

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

In re:

WESCO AIRCRAFT HOLDINGS, INC., et al.,

Debtors.¹

WESCO AIRCRAFT HOLDINGS, INC., et al.,

Plaintiffs,

v.

SSD INVESTMENTS LTD., et al.,

Defendants.

SSD INVESTMENTS LTD., et al.,

Counterclaim Plaintiffs,

v.

WESCO AIRCRAFT HOLDINGS, INC., et al.,

Counterclaim Defendants.

Chapter 11

Case No. 23-90611 (MI)

(Jointly Administered)

Adv. Pro. No. 23-03091 (MI)

**MOTION OF THE OFFICIAL COMMITTEE OF UNSECURED
CREDITORS TO FILE WITNESS AND EXHIBIT
LIST FOR JUNE 5 AND JUNE 6, 2024, UNDER SEAL**

If you object to the relief requested, you must respond in writing. Unless otherwise directed by the Court, you must file your response electronically at <https://ecf.txsb.uscourts.gov/> within twenty-one (21) days from the date this motion was filed. If you do not have electronic filing privileges, you must file a written objection that is actually received by the clerk within twenty-one days from the date this motion was filed. Otherwise, the Court may treat the pleading as unopposed and grant the relief requested.

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 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 <http://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.



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The undersigned counsel, on behalf of the Official Committee of Unsecured Creditors (the “Committee”) of Wesco Aircraft Holdings, Inc., and the other above-captioned debtors in possession (collectively, the “Debtors”), hereby submits this *Motion of the Official Committee of Unsecured Creditors to File Witness and Exhibit List for June 5 and June 6, 2024, Under Seal* (this “Motion”). In support thereof, the Committee respectfully states as follows:

RELIEF REQUESTED

1. The Committee respectfully requests entry of an order, substantially in the form attached hereto as **Exhibit A**, authorizing it to file under seal certain confidential documents (the “Confidential Documents”) being filed contemporaneously in *The Official Committee of Unsecured Creditors’ Witness and Exhibit List for June 5 and June 6, 2024*, (the “Seventh Supplement”) for the trial that commenced on January 25, 2024, hearing (as supplemented by the Seventh Supplement, the “Exhibit List”). The Confidential Documents contain or reflect information that the Debtors and other parties have designated as confidential or highly confidential under the *Agreed Protective Order* [Docket No. 724] (the “Protective Order”)² or under the confidentiality restrictions in the Committee’s bylaws (the “Committee Bylaws”).

JURISDICTION AND VENUE

2. This Court has jurisdiction over this matter pursuant to 28 U.S.C. § 1334. This is a core proceeding under 28 U.S.C. § 157(b).

3. Venue is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409.

4. This Motion is brought pursuant to sections 105(a) and 107(b) of Title 11 of the United States Code (the “Bankruptcy Code”), Rule 9018 of the Federal Rules of Bankruptcy

² Capitalized terms used but not defined have the meaning given to them in the Protective Order.

Procedure (the “Bankruptcy Rules”), and Rule 9037-1 of the Local Rules for the United States Bankruptcy Court for the Southern District of Texas (as amended, the “Local Rules”).

BACKGROUND

5. On June 1, 2023 (the “Petition Date”), each Debtor commenced a voluntary case under chapter 11 (the “Chapter 11 Cases”) of the Bankruptcy Code in this Court. The Chapter 11 Cases are being jointly administered pursuant to Bankruptcy Rule 1015(b) and Local Rule 1015-1. The Debtors continue to operate their businesses and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

6. On June 16, 2023, pursuant to section 1102 of the Bankruptcy Code, the Office of the United States Trustee for Region 7 (Southern and Western Districts of Texas) (the “U.S. Trustee”) appointed the Committee. The Committee entered into the Committee Bylaws which, among other things, imposes certain confidentiality obligations on the Committee members as to confidential information about the Debtors provided to the Committee.

7. On September 6, 2023, the Court entered the *Order Granting Expedited Motion of the Official Committee of Unsecured Creditors of Wesco Aircraft Holdings, Inc. et al. For Entry of an Order Pursuant to Federal Rule of Civil Procedure 24 and Federal Rule of Bankruptcy Procedure 7024 Authorizing Intervention in Adversary Proceeding* [Docket No. 237 of Adv. Pro. No. 23-03091].

8. On September 6, 2023, the Court entered the Protective Order. The Committee is a signatory to the Protective Order. The Protective Order provides that parties may designate Discovery Material as Confidential or Highly Confidential – Professionals’ Eyes-Only Information. Discovery Material designated as such may only be disclosed to specific persons as specified in the Protective Order. Protective Order ¶¶ 5.2, 5.3. And anything filed with the Court

that contains this type of information must redact the information from the public filing and file the information under seal pursuant to the Court's rules governing sealed documents. Protective Order ¶ 4.2.

9. The Confidential Documents are or reflect Discovery Material that the Committee has received from other parties in response to discovery requests that the producing parties have designated as "Confidential" or "Highly Confidential" (the "Confidential Information"). As such, the Committee is seeking to file the Confidential Documents as exhibits on the Exhibit List under seal.

10. Contemporaneously with the filing of this Motion, the Committee is filing a sealed version of the Exhibit List.

BASIS FOR RELIEF REQUESTED AND APPLICABLE AUTHORITY

11. Bankruptcy Code section 105(a) codifies the inherent equitable powers of the Court and empowers the Court to "issue any order, process, or judgment that is necessary or appropriate to carry out the provisions of this title." 11 U.S.C. §105(a).

12. Bankruptcy Code section 107(b) further provides that "[o]n request of a party in interest, the bankruptcy court shall . . . protect an entity with respect to a trade secret or confidential research, development, or commercial information," *See* 11 U.S.C. § 107(b)(1); *In re Gen. Homes Corp.*, 181 B.R. 898, 903 (Bankr. S.D. Tex.) 1995. Indeed, pursuant to Bankruptcy Rule 9018, "the court may make any order which justice requires . . . to protect the estate or any entity in respect of a trade secret or other confidential research, development, or commercial information . . ." Fed. R. Bankr. P. 9018.

13. Both Bankruptcy Code section 107(b) and Bankruptcy Rule 2018 were designed "to protect business entities from disclosure of information that could reasonably be expected to

cause the entity commercial injury,” and to prevent competitors from gaining an unfair advantage. *In re Global Crossing Ltd.*, 295 B.R. 720, 725 (Bankr. S.D.N.Y. 2003); *In re Faucett*, 438 B.R. 564, 567 (Bankr. W.D. Tex. 2010). Indeed, Bankruptcy Code section 107(b) *requires* a Court to seal such information. *In re Northstar Energy, Inc.*, 315 B.R. 425, 429 (Bankr. E.D. Tex. 2004); *see also Video Software Delers Ass’n v. Orion Pictures Corp. (In re Orion Pictures Corp.)*, 21 F.3d 24, 27 (2d Cir. 1994).

14. Furthermore, Rule 9037-1 of the Local Rules states that a “document may initially be filed under seal if the filing party simultaneously files a motion requesting that the document be maintained under seal.” L.R. 9037-1. “In some instances, it may be practicable to redact relevant confidential information from a document, and to file the redacted document in the public record. In those instances, (i) a redacted document should be filed, not under seal; and (ii) the unredacted document should simultaneously be filed, under seal.” *Id.* The Committee is filing a version of the Exhibit List with slip sheets and a sealed version of the Exhibit List.

15. The Protective Order mandates that the Committee protect the Confidential Material from unauthorized disclosure. Further, before the Protective Order was entered and ordered, the Debtors provided certain confidential information to the Committee which, pursuant to the confidentiality restriction in the Committee Bylaws must be kept confidential. Because Confidential Material is included in the Confidential Documents, the Committee files this Motion in keeping with its obligations to keep this information confidential.

16. Accordingly, the Committee respectfully requests that the Court enter an order authorizing it to file the Exhibit List containing the Confidential Documents under seal.

RESERVATION OF RIGHTS

17. The Committee reserves all rights to amend this Motion prior to or during any hearing on this Motion.

CONCLUSION

WHEREFORE, the Committee respectfully requests that the Court enter the order, substantially in the form hereto as **Exhibit A**, authorizing the Committee to file the Exhibit List under seal, and granting such other and further relief as the Court deems just and proper.

Dated: June 3, 2024

Respectfully submitted,

MCDERMOTT WILL & EMERY LLP

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Counsel to the Official Committee of Unsecured Creditors of Wesco Aircraft Holdings, Inc., et al.

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing pleading was caused to be served electronically through the Court's CM/ECF system on June 3, 2024, on all parties registered to receive electronic service in the above cases.

By: /s/ Charles R. Gibbs

Charles R. Gibbs

Exhibit A

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

<i>In re:</i> WESCO AIRCRAFT HOLDINGS, INC., et al., Debtors. ¹	Chapter 11
WESCO AIRCRAFT HOLDINGS, INC., et al., Plaintiffs,	Case No. 23-90611 (MI)
v.	(Jointly Administered)
SSD INVESTMENTS LTD., et al., Defendants.	Adv. Pro. No. 23-03091 (MI)
SSD INVESTMENTS LTD., et al., Counterclaim Plaintiffs,	
v.	
WESCO AIRCRAFT HOLDINGS, INC., et al., Counterclaim Defendants.	

**ORDER GRANTING MOTION OF THE OFFICIAL COMMITTEE
OF UNSECURED CREDITORS TO FILE WITNESS AND EXHIBIT
LIST FOR JUNE 5 AND JUNE 6, 2024, UNDER SEAL**

Upon the *Motion of the Official Committee of Unsecured Creditors to File Witness and Exhibit List for June 5, and June 6, 2024, Under Seal* (the “Motion”);² and the Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. § 1334; and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Motion having been provided under the circumstances;

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² Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Motion.

and it further appearing that cause exists to grant the relief requested in the Motion and that the relief requested in the Motion is in the best interests of the Debtors, their estates and creditors; and upon due consideration of the Motion; and upon all of the proceedings had before the Court; and after due deliberation thereon and sufficient cause appearing therefore, it is hereby ORDERED that:

1. Pursuant to sections 105(a) and 107(b) of the Bankruptcy Code and Bankruptcy Rule 9018, the Committee is authorized to file the Exhibit List under seal.

2. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

3. The Committee is authorized to take all actions necessary to effectuate the relief granted in this Order in accordance with the Motion.

4. The Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

DATED: _____, 2024

THE HONORABLE MARVIN ISGUR
UNITED STATES BANKRUPTCY JUDGE

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

<i>In re:</i> WESCO AIRCRAFT HOLDINGS, INC., et al., Debtors. ¹	Chapter 11
WESCO AIRCRAFT HOLDINGS, INC., et al., Plaintiffs,	Case No. 23-90611 (MI)
v.	(Jointly Administered)
SSD INVESTMENTS LTD., et al., Defendants.	Adv. Pro. No. 23-03091 (MI)
SSD INVESTMENTS LTD., et al., Counterclaim Plaintiffs,	
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and it further appearing that cause exists to grant the relief requested in the Motion and that the relief requested in the Motion is in the best interests of the Debtors, their estates and creditors; and upon due consideration of the Motion; and upon all of the proceedings had before the Court; and after due deliberation thereon and sufficient cause appearing therefore, it is hereby ORDERED that:

1. Pursuant to sections 105(a) and 107(b) of the Bankruptcy Code and Bankruptcy Rule 9018, the Committee is authorized to file the Exhibit List under seal.

2. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

3. The Committee is authorized to take all actions necessary to effectuate the relief granted in this Order in accordance with the Motion.

4. The Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

DATED: _____, 2024

THE HONORABLE MARVIN ISGUR
UNITED STATES BANKRUPTCY JUDGE