

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re

WAYPOINT LEASING
HOLDINGS LTD., et al.,

Debtors.¹
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Chapter 11

Case No. 18-13648 (SMB)

(Jointly Administered)

**THE DEBTORS' POST-CONFIRMATION QUARTERLY
OPERATING REPORT FOR THE PERIOD ENDED MARCH 31, 2020**

**Reporting Period: January 1, 2020 – March 31, 2020
Federal Tax I.D. Number: 98-1102899**

Waypoint Leasing Holdings Ltd. and certain of its subsidiaries and affiliates, as debtors and debtors in possession (collectively, the “**Debtors**”) in the above-captioned chapter 11 cases (collectively, the “**Chapter 11 Cases**”) file their post-confirmation quarterly operating report for the period ended March 31, 2020 (the “**Report**”) in accordance with the guidelines established by the Office of the United States Trustee and Rule 2015 of the Federal Rules of Bankruptcy Procedure.

The undersigned, having reviewed the Report and being familiar with the financial affairs of the Debtors, and having necessarily relied upon various personnel and the Debtors’ professional advisors and their diligent efforts, statements, and representations in connection with the materials included herein, based on the foregoing verifies under the penalty of perjury in accordance with 28 U.S.C. § 1746 that the Report is complete, accurate, and truthful to the best of his knowledge.

/s/ William L. Transier

Signature of Authorized Individual

William L. Transier

Printed Name of Authorized Individual

April 29, 2020

Date

Plan Administrator

Title of Authorized Individual

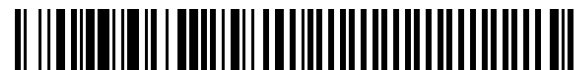
Plan Administrator

William L. Transier
12128 Madeleine Circle
Dallas, Texas 75230
(214) 210-9797

Debtors’ Counsel

Weil, Gotshal & Manges LLP
767 Fifth Avenue
New York, New York 10153
(212) 310-8000

¹ A list of the Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor’s federal tax identification number, is annexed hereto as **Exhibit A**.



BACKGROUND

1. On November 25, 2018, the Debtors each commenced with the United States Bankruptcy Court for the Southern District of New York (the “**Bankruptcy Court**”) a voluntary case under chapter 11 of the Bankruptcy Code. The Debtors are authorized to continue to operate their business and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No trustee, examiner, or statutory committee of creditors has been appointed in these Chapter 11 Cases. The Debtors’ Chapter 11 Cases are being jointly administered for procedural purposes only pursuant to Bankruptcy Rule 1015(b).

2. On July 22, 2019, the Debtors filed the *Third Amended Chapter 11 Plan of Liquidation of Waypoint Leasing Holdings Ltd. and Its Affiliated Debtors* [ECF No. 871] (the “**Plan**”). On July 31, 2019, the Bankruptcy Court entered the *Findings of Fact, Conclusions of Law, and Order Confirming Third Amended Chapter 11 Plan of Liquidation of Waypoint Leasing Holdings Ltd. and Its Affiliated Debtors* [ECF No. 893] (the “**Confirmation Order**”).

3. In accordance with the Confirmation Order, the Debtors filed the *Notice of (I) Entry of Order Confirming Third Amended Chapter 11 Plan of Liquidation of Waypoint Leasing Holdings Ltd. and Its Affiliated Debtors and (II) Occurrence of Effective Date* [ECF No. 914], noting that the Plan went effective on August 9, 2019. On the effective date of the Plan, William Transier assumed his role as the plan administrator in accordance with the Plan.

4. On December 13, 2019, the Bankruptcy Court entered the *Order Granting the Motion of the Debtors for Entry of a Final Decree Closing Certain of the Debtors’ Chapter 11 Cases* [ECF No. 1025] (the “**First Final Decree**”), providing for the closing of sixty-one (61) of the Debtors’ Chapter 11 Cases.

5. On March 20, 2020, the Bankruptcy Court entered the *Order Granting the Motion of the Debtors for Entry of a Final Decree Closing Certain of the Debtors’ Chapter 11*

Cases [ECF No. 1047] (the “**Second Final Decree**”, together with the First Final Decree, the “**Final Decrees**”), providing for the closure of an additional forty (40) of the Debtors’ Chapter 11 Cases. Following entry of the Final Decrees, nine (9) of the Debtors’ Chapter 11 Cases remain open.

6. This Report is unaudited, limited in scope, covers a limited time period, and has been prepared solely for the purpose of complying with the post-confirmation quarterly reporting obligations required by the Office of the United States Trustee and the Bankruptcy Court. This Report is not intended to be relied upon as a complete description of the Debtors.

7. Additional information regarding the Chapter 11 Cases is available at the Debtors’ website: <http://www.kccllc.net/waypointleasing/>.

**In re: WAYPOINT LEASING HOLDINGS LTD., et al.,
Debtors**

Case No. 18-13648 (Jointly Administered)
Reporting Period: January 01, 2020 – March 31, 2020

SCHEDULE OF CASH RECEIPTS AND DISBURSEMENTS BY LEGAL ENTITY ⁽¹⁾

USD

Debtor	Case No.	Cash Disbursements	Intercompany Transfers
Waypoint Leasing Holdings Ltd.	18-13648	\$ -	\$ -
Waypoint Leasing (Luxembourg) S.à r.l.	18-13649	(1,800)	—
Waypoint Leasing (Ireland) Limited	18-13650	(3,047,497)	(488,936)
Waypoint Leasing (Luxembourg) Euro S.à r.l.	18-13651	—	—
Waypoint Asset Co 1D Limited	18-13652	—	—
Waypoint Asset Company 1F Limited	18-13654	—	—
Waypoint Asset Company 1G Limited	18-13655	—	—
Waypoint Asset Co 1H Limited	18-13658	—	—
Waypoint Asset Co 1J Limited	18-13659	—	—
Waypoint Asset Co 1K Limited	18-13661	—	—
Waypoint Asset Company Number 1 (Ireland) Limited	18-13663	—	—
Waypoint Asset Co 1L Limited	18-13664	—	—
Waypoint Asset Co 1M Limited	18-13667	—	—
Waypoint Leasing UK 1B Limited	18-13668	—	—
Waypoint Asset Co 1N Limited	18-13670	—	—
Waypoint Leasing UK 1C Limited	18-13672	—	—
Waypoint Asset Euro 1G Limited	18-13673	(7,960)	—
Waypoint Asset Co 1A Limited	18-13677	—	—
Waypoint Leasing Labuan 1A Limited	18-13680	—	—
Waypoint Asset Company Number 2 (Ireland) Limited	18-13682	—	—
Waypoint Asset Co 1C Limited	18-13683	—	—
AE Helicopter (5) Limited	18-13692	—	—
MSN 9229 AS	18-13694	—	—
Waypoint Asset Malta Limited	18-13699	—	—
AE Helicopter (6) Limited	18-13701	—	—
Waypoint Asset Co 6 Limited	18-13702	—	—
Waypoint Asset Co 3A Limited	18-13703	—	—
Waypoint Leasing Labuan 3A Limited	18-13704	—	—
Waypoint Asset Co 8 Limited	18-13708	—	—
Waypoint Leasing UK 3A Limited	18-13711	—	—
Waypoint Asset Euro 1A Limited	18-13713	(8,312)	—
Waypoint Asset Co 4 Limited	18-13717	—	—
Waypoint Asset Co 5 Limited	18-13721	(96,951)	—
Waypoint Asset Co 3 Limited	18-13732	—	—
Waypoint Asset Euro 1D Limited	18-13738	—	—
Waypoint Asset Co 7 Limited	18-13739	—	—
Waypoint Asset Euro 7A Limited	18-13742	—	—
Waypoint Leasing UK 8A Limited	18-13743	—	—
Waypoint Leasing US 8A LLC	18-13745	(5,563,984)	1,372,413

Waypoint Asset Euro 1B Limited	18-13750	—	—
Waypoint Asset Euro 1C Limited	18-13756	—	—
Waypoint Asset Co 10 Limited	18-13759	(4,406)	(883,477)
Waypoint Asset Co 5B Limited	18-13761	—	—
Waypoint Leasing UK 5A Limited	18-13767	—	—
Waypoint Asset Co 14 Limited	18-13776	—	—
Waypoint Asset Co 11 Limited	18-13777	(1,484,216)	—
Waypoint Asset Co 15 Limited	18-13780	—	—
Waypoint Asset Co Germany Limited	18-13782	—	—
Waypoint Leasing Services LLC	18-13785	—	—
Total Debtor entities		(10,215,125)	0
Total Non-Debtor entities		(22,560)	
TOTAL		(10,237,685)	0

(1) Bank reconciliations have not been included because there are no variances between the Debtors' book bank balances and the actual bank balances as of March 31, 2020.

Exhibit A

Debtors

Debtor	Last 4 Digits of Tax ID Number	Debtor	Last 4 Digits of Tax ID Number
Waypoint Leasing Holdings Ltd.	2899	Waypoint Leasing US 8A LLC	8080
Waypoint Leasing (Luxembourg) S.à r.l.	7041	Waypoint Asset Co 8 Limited	2532
Waypoint Leasing (Ireland) Limited	6600	Waypoint Asset Co 7 Limited	9689
Waypoint Asset Co 6 Limited	8790	Waypoint Asset Co 3 Limited	3471
Waypoint Asset Company Number 1 (Ireland) Limited	6861		