

**ADKINS ENERGY LLC  
TRADING SERVICE SUMMARY  
JANUARY 1, 2018**

*This is a summary of the basic provisions for buying and selling Membership Interests of Adkins Energy LLC (“Adkins Energy”). This does not describe all material aspects of the Trading Service. You should read the entire Trading Service Operational Manual (“Operational Manual”) carefully before buying or selling Membership Interests in Adkins Energy on the Trading Service.*

- Adkins Energy must regulate trading of its Membership Interests to remain exempt from IRS regulations that would result in double taxation of earnings. Accordingly, all transfers must be approved by Adkins Energy’s Board of Governors (the “Board”). Unauthorized transfers will be void and could subject the seller to costs and damages.
- Adkins Energy has engaged FNC Ag Stock, LLC (“FNC”) to operate a qualified matching service (the “Trading Service”) to facilitate the trading of Membership Interests.
- Except for Permitted Transfers, as defined in the Operational Manual and certain other limited transfers approved by the Board, you may not transfer Membership Interests other than through the Trading Service.
- Sellers must pay FNC a commission of the greater of: (a) three percent (3%) of the purchase price for each trade, or (b) two hundred fifty dollars (\$250.00) per closed transaction.
- Offers to buy or sell Membership Interests through the Trading Service are non-binding until a written contract for sale has been executed. All matched offers to buy and sell are subject to Board approval.
- If you are interested in buying or selling Membership Interests using the Trading Service, contact FNC at (855) 827-7391 to complete a Listing Agreement or place a bid. You must indicate the price and number of Membership Interests you desire to buy or sell in whole unit increments. Offers to buy or sell Membership Interests will be made available by FNC upon request. Available listings, recent sales and offers to purchase will be posted on FNC’ website at [www.FNCagstock.com](http://www.FNCagstock.com).
- Information about Adkins Energy, including recent summary financial statements and a copy of Adkins Energy’s Third Amended and Restated Operating Agreement (as amended, the “Operating Agreement”), are available from Adkins Energy upon request.
- The allocation of income or loss between members buying or selling Membership Interests during Adkins Energy’s fiscal year, and the payment of tax distributions and other distributions in connection with any such transfers, is governed by the Operating Agreement. A summary of the relevant provisions is also set forth in the Operational Manual. If you are interested in buying or selling Membership Interests, the Board strongly recommends that you review these provisions.
- FNC will match bids with listed offers for sale on a daily basis (except weekends and holidays). However, bids may not be matched with offers to sell until the Membership Interests have been listed for at least 15 days. In matching offers, preference is generally given to the lowest priced offers to sell or the highest bid price, then in the order received. The purchase price will be at or above the seller’s posted price.

- When an offer to sell is matched with a bid, FNC will contact the buyer and seller by telephone to confirm the sale and then send the buyer a Contract for Sale. The buyer must return the signed contract to FNC within ten (10) business days with a 100% deposit of the purchase price and other documentation required by Adkins Energy.
- Purchasers of Membership Units who are not already holders of Membership Interests will have to pay Adkins Energy a New Member Fee in the amount of Two Hundred and Fifty Dollars and no cents (\$250.00) and will have to complete and submit a Joinder Agreement which will be furnished by FNC. Existing members acknowledge that the Joinder Agreement applies to all of the Membership Interests of Adkins Energy.
- The minimum sale or purchase of Membership Interests shall be for 50 LLC Units unless the Member is liquidating its entire position.
- The purchase price deposit will be held by an independent escrow agent, Bremer Bank, until the sale is completed.
- After FNC receives the buyer's contract and deposit, FNC will send the contract to the seller who must sign and return it to FNC within 10 business days with the unit certificate(s) or a lost certificate affidavit, unless the LLC Units are held in Book Entry form.
- Approximately 30 days before the end of each quarter, FNC will provide to Adkins Energy the contracts, unit certificate or lost certificate affidavit and related documentation for transfers. The Board will review each contract for compliance with its Operating Agreement and will determine whether to approve or reject each transfer.
- If the Board approves a transfer, Adkins Energy will record the transfer of the ownership of the Membership Interests from the seller to the buyer on its books and records and FNC will direct the escrow agent to disburse the net sale proceeds to the seller, after payment of FNC's commission. If the Board rejects a transfer, the purchase price will be returned to the buyer and no commission will be charged.
- Offers to sell and offers to buy may not be listed longer than 120 days. After an offer has been listed for 120 days, it will be removed. A buyer may immediately repost his or her offer to buy; however, a seller may not list Membership Interests for sale for at least 60 days after his or her offer is removed.
- No more than 10% of Adkins Energy's outstanding Membership Interests may be traded through the Trading Service or otherwise in any calendar year. If the 10% limit is reached, no further trading on the Trading Service will be authorized until after the end of the year.
- The Board will consider transfers once per quarter. Approved transfers will be effected on the first day of the following quarter, except when an offer to sell is posted on the Trading Service during the last 45 days of a quarter and matched with an offer to buy, in which case the transfer is approved the next following quarter. Quarters begin on December 1, March 1, June 1 and September 1.
- Permitted Transfers are transfers by gift or death to (a) a trust established by a member of Adkins Energy for the benefit of such member's spouse and lineal descendants and the spouses of the lineal descendants of such member or (b) a member's spouse, former

spouse and lineal descendants and the spouses of the lineal descendants of such member.

- The Board may reject any transfer that does not comply with the Operating Agreement. The Board may elect in its sole discretion not to recognize any transfer unless and until (i) Adkins Energy has received an opinion of counsel satisfactory in form and substance to the Board that the transfer may be lawfully made under applicable state and federal securities laws and that such transfer will not cause Adkins Energy to be treated as a publicly-traded partnership and (ii) all documents of conveyance are executed and delivered to Adkins Energy, including the transferor's membership certificate.
- The Membership Interests of the Members of Adkins Energy are divided into LLC Units with each Member's Membership Interest in proportion to the LLC units held by such Member in comparison to the total number of LLC Units issued and outstanding. The LLC Units attributable to each Member are recorded on the books and records of Adkins Energy and are represented by certificates that are held by Adkins Energy for the Member. If requested, LLC Unit Certificates will be issued to Members who will be responsible for their safekeeping.

*CAUTION: This summary is current only as of the date printed on the first page. It may be updated or revised at the discretion of Adkins Energy's Board and in coordination with FNC. The most current version is available on Adkins Energy's website, upon request to Adkins Energy or by link on Adkins Energy's website. Buyers and sellers should confirm that they are referring to the most current version of the Trading Service Operations Manual when using the Trading Service or transferring Membership Interests.*