

Reference is made to the Commitment Letter, dated September 12, 2008, between Investors and IBC (including the exhibits and annexes attached thereto and as amended, restated, supplemented or otherwise modified from time to time in accordance with the terms thereof, the "Commitment Letter"; capitalized terms used but undefined herein shall have the meanings set forth in the Commitment Letter), to which this Annex I is attached. Each signatory below or to a counterpart hereof, on behalf of itself and its affiliates and managed funds (each, a "Plan Supporter") represents that the principal amount of funded Prepetition Debt held by it is set forth below<sup>2</sup> and hereby agrees that it (a) shall support the Plan and the Disclosure Statement, (b) shall not support any other plan of reorganization or liquidation or any other proposal that is inconsistent with the Plan and (c) shall not sell, assign, transfer, syndicate, participate or otherwise dispose of its holdings of Prepetition Debt, in each case so long as:

(i) the Commitment Letter is in full force and effect, and the Investment Agreement is executed by Investors and IBC by not later than September 26, 2008 and is in full force and effect;

(ii) the Plan, the Disclosure Statement and all material instruments and agreements implementing the transactions contemplated by the Plan reflect the terms and conditions outlined in the Plan Term Sheet, do not contain any terms that are inconsistent with those outlined in the Plan Term Sheet and are otherwise in form and substance reasonably satisfactory to the Prepetition Investors, and no provision of the Plan (as filed with the Bankruptcy Court) has been amended, supplemented or otherwise modified in a manner that is not in form and substance reasonably satisfactory to the Prepetition Investors; and

(iii) the Effective Date and closing of the Transaction occurs not later than February 9, 2009.

Each Plan Supporter hereby agrees that the commitment letter, dated as of October 18, 2007 and amended and restated as of November 6, 2007, among Silver Point Finance, LLC, IBC and Interstate Brands Corporation, was terminated effective March 14, 2008 in accordance with its terms, as confirmed by the letter, dated as of March 17, 2008, from Silver Point Finance, LLC to IBC and Interstate Brands Corporation, and that no person is entitled to any further payment under the foregoing commitment letter (other than with respect to indemnification thereunder, as to which there are no pending claims) or the fee letter, dated as of October 18, 2007 and amended and restated as of November 6, 2007, among Silver Point Finance, LLC, IBC and Interstate Brands Corporation.

In consideration of the agreements contained herein and the Commitment Letter, IBC hereby indemnifies and holds harmless the undersigned Plan Supporter to the same extent, and on the same terms, as the indemnification and agreement to hold harmless provided for an indemnified party in the Commitment Letter.

Accepted and agreed to as of  
the date first written above by:

[SIGNATURE PAGES ATTACHED]

---

<sup>2</sup> As reflected on Plan Supporter's books and records; not reconciled to the Prepetition Agent's register.

**FIELD POINT IV, LTD.**

as manager for the investment funds it manages that are  
holders of \$13,905,493.32 of principal amount of  
funded Prepetition Debt representing 3.1% of the  
aggregate principal amount of funded Prepetition Debt  
outstanding

By:

Name:

Title:

**INTERSTATE BAKERIES CORPORATION,**  
on behalf of itself and the other Debtors,

By:

  
Name: Craig D. Jung

Title: Chief Executive Officer

FIELD POINT IV, LTD.

as manager for the investment funds it manages that are  
holders of \$13,905,493.32 of principal amount of  
funded Prepetition Debt representing 3.1% of the  
aggregate principal amount of funded Prepetition Debt  
outstanding

By: 

Name: FREDERICK FOGEL

Title:

**Frederick H. Fogel  
Authorized Signatory**

INTERSTATE BAKERIES CORPORATION,  
on behalf of itself and the other Debtors,

By: \_\_\_\_\_

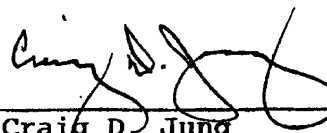
Name:

Title:

GRAND CENTRAL ASSET TRUST SIL,  
as manager for the investment funds it manages that are  
holders of \$61,027,917.15 of principal amount of  
funded Prepetition Debt representing 13.6% of the  
aggregate principal amount of funded Prepetition Debt  
outstanding

By: \_\_\_\_\_  
Name:  
Title:

INTERSTATE BAKERIES CORPORATION,  
on behalf of itself and the other Debtors,

By:  \_\_\_\_\_  
Name: Craig D. Jung  
Title: Chief Executive Officer

GRAND CENTRAL ASSET TRUST SIL,  
as manager for the investment funds it manages that are  
holders of \$61,027,917.15 of principal amount of  
funded Prepetition Debt representing 13.6% of the  
aggregate principal amount of funded Prepetition Debt  
outstanding

By: 

Name:

Title:

Roy Hykal  
Attorney-in-Fact

INTERSTATE BAKERIES CORPORATION,  
on behalf of itself and the other Debtors,

By: \_\_\_\_\_

Name:

Title:

**SIL LOAN FUNDING LLC**

as manager for the investment funds it manages that are  
holders of \$7,671,264.62 of principal amount of funded  
Prepetition Debt representing 1.7% of the aggregate  
principal amount of funded Prepetition Debt  
outstanding

By: \_\_\_\_\_

Name:

Title:

**INTERSTATE BAKERIES CORPORATION,**  
on behalf of itself and the other Debtors,

By: \_\_\_\_\_

Name:

Craig D. Jung

Title:

Chief Executive Officer

SIL LOAN FUNDING LLC

as manager for the investment funds it manages that are  
holders of \$7,671,264.62 of principal amount of funded  
Prepetition Debt representing 1.7% of the aggregate  
principal amount of funded Prepetition Debt  
outstanding

By: 

Name: David Balmert  
Title: Attorney In Kind

INTERSTATE BAKERIES CORPORATION,  
on behalf of itself and the other Debtors,

By: \_\_\_\_\_

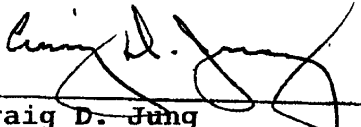
Name:  
Title:

**SIL 2 LOAN FUNDING LLC**

as manager for the investment funds it manages that are  
holders of \$1,432,376.09 of principal amount of funded  
Prepetition Debt representing 0.3% of the aggregate  
principal amount of funded Prepetition Debt  
outstanding

By: \_\_\_\_\_  
Name:  
Title:

**INTERSTATE BAKERIES CORPORATION,**  
on behalf of itself and the other Debtors,

By:  \_\_\_\_\_  
Name: Craig D. Jung  
Title: Chief Executive Officer



SIL 2 LOAN FUNDING LLC

as manager for the investment funds it manages that are  
holders of \$1,432,376.09 of principal amount of funded  
Prepetition Debt representing 0.3% of the aggregate  
principal amount of funded Prepetition Debt  
outstanding

By: \_\_\_\_\_

Name: Edward Salmeron

Title: Attorney in Law

INTERSTATE BAKERIES CORPORATION,  
on behalf of itself and the other Debtors,

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

**SPCP GROUP**

as manager for the investment funds it manages that are  
holders of \$15,804,395.13 of principal amount of  
funded Prepetition Debt representing 3.5% of the  
aggregate principal amount of funded Prepetition Debt  
outstanding

By:

Name:  
Title:

**INTERSTATE BAKERIES CORPORATION,**  
on behalf of itself and the other Debtors,

By:

  
Name: Craig D. Jung  
Title: Chief Executive Officer

SPCP GROUP

as manager for the investment funds it manages that are  
holders of \$15,804,395.13 of principal amount of  
funded Prepetition Debt representing 3.5% of the  
aggregate principal amount of funded Prepetition Debt  
outstanding

By: 

Name:

**Frederick H. Fogel**

Title:

**Authorized Signatory**

INTERSTATE BAKERIES CORPORATION,  
on behalf of itself and the other Debtors,

By: \_\_\_\_\_

Name:

Title:

**TRS THEBE LLC**

**By: DEUTSCHE BANK TRUST COMPANY AMERICAS,**

**ITS SOLE MEMBER**

**By: DB SERVICES NEW JERSEY, INC.**

as manager for the investment funds it manages that are  
holders of \$ 13,101,222.60 of principal amount of  
funded Prepetition Debt representing 2.9% of the  
aggregate principal amount of funded Prepetition Debt  
outstanding

By:

**INTERSTATE BAKERIES CORPORATION,**  
on behalf of itself and the other Debtors,

By: 

Name: Craig D. Jung

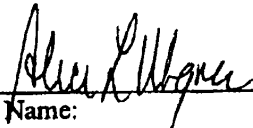
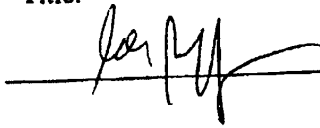
Title: Chief Executive Officer

TRS THEBE LLC

By: DEUTSCHE BANK TRUST COMPANY AMERICAS,  
ITS SOLE MEMBER

By: DB SERVICES NEW JERSEY, INC.

as manager for the investment funds it manages that are  
holders of \$ 13,101,222.60 of principal amount of  
funded Prepetition Debt representing 2.9% of the  
aggregate principal amount of funded Prepetition Debt  
outstanding

By:  Alice L. Wagner  
Name: Vice President  
Title:  
 Edward Schaffer  
Vice President

INTERSTATE BAKERIES CORPORATION,  
on behalf of itself and the other Debtors,

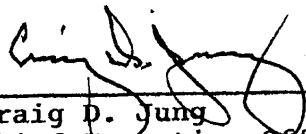
By: \_\_\_\_\_  
Name:  
Title:

**MONARCH MASTER FUNDING LTD.**

Holder of \$79,200,000 of principal amount of funded  
Prepetition Debt representing 17.57% of the aggregate  
principal amount of funded Prepetition Debt  
outstanding

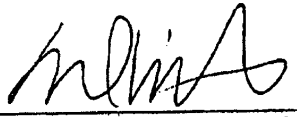
By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

**INTERSTATE BAKERIES CORPORATION,**  
on behalf of itself and the other Debtors,

By:  \_\_\_\_\_  
Name: Craig D. Jung  
Title: Chief Executive Officer

MONARCH MASTER FUNDING LTD.

Holder of \$79,200,000 of principal amount of funded  
Prepetition Debt representing 17.59% of the aggregate  
principal amount of funded Prepetition Debt  
outstanding

By:   
Name: Michael Weinstock  
Title: Director

INTERSTATE BAKERIES CORPORATION,  
on behalf of itself and the other Debtors,

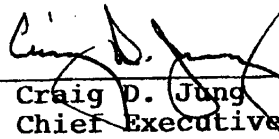
By: \_\_\_\_\_  
Name:  
Title:

MCDONNELL LOAN OPPORTUNITY LTD.  
By: MCDONNELL INVESTMENT MANAGEMENT  
LLC, as Investment Manager

Holder of \$50,030,589.86 of principal amount of  
funded Prepetition Debt representing 11.11% of the  
aggregate principal amount of funded Prepetition Debt  
outstanding

By: \_\_\_\_\_  
Name:  
Title:

INTERSTATE BAKERIES CORPORATION,  
on behalf of itself and the other Debtors,

By:  \_\_\_\_\_  
Name: Craig D. Jung  
Title: Chief Executive Officer

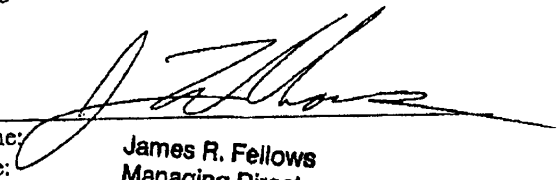


MCDONNELL LOAN OPPORTUNITY LTD.  
By: MCDONNELL INVESTMENT MANAGEMENT  
LLC, as Investment Manager

Holder of \$50,030,589.86 of principal amount of  
funded Prepetition Debt representing 11.11% of the  
aggregate principal amount of funded Prepetition Debt  
outstanding

By: \_\_\_\_\_

Name:  
Title:

  
James R. Fellows  
Managing Director

INTERSTATE BAKERIES CORPORATION,  
on behalf of itself and the other Debtors,

By: \_\_\_\_\_

Name:  
Title: