

UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE

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<i>In re</i>	:	Chapter 11
	:	
TECT AEROSPACE GROUP HOLDINGS,	:	Case No. 21-10670 (KBO)
INC., <i>et al.</i> ,	:	
	:	
Debtors. ¹	:	Jointly Administered
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STATEMENT OF FINANCIAL AFFAIRS FOR
SUN COUNTRY HOLDINGS, LLC CASE NO. 21-10676 (KBO)

¹ The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number, are: TECT Aerospace Group Holdings, Inc. (9338); TECT Aerospace Kansas Holdings, LLC (4241); TECT Aerospace Holdings, LLC (9112); TECT Aerospace Wellington Inc. (4768); TECT Aerospace, LLC (8650); TECT Hypervelocity, Inc. (8103); and Sun Country Holdings, LLC (6079). The Debtors' mailing address is 300 W. Douglas, Suite 100, Wichita, KS 67202.



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**UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

<i>In re</i> TECT AEROSPACE GROUP HOLDINGS, INC., <i>et al.</i>, <p style="text-align: center;">Debtors.¹</p>	X : : : : : : : : X	Chapter 11 Case No. 21– 10670 (KBO) Jointly Administered
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**GLOBAL NOTES AND STATEMENT OF LIMITATIONS, METHODOLOGY, AND
DISCLAIMERS REGARDING THE DEBTORS’ SCHEDULES OF ASSETS AND
LIABILITIES AND STATEMENTS OF FINANCIAL AFFAIRS**

TECT Aerospace Group Holdings, Inc. and its debtor affiliates in the above-captioned chapter 11 cases, as debtors and debtors in possession (collectively, “**TECT Aerospace**” or the “**Debtors**”), have filed their respective Schedules of Assets and Liabilities (collectively, the “**Schedules**”) and Statements of Financial Affairs (collectively, the “**Statements**” and, together with the Schedules, the “**Schedules and Statements**”) in the United States Bankruptcy Court for the District of Delaware (the “**Bankruptcy Court**”). The Debtors, with the assistance of their legal and financial advisors, prepared the Schedules and Statements in accordance with section 521 of title 11 of the United States Code (the “**Bankruptcy Code**”) and rule 1007 of the Federal Rules of Bankruptcy Procedure.

Kevin Larson has signed each set of the Schedules and Statements. Mr. Larson serves as the Vice President of Finance for each of the operating entities. In reviewing and signing the Schedules and Statements, Mr. Larson has necessarily relied upon the efforts, statements, advice, and representations of personnel of the Debtors, and the Debtors’ legal and financial advisors. Given the scale of the Debtors’ business covered by the Schedules and Statements, Mr. Larson has not (and could not have) personally verified the accuracy of each such statement and representation, including, but not limited to, statements and representations concerning amounts owed to creditors.

In preparing the Schedules and Statements, the Debtors relied on financial data derived from their books and records that was available at the time of such preparation. Although the Debtors have made every reasonable effort to ensure the accuracy and completeness of the Schedules and Statements, subsequent information or discovery may result in material changes to the Schedules and Statements. As a result, inadvertent errors or omissions may exist. Accordingly, the Debtors and their directors, officers, agents, attorneys, and financial advisors cannot guarantee

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or warrant the accuracy or completeness of the data that is provided in the Schedules and Statements.

For the avoidance of doubt, the Debtors and their agents, attorneys, and financial advisors hereby reserve their rights to amend and supplement the Schedules and Statements as may be necessary or appropriate, to modify, revise, or re-categorize the information provided in the Schedules and Statements, and shall notify any third party should the information be updated, modified, revised, or re-categorized, as required by applicable law.

Global Notes and Overview of Methodology

- **Description of Cases.** On April 5, 2021 (the “**Petition Date**”), the Debtors filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code. The Debtors are operating their businesses and managing their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. On April 7, 2021, the Bankruptcy Court entered an order directing the joint administration of the Debtors’ chapter 11 cases [D.I. 24]. Notwithstanding the joint administration of the Debtors’ cases for procedural purposes, each Debtor has filed its own Schedules and Statements. On April 20, 2021, the United States Trustee for the District of Delaware appointed an official committee of unsecured creditors pursuant to section 1102(a)(1) of the Bankruptcy Code.
- **Global Notes.** These global notes (the “**Global Notes**”) pertain to and comprise an integral part of each of the Debtors’ Schedules and Statements and should be referenced in connection with any review thereof.
- **Reservations and Limitations.** Reasonable efforts have been made to prepare and file complete and accurate Schedules and Statements. However, as noted above, inadvertent errors or omissions may exist. The Debtors reserve all rights to amend and supplement the Schedules and Statements as may be necessary or appropriate. Nothing contained in the Schedules and Statements constitutes a waiver of any of the Debtors’ rights or an admission of any kind with respect to these chapter 11 cases, including, but not limited to, any claims against the Debtors, any rights or claims of the Debtors against any third party, or any issues involving substantive consolidation, equitable subordination, or defenses or causes of action arising under the provisions of chapter 5 of the Bankruptcy Code or any other relevant applicable bankruptcy or non-bankruptcy laws to recover assets or avoid transfers. Any specific reservation of rights contained elsewhere in these Global Notes does not limit in any respect the general reservation of rights contained in this paragraph.
 - **No Admission.** Nothing contained in the Schedules and Statements or the Global Notes is intended to be or should be construed as a waiver of the Debtors’ rights to dispute any such claim or assert any cause of action or defense against any party.
 - **Recharacterization and Classifications.** Notwithstanding that the Debtors have made reasonable efforts to correctly characterize, classify, categorize, or designate certain claims, assets, executory contracts, unexpired leases, and other items reported in the Schedules and Statements, the Debtors nonetheless may have improperly characterized, classified, categorized, or designated certain items. The

Debtors thus reserve all rights to recharacterize, reclassify, recategorize, or redesignate items reported in the Schedules and Statements at a later time as is necessary and appropriate.

For the avoidance of doubt, listing (i) a claim on Schedule D as “secured,” (ii) a claim on Schedule E/F as “priority” or “unsecured,” or (iii) a contract on Schedule G as “executory” or “unexpired” does not constitute an admission by the Debtors of the legal rights of the claimant or contract counterparty, or a waiver of the Debtors’ rights to recharacterize or reclassify any claim or contract.

- **Claim Description.** Any failure to designate a claim on a given Debtor’s Schedules and Statements as “disputed,” “contingent,” or “unliquidated” does not constitute an admission by such Debtor that such amount is not “disputed,” “contingent,” or “unliquidated.” The Debtors reserve all rights to dispute, or assert offsets or defenses to, any claim reflected on their respective Schedules and Statements on any grounds, including, without limitation, liability or classification, or to otherwise subsequently designate such claims as “disputed,” “contingent,” or “unliquidated” or object to the extent, validity, enforceability, priority, or avoidability of any claim. The Debtors reserve all rights to amend their Schedules and Statements as necessary and appropriate, including, but not limited to, with respect to claim description and designation.
- **Estimates and Assumptions.** As with the preparation of any financial statements the Schedules and Statements required the Debtors to make reasonable estimates and assumptions with respect to the reported amounts, including but not limited to amounts of assets and liabilities, the amount of contingent assets and contingent liabilities on the date of filing the Schedules and Statements, and the reported amounts of revenues and expenses during the applicable reporting periods. Actual results could differ materially from such estimates.
- **Causes of Action.** Despite reasonable efforts, the Debtors may not have identified and/or set forth all of their causes of action (filed or potential) against third parties as assets in their Schedules and Statements, including, without limitation, avoidance actions arising under chapter 5 of the Bankruptcy Code and actions under other relevant bankruptcy and non-bankruptcy laws to recover assets. The Debtors reserve all rights with respect to any causes of action, and nothing in these Global Notes or the Schedules and Statements should be construed as a waiver of any causes of action.
- **Property Rights – Generally.** Exclusion of certain property from the Schedules and Statements shall not be construed as an admission that the Debtors’ rights in such property have been abandoned, terminated, assigned, expired by their terms or otherwise transferred pursuant to a sale, acquisition or other transaction. Conversely, inclusion of certain property in the Schedules and Statements shall not be construed as an admission that the Debtors’ rights in such property have not been abandoned, terminated, assigned, expired by their terms or otherwise transferred pursuant to a sale, acquisition or other transaction.

- **Intellectual Property Rights.** Exclusion of any intellectual property should not be construed as an admission that such intellectual property rights have been abandoned, terminated, or otherwise expired by their terms, or assigned or otherwise transferred pursuant to a sale, acquisition, or other transaction. Conversely, inclusion of certain intellectual property should not be construed as an admission that such intellectual property rights have not been abandoned, terminated, or otherwise expired by their terms, or assigned or otherwise transferred pursuant to a sale, acquisition, or other transaction.
- **Insiders.** In the circumstance where the Schedules and Statements require information regarding “insiders,” the Debtors have included information with respect to the individuals who the Debtors believe would be included in the definition of “insider” set forth in section 101(31) of the Bankruptcy Code during the relevant time periods. Such individuals may no longer serve in such capacities.

The listing of a party as an insider for purposes of the Schedules and Statements is not intended to be, nor should it be, construed as an admission of any fact, right, claim, or defense and all such rights, claims, and defenses are hereby expressly reserved. Information regarding the individuals listed as insiders in the Schedules and Statements has been included for informational purposes only and such information may not be used for: (1) the purposes of determining (a) control of the Debtors; (b) the extent to which any individual exercised management responsibilities or functions; (c) corporate decision-making authority over the Debtors; or (d) whether such individual could successfully argue that he or she is not an insider under applicable law, including the Bankruptcy Code and federal securities laws, or with respect to any theories of liability or (2) any other purpose.

▪ **Methodology.**

- **Basis of Presentation.** The Schedules and Statements do not purport to represent financial statements prepared in accordance with Generally Accepted Accounting Principles in the United States (“GAAP”) nor are they intended to be fully reconciled to the financial statements of each Debtor. The Schedules and Statements contain unaudited information that is subject to further review and potential adjustment. The Schedules and Statements reflect the Debtors’ reasonable efforts to report the assets and liabilities of each Debtor on an unconsolidated basis. The information provided in the Schedules and Statements is reported as of the close of business on the Petition Date, except as otherwise noted.
- **Duplication.** Certain of the Debtors’ assets, liabilities, and prepetition payments may properly be disclosed in response to multiple parts of the Statements and Schedules. To the extent these disclosures would be duplicative, the Debtors have endeavored to only list those items once.
- **Net Book Value.** In certain instances, current market valuations for individual items of property and other assets are neither maintained by, nor readily available

to, the Debtors. Accordingly, unless otherwise indicated, assets presented in the Debtors' Schedules and Statements represent estimates for the net book values as of the Petition Date. Market values may vary materially from values presented. The Debtors believe that it would be an inefficient use of estate resources for the Debtors to obtain estimates for current market values of their property and other individual assets. Accordingly, the Debtors have indicated in the Schedules and Statements that the values of certain assets and liabilities are undetermined. The omission of an asset from the Schedules and Statements does not constitute a representation regarding the economic value or ownership of such asset and any such omission does not constitute a waiver of any rights of the Debtors with respect to such asset.

- **Property and Equipment.** Unless otherwise indicated, owned property and equipment are valued at net book value. The Debtors lease equipment from certain third-party lessors. To the extent possible, any such leases are listed in the Schedules and Statements. Nothing in the Schedules and Statements is, or should be construed as, an admission as to the determination of the legal status of any lease (including whether any lease is a true lease or a financing arrangement), and the Debtors reserve all rights with respect thereto.
- **Recognition and Allocation of Liabilities.** The Debtors have reported liabilities known to them at the time of preparing these Schedules and Statements. Given the short amount of time that has elapsed between the Petition Date and the filing of these Schedules and Statements, there could be liabilities that are not currently reflected in the Debtors' books and records, because the Debtors have not received any invoices or similar documentation to evidence such obligations. Allocation for liabilities between the prepetition and postpetition periods have been prepared based on the information and research conducted in connection with the preparation of the Schedules and Statements. As additional information becomes available and further research is conducted, the allocation of liabilities between the prepetition and postpetition periods may change.
- **Undetermined Amounts.** The description of an amount as "unknown" or "undetermined" is not intended to reflect the materiality of such amount.
- **Unliquidated Amounts.** Amounts that could not be fairly quantified by the Debtors are scheduled as "unliquidated."
- **Totals.** All totals that are included in the Schedules and Statements represent totals of all known amounts. To the extent there are unknown or undetermined amounts, the actual total may be different than the listed total.
- **Paid Claims.** The Debtors have authority to pay certain outstanding prepetition claims pursuant to several bankruptcy court orders, including orders the Bankruptcy Court entered in connection with the commencement of the Debtors' chapter 11 cases authorizing the Debtors to pay certain prepetition claims (collectively, the "**First Day Orders**"). The Schedules and Statements reflect the

Debtors' outstanding liabilities in their amounts owed as of the Petition Date without reducing liabilities on account of any payments authorized under the First Day Orders.

The Debtors reserve all rights to amend or supplement the Schedules and Statements or to take other action, such as filing claims objections, as is necessary and appropriate to avoid overpayment or duplicate payments for liabilities. Nothing contained herein should be deemed to alter the rights of any party in interest to contest a payment made pursuant to an order of the Bankruptcy Court where such order preserves the right to contest.

- **Credits and Adjustments.** The claims of individual creditors for, among other things, goods, products, services, or taxes are listed as the amounts entered on the Debtors' books and records, and may either (a) not reflect credits, allowances, or other adjustments due from such creditors to the Debtors or (b) be net of accrued credits, allowances, or other adjustments that are actually owed by a creditor to the Debtors on a postpetition basis on account of such credits, allowances, or other adjustments earned from prepetition payments and critical vendor payments, if applicable. The Debtors reserve all of their rights with regard to such credits, allowances, or other adjustments, including, but not limited to, the right to modify the Schedules, assert claims objections and/or setoffs with respect to the same, or apply such allowances in the ordinary course of business on a postpetition basis.
- **Intercompany Claims.** Intercompany payables and receivables between the Debtors are set forth on Schedule E/F or Schedule A/B, as applicable. The listing by the Debtors of any account between a Debtor and another Debtor is a statement of what appears in a particular Debtor's books and records, and does not reflect any admission or conclusion of the Debtors regarding the allowance, classification, characterization, validity, or priority of such account. The Debtors' historical practice is to reconcile and record intercompany payables and receivables at fiscal month end, so the reported balances represent the balances as of April 4, 2021. The Debtors take no position in these Schedules and Statements as to whether such accounts would be allowed as a claim, an interest, or not allowed at all. The Debtors and all parties in interest reserve all rights with respect to such accounts.
- **Guarantees and Other Secondary Liability Claims.** The Debtors have exercised reasonable efforts to locate and identify any guarantees with respect to their executory contracts, unexpired leases, secured financings, and other such agreements. However, there may be guarantees embedded in the Debtors' contractual agreements or otherwise in the Debtors' books and records that the Debtors have inadvertently omitted from their Schedules and Statements. The Debtors may identify guarantees as they continue to review their books and records and contractual agreements. The Debtors reserve their rights, but are not required, to amend the Schedules and Statements if any guarantees are identified.

- **Liens.** The inventories, property, and equipment listed in the Schedules are presented without consideration of any liens that may attach (or have attached) to such property and equipment.
- **Currency.** Unless otherwise indicated, all amounts are reflected in U.S. dollars.
- **Setoffs.** The Debtors periodically incur setoffs and net payments in the ordinary course of business. Such setoffs and nettings may occur due to a variety of transactions or disputes, including, but not limited to, intercompany transactions, counterparty settlements, pricing discrepancies, returns, warranties, refunds, and negotiations and/or disputes between Debtors and their customers and/or suppliers. These normal setoffs are consistent with the ordinary course of business in the Debtors' industry. Due to the voluminous nature of setoffs and nettings, it would be unduly burdensome and costly for the Debtors to list each such transaction. Therefore, although such setoffs and other similar rights may have been accounted for when scheduling certain amounts, these ordinary course setoffs are not independently accounted for and, as such, are or may be excluded from the Debtors' Schedules and Statements. Certain setoffs have been included, as noted below in the disclosure for Question 6 of the Statements. In addition, some amounts listed in the Schedules and Statements may have been affected by setoffs or nettings by third parties of which the Debtors are not yet aware. The Debtors reserve all rights to challenge any setoff and/or recoupment rights that may be asserted against them.

▪ **Specific Schedules Disclosures.**

- **Schedule A/B, Parts 1 and 2** – Details with respect to the Debtors' cash management system and bank accounts are provided in the *Motion of Debtors for Entry of Interim and Final Orders (I) Authorizing Debtors to (A) Continue Existing Cash Management System, Bank Accounts, and Business Forms, (B) Make Ordinary Course Changes Thereto, (C) Honor Certain Prepetition Obligations Related to the Use Thereof, and (D) Continue Certain Intercompany Transactions, (II) Grant Administrative Expense Priority for Post-Petition Debtor Intercompany Claims; (III) Extending Time to Comply with 11 U.S.C. § 345(b); and (IV) Granting Related Relief* [D.I. 3] (the "**Cash Management Motion**"), and the interim order granting the Cash Management Motion dated April 7, 2021 [D.I. 38]. Cash values held in financial accounts are listed on Schedule A/B, Part 3 as of the close of business on the Petition Date. Details with respect to the Debtors' cash management system and bank accounts are provided in the Cash Management Motion.
- **Schedule A/B, Part 3, Question 11** – Accounts receivable listed in response to Question 11 includes intercompany receivables.
- **Schedule A/B, Part 5, Questions 19–22** – The values listed for inventory in response to Questions 19, 20 and 22 are the net book value from the Debtors' books and records. The "net book value" listed for finished goods inventory in response to Question 21 is the gross value from the Debtors' books and records.

- **Schedule A/B, Part 5, Question 25** – The current values of the property listed in response to Question 25 are undetermined, and it would be unduly burdensome for the Debtors to perform a valuation for such property.
- **Schedule A/B, Part 5, Questions 39–41** – The net book value for certain Debtors’ office furniture and office fixtures is included with the Debtors’ office equipment in such Debtors’ books and records. As such, the values in response to Questions 39 and 40 may be included under the response to Question 41. It would be unduly burdensome for the Debtors to perform separate valuations for their office furniture and office equipment.
- **Schedule A/B, Part 8, Question 50** – Certain of the Debtors both own and lease some of their manufacturing equipment. The Debtors have listed the net book value for the equipment, but the current value is undetermined.
- **Schedule A/B, Part 10, Questions 60 and 61** – Most of the Debtors’ intellectual property is licensed from non-debtor affiliate Office Support Services, LLC (“OSS”) by Debtor TECT Aerospace Group Holdings, Inc. The Debtors own and manage the content on their website, but OSS owns the registered domain name. With respect to TECT Aerospace Group Holdings, Inc., all intellectual property identified in response to Question 60 is licensed from OSS pursuant to a license agreement, not owned by the Debtor. The trademarks identified in response to Question 60 for TECT Hypervelocity, Inc. are owned by that Debtor.
- **Schedule A/B, Part 11, Questions 74 and 75** – In the ordinary course of business, the Debtors may have accrued, or may subsequently accrue, certain rights to counterclaims, cross-claims, setoffs, refunds with their customers and suppliers, and potential warranty claims against their suppliers, among other claims. Additionally, certain of the Debtors may be party to pending litigation in which the Debtors have asserted, or may assert, claims as plaintiffs, or counter-claims and/or cross-claims as defendants.

Unless otherwise noted on specific responses, items reported on Schedule A/B are reported from the Debtors’ books and records as of the Petition Date. Any amounts reported typically reflect amounts seeking to be recovered and/or costs incurred pursuing causes of action, and may not reflect ultimate recoverable amounts. As previously stated in these Global Notes, the Debtors reserve all of their rights with respect to any claims and causes of action, or avoidance actions they may have.

Schedule D – Except as otherwise agreed pursuant to a stipulation or order entered by the Bankruptcy Court, the Debtors reserve their rights to dispute or challenge the validity, perfection, or immunity from avoidance of any lien purported to be granted or perfected in any specific asset of a secured creditor listed on Schedule D of any Debtor. Moreover, although the Debtors have scheduled claims of various creditors as secured claims, except as otherwise agreed pursuant to a stipulation or order entered by the Bankruptcy Court, the Debtors reserve all of their rights to dispute or challenge the secured nature of any such creditor’s Claim or the

characterization of the structure of any such transaction or any document or instrument related to such creditor's Claim. Further, while the Debtors have included the results of Uniform Commercial Code searches, the listing of such results is not nor shall it be deemed an admission as to the validity of any such lien. The descriptions provided in Schedule D are solely intended to be a summary and not an admission of liability. The Debtors made reasonable, good faith efforts to include all known liens on Schedule D but may have inadvertently omitted to include an existing lien because of, among other things, the possibility that a lien may have been imposed after the Uniform Commercial Code searches were performed or a vendor may not have filed the requisite perfection documentation. The Debtors have not included certain claims subject to Uniform Commercial Code-1 statements regarding the Debtors' equipment, which were filed against the Debtors for equipment that was not ever owned by the Debtors. Additionally, the Debtors have not included certain Uniform Commercial Code-1 statements filed in regard to certain equipment for which the Debtors books and records reflect that such equipment was leased, not financed. Additionally, the Debtors have not included on Schedule D parties that may believe their claims are secured through setoff rights.

- **Schedule E/F** – The Debtors have used reasonable efforts to report all general unsecured Claims against the Debtors on Schedule E/F, based on the Debtors' books and records as of the Petition Date. Due to ordinary course delays, some amounts on Schedule E/F may not be properly reflected.

Determining the date upon which each Claim on Schedule E/F was incurred or arose would be unduly burdensome and cost prohibitive and, therefore, the Debtors may not list a date for each Claim listed on Schedule E/F.

Any information contained in Schedule E/F with respect to potential litigation shall not be a binding admission or representation of any Debtor's liability with respect to any of the potential suits and proceedings included therein.

Schedule E/F reflects the prepetition amounts owing to counterparties to executory contracts and unexpired leases. Such prepetition amounts, however, may be paid (subject to an order of the Bankruptcy Court) in connection with the assumption of executory contracts or unexpired leases. Additionally, Schedule E/F does not include potential rejection damage Claims, if any, of the counterparties to executory contracts and unexpired leases that may be rejected, except where a judgment has been rendered.

- **Schedule G** – Although reasonable efforts have been made to ensure the accuracy of Schedule G regarding executory contracts and unexpired leases (collectively, the "Agreements"), the Debtors' review process of the Agreements is ongoing and inadvertent errors, omissions, or over-inclusion may have occurred. The Debtors may have entered into various other types of Agreements in the ordinary course of their businesses, such as confidentiality agreements, which may not be set forth in

Schedule G. In addition, certain Agreements contain confidentiality provisions, and any such confidential information has been omitted from Schedule G.

The Debtors have consolidated purchase orders between the Debtors and counterparties, such that multiple purchase orders between a Debtor and any single entity are listed once. However, to the extent that there are long-term or “master” Agreements between the Debtors and such entities, those Agreements are listed separately. The listing of Agreements on a consolidated or individual basis is not an admission that such Agreements are or are not divisible or integrated.

Omission of a contract or agreement from Schedule G does not constitute an admission that such omitted contract or agreement is not an executory contract or unexpired lease. Schedule G may be amended at any time to add any omitted Agreements. Likewise, the listing of an Agreement on Schedule G does not constitute an admission that such Agreement is an executory contract or unexpired lease or that such Agreement was in effect on the Commencement Date or is valid or enforceable.

▪ **Specific Statements Disclosures.**

- **Statement, Part 2, Question 3** – As further explained in the Cash Management Motion, Debtors TECT Aerospace Holdings, LLC, TECT Aerospace Kansas Holdings, LLC, TECT Aerospace, LLC, TECT Aerospace Wellington Inc., and TECT Hypervelocity, Inc. each hold collection accounts with PNC Bank that were swept daily to pay down amounts outstanding under the Debtors’ prepetition revolving credit facility with PNC Bank (“PNC”). In February 2021, The Boeing Company (“Boeing”) purchased PNC’s position under the credit facility. For a time after Boeing became lender under the credit facility, PNC continued to act as sweep agent. Accordingly, transfers shown in response to Question 3 may identify PNC as the recipient during and after February 2021. For some amounts due under the credit agreement, the agent thereunder charged those amounts directly against the revolving facility. Those payments are reflected in the books and records of Debtor TECT Aerospace, LLC and, accordingly, on TECT Aerospace, LLC’s Statement Question 3.
- **Statement, Part 2, Questions 3 and 4** – As further explained in the Cash Management Motion, the Debtors engage in certain transactions, including intercompany parts purchase orders, with each other and their non-Debtor affiliates. The payments identified in response to Question 3 include payments to non-Debtor affiliates for parts purchase orders. The payments or transfers identified in response to Question 4 include non-cash settlements for all parts transferred between Debtor entities during the applicable period, as those transfers do not involve the exchange of cash among the Debtors. Additionally, the payments identified in response to Question 4 include all cash payments to non-Debtor affiliates, during the applicable period.

- **Statement, Part 2, Question 6** – The Debtors may incur setoffs resulting from the ordinary course of business with their vendors. Such setoffs are consistent with the ordinary course practices in the Debtors’ industry. Additionally, it would be overly burdensome and costly for the Debtors to list all such normal setoffs. The Debtors have identified certain setoffs in response to Question 6 based on information available in the Debtors’ books and records, and after reasonable investigation, but some setoffs may have been inadvertently excluded.
- **Statement, Part 3, Question 7** – The actions described in response to Question 7 are the responsive proceedings or pending proceedings of which the Debtors are actually aware. Any information contained in the response to Question 7 shall not be a binding representation of the Debtors’ liabilities with respect to any of the suits and proceedings identified therein.
- **Statement, Part 6, Question 11** – All disbursements identified in response to Question 11 were made by TECT Aerospace Holdings, LLC, for the benefit of all the Debtors.
- **Statement, Part 6, Question 13** – Certain operating Debtors sell their used manufacturing equipment through auctions. The amounts listed in response to Question 13 reflect the amounts earned by the Debtors through such sales.
- **Statement, Part 10, Question 20** – For some of the Debtors’ customers, the Debtors ship their finished products to the customer but the customer does not immediately book those products into the customer’s owned inventory. Instead, the customer holds the finished products on its site on behalf of the Debtors until such time as the customer has need of the product, at which time the customer books it into the customer’s inventory. For the time between physical receipt of a product and the customer’s recording it as inventory, such product is still property of the Debtors.
- **Statement, Part 11, Question 21** – For some customers, the Debtors provide services relating to processing raw materials or products. The Debtors’ books and records may identify these materials in inventory with zero value to facilitate the manufacturing process, but the materials remain the customer’s property.
- **Statement, Part 13, Question 26(d)** - The Debtors are a consolidated group for tax purposes, with TECT Aerospace Group Holdings, Inc. reporting as the parent corporation for tax purposes. Consistent with that, only TECT Aerospace Group Holdings, Inc. issues financial statements. The Debtors have excluded from the response to this question certain parties to whom financial statements were issued on a confidential basis in the prepetition marketing process for the sale of the Debtors’ assets.
- **Statement, Part 13, Question 30** – All known disbursements to Insiders of the Debtors, as defined above, are listed in the response to Part 2, Question 4 of the Statements.

Fill in this information to identify the case:

Debtor Name: In re : Sun Country Holdings, LLC

United States Bankruptcy Court for the: District Of Delaware

Case number (if known): 21-10676 (KBO)

☐ Check if this is an amended filing**Official Form 207****Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy** 04/19

The debtor must answer every question. If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known).

Part 1: Income**1. Gross revenue from business**☒ None

Identify the beginning and ending dates of the debtor's fiscal year, which may be a calendar year		Sources of revenue Check all that apply	Gross revenue (before deductions and exclusions)
From the beginning of the fiscal year to filing date:	From _____ to Filing date MM / DD / YYYY	<input type="checkbox"/> Operating a business <input type="checkbox"/> Other _____	\$ _____
For prior year:	From _____ to _____ MM / DD / YYYY MM / DD / YYYY	<input type="checkbox"/> Operating a business <input type="checkbox"/> Other _____	\$ _____
For the year before that:	From _____ to _____ MM / DD / YYYY MM / DD / YYYY	<input type="checkbox"/> Operating a business <input type="checkbox"/> Other _____	\$ _____

Debtor: Sun Country Holdings, LLC

Case number (if known): 21-10676

Name

2. Non-business revenue

Include revenue regardless of whether that revenue is taxable. Non-business income may include interest, dividends, money collected from lawsuits, and royalties. List each source and the gross revenue for each separately. Do not include revenue listed in line 1.

☒ None

		Description of sources of revenue	Gross revenue from each source (before deductions and exclusions)
From the beginning of the fiscal year to filing date:	From _____ to _____ MM / DD / YYYY	Filing date	\$ _____
For prior year:	From _____ to _____ MM / DD / YYYY	MM / DD / YYYY	\$ _____
For the year before that:	From _____ to _____ MM / DD / YYYY	MM / DD / YYYY	\$ _____

Debtor: Sun Country Holdings, LLC

Case number (if known): 21-10676

Name

Part 2: List Certain Transfers Made Before Filing for Bankruptcy**3. Certain payments or transfers to creditors within 90 days before filing this case**

List payments or transfers-including expense reimbursements-to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$6,825 . (This amount may be adjusted on 4/01/22 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

☒ None

Creditor's name and address	Dates	Total amount or value	Reasons for payment or transfer Check all that apply
3.1 Creditor's Name		\$	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other
Street			
City State ZIP Code			
Country			

4. Payments or other transfers of property made within 1 year before filing this case that benefited any insider

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed or cosigned by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$6,825. (This amount may be adjusted on 4/01/22 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments listed in line 3. Insiders include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(31).

☒ None

Insider's Name and Address	Dates	Total amount or value	Reason for payment or transfer
4.1 Insider's Name		\$	
Street			
City State ZIP Code			
Country			
Relationship to Debtor			

Debtor: Sun Country Holdings, LLC

Case number (if known): 21-10676

Name

5. Repossessions, foreclosures, and returns

List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure sale, transferred by a deed in lieu of foreclosure, or returned to the seller. Do not include property listed in line 6.

☒ None

Creditor's Name and Address	Description of the Property	Date	Value of property
5.1 Creditor's Name			\$
Street			
City State ZIP Code			
Country			

6. Setoffs

List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a debt.

☒ None

Creditor's Name and Address	Description of the action creditor took	Date action was taken	Amount
6.1 Creditor's Name			\$
Street			
	Last 4 digits of account number: XXXX-		
City State ZIP Code			
Country			

Debtor: Sun Country Holdings, LLC

Case number (if known): 21-10676

Name

Part 3: Legal Actions or Assignments**7. Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits**

List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity—within 1 year before filing this case.

☒ None

Case title	Nature of case	Court or agency's name and address	Status of case
7.1		Name	<input type="checkbox"/> Pending
		Street	<input type="checkbox"/> On appeal
			<input type="checkbox"/> Concluded
Case number		City State ZIP Code	
		Country	

8. Assignments and receivership

List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case.

☒ None

Custodian's name and address	Description of the Property	Value
8.1		\$
Custodian's name	Case title	Court name and address
Street		Name
Case number		Street
City State ZIP Code		
Country	Date of order or assignment	City State ZIP Code
		Country

Debtor: Sun Country Holdings, LLC

Case number (if known): 21-10676

Name

Part 4: Certain Gifts and Charitable Contributions

9. List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filing this case unless the aggregate value of the gifts to that recipient is less than \$1,000

☒ None

Recipient's name and address	Description of the gifts or contributions	Dates given	Value
9.1 Creditor's Name Street City State ZIP Code Country			\$
Recipient's relationship to debtor			

Debtor: Sun Country Holdings, LLC

Case number (if known): 21-10676

Name

Part 5: Certain Losses**10. All losses from fire, theft, or other casualty within 1 year before filing this case.**☒ None

Description of the property lost and how the loss occurred	Amount of payments received for the loss If you have received payments to cover the loss, for example, from insurance, government compensation, or tort liability, list the total received. List unpaid claims on Official Form 106A/B (Schedule A/B: Assets – Real and Personal Property).	Date of loss	Value of property lost
10.1			\$

Debtor: Sun Country Holdings, LLC

Case number (if known): 21-10676

Name

Part 6: Certain Payments or Transfers**11. Payments related to bankruptcy**

List any payments of money or other transfers of property made by the debtor or person acting on behalf of the debtor within 1 year before the filing of this case to another person or entity, including attorneys, that the debtor consulted about debt consolidation or restructuring, seeking bankruptcy relief, or filing a bankruptcy case.

☐ None

Who was paid or who received the transfer?	If not money, describe any property transferred	Dates	Total amount or value
11.1 See SOFA 11 Attachment			\$
Address			
Street			
City	State	ZIP Code	
Country			
Email or website address			
Who made the payment, if not debtor?			

12. Self-settled trusts of which the debtor is a beneficiary

List any payments or transfers of property made by the debtor or a person acting on behalf of the debtor within 10 years before the filing of this case to a self-settled trust or similar device.

Do not include transfers already listed on this statement.

☒ None

Name of trust or device	Describe any property transferred	Dates transfers were made	Total amount or value
12.1			\$
Trustee			

Debtor: Sun Country Holdings, LLC

Case number (if known): 21-10676

Name

13. Transfers not already listed on this statement

List any transfers of money or other property - by sale, trade, or any other means - made by the debtor or a person acting on behalf of the debtor within 2 years before the filing of this case to another person, other than property transferred in the ordinary course of business or financial affairs. Include both outright transfers and transfers made as security. Do not include gifts or transfers previously listed on this statement.

☒ None

Who received transfer?	Description of property transferred or payments received or debts paid in exchange	Date transfer was made	Total amount or value
13.1			\$
Address			
Street			
City	State	ZIP Code	
Country			
Relationship to Debtor			

Name

Part 7: Previous Locations

14. Previous addresses

List all previous addresses used by the debtor within 3 years before filing this case and the dates the addresses were used.

☐ Does not apply

Address			Dates of occupancy			
14.1	1211 Old Albany Road		From	August 2001	To	June 2020
	Street					
	Thomasville	GA	31792-3552			
	City	State	ZIP Code			
	Country					

Debtor: Sun Country Holdings, LLC

Case number (if known): 21-10676

Name

Part 8: Health Care Bankruptcies**15. Health Care bankruptcies**

Is the debtor primarily engaged in offering services and facilities for:
 — diagnosing or treating injury, deformity, or disease, or
 — providing any surgical, psychiatric, drug treatment, or obstetric care?

☒ No. Go to Part 9.

☐ Yes. Fill in the information below.

Facility Name and Address	Nature of the business operation, including type of services the debtor provides	If debtor provides meals and housing, number of patients in debtor's care
15.1 Facility Name		
Street	Location where patient records are maintained (if different from facility address). If electronic, identify any service provider.	How are records kept?
City State ZIP Code		Check all that apply:
Country		<input type="checkbox"/> Electronically
		<input type="checkbox"/> Paper

Debtor: Sun Country Holdings, LLC

Case number (if known): 21-10676

Name

Part 9: Personally Identifiable Information**16. Does the debtor collect and retain personally identifiable information of customers?**☒ No.☐ Yes. State the nature of the information collected and retained. _____

Does the debtor have a privacy policy about that information?

☐ No☐ Yes**17. Within 6 years before filing this case, have any employees of the debtor been participants in any ERISA, 401(k), 403(b), or other pension or profit-sharing plan made available by the debtor as an employee benefit?**☒ No. Go to Part 10.☐ Yes. Does the debtor serve as plan administrator?☐ No. Go to Part 10.☐ Yes. Fill in below:

Name of plan	Employer identification number of the plan
17.1 _____	EIN: _____

Has the plan been terminated?

☐ No☐ Yes

Debtor: Sun Country Holdings, LLC

Case number (if known): 21-10676

Name

Part 10: Certain Financial Accounts, Safe Deposit Boxes, and Storage Units**18. Closed financial accounts**

Within 1 year before filing this case, were any financial accounts or instruments held in the debtor's name, or for the debtor's benefit, closed, sold, moved, or transferred?

Include checking, savings, money market, or other financial accounts; certificates of deposit; and shares in banks, credit unions, brokerage houses, cooperatives, associations, and other financial institutions.

☒ None

Financial institution name and address	Last 4 digits of account number	Type of account	Date account was closed, sold, moved, or transferred	Last balance before closing or transfer
18.1 Name Street City State ZIP Code Country	XXXX-	<input type="checkbox"/> Checking <input type="checkbox"/> Savings <input type="checkbox"/> Money market <input type="checkbox"/> Brokerage <input type="checkbox"/> Other		\$

19. Safe deposit boxes

List any safe deposit box or other depository for securities, cash, or other valuables the debtor now has or did have within 1 year before filing this case.

☒ None

Depository institution name and address	Names of anyone with access to it	Description of the contents	Does debtor still have it?
19.1 Name Street City State ZIP Code Country			<input type="checkbox"/> No <input type="checkbox"/> Yes

Debtor: Sun Country Holdings, LLC

Case number (if known): 21-10676

Name

20. Off-premises storage

List any property kept in storage units or warehouses within 1 year before filing this case. Do not include facilities that are in a part of a building in which the debtor does business.

☒ None

20.1

Facility name and address	Names of anyone with access to it	Description of the contents	Does debtor still have it?
<div> <div>Name</div> <div>Street</div> <div> <div>City</div> <div>State</div> <div>ZIP Code</div> </div> <div>Country</div> </div>			<input type="checkbox"/> No <input type="checkbox"/> Yes

Debtor: Sun Country Holdings, LLC

Case number (if known): 21-10676

Name

Part 11: Property the Debtor Holds or Controls That the Debtor Does Not Own**21. Property held for another**

List any property that the debtor holds or controls that another entity owns. Include any property borrowed from, being stored for, or held in trust. Do not list leased or rented property.

☒ None

	Owner's name and address	Location of the property	Description of the property	Value
21.1	Name			\$
	Street			
	City	State	ZIP Code	
	Country			

Debtor: Sun Country Holdings, LLC

Case number (if known): 21-10676

Name

Part 12: Details About Environmental Information

For the purpose of Part 12, the following definitions apply:

- *Environmental law* means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).
- *Site* means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.
- *Hazardous material* means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similarly harmful substance.

Report all notices, releases, and proceedings known, regardless of when they occurred.**22. Has the debtor been a party in any judicial or administrative proceeding under any environmental law?** Include settlements and orders.☒ No☐ Yes. Provide details below.

Case title	Court or agency name and address	Nature of the case	Status of case
22.1	Name		<input type="checkbox"/> Pending
	Street		<input type="checkbox"/> On appeal
			<input type="checkbox"/> Concluded
Case Number			
	City State ZIP Code		
	Country		

23. Has any governmental unit otherwise notified the debtor that the debtor may be liable or potentially liable under or in violation of an environmental law?☒ No☐ Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
23.1	Name		
	Street		
	City State ZIP Code		
	Country		

Debtor: Sun Country Holdings, LLC

Case number (if known): 21-10676

Name

24. Has the debtor notified any governmental unit of any release of hazardous material?☒ No☐ Yes. Provide details below.

24.1

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
Name	Name		
Street	Street		
City State ZIP Code	City State ZIP Code		
Country	Country		

Debtor: Sun Country Holdings, LLC

Case number (if known): 21-10676

Name

Part 13: Details About the Debtor's Business or Connections to Any Business**25. Other businesses in which the debtor has or has had an interest**

List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case. Include this information even if already listed in the Schedules.

☐ None

Business name and address	Describe the nature of the business	Employer Identification number Do not include Social Security number or ITIN.
25.1 TECT Aerospace Components SRL de CV Name 300 W. Douglas Street Suite 100 Wichita KS 67202 City State ZIP Code Country	Aerospace Manufacturing	EIN: N/A Dates business existed From 11/11/2011 To Present

26. Books, records, and financial statements

26a. List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case.

☐ None

Name and Address	Dates of service
26a.1 Andrews, Webster, Assistant Treasurer Name 503 N Broad St Street Thomasville GA 31792 City State ZIP Code Country	From 12/1/2017 To Present
26a.2 Jennings, Horace S., Treasurer Name Two Town Square Blvd. Street Suite 310 Asheville NC 28803 City State ZIP Code Country	From 12/1/2017 To Present
26a.3 Jr. Wiggins, James D., Admin Director Finance Name 300 West Douglas Ave Street Suite 100 Wichita KS 67202-2916 City State ZIP Code Country	From 2/4/2019 To Present

Debtor: Sun Country Holdings, LLC

Case number (if known): 21-10676

Name

26a.4 Larson, Kevin O., Vice President, Finance

From 11/28/2017

To Present

Name

300 West Douglas Ave

Street

Suite 100

Wichita

KS

67202-2916

City

State

ZIP Code

Country

- 26b. List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial statement within 2 years before filing this case.

☐ None**Name and Address****Dates of service**

26b.1 Dixon Hughes Goodman LLP

From 12/1/2017

To Present

Name

11 Brendan Way, Suite 200

Street

Greenville

SC

29615

City

State

ZIP Code

Country

- 26c. List all firms or individuals who were in possession of the debtor's books of account and records when this case is filed.

☐ None**Name and address****If any books of account and records are unavailable, explain why**

26c.1 Andrews, Webster

Name

503 N Broad St

Street

Thomasville

GA

31792

City

State

ZIP Code

Country

Debtor: Sun Country Holdings, LLC

Case number (if known): 21-10676

Name

Name and address**If any books of account and records are unavailable, explain why**

26c.2 Larson, Kevin O.

Name

300 West Douglas Ave

Street

Suite 100

Wichita

KS

67202-2916

City

State

ZIP Code

Country

Name and address**If any books of account and records are unavailable, explain why**

26c.3 Jr. Wiggins, James D.

Name

300 West Douglas Ave

Street

Suite 100

Wichita

KS

67202-2916

City

State

ZIP Code

Country

26d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case.

☒ None
Name and address

26d.1

Name

Street

City

State

ZIP Code

Country

Debtor: Sun Country Holdings, LLC

Case number (if known): 21-10676

Name

27. Inventories

Have any inventories of the debtor's property been taken within 2 years before filing this case?

☒ No☐ Yes. Give the details about the two most recent inventories.

Name of the person who supervised the taking of the inventory	Date of Inventory	The dollar amount and basis (cost, market, or other basis) of each inventory
		\$
Name and address of the person who has possession of inventory records		
27.1		
Name		
Street		
City	State	ZIP Code
Country		

28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.

Name	Address	Position and Nature of any interest	% of interest, if any
28.1	See SOFA 28 Attachment		

29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions?☐ No☒ Yes. Identify below.

Name	Address	Position and Nature of any interest	Period during which position or interest was held
29.1 Kenneth E. Glass	Two Town Square Blvd, Suite 310, Asheville, NC 28801	Director	From 1/11/2010 To 6/17/2020

Debtor: Sun Country Holdings, LLC

Case number (if known): 21-10676

Name

30. Payments, distributions, or withdrawals credited or given to insiders

Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised?

☒ No☐ Yes. Identify below.

Name and address of recipient	Amount of money or description and value of property	Dates	Reason for providing the value
30.1			
Name			
Street			
City	State	ZIP Code	
Country			
Relationship to debtor			

31. Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes?☐ No☒ Yes. Identify below.

Name of the parent corporation	Employer Identification number of the parent corporation
31.1 TECT Aerospace Group Holdings, Inc. (2017 - Present)	EIN: 82-3519338
31.2 UCA Holdings, Inc. (Until 2017)	EIN: 34-1799350

32. Within 6 years before filing this case, has the debtor as an employer been responsible for contributing to a pension fund?☒ No☐ Yes. Identify below.

Name of the pension fund	Employer Identification number of the pension fund
32.1	EIN:

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.

I have examined the information in this *Statement of Financial Affairs* and any attachments and have a reasonable belief that the information is true and correct.

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

Executed on 05/03/2021
MM / DD / YYYY

x /s/ Kevin O. Larson

Printed name Kevin O. Larson

Signature of individual signing on behalf of the debtor

Position or relationship to debtor Vice President of Finance

Are additional pages to *Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy* (Official Form 207) attached?

☐ No

☒ Yes

In re: Sun Country Holdings, LLC

Case No. 21-10676

Attachment 11

Payments related to bankruptcy

Who was paid or who received the transfer?	Address 1	Address 2	City	State	Zip	Email or website address	Who made the payment, if not debtor	Dates	Total amount or value
Clark Hill PLC	One Oxford Centre	301 Grant Street, 14th Fl	Pittsburgh	PA	15219	jconn@clarkhill.com	TECT Aerospace Holdings, LLC	Multiple	\$26,695.00
Imperial Capital LLC	10100 Santa Monica Blvd, Ste 2400		Los Angeles	CA	90067		TECT Aerospace Holdings, LLC	3/19/2021	\$100,000.00
Kurtzman Carson Consultants LLC	222 N Pacific Coast Hwy, 3rd Floor		El Segundo	CA	90245		TECT Aerospace Holdings, LLC	3/19/2021	\$45,000.00
Kurtzman Carson Consultants LLC	222 N Pacific Coast Hwy, 3rd Floor		El Segundo	CA	90245		TECT Aerospace Holdings, LLC	3/29/2021	\$25,000.00
Richards, Layton & Finger, P.A.	920 North King Street		Wilmington	DE	19801		TECT Aerospace Holdings, LLC	1/5/2021	\$200,000.00
Richards, Layton & Finger, P.A.	920 North King Street		Wilmington	DE	19801		TECT Aerospace Holdings, LLC	3/11/2021	\$214,107.95
Richards, Layton & Finger, P.A.	920 North King Street		Wilmington	DE	19801		TECT Aerospace Holdings, LLC	3/19/2021	\$241,586.53
Richards, Layton & Finger, P.A.	920 North King Street		Wilmington	DE	19801		TECT Aerospace Holdings, LLC	3/24/2021	\$325,000.00
Richards, Layton & Finger, P.A.	920 North King Street		Wilmington	DE	19801		TECT Aerospace Holdings, LLC	4/2/2021	\$200,000.00
Winter Harbor LLC	265 Franklin Street, Ste 1004		Boston	MA	02110		TECT Aerospace Holdings, LLC	7/15/2020	\$30,000.00
Winter Harbor LLC	265 Franklin Street, Ste 1004		Boston	MA	02110		TECT Aerospace Holdings, LLC	7/30/2020	\$18,703.69
Winter Harbor LLC	265 Franklin Street, Ste 1004		Boston	MA	02110		TECT Aerospace Holdings, LLC	8/13/2020	\$100,019.52
Winter Harbor LLC	265 Franklin Street, Ste 1004		Boston	MA	02110		TECT Aerospace Holdings, LLC	8/20/2020	\$34,806.60
Winter Harbor LLC	265 Franklin Street, Ste 1004		Boston	MA	02110		TECT Aerospace Holdings, LLC	8/27/2020	\$28,944.08
Winter Harbor LLC	265 Franklin Street, Ste 1004		Boston	MA	02110		TECT Aerospace Holdings, LLC	9/3/2020	\$37,359.90
Winter Harbor LLC	265 Franklin Street, Ste 1004		Boston	MA	02110		TECT Aerospace Holdings, LLC	9/11/2020	\$37,557.36
Winter Harbor LLC	265 Franklin Street, Ste 1004		Boston	MA	02110		TECT Aerospace Holdings, LLC	9/17/2020	\$27,989.63
Winter Harbor LLC	265 Franklin Street, Ste 1004		Boston	MA	02110		TECT Aerospace Holdings, LLC	9/23/2020	\$31,827.63
Winter Harbor LLC	265 Franklin Street, Ste 1004		Boston	MA	02110		TECT Aerospace Holdings, LLC	10/1/2020	\$37,503.70

In re: Sun Country Holdings, LLC

Case No. 21-10676

Attachment 11

Payments related to bankruptcy

Who was paid or who received the transfer?	Address 1	Address 2	City	State	Zip	Email or website address	Who made the payment, if not debtor	Dates	Total amount or value
Winter Harbor LLC	265 Franklin Street, Ste 1004		Boston	MA	02110		TECT Aerospace Holdings, LLC	10/14/2020	\$64,205.71
Winter Harbor LLC	265 Franklin Street, Ste 1004		Boston	MA	02110		TECT Aerospace Holdings, LLC	10/22/2020	\$37,114.98
Winter Harbor LLC	265 Franklin Street, Ste 1004		Boston	MA	02110		TECT Aerospace Holdings, LLC	11/5/2020	\$40,798.95
Winter Harbor LLC	265 Franklin Street, Ste 1004		Boston	MA	02110		TECT Aerospace Holdings, LLC	11/12/2020	\$79,763.75
Winter Harbor LLC	265 Franklin Street, Ste 1004		Boston	MA	02110		TECT Aerospace Holdings, LLC	11/19/2020	\$42,253.35
Winter Harbor LLC	265 Franklin Street, Ste 1004		Boston	MA	02110		TECT Aerospace Holdings, LLC	11/24/2020	\$48,141.65
Winter Harbor LLC	265 Franklin Street, Ste 1004		Boston	MA	02110		TECT Aerospace Holdings, LLC	12/3/2020	\$20,697.43
Winter Harbor LLC	265 Franklin Street, Ste 1004		Boston	MA	02110		TECT Aerospace Holdings, LLC	12/10/2020	\$45,859.05
Winter Harbor LLC	265 Franklin Street, Ste 1004		Boston	MA	02110		TECT Aerospace Holdings, LLC	12/16/2020	\$51,636.76
Winter Harbor LLC	265 Franklin Street, Ste 1004		Boston	MA	02110		TECT Aerospace Holdings, LLC	12/23/2020	\$43,861.78
Winter Harbor LLC	265 Franklin Street, Ste 1004		Boston	MA	02110		TECT Aerospace Holdings, LLC	1/8/2021	\$55,918.65
Winter Harbor LLC	265 Franklin Street, Ste 1004		Boston	MA	02110		TECT Aerospace Holdings, LLC	1/12/2021	\$50,000.00
Winter Harbor LLC	265 Franklin Street, Ste 1004		Boston	MA	02110		TECT Aerospace Holdings, LLC	1/21/2021	\$87,369.04
Winter Harbor LLC	265 Franklin Street, Ste 1004		Boston	MA	02110		TECT Aerospace Holdings, LLC	1/28/2021	\$215,550.17
Winter Harbor LLC	265 Franklin Street, Ste 1004		Boston	MA	02110		TECT Aerospace Holdings, LLC	2/5/2021	\$105,248.06
Winter Harbor LLC	265 Franklin Street, Ste 1004		Boston	MA	02110		TECT Aerospace Holdings, LLC	2/11/2021	\$104,221.40
Winter Harbor LLC	265 Franklin Street, Ste 1004		Boston	MA	02110		TECT Aerospace Holdings, LLC	2/18/2021	\$90,153.11
Winter Harbor LLC	265 Franklin Street, Ste 1004		Boston	MA	02110		TECT Aerospace Holdings, LLC	2/25/2021	\$101,422.69
Winter Harbor LLC	265 Franklin Street, Ste 1004		Boston	MA	02110		TECT Aerospace Holdings, LLC	3/3/2021	\$109,454.21
Winter Harbor LLC	265 Franklin Street, Ste 1004		Boston	MA	02110		TECT Aerospace Holdings, LLC	3/11/2021	\$135,861.67

In re: Sun Country Holdings, LLC**Case No. 21-10676**

Attachment 11

Payments related to bankruptcy

Who was paid or who received the transfer?	Address 1	Address 2	City	State	Zip	Email or website address	Who made the payment, if not debtor	Dates	Total amount or value
Winter Harbor LLC	265 Franklin Street, Ste 1004		Boston	MA	02110		TECT Aerospace Holdings, LLC	3/17/2021	\$144,721.89
Winter Harbor LLC	265 Franklin Street, Ste 1004		Boston	MA	02110		TECT Aerospace Holdings, LLC	3/22/2021	\$120,000.00
Winter Harbor LLC	265 Franklin Street, Ste 1004		Boston	MA	02110		TECT Aerospace Holdings, LLC	3/23/2021	\$174,734.55
Winter Harbor LLC	265 Franklin Street, Ste 1004		Boston	MA	02110		TECT Aerospace Holdings, LLC	3/31/2021	\$181,395.50

In re: Sun Country Holdings, LLC**Case No. 21-10676**

Attachment 28

Current Partners, Officers, Directors and Shareholders

Name	Address 1	City	State	Zip	Position and nature of any interest	% of interest, if any
Bernard W. Stanek, Jr.	Two Town Square Blvd, Suite 310	Asheville	NC	28803	Manager, Vice President, Chairman	0.00%
Carey Bond	Two Town Square Blvd, Suite 310	Asheville	NC	28803	Manager	0.00%
Horace S. Jennings	Two Town Square Blvd, Suite 310	Asheville	NC	28803	Secretary & Treasurer	0.00%
Kevin Larson	300 West Douglas Ave, Suite 100	Wichita	KS	67202-2916	Vice President Finance	0.00%
Richard Rosenjack	300 West Douglas Ave, Suite 100	Wichita	KS	67202-2916	Manager, President	0.00%
Shaun K. Donnellan	Two Town Square Blvd, Suite 310	Asheville	NC	28803	Manager	0.00%
Shaun Martin	265 Franklin Street, Suite 1004	Boston	MA	02110	Chief Restructuring Officer	0.00%
TECT Aerospace Holdings, LLC	Two Town Square Blvd, Suite 310	Asheville	NC	28803	Member	100.00%
Webster Andrews	503 N Broad St	Thomasville	GA	31792	Assistant Secretary & Assistant Treasurer	0.00%
William C. McCormick	Two Town Square Blvd, Suite 310	Asheville	NC	28803	Manager	0.00%
William H. Coquillette	Two Town Square Blvd, Suite 310	Asheville	NC	28803	Manager	0.00%