

**OFFICE OF THE UNITED STATES TRUSTEE - REGION 3  
POST-CONFIRMATION QUARTERLY SUMMARY REPORT**

This Report is to be submitted for all bank accounts that are presently maintained by the post confirmation debtor.

Debtor's Name: Penson Technologies LLC Bank: J.P. Morgan  
 Bankruptcy Number: 13-10061, et al. Account Number: XXXXX6053  
 Date of Confirmation: July 31, 2013 Account Type: Operating  
 Reporting Period (month/year): April 1, 2014 through June 30, 2014

Beginning Cash Balance: \$ 7,484,718.07

All receipts received by the debtor:

Cash Sales:	\$	-
Collection of Accounts Receivable:	\$	-
Proceeds from Litigation (settlement or otherwise):	\$	-
Sale of Debtor's Assets:	\$	70,236.00
Capital Infusion pursuant to the Plan:	\$	-
Internal transfer of funds from Penson/Nexa bank accou	\$	-
Total of cash received:	\$	-

Total of cash available: \$ 7,554,954.07

Less all disbursements or payments (including payments made under the confirmed plan) made by the Debtor:

Disbursements made under the plan, excluding the administrative claims of professionals:	\$	-
Disbursements made pursuant to the administrative claims of professionals:	\$	(164,026.09)
All other disbursements made in the ordinary course:	\$	(47,667.25)
Internal transfer of funds to new PTL TCB bank account <sup>(1)</sup> :	\$	(7,343,260.73)
Total Disbursements	\$	(7,554,954.07)

Ending Cash Balance \$ -

(1) This bank account was closed on 04/21/14 with all remaining funds transferred to the new PTL bank account with Texas Capital Bank.

Pursuant to 28 U.S.C. Section 1746(2), I hereby declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge and belief.

7-8-2014  
 Date  Bryce B. Engel / Chief Officer

Debtor: Penson Technologies LLC  
 Case Number: 13-10061, et al.



**OFFICE OF THE UNITED STATES TRUSTEE - REGION 3  
POST-CONFIRMATION QUARTERLY SUMMARY REPORT**

This Report is to be submitted for all bank accounts that are presently maintained by the post confirmation debtor.

Debtor's Name: Penson Technologies Liquidating Trust Bank: J.P. Morgan  
 Bankruptcy Number: 13-10061, et al. Account Number: XXXXXX6061  
 Date of Confirmation: July 31, 2013 Account Type: Liquidating Trustee Distribution  
 Reporting Period (month/year): April 1, 2014 through June 30, 2014

Beginning Cash Balance: \$ 833.57

All receipts received by the debtor:

Cash Sales: \$ -  
 Collection of Accounts Receivable: \$ -  
 Proceeds from Litigation (settlement or otherwise): \$ -  
 Sale of Debtor's Assets: \$ -  
 Voided Distribution Checks: \$ 5,176.24  
 Total of cash received: \$ -

Total of cash available: \$ 6,009.81

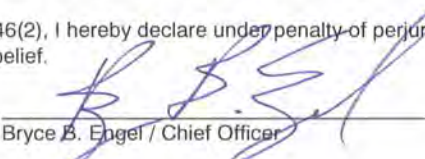
Less all disbursements or payments (including payments made under the confirmed plan) made by the Debtor:

Disbursements made under the plan, excluding the administrative claims of professionals: \$ -  
 Disbursements made pursuant to the administrative claims of professionals: \$ -  
 All other disbursements made in the ordinary course: \$ -  
 Internal transfer of funds to new PTL TCB bank account<sup>(1)</sup>: \$ (6,009.81)  
 Total Disbursements \$ (6,009.81)

Ending Cash Balance \$ -

(1) This bank account was closed on 04/21/14 with all remaining funds transferred to the new PTL bank account with Texas Capital Bank.

Pursuant to 28 U.S.C. Section 1746(2), I hereby declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge and belief.

7-8-2014  
 Date  Bryce B. Engel / Chief Officer

Debtor: Penson Technologies Liquidating Trust  
 Case Number: 13-10061, et al.

**OFFICE OF THE UNITED STATES TRUSTEE - REGION 3  
POST-CONFIRMATION QUARTERLY SUMMARY REPORT**

This Report is to be submitted for all bank accounts that are presently maintained by the post confirmation debtor.

Debtor's Name:	Penson Technologies LLC	Bank:	Texas Capital Bank
Bankruptcy Number:	13-10061, et al.	Account Number:	XXXXXX2774
Date of Confirmation:	July 31, 2013	Account Type:	Operating
Reporting Period (month/year):	April 1, 2014 through June 30, 2014		

Beginning Cash Balance:	\$	-
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All receipts received by the debtor:

Cash Sales:	\$	-
Collection of Accounts Receivable:	\$	520.86
Proceeds from Litigation (settlement or otherwise):	\$	2,999.42
Sale of Debtor's Assets:	\$	-
Capital Infusion pursuant to the Plan:	\$	-
Internal transfer of funds from PTL JPM bank accounts <sup>(1)</sup> :	\$	7,349,270.54
Total of cash received:	\$	<u>-</u>

Total of cash available:	\$	<u>7,352,790.82</u>
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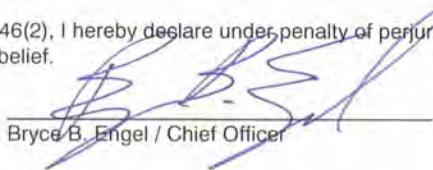
Less all disbursements or payments (including payments made under the confirmed plan) made by the Debtor:

Disbursements made under the plan, excluding the administrative claims of professionals:	\$	-
Disbursements made pursuant to the administrative claims of professionals:	\$	(1,281,564.80)
All other disbursements made in the ordinary course:	\$	(224,262.71)
Internal transfer of funds to PTL Trust TCB bank account:	\$	<u>(5,251.24)</u>
Total Disbursements	\$	<u>(1,511,078.75)</u>

Ending Cash Balance	\$	<u><u>5,841,712.07</u></u>
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(1) This bank account was opened on 04/21/14 with funds transferred from the J.P. Morgan operating account.

Pursuant to 28 U.S.C. Section 1746(2), I hereby declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge and belief.

7-8-2014  
 Date  Bryce B. Engel / Chief Officer

Debtor: Penson Technologies LLC  
 Case Number: 13-10061, et al.

**OFFICE OF THE UNITED STATES TRUSTEE - REGION 3  
POST-CONFIRMATION QUARTERLY SUMMARY REPORT**

This Report is to be submitted for all bank accounts that are presently maintained by the post confirmation debtor.

Debtor's Name:	Penson Technologies LLC	Bank:	Texas Capital Bank
Bankruptcy Number:	13-10061, et al.	Account Number:	XXXXXX2766
Date of Confirmation:	July 31, 2013	Account Type:	Distribution
Reporting Period (month/year):	April 1, 2014 through June 30, 2014		

Beginning Cash Balance:	\$	-	
All receipts received by the debtor:			
Cash Sales:	\$	-	
Collection of Accounts Receivable:	\$	-	
Proceeds from Litigation (settlement or otherwise):	\$	-	
Sale of Debtor's Assets:	\$	-	
Capital Infusion pursuant to the Plan:	\$	-	
Internal transfer of funds from PTL TCB bank account <sup>(1)</sup> :	\$	50.00	
Total of cash received:	\$	-	
Total of cash available:		\$	50.00
Less all disbursements or payments (including payments made under the confirmed plan) made by the Debtor:			
Disbursements made under the plan, excluding the administrative claims of professionals:	\$	-	
Disbursements made pursuant to the administrative claims of professionals:	\$	-	
All other disbursements made in the ordinary course:	\$	(25.00)	
Total Disbursements		\$	(25.00)
Ending Cash Balance		\$	25.00

(1) This bank account was opened on 04/21/14.

Pursuant to 28 U.S.C. Section 1746(2), I hereby declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge and belief.

7814-  
Date \_\_\_\_\_ Bryce B. Engel / Chief Officer

Debtor: Penson Technologies LLC  
Case Number: 13-10061, et al.

**OFFICE OF THE UNITED STATES TRUSTEE - REGION 3  
POST-CONFIRMATION QUARTERLY SUMMARY REPORT**

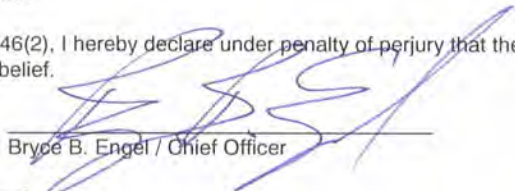
This Report is to be submitted for all bank accounts that are presently maintained by the post confirmation debtor.

Debtor's Name:	Penson Liquidating Trust	Bank:	Texas Capital Bank
Bankruptcy Number:	13-10061, et al.	Account Number:	XXXXXX2782
Date of Confirmation:	July 31, 2013	Account Type:	Distribution
Reporting Period (month/year):	April 1, 2014 through June 30, 2014		

Beginning Cash Balance:	\$	-	
All receipts received by the debtor:			
Cash Sales:	\$	-	
Collection of Accounts Receivable:	\$	-	
Proceeds from Litigation (settlement or otherwise):	\$	-	
Sale of Debtor's Assets:	\$	-	
Capital Infusion pursuant to the Plan:	\$	-	
Internal transfer of funds from PTL TCB bank account <sup>(1)</sup> :	\$	5,201.24	
Total of cash received:	\$	-	
Total of cash available:		\$	5,201.24
Less all disbursements or payments (including payments made under the confirmed plan) made by the Debtor:			
Disbursements made under the plan, excluding the administrative claims of professionals:	\$	(4,455.00)	
Disbursements made pursuant to the administrative claims of professionals:	\$	-	
All other disbursements made in the ordinary course:	\$	(25.00)	
Total Disbursements		\$	(4,480.00)
Ending Cash Balance		\$	<u>721.24</u>

(1) This bank account was opened on 04/21/14.

Pursuant to 28 U.S.C. Section 1746(2), I hereby declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge and belief.

7-8-2014  
Date  Bryce B. Engel / Chief Officer

Debtor: Penson Liquidating Trust  
Case Number: 13-10061, et al.

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF DELAWARE

In Re:  
Penson Worldwide, Inc.  
Debtors

Chapter 11  
Case No. 13-10061 (PJW)

Appendix A  
Debtors Listing and Fees Due Post-Confirmation

Company Legal Name	Case No.	Quarterly Disbursements <sup>(1)</sup>	
		4/1/14 - 6/30/14	Fee Due
Penson Worldwide, Inc.	13-10061 (PJW)	\$ (771,880.58)	\$ 4,875.00
SAI Holdings, Inc.	13-10062 (PJW)	\$ (43,685.45)	\$ 650.00
Penson Financial Services, Inc.	13-10063 (PJW)	\$ (903,943.17)	\$ 4,875.00
Penson Financial Futures, Inc.	13-10064 (PJW)	\$ (325.00)	\$ 325.00
Penson Holdings, Inc.	(2) 13-10065 (PJW)	\$ (325.00)	\$ 325.00
Penson Execution Services, Inc.	(2) 13-10067 (PJW)	\$ (325.00)	\$ 325.00
Nexa Technologies, Inc.	(2) 13-10068 (PJW)	\$ (891.65)	\$ 325.00
Penson Futures	13-10069 (PJW)	\$ (325.00)	\$ 325.00
GHP2, LLC	(2) 13-10071 (PJW)	\$ (325.00)	\$ 325.00
		\$ (1,722,025.85)	\$ 12,350.00

**Total Enclosed**

**\$ 12,350.00**

**Disbursements by Account**

Account Number: XXXXXX2774	\$ (1,505,827.51)
Account Number: XXXXXX2766	\$ (25.00)
Account Number: XXXXXX2782	\$ (4,480.00)
Account Number: XXXXXX6053	\$ (211,693.34)
Account Number: XXXXXX6061	\$ -
	\$ (1,722,025.85)

UST Quarterly Fee Schedule  
As of January 1, 2008

Disbursement Range	Quarterly Fee	
	From	To
\$ -	\$ 14,999.99	\$ 325.00
15,000.00	74,999.99	650.00
75,000.00	149,999.99	975.00
150,000.00	224,999.99	1,625.00
225,000.00	299,999.99	1,950.00
300,000.00	999,999.99	4,875.00
1,000,000.00	1,999,999.99	6,500.00
2,000,000.00	2,999,999.99	9,750.00
3,000,000.00	4,999,999.99	10,400.00
5,000,000.00	14,999,999.99	13,000.00
15,000,000.00	29,999,999.99	20,000.00
30,000,000.00	or more	30,000.00

(1) The quarterly disbursements shown above are based on disbursements directly on behalf of the debtor's, regardless of the actual account from which the disbursements were made.  
(2) Debtor's cases were closed as of June 12, 2014.

Person Technologies LLC  
Consolidated Balance Sheet  
(Cash Basis)

As of June 30, 2014

**Consolidated**

<b>Assets</b>	
Cash (Unrestricted)	5,842,458.31
Cash (Restricted)	-
Accounts Receivable (Net)	-
Inventory	-
Other Assets	78,569,903.25
<b>Total Current Assets</b>	<b>84,412,361.56</b>
<b>Property, Plant &amp; Equipment</b>	
Real Property & Improvements	-
Machinery & Equipment	-
Furniture, fixtures & Office Equipment	102,015.00
Vehicles	-
Leasehold Improvements	-
Less: Accumulated Depreciation/Depletion	-
<b>Total Property, Plant &amp; Equipment</b>	<b>-</b>
Due from Affiliates & Insiders	-
Other (Attach List)	-
<b>Total Assets</b>	<b>84,514,376.56</b>
<b>Liabilities Not Subject to Compromise (Postpetition Liabilities)</b>	
Accounts Payable	15,861.50
Taxes Payable	-
Notes Payable	-
Professional Fees	-
Secured Debt	-
Due to Affiliates & Insiders	-
Other (Attach List)	-
<b>Total Postpetition Liabilities</b>	<b>15,861.50</b>
<b>Liabilities Subject to Compromise (Pre-petition Liabilities)</b>	
Secured Debt - Per Plan	-
Priority Debt - Per Plan	141,626.36
Unsecured Debt - Per Plan	308,675,736.33
Other (Attach List) - Per Plan	-
<b>Total Pre-petition Liabilities</b>	<b>308,833,224.19</b>
<b>Total Liabilities</b>	<b>308,833,224.19</b>
<b>Equity</b>	
Contributed Capital	(218,515,622.62)
Retained Earnings	(1,107,572.33)
Net Income	(4,695,652.68)
<b>Total Equity (Deficit)</b>	<b>(224,318,847.63)</b>
<b>Total Liabilities &amp; Owners' Equity</b>	<b>84,514,376.56</b>