

**IN THE UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

	X	
In re:	:	Chapter 11
	:	
TGHI, INC., <i>et al.</i> ,	:	Case No. 16-10300 (MEW)
	:	
Debtors. ¹	:	Jointly Administered
	X	

**STATEMENT OF FINANCIAL AFFAIRS FOR
PARENT THI, INC. (CASE NO. 16-10301 (MEW))**

¹ The debtors are Parent THI, Inc. (5521) and TGHI, Inc. (8314).



Fill in this information to identify the case:

Debtor Name: In re : Parent THI, Inc.

United States Bankruptcy Court for the: Southern District Of New York

Case number (if known): 16-10301 (MEW)

☐ Check if this is an amended filing**Official Form 207****Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy** 12/15

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 applyGross revenue
(before deductions
and exclusions)

From the beginning of the
fiscal year to filing date: From _____ to Filing date
MM / DD / YYYY

☐ Operating a business \$ _____
☐ Other _____

For prior year: From _____ to _____
MM / DD / YYYY MM / DD / YYYY

☐ Operating a business \$ _____
☐ Other _____

For the year before that: From _____ to _____
MM / DD / YYYY MM / DD / YYYY

☐ Operating a business \$ _____
☐ Other _____

Debtor: Parent THI, Inc.
Name

Case number (if known): 16-10301 (MEW)

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	Filing date	
		MM / DD / YYYY			\$
For prior year:	From		to		
		MM / DD / YYYY		MM / DD / YYYY	\$
For the year before that:	From		to		
		MM / DD / YYYY		MM / DD / YYYY	\$

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 \$6,225. (This amount may be adjusted on 4/01/16 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 \$6,225. (This amount may be adjusted on 4/01/16 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: Parent THI, Inc.

Case number (if known): 16-10301 (MEW)

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: Parent THI, Inc.

Case number (if known): 16-10301 (MEW)

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
			<input type="checkbox"/> On appeal
Case number			<input type="checkbox"/> Concluded
		Street	
		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		Court name and address
	Case title	Name
Street		
	Case number	Street
City State ZIP Code		
Country	Date of order or assignment	City State ZIP Code
		Country

Debtor: Parent THI, Inc.
Name

Case number (if known): 16-10301 (MEW)

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	<div>Creditor's Name</div> <div>Street</div> <div>CityStateZIP Code</div> <div>Country</div>			\$
	Recipient's relationship to debtor			

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

\$

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	Alvarez & Marsal <hr/> Address 600 Madison Avenue <hr/> Street 8th Floor <hr/> New York NY 10022 City State ZIP Code <hr/> Country Email or website address <hr/> Who made the payment, if not debtor? Paid by non-debtor Targus Group International, Inc. on behalf of TGHI, Inc., Parent THI, Inc. and non-debtor affiliates in connection with restructuring of debtor and non-debtor entities		Various	\$ 3,001,852.51
11.2	Blackstone <hr/> Address 280 Park Avenue <hr/> Street <hr/> New York NY 10017 City State ZIP Code <hr/> Country Email or website address <hr/> Who made the payment, if not debtor? Paid by non-debtor Targus Group International, Inc. on behalf of TGHI, Inc., Parent THI, Inc. and non-debtor affiliates in connection with restructuring of debtor and non-debtor entities		Various	\$ 2,281,111.45
11.3	Corporate Risk Services <hr/> Address 360 Lexington Avenue <hr/> Street Suite 1802 <hr/> New York NY 10017 City State ZIP Code		Various	\$ 15,000.00

Name

Country

Email or website address

Who made the payment, if not debtor?

Paid by non-debtor Targus Group International, Inc. on behalf of TGHI, Inc., Parent THI, Inc. and non-debtor affiliates in connection with restructuring of debtor and non-debtor entities

11.4 Ernst & Young

Various

\$ 1,324,188.00

Address

5 Times Square

Street

New York	NY	10036
City	State	ZIP Code

Country

Email or website address

Who made the payment, if not debtor?

Paid by non-debtor Targus Group International, Inc. on behalf of TGHI, Inc., Parent THI, Inc. and non-debtor affiliates in connection with restructuring of debtor and non-debtor entities

11.5 Klestadt Winters Jureller Southard & Stevens LLP

Various

\$ 50,000.00

Address

200 West 41st Street

Street

17th Floor

New York	NY	10036
City	State	ZIP Code

Country

Email or website address

Who made the payment, if not debtor?

Paid by non-debtor Targus Group International, Inc. on behalf of TGHI, Inc., Parent THI, Inc. and non-debtor affiliates in connection with restructuring of debtor and non-debtor entities

11.6 Kramer Levin Naftalis & Frankel LLP

Various

\$ 2,914,349.85

Address

1177 Avenue of the Americas

Street

New York	NY	10036
City	State	ZIP Code

Country

Name

Email or website address

Who made the payment, if not debtor?

Paid by non-debtor Targus Group International, Inc. on behalf of TGHl, Inc., Parent THI, Inc. and non-debtor affiliates in connection with restructuring of debtor and non-debtor entities

11.7 O'Melveny & Myers

Various \$ 2,108,181.40

Address

Times Square Tower

Street

7 Times Square

New York	NY	10036
City	State	ZIP Code

Country

Email or website address

Who made the payment, if not debtor?

Paid by non-debtor Targus Group International, Inc. on behalf of TGHl, Inc., Parent THI, Inc. and non-debtor affiliates in connection with restructuring of debtor and non-debtor entities

11.8 PJT Partners

Various \$ 1,050,000.00

Address

280 Park Avenue

Street

New York	NY	10017
City	State	ZIP Code

Country

Email or website address

Who made the payment, if not debtor?

Paid by non-debtor Targus Group International, Inc. on behalf of TGHl, Inc., Parent THI, Inc. and non-debtor affiliates in connection with restructuring of debtor and non-debtor entities

11.9 Kieckhafer, Schiffer & Company

Various \$ 7,680.00

Address

560 Second Avenue

Street

Suite 630

Seattle	WA	98104
City	State	ZIP Code

Country

Email or website address

Name

Who made the payment, if not debtor?

Paid by non-debtor Targus Group International, Inc. on behalf of TGHI, Inc., Parent THI, Inc.
and non-debtor affiliates in connection with restructuring of debtor and non-debtor entities

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			

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			

Debtor: Parent THI, Inc.
Name

Case number (if known): 16-10301 (MEW)

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	Street	From To
	City State ZIP Code	
	Country	

Debtor: Parent THI, Inc.
Name

Case number (if known): 16-10301 (MEW)

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?
		Check all that apply: <input type="checkbox"/> Electronically <input type="checkbox"/> Paper
City State ZIP Code		
Country		

Debtor: Parent THI, Inc.
Name

Case number (if known): 16-10301 (MEW)

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

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: Parent THI, Inc.

Case number (if known): 16-10301 (MEW)

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>Name</div> <div>Street</div> <div></div> <div>CityStateZIP Code</div> <div>Country</div>			<div><input type="checkbox"/> No</div> <div><input type="checkbox"/> Yes</div>

Debtor: Parent THI, Inc.
Name

Case number (if known): 16-10301 (MEW)

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: Parent THI, Inc.
Name

Case number (if known): 16-10301 (MEW)

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			<input type="checkbox"/> Pending
Case Number	Name		<input type="checkbox"/> On appeal
	Street		<input type="checkbox"/> Concluded
	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	Name		
Street	Street		
City State ZIP Code	City State ZIP Code		
Country	Country		

Debtor: Parent THI, Inc.

Case number (if known): 16-10301 (MEW)

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: Parent THI, Inc.
Name

Case number (if known): 16-10301 (MEW)

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 TGIH, Inc. Name 1211 N. Miller Street Street Anaheim CA 92806 City State ZIP Code Country		EIN: 3814 Dates business existed From To

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 Targus Group International, Inc. Name 1211 N. Miller Street Street Anaheim CA 92806 City State ZIP Code Country	From To
26a.2 Ernst & Young Name 5 Times Square Street New York NY 10036 City State ZIP Code Country	From To

Debtor: Parent THI, Inc.

Case number (if known): 16-10301 (MEW)

Name

- 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	From _____ To _____
Name	
Street	
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 Targus Group International, Inc.	
Name	
1211 N. Miller Street	
Street	
Anaheim	CA 92806
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

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	Christopher Layden	c/o York Street Capital, 364 Main Street, Ste 200, Bedminster, NJ, 07921	President and Member of Board of Directors	
28.2	Grishma Parekh	c/o The Carlyle Group, 520 Madison Avenue, 40th Floor, New York, NY, 10022	Member of Board of Directors	
28.3	Jessica Lee	c/o The Carlyle Group, 520 Madison Avenue, 40th Floor, New York, NY, 10022	Member of Board of Directors	
28.4	Robert Golding	c/o York Street Capital, 364 Main Street, Ste 200, Bedminster, NJ, 07921	Member of Board of Directors	
28.5	Richard Willis	4940 Pearl East Circle, Suite 301, Boulder, CO, 80301	Member of Board of Directors	

Name

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	Michael P. Hoopis	1211 N. Miller Street, Anaheim, CA, 92806	Board of Directors (through 10/30/2015), President and CEO (through 10/30/2015)	From	1/1/2015	To	10/30/2015
29.2	Victor Streufert	1211 N. Miller Street, Anaheim, CA, 92806	Board of Directors (through 10/30/2015), EVP and CFO (through 10/30/2015)	From	1/1/2015	To	10/30/2015
29.3	Robert Davis	1211 N. Miller Street, Anaheim, CA, 92806	SVP, General Counsel and Secretary	From	1/1/2015	To	6/5/2015
29.4	Theresa Hope-Reese	1211 N. Miller Street, Anaheim, CA, 92806	SVP HR	From	1/1/2015	To	10/30/2015
29.5	William E. Oppenlander	1211 N. Miller Street, Anaheim, CA, 92806	VP Finance, Corporate Controller	From	1/1/2015	To	10/30/2015
29.6	Sharon Abbott	1211 N. Miller Street, Anaheim, CA, 92806	SVP, General Counsel and Secretary	From	6/1/2015	To	10/30/2015
29.7	Steven Varner	1211 N. Miller Street, Anaheim, CA, 92806	CRO	From	3/1/2015	To	10/30/2015
29.8	John Brecker	1211 N. Miller Street, Anaheim, CA, 92806	Authorized Person	From	10/1/2015	To	10/30/2015

Debtor: Parent THI, Inc.
Name

Case number (if known): 16-10301 (MEW)

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 Parent THI, Inc.	EIN: 5521

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:

Part 14: Signature and Declaration

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 02/19/2016
MM / DD / YYYY

x /s/ Christopher Layden

Printed name Christopher Layden

Signature of individual signing on behalf of the debtor

Position or relationship to debtor President

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

☒ No

☐ Yes