

Fill in this information to identify the case:

Debtor TECT Hypervelocity, Inc.

United States Bankruptcy Court for the: _____ District of Delaware
(State)

Case number 21-10675

Official Form 410

Proof of Claim

04/19

Read the instructions before filling out this form. This form is for making a claim for payment in a bankruptcy case. Do not use this form to make a request for payment of an administrative expense. Make such a request according to 11 U.S.C. § 503.

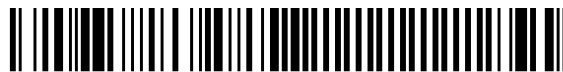
Filers must leave out or redact information that is entitled to privacy on this form or on any attached documents. Attach redacted copies or any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. **Do not send original documents;** they may be destroyed after scanning. If the documents are not available, explain in an attachment.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Fill in all the information about the claim as of the date the case was filed. That date is on the notice of bankruptcy (Form 309) that you received.

Part 1: Identify the Claim

1. Who is the current creditor?	<u>Apex Engineering International, LLC</u> Name of the current creditor (the person or entity to be paid for this claim)	
	Other names the creditor used with the debtor _____	
2. Has this claim been acquired from someone else?	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. From whom? _____	
3. Where should notices and payments to the creditor be sent?	Where should notices to the creditor be sent? Apex Engineering International, LLC Matt Calhoun 1804 West 2nd St. N. Wichita, KS 67203-5703, United States Contact phone <u>3169778169</u> Contact email <u>matt.calhoun@hmdunn.com</u>	Where should payments to the creditor be sent? (if different) Apex Engineering International, LLC Scott Carter 1804 West 2nd St. N. Wichita, KS 67203-5703 Contact phone <u>3169778111</u> Contact email <u>scott.carter@hmdunn.com</u>
Federal Rule of Bankruptcy Procedure (FRBP) 2002(g) (see summary page for notice party information) Uniform claim identifier for electronic payments in chapter 13 (if you use one): _____		
4. Does this claim amend one already filed?	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Claim number on court claims registry (if known) _____ Filed on _____ MM / DD / YYYY	
5. Do you know if anyone else has filed a proof of claim for this claim?	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Who made the earlier filing? _____	



Part 2: Give Information About the Claim as of the Date the Case Was Filed

6. Do you have any number you use to identify the debtor?	<input type="checkbox"/> No <input checked="" type="checkbox"/> Yes. Last 4 digits of the debtor's account or any number you use to identify the debtor: <u>1315</u> <u> </u> <u> </u>
7. How much is the claim?	\$ <u>See Exhibit A</u> Does this amount include interest or other charges? <input type="checkbox"/> No <input type="checkbox"/> Yes. Attach statement itemizing interest, fees, expenses, or other charges required by Bankruptcy Rule 3001(c)(2)(A).
8. What is the basis of the claim?	Examples: Goods sold, money loaned, lease, services performed, personal injury or wrongful death, or credit card. Attach redacted copies of any documents supporting the claim required by Bankruptcy Rule 3001(c). Limit disclosing information that is entitled to privacy, such as health care information. <u>See Exhibit A</u>
9. Is all or part of the claim secured?	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. The claim is secured by a lien on property. Nature or property: <input type="checkbox"/> Real estate: If the claim is secured by the debtor's principle residence, file a <i>Mortgage Proof of Claim Attachment</i> (Official Form 410-A) with this <i>Proof of Claim</i> . <input type="checkbox"/> Motor vehicle <input type="checkbox"/> Other. Describe: _____ Basis for perfection: _____ Attach redacted copies of documents, if any, that show evidence of perfection of a security interest (for example, a mortgage, lien, certificate of title, financing statement, or other document that shows the lien has been filed or recorded.) Value of property: \$ _____ Amount of the claim that is secured: \$ _____ Amount of the claim that is unsecured: \$ _____ (The sum of the secured and unsecured amount should match the amount in line 7.) Amount necessary to cure any default as of the date of the petition: \$ _____ Annual Interest Rate (when case was filed) _____ % <input type="checkbox"/> Fixed <input type="checkbox"/> Variable
10. Is this claim based on a lease?	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Amount necessary to cure any default as of the date of the petition. \$ _____
11. Is this claim subject to a right of setoff?	<input type="checkbox"/> No <input checked="" type="checkbox"/> Yes. Identify the property: <u>Credit memorandums issued in connection with purchase orders</u>



12. Is all or part of the claim entitled to priority under 11 U.S.C. § 507(a)?

A claim may be partly priority and partly nonpriority. For example, in some categories, the law limits the amount entitled to priority.

☒ No

☐ Yes. Check all that apply:

☐ Domestic support obligations (including alimony and child support) under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B).

Amount entitled to priority

\$ _____

☐ Up to \$3,025* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use. 11 U.S.C. § 507(a)(7).

\$ _____

☐ Wages, salaries, or commissions (up to \$13,650*) earned within 180 days before the bankruptcy petition is filed or the debtor's business ends, whichever is earlier. 11 U.S.C. § 507(a)(4).

\$ _____

☐ Taxes or penalties owed to governmental units. 11 U.S.C. § 507(a)(8).

\$ _____

☐ Contributions to an employee benefit plan. 11 U.S.C. § 507(a)(5).

\$ _____

☐ Other. Specify subsection of 11 U.S.C. § 507(a)() that applies.

\$ _____

* Amounts are subject to adjustment on 4/01/22 and every 3 years after that for cases begun on or after the date of adjustment.

13. Is all or part of the claim pursuant to 11 U.S.C. § 503(b)(9)?

☒ No

☐ Yes. Indicate the amount of your claim arising from the value of any goods received by the debtor within 20 days before the date of commencement of the above case, in which the goods have been sold to the Debtor in the ordinary course of such Debtor's business. Attach documentation supporting such claim.

\$ _____

Part 3: Sign Below

The person completing this proof of claim must sign and date it. FRBP 9011(b).

If you file this claim electronically, FRBP 5005(a)(2) authorizes courts to establish local rules specifying what a signature is.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Check the appropriate box:

☐ I am the creditor.

☒ I am the creditor's attorney or authorized agent.

☐ I am the trustee, or the debtor, or their authorized agent. Bankruptcy Rule 3004.

☐ I am a guarantor, surety, endorser, or other codebtor. Bankruptcy Rule 3005.

I understand that an authorized signature on this *Proof of Claim* serves as an acknowledgement that when calculating the amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.

I have examined the information in this *Proof of Claim* and have reasonable belief that the information is true and correct.

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

Executed on date 07/23/2021
MM / DD / YYYY

/s/Matt Calhoun
Signature

Print the name of the person who is completing and signing this claim:

Name Matt Calhoun
First name Middle name Last name

Title Corporate Director, Program Management

Company HM Dunn AeroSystems, Inc.
Identify the corporate servicer as the company if the authorized agent is a servicer.

Address _____

Contact phone _____ Email _____



KCC ePOC Electronic Claim Filing Summary

For phone assistance: Domestic (877) 725-7523 | International (424) 236-7237

Debtor: 21-10675 - TECT Hypervelocity, Inc. District: District of Delaware				
Creditor: Apex Engineering International, LLC Matt Calhoun 1804 West 2nd St. N. Wichita, KS, 67203-5703 United States Phone: 3169778169 Phone 2: Fax: Email: matt.calhoun@hmdunn.com	Has Supporting Documentation: Yes, supporting documentation successfully uploaded Related Document Statement:			
	Has Related Claim: No Related Claim Filed By:			
	Filing Party: Authorized agent			
Disbursement/Notice Parties: <table border="0" style="width: 100%;"> <tr> <td style="width: 50%; vertical-align: top;"> Apex Engineering International, LLC Scott Carter 1804 West 2nd St. N. Wichita, KS, 67203-5703 Phone: 3169778111 Phone 2: Fax: E-mail: scott.carter@hmdunn.com DISBURSEMENT ADDRESS </td> <td style="width: 50%; vertical-align: top;"> Morris, Nichols, Arsht and Tunnell LLP Robert J. Dehney 1201 North Market Street Wilmington, DE, 19899-1347 Phone: 3026589200 Phone 2: Fax: E-mail: rdehney@morrisnichols.com </td> </tr> </table>			Apex Engineering International, LLC Scott Carter 1804 West 2nd St. N. Wichita, KS, 67203-5703 Phone: 3169778111 Phone 2: Fax: E-mail: scott.carter@hmdunn.com DISBURSEMENT ADDRESS	Morris, Nichols, Arsht and Tunnell LLP Robert J. Dehney 1201 North Market Street Wilmington, DE, 19899-1347 Phone: 3026589200 Phone 2: Fax: E-mail: rdehney@morrisnichols.com
Apex Engineering International, LLC Scott Carter 1804 West 2nd St. N. Wichita, KS, 67203-5703 Phone: 3169778111 Phone 2: Fax: E-mail: scott.carter@hmdunn.com DISBURSEMENT ADDRESS	Morris, Nichols, Arsht and Tunnell LLP Robert J. Dehney 1201 North Market Street Wilmington, DE, 19899-1347 Phone: 3026589200 Phone 2: Fax: E-mail: rdehney@morrisnichols.com			
Other Names Used with Debtor:	Amends Claim: No Acquired Claim: No			
Basis of Claim: See Exhibit A	Last 4 Digits: Yes - 1315	Uniform Claim Identifier:		
Total Amount of Claim: See Exhibit A	Includes Interest or Charges: None			
Has Priority Claim: No	Priority Under:			
Has Secured Claim: No Amount of 503(b)(9): No Based on Lease: No Subject to Right of Setoff: Yes, Credit memorandums issued in connection with purchase orders	Nature of Secured Amount: Value of Property: Annual Interest Rate: Arrearage Amount: Basis for Perfection: Amount Unsecured:			
Submitted By: Matt Calhoun on 23-Jul-2021 10:18:22 a.m. Eastern Time Title: Corporate Director, Program Management Company: HM Dunn AeroSystems, Inc.				

EXHIBIT A

EXPLANATION OF CLAIM

1. Claim and Basis for Claim.

Apex Engineering International, LLC (“Apex”) hereby asserts all claims and rights under applicable law and equity against TECT Hypervelocity, Inc. (the “Debtor,” and with its affiliated debtors and debtors in possession, collectively, the “Debtors”), including without limitation (i) any and all claims arising out of credit memorandums issued to Apex in connection with certain purchase orders made by and between Apex and the Debtor (the “Purchase Orders”); (ii) any and all contingent, unliquidated, and unmatured claims, including without limitation warranty claims, under the Purchase Orders; (iii) to the extent applicable, any and all claims arising from any future rejection or termination of the Purchase Orders; and (iv) all claims arising from the collection of the monies due under the same (collectively, the “Claim”). Specifically, the Claim includes, but is not limited to, all amounts due and owing to Apex under the Purchase Orders incurred prior to, on or after April 5, 2021 (the “Petition Date”). Apex hereby also asserts all rights of setoff and recoupment available to it under applicable law.

2. Amount of Claim.

The monetary amount of the Claim is not less than \$12,868.00 that remains outstanding under the Purchase Orders as of the Petition Date. The Claim also includes any and all claims or rights arising out of the Purchase Orders, including any and all contingent, unliquidated, and unmatured claims and damages, of any nature and amount, arising at any time prior to the Petition Date.

3. Classification of Claim.

The Claim is a general unsecured claim, except as may be determined under applicable federal or state law and/or as determined by a court to constitute a secured, administrative or priority claim. To the extent that the Claim is or includes secured, administrative or priority claims, including claims based on the Apex’s right to setoff or recoupment, it shall be and is a secured, administrative or priority claim.

4. Supporting Documents.

Apex does not attach copies of documents supporting the Claims because (i) Apex believes that the Debtors already have copies of the applicable documents and (ii) the documents contain commercially sensitive information. Apex remains available, however, to deliver copies of the documentation upon request of the Debtors and for other parties, upon reasonable request and execution of a confidentiality agreement. Apex reserves the rights to supplement this proof of claim with documentation at any time.

5. Reservation of Rights and Remedies.

This proof of claim is filed with (a) full reservation of rights and remedies, including (i) the right to assert additional, modified, supplementary and/or amended proofs of claim and (ii) requests for administrative expenses based on, *inter alia*, events, information and/or documents obtained from the Debtor or others through discovery or otherwise and with (b) full reservation of (i) Apex's rights and/or claims against any party other than the Debtor, including but not limited to the Debtors and any of their affiliates, successors, and assigns, and (ii) Apex's interests in any property, including property of the estate(s). Without in any way limiting the foregoing, Apex reserves its right to assert any claim it may have against the Debtor or against any other party or property other than the Debtor and its estate. This proof of claim is conditional only and is not intended, nor should it be construed, as Apex's consent to jurisdiction in the United States Bankruptcy Court for the District of Delaware, or as a waiver of Apex's right to a trial by jury in any action or proceeding. This proof of claim is filed without prejudice to any cause of action against the Debtor not constituting a "claim" under 11 U.S.C. §101(5). Apex expressly reserves any and all rights it may have under applicable law or equity to assert claims for set-off or recoupment against the Debtor.

6. Payment Address. Payments related to the Claim should be sent to:

Apex Engineering International, LLC
Attn: Scott Carter
1804 West 2nd St. N.
Wichita, KS 67203-5703
Tele: (316) 977-8111
Email: scott.carter@hmdunn.com

7. Notices. All notices concerning this proof of claim should be sent to:

Morris, Nichols, Arsht & Tunnell LLP
Attn: Robert J. Dehney, Esq.
Attn: Matthew B. Harvey, Esq.
1201 North Market Street
P.O. Box 1347
Wilmington, DE 19899-1347
Tele: (302) 658-9200
Fax: (302) 658-3989
Email: rdehney@morrisnichols.com
Email: mharvey@morrisnichols.com