

UNITED STATES BANKRUPTCY COURT

Northern DISTRICT OF Texas

In Re. HGE FIC D LLC

§
§
§
§

Case No. 25-80140

Debtor(s)

Lead Case No. 25-80121

Jointly Administered

Monthly Operating Report

Chapter 11

Reporting Period Ended: 12/16/2025

Petition Date: 06/17/2025

Months Pending: 6

Industry Classification: 6 1 1 6

Reporting Method: Accrual Basis

Cash Basis

Debtor's Full-Time Employees (current):

0

Debtor's Full-Time Employees (as of date of order for relief):

0

Supporting Documentation (check all that are attached):

(For jointly administered debtors, any required schedules must be provided on a non-consolidated basis for each debtor)

- Statement of cash receipts and disbursements
Balance sheet containing the summary and detail of the assets, liabilities and equity (net worth) or deficit
Statement of operations (profit or loss statement)
Accounts receivable aging
Postpetition liabilities aging
Statement of capital assets
Schedule of payments to professionals
Schedule of payments to insiders
All bank statements and bank reconciliations for the reporting period
Description of the assets sold or transferred and the terms of the sale or transfer

/s/ Holland N. O'Neil

Signature of Responsible Party

02/09/2026

Date

Holland N. O'Neil

Printed Name of Responsible Party

2021 McKinney Avenue, Suite 1600

Dallas, TX 75201

Address

STATEMENT: This Periodic Report is associated with an open bankruptcy case; therefore 1320.4(a)(2) applies.



258012126020900000000020

Debtor's Name HGE FIC D LLC

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| Part 1: Cash Receipts and Disbursements | | Current Month | Cumulative |
|------------------------------------------------|-----------------------------------------------------------------|----------------------|-------------------|
| a. | Cash balance beginning of month | \$0 | |
| b. | Total receipts (net of transfers between accounts) | \$0 | \$13,387 |
| c. | Total disbursements (net of transfers between accounts) | \$0 | \$20,919 |
| d. | Cash balance end of month (a+b-c) | \$0 | |
| e. | Disbursements made by third party for the benefit of the estate | \$0 | \$0 |
| f. | Total disbursements for quarterly fee calculation (c+e) | \$0 | \$20,919 |

| Part 2: Asset and Liability Status (Not generally applicable to Individual Debtors. See Instructions.) | | Current Month |
|------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------|----------------------|
| a. | Accounts receivable (total net of allowance) | \$-4,020 |
| b. | Accounts receivable over 90 days outstanding (net of allowance) | \$0 |
| c. | Inventory (Book <input checked="" type="radio"/> Market <input type="radio"/> Other <input type="radio"/> (attach explanation)) | \$0 |
| d. | Total current assets | \$-3,098,304 |
| e. | Total assets | \$5,338,879 |
| f. | Postpetition payables (excluding taxes) | \$322 |
| g. | Postpetition payables past due (excluding taxes) | \$0 |
| h. | Postpetition taxes payable | \$0 |
| i. | Postpetition taxes past due | \$0 |
| j. | Total postpetition debt (f+h) | \$322 |
| k. | Prepetition secured debt | \$0 |
| l. | Prepetition priority debt | \$0 |
| m. | Prepetition unsecured debt | \$12,836,863 |
| n. | Total liabilities (debt) (j+k+l+m) | \$12,837,185 |
| o. | Ending equity/net worth (e-n) | \$-7,498,306 |

| Part 3: Assets Sold or Transferred | | Current Month | Cumulative |
|-------------------------------------------|-------------------------------------------------------------------------------------------------------------------|----------------------|-------------------|
| a. | Total cash sales price for assets sold/transferred outside the ordinary course of business | \$0 | \$0 |
| b. | Total payments to third parties incident to assets being sold/transferred outside the ordinary course of business | \$0 | \$0 |
| c. | Net cash proceeds from assets sold/transferred outside the ordinary course of business (a-b) | \$0 | \$0 |

| Part 4: Income Statement (Statement of Operations) (Not generally applicable to Individual Debtors. See Instructions.) | | Current Month | Cumulative |
|----------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------|----------------------|-------------------|
| a. | Gross income/sales (net of returns and allowances) | \$0 | |
| b. | Cost of goods sold (inclusive of depreciation, if applicable) | \$0 | |
| c. | Gross profit (a-b) | \$0 | |
| d. | Selling expenses | \$0 | |
| e. | General and administrative expenses | \$0 | |
| f. | Other expenses | \$0 | |
| g. | Depreciation and/or amortization (not included in 4b) | \$0 | |
| h. | Interest | \$0 | |
| i. | Taxes (local, state, and federal) | \$0 | |
| j. | Reorganization items | \$0 | |
| k. | Profit (loss) | \$0 | \$-25,506 |

Debtor's Name HGE FIC D LLC

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Part 5: Professional Fees and Expenses

| | | | Approved Current Month | Approved Cumulative | Paid Current Month | Paid Cumulative | |
|--------|---------------------------------------------------------------------------|------------------------------|------------------------|---------------------|--------------------|-----------------|-----|
| a. | Debtor's professional fees & expenses (bankruptcy) <i>Aggregate Total</i> | | \$0 | \$0 | \$0 | \$0 | |
| | <i>Itemized Breakdown by Firm</i> | | | | | | |
| | | Firm Name | Role | | | | |
| | i | Foley & Lardner LLP | Lead Counsel | \$0 | \$0 | \$0 | \$0 |
| | ii | SierraConstellation Partners | Financial Professional | \$0 | \$0 | \$0 | \$0 |
| | iii | Verita Global | Other | \$0 | \$0 | \$0 | \$0 |
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| c. | All professional fees and expenses (debtor & committees) | | | \$0 | \$0 | \$0 |

| Part 6: Postpetition Taxes | | Current Month | Cumulative |
|----------------------------|---------------------------------------------------------------|---------------|------------|
| a. | Postpetition income taxes accrued (local, state, and federal) | \$0 | \$0 |
| b. | Postpetition income taxes paid (local, state, and federal) | \$0 | \$0 |
| c. | Postpetition employer payroll taxes accrued | \$0 | \$0 |
| d. | Postpetition employer payroll taxes paid | \$0 | \$0 |
| e. | Postpetition property taxes paid | \$0 | \$0 |
| f. | Postpetition other taxes accrued (local, state, and federal) | \$0 | \$0 |
| g. | Postpetition other taxes paid (local, state, and federal) | \$0 | \$0 |

Part 7: Questionnaire - During this reporting period:

- a. Were any payments made on prepetition debt? (if yes, see Instructions) Yes No
- b. Were any payments made outside the ordinary course of business without court approval? (if yes, see Instructions) Yes No
- c. Were any payments made to or on behalf of insiders? Yes No
- d. Are you current on postpetition tax return filings? Yes No
- e. Are you current on postpetition estimated tax payments? Yes No
- f. Were all trust fund taxes remitted on a current basis? Yes No
- g. Was there any postpetition borrowing, other than trade credit? (if yes, see Instructions) Yes No
- h. Were all payments made to or on behalf of professionals approved by the court? Yes No N/A
- i. Do you have:
 - Worker's compensation insurance? Yes No
 - If yes, are your premiums current? Yes No N/A (if no, see Instructions)
 - Casualty/property insurance? Yes No
 - If yes, are your premiums current? Yes No N/A (if no, see Instructions)
 - General liability insurance? Yes No
 - If yes, are your premiums current? Yes No N/A (if no, see Instructions)
- j. Has a plan of reorganization been filed with the court? Yes No
- k. Has a disclosure statement been filed with the court? Yes No
- l. Are you current with quarterly U.S. Trustee fees as set forth under 28 U.S.C. § 1930? Yes No

Debtor's Name HGE FIC D LLC

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Part 8: Individual Chapter 11 Debtors (Only)

- | | |
|------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------|
| a. Gross income (receipts) from salary and wages | \$0 |
| b. Gross income (receipts) from self-employment | \$0 |
| c. Gross income from all other sources | \$0 |
| d. Total income in the reporting period (a+b+c) | \$0 |
| e. Payroll deductions | \$0 |
| f. Self-employment related expenses | \$0 |
| g. Living expenses | \$0 |
| h. All other expenses | \$0 |
| i. Total expenses in the reporting period (e+f+g+h) | \$0 |
| j. Difference between total income and total expenses (d-i) | \$0 |
| k. List the total amount of all postpetition debts that are past due | \$0 |
| l. Are you required to pay any Domestic Support Obligations as defined by 11 U.S.C § 101(14A)? | Yes <input type="radio"/> No <input checked="" type="radio"/> |
| m. If yes, have you made all Domestic Support Obligation payments? | Yes <input type="radio"/> No <input type="radio"/> N/A <input checked="" type="radio"/> |

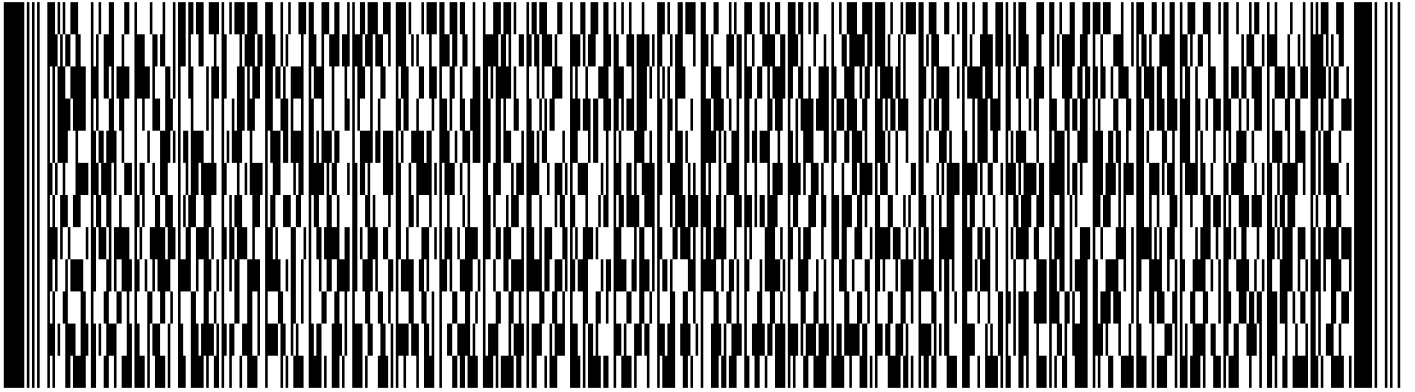
Privacy Act Statement

28 U.S.C. § 589b authorizes the collection of this information, and provision of this information is mandatory under 11 U.S.C. §§ 704, 1106, and 1107. The United States Trustee will use this information to calculate statutory fee assessments under 28 U.S.C. § 1930(a)(6). The United States Trustee will also use this information to evaluate a chapter 11 debtor's progress through the bankruptcy system, including the likelihood of a plan of reorganization being confirmed and whether the case is being prosecuted in good faith. This information may be disclosed to a bankruptcy trustee or examiner when the information is needed to perform the trustee's or examiner's duties or to the appropriate federal, state, local, regulatory, tribal, or foreign law enforcement agency when the information indicates a violation or potential violation of law. Other disclosures may be made for routine purposes. For a discussion of the types of routine disclosures that may be made, you may consult the Executive Office for United States Trustee's systems of records notice, UST-001, "Bankruptcy Case Files and Associated Records." See 71 Fed. Reg. 59,818 et seq. (Oct. 11, 2006). A copy of the notice may be obtained at the following link: http://www.justice.gov/ust/ eo/rules_regulations/index.htm. Failure to provide this information could result in the dismissal or conversion of your bankruptcy case or other action by the United States Trustee. 11 U.S.C. § 1112(b)(4)(F).

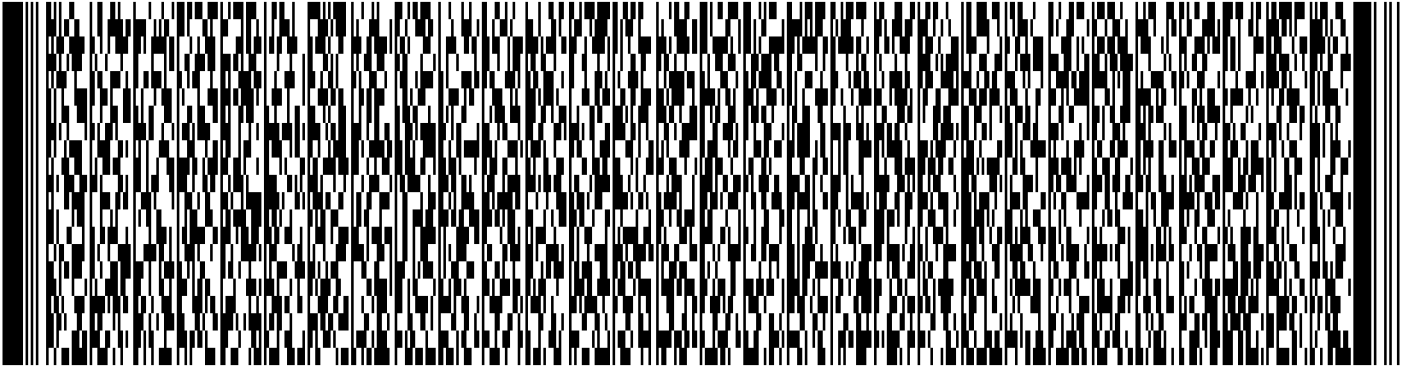
I declare under penalty of perjury that the foregoing Monthly Operating Report and its supporting documentation are true and correct and that I have been authorized to sign this report on behalf of the estate.

/s/ Jonathan McCarthy
 Signature of Responsible Party
Interim President & Secretary
 Title

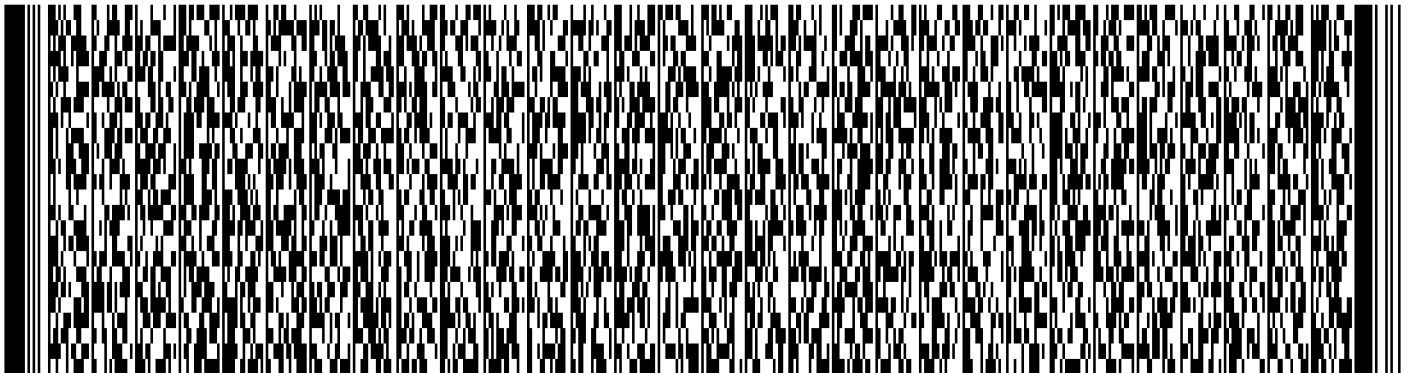
Jonathan McCarthy
 Printed Name of Responsible Party
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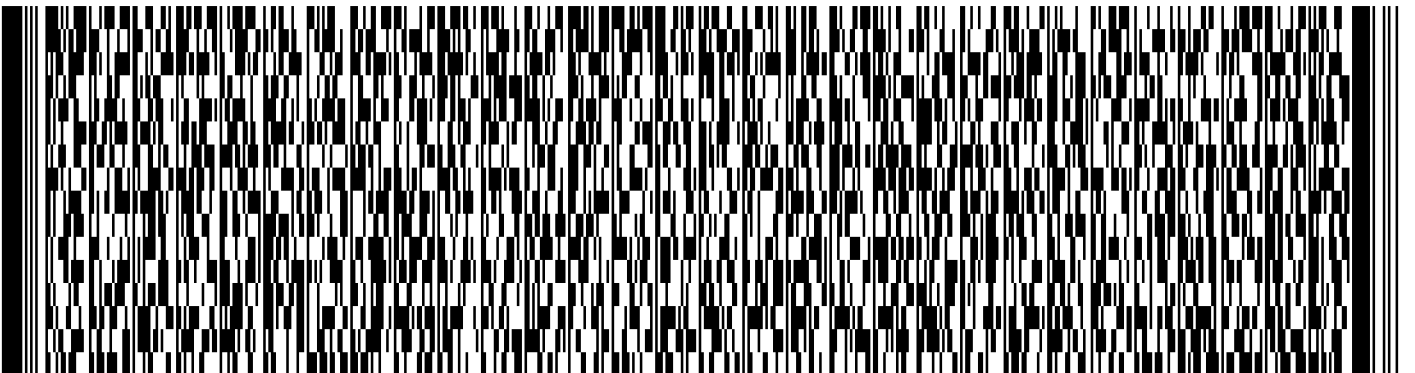
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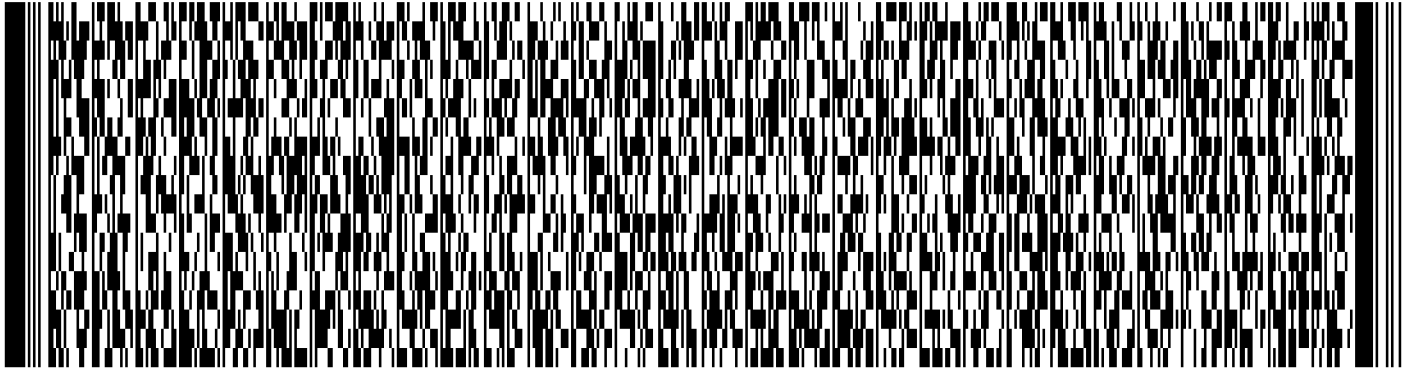
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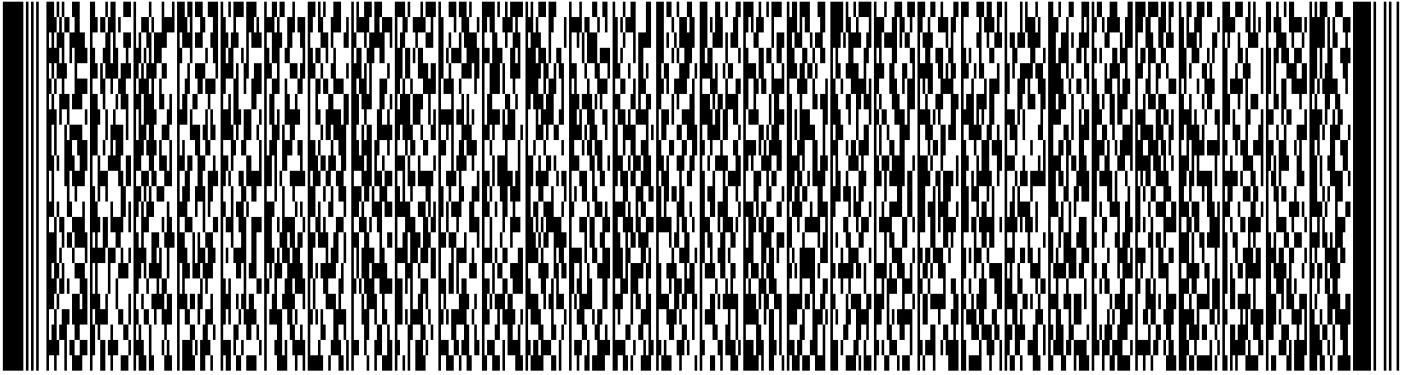
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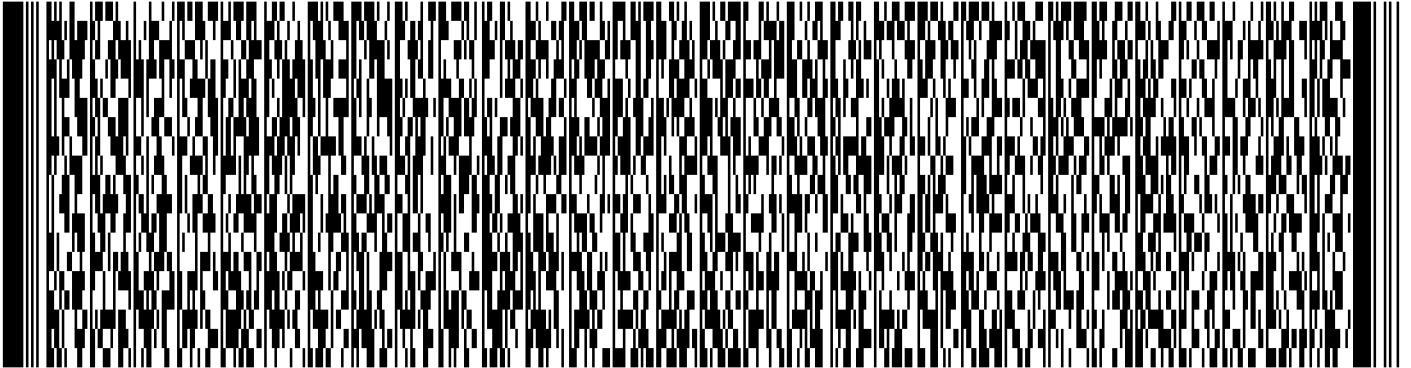
NonBankruptcy1to50



NonBankruptcy51to100



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**COUNSEL TO DEBTORS AND
DEBTORS IN POSSESSION**

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

| | | |
|-------------------------------------------------------------|---|-----------------------------|
| In re: | § | Chapter 11 |
| | § | |
| Higher Ground Education, Inc., <i>et al.</i> , ¹ | § | Case No.: 25-80121-11 (MVL) |
| | § | |
| Debtor. | § | (Jointly Administered) |

NOTES TO THE MONTHLY OPERATING REPORT

On June 17, 2025, and June 18, 2025 (collectively, the “Petition Date”), each of the Debtors filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code. The Debtors are operating their business and managing their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. On June 20, 2025, the court entered an order [Docket No. 41] authorizing joint administration and procedural consolidation of these chapter 11 cases pursuant to sections 101(2), 105(a), and 342(c)(1) of the Bankruptcy Code, rules 1015(b), and 2002(n) of the Federal Rules of Bankruptcy Procedure, and Local Rule 1015-1.

The Debtors are filing their Monthly Operating Report solely for the purposes of complying with the monthly operating reporting requirements applicable in the Debtors’ chapter 11 cases. The

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor’s federal identification number, are: Higher Ground Education Inc. (7265); Guidepost A LLC (8540); Prepared Montessorian LLC (6181); Terra Firma Services LLC (6999); Guidepost Birmingham LLC (2397); Guidepost Bradley Hills LLC (2058); Guidepost Branchburg LLC (0494); Guidepost Carmel LLC (4060); Guidepost FIC B LLC (8609); Guidepost FIC C LLC (1518); Guidepost Goodyear LLC (1363); Guidepost Las Colinas LLC (9767); Guidepost Leawood LLC (3453); Guidepost Muirfield Village LLC (1889); Guidepost Richardson LLC (7111); Guidepost South Riding LLC (2403); Guidepost St Robert LLC (5136); Guidepost The Woodlands LLC (6101); Guidepost Walled Lake LLC (9118); HGE FIC D LLC (6499); HGE FIC E LLC (0056); HGE FIC F LLC (8861); HGE FIC G LLC (5500); HGE FIC H LLC (8817); HGE FIC I LLC (1138); HGE FIC K LLC (8558); HGE FIC L LLC (2052); HGE FIC M LLC (8912); HGE FIC N LLC (6774); HGE FIC O LLC (4678); HGE FIC P LLC (1477); HGE FIC Q LLC (3122); HGE FIC R LLC (9661); LePort Emeryville LLC (7324); AltSchool II LLC (0403). The Debtors’ mailing address is 1321 Upland Dr. PMB 20442, Houston, Texas 77043.

financial and supplemental information contained herein is presented on a preliminary and unaudited basis, remains subject to future adjustments and may not comply in all material respects with generally accepted accounting principles in the United States of America (“U.S. GAAP”) or International Financial Reporting Standards (“IFRS”). This Monthly Operating Report (“MOR”) should not be relied on by any persons for information relating to future financial conditions, events, or performance of any of the Debtors or their affiliates.

The financial information has been derived from the Debtors’ books and records. This information, however, has not been subject to certain procedures that would typically be applied to financial information in accordance with U.S. GAAP or IFRS, and upon application of such procedures, the Debtors believe that the financial information could be subject to changes, which could be material. The information furnished in this report includes primarily normal recurring adjustments but does not include all adjustments that would typically be made for financial statements prepared in accordance with U.S. GAAP or IFRS. The preparation of the financial information and MOR required the Debtors to make commercially reasonable estimates and assumptions with respect to the reported amounts of assets and liabilities, the amount of contingent assets and contingent liabilities at month end, and the reported amounts of revenues and expenses during the applicable reporting periods. Actual results could differ from such estimates.

The Debtors reserve all rights to amend or supplement this MOR in all respects, as may be necessary or appropriate. Nothing contained in this MOR shall constitute a waiver of any of the Debtors’ rights or an admission with respect to their chapter 11 cases.

Specific Disclosures with Respect to the MOR

1. ***Notes to MOR Part 1.*** The Debtors maintain a complex cash management system that includes one (1) bank accounts across thirty five (35) Debtor entities. Since the Petition Date, the Debtors closed thirty four (34) bank accounts. Transfers among the Debtor accounts are included under Part 1b, “Total receipts (net of transfers between accounts)” on a net basis. Cash receipts and disbursements for this section span December 1, 2025, through December 16, 2025, with beginning and ending cash balances as of those same dates, respectively. All wage and benefits claims were paid from HGE’s bank accounts and therefore are reflected as cash disbursements from that entity. The Debtors have undertaken reasonable efforts to include all relevant cash receipts and disbursements during the applicable reporting period; however, it is possible that certain receipts or disbursements may have been erroneously included or excluded given the complexity and state of the Debtors’ cash management system.
2. ***Notes to MOR Part 2.*** An estimated balance sheet, consolidated for all Debtor entities, has been provided with the MOR for Higher Ground Education, Inc. (“HGE”). This estimated balance sheet is as of December 16, 2025, which is the end of the Debtors’ fiscal December period. No balance sheet information is provided on the MOR filings of the other Debtor entities. The Debtors have attempted to exclude intercompany receivables and payables with non-Debtor entities from this balance sheet, as the Debtors are not able to reasonably assess their net receivable/payable position at this time. However, any intercompany receivable which may be included may not represent a right to receive a payment of cash or equivalent value from another entity, and any intercompany payable which may be included may not

represent an obligation to provide a payment of cash or equivalent value to another entity. While the Debtors have made reasonable efforts to exclude assets and liabilities of certain non-debtor affiliate entities, it is possible that certain assets and liabilities related to these entities were inadvertently included in the consolidated balance sheet. The Debtors do not have an opinion regarding the existence or amount of any federal, state or local taxes at this time. Nothing contained herein represents an admission to the existence or amount of any federal, state, or local tax obligations. Part 2f includes accrued and unpaid post-petition estate and DIP Lender professional fees. Where actual professional fee accruals were unavailable, the Debtors utilized estimates. The Debtors plan to make adjustments to future periods in subsequent MORs when such actual professional fee accruals become available.

3. **Notes to MOR Part 3a & 3b.** For the reporting period ending December 16, 2025, the Debtors did not complete any sales or transfers of assets outside the ordinary course of business. Accordingly, there were no cash proceeds received, no payments made to third parties in connection with asset sales, and no net cash proceeds realized from such transactions during the period covered by this Monthly Operating Report.
4. **Notes to MOR Part 4.** The P&Ls presented in the MORs are as reflected by the Debtors' books and records, with select adjustments for professional fee accruals and other items. The P&Ls include the time period ranging from December 1, 2025, through December 16, 2025, which is the Debtors' fiscal period for December 2025. Part 4j includes accrued post-petition estate and DIP Lender professional fees for calendar December 2025, as well as potential adjustments for estimated vs. actual accruals in prior periods.
5. **Notes to MOR Part 6c & 6d.** Payroll tax amounts accrued and paid, respectively, shown herein are based on the Debtors' pay period that most closely align with the reporting period of this MOR. While the Debtors undertook reasonable efforts to identify all relevant post-petition payroll taxes, it is possible certain amounts were excluded from this MOR. As the Debtors' reasonably available records do not include information with respect to their entity-level post-petition tax liability, estimated tax obligations and payments are shown at HGE.
6. **Notes to MOR Part 6e, 6f & 6g.** Parts 6e, 6f, and 6g include personal property, real estate, and sales taxes (the "Other Taxes"). The Debtors are not aware of any other types of post-petition taxes accruing at this time. Accruals shown herein represent what accrued during the time period ranging from December 1, 2025, through December 16, 2025, which is the Debtors' fiscal December period. While the Debtors undertook reasonable efforts to identify all relevant non-payroll post-petition taxes, it is possible certain amounts were excluded from this MOR. As the Debtors' reasonably available records do not include information with respect to their entity-level post-petition tax liability, estimated tax obligations and payments are shown at HGE.
7. **Notes to MOR Part 7a & 7b.** During the reporting period of December 1, 2025, through December 16, 2025, the Debtors did not make any payments on account of prepetition debt, except as may have been authorized by specific orders of the Bankruptcy Court, including orders approving certain "first day" relief. Any such payments were made in accordance with the Court's orders permitting, among other things, the payment of certain prepetition employee wages, taxes, benefits, and insurance obligations claims deemed necessary to

maintain operations and preserve estate value. The Debtors have reviewed their disbursements for the reporting period and believe that all such payments were consistent with their approved budgets and Court orders. To the best of the Debtors' knowledge and based on available records, no payments were made outside the ordinary course of business during the reporting period that were not otherwise authorized by the Bankruptcy Court. The Debtors continue to operate in the ordinary course of business and have instituted internal procedures to ensure compliance with the Bankruptcy Code and orders of the Court regarding the use of estate funds.

In re: Higher Ground Education, Inc., et al.
 Case No. 25-80121
 Consolidated Balance Sheet
 As of December 16, 2025
 (\$s)

| | December 16, 2025 |
|---------------------------------------|----------------------|
| ASSETS | |
| Current Assets: | |
| Cash and cash equivalents | 2,064,834 |
| Accounts receivable, net | (161,306) |
| Prepaid expenses | (331,426) |
| Inventory | 54,521 |
| Other current assets | (2,716,483) |
| Total Current Assets | (1,089,860) |
| Total Fixed Assets | 8,652,262 |
| Total Intangible Assets | 4,559,926 |
| Total Other Assets | 338,860,161 |
| TOTAL ASSETS | 350,982,490 |
| LIABILITIES & EQUITY | |
| Current Liabilities: | |
| Accounts payable | 26,049,459 |
| Accrued Liabilities | 19,844,807 |
| Deferred Revenue | 815,902 |
| Distributions payable | 1,738,448 |
| Note Payable - Current Portion | 125,288,015 |
| Other Current Liabilities (Net) | 12,749,481 |
| Total Current Liabilities | 186,486,113 |
| Notes Payable - Long Term | 25,471,652 |
| Deferred rent | 590,119,934 |
| Total Liabilities | 802,077,698 |
| Equity: | |
| Partners Equity | 49,600,000 |
| Preferred stock | 117,982,067 |
| Common stock | 3,609,225 |
| Additional paid-in capital | 7,133,673 |
| Accumulated deficit | (629,420,173) |
| Total Equity | (451,095,208) |
| TOTAL LIABILITIES & EQUITY | 350,982,490 |

In re: Higher Ground Education, Inc., et al.

Case No. 25-80121

Consolidated Statement of Operations

Reporting Period: December 1, 2025 to December 16, 2025

(\$s)

| | Higher Ground Education, Inc. |
|----------------------|----------------------------------|
| Gross revenue | - |
| Total labor | - |
| Gross profit | - |
| G&A | 32,230 |
| Other Expenses | - |
| D&A | - |
| Interest | - |
| Taxes | - |
| Reorganization Items | 308,820 |
| Net Income | (341,050) |

In re: Higher Ground Education, Inc., et al.

Case No. 25-80121

Consolidated Statement of Cash Receipts and Disbursements

Reporting Period: December 1, 2025 to December 16, 2025

(\$s)

| | Higher Ground Education, Inc. |
|-----------------------------------|----------------------------------|
| Operating receipts | 2,052 |
| DIP funding | |
| Transfers | - |
| Net Receipts | <u>2,052</u> |
| Total operating disbursements | (85,936) |
| Transfer to Liquidating Trust | (257,166) |
| Total non-operating disbursements | - |
| Total Disbursements | <u>(343,103)</u> |
| Net Cash Flow | <u><u>(341,050)</u></u> |

In re: Higher Ground Education, Inc., et al.

Case No. 25-80121

Schedule of Payments Made to Insiders

Reporting Period: June 17, 2025 to December 16, 2025

(\$s)

| No. | Insider Name | Pay Date | Amount | Reason for Payment | Bank Account # | Debtor Entity | Relationship to Debtor |
|-----------|-----------------------------------|----------|------------------|------------------------------|----------------|-------------------------------|-------------------------------|
| 1) | Jonathan McCarthy | 08/20/25 | 30,000 | Interim management fee | -- | Higher Ground Education, Inc. | Interim President & Secretary |
| 2) | Marc Kirshbaum | 08/21/25 | 30,000 | Independent director fee | -- | Higher Ground Education, Inc. | Independent director |
| 3) | Marc Kirshbaum | 10/07/25 | 40,000 | Independent director fee | -- | Higher Ground Education, Inc. | Independent director |
| 4) | Marc Kirshbaum | 11/03/25 | 30,000 | Independent director fee | -- | Higher Ground Education, Inc. | Independent director |
| 5) | Jonathan McCarthy | 11/19/25 | 110,000 | Independent director fee | -- | Higher Ground Education, Inc. | Interim President & Secretary |
| 6) | Marc Kirshbaum | 12/03/25 | 31,654 | Ind. director fee + expenses | -- | Higher Ground Education, Inc. | Independent director |
| 7) | Total Payments to insiders | | \$271,654 | | | | |