

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

-----X
:

In re: : Chapter 11

:

KII Liquidating Inc. (f/k/a Katy Industries, : Case No. 17-11101 (KJC)

Inc.), *et al.*,¹ : (Jointly Administered)

Debtors. :

:

-----X

**AMENDED STATEMENT OF FINANCIAL AFFAIRS OF
HPMI, INC., CASE NO. 17-11114 (KJC)**

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, where applicable, are: KII Liquidating Inc. (f/k/a Katy Industries, Inc.) (7589), ComPro Liquidating LLC (f/k/a Continental Commercial Products, LLC) (3898), FTWH Liquidating Inc. (f/k/a FTW Holdings, Inc.) (7467), FWPI Liquidating Inc. (f/k/a Fort Wayne Plastics, Inc.) (7470), Wabash Holding Corp. (9908), KTI Liquidating Inc. (f/k/a Katy Teweh, Inc.) (9839), WII, Inc. (0456), TTI Holdings, Inc. (8680), GCW, Inc. (5610), Hermann Lowenstein, Inc. (4331), American Gage & Machine Company (7074), WP Liquidating Corp. (2310), Ashford Holding Corp. (8113), and HPMI, Inc. (4677). The mailing address for each of the Liquidating Debtors listed above, solely for purposes of notices and communications, is 400 S. Hope Street, Suite 1050, Los Angeles, California 90071 (Attn: Lawrence Perkins, Chief Restructuring Officer).

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

-----X
 :
 In re: : Chapter 11
 :
 KII Liquidating Inc. (f/k/a Katy Industries, : Case No. 17-11101 (KJC)
 Inc.), *et al.*,¹ : (Jointly Administered)
 Debtors. :
 :
 -----X

**GLOBAL NOTES, METHODOLOGY, AND SPECIFIC DISCLOSURES REGARDING
THE DEBTORS’ AMENDED SCHEDULES OF ASSETS AND LIABILITIES
AND STATEMENT OF FINANCIAL AFFAIRS**

Introduction

On July 10 and 11, 2017, Katy Industries, Inc. (now known as KII Liquidating Inc.), Continental Commercial Products, LLC (now known as ComPro Liquidating LLC), FTW Holdings, Inc. (now known as FTWH Liquidating Inc.), Fort Wayne Plastics, Inc. (now known as FWPI Liquidating Inc.), Wabash Holding Corp., Katy Teweh, Inc. (now known as KTI Liquidating Inc.), WII, Inc., TTI Holdings, Inc., GCW, Inc., Hermann Lowenstein, Inc., American Gage & Machine Company, WP Liquidating Corp., Ashford Holding Corp., and HPMI, Inc. (collectively, the “Debtors”) filed their respective Schedules of Assets and Liabilities (the “Schedules”) and Statements of Financial Affairs (the “Statements,” and together with the Schedules, the “Schedules and Statements”) with the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”), pursuant to section 521 of title 11 of the United States Code (the “Bankruptcy Code”) and Rule 1007 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”). The Debtors now amend the previously filed Schedules and Statements.

These *Global Notes, Methodology, and Specific Disclosures Regarding the Debtors’ Schedules of Assets and Liabilities and Statements of Financial Affairs* (the “Global Notes”) pertain to, are incorporated by reference in, and comprise an integral part of each Debtor’s Schedules and Statements. The Global Notes should be referred to, considered, and reviewed in connection with any review of the Schedules and Statements.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, where applicable, are: KII Liquidating Inc. (f/k/a Katy Industries, Inc.) (7589), ComPro Liquidating LLC (f/k/a Continental Commercial Products, LLC) (3898), FTWH Liquidating Inc. (f/k/a FTW Holdings, Inc.) (7467), FWPI Liquidating Inc. (f/k/a Fort Wayne Plastics, Inc.) (7470), Wabash Holding Corp. (9908), KTI Liquidating Inc. (f/k/a Katy Teweh, Inc.) (9839), WII, Inc. (0456), TTI Holdings, Inc. (8680), GCW, Inc. (5610), Hermann Lowenstein, Inc. (4331), American Gage & Machine Company (7074), WP Liquidating Corp. (2310), Ashford Holding Corp. (8113), and HPMI, Inc. (4677). The mailing address for each of the Liquidating Debtors listed above, solely for purposes of notices and communications, is 400 S. Hope Street, Suite 1050, Los Angeles, California 90071 (Attn: Lawrence Perkins, Chief Restructuring Officer).

The Schedules and Statements do not purport to represent financial statements prepared in accordance with Generally Accepted Accounting Principles in the United States (“GAAP”) and are not intended to be fully reconciled with the financial statements of each Debtor (whether publically filed or otherwise). Additionally, the Schedules and Statements contain unaudited information that is subject to further review and potential adjustment and reflect the Debtors’ reasonable efforts to report the assets and liabilities of each Debtor on an individual-company basis.

In preparing the Schedules and Statements, the Debtors relied upon information derived from their books and records that was available at the time of such preparation. Although the Debtors have made reasonable efforts to ensure the accuracy and completeness of such financial information, inadvertent errors or omissions, as well as the subsequent discovery of conflicting or additional information, may require the Debtors to amend the Schedules and Statements. The Debtors reserve all rights to amend the Schedules and Statements from time to time as needed.

The Debtors and their officers, employees, agents, attorneys, and financial advisors do not guarantee or warrant the accuracy or completeness of the data that is provided in the Schedules and Statements and shall not be liable for any loss or injury arising out of or caused in whole or in part by the acts or omissions (whether negligent or otherwise) in procuring, compiling, collecting, interpreting, reporting, communicating, or delivering the information contained in the Schedules and Statements. Except as expressly required by the Bankruptcy Code, the Debtors and their officers, employees, agents, attorneys, and financial advisors expressly do not undertake any obligation to update, amend, modify, revise, or recategorize the information provided in the Schedules and Statements or to notify any third party should the information be updated, amended, modified, revised, or recategorized. The Debtors, on behalf of themselves, their officers, employees, agents, attorneys, and financial advisors, disclaim any liability to any third party arising out of or related to the information contained in the Schedules and Statements and reserve all rights with respect thereto.

The Schedules and Statements have been signed by an authorized representative and Chief Restructuring Officer of each Debtor, Lawrence Perkins, SierraConstellation Partners LLC. In reviewing and signing the Schedules and Statements, this representative relied upon the efforts, statements, and representations of the Debtors’ other personnel and professionals. The representative has not (and could not have) personally verified the accuracy of each such statement and representation, including, for example, statements and representations concerning amounts owed to creditors and their addresses.

Global Notes and Overview of Methodology

1. Reservation of Rights. Reasonable efforts have been made to prepare and file complete and accurate Schedules and Statements; however, inadvertent errors or omissions may exist. The Debtors reserve all rights to (i) amend or supplement the Schedules and Statements from time to time, in all respects, as may be necessary or appropriate, including, without limitation, the right to amend the Schedules and Statements with respect to any claim description, designation, or Debtor against which the claim is asserted; (ii) dispute or otherwise assert offsets or defenses to any claim reflected in the Schedules and Statements as to amount, liability, priority, status, or classification; (iii) subsequently designate any claim as “disputed,”

“contingent,” or “unliquidated”; or (iv) object to the extent, validity, enforceability, priority, or avoidability of any claim, except as previously waived or stipulated by the Debtors. Any failure to designate a claim in the Schedules and Statements as “disputed,” “contingent,” or “unliquidated” does not constitute an admission by the Debtors that such claim or amount is not “disputed,” “contingent,” or “unliquidated.” Listing a claim does not constitute an admission of liability by the Debtor against which the claim is listed or against any of the Debtors. Furthermore, nothing contained in the Schedules and Statements shall constitute a waiver of rights with respect to the Debtors’ chapter 11 cases, including, without limitation, issues involving claims, substantive consolidation, defenses, equitable subordination, recharacterization, other equitable rights or remedies, and/or causes of action arising under the provisions of chapter 5 of the Bankruptcy Code, and any other relevant nonbankruptcy law. Any specific reservation of rights contained elsewhere in the Global Notes does not limit in any respect the general reservation of rights contained in this paragraph or the record of these chapter 11 cases. Notwithstanding the foregoing, the Debtors shall not be required to update the Schedules and Statements.

2. Description of Cases and “As of” Information Date. On May 14, 2017 (the “Petition Date”), the Debtors filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code. The Debtors are operating their businesses and managing their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. On May 16, 2017, the Bankruptcy Court entered an order directing procedural consolidation and joint administration of the Debtors’ chapter 11 cases [D.I. 37].

The Debtors performed a hard close of their books as of the Petition Date. Thus, the asset information provided in the Schedules and Statements, except as otherwise noted, represents the asset data of the Debtors as of the close of business on May 13, 2017, and the liability information provided herein, except as otherwise noted, represents the liability data of the Debtors as of the close of business on May 13, 2017.

3. Net Book Value of Assets. It would be prohibitively expensive, unduly burdensome, and an inefficient use of estate assets for the Debtors to obtain current market valuations for all of their assets for purposes of the Schedules and Statements. Accordingly, unless otherwise indicated, the Schedules and Statements reflect net book values as of the close of business on May 13, 2017. Additionally, because the net book values of certain assets may materially differ from their fair market values, they may be listed as undetermined or unknown amounts as of the Petition Date. Furthermore, as applicable, assets that have fully depreciated or were expensed for accounting purposes may not appear in the Schedules and Statements if they have no net book value.

4. Recharacterization. Notwithstanding the Debtors’ reasonable efforts to properly characterize, classify, categorize, or designate certain claims, assets, executory contracts, unexpired leases, and other items reported in the Schedules and Statements, the Debtors may, nevertheless, have improperly characterized, classified, categorized, designated, or omitted certain items due to the complexity and size of the Debtors’ businesses. Accordingly, the Debtors reserve all of their rights to recharacterize, reclassify, recategorize, redesignate, add, or delete items reported in the Schedules and Statements at a later time as is necessary or appropriate as additional information becomes available, including, without limitation, whether

contracts or leases listed herein were deemed executory or unexpired as of the Petition Date and remain executory and unexpired postpetition.

5. Real Property and Personal Property–Leased. In the ordinary course of their businesses, the Debtors leased real property and various articles of personal property, including fixtures and equipment, from certain third-party lessors. The Debtors have made reasonable efforts to list all such leases in the Schedules and Statements. The Debtors have made reasonable efforts to include lease obligations on Schedule A/B to the extent applicable and to the extent, in most instances, the lessor filed a UCC-1. However, nothing in the Schedules or Statements is or shall be construed as an admission or determination as to the legal status of any lease (including whether to assume and assign or reject such lease or whether it is a true lease or a financing arrangement).

6. Excluded Assets and Liabilities. The Debtors have sought to allocate liabilities between the prepetition and post-petition periods based on the information and research conducted in connection with the preparation of the Schedules and Statements. If additional information becomes available and further research is conducted, the allocation of liabilities between the prepetition and post-petition periods may change.

The liabilities listed on the Schedules and Statements do not reflect any analysis of claims under section 503(b)(9) of the Bankruptcy Code. Accordingly, the Debtors reserve all of their rights to dispute or challenge the validity of any asserted claims under section 503(b)(9) of the Bankruptcy Code or the characterization of the structure of any such transaction or any document or instrument related to any creditor's claim.

The Debtors have excluded certain categories of assets, tax accruals, and liabilities from the Schedules and Statements, including, without limitation, deferred gains. In addition, certain immaterial assets and liabilities may have been excluded.

The Bankruptcy Court has authorized the Debtors to pay, in their discretion, certain outstanding claims on a post-petition basis, including, but not limited to, prepetition claims related to customer programs, critical vendors, shippers and warehousemen, wages, compensation, and employee benefits. Claims that have been paid post-petition have been included in the Schedules and Statements. To the extent the Debtors pay any of the claims listed in the Schedules and Statements pursuant to any orders entered by the Bankruptcy Court, the Debtors reserve all rights to amend and supplement the Schedules and Statements and take other action, such as filing claims objections, as is necessary and appropriate to avoid overpayment or duplicate payment for such liabilities.

7. Insiders. Solely for purposes of the Schedules and Statements, the Debtors define “insiders” to include the following: (a) directors, (b) senior level officers, (c) equity holders, holding in excess of 5% of the voting securities of the Debtor-entities, (d) Debtor-affiliates, and (e) relatives of any of the foregoing (to the extent known by the Debtors). Entities or persons listed as “insiders” have been included for informational purposes, and their inclusion shall not constitute an admission that those entities or persons are insiders for purposes of section 101(31) of the Bankruptcy Code.

8. Intellectual Property Rights. The exclusion of any intellectual property shall not be construed as an admission that such intellectual property rights do not exist or have been abandoned, terminated, assigned, expired by their terms, or otherwise transferred pursuant to a sale, acquisition, or other transaction. Conversely, inclusion of certain intellectual property shall not be construed to be an admission that such intellectual property rights have not been abandoned, terminated, assigned, expired by their terms, or otherwise transferred pursuant to a sale, acquisition, or other transaction.

9. Executory Contracts and Unexpired Leases. Although the Debtors made diligent attempts to attribute executory contracts and unexpired leases to the appropriate Debtor, in certain instances, the Debtors may have inadvertently failed to do so. Moreover, other than real property leases reported in Schedule A/B, the Debtors have not necessarily set forth executory contracts and unexpired leases as assets in the Schedules and Statements, even though these contracts and leases may have some value to the Debtors' estates. The Debtors' executory contracts and unexpired leases have been set forth in Schedule G.

10. Materialman's/Mechanic's Liens. The assets listed in the Schedules and Statements are presented without consideration of materialman's or mechanic's liens, if any such liens exist.

11. Classifications. Listing a claim or contract on (a) Schedule D as "secured," (b) Schedule E/F, Part 1 as "priority," (c) Schedule E/F, Part 2 as "unsecured," or (d) Schedule G as "executory" or "unexpired" does not constitute (i) an admission by the Debtors of the legal rights of the claimant, (ii) a waiver of the Debtors' rights to recharacterize or reclassify such claims or contracts or leases, (iii) a waiver to exercise their rights to set off against such claims, or (iv) a waiver of defaults.

12. Claims Description. Schedules D and E/F permit each Debtor to designate a claim as "disputed," "contingent," and/or "unliquidated." Any failure to designate a claim on the given Debtor's Schedules and Statements as "disputed," "contingent," or "unliquidated" does not constitute an admission by that Debtor that such amount is not "disputed," "contingent," or "unliquidated," or that such claim is not subject to objections or defenses. Moreover, listing a claim does not constitute an admission of liability by the Debtors.

13. Causes of Action. Despite their reasonable efforts to identify all known assets, the Debtors may not have listed all of their causes of action or potential causes of action against third parties as assets in the Schedules and Statements, including, without limitation, causes of action arising under the provisions of chapter 5 of the Bankruptcy Code or any other nonbankruptcy laws. The Debtors reserve all of their respective rights with respect to any cause of action (including avoidance actions), controversy, right of setoff, cross-claim, counter-claim, or recoupment and any claim on contracts or for breaches of duties imposed by law or in equity, demand, right, action, lien, indemnity, guaranty, suit, obligation, liability, damage, judgment, account, defense, power, privilege, license, and franchise of any kind or character whatsoever, known, unknown, fixed, or contingent, matured or unmatured, suspected or unsuspected, liquidated or unliquidated, disputed or undisputed, secured or unsecured, assertable directly or derivatively, whether arising before, on, or after the Petition Date, in contract or in tort, in law, or in equity, or pursuant to any other theory of law (collectively, "Causes of Action") each Debtor

may have, and neither these Global Notes nor the Schedules and Statements shall be deemed a waiver or release of any claims or Causes of Action or in any way prejudice or impair the assertion of such claims or Causes of Action.

14. Summary of Significant Reporting Policies. The following is a summary of significant reporting policies:

- a. Undetermined Amounts. The description of an amount as “unknown,” “TBD” or “undetermined” is not intended to reflect upon the materiality of such an amount.
- b. Totals. All totals that are included in the Schedules and Statements represent totals of all known amounts. To the extent there are unknown or undetermined amounts included in the sum, the actual totals may be different than the listed totals.
- c. Liens. Property and equipment listed in the Schedules and Statements are presented without consideration of any liens that may attach (or have attached) to such property and equipment.

15. Estimates and Assumptions. Because of the timing of the filings, management was required to make certain estimates and assumptions that affected the reported amounts of these assets and liabilities. Actual amounts could differ from those estimates, which differences may be material.

16. Currency. Unless otherwise indicated, all amounts are reflected in U.S. Dollars.

17. Setoffs. The Debtors incur certain offsets and other similar rights during the ordinary course of business. Offsets in the ordinary course can result from various items, including, without limitation, pricing discrepancies, returns, refunds, warranties, debit memos, credits, and other disputes between the Debtors and their suppliers and/or customers. These offsets and other similar rights are consistent with the ordinary course of business in the Debtors’ industry and are not tracked separately. Therefore, although such offsets and other similar rights may have been accounted for when certain amounts were included in the Schedules and Statements, offsets are not independently accounted for, and as such, are or may be excluded from the Debtors’ Schedules and Statements.

18. Deleted.

19. Global Notes Control. If the Schedules and Statements differ from these Global Notes, the Global Notes shall control.

Specific Disclosures with Respect to the Debtors’ Schedules of Assets and Liabilities

As stated above, the Schedules do not purport to represent financial statements prepared in accordance with GAAP and are not intended to be fully reconciled with the financial statements of the Debtors. Additionally, the Schedules contain unaudited information that is

subject to further review and potential adjustment and reflect the Debtors' reasonable best efforts to report the assets and liabilities of the Debtors. Moreover, given, among other things, the uncertainty surrounding the collection and ownership of certain assets and the valuation and nature of certain liabilities, to the extent that a Debtor shows more assets than liabilities, this is not an admission that the Debtor was solvent as of the Petition Date or at any time before the Petition Date. Likewise, to the extent that a Debtor shows more liabilities than assets, this is not an admission that the Debtor was insolvent as of the Petition Date or at any time before the Petition Date.

1. Schedule A/B, Part 3, Question 11 – Accounts receivable

Katy Industries, Inc., one of the Debtors and the ultimate parent of the other Debtors, has historically maintained a centralized treasury function, including, but not limited to, cash collection, cash payments, debt financing, and insurance programs, for all of its subsidiaries. As a result of the centralized treasury function, there are intercompany receivables or payables due to or from each subsidiary depending upon those specific subsidiaries' cash flows. Accordingly, the receivables listed on Schedule A/B of the inactive Debtors, in most part, reflect the amounts due from Katy Industries, Inc. The Debtors believe some of such receivables may not be collectible.

- 2. Schedule A/B.** All values set forth in Schedule A/B reflect the net book value of the Debtors' assets as of the close of business on May 13, 2017, unless indicated that (i) the value is stated for the items with the appraised value, in which case the value of the Debtors' assets is stated as of the close of business on November 11, 2016, or (ii) the value is stated as of the date specific property was acquired.

3. Schedule A/B, Part 11, Question 73 – Interests in insurance policies or annuities

Certain Debtors currently maintain a variety of insurance policies including property, general liability, workers' compensation policies, and other employee-related policies. To the extent the Debtors have made a determination of the amount of prepaid insurance premiums, such amounts are listed on Schedule A/B, Part 2, Question 8. All policies are expected to remain active.

4. Schedule A/B, Part 1, Question 3 of Continental Commercial Products, LLC's Schedules – Checking, savings, money market, or financial brokerage accounts

The Schedule lists a cash collateral account that holds cash in the approximate amount of \$1,466,991, which cash is pledged as collateral for the Debtor's potential obligation under the self-insured plan maintained by the Debtor in the State of Missouri.

5. Schedule D

Except as specifically stated herein, real property lessors, utility companies, and other parties that may hold security deposits have not been listed on Schedule D. The Debtors have not included parties that may believe their claims are secured through setoff rights or inchoate statutory lien rights, including certain parties from whom the Debtors have received lien notices but whose notices the Debtors understand have not yet been filed or

recorded. While reasonable efforts have been made, determination of the date upon which each claim in Schedule D was incurred or arose would be unduly burdensome or cost prohibitive, and, therefore, the Debtors may not list a date for each claim listed on Schedule D.

Finally, the Debtors are taking no position on the extent or priority of any particular creditor's lien in the Schedules or the Global Notes.

6. Schedule E/F

The Debtors are substantially current on their federal, state, and local tax obligations. To the extent any federal, state, or local tax obligations have accrued but are not yet due and payable, such obligations have not been included in Schedule E/F.

The claims of individual creditors for, among other things, goods and services are listed as the amounts entered on the Debtors' books and records and may not reflect credits, allowance, or other adjustments due from such creditors to the Debtors. Additionally, some amounts entered may reflect a debit or negative balance. These amounts are immaterial and should not be considered credits, allowances, or other adjustments. The Debtors reserve all rights with regard to such credits, allowances, and other adjustments, including the right to assert claim objections and/or setoffs with respect to the same.

Pursuant to the *Final Order Authorizing Payment of Prepetition Wages, Employee Benefits, and Insurance Premiums and Granting Related Relief* [Dkt. No. 152] (the "Wages Order"), the Bankruptcy Court granted the Debtors authority to pay or honor certain prepetition obligations for employee wages, salaries, and other compensation and employee benefits. On Schedule E/F, the Debtors listed any wage or wage-related obligations that were outstanding as of the Petition Date, including those amounts that the Debtors paid since the Petition Date in accordance with the Debtors' authority to pay pursuant to any order entered by the Bankruptcy Court, including the Wages Order; for that reason, among others, wage and wage-related obligations, listed on Schedule E/F, Part 1, Question 2, that include the amounts paid after the Petition Date are marked as "contingent."

Schedule E/F does not include certain deferred charges, deferred liabilities, certain accruals, or general reserves. Such amounts are, however, reflected on the Debtors' books and records as required in accordance with GAAP. Such accruals are general estimates of liabilities and do not represent specific claims as of the Petition Date. The Debtors have made every effort to include as contingent, unliquidated, or disputed the claim of any vendor not included on the Debtors' open accounts payable that is associated with an account that has an accrual or receipt not invoiced.

7. Schedule G

Although the Debtors have relied upon their respective existing books, records, and financial systems to identify and schedule executory contracts and unexpired leases (collectively, the "Agreements") for each Debtor, and commercially reasonable efforts

have been made to ensure the accuracy of each Debtor's Schedule G, inadvertent errors, omissions, or over-inclusions may have occurred. Certain information, such as the contact information of the counter-party or the remaining term of the Agreement, may not be included where such information could not be obtained using the Debtors' reasonable efforts. Certain of the Agreements listed in Schedule G may have been entered into by more than one of the Debtors. Additionally, the specific Debtor obligor(s) to certain of the Agreements could not be specifically ascertained in every circumstance. In such cases, the Debtors have made reasonable efforts to identify the correct Debtors' Schedule G on which to list the agreement, and where a contract party remained uncertain, such Agreements may have been listed on a different Debtor's or multiple Debtors' Schedule G.

Listing a contract, agreement, or lease on Schedule G does not constitute an admission that such contract, agreement, or lease is an executory contract or unexpired lease or that such contract, agreement, or lease was in effect on the Petition Date or is valid or enforceable. The Debtors do not make, and specifically disclaim, any representation or warranty as to the completeness or accuracy of the information set forth in Schedule G. The Debtors reserve all of their rights to dispute the validity, status, or enforceability of any Agreement set forth in Schedule G and to amend or supplement Schedule G as necessary.

In the ordinary course of business, the Debtors may have entered into various other types of agreements in the ordinary course of business, such as purchase orders, indemnity agreements, subordination agreements, supplemental agreements, and amendments/letter agreements that may not be set forth in Schedule G. Omission of a contract, agreement, or lease from Schedule G does not constitute an admission that such omitted contract, agreement, or lease is not an executory contract or unexpired lease.

Schedule G may be amended at any time to add any omitted contracts, agreements, or leases. Certain of the Agreements listed in Schedule G may consist of several parts, including, purchase orders, amendments, restatements, waivers, letters, and other documents that may not be listed in Schedule G or that may be listed as a single entry. The Debtors expressly reserve their rights to challenge whether such related materials constitute an executory contract, a single contract or agreement, or multiple, severable, or separate contracts. Additionally, certain of the Agreements listed in Schedule G may contain renewal options, guarantees of payment, indemnifications, options to purchase, rights of first refusal, and other miscellaneous rights, which are not set forth separately in Schedule G. The Agreements listed in Schedule G may have expired or may have been modified, amended, or supplemented from time to time by various amendments, restatements, waivers, estoppel certificates, letters, memoranda and other documents, instruments, and agreements that may not be listed therein despite the Debtors' use of reasonable efforts to identify such documents. Further, unless otherwise specified in Schedule G, each Agreement listed thereon shall include all exhibits, schedules, riders, modifications, declarations, amendments, supplements, attachments, restatements, or other agreements made directly or indirectly by any agreement, instrument, or other document that in any manner affects such Agreement, without respect to whether such

agreement, instrument, or other document is listed therein. In some cases, the same supplier or provider appears multiple times in Schedule G. This multiple listing is intended to reflect distinct agreements between the applicable Debtor and such supplier or provider. The Debtors reserve all of their rights, claims, and causes of action with respect to the Agreements listed in Schedule G, including the right to (a) dispute the validity, status, or enforceability of any Agreement set forth in Schedule G; (b) dispute or challenge the characterization of the structure of any transaction, document, or instrument related to a creditor's claim, including, but not limited to, the Agreements listed in Schedule G; and (c) amend or supplement such Schedule as necessary.

8. Schedule H

For purposes of Schedule H, the Debtors that are either the principal obligors or guarantors under the prepetition debt facilities are listed as co-Debtors on Schedule H. The Debtors may not have identified certain guarantees associated with the Debtors' executory contracts, unexpired leases, secured financings, debt instruments, and other such agreements.

In the ordinary course of their businesses, the Debtors may be involved in pending or threatened litigation. These matters may involve multiple plaintiffs and defendants, some or all of whom may assert cross-claims and counter-claims against other parties. Because the Debtors have treated all such claims as contingent, disputed, or unliquidated, such claims have not been set forth individually on Schedule H.

Specific Disclosures with Respect to the Debtors' Statements of Financial Affairs

- 1. SOFA Question 26b – List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial statement within 2 years before filing this case.**

The Debtors did not include certain firms or individuals that reviewed the Debtors' books of account and records at the request of third parties.

- 2. SOFA Question 26d – List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case.**

The Debtors provided financial statements in the ordinary course of business to certain parties for business, statutory, credit, financing, and other reasons. Recipients have included regulatory agencies, financial institutions, investment banks, debtholders, and their respective legal and financial advisors. Financial statements also have been provided to other parties as requested.

The Debtors have, in the past, prepared and filed with the United States Securities and Exchange Commission (the "SEC") certain financial statements (collectively, the "SEC Filings"). The SEC Filings contain financial information relating to the Debtors. Because the SEC Filings are public record, the Debtors do not maintain records of the

parties that requested or obtained copies of any of the SEC Filings from the SEC or the Debtors, and, therefore, any such parties have not been reflected on Statement 26d.

Fill in this information to identify the case:

Debtor name HPMI, Inc.
 United States Bankruptcy Court for the: District of Delaware
 Case number (if known): 17-11114(KJC)

Check if this is an amended filing

Official Form 207

Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy 4/16

The debtor must answer every question. If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known).

Part 1: Income

1. Gross revenue from business

None

Identify the beginning and ending dates of the debtor's fiscal year, which may be a calendar year		Sources of revenue Check all that apply	Gross revenue (before deductions and exclusions)
From the beginning of the fiscal year to filing date:	From _____ to Filing date MM / DD / YYYY	<input type="checkbox"/> Operating a business <input type="checkbox"/> Other _____	\$ _____
For prior year:	From _____ to _____ MM / DD / YYYY	<input type="checkbox"/> Operating a business <input type="checkbox"/> Other _____	\$ _____
For the year before that:	From _____ to _____ MM / DD / YYYY	<input type="checkbox"/> Operating a business <input type="checkbox"/> Other _____	\$ _____

2. Non-business revenue

Include revenue regardless of whether that revenue is taxable. *Non-business income* may include interest, dividends, money collected from lawsuits, and royalties. List each source and the gross revenue for each separately. Do not include revenue listed in line 1.

None

		Description of sources of revenue	Gross revenue from each source (before deductions and exclusions)
From the beginning of the fiscal year to filing date:	From _____ to Filing date MM / DD / YYYY	_____	\$ _____
For prior year:	From _____ to _____ MM / DD / YYYY	_____	\$ _____
For the year before that:	From _____ to _____ MM / DD / YYYY	_____	\$ _____

Debtor HPMI, Inc.
Name

Case number (if known) 17-11114(KJC)

Part 2: List Certain Transfers Made Before Filing for Bankruptcy

3. Certain payments or transfers to creditors within 90 days before filing this case

List payments or transfers—including expense reimbursements—to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$6,425. (This amount may be adjusted on 4/01/19 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

None

Creditor's name and address	Dates	Total amount or value	Reasons for payment or transfer <i>Check all that apply</i>
3.1. _____ Creditor's name	_____ _____ _____	\$ _____	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other _____
3.2. _____ Creditor's name	_____ _____ _____	\$ _____	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other _____

4. Payments or other transfers of property made within 1 year before filing this case that benefited any insider

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed or cosigned by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$6,425. (This amount may be adjusted on 4/01/19 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments listed in line 3. *Insiders* include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(31).

None

Insider's name and address	Dates	Total amount or value	Reasons for payment or transfer
4.1. _____ Insider's name	_____ _____ _____	\$ _____	
Relationship to debtor _____			
4.2. _____ Insider's name	_____ _____ _____	\$ _____	
Relationship to debtor _____			

Debtor HPMI, Inc.
Name

Case number (if known) 17-11114(KJC)

5. Repossessions, foreclosures, and returns

List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure sale, transferred by a deed in lieu of foreclosure, or returned to the seller. Do not include property listed in line 6.

None

Creditor's name and address	Description of the property	Date	Value of property
5.1. _____ Creditor's name		_____	\$ _____
5.2. _____ Creditor's name		_____	\$ _____

6. Setoffs

List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a debt.

None

Creditor's name and address	Description of the action creditor took	Date action was taken	Amount
_____		_____	\$ _____

Last 4 digits of account number: XXXX- ____ _

Part 3: Legal Actions or Assignments

7. Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits

List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity—within 1 year before filing this case.

None

Case title	Nature of case	Court or agency's name and address	Status of case
7.1. _____	_____	_____ Name	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
Case number			

7.2. _____	_____	_____ Name	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
Case number			

Debtor HPMI, Inc.
Name

Case number (if known) 17-11114(KJC)

8. Assignments and receivership

List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case.

None

Custodian's name and address	Description of the property	Value
_____	_____	\$ _____
Custodian's name	Case title	Court name and address
	_____	_____
	Case number	Name
	_____	_____
	Date of order or assignment	

Part 4: Certain Gifts and Charitable Contributions

9. List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filing this case unless the aggregate value of the gifts to that recipient is less than \$1,000

None

Recipient's name and address	Description of the gifts or contributions	Dates given	Value
9.1. _____	_____	_____	\$ _____
Recipient's name	_____		
Recipient's relationship to debtor			

9.2. _____	_____	_____	\$ _____
Recipient's name	_____		
Recipient's relationship to debtor			

Part 5: Certain Losses

10. All losses from fire, theft, or other casualty within 1 year before filing this case.

None

Description of the property lost and how the loss occurred	Amount of payments received for the loss	Date of loss	Value of property lost
_____	If you have received payments to cover the loss, for example, from insurance, government compensation, or tort liability, list the total received. List unpaid claims on Official Form 106A/B (Schedule A/B: Assets – Real and Personal Property).	_____	\$ _____
_____	_____	_____	

Debtor HPMI, Inc.
Name

Case number (if known) 17-11114(KJC)

Part 6: Certain Payments or Transfers

11. Payments related to bankruptcy

List any payments of money or other transfers of property made by the debtor or person acting on behalf of the debtor within 1 year before the filing of this case to another person or entity, including attorneys, that the debtor consulted about debt consolidation or restructuring, seeking bankruptcy relief, or filing a bankruptcy case.

None

	Who was paid or who received the transfer?	If not money, describe any property transferred	Dates	Total amount or value
11.1	See Attached - SOFA 11			\$
	Address			

Email or website address

Who made the payment, if not debtor?

	Who was paid or who received the transfer?	If not money, describe any property transferred	Dates	Total amount or value
11.2				\$
	Address			

Email or website address

Who made the payment, if not debtor?

12. Self-settled trusts of which the debtor is a beneficiary

List any payments or transfers of property made by the debtor or a person acting on behalf of the debtor within 10 years before the filing of this case to a self-settled trust or similar device. Do not include transfers already listed on this statement.

None

	Name of trust or device	Describe any property transferred	Dates transfers were made	Total amount or value
				\$
	Trustee			

Debtor HPMI, Inc.
Name

Case number (if known) 17-11114(KJC)

13. Transfers not already listed on this statement

List any transfers of money or other property—by sale, trade, or any other means—made by the debtor or a person acting on behalf of the debtor within 2 years before the filing of this case to another person, other than property transferred in the ordinary course of business or financial affairs. Include both outright transfers and transfers made as security. Do not include gifts or transfers previously listed on this statement.

None

Who received transfer?	Description of property transferred or payments received or debts paid in exchange	Date transfer was made	Total amount or value
13.1. _____	_____	_____	\$ _____
Address _____			
Relationship to debtor _____			
13.2. _____	_____	_____	\$ _____
Address _____			
Relationship to debtor _____			

Part 7: Previous Locations

14. Previous addresses

List all previous addresses used by the debtor within 3 years before filing this case and the dates the addresses were used.

Does not apply

Address	Dates of occupancy	
	From	To
14.1. 305 Rock Park Industrial Drive, Bridgton, MO 63044	Prior to 5/14/14	12/31/2015
14.2. _____	_____	_____

Debtor HPMI, Inc.
Name

Case number (if known) 17-11114(KJC)

Part 8: Health Care Bankruptcies

15. Health Care bankruptcies

Is the debtor primarily engaged in offering services and facilities for:

- diagnosing or treating injury, deformity, or disease, or
- providing any surgical, psychiatric, drug treatment, or obstetric care?

- No. Go to Part 9.
 Yes. Fill in the information below.

Facility name and address	Nature of the business operation, including type of services the debtor provides	If debtor provides meals and housing, number of patients in debtor's care
---------------------------	--	---

15.1. _____
 Facility name

Location where patient records are maintained (if different from facility address). If electronic, identify any service provider.	How are records kept?
---	-----------------------

Check all that apply:

Electronically
 Paper

Facility name and address	Nature of the business operation, including type of services the debtor provides	If debtor provides meals and housing, number of patients in debtor's care
---------------------------	--	---

15.2. _____
 Facility name

Location where patient records are maintained (if different from facility address). If electronic, identify any service provider.	How are records kept?
---	-----------------------

Check all that apply:

Electronically
 Paper

Part 9: Personally Identifiable Information

16. Does the debtor collect and retain personally identifiable information of customers?

- No.
 Yes. State the nature of the information collected and retained. _____
- Does the debtor have a privacy policy about that information?
- No
 Yes

17. Within 6 years before filing this case, have any employees of the debtor been participants in any ERISA, 401(k), 403(b), or other pension or profit-sharing plan made available by the debtor as an employee benefit?

- No. Go to Part 10.
 Yes. Does the debtor serve as plan administrator?
- No. Go to Part 10.
 Yes. Fill in below:

Name of plan	Employer identification number of the plan
_____	EIN: _____

Has the plan been terminated?

No
 Yes

Debtor HPMI, Inc.
Name

Case number (if known) 17-11114(KJC)

Part 10: Certain Financial Accounts, Safe Deposit Boxes, and Storage Units

18. Closed financial accounts

Within 1 year before filing this case, were any financial accounts or instruments held in the debtor's name, or for the debtor's benefit, closed, sold, moved, or transferred?

Include checking, savings, money market, or other financial accounts; certificates of deposit; and shares in banks, credit unions, brokerage houses, cooperatives, associations, and other financial institutions.

None

	Financial institution name and address	Last 4 digits of account number	Type of account	Date account was closed, sold, moved, or transferred	Last balance before closing or transfer
18.1	_____ Name	XXXX-____	<input type="checkbox"/> Checking <input type="checkbox"/> Savings <input type="checkbox"/> Money market <input type="checkbox"/> Brokerage <input type="checkbox"/> Other _____	_____	\$ _____
18.2	_____ Name	XXXX-____	<input type="checkbox"/> Checking <input type="checkbox"/> Savings <input type="checkbox"/> Money market <input type="checkbox"/> Brokerage <input type="checkbox"/> Other _____	_____	\$ _____

19. Safe deposit boxes

List any safe deposit box or other depository for securities, cash, or other valuables the debtor now has or did have within 1 year before filing this case.

None

Depository institution name and address	Names of anyone with access to it	Description of the contents	Does debtor still have it?
_____ Name			<input type="checkbox"/> No <input type="checkbox"/> Yes
	Address		

20. Off-premises storage

List any property kept in storage units or warehouses within 1 year before filing this case. Do not include facilities that are in a part of a building in which the debtor does business.

None

Facility name and address	Names of anyone with access to it	Description of the contents	Does debtor still have it?
See Attached - SOFA 20 _____ Name			<input type="checkbox"/> No <input type="checkbox"/> Yes
	Address		

Debtor HPMI, Inc.
Name

Case number (if known) 17-11114(KJC)

Part 11: Property the Debtor Holds or Controls That the Debtor Does Not Own

21. Property held for another

List any property that the debtor holds or controls that another entity owns. Include any property borrowed from, being stored for, or held in trust. Do not list leased or rented property.

None

Owner's name and address	Location of the property	Description of the property	Value
_____ Name	_____	_____	\$ _____

Part 12: Details About Environmental Information

For the purpose of Part 12, the following definitions apply:

- *Environmental law* means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).
- *Site* means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.
- *Hazardous material* means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similarly harmful substance.

Report all notices, releases, and proceedings known, regardless of when they occurred.

22. Has the debtor been a party in any judicial or administrative proceeding under any environmental law? Include settlements and orders.

No
 Yes. Provide details below.

Case title	Court or agency name and address	Nature of the case	Status of case
_____	_____	_____	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
_____	_____	_____	

23. Has any governmental unit otherwise notified the debtor that the debtor may be liable or potentially liable under or in violation of an environmental law?

No
 Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
Malvern Superfund Site Name	US Environmental Protection Agency Name 1200 Pennsylvania Avenue, N.W. Washington, DC 20460	Unknown	5/1998

Debtor HPMI, Inc.
Name

Case number (if known) 17-11114(KJC)

24. Has the debtor notified any governmental unit of any release of hazardous material?

- No
- Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
Name _____	Name _____	_____	_____

Part 13: Details About the Debtor's Business or Connections to Any Business

25. Other businesses in which the debtor has or has had an interest

List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case. Include this information even if already listed in the Schedules.

- None

Business name and address	Describe the nature of the business	Employer Identification number Do not include Social Security number or ITIN.
25.1 _____ Name	_____	EIN: _____ Dates business existed From _____ To _____

Business name and address	Describe the nature of the business	Employer Identification number Do not include Social Security number or ITIN.
25.2 _____ Name	_____	EIN: _____ Dates business existed From _____ To _____

Business name and address	Describe the nature of the business	Employer Identification number Do not include Social Security number or ITIN.
25.3 _____ Name	_____	EIN: _____ Dates business existed From _____ To _____

Debtor HPMI, Inc.
Name

Case number (if known) 17-11114(KJC)

26. Books, records, and financial statements

26a. List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case.

None

Name and address	Dates of service
------------------	------------------

26a.1 See Attached - SOFA 26a From _____ To _____
Name

Name and address	Dates of service
------------------	------------------

26a.2 _____ From _____ To _____
Name

26b List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial statement within 2 years before filing this case.

None

Name and address	Dates of service
------------------	------------------

26b.1 UHY LLC From 5/14/14 To Present
Name
15 Summer Drive
St. Louis, MO 63143

Name and address	Dates of service
------------------	------------------

26b.2 _____ From _____ To _____
Name

26c List all firms or individuals who were in possession of the debtor's books of account and records when this case is filed.

None

Name and address	If any books of account and records are unavailable, explain why
------------------	--

26c.1 Curt Kroll
Name
760 Yale Avenue
St Louis, MO 63130

Debtor HPMI, Inc.
Name

Case number (if known) 17-11114(KJC)

Name and address	If any books of account and records are unavailable, explain why
------------------	--

26c.2 Robert Zimmer
Name
9941 South Mansfield Ave
Oak Lawn, IL 60453

26d List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case.

None

Name and address

26d.1 See Attached - SOFA 26d
Name

Name and address

26d.2. _____
Name

27. Inventories

Have any inventories of the debtor's property been taken within 2 years before filing this case?

- No
 Yes. Give the details about the two most recent inventories.

Name of the person who supervised the taking of the inventory	Date of inventory	The dollar amount and basis (cost, market, or other basis) of each inventory
---	-------------------	--

_____ \$ _____

Name and address of the person who has possession of inventory records
--

27.1. _____
Name

Debtor HPMI, Inc.
Name

Case number (if known) 17-11114(KJC)

Name of the person who supervised the taking of the inventory

Date of inventory

The dollar amount and basis (cost, market, or other basis) of each inventory

Name and address of the person who has possession of inventory records

27.2 _____
Name

28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.

Name	Address	Position	% of interest, if any
See Attached - SOFA 28			

29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions?

- No
 Yes. Identify below.

Name	Address	Position	Period during which position or interest was held
See Attached - SOFA 29			From _____ To _____
			From _____ To _____
			From _____ To _____
			From _____ To _____

30. Payments, distributions, or withdrawals credited or given to insiders

Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised?

- No
 Yes. Identify below.

Name and address of recipient	Amount of money or description and value of property	Dates	Reason for providing the value

30.1 _____
Name

Relationship to debtor

Debtor HPMI, Inc.
Name

Case number (if known) 17-11114(KJC)

Name and address of recipient

30.2 _____
Name _____

Relationship to debtor _____

31. Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes?

- No
- Yes. Identify below.

Name of the parent corporation

Employer Identification number of the parent corporation

Katy Industries, Inc.

EIN: 7 5 - 1 2 7 7 5 8 9

32. Within 6 years before filing this case, has the debtor as an employer been responsible for contributing to a pension fund?

- No
- Yes. Identify below.

Name of the pension fund

Employer Identification number of the pension fund

EIN: _____

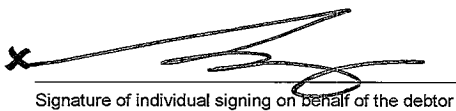
Part 14: Signature and Declaration

WARNING – Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

I have examined the information in this *Statement of Financial Affairs* and any attachments and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 05/15/2018
MM / DD / YYYY

X 
Signature of individual signing on behalf of the debtor

Printed name Lawrence Perkins

Position or relationship to debtor CFO

Are additional pages to *Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy* (Official Form 207) attached?

- No
- Yes

SOFA 11

Payments related to bankruptcy

NAME	ADDRESS 1	ADDRESS 2	CITY	STATE	ZIP	TOTAL AMOUNT OR VALUE	DATE	PAYMENT AMOUNT
ALVAREZ AND MARSAL	600 MADISON AVENUE	8TH FLOOR	NEW YORK	NY	10022	\$ 406,385.00	6/29/2016	\$ 219,000.00
ALVAREZ AND MARSAL	600 MADISON AVENUE	8TH FLOOR	NEW YORK	NY	10022		7/13/2016	\$ 85,000.00
ALVAREZ AND MARSAL	600 MADISON AVENUE	8TH FLOOR	NEW YORK	NY	10022		8/11/2016	\$ 102,385.00
COLE SCHOTZ PC	500 DELAWARE AVE	SUITE 1410	WILMINGTON	DE	19801	\$ 248,214.00	6/28/2016	\$ 50,000.00
COLE SCHOTZ PC	500 DELAWARE AVE	SUITE 1410	WILMINGTON	DE	19801		7/12/2016	\$ 125,000.00
COLE SCHOTZ PC	500 DELAWARE AVE	SUITE 1410	WILMINGTON	DE	19801		8/2/2016	\$ 50,000.00
COLE SCHOTZ PC	500 DELAWARE AVE	SUITE 1410	WILMINGTON	DE	19801		8/11/2016	\$ 23,214.00
DLA PIPER LLC	PO BOX 64029		BALTIMORE	MD	21264-4029	\$ 508,992.42	2/16/2017	\$ 50,000.00
DLA PIPER LLC	PO BOX 64029		BALTIMORE	MD	21264-4029		3/17/2017	\$ 18,942.00
DLA PIPER LLC	PO BOX 64029		BALTIMORE	MD	21264-4029		5/1/2017	\$ 50,000.00
DLA PIPER LLC	PO BOX 64029		BALTIMORE	MD	21264-4029		5/1/2017	\$ 100,000.00
DLA PIPER LLC	PO BOX 64029		BALTIMORE	MD	21264-4029		5/4/2017	\$ 50,000.00
DLA PIPER LLC	PO BOX 64029		BALTIMORE	MD	21264-4029		5/10/2017	\$ 100,000.00
DLA PIPER LLC	PO BOX 64029		BALTIMORE	MD	21264-4029		5/12/2017	\$ 6,494.42
DLA PIPER LLC	PO BOX 64029		BALTIMORE	MD	21264-4029		5/12/2017	\$ 33,556.00
DLA PIPER LLC	PO BOX 64029		BALTIMORE	MD	21264-4029		5/12/2017	\$ 50,000.00
DLA PIPER LLC	PO BOX 64029		BALTIMORE	MD	21264-4029		5/12/2017	\$ 50,000.00
HOULIHAN LOKEY	245 PARK AVENUE	20TH FLOOR	NEW YORK	NY	10167	\$ 230,347.00	7/12/2016	\$ 100,000.00
HOULIHAN LOKEY	245 PARK AVENUE	20TH FLOOR	NEW YORK	NY	10167		8/11/2016	\$ 130,347.00
ROPES AND GRAY	800 BOYLSTON ST		BOSTON	MA	02199-3600	\$ 778,336.66	6/28/2016	\$ 250,000.00
ROPES AND GRAY	800 BOYLSTON ST		BOSTON	MA	02199-3600		7/12/2016	\$ 139,494.66
ROPES AND GRAY	800 BOYLSTON ST		BOSTON	MA	02199-3600		8/11/2016	\$ 388,842.00
SIERRA CONSTELLATION PARTNERS	400 S HOPE STREET	SUITE 1050	LOS ANGELES	CA	90071	\$ 1,495,120.67	8/25/2016	\$ 40,000.00
SIERRA CONSTELLATION PARTNERS	400 S HOPE STREET	SUITE 1050	LOS ANGELES	CA	90071		9/2/2016	\$ 18,904.78
SIERRA CONSTELLATION PARTNERS	400 S HOPE STREET	SUITE 1050	LOS ANGELES	CA	90071		9/23/2016	\$ 38,930.06
SIERRA CONSTELLATION PARTNERS	400 S HOPE STREET	SUITE 1050	LOS ANGELES	CA	90071		10/7/2016	\$ 33,210.50
SIERRA CONSTELLATION PARTNERS	400 S HOPE STREET	SUITE 1050	LOS ANGELES	CA	90071		10/21/2016	\$ 39,275.43
SIERRA CONSTELLATION PARTNERS	400 S HOPE STREET	SUITE 1050	LOS ANGELES	CA	90071		11/4/2016	\$ 41,941.70
SIERRA CONSTELLATION PARTNERS	400 S HOPE STREET	SUITE 1050	LOS ANGELES	CA	90071		11/18/2016	\$ 41,331.99
SIERRA CONSTELLATION PARTNERS	400 S HOPE STREET	SUITE 1050	LOS ANGELES	CA	90071		11/18/2016	\$ 50,274.49
SIERRA CONSTELLATION PARTNERS	400 S HOPE STREET	SUITE 1050	LOS ANGELES	CA	90071		11/18/2016	\$ 40,870.82
SIERRA CONSTELLATION PARTNERS	400 S HOPE STREET	SUITE 1050	LOS ANGELES	CA	90071		11/23/2016	\$ 44,541.01
SIERRA CONSTELLATION PARTNERS	400 S HOPE STREET	SUITE 1050	LOS ANGELES	CA	90071		11/23/2016	\$ 38,399.06
SIERRA CONSTELLATION PARTNERS	400 S HOPE STREET	SUITE 1050	LOS ANGELES	CA	90071		12/16/2016	\$ 42,597.61
SIERRA CONSTELLATION PARTNERS	400 S HOPE STREET	SUITE 1050	LOS ANGELES	CA	90071		12/16/2016	\$ 45,649.28
SIERRA CONSTELLATION PARTNERS	400 S HOPE STREET	SUITE 1050	LOS ANGELES	CA	90071		12/22/2016	\$ 36,826.06
SIERRA CONSTELLATION PARTNERS	400 S HOPE STREET	SUITE 1050	LOS ANGELES	CA	90071		12/30/2016	\$ 39,012.35
SIERRA CONSTELLATION PARTNERS	400 S HOPE STREET	SUITE 1050	LOS ANGELES	CA	90071		1/16/2017	\$ 14,812.96
SIERRA CONSTELLATION PARTNERS	400 S HOPE STREET	SUITE 1050	LOS ANGELES	CA	90071		1/16/2017	\$ 43,234.16
SIERRA CONSTELLATION PARTNERS	400 S HOPE STREET	SUITE 1050	LOS ANGELES	CA	90071		1/16/2017	\$ 33,439.27
SIERRA CONSTELLATION PARTNERS	400 S HOPE STREET	SUITE 1050	LOS ANGELES	CA	90071		1/16/2017	\$ 42,271.08
SIERRA CONSTELLATION PARTNERS	400 S HOPE STREET	SUITE 1050	LOS ANGELES	CA	90071		1/27/2017	\$ 59,670.52
SIERRA CONSTELLATION PARTNERS	400 S HOPE STREET	SUITE 1050	LOS ANGELES	CA	90071		2/3/2017	\$ 32,164.32

SOFA 11

Payments related to bankruptcy

NAME	ADDRESS 1	ADDRESS 2	CITY	STATE	ZIP	TOTAL AMOUNT OR VALUE	DATE	PAYMENT AMOUNT
SIERRA CONSTELLATION PARTNERS	400 S HOPE STREET	SUITE 1050	LOS ANGELES	CA	90071		2/10/2017	\$ 35,725.76
SIERRA CONSTELLATION PARTNERS	400 S HOPE STREET	SUITE 1050	LOS ANGELES	CA	90071		2/21/2017	\$ 38,605.63
SIERRA CONSTELLATION PARTNERS	400 S HOPE STREET	SUITE 1050	LOS ANGELES	CA	90071		3/1/2017	\$ 44,130.19
SIERRA CONSTELLATION PARTNERS	400 S HOPE STREET	SUITE 1050	LOS ANGELES	CA	90071		3/9/2017	\$ 41,665.80
SIERRA CONSTELLATION PARTNERS	400 S HOPE STREET	SUITE 1050	LOS ANGELES	CA	90071		3/22/2017	\$ 43,953.55
SIERRA CONSTELLATION PARTNERS	400 S HOPE STREET	SUITE 1050	LOS ANGELES	CA	90071		4/3/2017	\$ 49,703.17
SIERRA CONSTELLATION PARTNERS	400 S HOPE STREET	SUITE 1050	LOS ANGELES	CA	90071		4/12/2017	\$ 46,366.17
SIERRA CONSTELLATION PARTNERS	400 S HOPE STREET	SUITE 1050	LOS ANGELES	CA	90071		4/20/2017	\$ 51,173.92
SIERRA CONSTELLATION PARTNERS	400 S HOPE STREET	SUITE 1050	LOS ANGELES	CA	90071		5/4/2017	\$ 11,285.31
SIERRA CONSTELLATION PARTNERS	400 S HOPE STREET	SUITE 1050	LOS ANGELES	CA	90071		5/4/2017	\$ 38,714.69
SIERRA CONSTELLATION PARTNERS	400 S HOPE STREET	SUITE 1050	LOS ANGELES	CA	90071		5/5/2017	\$ 1,547.01
SIERRA CONSTELLATION PARTNERS	400 S HOPE STREET	SUITE 1050	LOS ANGELES	CA	90071		5/5/2017	\$ 20,717.63
SIERRA CONSTELLATION PARTNERS	400 S HOPE STREET	SUITE 1050	LOS ANGELES	CA	90071		5/5/2017	\$ 27,735.36
SIERRA CONSTELLATION PARTNERS	400 S HOPE STREET	SUITE 1050	LOS ANGELES	CA	90071		5/9/2017	\$ 8,737.93
SIERRA CONSTELLATION PARTNERS	400 S HOPE STREET	SUITE 1050	LOS ANGELES	CA	90071		5/9/2017	\$ 30,511.74
SIERRA CONSTELLATION PARTNERS	400 S HOPE STREET	SUITE 1050	LOS ANGELES	CA	90071		5/9/2017	\$ 35,750.33
SIERRA CONSTELLATION PARTNERS	400 S HOPE STREET	SUITE 1050	LOS ANGELES	CA	90071		5/10/2017	\$ 9,962.12
SIERRA CONSTELLATION PARTNERS	400 S HOPE STREET	SUITE 1050	LOS ANGELES	CA	90071		5/10/2017	\$ 24,600.75
SIERRA CONSTELLATION PARTNERS	400 S HOPE STREET	SUITE 1050	LOS ANGELES	CA	90071		5/10/2017	\$ 26,475.00
SIERRA CONSTELLATION PARTNERS	400 S HOPE STREET	SUITE 1050	LOS ANGELES	CA	90071		5/10/2017	\$ 38,962.13
SIERRA CONSTELLATION PARTNERS	400 S HOPE STREET	SUITE 1050	LOS ANGELES	CA	90071		5/11/2017	\$ 5,303.03
SIERRA CONSTELLATION PARTNERS	400 S HOPE STREET	SUITE 1050	LOS ANGELES	CA	90071		5/11/2017	\$ 46,136.00

Off-premises storage

FACILITY NAME AND ADDRESS	NAMES OF ANYONE WITH ACCESS	DESCRIPTION OF CONTENTS	DOES THE DEBTOR STILL HAVE IT
Iron Mountain 11741 Missouri Bottom Road Hazelwood, MO 63042	Corporate Human Resources	Historical Records Held Pursuant to Legal Requirements	Yes
Iron Mountain 1100 Kennedy Road Windsor, CT 06095	Corporate Human Resources	Historical Records Held Pursuant to Legal Requirements	Yes
Iron Mountain 11333 E 53rd Ave Denver, CO 80239	Corporate Human Resources	Historical Records Held Pursuant to Legal Requirements	Yes

List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case

NAME AND ADDRESS	DATES OF SERVICE FROM	TO
BLUM SHAPIRO & CO 29 MAIN ST WEST HARTFORD, CT 06217	PRIOR TO 5/13/2015	PRESENT
CURT KROLL 760 YALE AVE ST. LOUIS MO, 63130	PRIOR TO 5/13/2015	1/1/2017
KYLE HILLMAN 227 DOGWOOD MEADOW COURT ST PETERS, MO 63376	8/1/2016	4/30/2017
JAMES SHAFFER 319 BERRY BUSH CT BALLWIN, MO 63011	PRIOR TO 5/13/2015	8/11/2015
ROBERT W. ZIMMER 9941 SOUTH MANSFIELD AVE OAK LAWN, IL 60453	4/20/2017	PRESENT

List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case

NAME AND ADDRESS
BMO HARRIS BANK N.A. 111 WEST MONROE FLOOR 20 EAST CHICAGO, IL 60603
ENCINA BUSINESS CREDIT SPV, LLC 111 WEST JACKSON STREET, SUITE 1700 CHICAGO, IL 60606
SECURITIES AND EXCHANGE COMMISSION 100 F ST NE WASHINGTON, DC 20549
VICTORY PARK MANAGEMENT, LLC 227 WEST MONROE STREET, SUITE 3900 CHICAGO, IL 60606

List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case

NAME	ADDRESS	POSITION	% OF INTEREST
BRIAN NICHOLS	6556 ITASKA, ST LOUIS, MO 63109	VP; ASSISTANT SECRETARY	0.0
DAVIS DEANE	1202 W OAKDALE DRIVE, FORT WAYNE, IN 46807	ASSISTANT TREASURER	0.0
LAWRENCE PERKINS	400 S HOPE ST. SUITE 2050, LOS ANGELES, CA 90071	CRO	0.0
ROBERT GUERRA	602 TERRACE LANE, COLLEYVILLE, TX 76034	PRESIDENT; CEO	0.0
ROBERT W. ZIMMER	9941 SOUTH MANSFIELD AVE, OAK LAWN, IL 60453	DIRECTOR; SECRETARY; TREASURER	0.0

Within 1 year before the filing of this case, list officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions

NAME	ADDRESS	POSITION	POSITION HELD FROM	TO
CURT KROLL	760 YALE AVE, ST. LOUIS, MO 63130	VP; CFO; TREASURER	8/1/2015	12/31/2016
DAVE FELDMAN	460 CONWAY MANOR DR, ATLANTA, GA 30327	CEO; PRESIDENT	4/18/2015	12/31/2016
KYLE HILLMAN	227 DOGWOOD MEADOW COURT, ST PETERS, MO 63376	CORPORATE CONTROLLER	8/1/2016	4/30/2017
ROBERT GUERRA	602 TERRACE LANE, COLLEYVILLE, TX 76034	DIRECTOR	11/14/2016	5/13/2017