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

In re

SCOTTISH HOLDINGS, INC., et al.,

Debtors.<sup>1</sup>

Chapter 11

Case No. 18-10160 (LSS)

Jointly Administered

#### SCHEDULES OF ASSETS AND LIABILITIES FOR SCOTTISH HOLDINGS, INC. (CASE NO. 18-10160)

<sup>&</sup>lt;sup>1</sup> The Debtors, along with the last four digits of their federal tax identification numbers, are as follows: Scottish Holdings, Inc. (4408) and Scottish Annuity & Life Insurance Company (Cayman) Ltd. (3285). The Debtors' mailing address for purposes of these chapter 11 cases is 14120 Ballantyne Corporate Place, Suite 300, Charlotte, NC 28277.

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#### GLOBAL NOTES AND STATEMENT OF LIMITATIONS, METHODOLOGY, AND DISCLAIMER REGARDING THE DEBTORS' SCHEDULES OF ASSETS AND LIABILITIES AND STATEMENT OF FINANCIAL AFFAIRS

The Schedules of Assets and Liabilities (the "Schedules") and the Statements of Financial Affairs (the "Statements") filed by Scottish Holdings, Inc. ("SHI") and Scottish Annuity and Life Insurance Company (Cayman) Ltd. ("SALIC"), as debtors and debtors in possession (the "Debtors"), have been prepared by the Debtors' management in accordance with section 521 of title 11 of the United States Code, 11 U.S.C. §§ 101 et seq. (as amended, the "Bankruptcy Code") and Federal Rule of Bankruptcy Procedure 1007, and are unaudited. While the Debtors' management has made every reasonable effort to ensure that the Schedules and Statements are accurate and complete, based upon information that was reasonably available to them at the time of preparation, the subsequent receipt of information may result in material changes to the financial data and other information contained therein. Moreover, the Schedules and Statements are based on the Debtors' books and records as of the Petition Date (defined below) and some items, after further review, may not fully reflect the reality of the transaction. Thus, the Schedules and Statements remain subject to further review and verification by the Debtors. The Debtors reserve their right to amend the Schedules and Statements from time to time as may be necessary or appropriate. These Global Notes and Statement of Limitations, Methodology, and Disclaimer Regarding the Debtors' Schedules of Assets and Liabilities and Statements of Financial Affairs (the "Global Notes") are incorporated by reference in, and comprise an integral part of, the Schedules and Statements, and should be referred to, and reviewed in connection, with any review of the Schedules and Statements.

Disclosure of information in one Schedule, Statement, exhibit or continuation sheet, even if incorrectly placed, shall be deemed to be disclosed in the correct Schedule, Statement, exhibit or continuation sheet.

<sup>&</sup>lt;sup>1</sup> The Debtors, along with the last four digits of their federal tax identification numbers, are as follows: Scottish Holdings, Inc. (4408) and Scottish Annuity & Life Insurance Company (Cayman) Ltd. (3285). The Debtors' mailing address for purposes of these chapter 11 cases is 14120 Ballantyne Corporate Place, Suite 300, Charlotte, NC 28277.

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# The Schedules, Statements and Global Notes should not be relied upon by any person for information relating to current or future financial conditions, events or performance of the Debtors.

1. <u>Description of the Cases and "As of" Information Date</u>. On January 28, 2018, (the "<u>Petition Date</u>"), the Debtors each filed a voluntary petition with the United States Bankruptcy Court for the District of Delaware (the "<u>Bankruptcy Court</u>") under chapter 11 of the Bankruptcy Code. The Debtors are currently operating their business as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. Unless otherwise stated, asset and liability information is as of the Petition Date. Additionally, the Debtors have made every effort to allocate liabilities between the prepetition and postpetition periods based on the information and research that was conducted in connection with the preparation of the Schedules and Statements. As additional information becomes available to, and further research is conducted by, the Debtors, the Debtors' allocation of liabilities between prepetition and postpetition periods may change.

Basis of Presentation. For financial reporting purposes, the Debtors and 2. certain of their non-debtor affiliates historically prepared consolidated financial statements, which have historically been audited annually. The last audit of the financial statements was as of December 31, 2016. The audit of the consolidated financial statements of the Debtors and certain of their non-debtor affiliates is ongoing for the period ended December 31, 2017. Unlike the consolidated financial statements, the Schedules and Statements, except where otherwise indicated, reflect the assets and liabilities of each Debtor on a nonconsolidated basis. Additionally, unlike the audited financial statements, the Schedules and Statements reflect the assets and liabilities of each Debtor on the basis of the Debtor's non-audited records. Furthermore, the Schedules and Statements do not purport to represent financial statements prepared in accordance with Generally Accepted Accounting Principles ("GAAP"), nor are they intended to reconcile to the financial statements previously distributed to certain third parties or published on the Debtors' website. Accordingly, the totals listed in the Schedules and Statements will likely differ, at times materially, from the consolidated financial reports prepared by the Debtors for financial reporting purposes or otherwise.

To the extent that a Debtor shows more assets than liabilities, this is not an admission that the Debtor was solvent at the Petition Date or at any time prior to 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 at the Petition Date or at any time prior to the Petition Date.

3. <u>Summary of Significant Reporting Policies</u>. The following conventions were adopted by the Debtors in the preparation of the Schedules and Statements:

a) <u>Book Value</u>. Unless otherwise noted, each asset and liability of each Debtor is shown on the basis of the net book value of the asset or liability in accordance with the Debtor's accounting and/or tax books and records as of the Petition Date.

b) <u>Value of Interests in Subsidiaries</u>. The value of the subsidiary interests set forth on Schedule A/B, Item 15, reflects the original investment in each such subsidiary. Retained earnings and accumulated losses are not included, because the Debtors and their non-debtor affiliates historically reported at a consolidated level and did not allocate such earnings and losses to specific entities. However, these earnings and losses

should be taken into account when considering the current book value of the subsidiaries.

c) <u>Cash</u>. Cash balances in the Debtors' bank accounts set forth in Schedule B are based on the book balance as of the Petition Date.

d) <u>Investments</u>. Investment balances set forth in Schedule B are based on the fair value of the investments as of the Petition Date.

Liabilities Related to Trust Preferred Securities. The Debtors and e) certain of their non-debtor affiliates have debt or guarantee liabilities related to five issuances of trust preferred securities (the "TruPS"), as described in more detail in the Declaration of Gregg Klingenberg In Support Of First Day Relief. SHI issued unsecured subordinated debentures supporting four of the TruPS issuances; the principal and accrued interest in respect of such debentures are listed as unsecured claims of SHI on SHI's Schedule F. SHI also issued a sponsor guarantee in respect of such TruPS issuances, and such guarantees are identified on SHI's Schedule F. SALIC guaranteed the debentures supporting each of the five TruPS issuances; the principal and accrued interest in respect of such debentures are listed as unsecured claims of SALIC on SALIC's Schedule F. The underlying TruPS for each of the five issuances are not separately identified in the Schedules. The descriptions of the TruPS-related obligations herein and in the Schedules and Statements, and the Debtors' obligations, rights, duties and liabilities thereunder, are qualified in their entirety by the terms of the operative documents governing the TruPS issuances and related debentures, trusts, and guarantees.

f) <u>Setoffs</u>. The Debtors reserve all rights to challenge any setoff and/or recoupment rights that may be asserted.

g) <u>Insiders</u>. For purposes of the Schedules and Statements, the Debtors define "insiders" pursuant to section 101(31) of the Bankruptcy Code as: (a) directors; (b) officers; (c) persons in control of a Debtor; (d) relatives of directors, officers, or persons in control of a Debtor; and (e) affiliates.

Executory Contracts. While reasonable efforts have been made to h) ensure the accuracy of Schedule G regarding executory contracts and unexpired leases, inadvertent errors or omissions may have occurred. The Debtors reserve all of their rights to dispute the validity, status or enforceability of any contracts, agreements or leases set forth in Schedule G and to amend or supplement such Schedule as necessary. The contracts and agreements listed on Schedule G may have expired, been rejected, or may have been modified, amended and supplemented from time to time by various amendments, restatements, waivers, estoppel certificates, letter and other documents, instruments and agreements which may not be listed therein. Certain of the leases and contracts listed on Schedule G may contain certain renewal options, guarantees of payment, options to purchase, rights of first refusal, and other miscellaneous rights. Such rights, powers, duties and obligations are not set forth on Schedule G. In addition, the Debtors may have entered into various other types of agreements in the ordinary course of its business, such as confidentiality agreements. Such documents are also not set forth on Schedule G. The Debtors reserve all of their rights to dispute or challenge the characterization of the structure of any transaction, or any document or instrument (including, without limitation, any

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intercompany agreement) related to a creditor's claims. Listing a contract or agreement on this schedule does not constitute an admission that such contract or agreement is an executory contract or unexpired lease. Any and all of the Debtors' rights, claims, and causes of action with respect to the contracts and agreements listed on this schedule are hereby reserved and preserved.

i) <u>Reserve Credit Trusts and Other Assets Supporting Reinsurance</u> <u>Treaties</u>. SALIC has established, as sponsor, various reserve credit trusts ("<u>RCTs</u>") to support certain reinsurance treaties. The assets of the RCTs are held in accounts at Bank of New York Mellon, which also serves as the trustee of the RCTs. Although SALIC is the nominal account holder for each RCT account, the assets in the RCT are not property of SALIC's bankruptcy estate. Legal title to the trust assets is held by Bank of New York Mellon, as trustee, and the applicable ceding company and its policyholders are the beneficiaries of the applicable RCT. Accordingly, SALIC has not identified the assets and liabilities of the RCTs on its Schedules.

SALIC has a contractual obligation to fund each RCT to the extent of underfunding and has, in certain circumstances, the right to receive overfunding from the RCTs. To the extent amounts were due and payable between SALIC and a particular RCT as of the Petition Date, such amounts are identified on SALIC's Schedules as an asset or liability, as appropriate. Likewise, to the extent amounts were paid by SALIC within the relevant periods before the Petition Date, such amounts are identified on the Statements.

Additionally, the reserve assets supporting certain reinsurance treaties (including SALIC's treaties with its non-affiliate Scottish Re (U.S.), Inc.) are held at the ceding company on a "funds withheld" basis. As with assets in RCTs, such assets are not property of SALIC's bankruptcy estate, and such assets are not identified on SALIC's Schedules. Similar to obligations in respect of RCT underfunding, SALIC has a contractual obligation to provide funds to the ceding company if assets held on a funds withheld basis are insufficient, and also has, in certain circumstances, the right to receive overfunding. To the extent amounts were due and payable between SALIC and a particular ceding company as of the Petition Date, such amounts are identified on SALIC's Schedules as an asset or liability, as appropriate. Likewise, to the extent amounts were paid by SALIC within the relevant periods before the Petition Date, such amounts are identified on the Statements.

5. <u>Disputed, Contingent and/or Unliquidated Claims</u>. Schedules D, E and F permit the Debtors to designate a claim as disputed, contingent and/or unliquidated. A failure to designate a claim on any of the Schedules as disputed, contingent and/or unliquidated does not constitute an admission that such claim is not subject to objection by the Debtors. The Debtors reserve the right to dispute, or assert offsets or defenses to, any claim reflected on the Schedules as to amount, liability or status.

7. <u>Global Notes Control</u>. In the event that the Schedules and Statements differ from the foregoing Global Notes, the Global Notes shall control.

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Fill in this information to identify the case and this filing:	
Debtor Name <u>Scottish Holdings, Inc.</u> United States Bankruptcy Court for the: Case number ( <i>it known</i> ): <u>18-10160</u>	 District of (State)

## Official Form 202 Declaration Under Penalty of Perjury for Non-Individual Debtors 12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

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.

#### **Declaration and signature**

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- Schedule A/B: Assets–Real and Personal Property (Official Form 206A/B)
- Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)
- Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)
- Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)
- Schedule H: Codebtors (Official Form 206H)
- Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)
- Amended Schedule
- Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders (Official Form 204)

Other document that requires a declaration

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

		3/23/2018	3
Executed	on		

- -----

MM / DD / YYYY

🗴 /s/ Thomas J. Keller

Signature of individual signing on behalf of debtor

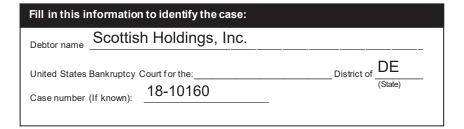
Thomas J. Keller

Printed name

Chief Financial Officer

Position or relationship to debtor

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Check if this is an amended filing

12/15

## Official Form 206Sum Summary of Assets and Liabilities for Non-Individuals

#### Part 1: Summary of Assets

1. Schedule A/B: Assets-Real and Personal Property (Official Form 206A/B)	
1a. Real property:         Copy line 88 from Schedule A/B	<u>\$_0</u>
1b. <b>Total personal property:</b> Copy line 91A from <i>Schedule A/B</i>	\$1,353,253,396
1c. <b>Total of all property:</b> Copy line 92 from <i>Schedule A/B</i>	\$ <u>1,353,253,396</u>

#### Part 2: Summary of Liabilities

2.	Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D) Copy the total dollar amount listed in Column A, Amount of claim, from line 3 of Schedule D	\$_ <u>0</u>
3.	Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)	
	<ul> <li>3a. Total claim amounts of priority unsecured claim s:</li> <li>Copy the total claims from Part 1 from line 5a of <i>Schedule E/F</i></li> <li>Total amount of claims of pompriority amount of unsecured claims;</li> </ul>	\$
	3b. Total amount of claims of nonpriority amount of unsecured claims: Copy the total of the amount of claims from Part 2 from line 5b of Schedule E/F	+ <u>\$</u> 108,773,643
4.	<b>Total liabilitie s</b> Lines 2 + 3a + 3b	\$_108,773,643_

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(State)

District of DE

Fill in this information to identify the case:	
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Debtor name Scottish Holdings, Inc.

United States Bankruptcy Court for the:

Case number (If known): 18-10160

Check if this is an amended filing

## Official Form 206A/B Schedule A/B: Assets — Real and Personal Property

12/15

Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

Part 1: 0	Cash and cash equivalents			
1. Does the	e debtor have any cash or cash equivalents?			
🔲 No.	Go to Part 2.			
Yes	. Fill in the information below.			
All cas	h or cash equivalents owned or controlled by	y the debtor		Current value of debtor's interest
2. Cash on	hand			\$
3. Checkin	g, savings, money market, or financial broke	rage accounts (Identify all	)	
	nstitution (bank or brokerage firm)	Type of account	Last 4 digits of account number	
	of New York Mellon Fargo Bank	Custody Checking	$- \frac{5}{9} \frac{8}{8} \frac{7}{9} \frac{5}{9}$	\$ <u>0</u>
5.2.				\$ <u>0</u>
4. Other ca	sh equivalents (Identify all)			
4.1.				\$
4.2				\$
5. Total of	Part 1			<b>*</b> 0
Add lines	s 2 through 4 (including amounts on any additior	nal sheets). Copy the total t	o line 80.	\$ <u> </u>
Part 2:	Deposits and prepayments			
6. Does the	e debtor have any deposits or prepayments?			
🔲 No.	Go to Part 3.			
Yes	. Fill in the information below.			
				Current value of debtor's interest
7. Deposits	, including security deposits and utility depo	osits		
Descriptio	on, including name of holder of deposit			
7.1				\$
7.2				\$

Case number	( <i>if known</i> ) 18-10160
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	insurance, taxes, and rent	
Description, including name of holder of prepayment		
8.1. Willis of New York, Inc. Endorsement Primary D&O Liability - Prepaid Runoff for	6 years	\$ <u>32,813</u>
8.2		\$
9. Total of Part 2.		
Add lines 7 through 8. Copy the total to line 81.		\$ <u>32,813</u>
······································		<u> </u>
Part 3: Accounts receivable		
10. Does the debtor have any accounts receivable?		
No. Go to Part 4.		
Yes. Fill in the information below.		
		Current value of debtor's
		interest
11. Accounts receivable		
11a. 90 days old or less: –	>	¢
	collectible accounts	Ψ
11b. Over 90 days old:	= →	\$
face amount doubtful or un	collectible accounts	
12. Total of Part 3		
Current value on lines 11a + 11b = line 12. Copy the total to line 82.		\$
Part 4: Investments		
13. Does the debtor own any investments?		
No. Go to Part 5.		
<ul><li>No. Go to Part 5.</li><li>Yes. Fill in the information below.</li></ul>	Malas Marana Maral	
	Valuation method used for current value	Current value of debtor's interest
Yes. Fill in the information below.		
<ul> <li>Yes. Fill in the information below.</li> <li>14. Mutual funds or publicly traded stocks not included in Part 1</li> </ul>		
Yes. Fill in the information below.	used for current value	interest
<ul> <li>Yes. Fill in the information below.</li> <li>14. Mutual funds or publicly traded stocks not included in Part 1 Name of fund or stock:</li> </ul>	used for current value	
<ul> <li>Yes. Fill in the information below.</li> <li>14. Mutual funds or publicly traded stocks not included in Part 1 Name of fund or stock: 14.1</li></ul>	used for current value	interest
<ul> <li>Yes. Fill in the information below.</li> <li>14. Mutual funds or publicly traded stocks not included in Part 1 Name of fund or stock: 14.1</li></ul>	used for current value	interest
<ul> <li>Yes. Fill in the information below.</li> <li>14. Mutual funds or publicly traded stocks not included in Part 1 Name of fund or stock: 14.1</li></ul>	used for current value	interest
<ul> <li>Yes. Fill in the information below.</li> <li>14. Mutual funds or publicly traded stocks not included in Part 1 Name of fund or stock: 14.1</li></ul>	porated businesses,	interest
<ul> <li>Yes. Fill in the information below.</li> <li>14. Mutual funds or publicly traded stocks not included in Part 1 Name of fund or stock: <ul> <li>14.1.</li> <li>14.2.</li> </ul> </li> <li>15. Non-publicly traded stock and interests in incorporated and unincor including any interest in an LLC, partnership, or joint venture Name of entity:</li></ul>	<pre>used for current value used for current value porated businesses, % of ownership:</pre>	interest \$ \$
<ul> <li>Yes. Fill in the information below.</li> <li>14. Mutual funds or publicly traded stocks not included in Part 1 <ul> <li>Name of fund or stock:</li> <li>14.1.</li> <li>14.2.</li> </ul> </li> <li>15. Non-publicly traded stock and interests in incorporated and unincor including any interest in an LLC, partnership, or joint venture <ul> <li>Name of entity:</li> <li>15.1. Scottish Re (U.S.), Inc.</li> </ul> </li> </ul>	used for current value         used for current value         porated businesses,         % of ownership:         100 %	\$\$ \$\$ \$\$
<ul> <li>Yes. Fill in the information below.</li> <li>14. Mutual funds or publicly traded stocks not included in Part 1 Name of fund or stock: <ul> <li>14.1.</li> <li>14.2.</li> </ul> </li> <li>15. Non-publicly traded stock and interests in incorporated and unincor including any interest in an LLC, partnership, or joint venture Name of entity:</li></ul>	<pre>used for current value used for current value porated businesses, % of ownership:</pre>	interest \$ \$
<ul> <li>Yes. Fill in the information below.</li> <li>14. Mutual funds or publicly traded stocks not included in Part 1 Name of fund or stock: <ul> <li>14.1.</li> <li>14.2.</li> </ul> </li> <li>15. Non-publicly traded stock and interests in incorporated and unincor including any interest in an LLC, partnership, or joint venture Name of entity: <ul> <li>15.1. Scottish Re (U.S.), Inc.</li> <li>15.2. Scottish Holdings Statutory Trust I</li> </ul></li></ul>	used for current value       porated businesses,       % of ownership:       100     %       Cost       100     %	\$\$ \$\$ \$\$
<ul> <li>Yes. Fill in the information below.</li> <li>14. Mutual funds or publicly traded stocks not included in Part 1 <ul> <li>Name of fund or stock:</li> <li>14.1</li></ul></li></ul>	used for current value       porated businesses,       % of ownership:       100     %       Cost       100     %	\$\$ \$\$ \$\$
<ul> <li>Yes. Fill in the information below.</li> <li>14. Mutual funds or publicly traded stocks not included in Part 1 Name of fund or stock: <ul> <li>14.1.</li> <li>14.2.</li> </ul> </li> <li>15. Non-publicly traded stock and interests in incorporated and unincor including any interest in an LLC, partnership, or joint venture Name of entity: <ul> <li>15.1. Scottish Re (U.S.), Inc.</li> <li>15.2. Scottish Holdings Statutory Trust 1</li> </ul> See also attached continuation sheet 16. Government bonds, corporate bonds, and other negotiable and non-instruments not included in Part 1 Describe:</li></ul>	used for current value       porated businesses,       % of ownership:       100     %       Cost	<pre>interest \$ \$ \$ \$ \$ \$_1,301,662,725 \$_542,000</pre>
<ul> <li>Yes. Fill in the information below.</li> <li>14. Mutual funds or publicly traded stocks not included in Part 1 <ul> <li>Name of fund or stock:</li> <li>14.1.</li> <li>14.2.</li> </ul> </li> <li>15. Non-publicly traded stock and interests in incorporated and unincor including any interest in an LLC, partnership, or joint venture <ul> <li>Name of entity:</li> <li>15.1. Scottish Re (U.S.), Inc.</li> <li>15.2. Scottish Holdings Statutory Trust I</li> <li>See also attached continuation sheet</li> </ul> </li> <li>16. Government bonds, corporate bonds, and other negotiable and non-instruments not included in Part 1</li> </ul>	used for current value       porated businesses,       % of ownership:       100     %       Cost       100     %       Cost	<pre>interest \$ \$ \$ \$ \$_1,301,662,725 \$_542,000 \$</pre>
<ul> <li>Yes. Fill in the information below.</li> <li>14. Mutual funds or publicly traded stocks not included in Part 1 <ul> <li>Name of fund or stock:</li> <li>14.1</li></ul></li></ul>	used for current value       porated businesses,       % of ownership:       100     %       Cost       100     %       Cost	<pre>interest \$ \$ \$ \$ \$ \$_1,301,662,725 \$_542,000</pre>
<ul> <li>Yes. Fill in the information below.</li> <li>14. Mutual funds or publicly traded stocks not included in Part 1 <ul> <li>Name of fund or stock:</li> <li>14.1</li></ul></li></ul>	used for current value       porated businesses,       % of ownership:       100     %       Cost       100     %       Cost	<pre>interest \$ \$ \$ \$ \$_1,301,662,725 \$_542,000 \$</pre>
<ul> <li>Yes. Fill in the information below.</li> <li>14. Mutual funds or publicly traded stocks not included in Part 1 <ul> <li>Name of fund or stock:</li> <li>14.1</li></ul></li></ul>	used for current value       porated businesses,       % of ownership:       100     %       Cost       100     %       Cost	<pre>interest \$ \$ \$ \$ \$_1,301,662,725 \$_542,000 \$</pre>

Debtor

Name

Pai	rt 5: Inventory, excluding agricultur	e assets				
18.	<ul> <li>B. Does the debtor own any inventory (excluding agriculture assets)?</li> <li>No. Go to Part 6.</li> <li>Yes. Fill in the information below.</li> </ul>					
	General description	Date of the last physical inventory	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest	
19.	Raw materials					
		MM / DD / YYYY	\$		\$	
20.	Work in progress	MM / DD / YYYY	\$		\$	
21	Finished goods, including goods held for		*			
2			\$		\$	
22.	Other inventory or supplies	MM / DD / YYYY	·			
		MM / DD / YYYY	\$		\$	
23.	<b>Total of Part 5</b> Add lines 19 through 22. Copy the total to lin	e 84.			\$	
24.	Is any of the property listed in Part 5 peris					
25.	Has any of the property listed in Part 5 be	en purchased within 20	0 days before the bank	ruptcy was filed?		
	<ul> <li>No</li> <li>Yes. Book value</li> </ul>	Valuation method	Curr	ent value		
26.	Has any of the property listed in Part 5 be No Yes	en appraised by a prof	essional within the las	t year?		
Pai	rt 6: Farming and fishing-related as:	sets (other than title	ed motor vehicles a	nd land)		
27.	Does the debtor own or lease any farming No. Go to Part 7.	and fishing-related as	sets (other than titled	motor vehicles and land)?		
	Yes. Fill in the information below.					
	General description		Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest	
28.	Crops—either planted or harvested		\$		\$	
29.	Farm animals Examples: Livestock, poultry,	farm-raised fish			Ψ	
30.	Farm machinery and equipment (Other the	an titled motor vehicles)			\$ \$	
31.	Farm and fishing supplies, chemicals, and	d feed			*	
					\$	
32.	Other farming and fishing-related property	y not already listed in F	vart 6		¢	

_		
De	bto	r

Name

33.	<b>Total of Part 6.</b> Add lines 28 through 32. Copy the total to line 85.			\$
34	Is the debtor a member of an agricultural cooperative?			
54.				
	<ul> <li>No</li> <li>Yes. Is any of the debtor's property stored at the cooperative?</li> </ul>			
	<ul> <li>No</li> <li>Yes</li> </ul>			
35.	Has any of the property listed in Part 6 been purchased within 20	days before the bankı	ruptcy was filed?	
	No No			
	☐ Yes. Book value \$ Valuation method	Current value	\$	
36.	Is a depreciation schedule available for any of the property listed	in Part 6?		
	D No			
	Yes			
37.	Has any of the property listed in Part 6 been appraised by a profe	ssional within the last	year?	
	No			
	Yes			
Ра	rt 7: Office furniture, fixtures, and equipment; and collect	tibles		
38.	Does the debtor own or lease any office furniture, fixtures, equipr	nent, or collectibles?		
	No. Go to Part 8.			
	Yes. Fill in the information below.			
	General description	Net book value of debtor's interest	Valuation method used for current value	Current value of debtor's interest
		(Where available)		
39.	Office furniture	, ,		
		\$		\$
10	Office fixtures	*		•
40.	Once indures			
		\$		\$
41.	Office equipment, including all computer equipment and communication systems equipment and software			
		\$		\$
42.	<b>Collectibles</b> <i>Examples:</i> Antiques and figurines; paintings, prints, or otl artwork; books, pictures, or other art objects; china and crystal; stamp, or baseball card collections; other collections, memorabilia, or collections; other collections.	coin,		
	42.1	\$		\$
	42.2			
	42.3			\$
43	Total of Part 7.			
10.	Add lines 39 through 42. Copy the total to line 86.			\$
44.	Is a depreciation schedule available for any of the property listed	in Part 7?		L
45	Has any of the property listed in Part 7 been appraised by a profe	ssional within the last	vear?	
			· •	

Debtor	

Pa	rt 8: Machinery, equipment, and vehicles			
46.	<ul> <li>Does the debtor own or lease any machinery, equipment, or vehice</li> <li>No. Go to Part 9.</li> <li>Yes. Fill in the information below.</li> </ul>	cles?		
	<b>General description</b> Include year, make, model, and identification numbers (i.e., VIN, HIN, or N-number)	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
47.	Automobiles, vans, trucks, motorcycles, trailers, and titled farm v	vehicles		
48.	47.1 47.2 47.3 47.4 Watercraft, trailers, motors, and related accessories Examples: Bo	\$ \$ \$		\$ \$ \$
	<ul> <li>48.1</li> <li>48.2</li> </ul>	\$		\$ \$
49.	Aircraft and accessories 49.1 49.2			\$ \$
50.	Other machinery, fixtures, and equipment (excluding farm machinery and equipment)			
		\$		\$
51.	<b>Total of Part 8.</b> Add lines 47 through 50. Copy the total to line 87.			\$
52.	Is a depreciation schedule available for any of the property listed No Yes	in Part 8?		
53.	<ul> <li>Has any of the property listed in Part 8 been appraised by a profe</li> <li>No</li> <li>Yes</li> </ul>	ssional within the last y	year?	

Deb	otor

03/23/18	Page	، کولړ	Ю	1
Case numb	Or (if known)	10-	I U	1.

	rt 9: Real property				
54.	Does the debtor own or lease any real proper	ty?			
	No. Go to Part 10.				
	Yes. Fill in the information below.				
55.	Any building, other improved real estate, or l	and which the debtor	owns or in which the	debtor has an interest	
	<b>Description and location of property</b> Include street address or other description such as Assessor Parcel Number (APN), and type of property (for example, acreage, factory, warehouse, apartment or office building), if available.	Nature and extent of debtor's interest in property	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
	55.1		\$		\$
	55.2		\$		\$
	55.3		\$		\$
	55.4		\$		\$
	55.5		\$		\$
	55.6				\$
	55.0		*		*
56.	Total of Part 9.				\$
	Add the current value on lines 55.1 through 55.6	and entries from any a	additional sheets. Copy	the total to line 88.	
	Is a depreciation schedule available for any of No Ves Has any of the property listed in Part 9 been and No			year?	
	Yes				
Par	Yes t 10: Intangibles and intellectual prope	rty			
		-	operty?		
	t 10: Intangibles and intellectual prope Does the debtor have any interests in intangi	-	operty? Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
59.	t 10:       Intangibles and intellectual prope         Does the debtor have any interests in intangi         Image: No. Go to Part 11.         Image: Yes. Fill in the information below.	bles or intellectual pr	Net book value of debtor's interest		
59. 60.	t 10: Intangibles and intellectual prope Does the debtor have any interests in intangi No. Go to Part 11. Yes. Fill in the information below. General description	bles or intellectual pr	Net book value of debtor's interest (Where available) \$	used for current value	debtor's interest \$
59. 60. 61.	<ul> <li>t 10: Intangibles and intellectual prope</li> <li>Does the debtor have any interests in intangi</li> <li>No. Go to Part 11.</li> <li>Yes. Fill in the information below.</li> <li>General description</li> <li>Patents, copyrights, trademarks, and trade set</li> </ul>	bles or intellectual pr	Net book value of debtor's interest (Where available) \$		debtor's interest
59. 60. 61. 62.	t 10:       Intangibles and intellectual prope         Does the debtor have any interests in intangi         No. Go to Part 11.         Yes. Fill in the information below.         General description         Patents, copyrights, trademarks, and trade second the domain names and websites	bles or intellectual pr	Net book value of debtor's interest (Where available) \$\$ \$\$	used for current value	debtor's interest \$
<ul><li>59.</li><li>60.</li><li>61.</li><li>62.</li><li>63.</li></ul>	<ul> <li>t 10: Intangibles and intellectual prope</li> <li>Does the debtor have any interests in intangi</li> <li>No. Go to Part 11.</li> <li>Yes. Fill in the information below.</li> <li>General description</li> <li>Patents, copyrights, trademarks, and trade second se</li></ul>	bles or intellectual pr	Net book value of debtor's interest         (Where available)         \$	used for current value	debtor's interest \$
<ul><li>59.</li><li>60.</li><li>61.</li><li>62.</li><li>63.</li><li>64.</li></ul>	<ul> <li>t 10: Intangibles and intellectual prope</li> <li>Does the debtor have any interests in intangi</li> <li>No. Go to Part 11.</li> <li>Yes. Fill in the information below.</li> <li>General description</li> <li>Patents, copyrights, trademarks, and trade set</li> <li>Internet domain names and websites</li> <li>Licenses, franchises, and royalties</li> <li>Customer lists, mailing lists, or other compilation</li> <li>Other intangibles, or intellectual property</li> <li>Goodwill</li> </ul>	ecrets	Net book value of debtor's interest (Where available) \$\$ \$\$ \$\$	used for current value	debtor's interest \$ \$ \$ \$ \$ \$ \$
<ul><li>59.</li><li>60.</li><li>61.</li><li>62.</li><li>63.</li><li>64.</li><li>65.</li></ul>	t 10:       Intangibles and intellectual prope         Does the debtor have any interests in intangi <ul> <li>No. Go to Part 11.</li> <li>Yes. Fill in the information below.</li> </ul> General description         Patents, copyrights, trademarks, and trade set         Internet domain names and websites         Licenses, franchises, and royalties         Customer lists, mailing lists, or other compilation         Other intangibles, or intellectual property         Goodwill	ecrets	Net book value of debtor's interest         (Where available)         \$	used for current value	debtor's interest \$
<ul><li>59.</li><li>60.</li><li>61.</li><li>62.</li><li>63.</li><li>64.</li><li>65.</li></ul>	<ul> <li>t 10: Intangibles and intellectual prope</li> <li>Does the debtor have any interests in intangi</li> <li>No. Go to Part 11.</li> <li>Yes. Fill in the information below.</li> <li>General description</li> <li>Patents, copyrights, trademarks, and trade set</li> <li>Internet domain names and websites</li> <li>Licenses, franchises, and royalties</li> <li>Customer lists, mailing lists, or other compilation</li> <li>Other intangibles, or intellectual property</li> <li>Goodwill</li> </ul>	bles or intellectual pr	Net book value of debtor's interest (Where available) \$\$ \$\$ \$\$	used for current value	debtor's interest \$ \$ \$ \$ \$ \$ \$

		Case 18-10160-LSS I Scottish Holdings, Inc.	Doc 173	Filed 03/23/18	Page 14 of 30	
Deb	otor	Name		Case num	ber ( <i>if known</i> )18-10160	
67.	Do your	ists or records include personally identifiable	information o	f customers (as defined	l in 11 U.S.C. §§ 101(414	A) and 107) <b>?</b>
	🔲 No					
	Yes					
68.	Is there a	n amortization or other similar schedule availa	able for any o	f the property listed in	Part 10?	
	🔲 No					
	Yes					
69.	-	of the property listed in Part 10 been appraised	d by a profess	ional within the last ye	ar?	
	No No					
	Yes					
Par	t 11: A	l other assets				
70.	Does the	debtor own any other assets that have not ye	t been reporte	d on this form?		
		l interests in executory contracts and unexpired le			rm.	
	No.	Go to Part 12.				
	Yes.	Fill in the information below.				
						Current value of debtor's interest
71.	Notes re	ceivable				
	Description	(include name of obligor)				
			- Total face a	mount doubtful or und	= ➔ ollectible amount	\$
72.	Tax refu	ids and unused net operating losses (NOLs)				
		(for example, federal, state, local)				
	-	Net Operating Losses (see attached continuation	on sheet)			
					Tax year Tax year	\$
					Tax year	\$ \$
72	Intorocto	in insurance policies or annuities				·
73.	merests					\$
74		f action analysis third parties (whether or not a				Ψ
74.	has been	f action against third parties (whether or not a filed)	lawsuit			
						\$
	Nature of	claim				
	Amount	equested \$				
75.	Other co	ntingent and unliquidated claims or causes of	action of			
	every na set off cl	ure, including counterclaims of the debtor and	d rights to			
	501 011 01					\$
	Nature of	claim				Φ
		requested s				
		-				
76.	Trusts, e	quitable or future interests in property				
						\$
77.		pperty of any kind not already listed Examples ub membership	: Season ticket	S,		
						\$
						φ
	Tatal C					φ
78.	Total of I					\$_49,096,858
	Aud IIIIeS	71 through 77. Copy the total to line 90.				L
79.	<b>—</b>	of the property listed in Part 11 been appraised	d by a profess	ional within the last ye	ar?	
	No					
	Yes					

Part 12: Summary	
In Part 12 copy all of the totals from the earlier parts of the form.	
Type of property	Current value of personal propertyCurrent value of real property
80. Cash, cash equivalents, and financial assets. Copy line 5, Part 1.	\$
81. Deposits and prepayments. Copy line 9, Part 2.	<u>\$32,813</u>
82. Accounts receivable. Copy line 12, Part 3.	\$
83. Investments. Copy line 17, Part 4.	\$
84. Inventory. Copy line 23, Part 5.	\$
85. Farming and fishing-related assets. Copy line 33, Part 6.	\$
86. Office furniture, fixtures, and equipment; and collectibles. Copy line 43, Part 7.	\$
87. Machinery, equipment, and vehicles. Copy line 51, Part 8.	\$
88. Real property. Copy line 56, Part 9	
89. Intangibles and intellectual property. Copy line 66, Part 10.	\$
90. All other assets. Copy line 78, Part 11.	+ \$ <u>49,096,858</u>
91. <b>Total.</b> Add lines 80 through 90 for each column91a	a. \$ <u>1,353,253,396</u> ♣ 91b. \$ <u>0</u>
92. Total of all property on Schedule A/B. Lines 91a + 91b = 92	53,253,396 <u><u></u><u></u><u></u><u></u><u></u><u></u><u></u><u></u><u></u><u></u><u></u><u></u></u> <u></u> <u></u> <u></u> <u></u> <u></u>

Scottish Holdings, Inc. Case No. 18-10160

### Schedule A/B: Assets—Real and Personal Property

#### Part 4: Investments

## Line 15. Non-publicly traded stock and interests in incorporated and unincorporated businesses, including any interest in an LLC, partnership, or joint venture

	Name of entity	% of	Valuation	Current
		ownership	method used	value of
			for current	debtor's
			value	interest
15.3	Scottish Holdings Inc. Statutory Trust II	100%	Cost	\$619,000
15.4	Scottish Holdings Inc. Statutory Trust III	100%	Cost	\$990,000
15.5	GPIC Holdings Inc. Statutory Trust	100%	Cost	\$310,000

#### Case 18-10160-LSS Doc 173 Filed 03/23/18 Page 17 of 30

#### Scottish Holdings, Inc. Separate Company Federal Net Operating Loss Carryforward 1/28/2018

		Scottish	<b>Holdings, Inc.</b> Amount			
			Previously	Current Year	Remaining	
	Amount Generated	Other Adjustments	Utilized	Utilization	Balance	Expiration
2000	362	-	(362)	-	-	2020
2001	52	-	(52)	-	-	2021
2002	-	-	-	-	-	2022
2003	2,959,158	-	(197,661)	-	2,761,497	2023
2004	8,988,209	-	-	-	8,988,209	2024
2005	3,492,513	-	-	-	3,492,513	2025
2006	3,345,343	-	-	-	3,345,343	2026
2007	2,971,130	-	-	-	2,971,130	2027
2008	13,996,641	-	-	-	13,996,641	2028
2009	3,355,598	-	-	-	3,355,598	2029
2010	2,416,014	-	-	-	2,416,014	2030
2011	2,234,928	-	-	-	2,234,928	2031
2012	4,273,886	(266,196)	-	-	4,007,690	2032
2013	3,233,746	(3,233,746)	-	-	-	2033
2014	250,125	-	-	-	250,125	2034
2015	49,066	-	-	-	49,066	2035
2016	140,675				140,675	2036
2017	1,065,987				1,065,987	2037
	52,773,433	(3,499,942)	(198,075)	-	49,075,416	
		Total NO	L Carryforward	to 12/31/2017	49,075,416	

2018 (Utilization)/Generation @ 1/28/2018	21 442
	21,442
Total NOL Carryforward to 12/31/2018	49,096,858

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Fill in this	s information	to identify	the case:
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Debtor name Scottish Holdings, Inc.

United States Bankruptcy Court for the:

Case number (If known): 18-10160

District of DE (State)

Check if this is an amended filing

## Official Form 206D Schedule D: Creditors Who Have Claims Secured by Property

12/15

Be as complete and accurate as possible.

1. Do any creditors have claims secured by debtor's property?

No. Check this box and submit page 1 of this form to the court with debtor's other schedules. Debtor has nothing else to report on this form.
 Yes. Fill in all of the information below.

Pa	art 1: List Creditors Who Have Secure	ed Claims		
2.	List in alphabetical order all creditors who has secured claim, list the creditor separately for each	<b>ve secured claims.</b> If a creditor has more than one ch claim.	Column A Amount of claim Do not deduct the value of collateral.	Column B Value of collateral that supports this claim
2.1	Creditor's name	Describe debtor's property that is subject to a lien	\$	\$
	Creditor's mailing address			Ψ
		Describe the lien	-	
	Creditor's email address, if known	Is the creditor an insider or related party?	-	
	Date debt was incurred	Is anyone else liable on this claim?		
	Last 4 digits of account number	<ul> <li>No</li> <li>Yes. Fill out Schedule H: Codebtors (Official Form 206H).</li> </ul>		
	Do multiple creditors have an interest in the same property?	As of the petition filing date, the claim is: Check all that apply.		
	<ul> <li>No</li> <li>Yes. Specify each creditor, including this creditor, and its relative priority.</li> </ul>	<ul> <li>Contingent</li> <li>Unliquidated</li> <li>Disputed</li> </ul>		
2.2	Creditor's name	Describe debtor's property that is subject to a lien	\$	\$
	Creditor's mailing address		-	
		Describe the lien	_	
	Creditor's email address, if known	Is the creditor an insider or related party?		
	Date debt was incurred	Is anyone else liable on this claim?		
	Last 4 digits of account	<ul> <li>No</li> <li>Yes. Fill out Schedule H: Codebtors (Official Form 206H).</li> </ul>		
	Do multiple creditors have an interest in the same property?	As of the petition filing date, the claim is: Check all that apply.		
	<ul> <li>No</li> <li>Yes. Have you already specified the relative priority?</li> <li>No. Specify each creditor, including this creditor, and its relative priority.</li> </ul>	<ul> <li>Contingent</li> <li>Unliquidated</li> <li>Disputed</li> </ul>		
	Yes. The relative priority of creditors is specified on lines			
3.	Total of the dollar amounts from Part 1, Colur Page, if any.	nn A, including the amounts from the Additional	\$	

Fill in this i	Fill in this information to identify the case:		
Debtor	Scottish Holdings, Inc.		
United States	Bankruptcy Court for the:	District of DE	

Case 18-10160-LSS Doc 173 Filed 03/23/18 Page 19 of 30

(State)

Case number 18-10160 (If known)

Check if this is an amended filing

## Official Form 206E/F

## Schedule E/F: Creditors Who Have Unsecured Claims

12/15

Be as complete and accurate as possible. Use Part 1 for creditors with PRIORITY unsecured claims and Part 2 for creditors with NONPRIORITY unsecured claims. List the other party to any executory contracts or unexpired leases that could result in a claim. Also list executory contracts on Schedule A/B: Assets - Real and Personal Property (Official Form 206A/B) and on Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G). Number the entries in Parts 1 and 2 in the boxes on the left. If more space is needed for Part 1 or Part 2, fill out and attach the Additional Page of that Part included in this form.

Pa	art 1: List All Creditors with PRIORITY Un	secured Claims		
1.	<ul> <li>Do any creditors have priority unsecured claims</li> <li>No. Go to Part 2.</li> <li>Yes. Go to line 2.</li> </ul>	<b>?</b> (See 11 U.S.C. § 507).		
2.	List in alphabetical order all creditors who have u 3 creditors with priority unsecured claims, fill out and		ity in whole or in part. If th	e debtor has more than
			Total claim	Priority amount
2.1	Priority creditor's name and mailing address	As of the petition filing date, the claim is: Check all that apply. Contingent Unliquidated Disputed	\$	\$
	Date or dates debt was incurred	Basis for the claim:		
	Last 4 digits of account number Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) ()	Is the claim subject to offset? ☐ No ☐ Yes		
2.2	Priority creditor's name and mailing address	As of the petition filing date, the claim is: Check all that apply. Contingent Unliquidated Disputed	\$	\$
	Date or dates debt was incurred	Basis for the claim:		
	Last 4 digits of account number Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) ()	Is the claim subject to offset? ☐ No ☐ Yes		
2.3	Priority creditor's name and mailing address	As of the petition filing date, the claim is: Check all that apply. Contingent Unliquidated Disputed	\$	\$
	Date or dates debt was incurred	Basis for the claim:		
	Last 4 digits of account number	Is the claim subject to offset? ☐ No ☐ Yes		

Pa	Part 2: List All Creditors with NONPRIORITY Unsecured Claims				
3.	List in alphabetical order all of the creditors with nonpriority u unsecured claims, fill out and attach the Additional Page of Part 2.		6 creditors with nonpriority		
			Amount of claim		
3.1	Nonpriority creditor's name and mailing address BNY Mellon as Indenture Trustee of GPIC Holdings Inc. Statutory Trust	As of the petition filing date, the claim is: Check all that apply.	\$_12,864,761		
	BNY Mellon, Corporate Trust	<ul> <li>Unliquidated</li> <li>Disputed</li> </ul>			
	200 Ashford Center North, Suite 550, Atlanta, GA 30338	Basis for the claim: Debentures			
	44/44/0000		-		
	Date or dates debt was incurred 11/14/2003	Is the claim subject to offset?			
	Last 4 digits of account number	Yes			
3.2	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is:	<sub>\$</sub> 0		
	BNY Mellon as Guarantee Trustee of GPIC Holdings Inc. Statutory Trust	Check all that apply. Contingent	Ψ		
	BNY Mellon, Corporate Trust	<ul> <li>Unliquidated</li> <li>Disputed</li> </ul>			
	200 Ashford Center North, Suite 550, Atlanta, GA 30338				
	44/44/2002	Basis for the claim:	-		
	Date or dates debt was incurred 11/14/2003	Is the claim subject to offset?			
	Last 4 digits of account number	Yes			
3.3	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: Check all that apply.	<sub>\$</sub> 0		
	BNY Mellon as Institutional Trustee of GPIC Holdings Inc. Statutory Trust	Contingent	·		
	BNY Mellon, Corporate Trust	<ul> <li>Unliquidated</li> <li>Disputed</li> </ul>			
	200 Ashford Center North, Suite 550, Atlanta, GA 30338	Basis for the claim:			
	Date or dates debt was incurred 11/14/2003	Is the claim subject to offset?	-		
	Last 4 digits of account number	No Yes			
3.4	Nonpriority creditor's name and mailing address				
5.4	Security Life of Denver Insurance Company	As of the petition filing date, the claim is: Check all that apply.	\$_5,937,251		
	700 North Colorado Blvd	<ul> <li>Contingent</li> <li>Unliquidated</li> <li>Disputed</li> </ul>			
	Denver, CO 80206				
		Basis for the claim: <u>Service fees</u>	-		
	Date or dates debt was incurred 2009 to January 2018	Is the claim subject to offset?			
	Last 4 digits of account number	III No □ Yes			
3.5	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is:	\$ 208,365.40		
	Scottish Annuity & Life Insurance Company (Cayman) Ltd.	Check all that apply. D Contingent	Ψ		
	Crown House, First Floor 4 Par-la-Ville Road	<ul> <li>Unliquidated</li> <li>Disputed</li> </ul>			
	Hamilton, HM 08, Bermuda	Basis for the claim: Intercompany expenses			
	Date or dates debt was incurred Q3 2017-Q1 2018	Is the claim subject to offset?	_		
	Last 4 digits of account number	No Yes			
2.0	•				
3.6	Nonpriority creditor's name and mailing address Scottish Re Group Limited	As of the petition filing date, the claim is: Check all that apply.	\$ <u>399,736.10</u>		
	Crown House, First Floor 4 Par-la-Ville Road	Contingent Unliquidated			
	Hamilton, HM 08, Bermuda	Disputed			
		Basis for the claim:Intercompany and service fee expenses	-		
	Date or dates debt was incurred 2016-2017	Is the claim subject to offset?			
	Last 4 digits of account number				

Par	t 2: Additional Page			
	opy this page only if more space is need evious page. If no additional NONPRIOF			Amount of claim
3.7	Scottish Re (U.S.), Inc.       Check all that apply.         14120 Ballantyne Corporate Place Suite 300       Charlotte, NC 28277 USA			<u>\$</u> 83,465.41
			<ul> <li>Disputed</li> <li>Liquidated and neither contingent nor</li> </ul>	
			Intercompany and service fee expenses	
	Date or dates debt was incurred Last 4 digits of account number	2017-2018	Is the claim subject to offset?	-
3.8	3 Nonpriority creditor's name and mailing address U.S. Bank National Association as Indenture Trustee of Scottish Holdings Statutory Trust I Global Corporate Trust Services		As of the petition filing date, the claim is: Check all that apply.	<u></u> \$22,601,937
			<ul> <li>Unliquidated</li> <li>Disputed</li> </ul>	
	60 Livingston Ave, EP-MN-WS1D, St. Paul, MN, 55107		Basis for the claim: Debentures	
	Date or dates debt was incurred Last 4 digits of account number	12/4/2002	Is the claim subject to offset?	-
3.9	Nonpriority creditor's name and mailing address           U.S. Bank National Association as Guarantee Trustee of Scottish Holdings Statutory Trust I		As of the petition filing date, the claim is: Check all that apply. Contingent Unliquidated	\$ <u>0</u>
	Global Corporate Trust Services 60 Livingston Ave, EP-MN-WS1D, St. Paul, MN, 55107		Disputed	
			Basis for the claim:	_
	Date or dates debt was incurred Last 4 digits of account number	12/4/2002	Is the claim subject to offset? No Yes	
3.10	Nonpriority creditor's name and mailing address         U.S. Bank National Association as Institutional Trustee of Scottish Holdings Statutory Trust I         Global Corporate Trust Services         60 Livingston Ave, EP-MN-WS1D, St. Paul, MN, 55107		As of the petition filing date, the claim is: Check all that apply.	<u>\$</u> 0
			<ul> <li>Contingent</li> <li>Unliquidated</li> <li>Disputed</li> </ul>	
	,,, _,, _		Basis for the claim:	-
	Date or dates debt was incurred Last 4 digits of account number	12/4/2002	Is the claim subject to offset? ■ No ❑ Yes	
3.11	Nonpriority creditor's name and mailing address U.S. Bank National Association as Indenture Trustee of Scottish Holdings Statutory Trust II		As of the petition filing date, the claim is: Check all that apply.	<sub>\$</sub> 25,736,000
	Global Corporate Trust Serv	vices	Contingent Unliquidated	
	60 Livingston Ave, EP-MN-WS1D, St. Paul, MN, 55107			
		10/20/2003		-
	Date or dates debt was incurred   10/29/2003     Last 4 digits of account number		Is the claim subject to offset?	

Par	rt 2: Additional Page			
	opy this page only if more space is neede revious page. If no additional NONPRIORI			Amount of claim
3.12	I2       Nonpriority creditor's name and mailing address         U.S. Bank National Association as Guarantee Trustee of Scottish Holdings Statutory Trust II         Global Corporate Trust Services         60 Livingston Ave, EP-MN-WS1D, St. Paul, MN, 55107		As of the petition filing date, the claim is: Check all that apply.	<u>\$</u> 0
			<ul> <li>Unliquidated</li> <li>Disputed</li> <li>Liquidated and neither contingent nor disputed</li> </ul>	
			Basis for the claim:	_
	Date or dates debt was incurred	10/29/2003	Is the claim subject to offset?	
3.13	Nonpriority creditor's name and mailing at U.S. Bank National Association as Institutional Trustee of Sco		As of the petition filing date, the claim is: Check all that apply.	<u>\$</u> 0
	Global Corporate Trust Serv	vices	<ul><li>Unliquidated</li><li>Disputed</li></ul>	
	60 Livingston Ave, EP-MN-WS1D, St. F	Paul, MN, 55107	Basis for the claim:	_
	Date or dates debt was incurred	10/29/2003	Is the claim subject to offset? ■ No ■ Yes	
3.14	Nonpriority creditor's name and mailing address U.S. Bank National Association as Indenture Trustee of Scottish Holdings Statutory Trust III		As of the petition filing date, the claim is: Check all that apply.	<sub>\$</sub> _40,941,627
	Global Corporate Trust Serv	vices	Unliquidated Disputed	
	60 Livingston Ave, EP-MN-WS1D, St. Paul, MN, 55107		Basis for the claim:	_
	Date or dates debt was incurred	5/12/2004	Is the claim subject to offset? ■ No ■ Yes	
3.15	Nonpriority creditor's name and mailing at U.S. Bank National Association as Guarantee Trustee of Sco		As of the petition filing date, the claim is: Check all that apply.	<u>\$</u> 0
	Global Corporate Trust Serv	vices	<ul> <li>Contingent</li> <li>Unliquidated</li> <li>Disputed</li> </ul>	
	60 Livingston Ave, EP-MN-WS1D, St. F	Paul, MN, 55107	Basis for the claim:	_
	Date or dates debt was incurred	5/12/2004	Is the claim subject to offset? ■ No ■ Yes	
3.16	Nonpriority creditor's name and mailing at U.S. Bank National Association as Institutional Trustee of Scc		As of the petition filing date, the claim is: Check all that apply.	\$_ <b>0</b>
	Global Corporate Trust Serv	vices	Contingent Unliquidated	
	60 Livingston Ave, EP-MN-WS1D, St. F			
	Data ar datas dabt was incomed	5/12/2004	Basis for the claim: Is the claim subject to offset?	_
	Date or dates debt was incurred   0/12/2004     Last 4 digits of account number		No Yes	

Part 2:

Additional Page

	py this page only if more space is needed. Continue numbe evious page. If no additional NONPRIORITY creditors exist,		Amount of claim
3.17	Nonpriority creditor's name and mailing address Michael Vild	As of the petition filing date, the claim is: Check all that apply. — Contingent	<u>\$</u> 500
	102 Van Dam Street	<ul> <li>Unliquidated</li> <li>Disputed</li> <li>Liquidated and neither contingent nor</li> </ul>	
	Saratoga Springs, NY 12866	disputed	
		Basis for the claim: Board Meeting Fees	) 
	Date or dates debt was incurred 1/25/2018	Is the claim subject to offset?	
	Last 4 digits of account number	Yes	
3.18	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: Check all that apply. — Contingent	\$
		Unliquidated Disputed	
		Basis for the claim:	_
	Date or dates debt was incurred	Is the claim subject to offset?	
	Last 4 digits of account number	No Yes	
3.19	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: Check all that apply. Contingent Unliquidated Disputed	\$
		Basis for the claim:	_
	Date or dates debt was incurred	Is the claim subject to offset?	
	Last 4 digits of account number	- III No I Yes	
3.20	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: Check all that apply. Contingent Unliquidated Disputed	\$
		Basis for the claim:	_
	Date or dates debt was incurred	Is the claim subject to offset?	
	Last 4 digits of account number	No Yes	
3.21	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: Check all that apply. Contingent Unliquidated Disputed	\$
		Basis for the claim:	_
	Date or dates debt was incurred	Is the claim subject to offset? → No → Yes	

	Name and mailing address		which line in Part 1 or Part 2 is the ated creditor (if any) listed?	Last 4 digits of account number any
E	3NY Mellon, Corporate Trust as Indenture Trustee	Line	3.1, 3.8, 3.11, 3.14	
2	200 Ashford Center North, Suite 550		Not listed. Explain	
A	Atlanta, GA 30338			
ł	Kimberly S. Cohen	Line	3.8, 3.11, 3.14	
S	Shipman & Goodwin LLP		Not listed. Explain	
C	Dne Constitution Plaza Hartford, CT 06103			
F	Eleanor Fisher	Line	3.6	-
_	Kalo (Cayman) Limited		Not listed. Explain	
F	O Box 776 38 Market Street Ste. 4208 Canella Court Camana Bay, Grand Cayman KY1-9006 Cayman Islands	_		
_	Hildene Capital Management, LLC		3.14	
-	700 Canal Street, Second Floor, Ste 12C	Line	Not listed. Explain	
	Stamford, CT 06902			
-				
	Kathleen M. LaManna Shipman & Goodwin LLP	_	e 3.8, 3.11, 3.14 Not listed. Explain	
-	Dne Constitution Plaza Hartford, CT 06103			
-		Lino		
_	Robert W. Mallard Dorsey & Whitney (Delaware) LLP		3.8, 3.11, 3.14	
	300 Delaware Avenue, Suite 1010, Wilmington, DE 19801		Not listed. Explain	
_				
-	John C. McKenna	Line	3.6	
•	Finance & Risk Services Ltd.		Not listed. Explain	
F	PO Box HM 321 Hamilton, HM BX Bermuda			
ł	R. Stephen McNeill	Line	3.14	
F	Potter Anderson & Corroon LLP		Not listed. Explain	
_1	313 N. Market St., PO Box 651, Wilmington, DE 19899			
I	Ned S. Schodek	Line	3.6	
ę	Shearman & Sterling LLP		Not listed. Explain	
Ę	99 Lexington Avenue, New York, NY 10022		·	
		Line	·	
_			Not listed. Explain	
-		_		
-		Line	·	
			Not listed. Explain	

Part 4: Total Amounts of the Priority and Nonpriority Unsecured C	Claims			
5. Add the amounts of priority and nonpriority unsecured claims.				
	Total of claim amounts			
5a. Total claims from Part 1	5a. \$			
5b. Total claims from Part 2	<sub>5b.</sub> <b>+</b> <u>\$</u> 108,773,643			
5c. <b>Total of Parts 1 and 2</b> Lines 5a + 5b = 5c.	5c. <u>\$108,773,643</u>			

#### Case 18-10160-LSS Doc 173 Filed 03/23/18 Page 26 of 30

Fill in this information to identify the case:				
Debtor name Scottish Holdings, Inc.				
18,10160	istrict of DE (State) Chapter <u>11</u>			

Check if this is an amended filing

State the name and mailing address for all other parties with

### Official Form 206G

## **Schedule G: Executory Contracts and Unexpired Leases**

12/15

Be as complete and accurate as possible. If more space is needed, copy and attach the additional page, numbering the entries consecutively.

#### 1. Does the debtor have any executory contracts or unexpired leases?

D No. Check this box and file this form with the court with the debtor's other schedules. There is nothing else to report on this form.

E Yes. Fill in all of the information below even if the contracts or leases are listed on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B).

#### 2. List all contracts and unexpired leases

			whom the debtor has an executory contract of unexpired lease
2.1	State what the contract or lease is for and the nature	Engagement Contract for Auditing Services	Ernst & Young (Cayman)
2.1	of the debtor's interest		62 Forum Lane, Camana Bay, PO Box 510, Grand Cayman KY1-1106, Cayman Islands
	State the term remaining	Conclusion of 2017 Audit	
	List the contract number of any government contract		
	State what the contract or	Engagement Contract for Auditing Services	Ernst & Young US LLP
2.2	lease is for and the nature of the debtor's interest		100 North Tryon Street, Ste 3800, Charlotte, NC 28202
	State the term remaining	Conclusion of 2017 Audit	
	List the contract number of any government contract		
	State what the contract or	Engagement Contract for Legal Services	Hogan Lovells LLP
2.3	lease is for and the nature of the debtor's interest		875 Third Avenue, New York, NY 10022
	State the term remaining	Indefinite	
	List the contract number of any government contract		
2.4	State what the contract or	Engagement Letter for Legal Services	Mayer Brown LLP
2.4	lease is for and the nature of the debtor's interest		1221 Avenue of the Americas, New York, NY 10020
	State the term remaining	Indefinite	
	List the contract number of any government contract		
	State what the contract or	Support Services Agreement for Intercompany Services	Scottish Re Life (Bermuda) Limited
2.5	lease is for and the nature of the debtor's interest		PO Box HM 2939, Hamilton HM MX, Bermuda
	State the term remaining	Automatic Renewal, unless terminated by either party	
	List the contract number of any government contract		

#### Case 18-10160-LSS Doc 173 Filed 03/23/18 Page 27 of 30

1		h	to	r
1	De	۶h	to	r

Scottish Holdings, Inc.

Case number (if known) 18-10160

#### Additional Page if Debtor Has More Executory Contracts or Unexpired Leases

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page.

List all contracts and unexpired leases		d leases	State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease
2.6	State what the contract or lease is for and the nature of the debtor's interest	Engagement Letter for Legal Services	Morris, Nichols, Arsht & Tunnell LLP 1201 N. Market Street, 16 Floor, Wilmington, DE 19801
	State the term remaining	Indefinite	
	List the contract number of any government contract		
2.7	State what the contract or lease is for and the nature of the debtor's interest	Real Property Lease Amendment for NW Cullman Park	NW Cullman Park LP 13860 Ballantyne Corporate Place, Ste 300, Charlotte, NC 28277
	State the term remaining List the contract number of	12/31/2018	
	any government contract		
	State what the contract or	Management Services Agreement	Scottish Re Group Limited
2.8	lease is for and the nature of the debtor's interest	Financial & Accounting Services	PO Box HM 2939, Hamilton HM MX, Bermuda
	State the term remaining List the contract number of any government contract	Automatic Renewal, unless terminated by either party	
2.9	State what the contract or lease is for and the nature of the debtor's interest	Support Services Agreement for Intercompany Services	Scottish Re (U.S.), Inc. 14120 Ballantyne Corporate Place, Ste 300, Charlotte, NC 28277
	State the term remaining List the contract number of	Automatic Renewal, unless terminated by either party	
	any government contract		
	State what the contract or	Package: Property, GL and Auto Insurance Policy	Hartford Fire Insurance Co.
2.10	lease is for and the nature of the debtor's interest	Debtor is the Insured Party	Attn: Lee Ann Willis, Bank of New York Mellon
	State the term remaining	11/19/2018	200 Asford Center North, Suite 550, Atlanta, GA 30338
	List the contract number of any government contract		
	State what the contract or	Umbrella Insurance Policy	Hartford Casualty Insurance Co.
2.11	lease is for and the nature of the debtor's interest	Debtor is the Insured Party	Attn: Lee Ann Willis, Bank of New York Mellon
	State the term remaining	11/19/2018	200 Asford Center North, Suite 550, Atlanta, GA 30338
	List the contract number of any government contract		
2.12	State what the contract or lease is for and the nature of the debtor's interest	Support Services Agreement for Intercompany Services	Scottish Re (Dublin) Limited Glandore Business Centre, Fitzwilliam Hall, Fitzwilliam Place, Dublin 2, Ireland
	State the term remaining		
	List the contract number of any government contract		

#### Case 18-10160-LSS Doc 173 Filed 03/23/18 Page 28 of 30

Fill in this information to identify the case:				
Debtor name Scottish Holdings, Inc.				
United States Bankruptcy Court for the:	District of DE			
Case number (If known): 18-10160	(State)			

Check if this is an amended filing

## Official Form 206H Schedule H: Codebtors

1. Does the debtor have any codebtors?

12/15

Be as complete and accurate as possible. If more space is needed, copy the Additional Page, numbering the entries consecutively. Attach the Additional Page to this page.

No. Check this box and submit this form to the court with the debtor's other schedules. Nothing else needs to be reported on this form.

0.10							
cre	editors, Schedules D-G.	Include all guarantors	s and co-obligors. In C	Column 2, identify the c	bts listed by the debtor in the creditor to whom the debt is owe editor, list each creditor separat	d and each	
С	Column 1: Codebtor				Column 2: Creditor		
	Name	Mailing address			Name	Check all schedules that apply:	
2.1 _	Scottish Annuity & Life Insurance Company (	Post Office Box HM 2939 Street			GPIC Holdings, Inc. Statutory Trust Scottish Holdings, Inc. Statutory Trust I Scottish Holdings, Inc. Statutory Trust II	D E/F G	
		Hamilton	HM MX, Bermu	uda	Scottish Holdings, Inc. Statutory Trust III		
		City	State	ZIP Code			
2.2	Scottish Re Group Limited	Crown House, Fin	rst Floor 4 Par-la-Vill	e Road	Security Life of Denver Insurance Company	D E/F	
						G	
		Hamilton	HM 08, Bermu				
		City	State	ZIP Code			
2.3 -	Scottish Re Life (Bermuda) Limited	Crown House, Fin Street	rst Floor 4 Par-la-Vill	e Road	Security Life of Deriver Insurance Company	D E/F G	
		Hamilton	HM 08, Bermu	ıda			
		City	State	ZIP Code			
2.4	Scottish Re (U.S.), Inc.	14120 Ballantyne Corporate Place Suite 300			Security Life of Denver Insurance Company		
-		Street				■ E/F □ G	
		Charlotte	NC	28277			
		City	State	ZIP Code			
2.5	Scottish Re (Dublin) dac	Glandore Business	s Centre, Fitzwilliam H	all, Fitzwilliam Place	Security Life of Denver Insurance Company		
		Sireet				■ E/F □ G	
		Dublin 2	Ireland				
		City	State	ZIP Code			
2.6	Scottish Annuity & Life Insurance Company (	Post Office Box HM 2939			Ernst & Young (Cayman)		
-		Street			Ernst & Young US LLP	□ E/F ■ G	
		Hamilton	HM MX, Bermu	uda			
		City	State	ZIP Code			

Scottish Holdings, Inc. Name

Debtor

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Case number (if known) 18-10160

#### Additional Page if Debtor Has More Codebtors

	Column 1: Codebtor	nn 1: Codebtor			Column 2: Creditor		
	Name	Mailing address			Name	Check all schedules that apply:	
2.7	Scottish Re (Dublin) dac	Glandore Business Centre, Fitzwilliam Hall, Fitzwilliam Place Street			Ernst & Young (Cayman) Ernst & Young US LLP	□ D □ E/F ■ G	
		Dublin 2	Ireland				
		City	State	ZIP Code			
2.8	Scottish Financial (Luxembourg) S.a r.l.		2 F, Route d'Esch		Ernst & Young (Cayman)	D	
		Street L-1030 Luxembourg Grand Duchy of Luxembourg			Ernst & Young US LLP	□ E/F ■ G	
		City	State	ZIP Code			
2.9	Scottish Re (U.S.), Inc.		e Corporate Place,	Ste 300	Ernst & Young (Cayman) 🔲 D		
		Street			Ernst & Young US LLP	□ E/F ■ G	
		Charlotte	NC	28277			
		City	State	ZIP Code			
2.10	Scottish Re Life (Bermuda) Limited	Crown House, First Floor 4 Par-la-Ville Road			Ernst & Young (Cayman)	D	
		Street	Street		Ernst & Young US LLP	□ E/F ■ G	
		Hamilton	HM 08, Ber	muda			
		City	State	ZIP Code			
2.11	Scottish Annuity & Life Insurance Company (	Post Office Box H	IM 2939		Hogan Lovells LLP	D	
		Street				□ E/F ■ G	
		Hamilton	HM MX, Ber	muda			
		City	State	ZIP Code			
2.12	Scottish Financial (Luxembourg) S.a r.l.	c/o SGG S.A. 412 F, Route d'Esch			Hogan Lovells LLP	D	
		Street				D E/F	
		L-1030 Luxembourg Grand Duchy of Luxembourg				G G	
		City	State	ZIP Code			
2.13	Scottish Annuity & Life Insurance Company (	Post Office Box HM 2939			Mayer Brown LLP	D	
		Street				□ E/F ■ G	
		Hamilton	HM MX, Ber				
		City	State	ZIP Code			
2.14	Scottish Annuity & Life Insurance Company (	Post Office Box HM 2939			Morris, Nichols, Arsht & Tunnell LLP	D	
		Street				□ E/F ■ G	
		Hamilton	HM MX, Ber	muda			
		City	State	ZIP Code			

Scottish Holdings, Inc.

Name

Debtor

Case number (if known) 18-10160

#### Additional Page if Debtor Has More Codebtors

	Column 1: Codebtor			Column 2: Creditor		
	Name	Mailing address			Name	Check all schedules that apply:
2.15	Scottish Re (U.S.), Inc.	14120 Ballantyne Corporate Place, Ste 300 Street			NW Cullman Park LP	□ D □ E/F ■ G
		Charlotte	NC	28277		
		City	State	ZIP Code		
2.16	Scottish Annuity & Life Insurance Company (	Post Office Box HM 2939 Street			Scottish Re Group Limited	□ D □ E/F ■ G
		Hamilton	HM MX, Berr	nuda		
		City	State	ZIP Code		
2.17	Scottish Re (U.S.), Inc.	14120 Ballantyne Corporate Place, Ste 300 Street			Scottish Re Group Limited	□ D □ E/F ■ G
		Charlotte	NC	28277		
		City	State	ZIP Code		
2.18	Scottish Re (Dublin) dac	Glandore Business Centre, Fitzwilliam Hall, Fitzwilliam Place			Scottish Re Group Limited	□ D □ E/F ■ G
		Dublin 2	Ireland			
		City	State	ZIP Code		
2.19	Scottish Re Life (Bermuda) Limited	Crown House, First Floor 4 Par-la-Ville Road			Scottish Re Group Limited	□ D □ E/F ■ G
		Hamilton	HM 08, Bern			
		City	State	ZIP Code		
2.20	Scottish Annuity & Life Insurance Company (	Post Office Box HM 2939 Street		Scottish Re Life (Bermuda) Limited	□ D □ E/F ■ G	
		Hamilton	HM MX, Berr	nuda		
		City	State	ZIP Code		
2.21	Scottish Re (U.S.), Inc.	14120 Ballantyne Corporate Place, Ste 300 Street			Scottish Re Life (Bermuda) Limited	D E/F
		Charlotte City	NC State	28277 ZIP Code		∎ G
2.22	Scottish Re (Dublin) dac	Glandore Business Centre, Fitzwilliam Hall, Fitzwilliam Place Street			Scottish Re Life (Bermuda) Limited	D E/F G
		Dublin 2	Ireland			-
		City	State	ZIP Code		