

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:)	
)	Chapter 11
)	
WESCO AIRCRAFT HOLDINGS, INC.,)	Case No. 23-90611 (MI)
<i>et al.</i> , ¹)	
Debtors.)	(Jointly Administered)

**THIRD SUPPLEMENTAL DECLARATION OF PETER LAURINAITIS
IN CONNECTION WITH THE RETENTION AND EMPLOYMENT OF
PJT PARTNERS LP AS INVESTMENT BANKER TO THE DEBTORS**

I, Peter Laurinaitis, hereby declare:

1. I am a Partner in the Restructuring and Special Situations Group at PJT Partners LP (“PJT”), investment banker for the debtors and debtors-in-possession (collectively, the “Debtors”) appointed in the above-captioned chapter 11 cases.

2. On June 30, 2023, the Debtors filed the *Debtors’ Application to Employ and Retain of PJT Partners LP as Investment Banker to the Debtors and Debtors in Possession Effective as of the Petition Date* [Docket No. 347] (the “Application”).²

3. In connection with the Application, I submitted an initial declaration (the “Initial Declaration”) describing PJT’s connections to the Debtors and other potential parties in interest (the “PII”). The Initial Declaration was appended to the Application as Exhibit C.

¹ The Debtors operate under the trade name Incora and have previously used the trade names Wesco, Pattonair, Haas, and Adams Aviation. A complete list of each of the Debtors in these chapter 11 cases, with each one’s federal tax identification number and the address of its principal office, is available on the website of the Debtors’ noticing agent at <https://www.kccllc.net/incora/>. The service address for each of the Debtors in these cases is 2601 Meacham Blvd., Ste. 400, Fort Worth, TX 76137.

² Capitalized terms used but not defined herein shall have the meanings ascribed to such terms in the Application.



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4. On July 27, 2023, the Court entered its *Order (I) Authorizing the Retention and Employment of PJT Partners LP as Investment Banker to the Debtors and Debtors In Possession Effective as of the Petition Date and (II) Granting Related Relief* [Docket No. 482].

5. On November 15, 2023, I submitted my *Supplemental Declaration of Peter Laurinaitis in Connection with the Retention and Employment of PJT Partners LP as Investment Banker to the Debtors* [Docket No. 947].

6. On February 29, 2024, I submitted my *Second Supplemental Declaration of Peter Laurinaitis in Connection with the Retention and Employment of PJT Partners LP as Investment Banker to the Debtors* [Docket No. 1491].

7. I hereby submit this third supplemental declaration to describe the below additional connections of PJT to the PII.

- a. PJT has been engaged to provide financial advisory services to a group of creditors of a certain company in a confidential matter. The members of such group include an affiliate of Allianz Global Corporate & Specialty and Deutsche Bank AG, each of which is a PII. This engagement is wholly unrelated to the Debtors and these Chapter 11 Cases, and PJT does not believe that the interests of the Debtors or their estates are adversely affected by such engagement.
- b. PJT has been engaged to provide financial advisory services to a group of lenders of a certain company in a confidential matter. The members of such group include Barclays Bank PLC and BlackRock, Inc., each of which is a PII. This engagement is wholly unrelated to the Debtors and these Chapter 11 Cases, and PJT does not believe that the interests of the Debtors or their estates are adversely affected by such engagement.
- c. PJT has been engaged to provide financial advisory services to a group of lenders of a certain company in a confidential matter. The members of such group include BlackRock, Inc., one of the PII. This engagement is wholly unrelated to the Debtors and these Chapter 11 Cases, and PJT does not believe that the interests of the Debtors or their estates are adversely affected by such engagement.
- d. PJT has been engaged to provide financial advisory services to a group of lenders of a certain company in a confidential matter. The members of such group include BlackRock, Inc., Franklin Resources, Inc., King Street

Capital Management, L.P. and an affiliate of ReliaStar Life Insurance Company, each of which is a PII. This engagement is wholly unrelated to the Debtors and these Chapter 11 Cases, and PJT does not believe that the interests of the Debtors or their estates are adversely affected by such engagement.

- e. PJT has been engaged to provide financial advisory services to a group of lenders of a certain company in a confidential matter. The members of such group include Franklin Resources, Inc., one of the PII. This engagement is wholly unrelated to the Debtors and these Chapter 11 Cases, and PJT does not believe that the interests of the Debtors or their estates are adversely affected by such engagement.
- f. PJT has been engaged to provide financial advisory services to a group of lenders of a certain company in a confidential matter. The members of such group include Franklin Resources, Inc., an affiliate of Jeffries Finance LLC and an affiliate of UBS Fund Management (Switzerland) AG, each of which is a PII. This engagement is wholly unrelated to the Debtors and these Chapter 11 Cases, and PJT does not believe that the interests of the Debtors or their estates are adversely affected by such engagement.
- g. PJT has been engaged to provide financial advisory services to an affiliate of Goldman Sachs, one of the PII, in a confidential matter. This engagement is wholly unrelated to the Debtors and these Chapter 11 Cases, and PJT does not believe that the interests of the Debtors or their estates are adversely affected by such engagement.
- h. PJT has been engaged to provide financial advisory services to a certain company in a confidential matter. An affiliate of Indian Harbor Insurance Company, one of the PII, is an equity holder of such company. This engagement is wholly unrelated to the Debtors and these Chapter 11 Cases, and PJT does not believe that the interests of the Debtors or their estates are adversely affected by such engagement.
- i. PJT has been engaged to provide financial advisory services to a certain company in a confidential matter. Pacific Investment Management Company LLC ("PIMCO"), one of the PII, is the equity holder of such company. This engagement is wholly unrelated to the Debtors and these Chapter 11 Cases, and PJT does not believe that the interests of the Debtors or their estates are adversely affected by such engagement.
- j. PJT has been engaged to provide financial advisory services to an affiliate of Platinum Equity Capital Partners International IV (Cayman) L.P. ("Platinum Equity Capital"), one of the PII, in a confidential matter. This engagement is wholly unrelated to the Debtors and these Chapter 11 Cases, and PJT does not believe that the interests of the Debtors or their estates are adversely affected by such engagement.

- k. PJT has been engaged to provide financial advisory services to two separate companies in two separate confidential matters. An affiliate of Platinum Equity Capital, one of the PII, is an equity holder of each such company. These engagements are wholly unrelated to the Debtors and these Chapter 11 Cases, and PJT does not believe that the interests of the Debtors or their estates are adversely affected by such engagements.
- l. PJT has been engaged to provide financial advisory services to a group of lenders of a certain company in a confidential matter. The members of such group include Silver Point Capital, L.P., one of the PII. This engagement is wholly unrelated to the Debtors and these Chapter 11 Cases, and PJT does not believe that the interests of the Debtors or their estates are adversely affected by such engagement.
- m. PJT has been engaged to provide financial advisory services to an affiliate of UBS Fund Management (Switzerland) AG, one of the PII, in a confidential matter. This engagement is wholly unrelated to the Debtors and these Chapter 11 Cases, and PJT does not believe that the interests of the Debtors or their estates are adversely affected by this engagement.
- n. PJT was previously engaged to provide financial advisory services to an affiliate of Verizon, one of the PII, in a confidential matter. This engagement was wholly unrelated to the Debtors and these Chapter 11 Cases, and PJT does not believe that the interests of the Debtors or their estates are adversely affected by such engagement.
- o. PJT was previously engaged to provide advisory services to Workday, Inc., one of the PII, in a confidential matter. This engagement was wholly unrelated to the Debtors and these Chapter 11 Cases, and PJT does not believe that the interests of the Debtors or their estates are adversely affected by such engagement.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct, to the best of my information, knowledge and belief.

April 10, 2024
Houston, Texas

By: /s/ Peter Laurinaitis
Peter Laurinaitis
Partner
PJT Partners LP