeds from note receivable - Western Plains Wind, LLC	79,131	74,555
Proceeds from sale of property, plant, and equipment	158,063	138,259
Purchases of property, plant, and equipment	(16,142,794)	(21,024,548)
<b>NET CASH USED IN INVESTING ACTIVITIES</b>	<b>(15,905,600)</b>	<b>(20,811,734)</b>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Advances on long-term debt	10,000,000	18,000,000
Advances on long-term debt - related party	4,180,000	-
Payments on debt issuance fees	(196,862)	-
Payments on long-term debt	(3,000,000)	-
Net change in line of credit	3,191,739	-
<b>NET CASH PROVIDED BY FINANCING ACTIVITIES</b>	<b>14,174,877</b>	<b>18,000,000</b>
<b>Net Change in Cash and Cash Equivalents</b>	<b>(751,282)</b>	<b>(3,097,452)</b>
<b>Cash and Cash Equivalents - Beginning of Year</b>	<b>2,181,339</b>	<b>5,278,791</b>
<b>Cash and Cash Equivalents - End of Year</b>	<b>\$ 1,430,057</b>	<b>\$ 2,181,339</b>
<b>SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION</b>		
Cash paid for interest	\$ 1,913,247	\$ 462,774
<b>SUPPLEMENTAL DISCLOSURES OF NONCASH INVESTING ACTIVITIES</b>		
Purchases of property, plant, and equipment included in accounts payable and accrued expenses	\$ 1,063,193	\$ 821,972
Right-of-use assets obtained in exchange for operating lease liabilities	\$ 59,001	\$ -

*The accompanying notes are an integral part of these consolidated financial statements.*

# Western Plains Energy, LLC

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

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### 1. NATURE OF OPERATIONS AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

**Nature of Operations** Western Plains Energy, LLC (WPE) is a Kansas limited liability company with its principal place of business in Gove County, Kansas. WPE owns and operates a 40-million gallon nameplate capacity ethanol plant, and was organized on July 10, 2001. WPE began principal operations in January 2004.

Western Plains Trucking, LLC (WPT) is a Colorado limited liability company wholly owned by WPE. WPT was formed in December 2010 and provides freight for the distillers grain sales segment.

**Principles of Consolidation** The accompanying consolidated financial statements include accounts of WPE and its wholly-owned subsidiary, WPT, for the years ended September 30, 2024 and 2023. All significant intercompany balances and transactions have been eliminated. The consolidation is hereafter referred to as the Company.

**Basis of Accounting** The Company uses the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America (GAAP). This method recognizes revenues as earned and expenses as incurred.

**Estimates** The preparation of consolidated financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the consolidated financial statements, and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

**Cash and Cash Equivalents** For purposes of the consolidated statements of cash flows, the Company considers all highly liquid investments purchased with an original maturity of three months or less to be cash equivalents.

Due to the nature of the Company's cash flow, amounts on deposit in individual banks may temporarily exceed the insured amount throughout the year.

**Accounts Receivable and Allowance for Credit Losses** Trade accounts receivable are stated at the amount the Company expects to collect. The Company maintains allowances for credit losses for estimated losses resulting from the inability of its customers to make required payments. Management considers the following factors when determining the collectability of specific customer accounts: customer creditworthiness, past transaction history with customer, current economic industry trends, forecast of future events, and changes in customer payment terms. Past due balances of 90 days and other higher risk amounts are reviewed individually for collectability. If the financial condition of the Company's customers was to deteriorate, adversely affecting their ability to make payments, additional allowances would be required. Based on management's assessment, the Company provides for estimated uncollectible amounts through a charge to earnings and a credit to a valuation allowance. Balances that remain outstanding after the Company has used reasonable collection efforts are written off through a charge to the valuation allowance and a credit to accounts receivable.

## Western Plains Energy, LLC

### NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(Continued)

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The Company manufactures and sells its products to a broad range of customers, primarily marketers for ethanol sales, and farms and ranchers for distillers grains sales. Customers typically are provided with payment terms of 30 days. The Company has tracked historical loss information for its trade receivables and compiled historical credit loss percentages for different aging categories (current, 1–30 days past due, 31–60 days past due, 61–90 days past due, and more than 90 days past due).

Management believes that the historical loss information it has compiled is a reasonable base on which to determine expected credit losses for trade receivables held at September 30, 2024, because the composition of the trade receivables at that date is consistent with that used in developing the historical credit-loss percentages (i.e., the similar risk characteristics of its customers and its lending practices have not changed significantly over time). Management has determined that the current and reasonable and supportable forecasted economic conditions are similar to the economic conditions included in the historical information.

Management believes that all amounts are collectable, and therefore the allowance has been established at \$-0- at September 30, 2024 and 2023. Accounts receivable at September 30, 2022, was \$6,724,151, net of the allowance of \$-0-.

**Inventories** Inventories are stated at the lower of cost or net realizable value on a first-in, first-out method. Net realizable value is the estimated selling price in the ordinary course of business, less reasonably predictable costs of completion, disposal, and transportation.

**Securities and Risk Management** The Company evaluates its contracts to determine whether the contracts are derivatives. Certain contracts that literally meet the definition of a derivative may be exempted as normal purchases or normal sales. Normal purchases and normal sales are contracts that provide for the purchase or sale of something other than a financial instrument or derivative instrument that will be delivered in quantities expected to be used or sold over a reasonable period in the normal course of business. Contracts that meet the requirements of normal purchases and sales are documented as normal and exempted from derivative reporting requirements.

The Company attempts to minimize the effects of fluctuations in the price of certain anticipated commodity purchases (grain and natural gas) and sales (ethanol) utilizing derivative instruments, including future contracts and options to fix prices for a portion of future raw materials required in the production process. Contracts are not designated or accounted for as hedging instruments, although the contracts are effective economic hedges of specified risks.

By using forward, futures, and options contracts to manage exposures to commodity prices, the Company exposes itself to credit risk and market risk. Credit risk is the failure of the counterparty to perform under the terms of the contract. When the fair value of a contract is positive, the counterparty owes the Company, which creates credit risk for the Company. When the fair value of a contract is negative, the Company owes the counterparty, and therefore does not possess credit risk. The Company minimized the credit risk by entering into transactions with high-quality counterparties. Market risk is the adverse effect of a financial instrument that results from a change in commodity prices. The market risk associated with commodity price contracts is managed by establishing and monitoring parameters that limit the types and degree of market risk that may be undertaken.

## Western Plains Energy, LLC

### NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(Continued)

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These instruments qualify for, and management has elected, the no hedging designation treatment. As such, gains and losses on commodities are reflected in cost of sales, and gain or losses on fuel-grade ethanol are reflected in revenue in the consolidated statements of operations.

**Fair Value Measurement** The framework for measuring fair value provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1) and the lowest priority to unobservable inputs (level 3). The three levels of the fair value hierarchy are described below:

*Level 1:* Inputs to the valuation methodology are unadjusted, quoted prices for identical assets or liabilities in active markets that the Company has the ability to access.

*Level 2:* Inputs to the valuation methodology include quoted prices for similar assets or liabilities in active markets; quoted prices for identical or similar assets or liabilities in inactive markets; inputs other than quoted prices that are observable for the asset or liability; or inputs that are derived principally from, or corroborated by, observable market data by correlation or other means.

If the asset or liability has a specified (contractual) term, the level 2 input must be observable for substantially the full term of the asset or liability.

*Level 3:* Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

Following is a description of the valuation methodology used for assets and liabilities measured at fair value. There have been no changes in the methodology used at September 30, 2024 and 2023.

*Commodities Trading Accounts – Futures and Options Contracts:* These instruments include exchange-traded commodity futures and option contracts related primarily to agricultural commodities. Exchange-traded futures and options contracts are valued based on unadjusted quoted prices in active markets and are classified in level 1.

The method described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while the Company believes its valuation method is appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

**Property, Plant, and Equipment** Property, plant, and equipment are carried at cost and depreciated over the estimated useful life of each asset using the straight-line method. The cost of internally-constructed assets includes direct and allocated indirect costs. When assets are retired or otherwise disposed of, the cost and related accumulated depreciation are removed from the accounts, and the resulting gain or loss is recognized in income for the period. The cost of maintenance and repairs is charged to income as incurred; significant renewals and betterments are capitalized. Deductions are then made for retirements resulting from the renewals or betterments. The Company maintains spare parts to properly maintain equipment which are not depreciated.

## Western Plains Energy, LLC

### NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(Continued)

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Periodically, the plant or a portion of plant equipment will be shut down to perform certain maintenance projects that are expected to improve the operating efficiency of the plant over the subsequent year. These costs are expensed or capitalized, based upon the nature of the costs.

Provisions for depreciation of property, plant, and equipment are computed over the following estimated useful lives:

Land improvements	15 years
Manufacturing equipment	7 years
Buildings and improvements	27.5 years
Vehicles and rolling stock	5 years
Office equipment	5–7 years

**Impairment of Long-Lived Assets** The Company reviews the carrying value of its property, plant, and equipment for impairment whenever events and circumstances indicate that the carrying amount of the asset may not be recoverable from the estimated future cash flows expected to result from its use and eventual disposition. In cases where undiscounted expected future cash flows are less than the carrying value, an impairment loss is recognized equal to an amount by which the carrying value exceeds the fair market value of assets. The factors considered by management in performing this assessment include current operating results, trends, and prospects, as well as the effects of obsolescence, demand, competition, and other economic factors. Examples of such triggering events include a significant disposal of a portion of such assets, an adverse change in the market involving the business employing the related asset, a significant decrease in the benefits realized from an acquired business, difficulties or delays in integrating the business, and a significant change in the operations of an acquired business.

As of September 30, 2024 and 2023, the cost, net of any impairment loss, of the anaerobic digester in idled property and equipment was \$2,075,438. No depreciation was recorded against the anaerobic digester for the years ended September 30, 2024 and 2023.

**Water Rights** The Company has water rights that include the cost to acquire ownership and rights to various water wells. These rights are being carried at cost.

**Operating Lease Right-of-Use Assets and Liabilities** The Company obtains the right to control the use of various assets under long-term agreements. The Company evaluates contracts to determine whether they include a lease, and uses the lessee non-lease component accounting policy election, for all asset classes, to account for the lease and non-lease components separately. Variable lease payments, which are primarily comprised of maintenance, are recognized in operating expenses in the period in which the obligation for those payments were incurred. Leases are recognized on the balance sheets as right-of-use assets with a corresponding lease liability.

**Investment Property** During fiscal year 2012, the Company participated in the construction of residential units in Logan County, Kansas, with one affiliated and one unaffiliated entity. The development consisted of nine housing units that were completed in August 2013. Upon completion, the Company received title to three units that are carried on the consolidated balance sheets as investment property - Oakley. This investment property is being depreciated over the life of the property, with \$20,573 of depreciation expense per year.

## Western Plains Energy, LLC

### NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(Continued)

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**Investment** The Company holds an investment in a privately-held company. This investment is accounted for using the equity method of accounting. The equity method is shown in the Company's consolidated balance sheets as investment, and the Company's share of earnings or losses from this investment is shown in the accompanying consolidated statements of operations in other income.

The equity-method investment is initially recognized at cost, which is the price paid to acquire the holding in the investee. Under the equity method, the carrying amount of the equity affiliate is adjusted annually by the percentage of any change in equity corresponding to the Company's percentage interest in the equity affiliates. The carrying costs of this investment are also increased or decreased to reflect additional contributions or withdrawals of capital. Any difference in the book equity and the Company's pro rata share of the net assets of the investment will be reported as gain or loss at the time of liquidation of the investment.

**Shipping and Handling** Shipping and handling costs are expensed as incurred and are included as an offset to revenue. Shipping and handling costs for the years ended September 30, 2024 and 2023, were \$2,535,734 and \$2,015,032, respectively.

**Income Taxes** The Company is organized as a limited liability company under state law and is treated as a partnership for income tax purposes. Under this type of organization, the Company's earnings pass through to the members and are taxed at the member level. Accordingly, no income tax provision has been calculated in the accompanying consolidated financial statements.

**Revenue Recognition** The Company recognizes revenue from sales of ethanol and ethanol co-products at the point in time when the customer obtains controls of such products, which typically occurs upon delivery, depending on the terms of the underlying contracts. Ethanol co-products include dry distillers grain, wet distillers grain, and corn oil. In some instances, the Company enters into contracts with customers that contain multiple performance obligations to deliver volumes of ethanol or co-products over a contractual period of less than 12 months. The Company allocates the transaction price to each performance obligation identified in the contract based on relative standalone selling prices, and recognizes the related revenue as control of each individual product is transferred to the customer in satisfaction of the corresponding performance obligations. Revenue from transportation services is recognized when earned.

**Environmental Liabilities** The Company's operations are subject to federal, state, and local environmental laws and regulations. These laws require the Company to investigate and remediate the effects of the release or disposal of hazardous materials at its location. Accordingly, the Company has adopted policies, practices, and procedures in the areas of pollution control, occupational health, and the production, handling, storage, and use of hazardous materials, to prevent material environmental or other damage and limit the financial liability, which could result from such events. Environmental liabilities are recorded when the liability is probable and the costs can be reasonably estimated.

**Bioenergy Incentive Program Income** During fiscal year 2009, the Company enrolled in an incentive program with the United States Department of Agriculture (USDA) for an incentive on gallons of ethanol produced up to a defined amount. The Company files for this incentive payment quarterly and records the revenue when the incentive is received. Under this program, the Company has recorded \$23,200 and \$78,325 of such incentive income in other income for the years ended September 30, 2024 and 2023, respectively.

## Western Plains Energy, LLC

### NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(Continued)

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**Implementation of New Accounting Standards** During the fiscal year ended September 30, 2024, the Company adopted Financial Accounting Standard Board Accounting Standards Update 2016-13, *Financial Instruments – Credit Losses*, and all related subsequent amendments. This guidance significantly changed how the Company will measure credit losses for most financial assets and certain other instruments that are not measured at fair value through net income. The most significant change in this standard is a shift from the incurred loss model to the expected loss model. Under the standard, disclosures are required to provide users of the consolidated financial statements with useful information for analyzing the Company's exposure to credit risk and measurement of credit losses. Financial assets held by the Company that are subject to this guidance were trade accounts receivable.

**Reclassifications** Certain reclassifications have been made to the prior-year consolidated financial statements to conform to the current-year consolidated financial statements.

**Evaluation of Subsequent Events** The Company has evaluated subsequent events through April 2, 2025, the date the consolidated financial statements were available to be issued. See footnote 12 for further information on subsequent events.

## 2. INVENTORIES

Inventories consisted of the following:

September 30		2024		2023
Raw materials	\$	3,543,928	\$	2,953,962
Work in process		1,415,901		1,975,495
Finished goods		723,357		949,530
<b>Total Inventories</b>	\$	<b>5,683,186</b>	\$	<b>5,878,987</b>

## Western Plains Energy, LLC

### NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(Continued)

#### 3. PROPERTY, PLANT, AND EQUIPMENT

Property, plant, and equipment consisted of the following:

September 30	2024	2023
Land and land improvements	\$ 2,387,438	\$ 2,387,438
Manufacturing equipment	70,705,009	55,934,330
Buildings and improvements	6,520,740	6,264,309
Vehicles and rolling stock	2,798,319	3,064,050
Office equipment	394,230	394,230
Spare parts	1,520,552	1,459,317
Construction in progress	25,331,005	23,240,113
<b>Subtotals</b>	<b>109,657,293</b>	<b>92,743,787</b>
Less: Accumulated depreciation	61,862,137	60,201,237
<b>Total Property, Plant, and Equipment - Net</b>	<b>\$ 47,795,156</b>	<b>\$ 32,542,550</b>

#### 4. INVESTMENT IN WPW

WPW was formed in September 2020, to own a wind turbine for electricity generation. WPE has a 1.68% equity ownership through a \$50,000 cash contribution. WPE also loaned WPW \$960,000, which will be repaid in quarterly installments over 10 years, with interest at 6.00% per annum.

#### 5. LONG-TERM DEBT

The Company had a revolving loan agreement with AgCountry which provided borrowings not to exceed \$23,000,000. Borrowings bore interest based on the one-month Secured Overnight Financing Rate (SOFR) reported on the 10th day of the month preceding the interest period then in effect, reported by Federal Farm Credit Banks Funding Corporation plus 2.90%, effectively 8.31% at September 30, 2023. This note was collateralized by 75.00% of the Company's inventories and accounts receivable of less than 90 days. Interest payments were made quarterly, with the principal amount outstanding due October 1, 2027. The Company had an outstanding balance of and \$18,000,000 at September 30, 2023.

On December 13, 2023, the Company restructured this revolving loan agreement into three separate loan facilities: a revolving term loan for \$16,000,000 (Revolving Term Loan), a term loan for \$10,000,000 (Term Loan), and a revolving line of credit with advances up to \$9,000,000 (RLOC). These credit facilities were paid in full with the Equity Bank financing in March 2025.

Costs associated with the Company obtaining financing have been capitalized and are amortized on a straight-line basis over the expected maturity period of the related debt. These financing fees are amortized over the life of the loans with \$29,529 and \$0- of amortization expense recorded during the years ended September 30, 2024 and 2023, respectively.

## Western Plains Energy, LLC

### NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

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The Revolving Term Loan bears interest at the one-month SOFR plus 2.90%, effectively 8.31% at September 30, 2024. Interest payments are made quarterly, with the principal amount outstanding due December 13, 2029. The Revolving Term Loan had an outstanding balance of \$16,000,000 at September 30, 2024.

The Term Loan bears interest at the one-month SOFR plus 2.90%, effectively 8.31% at September 30, 2024. Principal payments of \$500,000 are made quarterly starting on January 1, 2024, until maturity of January 1, 2029. Interest payments are made quarterly. The Term Loan had an outstanding balance of \$9,000,000 at September 30, 2024.

The RLOC bears interest at the one-month SOFR plus 2.90%, effectively 8.31% at September 30, 2024. Interest payments are made quarterly, with the principal amount outstanding due December 13, 2024. The RLOC had an outstanding balance of \$3,191,739 at September 30, 2024.

The Revolving Term Loan, Term Loan, and RLOC are subject to certain restrictive covenants, including certain financial covenants, as well as capital expenditure limitations. The Company complied with, or obtained waivers for, all restrictive and financial covenants for the years ended September 30, 2024 and 2023.

In March 2025, the Company entered into a credit agreement with Equity Bank providing for a term loan in the amount of \$29,540,000 and a revolving note in an amount up to \$10,000,000. The term loan matures on March 11, 2030, and bears interest at the one-month SOFR plus 3.10%, effectively 7.42% at March 11, 2025. Principal payments of \$738,500 and all accrued interest payments are due quarterly beginning in July 2025, all unpaid principal and accrued interest is due at maturity. The revolving loan bears interest at the one-month SOFR plus 3.10%, effectively 7.42% at March 11, 2025, no amount was advanced on the revolving loan. The revolving note matures on March 11, 2026, with quarterly interest payment due beginning in July 2025. The loans are secured by all assets of the Company and are subject to certain covenants.

#### **Related-Party Borrowings**

During the year, the Company entered into unsecured debt agreements with investors totaling \$4,180,000 at September 30, 2024. These debt agreements bear interest at 9.00% per year, with the principal amount outstanding due December 31, 2027. Interest payments are made semi-annually starting on January 1, 2025, until maturity of December 31, 2027.

## **6. MEMBERS' EQUITY**

Distribution of income and losses of the Company shall be allocated among the members in accordance with their respective percentage interests.

The Company's Board of Managers may distribute cash to members in accordance with provisions in the operating agreement and master credit agreement. No member has the right to demand and receive any distribution from the Company other than in cash. Transfer, disposition, or encumbrance of capital units are subject to certain restrictions, including approval by the Board of Managers.

## Western Plains Energy, LLC

### NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

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During a special meeting held August 23, 2011, the Members voted to amend the Company's operating agreement and reclassify member units pursuant to provisions in the fourth amended operating agreement. As a consequence of several capital unit transactions between members since the recapitalization during the year ended September 30, 2011, the resulting outstanding units per class are as follows:

Years Ended September 30	2024	2023
Class A units	9,069	9,111
Class B units	11,770	11,770
Class C units	1,331	1,331
Class E units	6,229	6,187
<b>Total Units</b>	<b>28,399</b>	<b>28,399</b>

In general, voting rights are one vote per member for Class A and Class E capital units, and one vote per unit for Class B and Class C units. Both Class A members and Class B members must own a minimum of 30 capital units, and Class E members must own a minimum of 14 capital units, to remain in their respective unit class. No member may own more than 49% of the outstanding Class B capital units at any time.

Class A unit members elect three managers, Class B unit members elect three managers, and Class E unit members elect one manager. All member classes must approve any merger or consolidation with another business entity, sale of substantially all of the Company's assets or voluntary dissolution, and amendments to the operating agreement. The Board of Managers decides all other matters regarding operation and management of the Company.

Upon dissolution of the Company, and after the payment of all debts and liabilities of the Company, up to \$1,000,000 shall be applied and distributed to the Class C and Class E members together as a single class, distributed ratably in proportion to their ownership percentage of the Class C units and Class E units. The balance of assets shall be distributed to the unit holders ratably in proportion to the credit balances in their respective capital accounts for all classes of units.

## 7. LEASE OBLIGATIONS

The Company leases vehicles and rolling stock for use in operations under operating lease agreements. The operating leases may include renewal options. These renewals are not considered reasonably certain to be exercised. Generally, the Company has elected to exclude any variable payments for non-lease components, such as maintenance from lease expense.

The Company's operating leases generally do not specify an implicit interest rate. Therefore, the risk-free rate was used, based on information available at the commencement date, to determine the present value of future payments when capitalizing the operating lease right-of-use assets and operating lease liabilities.

The Company leases equipment under lease agreements with durations less than 12 months, and has elected to use the short-term lease exemption, which allows for the expense to be recognized on a straight-line basis over the lease term.

## Western Plains Energy, LLC

### NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(Continued)

The Company's lease expenses were as follows:

September 30		2024		2023
Operating leases	\$	73,800	\$	93,089
Short-term leases		80,612		86,016
<b>Total Lease Expense</b>	\$	154,412	\$	179,105

The aggregate minimum annual lease payments under operating lease arrangements and discount factors used in calculating minimum lease payments on right-of-use assets are as follows:

Years Ending September 30		Operating Leases
2025	\$	33,230
2026		29,544
2027		11,111
2028		11,111
2029		4,629
<b>Subtotal</b>		89,625
Less: Amount representing interest		4,750
<b>Present Value of Minimum Lease Payments</b>		84,875
Less: Current maturities of leases		31,110
<b>Leases - Net of Current Maturities</b>	\$	53,765

September 30		2024		2023
Weighted-average remaining lease term:				
Operating leases		2.11 yrs		1.59 yrs
Weighted-average discount rate:				
Operating leases		2.96%		0.73%

## **Western Plains Energy, LLC**

### NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(Continued)

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#### **8. COMMITMENTS, CONTINGENCIES, AND AGREEMENTS**

The Company has entered into various agreements regarding its formation, operation, and management. Significant agreements are as follows:

##### **Employee 401(k) Plan**

The Company established a 401(k) retirement plan on November 1, 2004, for its employees. The Company matches employee contributions to the plan, up to 5% of each eligible employee's gross compensation. The amount contributed by the Company is vested at 25% per year on behalf of the employee. The Company contributed \$143,082 and \$115,807 for the years ended September 30, 2024 and 2023, respectively.

##### **Marketing Agreement**

The Company executed an exclusive ethanol marketing and services agreement (the Agreement) with POET Biofuels (POET) of Wichita, Kansas, to market the ethanol produced at its plant. Under this Agreement, POET agrees to purchase all of the ethanol produced at the plant, and POET is responsible for determining the price and terms at which the ethanol acquired from the plant is sold, and to whom it is sold, for which POET receives a marketing fee. The Agreement renews automatically for an additional five-year period and may be terminated by either party after providing written notice of at least 90 days prior to the end of the current five-year term.

##### **Power Purchase Agreement**

The Company entered into an agreement with Western Plains Wind, LLC to purchase wind energy and renewable energy credits (RECs) on April 20, 2021. The agreement is set to cover the period from April 20, 2021, through April 20, 2031. Thereafter, the Company may elect to extend the term for two additional five-year periods by providing written notice of such extension at least 90 days prior to the end of the original term. During the years ended September 30, 2024 and 2023, the Company purchased approximately \$233,000 and \$236,000 of RECs, respectively.

##### **Whitefox Agreement**

On September 23, 2022, the Company entered into an agreement with Whitefox to design a system at the Company's plant to fully replace the molecular sieves with Whitefox's membrane technology and to reconfigure the distillation, dehydration, and evaporation process units to achieve maximum energy efficiency. The project will reduce the Company's carbon intensity score. The Company has committed to approximately \$26,348,000 in total project costs, of which \$5,505,000 has been incurred and paid to Whitefox and an additional \$20,040,000 has been incurred and paid to various vendors as of September 30, 2024.

## Western Plains Energy, LLC

### NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

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#### Carbon Sequestration Project

On January 20, 2023, the Company entered into an agreement with TBirdie Consulting to assist in obtaining a carbon-dioxide (CO<sub>2</sub>) permit from the U.S. Environmental Protection Agency, certifications from the California Air & Resource Board, and implement a CO<sub>2</sub> injection system. At September 30, 2024, \$1,786,074 has been incurred and paid.

#### Purchase and Sales Commitments

On September 30, 2024, the Company had the following purchase and sales commitments:

*Purchase:* 4,012,965 bushels of grain, 332,216 of which are priced at a weighted-average price of \$4.41 per bushel; the remaining bushels were not priced. Management will secure pricing on the remaining bushels on a per-contract basis over the next year. If no price is secured prior to the contract fulfillment date, the contracted bushels will be purchased at the prevailing market rate.

*Sell:*

24,582 tons of wet distillers grain, which are priced at a weighted average of \$61.61 per ton; and

706 pounds of syrup, extracted during production, which are priced at \$53.64 per pound.

## 9. RELATED-PARTY TRANSACTIONS

The Company has sales of distillers grain and purchases of grain to and from various members of the Company, or to and from companies in which members have ownership.

The Company has reimbursed members of the Board of Managers for certain expenses incurred on behalf of the Company and paid by the members of the Board of Managers, including attending board meetings.

POET, the exclusive marketer of the Company's ethanol, owns 350 Class C capital units. Sales of ethanol, marketing fees paid, denaturant purchases, and accounts receivable balances are included in the table below, along with all related-party transactions and account balances of the Company.

September 30	2024	2023
<b>Transactions</b>		
Revenue	\$ 93,470,339	\$ 85,639,567
Cost of sales	\$ 3,332,954	\$ 1,971,136
General and administrative expenses	\$ 82,656	\$ 120,718
<b>Balances</b>		
Accounts receivable	\$ 2,121,817	\$ 3,954,641

## Western Plains Energy, LLC

### NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(Continued)

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#### 10. CONCENTRATIONS OF CREDIT RISK

The Company does not require collateral or other security to support accounts receivable. The Company maintains allowances for potential credit losses. In addition to the ethanol sales and accounts receivable balances noted in note 9 with POET, concentrations were as follows:

	Cost of Sales	
	Number of Vendors	Percentage
September 30, 2024	1	11%
September 30, 2023	3	34%

#### 11. USDA PAYMENTS

The Company earned an award from the USDA Biofuel Producer Program available through the CARES Act (Coronavirus Aid, Relief, and Economic Security Act) related to COVID-19 (coronavirus disease 2019) in the amount of \$310,160, for the year ended September 30, 2023. This amount is included in other income in the accompanying consolidated statement of operations.

#### 12. SUBSEQUENT EVENTS

On October 1, 2024, the Company entered into debt agreements with investors totaling \$11,000,000, of which \$2,500,000 had already been received during the year. On January 1, 2025, the debt agreements were converted to equity.