

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

Docket #0939 Date Filed: 10/24/2024

**In re****SC HEALTHCARE HOLDING, LLC *et al.*,****Debtors.<sup>1</sup>**

Chapter 11

Case No. 24-10443 (TMH)

Jointly Administered

**GLOBAL NOTES TO MONTHLY OPERATING REPORT  
FOR SC HEALTHCARE HOLDING, LLC AND ITS DEBTOR AFFILIATES**

On March 20, 2024, SC Healthcare Holding, LLC and its debtor affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “Debtors”), each commenced a voluntary case (collectively, these “Chapter 11 Cases”) under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101–1532 in the United States Bankruptcy Court for the District of Delaware (the “Court”). The Debtors are operating their businesses as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. On March 22, 2024, the Court entered an order authorizing the joint administration of the cases pursuant to rule 1015(b) of the Federal Rules of Bankruptcy Procedure. *See* Docket No. 79. On April 9, 2024, the United States Trustee for the District of Delaware (the “U.S. Trustee”) appointed an official committee of unsecured creditors pursuant to section 1102(a)(1) of the Bankruptcy Code (the “Committee”). *See* Docket No. 131.

Pursuant to the relief granted in the *Order Modifying the Requirements for Filing Monthly Operating Reports, Conditionally Modifying Deadlines for the Receivership Debtors, and Granting Related Relief* [Docket No. 342], the Debtors are filing one Monthly Operating Report (this “MOR”) on a consolidated basis; this MOR will be docketed in the chapter 11 case of the lead Debtor, SC Healthcare Holding, LLC, Case No. 24-10443.

The following notes and statements of limitations and disclaimers should be referred to, and referenced in connection with, any review of the Debtors’ MORs.

- 1. General Methodology.** The Debtors are filing this consolidated MOR for the period including June 1, 2024, through and including June 30, 2024 (the “Reporting Period”), solely for purposes of complying with the monthly reporting requirements applicable in the Debtors’ chapter 11 cases. This MOR is unaudited, has not been prepared in accordance with Generally Accepted Accounting Principles in the United States (“U.S. GAAP”), does not include all of the information and footnotes required by U.S. GAAP, and remains subject to future adjustments. The MOR is not intended to reconcile to any financial statements otherwise prepared or distributed by the Debtors. The MOR is in a format

<sup>1</sup> The last four digits of SC Healthcare Holding, LLC’s tax identification number are 2584. The mailing address for SC Healthcare Holding, LLC is c/o Petersen Health Care Management, LLC 830 West Trailcreek Dr., Peoria, IL 61614. Due to the large number of debtors in these Chapter 11 Cases, whose cases are being jointly administered, a complete list of the Debtors and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information is available on a website of the Debtors’ claims and noticing agent at [www.kccllc.net/Petersen](http://www.kccllc.net/Petersen).



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acceptable to the U.S. Trustee. The MOR should not be relied upon by any person for information relating to the current or future financial condition of the Debtors or their affiliates, the occurrence or non-occurrence of any event, or the performance of any of the Debtors or their affiliates, as the results of operations addressed herein are not necessarily indicative of results that may be expected from any other period or for the full year and may not reflect the combined results of the Debtors' operations, the Debtors' financial position, or the Debtors' schedule of receipts and disbursements in the future. The preparation of this MOR required the Debtors to make commercially reasonable estimates and assumptions with respect to the reported amounts of assets and liabilities at month end and the reported amounts of revenues and expenses during the applicable reporting periods. Actual results could differ materially from such estimates.

2. **Basis of Presentation.** In preparing the MOR, the Debtors relied on financial information from the books and records available to them at the time of such preparation. The financial information contained herein is derived from the Debtors' books and records without, among other things, all adjustments or reclassifications that may be necessary or typical for consolidated financial statements or to accord with U.S. GAAP. As a result, all information contained herein is subject to changes, which could be material. Although the Debtors made commercially reasonable efforts to ensure the material accuracy and completeness of this MOR, it is possible that not all assets, liabilities, income, or expenses have been attributed to the correct legal entity.

The information contained in this MOR has not been subjected to procedures that would typically be applied to financial information presented in accordance with U.S. GAAP or any other recognized financial reporting framework. If such procedures were applied, the Debtors believe that the financial information presented in this MOR could be subject to material change.

For the reasons discussed above, there can be no assurance that the financial information presented herein is complete, and readers are strongly cautioned not to place undue reliance on this MOR.

3. **Reporting Period.** Unless otherwise noted herein, this MOR generally reflects the Debtors' books and records for the applicable Reporting Period. Unless otherwise noted herein, no adjustments have been made for activity occurring after the close of the Reporting Period.
4. **Accuracy.** The financial information disclosed herein was not prepared in accordance with federal or state securities laws or other applicable non-bankruptcy law or in lieu of complying with any periodic reporting requirements thereunder. Persons and entities trading in or otherwise purchasing, selling, or transferring claims against or interests in the Debtors should evaluate this financial information in light of the purposes for which it was prepared. The Debtors and their advisors are not liable for and undertake no responsibility (i) to indicate variations from state, federal, or other securities laws or (ii) for any evaluations of the Debtors, including of their financial condition, based on the information provided in this MOR or any other information.
5. **Debtor in Possession Financing.** On May 14, 2024, the Court entered that certain *Final Order (I) Authorizing the Debtors to Obtain Postpetition Financing, (II) Granting Security Interests and Superpriority Administrative Expense Status, (III) Granting Adequate Protection to Certain Prepetition Secured Credit Parties, (IV) Modifying the Automatic Stay, (V) Authorizing the Debtors to Enter Into Agreements with JMB Capital Partners Lending, LLC, (VI) Authorizing Use of Cash Collateral, and (VII) Granting Related Relief* [Docket No. 313] (the "Final DIP Order") authorizing the Debtors to enter into DIP Loan

Documents (as defined in the Final DIP Order) and obtain post-petition financing thereunder.

Please refer to the Final DIP Order for additional details.

- 6. Payment of Prepetition Claims Pursuant to First Day Orders.** Following the Petition Date, the Court entered various orders authorizing, but not directing, the Debtors to, among other things, pay certain prepetition: (i) service fees and charges assessed by the Debtors' banks; (ii) insurance and surety obligations; (iii) employee wages, salaries, and related items (including, but not limited to, employee benefit programs and supplemental workforce obligations); (iv) taxes; and (v) critical vendor obligations. To the extent any payments were made during the Reporting Period on account of prepetition claims pursuant to the authority granted to the Debtors by the Court, such payments have been included in this MOR (subject to the notes and statements and limitations provided herein).
- 7. Reservation of Rights.** The Debtors reserve all rights to amend or supplement the 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.
- 8. Insiders.** Information regarding the individuals listed as "insiders" in this MOR have been included for informational purposes only. The Debtors do not take any position with respect to, and reserve all rights with respect to: (i) such person's influence over or control of the Debtors, (ii) the management responsibilities or functions of such individual, (iii) the decision-making or corporate authority of such individual, or (iv) whether such individual could successfully argue that he or she is not an "insider" under applicable law, including any state, federal, or other securities law, or with respect to any theories of liability or for any other purpose.
- 9. Currency.** All amounts shown in the MOR are in United States dollars unless otherwise stated.
- 10. MOR Information Requests.** The Debtors and/or their advisors are managing an email address to which parties may send requests for additional information from the Debtors regarding the information contained in this and all other MORs. For any such requests, please visit <https://www.veritaglobal.net/Petersen/inquiry> to submit an inquiry.

#### **11. Specific MOR Disclosures.**

##### **Notes to Part 1: Cash Receipts and Disbursements**

- Balances and transactions sourced from various Debtor bank statements. Summary transaction detail included in supporting documentation.
- Consolidated MOR net of intercompany transfers.
- The Debtor reported \$20,077,013.82 in collections with \$5,000,000.00 DIP funding included in the month ended June 30, 2024.
- Debtor transactions include intercompany transfers with other Debtors. Note that there are no intercompany transfers with non-Debtors.
- No disbursements made by third party for the benefit of the estate.

## Notes to Part 2: Asset and Liability Status

Unless otherwise noted, balances are sourced from internal financial reporting.

- a. Accounts receivable (total net of allowance)**  
Includes patient and non-patient receivables. Corporate accounts receivable include accrued receivables due from the Debtors (e.g., rent, management fees, and shared facility expenses). In the consolidated MOR, these accrued receivables are netted against their liability counterpart held by the Debtors. The netting effect decreases assets and liabilities by \$75.2MM.
- b. Accounts receivable over 90 days outstanding (net of allowance)**  
Balance only reflects patient accounts receivable.
- c. Inventory**  
Inventory not reported.
- e. Total assets**  
Includes intercompany receivables (payables) to Debtor and non-Debtor entities, which are broken out in the MOR. Debtor assets include accrued expenses due to corporate, which are netted out in the consolidated MOR.
- f. Postpetition payable (excluding taxes)**  
Includes DIP funding and postpetition account payables.
- g. Postpetition payables past due (excluding taxes)**  
Includes trade payables.
- h. Postpetition taxes payables**  
Includes postpetition accrued payroll taxes.
- i. Postpetition taxes past due**  
Postpetition taxes are current.
- k. Prepetition secured debt**  
Consolidated prepetition secured debt includes \$130.1MM of mortgage payables and \$701.0K of vehicle notes.
- l. Prepetition priority debt**  
No priority debt designations.
- m. Prepetition unsecured debt**  
Includes all other liabilities. Debtor liabilities include accrued expenses due to corporate, which are netted out in the consolidated MOR.

**Notes to Part 3: Assets Sold or Transferred**

No assets sold or transferred as of June 30, 2024.

**Notes to Part 4: Income Statement (Statement of Operations)**

Amounts are sourced from internal financial reporting.

**a. Gross income/sales (net of returns and allowances)**

Profit (loss) includes patient care revenue, rent income, and incentive programs. Consolidated MOR nets out rent income and management fee revenue.

**b. Cost of goods sold (inclusive of depreciation, if applicable)**

Includes resident-related expenses (e.g., dietary, nursing, staffing agencies, therapy). Consolidated MOR nets out rent expense and management fee expense.

**d. Selling expenses**

None.

**e. General and administrative expenses**

Includes administrative, management fees, property related, and rent expenses.

**f. Other expenses**

Includes bad debt expense.

**i. Taxes (local, state, and federal)**

Includes provider, real estate, and income tax.

**j. Reorganization items**

None.

### **Notes to Part 5: Professional Fees and Expenses**

\$616,862.64 in bankruptcy professional fees were paid during the month ended June 30, 2024, \$616,862.64 cumulative postpetition total. \$63,047.65 in nonbankruptcy professional fees were paid during the month ended June 30, 2024, \$88,547.65 cumulative postpetition total.

### **Notes to Part 6: Postpetition Taxes**

**c. Postpetition employer payroll taxes paid**

Accrued employer payroll taxes are available on the consolidated level but not reported by Debtor.

**f. Postpetition other taxes accrued (local, state, and federal)**

Includes bed tax assessments payable to the state. Debtor estimates accrual amount based on occupied bed count and local tax rate.

**g. Postpetition other taxes paid (local, state, and federal)**

Includes bed tax assessments payable to the state.

### **Notes to Part 7: Questionnaire – During this reporting period:**

**a. Were any payments made on prepetition debt?**

\$80,000.42 of critical vendor payments were made during the reporting period ended June 30, 2024. Additionally, certain de minimis automatic payments were drawn that were immediately terminated once discovered upon bank account reconciliation.

**c. Were any payments made to or on behalf of insiders?**

Certain insiders were paid salaries pursuant to the Debtors' authority to continue to make such payments in the ordinary course of business and in accordance with the Debtors' prepetition policies and practices under the Wages Order [Docket No. 216].

**f. Were all trust fund taxes remitted on a current basis?**

Not applicable, business does not have trust funds.

**g. Was there any postpetition borrowing, other than trade credit?**

\$5MM DIP draw reported during the reporting period ended June 30, 2024.

UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In Re. SC HEALTHCARE HOLDING, LLC, et al. §  
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§  
§  
Debtor(s)

Case No. 24-10443

Lead Case No. 24-10443

Jointly Administered

**Monthly Operating Report**

Chapter 11

Reporting Period Ended: 06/30/2024

Petition Date: 03/21/2024

Months Pending: 3

Industry Classification: 

6	2	3	0
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Reporting Method: Accrual Basis

Cash Basis

Debtor's Full-Time Employees (current): 3,490

Debtor's Full-Time Employees (as of date of order for relief): 3,540

**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/ Shella Borovinskaya  
Signature of Responsible Party  
10/24/2024  
Date

Shella Borovinskaya  
Printed Name of Responsible Party  
Young Conaway Stargatt & Taylor, LLP  
Rodney Square, 1000 North King Street  
Wilmington, DE 19801  
Address

STATEMENT: This Periodic Report is associated with an open bankruptcy case; therefore, Paperwork Reduction Act exemption 5 C.F.R. § 1320.4(a)(2) applies.

Debtor's Name SC HEALTHCARE HOLDING, LLC, et al.

Case No. 24-10443

<b>Part 1: Cash Receipts and Disbursements</b>		<b>Current Month</b>	<b>Cumulative</b>
a.	Cash balance beginning of month	\$12,976,834	
b.	Total receipts (net of transfers between accounts)	\$20,077,013	\$72,442,597
c.	Total disbursements (net of transfers between accounts)	\$18,050,348	\$59,113,636
d.	Cash balance end of month (a+b-c)	\$15,003,499	
e.	Disbursements made by third party for the benefit of the estate	\$0	\$0
f.	Total disbursements for quarterly fee calculation (c+e)	\$18,050,348	\$59,113,636
<b>Part 2: Asset and Liability Status</b>		<b>Current Month</b>	
<b>(Not generally applicable to Individual Debtors. See Instructions.)</b>			
a.	Accounts receivable (total net of allowance)	\$130,822,685	
b.	Accounts receivable over 90 days outstanding (net of allowance)	\$57,740,145	
c.	Inventory (Book <input type="radio"/> Market <input type="radio"/> Other <input checked="" type="radio"/> (attach explanation))	\$0	
d.	Total current assets	\$155,544,014	
e.	Total assets	\$279,748,185	
f.	Postpetition payables (excluding taxes)	\$18,615,230	
g.	Postpetition payables past due (excluding taxes)	\$3,897,931	
h.	Postpetition taxes payable	\$1,315,096	
i.	Postpetition taxes past due	\$0	
j.	Total postpetition debt (f+h)	\$19,930,326	
k.	Prepetition secured debt	\$130,831,025	
l.	Prepetition priority debt	\$0	
m.	Prepetition unsecured debt	\$129,334,276	
n.	Total liabilities (debt) (j+k+l+m)	\$280,095,627	
o.	Ending equity/net worth (e-n)	\$-347,442	
<b>Part 3: Assets Sold or Transferred</b>		<b>Current Month</b>	<b>Cumulative</b>
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
<b>Part 4: Income Statement (Statement of Operations)</b>		<b>Current Month</b>	<b>Cumulative</b>
<b>(Not generally applicable to Individual Debtors. See Instructions.)</b>			
a.	Gross income/sales (net of returns and allowances)	\$16,145,490	
b.	Cost of goods sold (inclusive of depreciation, if applicable)	\$9,792,101	
c.	Gross profit (a-b)	\$6,353,389	
d.	Selling expenses	\$0	
e.	General and administrative expenses	\$6,456,326	
f.	Other expenses	\$273,000	
g.	Depreciation and/or amortization (not included in 4b)	\$543,773	
h.	Interest	\$14,499	
i.	Taxes (local, state, and federal)	\$1,402,774	
j.	Reorganization items	\$0	
k.	Profit (loss)	\$-2,336,983	\$-9,004,954



Debtor's Name SC HEALTHCARE HOLDING, LLC, et al.

Case No. 24-10443

**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	\$616,863	\$616,863
	<i>Itemized Breakdown by Firm</i>					
	Firm Name	Role				
i	Young Conaway	Co-Counsel	\$0	\$0	\$251,202	\$251,202
ii	Getzler Henrich	Financial Professional	\$0	\$0	\$365,660	\$365,660
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Debtor's Name SC HEALTHCARE HOLDING, LLC, et al.

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Debtor's Name SC HEALTHCARE HOLDING, LLC, et al.

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			Approved Current Month	Approved Cumulative	Paid Current Month	Paid Cumulative	
b.	Debtor's professional fees & expenses (nonbankruptcy) <i>Aggregate Total</i>		\$0	\$0	\$63,048	\$88,548	
	<i>Itemized Breakdown by Firm</i>						
		Firm Name	Role				
	i	Kemper Technology	Other	\$0	\$0	\$3,909	\$3,909
	ii	Livingston, Barger, Brandt & S	Local Counsel	\$0	\$0	\$33,639	\$33,639
	iii	Stanton	Other	\$0	\$0	\$25,500	\$51,000
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Debtor's Name SC HEALTHCARE HOLDING, LLC, et al.

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Debtor's Name SC HEALTHCARE HOLDING, LLC, et al.

Case No. 24-10443

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Debtor's Name SC HEALTHCARE HOLDING, LLC, et al.

Case No. 24-10443

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c.	All professional fees and expenses (debtor & committees)			\$0	\$0	\$679,910	\$705,410

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	\$398,787	\$398,787
d.	Postpetition employer payroll taxes paid	\$845,651	\$2,430,733
e.	Postpetition property taxes paid	\$0	\$0
f.	Postpetition other taxes accrued (local, state, and federal)	\$1,126,393	\$1,126,393
g.	Postpetition other taxes paid (local, state, and federal)	\$487,175	\$3,256,993

**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 SC HEALTHCARE HOLDING, LLC, et al.

Case No. 24-10443

**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  No
- m. If yes, have you made all Domestic Support Obligation payments? Yes  No  N/A

**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](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.**

*David Campbell*

Signature of Responsible Party

Chief Restructuring Officer

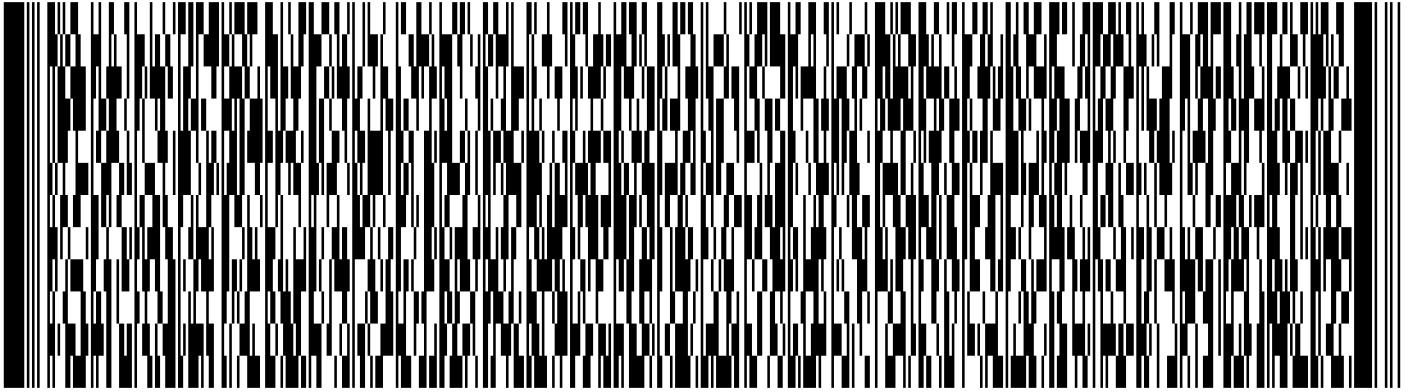
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David R. Campbell

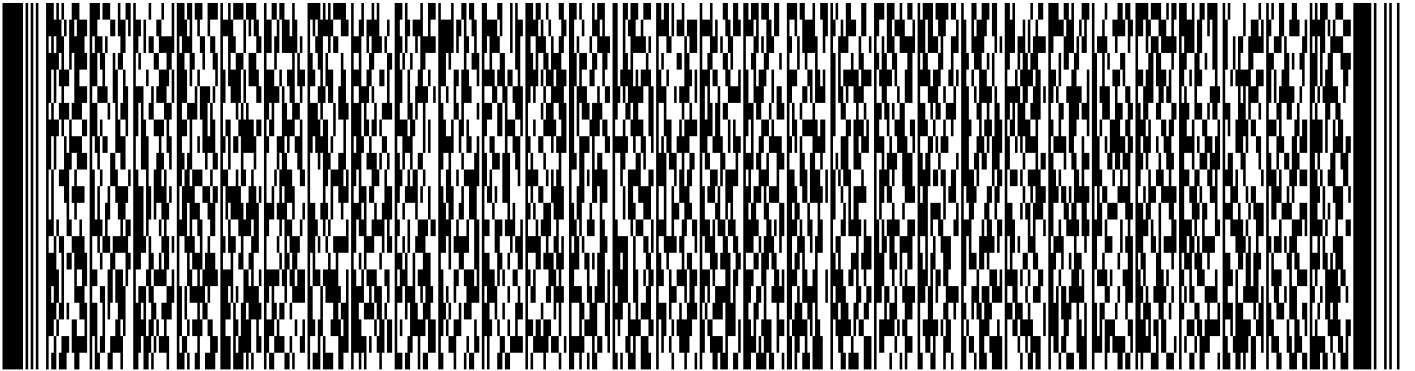
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10/24/2024

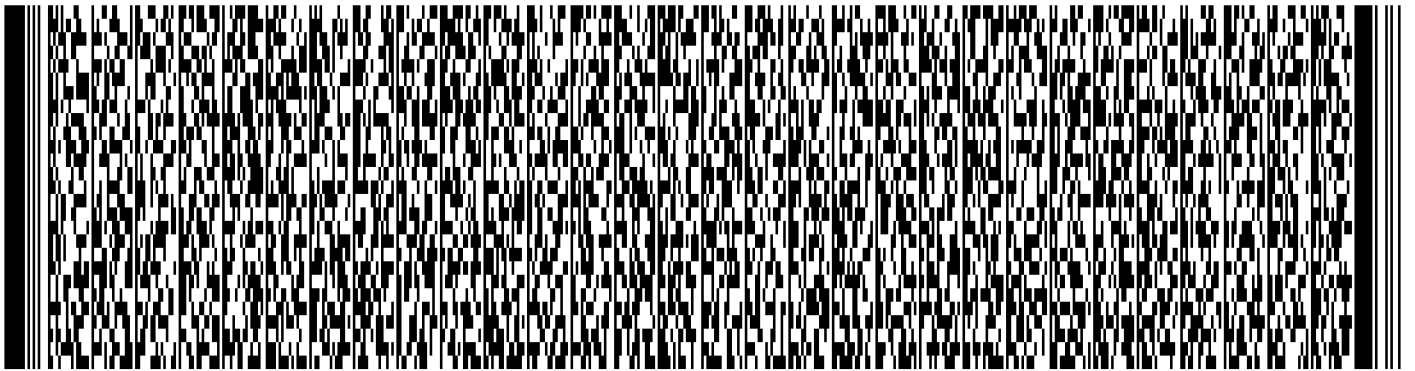
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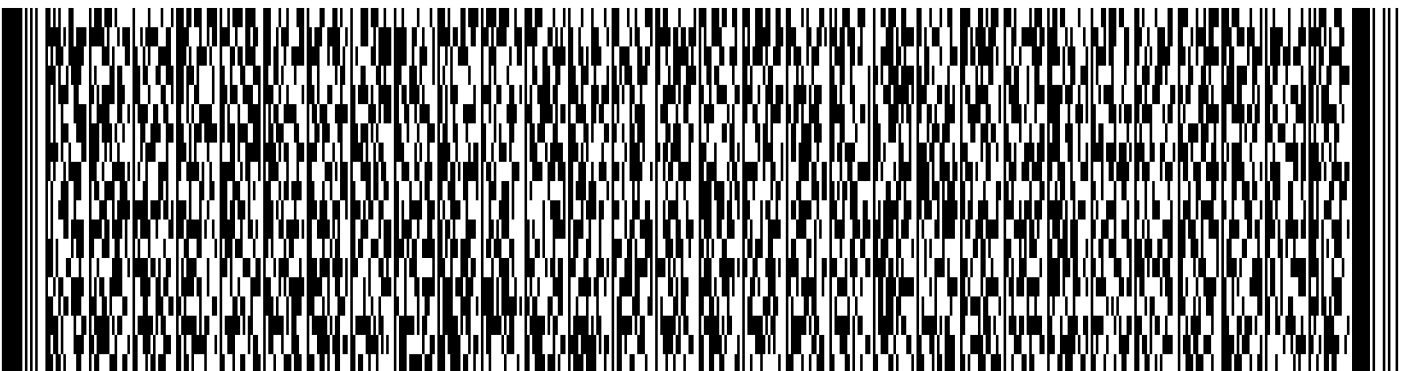
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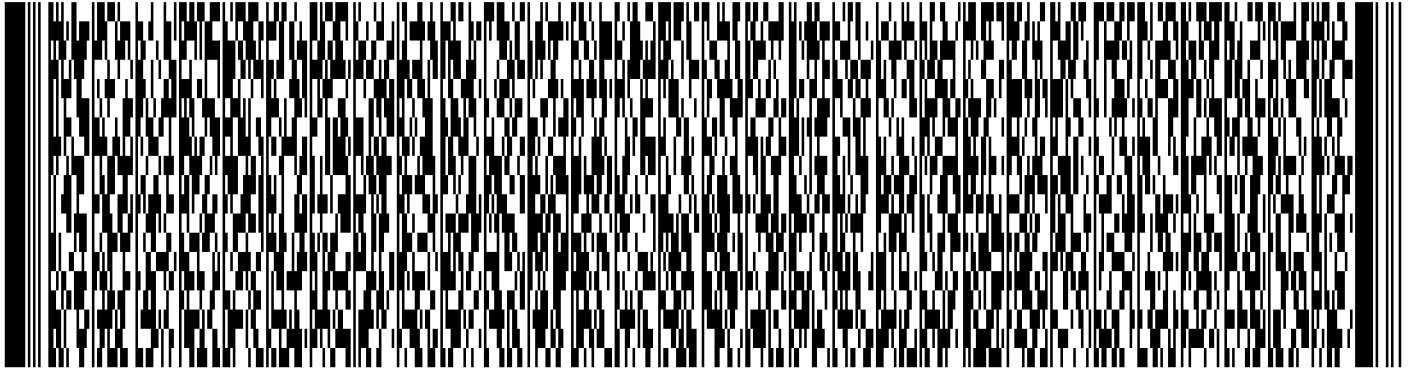


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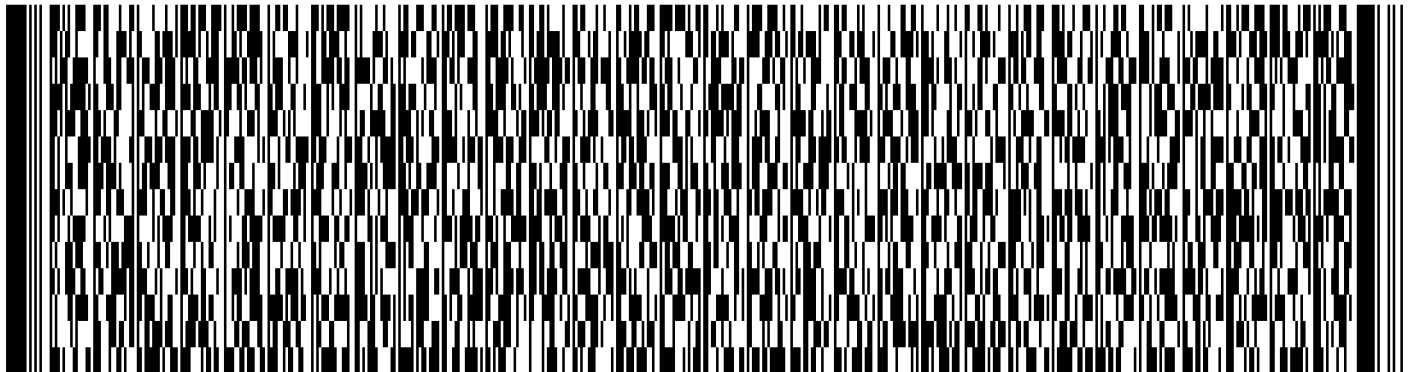


Debtor's Name SC HEALTHCARE HOLDING, LLC, et al.

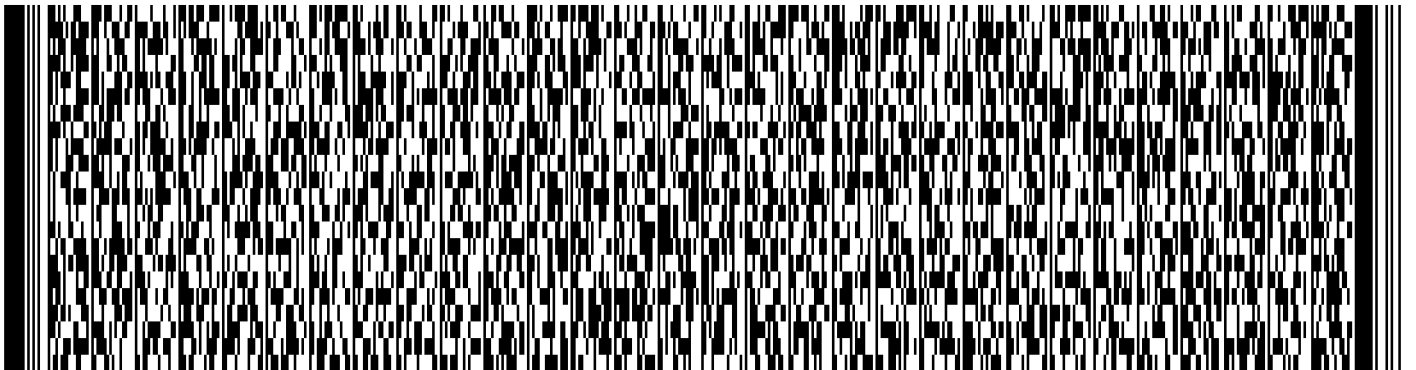
Case No. 24-10443



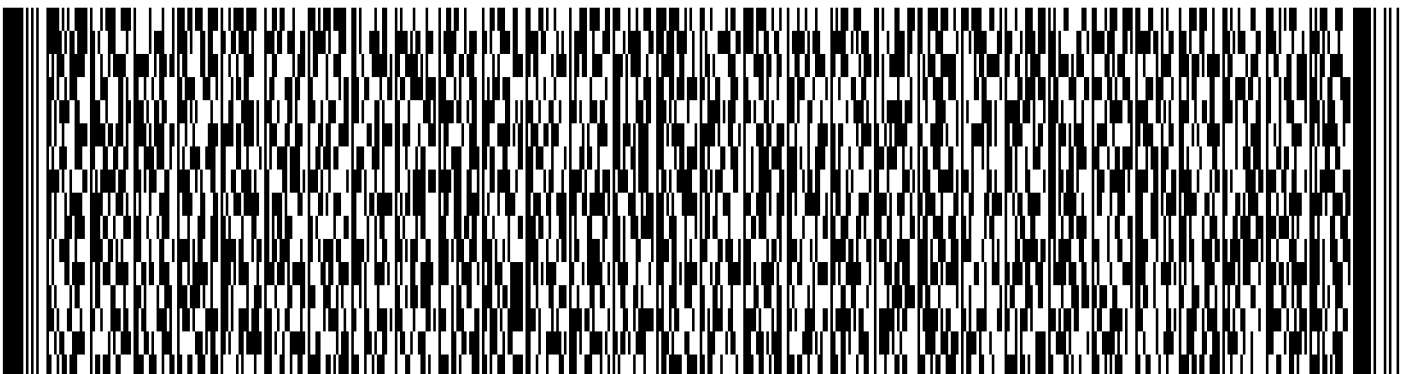
Bankruptcy1to50



Bankruptcy51to100



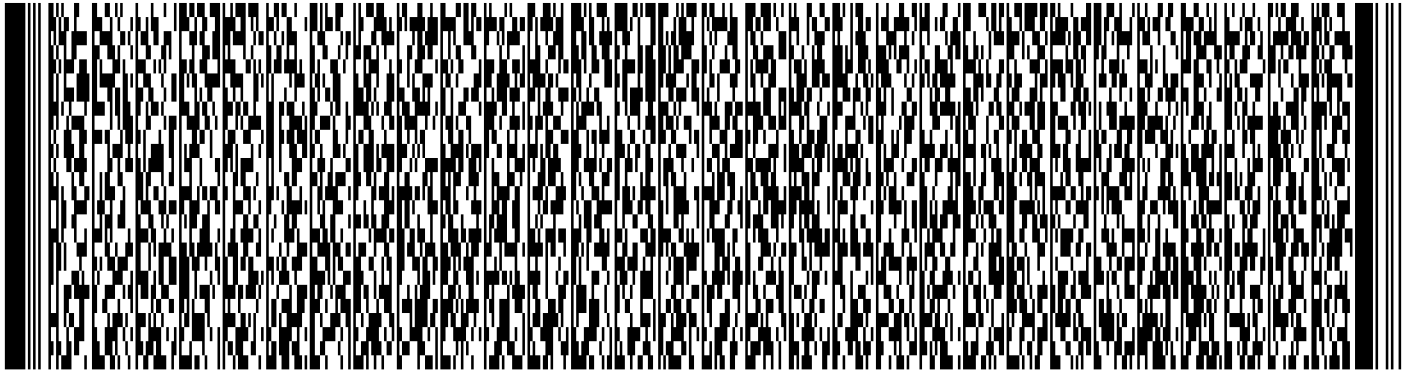
NonBankruptcy1to50



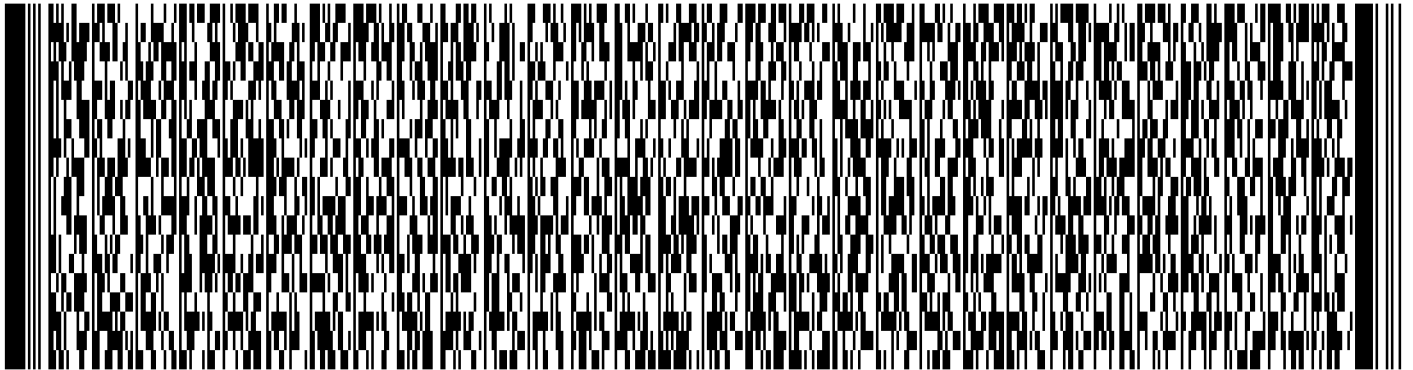
NonBankruptcy51to100

Debtor's Name SC HEALTHCARE HOLDING, LLC, et al.

Case No. 24-10443



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PageFour

**Exhibit - 01**

In re: SC HEALTHCARE HOLDING, LLC et al.

Case No.: 24-10443 (TMH)  
 Reporting Period: 06/01/24 - 06/30/24

<b>Cash Receipts and Disbursements</b> <i>(\$000's omitted)</i>	<b>Reporting Period</b>		<b>Cumulative</b>	
	<b>06/01/24 - 06/30/24</b>		<b>03/20/24 - 06/30/24</b>	
Beginning Bank Cash Balance	\$	12,977	\$	1,675
Total Receipts		20,077		72,443
Total Disbursements		18,050		59,114
<b>Ending Bank Cash Balance</b>	<b>\$</b>	<b>15,003</b>	<b>\$</b>	<b>15,003</b>

Exhibit - 02

In re: SC HEALTHCARE HOLDING, LLC et al.

Case No.:

24-10443 (TMH)

Reporting Period:

06/01/24 - 06/30/24

Balance Sheet ( <i>\$000's omitted</i> )	As of 06/30/24
<b>Assets</b>	
<b>Current Assets</b>	
Cash and Cash Equivalents	\$ 5,384
Accounts Receivable, Net	130,823
Prepaid Expenses	19,337
<b>Total Current Assets</b>	<b>155,544</b>
Fixed Assets, Net	76,215
Intangible Assets, Net	5,500
Escrows and Reserves	19,293
Intercompany Receivable	6,676
Employee Advances / Loans	113
Other Long Term Assets	16,407
<b>Total Assets</b>	<b>\$ 279,748</b>
<b>Liabilities and Equity</b>	
<b>Liabilities</b>	
<b>Current Liabilities</b>	
Accounts Payable	\$ 66,459
Accrued Liabilities	21,227
Dividend Payable	(3,744)
Note Payable - Current Portion	16,688
<b>Total Current Liabilities</b>	<b>100,630</b>
Mortgage Loans	130,130
Note Payable - Long Term Portion	3,955
Loan Payable - MCAD Adv Payment	43,582
Loan Payable - Medicare Adv Payment	1,798
Other Liabilities	-
<b>Total Liabilities</b>	<b>\$ 280,096</b>
<b>Stockholders Equity</b>	<b>\$ (347)</b>
<b>Total Liabilities and Equity</b>	<b>\$ 279,748</b>

## Exhibit - 03

In re: SC HEALTHCARE HOLDING, LLC et al.

Case No.: 24-10443 (TMH)  
Reporting Period: 06/01/24 - 06/30/24

Income Statement ( <i>\$000's omitted</i> )	Reporting Period 06/01/24 - 06/30/24	Cumulative 03/20/24 - 06/30/24
<b>Revenue</b>		
Inpatient Revenue	\$ 15,765	\$ 53,472
Other Revenues	973	3,030
Incentive Programs	(592)	(1,564)
<b>Total Revenue</b>	<b>\$ 16,145</b>	<b>\$ 54,939</b>
<b>Operating Expenses</b>		
Agency Expense	\$ 837	\$ 2,595
Dietary Expense	1,782	6,134
Nursing Expense	6,710	22,858
PHC Agency Expense	437	1,515
Other Resident-Related Expenses	-	176
Administrative Expense	2,869	8,964
Employee-Related Expense	1,031	3,830
Housekeeping Expense	721	2,545
Operations & Maintenance	804	2,582
Other Expenses	1,606	4,928
<b>Total Operating Expenses</b>	<b>\$ 16,798</b>	<b>\$ 56,128</b>
<b>Net Operating Income</b>	<b>\$ (652)</b>	<b>\$ (1,189)</b>
<b>Non-Operating Expenses</b>		
Depreciation and Amortization	\$ 544	\$ 1,824
Interest	14	2,046
Property Tax	-	98
Provider Tax	1,126	3,847
<b>Total Non-Operating Expenses</b>	<b>\$ 1,685</b>	<b>\$ 7,816</b>
<b>Net Income (Loss)</b>	<b>\$ (2,337)</b>	<b>\$ (9,005)</b>

**Exhibit - 04**

In re: SC HEALTHCARE HOLDING, LLC et al.

Case No.: 24-10443 (TMH)  
Reporting Period: 06/01/24 - 06/30/24

<b>Resident A/R Aging</b> <i>(\$000's omitted)</i>	<b>Total</b>	<b>Deposits</b>	<b>Current</b>	<b>1-30 Days</b>	<b>31-60 Days</b>	<b>61-90 Days</b>	<b>90+ Days</b>
Managed Care	\$ 6,511	\$ -	\$ 291	\$ 260	\$ 82	\$ 31	\$ 5,846
Medicaid	33,819	-	8,777	3,556	2,126	1,146	18,213
Medicare A	6,223	-	703	376	163	59	4,923
Medicare B	856	-	233	40	22	2	559
Outpatient	11	-	2	-	2	2	5
Private	32,098	(84)	2,121	1,388	995	964	26,714
Other	1,632	-	58	75	20	(1)	1,480
<b>Total</b>	<b>\$ 81,151</b>	<b>\$ (84)</b>	<b>\$ 12,185</b>	<b>\$ 5,696</b>	<b>\$ 3,411</b>	<b>\$ 2,203</b>	<b>\$ 57,740</b>

**Exhibit - 05**

In re: SC HEALTHCARE HOLDING, LLC et al.

Case No.: 24-10443 (TMH)  
Reporting Period: 06/01/24 - 06/30/24

Postpetition A/P Aging (\$000's omitted)			Total Past				
	Total	Current	Due	1-30 Days	31-60 Days	61-90 Days	90+ Days
Trade Payables	\$ 4,221	\$ 323	\$ 3,898	\$ 1,477	\$ 1,495	\$ 437	\$ 489
Line of Credit	14,395	14,395	-	-	-	-	-
Taxes	1,315	1,315	-	-	-	-	-
<b>Total</b>	<b>\$ 19,930</b>	<b>\$ 16,032</b>	<b>\$ 3,898</b>	<b>\$ 1,477</b>	<b>\$ 1,495</b>	<b>\$ 437</b>	<b>\$ 489</b>

Exhibit - 06

In re: SC HEALTHCARE HOLDING, LLC et al.

Case No.: 24-10443 (TMH)  
Reporting Period: 06/01/24 - 06/30/24

Insider Payments	Reporting Period		Cumulative	
	06/01/24 - 06/30/24		03/20/24 - 06/30/24	
Berry, Dannelle <i>Chief Financial Officer (CFO)</i>	\$	15,834	\$	55,419
Currier, Doug <i>Director of Assisted Living</i>	\$	15,834	\$	55,419
Snyder, Marikay <i>General Counsel</i>	\$	39,168	\$	122,087
Wilson, Greg <i>Director of Senior Nursing Facilities</i>	\$	27,084	\$	94,729
<b>Total Insider Payments</b>	<b>\$</b>	<b>97,920</b>	<b>\$</b>	<b>327,654</b>



In re: SC HEALTHCARE HOLDING, LLC et al.

**Exhibit - 07**  
Case No.: 24-10443 (TMH)  
Reporting Period: 06/01/24 - 06/30/24

Professional Payments			Approved	Approved	Paid	Paid
\$	Firm	Role	Current Month	Cumulative	Current Month	Cumulative
<b>Debtor's Professional Fees and Expenses - Bankruptcy Total</b>			\$ -	\$ -	\$ 616,863	\$ 616,863
i.	Young Conaway	Co-Counsel	-	-	251,202	251,202
ii.	Getzler Henrich	Financial Professional	-	-	365,660	365,660
<b>Debtor's Professional Fees and Expenses - Nonbankruptcy Total</b>					\$ 63,048	\$ 88,548
i.	Kemper Technology	Other			3,909	3,909
ii.	Livingston, Barger, Brandt & Schroeder LLP	Local Counsel			33,639	33,639
iii.	Stanton	Other	-	-	25,500	51,000
<b>Total</b>			\$ -	\$ -	\$ 679,910	\$ 705,410