

UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

| | | |
|---|---|-------------------------|
| In re: | : | Chapter 11 |
| | : | |
| PENSON WORLDWIDE, INC., <u>et al.</u> , | : | Case No. 13-10061 (PJW) |
| | : | |
| Debtors. ¹ | : | Jointly Administered |
| | x | |

**NOTICE OF AMENDMENT TO SCHEDULES OF ASSETS
AND LIABILITIES OF PENSON WORLDWIDE, INC.**

TO: (I) THE U.S. TRUSTEE; (II) COUNSEL TO THE COMMITTEE; (III) COUNSEL FOR THE SECOND LIEN NOTEHOLDERS COMMITTEE; (IV) COUNSEL FOR THE CONVERTIBLE NOTEHOLDERS COMMITTEE; (V) PARTIES THAT HAVE FILED A NOTICE OF APPEARANCE IN THESE CHAPTER 11 CASES PURSUANT TO BANKRUPTCY RULE 2002; AND (VI) THE PARTIES LISTED ON EXHIBIT 1 ANNEXED HERETO

PLEASE TAKE NOTICE that pursuant to Rule 1009(a) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) and Rule 1009-2 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”), Penson Worldwide, Inc. (“PWI”) hereby amends its Schedules of Assets and Liability (the “PWI Schedules”) as set forth herein.

PLEASE TAKE FURTHER NOTICE that annexed hereto as Exhibit 1 is an amendment (the “Schedule F Amendment”) to Schedule F of the PWI Schedules.

PLEASE TAKE FURTHER NOTICE that annexed hereto as Exhibit 2 is the *Declaration Concerning Amendment To The Schedules Of Assets And Liabilities Of Penson Worldwide, Inc.*

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Penson Worldwide, Inc. (6356); SAI Holdings, Inc. (3657); Penson Financial Services, Inc. (3990); Penson Financial Futures, Inc. (6207); Penson Holdings, Inc. (4821); Penson Execution Services, Inc. (9338); Nexa Technologies, Inc. (7424); GHP1, Inc. (1377); GHP2, LLC (1374), Penson Futures (6207). The Debtors’ Mailing Address is 800 Klein Road, Suite 200, Plano, Texas 75074.



RESERVATION OF RIGHTS

The Debtors reserve the right to dispute, or to assert offsets or defenses against, any filed claim or any claim listed or reflected in the Schedule F Amendment as to nature, amount, liability, classification or otherwise. Nothing contained in this Notice shall preclude the Debtors from objecting to any claim, whether scheduled or filed, on any and all grounds.

Dated: June 12, 2013
Wilmington, Delaware

YOUNG CONAWAY STARGATT & TAYLOR, LLP

/s/ Ryan M. Bartley

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- and -

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Counsel to the Debtors and Debtors in Possession

EXHIBIT 1

Schedule F Amendment

Penson Worldwide, Inc.

AMENDED
 SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
 EXHIBIT F 1
Unsecured Trade Payables

Case No. 13-10061 (PJW)

| <u>Vendor Name</u> | <u>Address</u> | <u>City/State/Zip</u> | <u>C</u> | <u>U</u> | <u>D</u> | <u>Claim Amount as Originally Scheduled</u> | <u>Amended Scheduled F Amount</u> |
|-------------------------------|--|------------------------------|-------------------------------------|-------------------------------------|-------------------------------------|---|-----------------------------------|
| Bank of America Merrill Lynch | Attn: Christina Daley, 540 W Madison Ave | Chicago, Il, 60661 | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | N/A | \$0.00 |
| Cisco Systems Capital Corp. | Ref# 586556, PO Box 41602 | Philadelphia, Pa, 19101-1602 | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | N/A | \$0.00 |
| Internap Network Services | Dept 0526, PO Box 120526 | Dallas, Tx, 75312-0526 | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | N/A | \$6,912.00 |
| Joele Frank, Wilkinson | Brimmer Katcher, 622 Third Avenue | New York, Ny, 10017 | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | N/A | \$1,121.00 |
| Nice Systems Inc. | 301 Route 17 N., 10th Floor | Rutherford, Nj, 07070 | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | N/A | \$1,235.00 |
| Omni Dallas Hotel | 555 South Lamar Street | Dallas, Tx, 75202 | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | N/A | \$632.00 |
| Total: | | | | | | N/A | \$9,900.00 |

EXHIBIT 2

Declaration

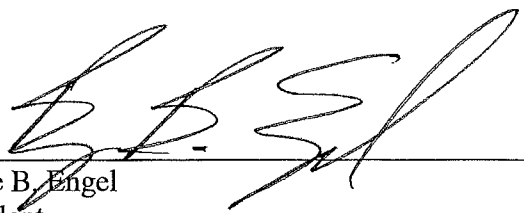
UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

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| In re: | : | X | Chapter 11 |
| PENSON WORLDWIDE, INC., <u>et al.</u> , | : | : | Case No. 13-10061 (PJW) |
| Debtors. ¹ | : | : | Jointly Administered |
| | : | X | |

**DECLARATION CONCERNING AMENDMENT TO THE SCHEDULES
OF ASSETS AND LIABILITIES OF PENSON WORLDWIDE, INC.**

I, Bryce B. Engel, President of Penson Worldwide, Inc., declare under penalty of perjury that I have read the foregoing amendment to Schedule F to the Schedules of Assets and Liabilities of Penson Worldwide, Inc. consisting of 1 sheet, and that it is true and correct to the best of my knowledge, information and belief.

This 12th day of June, 2013



 Bryce B. Engel
 President
 800 Klein Road, Suite 200
 Plano, Texas 75074

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Penson Worldwide, Inc. (6356); SAI Holdings, Inc. (3657); Penson Financial Services, Inc. (3990); Penson Financial Futures, Inc. (6207); Penson Holdings, Inc. (4821); Penson Execution Services, Inc. (9338); Nexa Technologies, Inc. (7424); GHP1, Inc. (1377); GHP2, LLC (1374), Penson Futures (6207). The Debtors' Mailing Address is 800 Klein Road, Suite 200, Plano, Texas 75074.