

Green Plains Inc.  
Form 8-K  
April 26, 2017

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d)**

**of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported)**

**April 25, 2017**

**Green Plains Inc.**

**(Exact name of registrant as specified in its charter)**

**Iowa**  
**(State or other jurisdiction**  
  
**of incorporation)**

**001-32924**  
**(Commission**  
  
**File Number)**

**84-1652107**  
**(I.R.S. Employer**  
  
**Identification No.)**

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**1811 Aksarben Drive**

**Omaha, Nebraska**

**(Address of principal executive offices)**

**68106**

**(Zip code)**

**(402) 884-8700**

**(Registrant's telephone number, including area code)**

**Not Applicable**

**(Former name or former address, if changed since last report)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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**Item 1.01 Entry into a Material Definitive Agreement**

***Asset Purchase Agreement***

On April 26, 2017, Green Plains Inc. announced that its subsidiary, Green Plains Cattle Company LLC ( GP Cattle ), has entered into an asset purchase agreement to acquire two cattle-feeding operations from Cargill Cattle Feeders, LLC for \$36.7 million, plus certain working capital adjustments. The transaction includes the feed yards located in Leoti, Kansas and Yuma, Colorado and will add combined feedlot capacity of 155,000 head of cattle to the company's operations.

The Leoti and Yuma feeding operations consist of approximately 1,900 acres of land, supporting infrastructure and feed storage assets, and are strategically located near major meat packers. The transaction is anticipated to be completed in the next 30 days subject to customary closing conditions and regulatory approvals. The transaction will be financed using cash on hand.

As part of the transaction, GP Cattle also will enter into a long-term cattle supply agreement with Cargill Meat Solutions Corporation. Under the cattle supply agreement, all cattle placed in the Leoti, Yuma and GP Cattle's existing Kismet, Kansas feedlots will be sold exclusively to Cargill Meat Solutions under an agreed upon production and pricing arrangement.

The foregoing description of the Purchase Agreement is not complete and is qualified in its entirety by reference to the full text of the Purchase Agreement, which is filed as Exhibit 2.1 to this Current Report on Form 8-K, and is incorporated into this Item 1.01 by reference.

**Item 8.01. Other Events.**

On April 26, 2017, Green Plains issued a press release announcing the acquisition of the feedlots. The press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

**Item 9.01. Financial Statements and Exhibits**

**(d) Exhibits**

| <b>Exhibit</b> | <b>Description</b>   |
|----------------|--|
| 2.1            | Asset Purchase Agreement, dated as of April 25, 2017, by and among Green Plains Cattle Company LLC, and Cargill Cattle Feeders, LLC. * |
| 99.1           | Press Release dated April 26, 2017.  |

\* The schedules referenced in the Asset Purchase Agreement have been omitted in accordance with Item 601(b)(2) of Regulation S-K. A copy of any omitted schedule will be furnished supplementally to the Securities and Exchange Commission upon request.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**Green Plains Inc.**

Date: April 26, 2017

By: /s/ Jerry L. Peters  
Jerry L. Peters  
Chief Financial Officer  
(Principal Financial Officer)