

Official Form 1 (12/11)

United States Bankruptcy Court SOUTHERN DISTRICT OF NEW YORK				VOLUNTARY PETITION	
Name of Debtor (if individual, enter Last, First, Middle): K-V Pharmaceutical Company			Name of Joint Debtor (Spouse ) (Last, First, Middle):		
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names): N/A			All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):		
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all): 43-0618919			Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all):		
Street Address of Debtor (No. and Street, City, and State): 2280 Schuetz Road, St. Louis, MO 63146 <div style="text-align: right;">ZIP CODE 63146-3410</div>			Street Address of Debtor (No. and Street, City, and State): <div style="text-align: right;">ZIP CODE</div>		
County of Residence or of the Principal Place of Business: St. Louis County			County of Residence or of the Principal Place of Business:		
Mailing Address of Debtor (if different from street address):			Mailing Address of Joint Debtor (if different from street address): <div style="text-align: right;">ZIP CODE</div>		
Location of Principal Assets of Business Debtor (if different from street address above): St. Louis, MO			<div style="text-align: right;">ZIP CODE</div>		
<b>Type of Debtor</b> (Form of Organization) (Check <b>one</b> box.)  <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (if debtor is not one of the above entities, check this box and state type of entity below.)		<b>Nature of Business</b> (check <b>one</b> box.)  <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other		<b>Chapter of Bankruptcy Code Under Which the Petition is Filed</b> (Check <b>one</b> box.)  <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13  <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding	
<b>Chapter 15 Debtors</b> Country of debtor's center of main interests:  Each country in which a foreign proceeding by, regarding, or against debtor is pending:		<b>Tax-Exempt Entity</b> (Check Box, if applicable.)  <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).		<b>Nature of Debts</b> (Check one box.)  <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.	
<b>Filing Fee</b> (Check one box.)  <input checked="" type="checkbox"/> Full Filing Fee attached.  <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A.  <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.			<b>Chapter 11 Debtors</b>  <b>Check one box:</b> <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D).  <b>Check if:</b> <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 ( <i>amount subject to adjustment on 4/01/13 and every three years thereafter</i> ). <hr style="border-top: 1px dashed black;"/> <b>Check all applicable boxes:</b> <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited preparation from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).		
<b>Statistical/Administrative Information</b> <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.					<b>THIS SPACE IS FOR COURT USE ONLY</b>
Estimated Number of Creditors* <input type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input checked="" type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> Over 100,000					
Estimated Assets* <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input checked="" type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion					
Estimated Liabilities* <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$5 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input checked="" type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion					

\*All financial information contained herein is reported on a consolidated balance sheet basis with the Debtor's affiliates. Information respecting the estimated number of creditors herein is reported on a consolidated basis with the Debtors. Information as of June 30, 2012.

<b>Voluntary Petition</b> <i>(This page must be completed and filed in every case.)</i>		Name of Debtor(s): K-V Pharmaceutical Company	
<b>All Prior Bankruptcy Cases Filed Within Last 8 Years</b> (If more than two, attach additional sheet.)			
Location Where Filed:	Case Number:	Date Filed:	
Location Where Filed:	Case Number:	Date Filed:	
<b>Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor</b> (If more than one, attach additional sheet.)			
Name of Debtor: See Attachment A	Case Number: Pending	Date Filed: Concurrently herewith	
District: Southern District of New York	Relationship: Affiliate	Judge: Pending	
<p style="text-align: center;"><b>Exhibit A</b></p> <p>(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)</p> <p><input checked="" type="checkbox"/> Exhibit A is attached and made a part of this petition.</p>	<p style="text-align: center;"><b>Exhibit B</b></p> <p>(To be completed if debtor is an individual whose debts are primarily consumer debts.)</p> <p>I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. § 342(b).</p> <p>X _____ Signature of Attorney for Debtor(s) (Date)</p>		
<b>Exhibit C</b>			
Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?			
<input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition.			
<input checked="" type="checkbox"/> No.			
<b>Exhibit D</b>			
(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)			
<input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition.			
If this is a joint petition:			
<input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a party of this petition.			
<b>Information Regarding the Debtor – Venue</b> (Check any applicable box.)			
<input type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.			
<input checked="" type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.			
<input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.			
<b>Certification by a Debtor Who Resides as a Tenant of Residential Property</b> (Check all applicable boxes.)			
<input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)			
_____			
(Name of landlord that obtained judgment)			
_____			
(Address of landlord)			
<input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and			
<input type="checkbox"/> Debtor has included with this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.			
<input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(1)).			

Voluntary Petition <i>(This page must be completed and filed in every case.)</i>	Name of Debtor(s): K-V Pharmaceutical Company
<b>Signatures</b>	
<p style="text-align: center;"><b>Signature(s) of Debtor(s) (Individual/Joint)</b></p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct.                  [If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.                  [If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).</p> <p>I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> X _____ Signature of Debtor  X _____ Signature of Joint Debtor  _____ Telephone Number (if not represented by attorney)  _____ Date	<p style="text-align: center;"><b>Signature of a Foreign Representative</b></p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.</p> <p>(Check only <b>one</b> box.)</p> <input type="checkbox"/> I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. § 1515 are attached.  <input type="checkbox"/> Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.  X _____ (Signature of Foreign Representative)  X _____ (Printed Name of Foreign Representative)  _____ Date
<p><b>Signature of Attorney*</b></p> X <u>/s/ Matthew A. Feldman, Esq.</u> Matthew A. Feldman, Esq. Robin Spigel, Esq. Willkie Farr & Gallagher LLP 787 Seventh Avenue New York, New York 10019-6099 Tel: (212) 728-8000 Fax: (212) 728-8111  <u>August 4, 2012</u> Date  *In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.	<p style="text-align: center;"><b>Signature of Non-Attorney Bankruptcy Petition Preparer</b></p> <p>I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.</p> <p>_____                  Printed Name and title, if any, of Bankruptcy Petition Preparer                   _____                  Social Security number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)                   _____                  Address                   X _____                  Date                   Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.                   Names and Social Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual.                   If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.   <i>A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.</i> </p>
<p style="text-align: center;"><b>Signature of Debtor (Corporation/Partnership)</b></p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.</p> <p>The debtor requests the relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> X <u>/s/ Thomas S. McHugh</u> Signature of Authorized Individual Thomas S. McHugh Printed Name of Authorized Individual Chief Financial Officer and Treasurer Title of Authorized Individual <u>August 4, 2012</u> Date	

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X  
 In re : Chapter 11  
 :  
 K-V Pharmaceutical Company, : Case No. 12-\_\_\_\_\_ ( )  
 :  
 Debtor. :  
 -----X

**EXHIBIT A TO VOLUNTARY PETITION**

1. K-V Pharmaceutical Company's ("KV") SEC file number is 1-9601.
2. The following financial data is the latest available unaudited information and refers to KV's unaudited condition on June 30, 2012.

a. Total assets	\$236,611,343
b. Total debts	\$728,312,575
c. Debt securities held by more than 500 holders	None

	<u>Outstanding</u>	<u>Holders</u>
d. Number of shares of preferred stock	40,000	Unknown - sold in open market
e. Number of shares of Class A common stock	49,007,569	649
f. Number of shares of Class B common stock	11,075,435	257

3. Brief description of debtor's business:

KV is a specialty branded pharmaceutical marketing company primarily focused on women's health care products.

4. Persons who directly or indirectly own, control, or hold, with power to vote, 5% or more of the voting securities of KV:<sup>1</sup>

<b>Amount and Nature of Ownership</b>	<b>Name</b>	<b>Address</b>
12.66% of Class B Common Stock	Parkside Financial Bank & Trust fbo Anne S. Kirschner	8112 Maryland Avenue, Suite 101 Clayton, MO 63105
20.28% of Class B Common Stock	Trust fbo Arnold Hermelin Trustee: Arnold Hermelin	10 South Broadway, Suite 2000 St. Louis, MO 63102
19.29% of Class B Common Stock	Trust fbo Marc Hermelin and Trust fbo Minette Hermelin (deceased) <sup>2</sup> Trustee: David Hermelin	10 South Broadway, Suite 2000 St. Louis, MO 63102

---

<sup>1</sup> As of July 19, 2012.

<sup>2</sup> 19.29% of Class B common shares and 2.74% of Class A common shares are beneficially attributed to David S. Hermelin, in his capacity as Trustee of Trust fbo Marc Hermelin and Trust fbo Minette Hermelin (deceased). Mr. Hermelin also personally owns less than 1% of each of the Class A common shares and the Class B shares.

**ATTACHMENT A**

**1. Pending Bankruptcy Cases Filed by Affiliates of the Debtor:**

Concurrently herewith, each of the affiliated entities listed below, including the Debtor filing this petition, (collectively, the “**Debtors**”) filed a petition in this Court for relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101, et seq.

DrugTech Corporation  
FP1096, Inc.  
K-V Discovery Solutions, Inc.  
K-V Generic Pharmaceuticals, Inc.  
K-V Pharmaceutical Company  
K-V Solutions USA, Inc.  
Ther-Rx Corporation  
Zeratech Technologies USA, Inc.

Contemporaneously with the filing of their voluntary petitions, the Debtors filed a motion requesting that this Court consolidate their chapter 11 cases for procedural purposes only.

**SECRETARY'S CERTIFICATE OF  
RESOLUTIONS OF THE BOARD**  
of each entity set forth on Schedule I attached hereto

I, Patrick J. Christmas, the undersigned Secretary of each entity listed on Schedule I hereto (each entity, a "Company") hereby certify that, on August 4, 2012, the following resolutions were duly adopted by the applicable Board of Directors or equivalent body, as the case may be (collectively, the "Board"), and recorded in the minute book of each Company, and that they have not been amended, modified or rescinded and, accordingly, are in full force and effect as of the date hereof.

**WHEREAS**, as a result of the financial condition of the Company, the Board has engaged counsel and financial advisors to provide advice to the Company regarding its obligations to its creditors, equity holders, employees and other interested parties;

**WHEREAS**, the Board has reviewed and considered, among other things, the advice of its counsel and financial advisors and has considered the options available to the Company, and has determined that, in its judgment, it is advisable and in the best interests of the Company, its creditors, equity holders, employees and other interested parties that the Company voluntarily file a petition (the "Petition") for relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101 et seq. (the "Bankruptcy Code").

**NOW THEREFORE**, it is hereby:

**RESOLVED**, that the filing by the Company of the Petition, in the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court"), in the form presented to the Board is hereby approved, confirmed and adopted; and it is further

**RESOLVED**, that each of the officers of the Company, including any president, vice president, chief executive officer, chief financial officer, treasurer, secretary or assistant secretary (each of the foregoing, individually, an "Authorized Officer" and, together, the "Authorized Officers") be and they hereby are authorized, empowered and directed to execute and file the Petition on behalf of the Company in order to seek relief under chapter 11 of the Bankruptcy Code in the Bankruptcy Court; and it is further

**RESOLVED**, that each of the Authorized Officers be and hereby is authorized and empowered, in the name and on behalf of the Company, to execute and file all petitions, schedules, motions, lists, applications, pleadings, affidavits and other papers as required to accompany the Petition or seek entry of first day orders, and, in connection therewith, to employ and retain assistance of legal counsel, accountant, financial advisor, investment banker and other professionals, and to take and perform any and all further acts and deeds that they deem necessary, proper or desirable in connection with, or in furtherance of, the Petition or the Company's chapter 11 cases, with a view to the successful prosecution of such cases; and it is further

**RESOLVED**, the law firm of Willkie Farr & Gallagher LLP, located at 787 Seventh Avenue, New York, New York 10019, is employed as counsel to render legal services

to, and to represent, the Company in its chapter 11 cases and in any and all related proceedings, subject to Bankruptcy Court approval; and it is further

**RESOLVED**, Jefferies & Company, Inc., located at 520 Madison Avenue, New York, New York 10022, is employed as financial advisor and investment banker for the Company in its chapter 11 cases, subject to Bankruptcy Court approval; and it is further

**RESOLVED**, the law firm of Williams & Connolly LLP, located at 725 Twelfth Street, N.W., Washington, D.C. 20005, is employed as special litigation counsel for the Company in its chapter 11 cases, subject to Bankruptcy Court approval; and it is further

**RESOLVED**, the law firm of SNR Denton US LLP, located at 1301 K Street, N.W. Suite 600, East Tower, Washington, DC 20005 and 2000 McKinney Avenue Suite 1900, Dallas, TX 75201, is employed as special litigation counsel for the Company in its chapter 11 cases, subject to Bankruptcy Court approval; and it is further

**RESOLVED**, that each of the Authorized Officers is authorized and empowered to make, execute, file and deliver any and all consents, certificates, documents, instruments, amendments, papers or writings as may be required in connection with or in furtherance of the foregoing, and to do any and all other acts necessary or desirable to effectuate the foregoing resolutions, the execution and delivery thereof by such Authorized Officer(s) to be deemed conclusive evidence of the approval by the Company of the terms, provisions and conditions thereof; and it is further

**RESOLVED**, that any and all past actions heretofore lawfully taken by officers, directors, members or any authorized persons acting under similar authority, as the case may be, of the Company in the name and on behalf of the Company in furtherance of any or all of the preceding resolutions are hereby ratified, confirmed and approved; and it is further

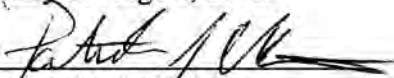
**RESOLVED**, that the Secretary of the Company is hereby authorized, empowered and directed to certify that the foregoing resolutions of the Board were duly consented to and adopted as of the date hereof, and that the Secretary of the Company is hereby authorized and directed to insert, or cause to be inserted, this Secretary's Certificate of Resolutions of the Board, or a copy thereof, in the minutes of proceedings of the Board.

[Signature appears on next page]



IN WITNESS WHEREOF, the undersigned has executed this Secretary's Certificate of Resolutions of the Board as of the 4th day of August, 2012.

By:



Name: Patrick J. Christmas

Title: Secretary

**Schedule I**

DrugTech Corporation  
FP1096, Inc.  
K-V Discovery Solutions, Inc.  
K-V Generic Pharmaceuticals, Inc.  
K-V Pharmaceutical Company  
K-V Solutions USA, Inc.  
Ther-Rx Corporation  
Zeratech Technologies USA, Inc.

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X  
 In re : Chapter 11  
 :  
 K-V Pharmaceutical Company, : Case No. 12-\_\_\_\_\_ ( )  
 :  
 Debtor. :  
 -----X

**CONSOLIDATED LIST OF CREDITORS  
HOLDING THE 30 LARGEST UNSECURED CLAIMS**

K-V Pharmaceutical Company (the “**Debtor**”), filed a voluntary petition in this Court for relief under chapter 11 of the United States Bankruptcy Code, 11 U.S.C. §§ 101, et seq. This list of creditors holding the 30 largest unsecured claims (the “**Top 30 List**”) has been prepared on a consolidated basis, from the Debtor’s and each of its affiliated debtors’ books and records as of August 3, 2012. The Top 30 List was prepared in accordance with Rule 1007(d) of the Federal Rules of Bankruptcy Procedure for filing in the Debtor’s chapter 11 case. The Top 30 List does not include: (1) persons who come within the definition of an “insider” set forth in 11 U.S.C. § 101(31); or (2) secured creditors or partially secured creditors. The information presented in the Top 30 List shall not constitute an admission by, nor is it binding on, the Debtor. The information presented herein, including, without limitation: (a) the failure of the Debtor to list any claim as contingent, unliquidated, disputed or subject to a setoff; or (b) the listing of any claim as unsecured, does not constitute an admission by the Debtor that the secured lenders listed hold any deficiency claims, nor does it constitute a waiver of the Debtor’s rights to contest the validity, priority, nature, characterization and/or amount of any claim.

Except as set forth above, the list has been prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 case.

Name of creditor and complete mailing address, including zip code	Name, telephone number, and fax number of employees, agent or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Amount of claim as of August 3, 2012 <sup>1</sup>	Indicate if claim is contingent, unliquidated, disputed, or subject to setoff
Deutsche Bank Trust Company Americas, as Indenture Trustee 60 Wall Street MS NYC 60-2515 New York, NY 10005	Corporate Trust and Agency Services Attn: Dorothy Robinson Facsimile: (212) 454-4274	Debt Securities	\$201,000,000 <sup>2</sup>	

<sup>1</sup> Except where indicated, these claim amounts represent estimated maximum potential liabilities. Actual amounts owed may be different.

<sup>2</sup> Amount represents principal and interest accrued as of July 31, 2012 with respect to the 2.5% Convertible Subordinated Notes issued by K-V Pharmaceutical Company.

Name of creditor and complete mailing address, including zip code	Name, telephone number, and fax number of employees, agent or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Amount of claim as of August 3, 2012 <sup>1</sup>	Indicate if claim is contingent, unliquidated, disputed, or subject to setoff
IMS Health 660 West Germantown Pike Plymouth Meeting, PA 19462	Attn: Len Marcinek Telephone: (610) 244-2000 Email: <a href="mailto:lmarcinek@us.imshealth.com">lmarcinek@us.imshealth.com</a>	Services Contract	\$274,314.86	
Abelson-Taylor, Inc. 33 West Monroe Street Chicago, IL 60603	Attn: Accounting Department Telephone: (312) 894-550 Facsimile: (312) 894-5658	Marketing Services	\$160,675.50	
Applied Discovery, Inc. 13427 NE 16 <sup>th</sup> Street Bellevue, WA 98005	Attn: Accounts Receivable Telephone: (877) 613-3010 ext. 3563 Email: <a href="mailto:billing@applieddiscovery.com">billing@applieddiscovery.com</a>	Services Contract	\$128,625.20	
Concur Technologies Inc. 62157 Collections Center Drive Chicago, IL 60693	Attn: General Counsel	Trade Debt	\$98,227.70	
Medco Health Services 100 Parsons Pond Drive Franklin Lakes, NJ 07417	Attn: Alison Curley Telephone: (201) 269-5817 Facsimile: (201) 269-1032 Email: <a href="mailto:alison_curley@medco.com">alison_curley@medco.com</a>	Services Contract	\$89,317.29	
CuraScript SD 6272 Lee Vista Boulevard Orlando, FL 32822	Attn: Pamela L. Gass Telephone: (407) 826-8570 Email: <a href="mailto:plgass@express-scripts.com">plgass@express-scripts.com</a>	Services Contract	\$86,593.97	
REPCO Graphics 8405 St. Charles Rock Road St. Louis, MO 63114	Attn: Betsy Kirburz Telephone: (314) 884-7214 Facsimile: (314) 426-6022 Email: <a href="mailto:bkiburz@repcographics.com">bkiburz@repcographics.com</a>	Services Contract	\$86,379.70	
Poretta & Orr, Inc. 450 East Street Doylestown, PA 18901	Attn: Janie Swanson Telephone: (215) 345-1515 Facsimile: (215) 345-6459 Email: <a href="mailto:jswanson@porettaorr.com">jswanson@porettaorr.com</a>	Services Contract	\$83,686.35	
Bick Group 12969 Manchester Road St. Louis, MO 63131	Attn: General Counsel Telephone: (800) 295-2425	Services Contract	\$76,500.79	
Golin Harris International 111 East Wacker Drive Chicago, IL 60601  -and-  Golin Harris International CMGRP, Inc. PO Box 7247-6595 Philadelphia, PA 19170-6595	Attn: Tyler Peterre Telephone: (312) 729-4384 Facsimile: (312) 729-4023	Services Contract	\$71,768.56	

Name of creditor and complete mailing address, including zip code	Name, telephone number, and fax number of employees, agent or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Amount of claim as of August 3, 2012 <sup>1</sup>	Indicate if claim is contingent, unliquidated, disputed, or subject to setoff
White Company Inc. 1600 S. Brentwood Boulevard Suite 770 St. Louis, MO 63144	Attn: Shannon Tayon Telephone: (314) 373-7785 Facsimile: (314) 961-5903 Email: <a href="mailto:stayon@white-co.com">stayon@white-co.com</a>	Services Contract	\$71,303.81	
Nesher Pharmaceuticals USA LLC 73 Route 31 North Pennington, NJ 08534	Attn: Scott Fuhremann Telephone: (609) 730-1900 Facsimile: (609) 730-1998 Email: <a href="mailto:sfuhremann@nesher.com">sfuhremann@nesher.com</a>	Trade Debt	\$70,889.05	
California Department of Health (CA COHS) Accounting Section Medi-Cal Drug Rebate Accounts Receivable MS1101 Sacramento, CA 95899-7413	Attn: Daniel Jones Telephone: (916) 552-9176 Email: <a href="mailto:daniel.jones@dhcs.ca.gov">daniel.jones@dhcs.ca.gov</a>	Medicaid Rebate	\$67,067.38	
JurisTemps 8000 Maryland Avenue Suite 650 St. Louis, MO 63105	Attn: Andrew J. Koshner Telephone: (314) 862-5554 Facsimile: (314) 862-5654 Email: <a href="mailto:ajk@juristemps.com">ajk@juristemps.com</a>	Trade Debt	\$58,251.03	
Almac Group 25 Fretz Road Souderton, PA 18964	Attn: Clinical Services Telephone: (919) 479-8850 Facsimile: (919) 471-2633 Email: <a href="mailto:clinicalservices@almacgroup.com">clinicalservices@almacgroup.com</a>	Services Contract	\$57,036.63	
CBIZ Valuation Group LLC One City Place Drive Suite 570 St. Louis, MO 63141  -and-  CBIZ Valuation Group LLC PO Box 849846 Dallas, TX 75284-9846	Attn: Kevin Moentmann/ Accounts Receivable Telephone: (314) 692-2249 Facsimile: (314) 692-4222 Email: <a href="mailto:kmoentmann@cbiz.com">kmoentmann@cbiz.com</a>	Services Contract	\$49,700.50	
SMS Systems Maintenance Service 14416 Collections Center Drive Chicago, IL 60693	Attn: Jim Stanton Telephone: (980) 939-7001 Facsimile: (877) 346-0998	Services Contract	\$44,698.16	
Baxter Pharmaceutical 927 South Curry Pike Bloomington, IN 47402	Attn: Joanie Tincher Telephone: (224) 948-2000 Facsimile: (800) 568-5020	Trade Debt	\$44,000.00	

Name of creditor and complete mailing address, including zip code	Name, telephone number, and fax number of employees, agent or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Amount of claim as of August 3, 2012 <sup>1</sup>	Indicate if claim is contingent, unliquidated, disputed, or subject to setoff
Patton Boggs LLP 2550 M Street NW Washington, DC 20037	Attn: Managing Partner Telephone: (202) 457-6000 Facsimile: (202) 457-6315	Legal Services	\$42,827.24	
CDF Rx 6900 North Dallas Parkway Suite 125 Plano, TX 75024	Attn: General Counsel Telephone: (972) 608-7156 Facsimile: (214) 570-3659	Trade Debt	\$41,100.00	
Snell & Wilmer LLP One Arizona Center 400 East Van Buren Street Suite 1900 Phoenix, AZ 85004	Attn: Managing Partner Telephone: (602) 382-6000 Facsimile: (602) 382-6070	Legal Services	\$38,652.00	
Cortegra 15220 Foundation Avenue Evansville, IN 47725	Attn: General Counsel Telephone: (812) 422-4104 Facsimile: (812) 429-1601	Trade Debt	\$35,538.89	
Oracle America, Inc. 500 Oracle Parkway Redwood Shore, CA 94065	Attn: General Counsel Telephone: (650) 506-7000	Trade Debt	\$35,277.39	
Connecticut General Life Insurance 900 Cottage Grove Road B5PHR Bloomfield, CT 06002	Attn: General Counsel Telephone: (860) 226-5209 Facsimile: (860) 226-5400	Trade Debt	\$31,671.00	
OptumRx 2300 Main Street Dept. 8765 Irvine, CA 92614	Attn: General Counsel Telephone:	Trade Debt	\$30,000.00	
Hogan Lovells US LLP Columbia Square 555 Thirteenth Street, NW Washington, DC 20004	Attn: Managing Partner Telephone: (202) 637-5600 Facsimile: (202) 637-5910	Legal Services	\$28,276.80	
Fleishman-Hillard Inc. 200 N. Broadway St. Louis, MO 63102  -and-  Fleishman-Hillard Inc. PO Box 598 St. Louis, MO 63188-4706	Attn: Susan Veidt Telephone: (314) 982-1700	Services Contract	\$25,995.22	

Name of creditor and complete mailing address, including zip code	Name, telephone number, and fax number of employees, agent or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Amount of claim as of August 3, 2012 <sup>1</sup>	Indicate if claim is contingent, unliquidated, disputed, or subject to setoff
Gibson, Dunn & Crutcher LLP PO Box 90084 Los Angeles, CA 90088  -and-  Gibson, Dunn & Crutcher LLP 333 South Grand Avenue Los Angeles, CA 90071-3197	Attn: Managing Partner Telephone: (213) 229-7000 Facsimile: (213) 229-7520	Legal Services	\$23,429.79	
Printing Arts 2001 West 21 <sup>st</sup> Street Broadview, IL 60155	Attn: General Counsel Telephone: (708) 938-1600 Facsimile: (708) 938-1717	Trade Debt	\$22,760.00	

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X  
In re : Chapter 11  
 :  
K-V Pharmaceutical Company, : Case No. 12-\_\_\_\_\_ ( )  
 :  
 :  
Debtor. :  
-----X

**DECLARATION UNDER PENALTY OF PERJURY**

I, the undersigned authorized officer of K-V Pharmaceutical Company, the debtor in this case (the "**Debtor**"), declare under penalty of perjury that I have read the foregoing consolidated list of the thirty largest unsecured creditors of the Debtor and its affiliated debtors and debtors in possession (the "**Top 30 List**") and that it is true and correct to the best of my information and belief.

The information contained in the Top 30 List is based on a review of the Debtor's and each of its affiliated debtors' books and records. However, the Debtor has not completed a comprehensive legal and/or factual investigation with regard to possible defenses to any claims of the potential claimants included in the Top 30 List. In addition, certain of the entities included in the Top 30 List may not hold outstanding claims as of the date hereof, and therefore may not be creditors of the Debtor for purposes of these chapter 11 cases. Therefore, this listing does not and should not be deemed to constitute either: (i) a waiver of any defenses to any claims that may be asserted against the Debtor; or (ii) an acknowledgement of the validity or amount of any claims that may be asserted against the Debtor.

Dated: August 4, 2012

/s/ Thomas S. McHugh

Thomas S. McHugh



UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X  
 In re : Chapter 11  
 :  
 K-V Pharmaceutical Company, : Case No. 12-\_\_\_\_\_ ( )  
 :  
 Debtor. :  
 -----X

**CORPORATE OWNERSHIP  
 STATEMENT OF K-V PHARMACEUTICAL  
 COMPANY PURSUANT TO BANKRUPTCY RULE 7007.1**

The following corporate entities own 10% or more of K-V Pharmaceutical Company's equity interests:

Shareholder	Percentage of Total Shares of Common Stock as of 6/29/12
Trust fbo Arnold Hermelin Trustee: Arnold Hermelin 10 South Broadway, Suite 2000 St. Louis, MO 63102	20.28% of Class B Common Stock <sup>1</sup>
Trust fbo Marc Hermelin and Trust fbo Minette Hermelin (deceased) Trustee: David Hermelin 20 South Broadway, Suite 2000 St. Louis, MO 63102	19.29% of Class B Common Stock
Parkside Financial Bank & Trust fbo Anne S. Kirschner Trustee: Parkside Financial Bank & Trust 8112 Maryland Avenue, Suite 101 Clayton, MO 63105	12.66% of Class B Common Stock

<sup>1</sup> The calculation of percentages of Class A Common Stock does not reflect the pro forma equity ownership of such holders upon the conversion of the Debtors' preferred stock. Information as of July 19, 2012.

8219418.3

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X  
In re : Chapter 11  
: :  
K-V Pharmaceutical Company, : Case No. 12-\_\_\_\_\_ ( )  
: :  
Debtor. :  
-----X

**DECLARATION UNDER PENALTY OF PERJURY**

I, the undersigned authorized officer of K-V Pharmaceutical Company, the debtor in this case (the "**Debtor**"), declare under penalty of perjury that I have read the foregoing list of equity security holders and corporate ownership statement of the Debtor and that it is true and correct to the best of my information and belief.

Dated: August 4, 2012

/s/ Thomas S. McHugh  
Thomas S. McHugh