

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF GEORGIA
ATLANTA DIVISION**

In re:)	
)	Chapter 11
)	
CAGLE’S, INC.,)	Case No. 11-80202
CAGLE’S FARMS, INC.,)	
)	Jointly Administered
Debtors.)	
<hr style="width: 40%; margin-left: 0;"/>)	

**NOTICE OF FILING OF PROPOSED LETTER TO
UNSECURED CREDITORS IN SUPPORT OF AMENDED PLAN**

In connection with the hearing scheduled for Thursday, September 6, 2012 at 2:00 p.m. on the *Motion for Entry of an Order Approving (I) the Disclosure Statement; (II) Procedures for the Solicitation and Tabulation of Votes to Accept or Reject the Debtors’ Chapter 11 Plan; and (III) Related Notice and Objection Procedures* [Docket No. 730] filed by Cagle’s, Inc. and Cagle’s Farms, Inc. (collectively, the “Debtors”), the Official Committee of Unsecured Creditors hereby files its proposed letter to unsecured creditors, annexed hereto as Exhibit A, to be included (subject to Bankruptcy Court approval) in the solicitation packages to be distributed to the Debtors’ stakeholders who are entitled to vote to accept or reject the *Amended and Restated Plan of Liquidation for Cagle’s, Inc. and Cagle’s Farms, Inc.*, dated September __, 2012.

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Dated: September 5, 2012

Respectfully submitted,

LOWENSTEIN SANDLER PC

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MCKENNA LONG & ALDRIDGE LLP

/s/ Henry F. Sewell, Jr.

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*Counsel for the Official Committee
of Unsecured Creditors*

Exhibit A



September __, 2012

TO: All Unsecured Creditors of Cagle's, Inc. and Cagle's Farms, Inc.

Re: Cagle's, Inc. and Cagle's Farms, Inc.
Chapter 11 Case No.: 11-80202-PWB

Dear Creditors:

We write on behalf of the Official Committee of Unsecured Creditors (the "Committee") of Cagle's, Inc. and Cagle's Farms, Inc., the debtors in the above-referenced chapter 11 bankruptcy cases (the "Debtors"). The Committee is comprised of the following unsecured creditors of the Debtors who were appointed to serve on the Committee by the United States Trustee at a meeting held on October 27, 2011: Archer Daniels Midland (ADM), Diversified Ingredients, International Paper, Evonik Degussa Corporation, Ampro Products, Inc., R. L. Zeigler, Co, Inc. and Southeastern Minerals, Inc. The Committee is represented by Lowenstein Sandler PC and McKenna Long & Aldridge LLP as its co-counsel and by J.H. Cohn LLP as its financial advisor.

We write in connection with the solicitation of ballots to accept or reject the *Amended and Restated Plan of Liquidation for Cagle's, Inc. and Cagle's Farms, Inc.* filed by the Debtors on September __, 2012 (the "Plan"). For the reasons set forth herein, the Committee recommends that creditors in Classes 3 and 4 vote to accept the Plan.

A copy of the Plan accompanies this letter. Also accompanying this letter is the *Amended and Restated Disclosure Statement* for the Plan (the "Disclosure Statement"), which contains detailed information regarding the Debtors, their businesses, their chapter 11 cases, the sale of substantially all of their assets, and the distributions to be made under the Plan to various classes of creditors and equity interest holders, including general unsecured creditors. You should review the Disclosure Statement and Plan carefully.

The Plan is the product of significant and extensive arms-length discussions and negotiations between the Committee and the Debtors. The Committee is pleased with the Plan's treatment of general unsecured claims that provides for full payment of Allowed Claims of general unsecured creditors in Classes 3 and 4, plus postpetition interest at the rate of 5.0% per annum. As set forth in the Disclosure Statement, the Debtors anticipate that each Holder of an Allowed Class 3 General Unsecured Claim will receive (i) a Distribution (cash payment) equal to no less than 80% of its Allowed Class 3 General Unsecured Claim (plus postpetition interest) on the Initial Distribution Date under the Plan (the first Business Day after the Effective Date of the Plan or as soon as reasonably practical thereafter), and (ii) aggregate Distributions (cash payments) equal to 100% of its Allowed Class 3 General Unsecured Claim (plus postpetition interest) no later than February 1, 2013. Holders of Allowed Class 4 Unsecured Convenience Claims (equal to or less than \$10,000.00) will receive a one-time payment of Cash equal to 100% of such Allowed Unsecured Convenience Claim (plus postpetition interest) on or as soon as reasonably

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practicable after the later of (a) the Initial Distribution Date (the first Business Day after the Effective Date of the Plan or as soon as reasonably practical thereafter), or (b) the first Distribution Date after the date such Unsecured Convenience Claim becomes an Allowed Claim.

The Committee believes that the Plan provides a treatment of your claim that is fair and equitable and therefore supports the Debtors' efforts to obtain approval of the Plan. **The Committee, which represents the collective interests of all unsecured creditors of the Debtors, supports approval of the Plan and, therefore, recommends that all creditors in Classes 3 and 4 review the Plan and Disclosure Statement enclosed herewith and vote to accept the Plan.**

The voting deadline is **October __, 2012 at 4:00 p.m. (prevailing Pacific Time)**. Please complete, sign and submit your ballot in accordance with the instructions contained in this solicitation package so that your ballot is actually received by the voting agent, Kurtzman Carson Consultants LLC, no later than the voting deadline at the following address: Cagle's Ballot Processing Center, c/o Kurtzman Carson Consultants, LLC, 2335 Alaska Avenue, El Segundo, California 90245. Please note that only original ballots will be counted and ballots will not be accepted by facsimile or electronic mail unless expressly authorized by the Debtors.

Please feel free to contact us with any questions regarding this letter.

Official Committee of Unsecured Creditors
of Cagle's, Inc. and Cagle's Farms, Inc.

By: /s/ Bruce S. Nathan

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