

**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): October 1, 2015 through December 31, 2015

Beginning Cash Balance: \$ 13,965,126.44

All receipts received by the debtor:

Cash Sales:	\$	-
Collection of Accounts Receivable:	\$	1,157,536.20
Proceeds from Litigation (settlement or otherwise):	\$	-
Sale of Debtor's Assets:	\$	-
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: \$ 15,122,662.64

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:	\$	(10,847,030.25)
Disbursements made pursuant to the administrative claims of professionals:	\$	(345,603.65)
All other disbursements made in the ordinary course:	\$	<u>(608,367.17)</u>
Total Disbursements	\$	<u>(11,801,001.07)</u>

Ending Cash Balance \$ 3,321,661.57

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.

1/28/2016

Date

/s/ Bryce Engel

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):	October 1, 2015 through December 31, 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>1/28/2016</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): October 1, 2015 through December 31, 2015	

Beginning Cash Balance: \$ 32,054,513.45

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:	\$ 26,605.65
Total of cash received:	<u>\$ -</u>

Total of cash available: \$ 32,081,119.10

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:	\$ (3,629,176.08)
Disbursements made pursuant to the administrative claims of professionals:	\$ -
All other disbursements made in the ordinary course:	<u>\$ -</u>
Total Disbursements	<u>\$ (3,629,176.08)</u>

Ending Cash Balance \$ 28,451,943.02

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>1/28/2016</u> Date	<u>/s/ Bryce Engel</u> Bryce B. Engel / Chief Officer
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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 <sup>(1)</sup></u>	
		<u>10/1/15 - 12/31/15</u>	<u>Fee Due</u>
Penson Worldwide, Inc.	13-10061 (PJW)	\$ (210,493.01)	\$ 1,625.00
SAI Holdings, Inc.	13-10062 (PJW)	\$ (10,899,897.17)	\$ 13,000.00
Penson Financial Services, Inc.	13-10063 (PJW)	\$ (4,319,136.97)	\$ 10,400.00
Penson Financial Futures, Inc.	13-10064 (PJW)	\$ (325.00)	\$ 325.00
Penson Futures	13-10069 (PJW)	\$ (325.00)	\$ 325.00
		<u>\$ (15,430,177.15)</u>	<u>\$ 25,675.00</u>

**Total Enclosed** \$ 25,675.00

**Disbursements by Account**

Account Number: XXXXXX2774	\$ (11,801,001.07)
Account Number: XXXXXX2766	\$ -
Account Number: XXXXXX2782	\$ (3,629,176.08)
Account Number: XXXXXX6053	\$ -
Account Number: XXXXXX6061	\$ -
	<u>\$ (15,430,177.15)</u>

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 each Debtor, regardless of the actual account from which the disbursements were made.

Penson Technologies LLC  
Consolidated Balance Sheet  
(Cash Basis)

As of December 31, 2015	Consolidated
<b>Assets</b>	
Cash (Unrestricted)	11,943,491.60
Cash (Restricted; Funds held in PTL Reserve)	19,830,137.99
Cash (in Escrow for Distribution)	-
Accounts Receivable (Net)	-
Inventory	-
Other Assets	17,252,210.54
Total Current Assets	<u>49,025,840.13</u>
<b>Property, Plant &amp; Equipment</b>	
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)	-
<b>Total Assets</b>	<u><u>49,127,840.13</u></u>
<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)	-
Total Postpetition Liabilities	<u>15,861.50</u>
<b>Liabilities Subject to Compromise (Pre-petition Liabilities)</b>	
Secured Debt - Per Plan	-
Priority Debt - Per Plan	128,680.04
Unsecured Debt - Per Plan	275,977,133.42
Other (Attach List) - Per Plan	-
Total Pre-petition Liabilities	<u>-</u>
<b>Total Liabilities</b>	<u>276,121,674.96</u>
<b>Equity</b>	
Contributed Capital	(218,516,913.65)
Retained Earnings	(4,968,328.74)
Net Income	(3,508,592.44)
Total Equity (Deficit)	<u>(226,993,834.83)</u>
Total Liabilities & Owners' Equity	<u><u>49,127,840.13</u></u>