IN THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE

In re	Chapter 11		
SCOTTISH HOLDINGS, INC., et al.,	Case No. 18-10160 (LSS)		
Debtors. ¹	Jointly Administered		

AMENDED SCHEDULE OF ASSETS AND LIABILITIES FOR SCOTTISH ANNUITY & LIFE INSURANCE COMPANY (CAYMAN LTD.)

<u>CASE NO. 18-10161 (LSS)</u>

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.

Fill in this information to identify the case and this f	filing:
Debtor Name Scottish Annuity & Life Insurance Con United States Bankruptcy Court for the: Case number (If known): 18-10161	npany (Cayman) Ltd. District of DE (State)
Official Form 202	

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 Prop	perty (Official Form 206A/B)
	Schedule D: Creditors Who Have Claims Secur	red by Property (Official Form 206D)
	Schedule E/F: Creditors Who Have Unsecured	Claims (Official Form 206E/F)
	Schedule G: Executory Contracts and Unexpire	ed Leases (Official Form 206G)
	Schedule H: Codebtors (Official Form 206H)	
\boxtimes	Summary of Assets and Liabilities for Non-Indiv	viduals (Official Form 206Sum)
\boxtimes	Amended Schedule E/F	
	Chapter 11 or Chapter 9 Cases: List of Creditor	rs Who Have the 20 Largest Unsecured Claims and Are Not Insiders (Official Form 204
	Other document that requires a declaration	
l de	clare under penalty of perjury that the foregoing	is true and correct.
		Thomas J. Keller
Exe	cuted on <u>5/2/18</u>	
	MM / DD / YYYY	Signature of individual signing on behalf of debtor
		Thomas J. Keller
		Printed name
		Chief Financial Officer

Position or relationship to debtor

Fill in this information to identify the case:	
Debtor name Scottish Annuity & Life Insurance Company (Cayman) Ltd.	
United States Bankruptcy Court for the:	
	Check if this is an amended filing
Official Form 206Sum	
Summary of Assets and Liabilities for Non-Individuals	12/15
Part 1: Summary of Assets	
Schedule A/B: Assets-Real and Personal Property (Official Form 206A/B)	
1a. Real property: Copy line 88 from <i>Schedule A/B</i>	s <u>0</u>
1b. Total personal property: Copy line 91A from <i>Schedule A/B</i>	\$
1c. Total of all property: Copy line 92 from <i>Schedule A/B</i>	\$ 1,815,554,202
Part 2: Summary of Liabilities	
2. Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)	_{\$} 0
Copy the total dollar amount listed in Column A, Amount of claim, from line 3 of Schedule D	
3. Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)	
3a. Total claim amounts of priority unsecured claims: Copy the total claims from Part 1 from line 5a of <i>Schedule E/F</i>	
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	+ \$ 166,505,816.01
4. Total liabilities	\$ _166,505,816.01

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	<u> </u>	<u> </u>	<u> </u>
Fill in this ir	formation to identify the case:		
Debtor	Scottish Annuity & Life Insurance Company (Cayman) Ltd.		
United States	Bankruptcy Court for the:	District of DE (Sta	te)
Case number (If known)	18-10161	_	

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.

P	art 1: List All Creditors with PRIORITY Un	secured Claims		
1.	Do any creditors have priority unsecured claims' No. Go to Part 2. Yes. Go to line 2.	? (See 11 U.S.C. § 507).		
2.	List in alphabetical order all creditors who have used to creditors with priority unsecured claims, fill out and		rity in whole or in part. If the	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	Is the claim subject to offset? ☐ No ☐ Yes		
	Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) ()	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	Is the claim subject to offset? ☐ No ☐ Yes		
	Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) ()	☐ 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		
	Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) ()	55		

Part 2:

Lict	All Croditors	with	NONPRIORITY	Uncocured	Claime
LIST	All Creditors	with	NONPRIORITY	unsecurea	Claims

3.	List in alphabetical order all of the creditors with nonpriority unusecured claims, fill out and attach the Additional Page of Part 2.	nsecured claims. If the debtor has more than 6	creditors with nonpriority
	Ç		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. Contingent	\$_12,864,761
	BNY Mellon Corporate Trust, Insurance Trust Unit	☐ Unliquidated ☐ Disputed	
	101 Barclay Street, 7E Floor, New York, NY 10286	Basis for the claim: Debentures	
	Data or datas data was incurred 11/14/2003	Is the claim subject to offset?	-
	Date or dates debt was incurred Last 4 digits of account number	No Yes	
		Yes	
3.2	Nonpriority creditor's name and mailing address BNY Mellon as Institutional Trustee of GPIC Holdings Inc. Statutory Trust	As of the petition filing date, the claim is: Check all that apply. Contingent	<u>\$</u> 0
	BNY Mellon Corporate Trust, Insurance Trust Unit	☐ Unliquidated ☐ Disputed	
	101 Barclay Street, 7E Floor, New York, NY 10286	Basis for the claim:	
	Data or datas data was incurred 11/14/2003	Is the claim subject to offset?	-
	Date or dates debt was incurred Last 4 digits of account number	■ No □ Yes	
2 2			
3.3	Nonpriority creditor's name and mailing address BNY Mellon	As of the petition filing date, the claim is: Check all that apply.	\$_7,040.38
	BNY Mellon Corporate Trust, Insurance Trust Unit	☐ Contingent☐ Unliquidated	
	101 Barclay Street, 7E Floor, New York, NY 10286	Disputed Pank food	
	4/40/2002	Basis for the claim: Bank fees	-
	Date or dates debt was incurred 1/18/2003	Is the claim subject to offset? No	
	Last 4 digits of account number	Yes	
3.4	Nonpriority creditor's name and mailing address Business Wire	As of the petition filing date, the claim is: Check all that apply. Contingent	\$4,890.00
	PO Box 45348	Unliquidated Disputed	
	San Francisco, CA 94105-0348		
	4/00/0040	Basis for the claim:	-
	Date or dates debt was incurred 1/28/2018	Is the claim subject to offset?	
م دا	Last 4 digits of account number	☐ Yes	
3.5	Nonpriority creditor's name and mailing address Highmark Life Insurance Co.	As of the petition filing date, the claim is: Check all that apply.	\$_150,283.60
	PO Box 535061	☐ Contingent ☐ Unliquidated	
	Pittsburgh, PA 15235-5061	Disputed Truet True LID	
	Pate or dates debt was incurred 1/18/2018	Basis for the claim: Trust True UP	-
	Date of dates debt was incurred	Is the claim subject to offset?	
	Last 4 digits of account number	Yes	
3.6	AMENDED Nonpriority creditor's name and mailing address HSCM Bermuda Fund Ltd.	As of the petition filing date, the claim is: Check all that apply. Contingent	\$_100,000.00
	c/o Hudson Structured Capital Management Ltd.	Unliquidated Disputed	
	Attn: Lee S. Attanasio, Sidley Austin LLP, 787 Seventh Ave.,	Basis for the claim: Expense Reimbursement	
	New York, NY 10019 1/04/2018	Is the claim subject to offset?	-
	Date or dates debt was incurred Last 4 digits of account number	□ No □ Yes	
	Last + digits of account number		

Part 2: Additional Page

	py this page only if more space is needed. Continue number evious page. If no additional NONPRIORITY creditors exist, d		Amount of claim
3. <u>_7</u>	Nonpriority creditor's name and mailing address Investors Heritage Insurance Company	As of the petition filing date, the claim is: Check all that apply. Contingent	_{\$} 37,469.60
	200 Capital Ave., PO Box 717 Frankford, KY 40602	☐ Unliquidated ☐ Disputed ☐ Liquidated and neither contingent nor disputed ☐ Trust True Lip	
	Date or dates debt was incurred Last 4 digits of account number	Basis for the claim: Trust True Up Is the claim subject to offset? No Yes	-
3. <u>8</u>	ADDED Nonpriority creditor's name and mailing address ITAR, LLC	As of the petition filing date, the claim is: Check all that apply. Contingent	_{\$_} 17,106.25
	517 E. Tremont Ave. Charlotte, NC 28203	☐ Unliquidated ☐ Disputed ☐ Disputed ☐ IT Audit and Compliance Consulting Services	
	Date or dates debt was incurred Last 4 digits of account number	Is the claim subject to offset? No Yes	-
3. <u>9</u>	Nonpriority creditor's name and mailing address Lincoln National Life Insurance Company 1300 S. Clinton Street 5C00	As of the petition filing date, the claim is: Check all that apply. Contingent Unliquidated Disputed	_{\$} 26,535.00
	Fort Wayne, IN 46802	Basis for the claim: Treaty Settlement	
	Date or dates debt was incurred Last 4 digits of account number	Is the claim subject to offset? No Yes	-
3. <u>10</u>	Nonpriority creditor's name and mailing address Marsh Management Services	As of the petition filing date, the claim is: Check all that apply. Contingent	_{\$} 6,687.50
	PO Box 1051, Governors Square, Building 4, 2nd Floor, 23 Lime Street		
	Bay Avenue, Grand Cayman KY1-1102, Cayman Islands	Basis for the claim: Management Services	-
	Date or dates debt was incurred Last 4 digits of account number	Is the claim subject to offset? ■ No □ Yes	
3. <u>11</u>	Nonpriority creditor's name and mailing address Navex Global	As of the petition filing date, the claim is: Check all that apply. U Contingent	_{\$} 4,187.68
	PO Box 60941	Unliquidated Disputed	
	Charlotte, NC 28260-0941	Basis for the claim:	
	Date or dates debt was incurred Last 4 digits of account number	Is the claim subject to offset? No Yes	-

Debtor

Part 2: Additional Page

	by this page only if more space is need vious page. If no additional NONPRIOR	Amount of claim		
3. <u>12</u>	Nonpriority creditor's name and mailing address Scottish Financial (Luxembourg) S.a r.l. c/o SGG S.A. 412 F, Route d'Esch L-1030Luxembourg Grand Duchy of Luxembourg		As of the petition filing date, the claim is: Check all that apply. Contingent	<u>\$</u> 0
			☐ Unliquidated ☐ Disputed ☐ Liquidated and neither contingent nor disputed	
	Date or dates debt was incurred Last 4 digits of account number	12/15/2004	Basis for the claim: Is the claim subject to offset? No Yes	Deferrable Interest Debenture of SRD
3. <u>13</u>	Nonpriority creditor's name and mailing a Scottish Re (U.S.), Inc.	address	Check all that apply. Contingent	§ 992,391
	14120 Ballantyne Corporate Charlotte, NC 28277	Place, Ste 300	☐ Unliquidated ☐ Disputed Basis for the claim: SRUS Net Reinsurance Obligation	After Offset
	Date or dates debt was incurred Last 4 digits of account number	<u>2/4/2017</u> 	Is the claim subject to offset? ☐ No ☐ Yes	
3. <u>1</u> 4	Nonpriority creditor's name and mailing address U.S. Bank National Association as Institutional Trustee of Scottish Holdings Statutory Trust I		Crieck all that apply. Contingent	_{\$} 22,601,936
	Global Corporate Trust Services 60 Livingston Ave, EP-MN-WS1D, St. Paul, MN 55107		Unliquidated Disputed Disputed Debentures	_
	Date or dates debt was incurred Last 4 digits of account number	12/4/2002	Is the claim subject to offset? No Yes	
3. <u>15</u>	Nonpriority creditor's name and mailing a U.S. Bank National Association as Indenture Trustee of So		As of the petition filing date, the claim is: Check all that apply. Contingent	<u>\$</u> 0
	Global Corporate Trust Services 60 Livingston Ave, EP-MN-WS1D, St. Paul, MN 55107		Unliquidated 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. <u>16</u>	Nonpriority creditor's name and mailing a U.S. Bank National Association as Institutional Trustee of S Global Corporate Trust Serv	cottish Holdings Statutory Trust II	As of the petition filing date, the claim is: Check all that apply. Contingent Unliquidated	\$25,736,000
	60 Livingston Ave, EP-MN-WS1D, St.		Disputed Basis for the claim: Debentures	
	Date or dates debt was incurred Last 4 digits of account number	10/29/2003	Is the claim subject to offset? ■ No □ Yes	

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Debtor

Part 2: Additional Page

	py this page only if more space is need vious page. If no additional NONPRIOR	Amount of claim		
3. <u>17</u>	Nonpriority creditor's name and mailing a U.S. Bank National Association as Indenture Trustee of Sci Global Corporate Trust Server 60 Livingston Ave, EP-MN-WS1D, St.	ottish Holdings Statutory Trust III	As of the petition filing date, the claim is: Check all that apply. Contingent Unliquidated Disputed Liquidated and neither contingent nor disputed Basis for the claim:	<u>\$</u> 0
	Date or dates debt was incurred Last 4 digits of account number		Is the claim subject to offset? No Yes	
3. <u>18</u>	Nonpriority creditor's name and mailing address U.S. Bank National Association as Institutional Trustee of Scottish Holdings Statutory Trust III Global Corporate Trust Services		As of the petition filing date, the claim is: Check all that apply. Contingent Unliquidated Disputed	_{\$} 40,941,627
	60 Livingston Ave, EP-MN-WS1D, St.		Dehentures	
	Date or dates debt was incurred Last 4 digits of account number	5/12/2004	Is the claim subject to offset? No Yes	-
3. <u>19</u>	U.S. Bank National Association as Institutional Trustee of Scottish Holdings Statutory Trust III Global Corporate Trust Services		As of the petition filing date, the claim is: Check all that apply. Contingent Unliquidated Disputed	<u>\$_0</u>
	60 Livingston Ave, EP-MN-WS1D, St. Date or dates debt was incurred Last 4 digits of account number	5/12/2004 	Basis for the claim: Is the claim subject to offset? No Yes	-
3.20	Nonpriority creditor's name and mailing a Michael Vild 102 Van Dam Street	address	As of the petition filing date, the claim is: Check all that apply. Contingent Unliquidated Disputed	<u>\$</u> 500
	Date or dates debt was incurred Last 4 digits of account number	1/25/2018	Basis for the claim: Board Meeting Fees Is the claim subject to offset? No Yes	-
3.21	Nonpriority creditor's name and mailing a Wilmington Trust Corporation as Institutional Trust 1100 North Market Street Wilmington, DE 19890-1600		As of the petition filing date, the claim is: Check all that apply. Contingent Unliquidated Disputed	\$ 63,014,401
	Date or dates debt was incurred Last 4 digits of account number	12/15/2004	Basis for the claim: Debentures Is the claim subject to offset? No Yes	-

Debtor

Scottish Annuity & Life Insurance Company (Cayman) Ltd.
Name

Case number (if known)

18-10161

Part 2:	Additional Page			
py th	is page only if more space is needed. Continue numbering spage. If no additional NONPRIORITY creditors exist, do	ng the lines sequentially from the not fill out or submit this page.		Amount of claim
22	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is:	\$ <u>0</u>	
	Wilmington Trust Corporation as Institutional Trustee of SFL Statutory Trust I 1100 North Market Street Wilmington, DE 19890-1600	Check all that apply. Contingent Unliquidated Disputed Liquidated and neither contingent nor disputed		
	Date or dates debt was incurred 12/15/2004 Last 4 digits of account number	Basis for the claim:		-
	Nonpriority 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	Yes.		
· <u> </u>	Nonpriority 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 Last 4 digits of account number	Basis for the claim: Is the claim subject to offset? No. Yes.		-
	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.		
	Last 4 digits of account number	Yes.		
	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.		
	Last 4 digits of account number	□ Yes		

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List Others to Be Notified About Unsecured Claims

Name and mailing address		which line in Part 1 or Part 2 is the ited creditor (if any) listed?	Last 4 digits of account number any
ee S. Attanasio	Line	3.6	
Sidley Austin LLP		Not listed. Explain	
787 Seventh Ave., New York, NY 10019			
Colin M Bernardino	Line	3.21	
(ilpatrick Townsend & Stockton LLP		Not listed. Explain	
100 Peachtree Street NE, Suite 2800, Atlanta, GA 30309			
BNY Mellon, Corporate Trust as Indenture Trustee	Lin	e 3.14, 3.16, 3.18	
BNY Mellon Corporate Trust, Insurance Trust Unit		Not listed. Explain	
01 Barclay Street, 7E Floor NY, NY 10286			
Kimberly S. Cohen	Line	3.14, 3.16, 3.18	
Shipman & Goodwin LLP		Not listed. Explain	
One Constitution Plaza Hartford, CT 06103			
Hildene Capital Management, LLC	Line	3.18	
00 Canal Street, Second Floor, Ste 12C		Not listed. Explain	
Stamford, CT 06902			
Kathleen M. LaManna	Line	3.14, 3.16, 3.18	-
Shipman & Goodwin LLP		Not listed. Explain	
One Constitution Plaza Hartford, CT 06103			
Robert W. Mallard	Line	3.14, 3.16, 3.18	
Porsey & Whitney (Delaware) LLP		Not listed. Explain	
00 Delaware Avenue, Suite 1010, Wilmington, DE 19801			
R. Stephen McNeill	Line	3.18	-
Potter Anderson & Corroon LLP		Not listed. Explain	
313 N. Market St., PO Box 651, Wilmington, DE 19899			
odd C. Meyers	Line	3.21	-
(ilpatrick Townsend & Stockton LLP		Not listed. Explain	
100 Peachtree Street NE, Suite 2800, Atlanta, GA 30309			
Eric J. Monzo	Line	3.21	
Morris James LLP		Not listed. Explain	

4.11.

Line ____

■ Not listed. Explain _

Part 4:

Name

Total Amounts of the Priority and Nonpriority Unsecured Claims

5. Add the amounts of priority and nonpriority unsecured claims.

Total of claim amounts

5a. **Total claims from Part 1** 5a. \$______

5c. **Total of Parts 1 and 2**Lines 5a + 5b = 5c.

5c.

166,505,816.01