

**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, 2015 through June 30, 2015		

Beginning Cash Balance:	\$	14,100,985.38
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All receipts received by the debtor:

Cash Sales:	\$	-
Collection of Accounts Receivable:	\$	12,175.61
Proceeds from Litigation (settlement or otherwise):	\$	-
Sale of Debtor's Assets:	\$	284,382.11
Capital Infusion pursuant to the Plan:	\$	-
Internal transfer of funds from PTL JPM bank accounts:	\$	-
Total of cash received:	\$	<u>-</u>

Total of cash available:	\$	<u>14,397,543.10</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:	\$	(339,747.71)
All other disbursements made in the ordinary course:	\$	<u>(467,102.24)</u>
Total Disbursements	\$	<u>(806,849.95)</u>

Ending Cash Balance	\$	<u><u>13,590,693.15</u></u>
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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.

<u>7/29/2015</u>	<u>/s/ Bryce Engel</u>
Date	Bryce B. Engel / Chief Officer

Debtor: Penson Technologies LLC

Case Number: 13-10061, et al.



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**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, 2015 through June 30, 2015		

Beginning Cash Balance:	\$	25.00
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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 from PTL Oper TCB bank account:	\$	-
Total of cash received:	\$	<u>-</u>

Total of cash available:	\$	<u>25.00</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:	\$	-
All other disbursements made in the ordinary course:	\$	<u>-</u>
Total Disbursements	\$	<u>-</u>

Ending Cash Balance	\$	<u><u>25.00</u></u>
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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.

<u>7/29/2015</u>	<u>/s/ Bryce Engel</u>
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, 2015 through June 30, 2015		

Beginning Cash Balance:	\$	39,960,139.64
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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:	\$	-
Interest earned on PTL Trust account:	\$	32,305.51
Total of cash received:	\$	<u>-</u>

Total of cash available:	\$	<u>39,992,445.15</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:	\$	(7,966,197.16)
Disbursements made pursuant to the administrative claims of professionals:	\$	-
All other disbursements made in the ordinary course:	\$	<u>-</u>
Total Disbursements	\$	<u>(7,966,197.16)</u>

Ending Cash Balance	\$	<u><u>32,026,247.99</u></u>
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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.

<u>7/29/2015</u>	<u>/s/ Bryce Engel</u>
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

<u>Company Legal Name</u>	<u>Case No.</u>	<u>Quarterly Disbursements ⁽¹⁾</u>	
		<u>4/1/15 - 6/30/15</u>	<u>Fee Due</u>
Penson Worldwide, Inc.	13-10061 (PJW)	\$ (192,433.69)	\$ 1,625.00
SAI Holdings, Inc.	13-10062 (PJW)	\$ (46,778.67)	\$ 650.00
Penson Financial Services, Inc.	13-10063 (PJW)	\$ (8,533,184.75)	\$ 13,000.00
Penson Financial Futures, Inc.	13-10064 (PJW)	\$ (325.00)	\$ 325.00
Penson Futures	13-10069 (PJW)	\$ (325.00)	\$ 325.00
		<u>\$ (8,773,047.11)</u>	<u>\$ 15,925.00</u>

Total Enclosed **\$ 15,925.00**

Disbursements by Account

Account Number: XXXXXX2774	\$ (806,849.95)
Account Number: XXXXXX2766	\$ -
Account Number: XXXXXX2782	\$ (7,966,197.16)
Account Number: XXXXXX6053	\$ -
Account Number: XXXXXX6061	\$ -
	<u>\$ (8,773,047.11)</u>

UST Quarterly Fee Schedule
As of January 1, 2008

<u>Disbursement Range</u>		<u>Quarterly Fee</u>
<u>From</u>	<u>To</u>	
\$ -	\$ 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 each Debtor, regardless of the actual account from which the disbursements were made.

Penson Technologies LLC
Consolidated Balance Sheet
(Cash Basis)

As of June 30, 2015	Consolidated
Assets	
Cash (Unrestricted)	19,513,845.44
Cash (Restricted; Funds held in PTL Reserve)	26,103,120.70
Cash (in Escrow for Distribution)	-
Accounts Receivable (Net)	-
Inventory	-
Other Assets	18,372,324.30
Total Current Assets	<u>63,989,290.44</u>
Property, Plant & Equipment	
Real Property & Improvements	-
Machinery & Equipment	-
Furniture, fixtures & Office Equipment	102,000.00
Vehicles	-
Leasehold Improvements	-
Less: Accumulated Depreciation/Depletion	-
Total Property, Plant & Equipment	-
Due from Affiliates & Insiders	-
Other (Attach List)	-
Total Assets	<u><u>64,091,290.44</u></u>
Liabilities Not Subject to Compromise (Postpetition Liabilities)	
Accounts Payable	15,861.50
Taxes Payable	-
Notes Payable	-
Professional Fees	-
Secured Debt	-
Due to Affiliates & Insiders	-
Other (Attach List)	-
Total Postpetition Liabilities	<u>15,861.50</u>
Liabilities Subject to Compromise (Pre-petition Liabilities)	
Secured Debt - Per Plan	-
Priority Debt - Per Plan	140,104.85
Unsecured Debt - Per Plan	291,655,837.04
Other (Attach List) - Per Plan	-
Total Pre-petition Liabilities	<u>-</u>
Total Liabilities	<u>291,811,803.39</u>
Equity	
Contributed Capital	(218,516,913.65)
Retained Earnings	(4,968,328.74)
Net Income	(4,235,270.56)
Total Equity (Deficit)	<u>(227,720,512.95)</u>
Total Liabilities & Owners' Equity	<u><u>64,091,290.44</u></u>