

UNITED STATES BANKRUPTCY COURT

For the DISTRICT OF Delaware

In Re. Liquidating Impact, LLC

Case No. 24-11055

Debtor(s)

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Lead Case No. 24-11054

Jointly Administered

Monthly Operating Report

Chapter 11

Reporting Period Ended: 08/31/2024

Petition Date: 05/21/2024

Months Pending: 3

Industry Classification: 4 2 3 8

Reporting Method: Accrual Basis

Cash Basis

Debtor's Full-Time Employees (current):

43

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

275

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/ Shannon A. Forshay

Signature of Responsible Party

09/23/2024

Date

Shannon A. Forshay

Printed Name of Responsible Party

1313 N. Market St., 6th Floor

Wilmington, DE 19801

Address

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



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| Part 1: Cash Receipts and Disbursements | | Current Month | Cumulative |
|--|---|----------------------|-------------------|
| a. | Cash balance beginning of month | \$8,161,165 | |
| b. | Total receipts (net of transfers between accounts) | \$13,565,316 | \$47,435,256 |
| c. | Total disbursements (net of transfers between accounts) | \$21,265,387 | \$52,264,237 |
| d. | Cash balance end of month (a+b-c) | \$461,094 | |
| e. | Disbursements made by third party for the benefit of the estate | \$0 | \$0 |
| f. | Total disbursements for quarterly fee calculation (c+e) | \$21,265,387 | \$52,264,237 |
| Part 2: Asset and Liability Status | | Current Month | |
| (Not generally applicable to Individual Debtors. See Instructions.) | | | |
| a. | Accounts receivable (total net of allowance) | \$24,625,255 | |
| b. | Accounts receivable over 90 days outstanding (net of allowance) | \$2,446,805 | |
| c. | Inventory (Book <input checked="" type="radio"/> Market <input type="radio"/> Other <input type="radio"/> (attach explanation)) | \$37,047,690 | |
| d. | Total current assets | \$71,180,472 | |
| e. | Total assets | \$148,638,998 | |
| f. | Postpetition payables (excluding taxes) | \$4,180,543 | |
| g. | Postpetition payables past due (excluding taxes) | \$0 | |
| h. | Postpetition taxes payable | \$125,309 | |
| i. | Postpetition taxes past due | \$0 | |
| j. | Total postpetition debt (f+h) | \$4,305,852 | |
| k. | Prepetition secured debt | \$158,087,129 | |
| l. | Prepetition priority debt | \$0 | |
| m. | Prepetition unsecured debt | \$48,978,079 | |
| n. | Total liabilities (debt) (j+k+l+m) | \$211,371,060 | |
| o. | Ending equity/net worth (e-n) | \$-62,732,062 | |
| 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) | | Current Month | Cumulative |
| (Not generally applicable to Individual Debtors. See Instructions.) | | | |
| a. | Gross income/sales (net of returns and allowances) | \$16,739,320 | |
| b. | Cost of goods sold (inclusive of depreciation, if applicable) | \$13,452,776 | |
| c. | Gross profit (a-b) | \$3,286,543 | |
| d. | Selling expenses | \$829,974 | |
| e. | General and administrative expenses | \$297,013 | |
| f. | Other expenses | \$209,057 | |
| g. | Depreciation and/or amortization (not included in 4b) | \$27,762 | |
| h. | Interest | \$0 | |
| i. | Taxes (local, state, and federal) | \$0 | |
| j. | Reorganization items | \$1,266,035 | |
| k. | Profit (loss) | \$575,701 | \$-12,032,942 |

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> | | \$3,594,174 | \$3,594,174 | \$3,594,174 | \$3,594,174 |
| | <i>Itemized Breakdown by Firm</i> | | | | | |
| | Firm Name | Role | | | | |
| i | Potter Anderson & Corroon LL | Lead Counsel | \$675,084 | \$675,084 | \$675,084 | \$675,084 |
| ii | McDermott Will & Emery | Co-Counsel | \$500,583 | \$500,583 | \$500,583 | \$500,583 |
| iii | Triple P RTS, LLC | Financial Professional | \$2,392,910 | \$2,392,910 | \$2,392,910 | \$2,392,910 |
| iv | Kurtzman Carson Consultants, L | Other | \$25,596 | \$25,596 | \$25,596 | \$25,596 |
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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> | | | | | | |
| | <i>Itemized Breakdown by Firm</i> | | | | | | |
| | | Firm Name | Role | | | | |
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| c. | All professional fees and expenses (debtor & committees) | | | \$0 | \$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 | \$25,000 | \$175,000 |
| d. | Postpetition employer payroll taxes paid | \$330,453 | \$1,260,170 |
| e. | Postpetition property taxes paid | \$3,302 | \$153,379 |
| f. | Postpetition other taxes accrued (local, state, and federal) | \$0 | \$51,000 |
| g. | Postpetition other taxes paid (local, state, and federal) | \$0 | \$10,498 |

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

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. 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/ Tom Studebaker

Signature of Responsible Party

Chief Restructuring Officer

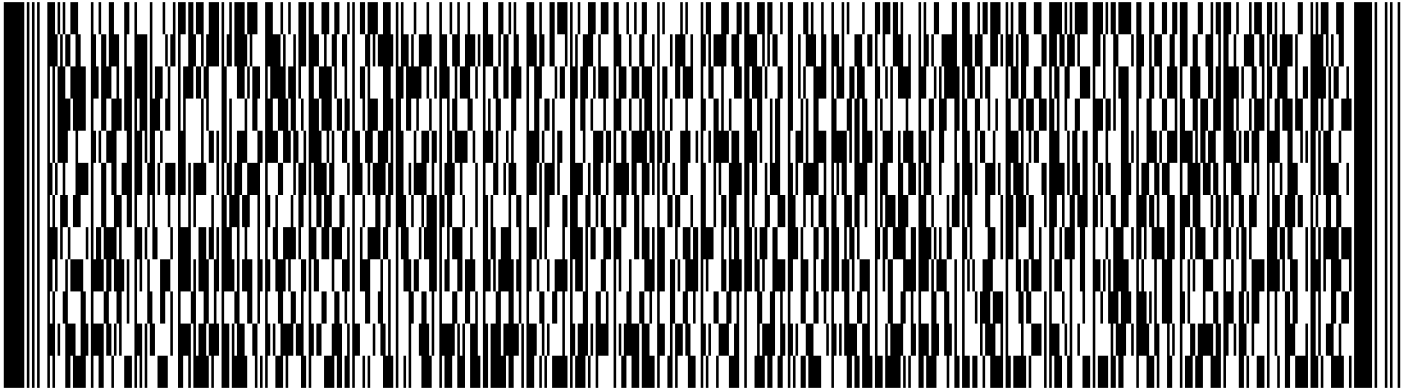
Title

Tom Studebaker

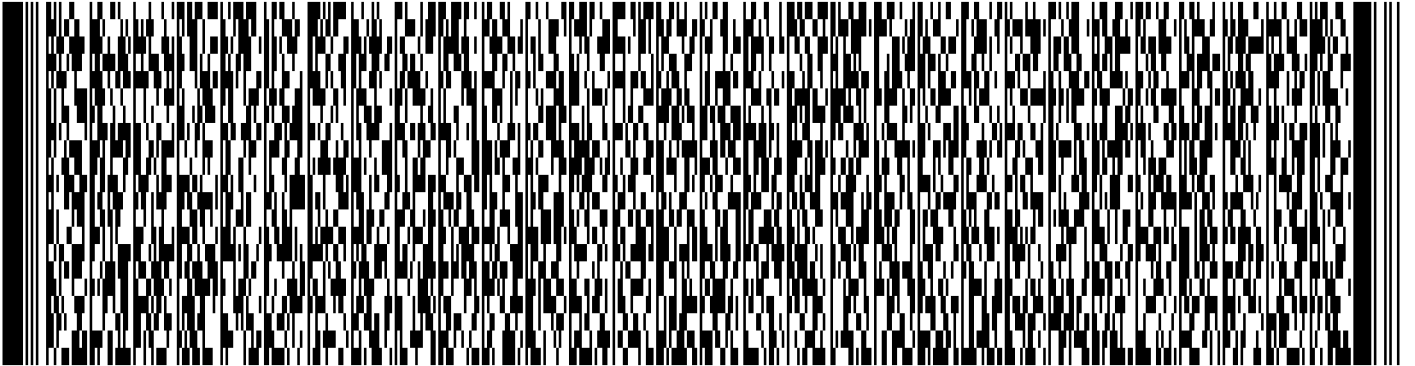
Printed Name of Responsible Party

09/23/2024

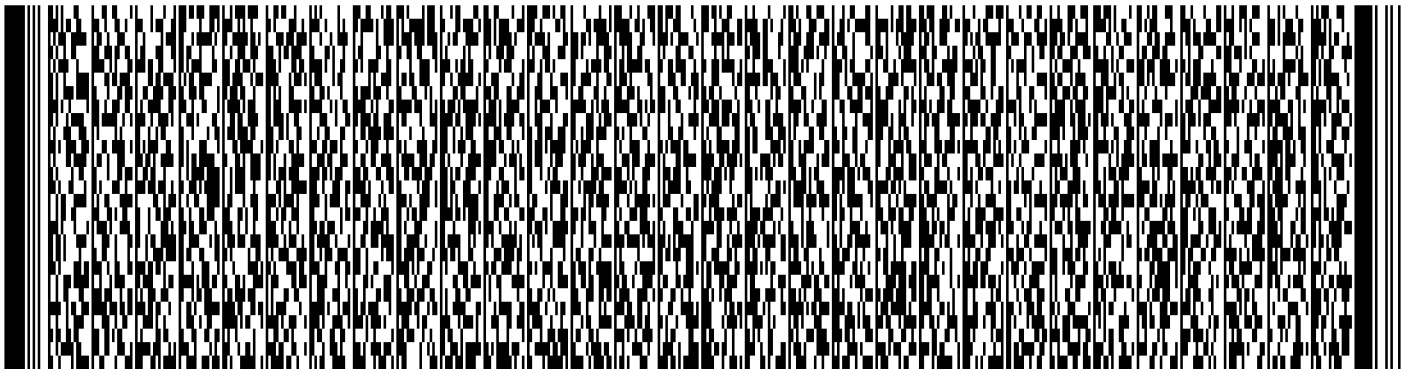
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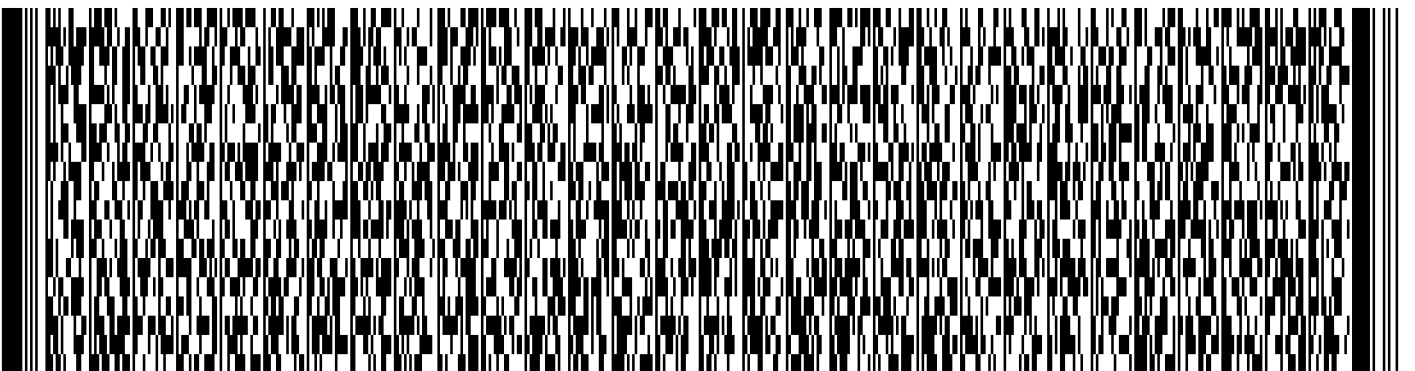
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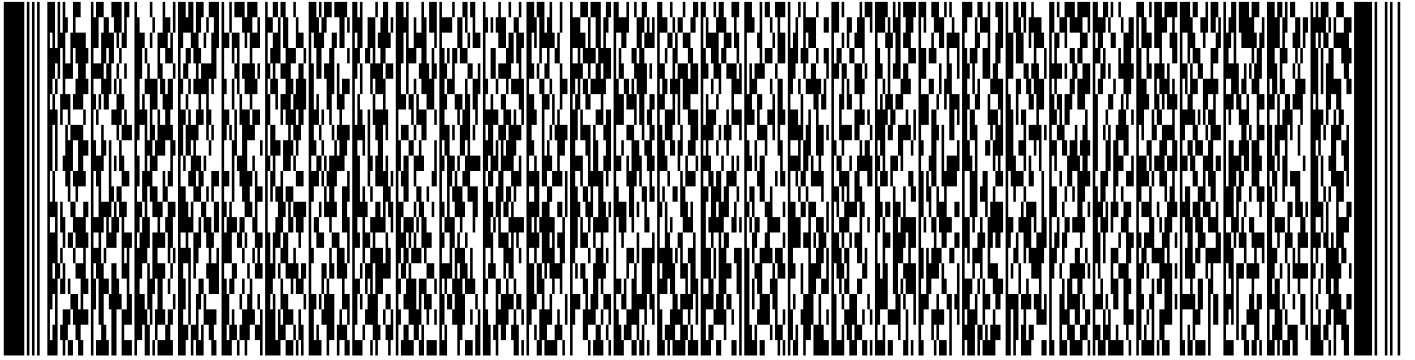
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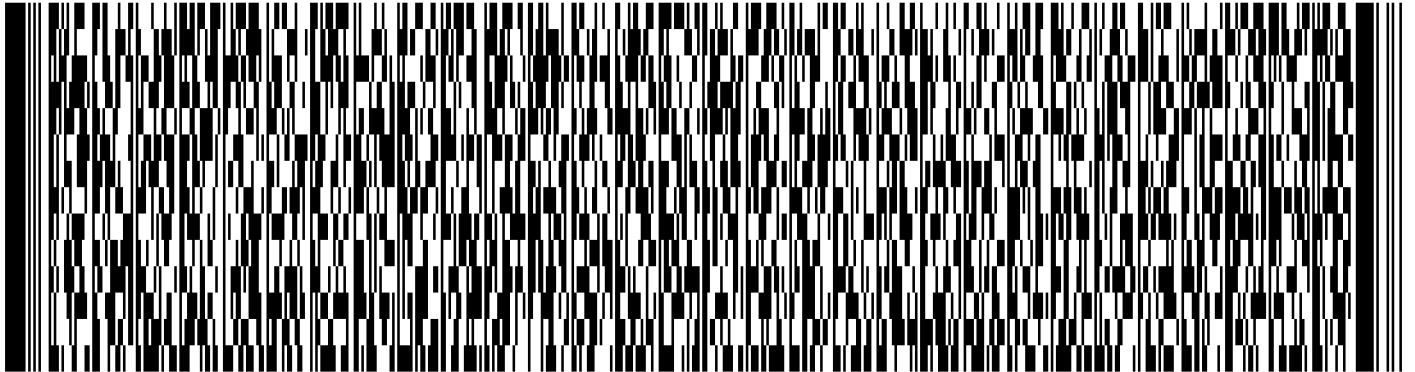
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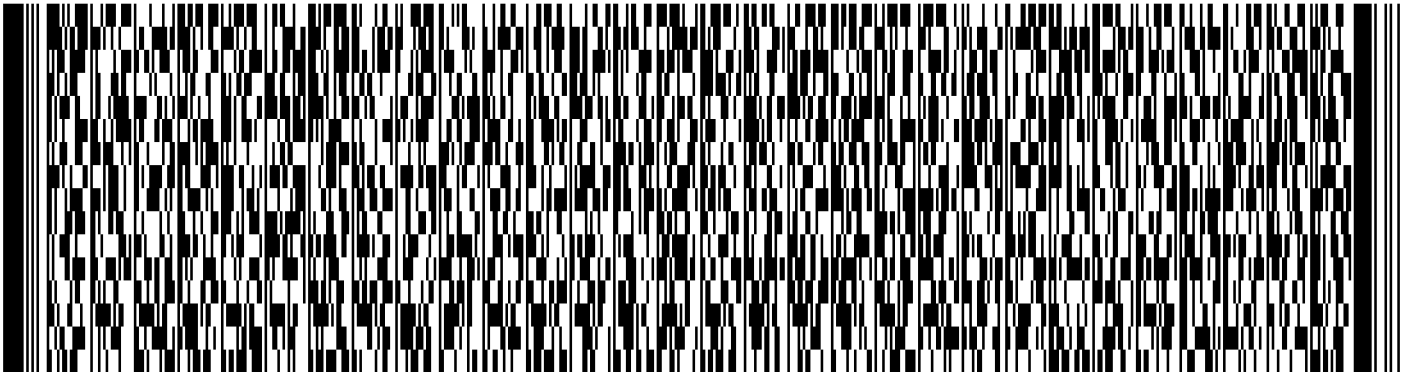
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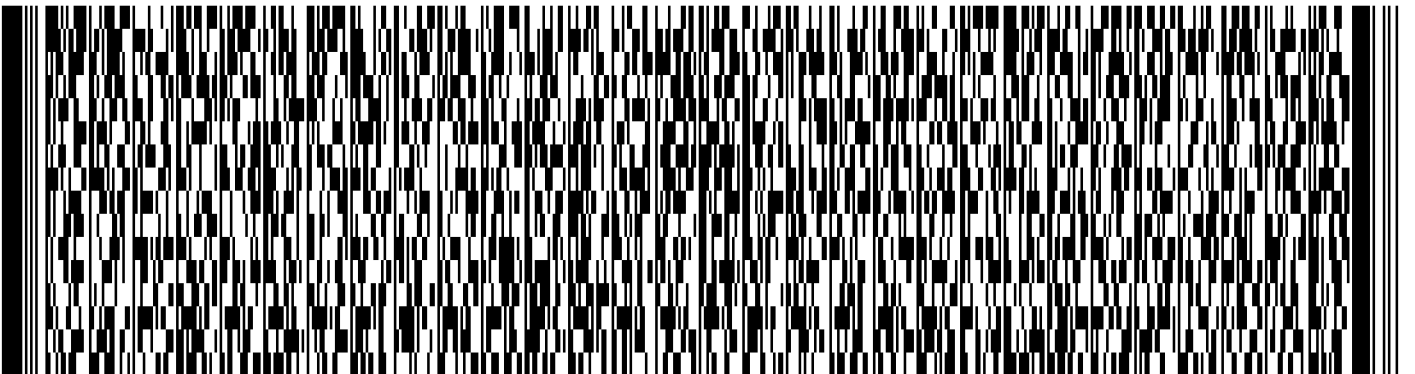
Bankruptcy1to50



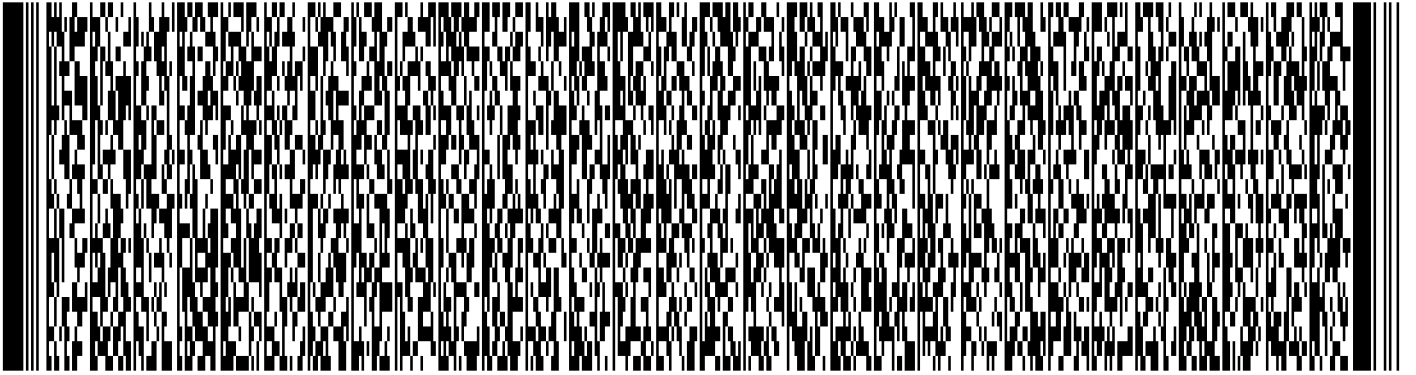
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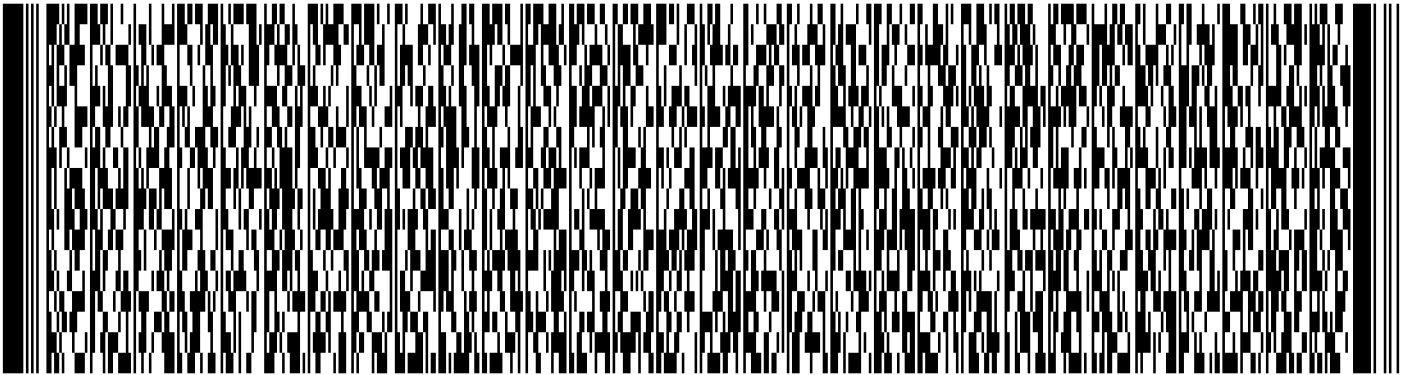
NonBankruptcy1to50



NonBankruptcy51to100



PageThree



PageFour

Supply Source Enterprises, Inc. et al
Statement of Cash Receipts and Disbursements
\$ Actual

| Period Ending | SSE Intermediate, Inc. | | SSE Buyer, Inc. | | Liquidating Supply, Inc. | | Liquidating SZ, LLC | | Liquidating Impact, LLC | | Total |
|--|------------------------|------|-----------------|------|--------------------------|------|---------------------|------|-------------------------|------|----------------|
| | 8/31/2024 | | 8/31/2024 | | 8/31/2024 | | 8/31/2024 | | 8/31/2024 | | |
| Total Net Receipts | \$ - | \$ - | \$ - | \$ - | \$ - | \$ - | \$ 1,705,079 | \$ - | \$ 13,565,316 | \$ - | \$ 15,270,395 |
| AR Remittance | \$ - | \$ - | \$ - | \$ - | \$ - | \$ - | \$ - | \$ - | \$ 15,716,673 | \$ - | \$ 15,716,673 |
| Payroll | | | | | | | | | | | |
| Salaries & Wages | \$ - | \$ - | \$ - | \$ - | 1,064,085 | \$ - | \$ - | \$ - | 26,644 | \$ - | \$ 1,090,729 |
| Employee Benefits | - | - | - | - | 195,946 | - | 594 | - | 85,897 | - | 282,436 |
| Total Payroll | \$ - | \$ - | \$ - | \$ - | \$ 1,260,031 | \$ - | \$ 594 | \$ - | \$ 112,540 | \$ - | \$ 1,373,165 |
| Trade | | | | | | | | | | | |
| Trade Payables | - | - | - | - | - | - | 7,535,517 | - | 2,500,834 | - | \$ 10,036,351 |
| Sales Adj. (Rebates, Refunds, etc.) | - | - | - | - | - | - | - | - | - | - | - |
| Total Trade | \$ - | \$ - | \$ - | \$ - | \$ - | \$ - | \$ 7,535,517 | \$ - | \$ 2,500,834 | \$ - | \$ 10,036,351 |
| Other Operating Expenses | | | | | | | | | | | |
| Rent | - | - | - | - | - | - | - | - | 319,650 | - | \$ 319,650 |
| Utilities | - | - | - | - | - | - | 3,844 | - | 4,754 | - | 8,597 |
| Property Taxes | - | - | - | - | - | - | - | - | 851 | - | 851 |
| Insurance | - | - | - | - | - | - | - | - | - | - | - |
| Total Commissions | - | - | - | - | - | - | - | - | - | - | - |
| Delivery (Freight Out) | - | - | - | - | - | - | 700 | - | 1,384,279 | - | 1,384,979 |
| Storage Expenses | - | - | - | - | - | - | 1,327 | - | 412,966 | - | 414,293 |
| Data Proc Equip & Supplies | - | - | - | - | - | - | - | - | 27,892 | - | 27,892 |
| Marketing / Sales Misc | - | - | - | - | - | - | - | - | 361 | - | 361 |
| Other Opex | - | - | - | - | - | - | 7,125 | - | 35,837 | - | 42,962 |
| Total Other Operating Expenses | \$ - | \$ - | \$ - | \$ - | \$ - | \$ - | \$ 12,996 | \$ - | \$ 2,186,590 | \$ - | \$ 2,199,586 |
| Total Operating Expenses | \$ - | \$ - | \$ - | \$ - | \$ 1,260,031 | \$ - | \$ 7,549,107 | \$ - | \$ 4,799,964 | \$ - | \$ 13,609,102 |
| Restructuring Costs | | | | | | | | | | | |
| Critical / Foreign Vendors | - | - | - | - | - | - | - | - | - | - | \$ - |
| 503(b)(9) | - | - | - | - | - | - | - | - | - | - | - |
| Utilities Adequate Assurance | - | - | - | - | - | - | - | - | - | - | - |
| Filing Fees | - | - | - | - | - | - | - | - | - | - | - |
| Trustee Fees | - | - | - | - | - | - | - | - | 221,813 | - | 221,813 |
| Cure Cost | - | - | - | - | - | - | - | - | - | - | - |
| LC Cash Collateralization | - | - | - | - | - | - | - | - | - | - | - |
| Restructuring Costs | \$ - | \$ - | \$ - | \$ - | \$ - | \$ - | \$ - | \$ - | \$ 221,813 | \$ - | \$ 221,813 |
| Professional Fees: | | | | | | | | | | | |
| Debtor Advisors | - | - | - | - | - | - | - | - | - | - | \$ - |
| Claims and Noticing Agent | - | - | - | - | - | - | - | - | - | - | - |
| UCC | - | - | - | - | - | - | - | - | 476,938 | - | 476,938 |
| Director Fees | - | - | - | - | - | - | - | - | 50,000 | - | 50,000 |
| Total Professional Fees | \$ - | \$ - | \$ - | \$ - | \$ - | \$ - | \$ - | \$ - | \$ 526,938 | \$ - | \$ 526,938 |
| Total Restructuring & Professionals Costs | \$ - | \$ - | \$ - | \$ - | \$ - | \$ - | \$ - | \$ - | \$ 748,750 | \$ - | \$ 748,750 |
| Total Cash Disbursements: | \$ - | \$ - | \$ - | \$ - | \$ 1,260,031 | \$ - | \$ 7,549,107 | \$ - | \$ 21,265,387 | \$ - | \$ 30,074,525 |
| Financing | \$ - | \$ - | \$ - | \$ - | \$ 11,979,639 | \$ - | \$ - | \$ - | \$ - | \$ - | \$ 11,979,639 |
| Total Receipts | \$ - | \$ - | \$ - | \$ - | \$ - | \$ - | \$ 1,705,079 | \$ - | \$ 13,565,316 | \$ - | \$ 15,270,395 |
| Total Disbursements | - | - | - | - | 1,260,031 | - | 7,549,107 | - | 21,265,387 | - | 30,074,525 |
| Financing | - | - | - | - | 11,979,639 | - | - | - | - | - | 11,979,639 |
| Net Cash Flow | \$ - | \$ - | \$ - | \$ - | \$ 10,719,608 | \$ - | \$ (5,844,028) | \$ - | \$ (7,700,071) | \$ - | \$ (2,824,492) |

Note: Beginning cash included in the filed monthly operating reports accounts for all interbank transactions over the reporting period

Supply Source Enterprises, Inc. et al
Consolidated P&L
For the Period August 1, 2024 to August 31, 2024

| | SSE Intermediate, Inc. | SSE Buyer, Inc. | Liquidating Supply, Inc. | Liquidating SZ, LLC | Liquidating Impact, LLC | Consolidated |
|--|------------------------|-----------------|--------------------------|---------------------|-------------------------|---------------|
| Net Revenue | \$ - | \$ - | \$ - | \$ - | \$ 16,739,320 | \$ 16,739,320 |
| Cost of goods sold | \$ - | \$ - | \$ - | \$ - | \$ 13,452,776 | \$ 13,452,776 |
| Gross profit | \$ - | \$ - | \$ - | \$ - | \$ 3,286,543 | \$ 3,286,543 |
| Gross margin | - % | - % | - % | - % | 20% | 20% |
| Selling, general & administrative | | | | | | |
| Selling expenses | - | - | - | - | 829,974 | 829,974 |
| General and administrative expenses | - | - | - | - | 297,013 | 297,013 |
| Other expenses, net | - | - | - | - | 290,057 | 290,057 |
| Depreciation and amortization | - | - | - | - | 27,762 | 27,762 |
| Total Expenses | \$ - | \$ - | \$ - | \$ - | \$ 1,444,807 | \$ 1,444,807 |
| Income (Loss) from operations | \$ - | \$ - | \$ - | \$ - | \$ 1,841,737 | \$ 1,841,737 |
| Interest expense, net | - | - | - | - | - | - |
| Income (Loss) before taxes | \$ - | \$ - | \$ - | \$ - | \$ 1,841,737 | \$ 1,841,737 |
| Tax expense | - | - | - | - | - | - |
| Net income (loss) | \$ - | \$ - | \$ - | \$ - | \$ 1,841,737 | \$ 1,841,737 |
| Reorganization items | - | - | - | - | 1,266,035 | 1,266,035 |
| Adj. Net income (loss) | \$ - | \$ - | \$ - | \$ - | \$ 575,701 | \$ 575,701 |

Supply Source Enterprises, Inc. et al

Consolidated Balance Sheet

As of August 31, 2024

| | SSE Intermediate, Inc. | | SSE Buyer, Inc. | | Liquidating Supply, Inc. | | Liquidating SZ, LLC | | Liquidating Impact, LLC | | Consolidated | |
|--|---------------------------|----------|-----------------|----------|-----------------------------|----------|------------------------|----------|----------------------------|---------------------|--------------|---------------------|
| Assets: | | | | | | | | | | | | |
| Current Assets: | | | | | | | | | | | | |
| Cash and equivalents | \$ | - | \$ | - | \$ | - | \$ | - | \$ | 6,700,516 | \$ | 6,700,516 |
| Net Accounts Receivable | | - | | - | | - | | - | | 24,625,255 | | 24,625,255 |
| Merchandise Inventory | | - | | - | | - | | - | | 33,301,093 | | 33,301,093 |
| In-Transit Inventory | | - | | - | | - | | - | | 15,843,777 | | 15,843,777 |
| Inventory Reserve | | - | | - | | - | | - | | (12,097,181) | | (12,097,181) |
| Prepaid and other current assets | | - | | - | | - | | - | | 2,807,012 | | 2,807,012 |
| Total Current Assets | \$ | - | \$ | - | \$ | - | \$ | - | \$ | 71,180,472 | \$ | 71,180,472 |
| Long-Term Assets: | | | | | | | | | | | | |
| Net Fixed Assets | \$ | - | \$ | - | \$ | - | \$ | - | \$ | 2,391,043 | \$ | 2,391,043 |
| Net Intangibles | | - | | - | | - | | - | | 59,523,790 | | 59,523,790 |
| Other non-current assets | | - | | - | | - | | - | | 15,543,693 | | 15,543,693 |
| Total Long-Term Assets | \$ | - | \$ | - | \$ | - | \$ | - | \$ | 77,458,526 | \$ | 77,458,526 |
| Total Assets | \$ | - | \$ | - | \$ | - | \$ | - | \$ | 148,638,998 | \$ | 148,638,998 |
| Liabilities and stockholder's equity: | | | | | | | | | | | | |
| Current Liabilities: | | | | | | | | | | | | |
| Accounts payable | \$ | - | \$ | - | \$ | - | \$ | - | \$ | 29,700,183 | \$ | 29,700,183 |
| Income Tax Payable | | - | | - | | - | | - | | (678,767) | | (678,767) |
| Accrued Management Fee | | - | | - | | - | | - | | 4,162,500 | | 4,162,500 |
| Other Current Liabilities | | - | | - | | - | | - | | 6,231,855 | | 6,231,855 |
| Total Current Liabilities | \$ | - | \$ | - | \$ | - | \$ | - | \$ | 39,415,771 | \$ | 39,415,771 |
| Long-Term liabilities: | | | | | | | | | | | | |
| Long term debt | \$ | - | \$ | - | \$ | - | \$ | - | \$ | 158,087,129 | \$ | 158,087,129 |
| Other Long Term liabilities | | - | | - | | - | | - | | 13,868,160 | | 13,868,160 |
| Total Long-Term Liabilities | \$ | - | \$ | - | \$ | - | \$ | - | \$ | 171,955,289 | \$ | 171,955,289 |
| Total Shareholders Equity | \$ | - | \$ | - | \$ | - | \$ | - | \$ | (62,732,062) | \$ | (62,732,062) |
| Total Liabilities and Shareholders Equity | \$ | - | \$ | - | \$ | - | \$ | - | \$ | 148,638,998 | \$ | 148,638,998 |