

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF LOUISIANA
LAFAYETTE DIVISION**

IN RE:

KNIGHT ENERGY HOLDINGS, LLC, *ET AL.*

DEBTORS ¹

CASE NO. 17-51014

(JOINTLY ADMINISTERED)

CHAPTER 11

JUDGE ROBERT SUMMERHAYS

**GLOBAL NOTES, METHODOLOGY, AND SPECIFIC
DISCLOSURES REGARDING THE DEBTORS' SCHEDULES OF
ASSETS AND LIABILITIES AND STATEMENTS OF FINANCIAL AFFAIRS**

Introduction

Knight Energy Holdings, LLC (“**KEH**”) and its debtor affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “**Debtors**”), with the assistance of their advisors, have filed their respective Schedules of Assets and Liabilities (the “**Schedules**”) and Statements of Financial Affairs (the “**Statements**,” and together with the Schedules the “**Schedules and Statements**”) with the United States Bankruptcy Court for the Western District of Louisiana (the “**Bankruptcy Court**”), pursuant to section 521 of title 11 of the United States Code, 11 U.S.C. §§ 101–1532 (the “**Bankruptcy Code**”), and Rule 1007 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”).

These *Global Notes, Methodology, and Specific Disclosures Regarding the Debtors’ Schedules of Assets and Liabilities and Statements of Financial Affairs* (the “**Global Notes**”)

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are Knight Energy Holdings, LLC (1930) (Case No. 17-51014); Knight Oil Tools, LLC (2667) (Case No. 17-51015); Knight Manufacturing, LLC (0600) (Case No. 17-51016); KDCC, LLC, f/k/a Knight Well Services, LLC (4156) (Case No. 17-51017); Tri-Drill, LLC (4957) (Case No. 17-51018); Advanced Safety & Training Management, LLC, (0510) (Case No. 17-51019); Knight Security, LLC (0923) (Case No. 17-51020); Knight Information Systems, LLC (9787) (Case No. 17-51021); El Caballero Ranch, Inc. (7345) (Case No. 17-51022); Rayne Properties, LLC (7235) (Case No. 17-51023); Knight Aviation, LLC (3329) (Case No. 17-51024); Knight Research & Development, LLC (3760) (Case No. 17-51025); Knight Family Enterprises, LLC (7190) (Case No. 17-51026); HMC Leasing, LLC (0814) (Case No. 17-51027) and HMC Investments, LLC (8254) (Case No. 17-51029). The Debtors’ service address is 2727 SE Evangeline Thruway, Lafayette, Louisiana 70508 other than Knight Manufacturing, LLC and Advanced Safety & Training Management, LLC. Knight Manufacturing, LLC’s service address is 2810-A Melancon Road, Broussard, Louisiana 70518 and Advanced Safety & Training Management, LLC’s service address is 2725 SE Evangeline Thruway, Lafayette, Louisiana 70508.

pertain to, are incorporated by reference in, and comprise an integral part of all of the Debtors' Schedules and Statements. The Global Notes should be referred to, considered, and reviewed in connection with any review of the Schedules and Statements.

The Schedules and Statements do not purport to represent financial statements prepared in accordance with Generally Accepted Accounting Principles in the United States ("GAAP"), nor are they intended to be fully reconciled with the financial statements of each Debtor. Additionally, the Schedules and Statements contain unaudited information that is subject to further review, potential adjustment, and reflect the Debtors' commercially reasonable efforts to report the assets and liabilities of each Debtor on an unconsolidated basis.

The Debtors and their agents, attorneys, and financial advisors do not guarantee or warrant the accuracy or completeness of the data that is provided herein and shall not be liable for any loss or injury arising out of or caused in whole or in part by the acts, errors, or omissions, whether negligent or otherwise, in procuring, compiling, collecting, interpreting, reporting, communicating or delivering the information contained herein. While commercially reasonable efforts have been made to provide accurate and complete information herein, inadvertent errors or omissions may exist. The Debtors and their agents, attorneys and financial advisors expressly do not undertake any obligation to update, modify, revise, or re-categorize the information provided herein, or to notify any third party should the information be updated, modified, revised, or re-categorized. In no event shall the Debtors or their agents, attorneys and financial advisors be liable to any third party for any direct, indirect, incidental, consequential, or special damages (including, but not limited to, damages arising from the disallowance of a potential claim against the Debtors or damages to business reputation, lost business or lost profits), whether foreseeable or not and however caused, even if the Debtors or their agents, attorneys, and financial advisors are advised of the possibility of such damages.

Mr. Mark Comeaux, the Debtors' Chief Financial Officer, has signed each of the Schedules and Statements. Mr. Comeaux is an authorized signatory for each of the Debtors. In reviewing and signing the Schedules and Statements, Mr. Comeaux necessarily has relied upon the efforts, statements, and representations of various personnel employed by the Debtors and their advisors. Mr. Comeaux has not (and could not have) personally verified the accuracy of each statement and representation contained in the Schedules and Statements, including statements and representations concerning amounts owed to creditors, classification of such amounts, and creditor addresses.

Global Notes and Overview of Methodology

1. **Basis of Presentation.** Except as otherwise noted, the asset information provided herein represents the Debtors' data regarding their assets as of June 30, 2017, and the liability information provided herein represents the Debtors' data regarding their liabilities as of the close of business on the Petition Date.

For financial reporting purposes, the Debtors and certain of their non-Debtor affiliates ordinarily prepare consolidated as well as combined financial statements. Unlike the consolidated and combined financial statements, the Schedules reflect the assets and liabilities of each Debtor on a non-consolidated, non-combined basis, except where

otherwise indicated. Accordingly, the totals listed in the Schedules will likely differ, at times materially, from the consolidated and combined financial reports prepared by the Debtors for financial reporting purposes or otherwise.

The Schedules do not purport to represent financial statements prepared in accordance with GAAP, nor are they intended to be fully reconciled with the financial statements of each Debtor. Additionally, the Schedules contain unaudited information that is subject to further review and potential adjustment, and reflect the Debtors' reasonable best efforts to report the assets and liabilities of each Debtor on a non-combined basis. Moreover, given, among other things, the uncertainty surrounding the collection and ownership of certain assets and the valuation and nature of certain liabilities, to the extent that a Debtor shows more assets than liabilities, this is not an admission that the Debtor was solvent as of the Petition Date or at any time before the Petition Date. Likewise, to the extent a Debtor shows more liabilities than assets, this is not an admission that the Debtor was insolvent as of the Petition Date or at any time before the Petition Date.

2. **Reservation of Rights.** Reasonable efforts have been made to prepare and file complete and accurate Schedules and Statements; however, inadvertent errors or omissions may exist. The Debtors reserve all rights to (i) amend or supplement the Schedules and Statements from time to time, in all respects, as may be necessary or appropriate, including, without limitation, the right to amend the Schedules and Statements with respect to any and all claim ("***Claim***") descriptions, designations, or Debtor(s) against which the Claim is asserted; (ii) dispute or otherwise assert offsets or defenses to any Claim reflected in the Schedules and Statements as to amount, liability, priority, status or classification; (iii) subsequently designate any Claim as "disputed," "contingent," or "unliquidated;" or object to the extent, validity, enforceability, priority or avoidability of any Claim. Any failure to designate a Claim in the Schedules and Statements as "disputed," "contingent," or "unliquidated" does not constitute an admission by the Debtors that such Claim or amount is not "disputed," "contingent," or "unliquidated." Listing a Claim does not constitute an admission of liability by the Debtor against which the Claim is listed or against any of the Debtors. Furthermore, nothing contained in the Schedules and Statements shall constitute a waiver of rights with respect to the Debtors' chapter 11 cases, including, without limitation, issues involving Claims, substantive consolidation, defenses, equitable subordination, and/or causes of action arising under the provisions of chapter 5 of the Bankruptcy Code and any other relevant non-bankruptcy laws to recover assets or avoid transfers. Any specific reservation or rights contained elsewhere in the Global Notes does not limit in any respect the general reservation of rights contained in this paragraph. Notwithstanding the foregoing, the Debtors shall not be required to update the Schedules and Statements.
3. **Description of Cases and "As Of" Information Date.** On August 8, 2017 (the "***Petition Date***"), the Debtors filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code. The Debtors are operating their businesses and managing their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

On August 8, 2017, the Bankruptcy Court entered the *Interim Order Pursuant to Bankruptcy Rule 1015(b) Directing Joint Administration of the Chapter 11 Cases*

[Docket No. 22]. On August 24, 2017, the United States Trustee for the Western District of Louisiana filed the *Notice of Appointment of Committee of Unsecured Creditors* pursuant to section 1102(a) of the Bankruptcy Code [Docket No. 154].

The asset and liability information provided herein represents the asset and liability data of the Debtors as of the close of business on June 30, 2017, except as otherwise noted.

4. **Financial Statements.** The Debtors do not prepare financial statements for Knight Research & Development, LLC, Knight Security, LLC and HMC Investments, LLC. Accordingly, no amounts have been included in the Schedules for these entities other than to reflect debt for which the entity was a Guarantor.
5. **Net Book Value of Assets.** It would be prohibitively expensive, unduly burdensome, and an inefficient use of estate assets for the Debtors to obtain current market valuations for all of their assets. Accordingly, unless otherwise indicated, the Schedules and Statements reflect the Debtors' best estimate of net book values as of June 30, 2017. There may be certain exceptions to this as noted in the Schedules. Assets with a net book value of zero may not be set forth in the Schedules or scheduled with undetermined amounts. Parties are cautioned that book value is not, in any way, indicative of the fair market value of any of the Debtors' assets.

Book values of assets prepared in accordance with GAAP generally do not reflect the current performance of the assets or the impact of the commodity price environment and may differ materially from the actual value and/or performance of the underlying assets.

Certain other assets, such as investments in subsidiaries, are listed at undetermined amounts, as the net book values may differ materially from fair market values or the amounts ultimately realized.

6. **Property Rights – Generally.** Exclusion of certain property from the Schedules and Statements shall not be construed as an admission that such property rights have been abandoned, terminated, assigned, expired by their terms, or otherwise transferred pursuant to a sale, acquisition, or other transaction. Conversely, inclusion of certain property in the Schedules and Statements shall not be construed as an admission that such property rights have not been abandoned, terminated, assigned, expired by their terms, or otherwise transferred pursuant to a sale, acquisition, or other transaction.

The Debtors are unable to allocate net book values for certain individual real properties and have therefore presented these individual properties with undetermined amounts.

Furthermore, although the Debtors have made diligent efforts to attribute property to each applicable Debtor, it is possible that property attributed to a particular Debtor may, in fact, be owned by another. The Debtors reserve all of their rights with respect to the legal status of any and all such property rights.

7. **Personal Property.** In the ordinary course of their businesses, the Debtors may lease furniture, fixtures, and equipment from certain third-party lessors for use in the daily operation of their business. Nothing in the Schedules and Statements is or shall be

construed as an admission regarding any determination as to the legal status of any lease (including whether any lease is a true lease or a financing arrangement), and the Debtors reserve all of their rights with respect to any such issue.

The Debtors are unable to allocate net book values for certain individual personal property and have therefore presented the individual properties with undetermined amounts.

Furthermore, although the Debtors have made diligent efforts to attribute property to each applicable Debtor, it is possible that property attributed to a particular Debtor may, in fact, be owned by another. The Debtors reserve all of their rights with respect to the legal status of any and all such property rights.

8. **Recharacterization.** Notwithstanding the Debtors' commercially reasonable efforts to properly characterize, classify, categorize, or designate certain Claims, assets, executory contracts, unexpired leases, and other items reported in the Schedules and Statements, the Debtors may nevertheless have improperly characterized, classified, categorized, designated, or omitted certain items due to the complexity and size of the Debtors' businesses. Accordingly, the Debtors reserve all of their rights to re-characterize, reclassify, recategorize, redesignate, add, or delete items reported in the Schedules and Statements at a later time as is necessary or appropriate as additional information becomes available, including, without limitation, whether contracts or leases listed herein were deemed executory or unexpired as of the Petition Date and remain executory and unexpired postpetition. Disclosure of information in one or more Schedules, one or more Statements, or one or more exhibits or attachments to the Schedules or Statements, even if incorrectly placed, shall be deemed to be disclosed in the correct Schedules, Statements, exhibits, or attachments.
9. **Liabilities.** The Debtors have sought to allocate liabilities between the prepetition and postpetition periods based on the information and research conducted in connection with the preparation of the Schedules and Statements. As additional information becomes available and further research is conducted, the allocation of liabilities between the prepetition and postpetition periods may change. Accordingly, the Debtors reserve all of their rights to amend, supplement, or otherwise modify the Schedules and Statements as is necessary or appropriate.

Although there are multiple lenders under the Debtors' prepetition debt facilities, only the administrative agents have been listed on the Schedules.

The liabilities listed on the Schedules do not reflect any analysis of Claims under section 503(b)(9) of the Bankruptcy Code. Accordingly, the Debtors reserve all of their rights to dispute or challenge the validity of any asserted Claims under section 503(b)(9) of the Bankruptcy Code or the characterization of the structure of any such transaction or any document or instrument related to any creditor's Claim.

10. **Excluded Assets and Liabilities.** The Debtors have excluded certain categories of assets, tax accruals, and liabilities from the Schedules and Statements, including, without

limitation, accrued salaries, employee benefit accruals, and accrued accounts payable. The Debtors also have excluded rejection damage Claims of counterparties to executory contracts and unexpired leases that may or may not be rejected, to the extent such damage Claims exist. In addition, certain immaterial assets and liabilities may have been excluded.

11. **Insiders.** Solely for purposes of the Schedules and Statements, the Debtors defined “insiders” as: (a) directors; (b) officers; (c) persons in control of the Debtors; and (d) relatives of the Debtors’ directors, officers or persons in control of the Debtors. Persons listed as “insiders” have been included for informational purposes only and by including them in the Schedules and Statements, shall not constitute an admission that those persons are insiders for purposes of section 101(31) of the Bankruptcy Code. Moreover, the Debtors do not take any position with respect to: (a) any insider’s influence over the control of the Debtors; (b) the management responsibilities or functions of any such insider; (c) the decision making or corporate authority of any such insider; or (d) whether the Debtors or any such insider could successfully argue that he or she is not an “insider” under applicable law or with respect to any theories of liability or for any other purpose.
12. **Intellectual Property Rights.** Exclusion of certain intellectual property shall not be construed as an admission that such intellectual property rights have been abandoned, terminated, assigned, expired by their terms, or otherwise transferred pursuant to a sale, acquisition, or other transaction.

In addition, although the Debtors have made diligent efforts to attribute intellectual property to the rightful Debtor entity, in certain instances, intellectual property owned by one Debtor may, in fact, be owned by another Debtor or by an affiliate. Accordingly, the Debtors reserve all of their rights with respect to the legal status of any and all such intellectual property rights.

13. **Executory Contracts.** Although the Debtors made diligent attempts to attribute an executory contract to its rightful Debtor, in certain instances, the Debtors may have inadvertently failed to do so due to the complexity and size of the Debtors’ businesses. Accordingly, the Debtors reserve all of their rights with respect to the named parties of any and all executory contracts, including the right to amend Schedule G.

Moreover, other than real property leases reported on Schedule A/B.55, the Debtors have not necessarily set forth executory contracts and unexpired leases as assets in the Schedules and Statements, even though these contracts and leases may have some value to the Debtors’ estates. The Debtors’ executory contracts and unexpired leases have been set forth in Schedule G. The Debtors’ rejection of executory contracts and unexpired leases may result in the assertion of rejection damage claims; the Schedules and Statements do not reflect any claims for rejection damages. The Debtors reserve the right to make any arguments and objections with respect to the assertion of any claims related to contracts or leases, including that any contract or lease identified on Schedule G is not an executory contract or unexpired lease for purposes of section 365 of the Bankruptcy Code.

14. **Materialman's/Mechanic's Liens.** The inventories, property, and equipment listed in the Schedules and Statements are presented without consideration of any materialman's or mechanic's liens.
15. **Classifications.** Listing (a) a Claim on Schedule D as "secured," (b) a Claim on Schedule E/F as "priority," (c) a Claim on Schedule E/F as "unsecured," or (d) a contract on Schedule G as "executory" or "unexpired," does not constitute an admission by the Debtors of the legal rights of the claimant or a waiver of the Debtors' rights to re-characterize or reclassify such Claims or contracts or to setoff of such Claims.
16. **Claims Description.** Schedules D and E/F permit each of the Debtors to designate a Claim as "disputed," "contingent," and/or "unliquidated." Any failure to designate a Claim on a given Debtor's Schedules and Statements as "disputed," "contingent," or "unliquidated" does not constitute an admission by that Debtor that such amount is not "disputed," "contingent," or "unliquidated," or that such Claim is not subject to objection. The Debtors reserve all of their rights to dispute, or assert offsets or defenses to, any Claim reflected on their respective Schedules and Statements on any grounds, including liability or classification. Additionally, the Debtors expressly reserve all of their rights to subsequently designate such Claims as "disputed," "contingent" or "unliquidated." Moreover, listing a Claim does not constitute an admission of liability by the Debtors.
17. **Causes of Action.** Despite their commercially reasonable efforts to identify all known assets, the Debtors may not have listed all of their causes of action or potential causes of action against third-parties as assets in the Schedules and Statements, including, without limitation, causes of actions arising under the provisions of chapter 5 of the Bankruptcy Code and any other relevant non-bankruptcy laws to recover assets or avoid transfers. The Debtors reserve all of their rights with respect to any cause of action (including avoidance actions), controversy, right of setoff, cross claim, counterclaim, or recoupment and any claim on contracts or for breaches of duties imposed by law or in equity, demand, right, action, lien, indemnity, guaranty, suit, obligation, liability, damage, judgment, account, defense, power, privilege, license, and franchise of any kind or character whatsoever, known, unknown, fixed or contingent, matured or unmatured, suspected or unsuspected, liquidated or unliquidated, disputed or undisputed, secured or unsecured, assertable directly or derivatively, whether arising before, on, or after the Petition Date, in contract or in tort, in law or in equity, or pursuant to any other theory of law (collectively, "***Causes of Action***") they may have, and neither these Global Notes nor the Schedules and Statements shall be deemed a waiver of any claims or Causes of Action or in any way prejudice or impair the assertion of such claims or Causes of Action.
18. **Summary of Significant Reporting Policies.** The following is a summary of significant reporting policies:
- **Undetermined Amounts.** The description of an amount as "unknown," "TBD" or "undetermined" is not intended to reflect upon the materiality of such amount.

- Totals. All totals that are included in the Schedules and Statements represent totals of all known amounts. To the extent there are unknown or undetermined amounts, the actual total may be different than the listed total.
 - Paid Claims. The Debtors were authorized (but not directed) to pay certain outstanding prepetition Claims pursuant to various orders entered by the Bankruptcy Court. To the extent the Debtors pay any of the Claims listed in the Schedules and Statements pursuant to any orders entered by the Bankruptcy Court, the Debtors reserve all of their rights to amend or supplement the Schedules and Statements or take other action as is necessary or appropriate to avoid over-payment of or duplicate payments for any such liabilities.
 - Liens. Property and equipment listed in the Schedules and Statements are presented without consideration of any liens that may attach (or have attached) to such property and equipment.
19. Estimates and Assumptions. To prepare and file the Schedules in accordance with the deadline established in the Debtors' chapter 11 cases, management was required to make certain estimates and assumptions that affected the reported amounts of these assets and liabilities. Actual results could differ from those estimates, perhaps materially. The Debtors reserve all rights to amend the reported amounts of assets and liabilities to reflect changes in those estimates or assumptions.
20. Currency. Unless otherwise indicated, all amounts are reflected in U.S. dollars.
21. Intercompany Payables and Receivables. Intercompany payables and receivables between the Debtors are set forth on Schedule E/F or Schedule A/B.77, as applicable.
- As described more fully in the *Motion for Entry of an Order (I) Approving Continued Use of Cash Management System, (II) Authorizing Maintenance of Pre-Petition Bank Accounts and Continued Use of Existing Business Forms, and (III) Waiving the Requirements of Bankruptcy Code § 345(b)* [Docket No. 10] (the "**Cash Management Motion**"), KEH maintains the Debtors' centralized main operating account, which receives and disburses funds, as necessary, to accounts maintained at the various Debtors.
- The listing by the Debtors of any account between a Debtor and another Debtor or between a Debtor and a non-Debtor affiliate is a statement of what appears in a particular Debtor's books and records and does not reflect any admission or conclusion of the Debtors regarding the allowance, classification, characterization, validity, or priority of such account. The Debtors take no position in these Schedules and Statements as to whether such accounts would be allowed as a Claim, an Interest, or not allowed at all. As such, the amounts for intercompany balances are scheduled as undetermined. The Debtors and all parties in interest reserve all rights with respect to such accounts.
22. Setoffs. The Debtors periodically incur certain setoffs in the ordinary course of business.

Setoffs in the ordinary course can result from various items including, but not limited to, intercompany transactions, pricing discrepancies, returns, warranties, refunds, negotiations and/or disputes between the Debtors and their customers and/or suppliers. These normal setoffs are consistent with the ordinary course of business in the Debtors' industry and can be particularly voluminous, making it unduly burdensome and costly for the Debtors to list such ordinary course setoffs. Therefore, although such setoffs and other similar rights may have been accounted for when scheduling certain amounts, these ordinary course setoffs are not independently accounted for, and as such, are or may be excluded from the Debtors' Schedules and Statements.

23. **Confidentiality.** In certain instances, the sensitivity of certain information may require its omission from the Schedules and Statements. To the extent possible, the alterations, redactions, consolidations, and omissions have been limited to the extent determined by the Debtors to be necessary or appropriate to protect the Debtors or third parties while also providing interested parties with sufficient information in response to the Schedules and Statements. The Debtors have not included home addresses of current and former employees or directors and customer names and addresses in the Schedules and Statements. The Debtors will mail any required notice or other documents to the address listed in their books and records for such individuals.
24. **Global Notes Control.** In the event that the Schedules and Statements differ from these Global Notes, the Global Notes shall control.

Specific Disclosures with Respect to the Debtors' Schedules

Schedule A/B.3. The bank account balances listed are as of the Petition Date.

Schedule A/B.8 & 73. The Debtors maintain certain insurance policies essential to continued operations. The terms of these policies are characteristic of insurance policies typically maintained by corporate entities that are similar in size and nature to the Debtors. The Debtors maintain various policies of insurance, including, but not limited to, property, casualty, motor vehicles, workers' compensation, general liability, and director and officer liability. The policy premiums are financed through The First National Bank of Jeanerette. Certain prepaid insurance amounts are listed at KEH and El Caballero Ranch, Inc., even though the policies cover multiple Debtors and are listed as undetermined as the Debtors are unable to split the prepaid amounts by individual policy.

Schedule A/B.11. The Debtors have disclosed the net book value with respect to accounts receivable listed on Schedule A/B.11, which represents the amount of the accounts receivable netted by any "doubtful accounts."

Schedule A/B.15. Equity interests in subsidiaries and affiliates primarily arise from common stock ownership or member or partnership interests. For purposes of these Schedules, the Debtors have listed an undetermined value for the equity interests of all of their subsidiaries and affiliates. The book values of certain assets may materially differ from their fair market values.

Schedule A/B.19-21. The current value of the Debtor's interest for certain classes of inventory are reflected as undetermined as the fair market value of such interest is dependent on numerous variables and factors and may differ significantly from net book value.

Schedule A/B.47 & 48. The value of the Debtor's interest is reflected as undetermined because the fair market value of such interest is dependent on numerous variables and factors and may differ significantly from net book value.

Schedule A/B.55. To the extent the Debtors had a recent appraisal (within 1 year of the Filing Date) of its real property (owned real estate), Schedule A/B.55 lists the value of the Debtor's interest at the appraised value. Otherwise, the value of the Debtor's interest is listed as undetermined because the fair market value of such interest is dependent on numerous variables and factors and may differ significantly from net book value.

The Debtors are unable to allocate the net book value for certain leasehold and building improvements to individual properties and have therefore reflected these amounts in total as "leasehold and building improvements – other" in the schedule.

Schedule A/B.63. For confidentiality reasons, the Debtors have not provided a customer list.

Schedule A/B.70. Please refer to Schedule G for a listing of all executory contracts. The valuations as to the Debtors' interest in these agreements is unknown at the time of filing.

Schedule A/B.72. In certain instances, the Debtors have submitted tax returns that are currently pending in which the Debtors believe they are entitled to a tax refund. As such, the value of the Debtors' interest is estimated, as the applicable taxing authorities may dispute the Debtors' tax returns or reach a settlement on the exact amount of any tax refund. The Debtors have not made any determination that a tax refund is an asset of a particular Debtor, and the Debtors reserve all of their rights on this issue. NOL's have not been scheduled as any benefit to the Debtors of the NOL's to offset future taxable income has not been determined.

Schedule A/B.75. In the ordinary course of their businesses, the Debtors may have accrued, or may subsequently accrue, certain rights to causes of action, counterclaims, setoffs, or refunds with their contract counterparties, suppliers, or vendors or potential warranty claims against their suppliers or vendors. The Debtors reserve all of their rights with respect to such potential causes of action, counterclaims, setoffs, refunds, and claims, including the right to amend Schedule A/B.75.

Schedule A/B.77. The listing by the Debtors of any account between a Debtor and another Debtor or between a Debtor and a non-Debtor affiliate is a statement of what appears in a particular Debtor's books and records and does not reflect any admission or conclusion of the Debtors regarding the allowance, classification, characterization, validity, or priority of such account. The Debtors take no position in these Schedules and Statements as to whether such accounts would be allowed as a Claim, an Interest, or not allowed at all. As such, the amounts for intercompany balances are scheduled as undetermined. The Debtors and all parties in interest reserve all rights with respect to such accounts.

Schedule D. Except as otherwise agreed pursuant to a stipulation or order entered by the Bankruptcy Court, the Debtors reserve their rights to dispute or challenge the validity, perfection, or immunity from avoidance of any lien purported to be granted or perfected in any specific asset of a secured creditor listed on Schedule D of any Debtor. Moreover, although the Debtors have scheduled claims of various creditors as secured claims, the Debtors reserve all of their rights to dispute or challenge the secured nature of any such creditor's claim or the characterization of the structure of any such transaction or any document or instrument related to such creditor's claim. The descriptions provided in Schedule D are solely intended to be a summary, and not an admission of liability.

Reference to the applicable loan agreements and related documents is necessary for a complete description of the collateral and the nature, extent, and priority of liens. Nothing in the Global Notes or the Schedules and Statements shall be deemed a modification or interpretation of the terms of such agreements. Except as specifically stated herein, real property lessors, utility companies, and other parties that may hold security deposits have not been listed on Schedule D. The Debtors reserve all of their rights to amend Schedule D to the extent that the Debtors determine that any claims associated with such agreements should be reported on Schedule D. Nothing herein shall be construed as an admission by the Debtors of the legal rights of the claimant or a waiver of the Debtors' rights to recharacterize or reclassify such claim or contract.

Moreover, the Debtors have not included on Schedule D parties that may believe their claims are secured through setoff rights or inchoate statutory lien rights. Where an administrative agent or trustee serves with respect to any prepetition secured debt, only the administrative agent or trustee, as applicable, is listed as the creditor on Schedule D and not any other party that may hold a portion of the debt.

Amounts listed for JP Morgan Chase and Iberia Bank reflect principal only and do not include interest, penalties, fees or other charges, if any.

The claim amounts listed reflect approximate amounts as of the Petition Date. It would be administratively inefficient and unduly burdensome for the Debtors to determine the amounts of various UCC claims. Therefore, the amounts of such claims are reported as undetermined.

Schedule E/F. The listing by the Debtors of any account between a Debtor and another Debtor or between a Debtor and a non-Debtor affiliate is a statement of what appears in a particular Debtor's books and records and does not reflect any admission or conclusion of the Debtors regarding the allowance, classification, characterization, validity, or priority of such account. The Debtors take no position in these Schedules and Statements as to whether such accounts would be allowed as a Claim, an Interest, or not allowed at all. As such, the amounts for intercompany balances are scheduled as undetermined. The Debtors and all parties in interest reserve all rights with respect to such accounts.

The Bankruptcy Court has authorized the Debtors, in their discretion, to pay certain liabilities that may be entitled to priority under the applicable provisions of the Bankruptcy Code. For example, on August 10, 2017, the Bankruptcy Court entered the *Final Order (A) Authorizing Payment of all Pre-Petition Wages, Salaries, Other Accrued Compensation, Expense Reimbursements, Benefits and Related Amounts; and (B) Continuation of Specified Benefit*

Programs in the Ordinary Course of Business [Docket No. 48] (the “**Wages and Benefits Order**”), authorizing the Debtors to pay or honor certain prepetition obligations with respect to employee wages, salaries and other compensation, accrued and unpaid vacation liability, reimbursable employee expenses, and similar benefits. As a result of the Wages and Benefits Order, the Debtors believe that employee claims for prepetition wages have been or will be satisfied, and such amounts are not listed in the Debtors’ Schedules.

The Bankruptcy Court has also authorized the Debtors to pay, in their discretion, certain outstanding claims on a postpetition basis. Certain Debtors may pay claims listed on Schedule F during these chapter 11 cases pursuant to orders of the Bankruptcy Court and reserve all of their rights to amend or supplement Schedule E/F or take other action as necessary or appropriate to avoid overpayment of, or duplicate payments for, any such liabilities.

In addition, the Debtors have received authority by order of the Bankruptcy Court to pay certain taxes, including, but not limited to, sales, use, franchise, income, and payroll taxes. The Debtors believe that certain claims on account of such taxes have been or will be satisfied. Out of an abundance of caution, however, the Debtors have listed the taxing authorities on Schedule E/F for each Debtor as “undetermined”.

The Debtors have used their best reasonable efforts to report all prepetition general unsecured claims against the Debtors on Schedule E/F based upon the Debtors’ existing books and records as of the Petition Date. The claims of individual creditors for, among other things, various services may not reflect credits or allowances due from such creditors to the applicable Debtor. Schedule E/F may not reflect invoices received by the Debtors after the Petition Date on account of prepetition goods and services. The Debtors reserve all of their rights with respect to any credits and allowances, including the right to assert objections and/or setoffs with respect to same.

The claims listed on Schedule E/F arose or were incurred on various dates. In certain instances, the date on which a claim arose, including whether such claim arose before or after the Debtors initiated these chapter 11 cases, is an open issue of fact. Although reasonable efforts have been made to identify the date of incurrence of each claim, determining the date upon which each claim in Schedule E/F was incurred or arose would be unduly burdensome and cost prohibitive and, therefore, when the date the debt was incurred was not readily available, the Debtors have listed the date as “various”.

Schedule E/F does not include certain deferred charges, deferred liabilities, accruals, or general reserves. While not listed on Schedule E/F, such amounts are, reflected on the Debtors’ books and records to the extent required in accordance with GAAP. Such accruals are general estimates of liabilities and do not represent specific claims as of the Petition Date.

Certain of the claims described on Schedule E/F as “litigation claims” may include potential or threatened legal disputes that are not formally recognized by an administrative, judicial, or other adjudicative forum due to certain procedural conditions that counterparties have yet to satisfy. Any information contained in Schedule E/F with respect to such potential litigation shall not be a binding representation on the Debtors’ liabilities with respect to any of the potential suits and

proceedings included herein. Some of the claims involved in litigation listed on Schedule E/F may be subject to subordination pursuant to section 510 of the Bankruptcy Code.

The Debtors expressly incorporate by reference into Schedule E/F all parties to pending litigation listed in Statement 7 as contingent, unliquidated, and disputed claims, to the extent not already listed on Schedule E/F.

To the extent they are known, Schedule E/F reflects the prepetition amounts owing to counterparties to executory contracts and unexpired leases. Such prepetition amounts, however, may be paid in connection with the assumption or the assumption and assignment of an executory contract or unexpired lease. Additionally, Schedule E/F does not include potential rejection damage claims, if any, of the counterparties to executory contracts and unexpired leases that may be rejected.

Schedule G. The Debtor's businesses are complex. Although the Debtor's existing books, records, and financial systems have been relied upon to identify and schedule executory contracts and unexpired leases at each of the Debtors and diligent efforts have been made to ensure the accuracy of each Debtor's Schedule G, inadvertent errors, omissions, or over-inclusion may have occurred. Certain information, such as the contract information of the counterparty, may not be included where such information could not be obtained using the Debtors' reasonable efforts.

Listing a contract or lease on Schedule G does not constitute an admission by the Debtors as to the validity or enforceability of any such contract or lease, an admission that such contract is an executory contract or unexpired lease or an admission that such contract or lease was in effect on the Petition Date. The Debtors hereby reserve all of their rights to dispute the validity, status, or enforceability of any contracts, leases, or other agreements set forth on Schedule G and to amend or supplement Schedule G as necessary. Certain of the contracts and leases listed on Schedule G may contain certain renewal options, guarantees of payment, indemnifications, options to purchase, rights of first refusal, and other miscellaneous rights. Such rights, powers, duties, and obligations are not set forth separately on Schedule G.

Omission of a contract or lease from Schedule G does not constitute an admission by the Debtors that such omitted contract or lease is not an executory contract or unexpired lease. The Debtors' rights under the Bankruptcy Code with respect to any such omitted contracts or leases are not waived by the omission and are hereby reserved in full. Schedule G may be amended at any time to add any omitted contract, agreement or lease.

Certain of the instruments reflected on Schedule G may contain renewal options, guarantees of payments, options to purchase, rights of first refusal, rights to lease additional lands, and other miscellaneous rights. Such rights, powers, duties, and obligations are not separately set forth on Schedule G. The Debtors hereby expressly reserve the right to assert that any instrument listed on Schedule G is an executory contract within the meaning of section 365 of the Bankruptcy Code. The Debtors reserve all of their rights, claims, and causes of action with respect to claims associated with any contracts and agreements listed on the Schedules, including their right to dispute or challenge the characterization or the structure of any transaction, document, or instrument (including any intercompany agreement) related to a creditor's claim.

Certain confidentiality and non-compete agreements may not be listed on Schedule G. The Debtors reserve all of their rights with respect to such agreements.

Certain of the contracts and agreements listed on Schedule G may consist of several parts, including, purchase orders, amendments, restatements, waivers, letters and other documents that may not be listed on Schedule G or that may be listed as a single entry. The Debtors expressly reserve their rights to challenge whether such related materials constitute an executory contract or unexpired lease, a single contract or lease, or multiple, severable, or separate contracts or leases.

The contracts, agreements, and leases listed on Schedule G may have expired or may have been modified, amended, or supplemented from time to time by various amendments, restatements, waivers, estoppel certificates, letters, memoranda, and other documents, instruments, and agreements that may not be listed therein despite the Debtors' use of reasonable efforts to identify such documents. Further, unless otherwise specified on Schedule G, each executory contract or unexpired lease listed thereon shall include all exhibits, schedules, riders, modifications, declarations, amendments, supplements, attachments, restatements, or other agreements made directly or indirectly by any agreement, instrument, or other document that in any manner affects such executory contract or unexpired lease, without respect to whether such agreement, instrument, or other document is listed thereon. In some cases, the same supplier or provider appears multiple times on Schedule G. This multiple listing is intended to reflect distinct agreements between the applicable Debtor and such supplier or provider.

The Debtors have made a reasonable effort to determine the effective date and expiration date of each executory contract and unexpired lease for Schedule G. In some cases, the dates listed on Schedule G are estimated. To determine the exact expiration date for particular contracts or leases, parties are advised to review the individual contracts or leases, rather than simply relying on the dates listed on Schedule G. The Debtors reserve all their rights in this regard.

Although the Debtors made diligent attempts to attribute an executory contract or unexpired lease to its rightful Debtor, in certain instances, the Debtors may have inadvertently failed to do so. Accordingly, the Debtors reserve all of their rights with respect to the named parties of any and all executory contracts and unexpired leases, including the right to amend Schedule G.

The listing of any contract or lease on Schedule G does not constitute an admission by the Debtors as to the validity of any such contract or lease or that such contract or lease is an executory contract or unexpired lease. The Debtors reserve all of their rights to dispute the effectiveness of any such contract or lease listed on Schedule G or to amend Schedule G at any time to remove any contract or lease.

Schedule H. The Debtors that are either the principal obligors or guarantors under the Debtors' prepetition debt facilities are listed as Co-Debtors on Schedule H. The Debtors may not have identified certain guarantees associated with the Debtors' executory contracts, unexpired leases, secured financings, debt instruments, and other such agreements. The Debtors reserve all of their rights to amend the Schedules to the extent that additional guarantees are identified or such guarantees are discovered to have expired or be unenforceable.

Where an administrative agent or trustee serves with respect to any debt as to which there are Co-Debtors, only the administrative agent or trustee, as applicable, is listed as the creditor on Schedule H and not any other parties who may hold a portion of such debt.

In the ordinary course of their businesses, the Debtors may be involved in pending or threatened litigation. These matters may involve multiple plaintiffs and defendants, some or all of whom may assert cross-claims and counterclaims against other parties. Because all such claims are contingent, disputed, or unliquidated, such claims have not been set forth individually on Schedule H. Litigation matters can be found on each Debtor's Schedule E/F and Statement 7, as applicable.

Specific Disclosures with Respect to the Debtors' Statements

Statements 1 and 2. For financial reporting purposes, the Debtors ordinarily prepare consolidated as well as combined financial statements, and determine their gross revenue on a consolidated and combined basis in the ordinary course of business. Unlike the consolidated and combined financial statements, the Statements reflect the business and non-business revenue of each Debtor on a non-consolidated and non-combined basis, except where otherwise indicated. Accordingly, the totals listed in the Statements may differ, at times materially, from the consolidated and combined financial reports prepared by the Debtors for financial reporting purposes or otherwise. Statements 1 and 2 reflect the Debtors' gross revenue from business and non-business revenue (including interest and other income) for fiscal years 2015 and 2016 and for the period January 1, 2017 through July 31, 2017. The revenue listed for fiscal years 2015 and 2016 and for the period of January 1, 2017 through June 31, 2017 is based on the Debtors' books and records. The gross revenues from the business and non-business revenues include intercompany revenues for services provided by one Debtor to another Debtor such as rental income and internal inspection and other services.

Statement 3. Statement 3 includes any disbursement or other transfer made by the Debtors except for those made to insiders (included in Statement 4), employee payroll and expense reimbursements, bankruptcy professionals (included in Statement 11) and interbank transfers done as part of the Debtors' cash management system. In Statement 3, disbursements made on account of multiple invoices may be reflected as a single payment.

As described more fully in the Cash Management Motion, all disbursements listed in Statement 3 are made through the Debtors' cash management system. Knight Energy Holdings, LLC is the Debtors' main operating entity, and the vast majority of the revenues received and disbursements paid by the Debtors flow through bank accounts held in the name of this Debtor. It would be unduly burdensome and administratively inefficient to attribute specific payments made (or portions of payments) to individual Debtors. Therefore, the Debtors have reflected such payments on Statement 3 for Knight Energy Holdings, LLC.

Statement 4. Statement 4 accounts for the Debtors' cash transfers to or for the benefit of insiders. The listing of any person or entity is not intended to be nor shall it be construed as a legal characterization of such party as an insider under applicable law, and does not act as an admission of any fact, claim, right, or defense, and all such rights, claims and defenses are hereby reserved.

Directors and officers listed as transferees in Statement 4 may be (i) directors or officers of Knight Energy Holdings, LLC as well as directors or officers of other Debtors or non-Debtor affiliates or (ii) former directors or officers no longer employed by the Debtors.

Insider payments for all Debtor entities are shown on Statement 4 for Knight Energy Holdings, LLC. Directors and officers listed as transferees in Statement 4 may be directors and officers of one or more Debtors.

Statement 7. Information provided in Statement 7 includes only those legal disputes and administrative proceedings that are formally recognized by an administrative, judicial or other adjudicative forum. In the Debtors' attempt to provide full disclosure, to the extent a legal dispute or administrative proceeding is not formally recognized by an administrative, judicial or other adjudicative forum due to certain procedural conditions that counterparties have yet to satisfy, the Debtors have identified such matters on Schedule F for the applicable Debtor. Additionally, any information contained in Statement 7 shall not be a binding representation of the Debtors' liabilities with respect to any of the suits and proceedings identified therein.

Statement 11. Disbursements listed in Statement 11 were initiated and disbursed by Knight Energy Holdings, LLC, but were for the benefit of all Debtors.

Statement 13. The Debtors do not take any position with respect to whether transfers identified in the response to Question 13 in the Statements are made in the ordinary course of business. Certain transfers listed in this response are included solely out of an abundance of caution.

Statement 21. The Debtors hold and store numerous pieces of equipment of its customers in the ordinary course of business as the equipment is serviced and repaired. Listing out the individual assets would be both burdensome and administratively inefficient, therefore the assets are listed in general categories of equipment. The value of such equipment is listed as unknown due to the inherent difficulty of valuing such assets of the Debtors' customers.

Statement 25. The dates of existence of the businesses for which the Debtors have an interest reflect the year of incorporation of the entity reflected and do not reflect the incorporation dates of any predecessor entities. Indirect subsidiaries of KEH which have either been wound down or abandoned in certain foreign jurisdictions are shown with a last date of existence of 2016 as the company does not have sufficient documentation of the precise dates and no longer maintains books and records for these entities. To the extent documentation for the date of incorporation of any entity was not available, the date was reflected as unknown.

Statement 26d. KEH provides certain parties, such as its lenders, potential investors, customers, vendors, its financial and tax advisors and other business partners with financial statements. KEH does not maintain complete lists to track such disclosures and therefore has not provided lists of these parties in response to this question.

Statement 30. Please see Statement 4 of this form for transfers to insiders.

Statement 31. Certain Debtors or their predecessor entities may have submitted tax filings as part of a different consolidated tax group. Such filings are not listed in Statement 31.

Fill in this information to identify the case:

Debtor name: Knight Manufacturing, LLC

United States Bankruptcy Court for the: Western District of Louisiana

Case number (if known): 17-51016

☐ Check if this is an amended filingOfficial Form 207**Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy** 04/16

The debtor must answer every question. If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known).

Part 1: Income**1. Gross revenue from business**☐ None

Identify the beginning and ending dates of the debtor's fiscal year, which may be a calendar year		Sources of revenue (Check all that apply)	Gross revenue (before deductions and exclusions)
From the beginning of the fiscal year to filing date:	From 1/1/2017 to 7/31/2017	☒ Operating a business ☐ Other _____	\$3,882,000.00
For prior year:	From 1/1/2016 to 12/31/2016	☒ Operating a business ☐ Other _____	\$8,977,000.00
For the year before that:	From 1/1/2015 to 12/31/2015	☒ Operating a business ☐ Other _____	\$22,913,000.00

2. Non-business revenue

Include revenue regardless of whether that revenue is taxable. *Non-business income* may include interest, dividends, money collected from lawsuits, and royalties. List each source and the gross revenue for each separately. Do not include revenue listed in line 1.

☐ None

		Description of sources of revenue	Gross revenue from each source (before deductions and exclusions)
From the beginning of the fiscal year to filing date:	From 1/1/2017 to 7/31/2017	INTEREST	\$1,000.00
	From 1/1/2017 to 7/31/2017	OTHER INCOME	\$12,000.00
For prior year:	From 1/1/2016 to 12/31/2016	INTEREST	\$1,000.00
	From 1/1/2016 to 12/31/2016	OTHER INCOME	\$172,000.00

Debtor **Knight Manufacturing, LLC**

Case number *(if known)* **17-51016**

For the year before that:	From 1/1/2015 to 12/31/2015	INTEREST	\$2,000.00
	From 1/1/2015 to 12/31/2015	OTHER INCOME	\$132,000.00

Part 2: List Certain Transfers Made Before Filing for Bankruptcy**3. Certain payments or transfers to creditors within 90 days before filing this case**

List payments or transfers—including expense reimbursements—to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$6,425. (This amount may be adjusted on 4/01/19 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

☒ None

Creditor's name and address	Dates	Total amount or value	Reasons for payment or transfer <i>Check all that apply</i>
3.1. _____ _____ _____	_____	\$ _____	☐ Secured debt ☐ Unsecured loan repayments ☐ Suppliers or vendors ☐ Services ☐ Other _____

4. Payments or other transfers of property made within 1 year before filing this case that benefited any insider

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed or cosigned by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$6,425.00. (This amount may be adjusted on 4/01/19 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments listed in line 3. *Insiders* include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(31).

☒ None

Insider's name and address	Dates	Total amount or value	Reasons for payment or transfer
4.1. _____ _____ _____	_____	\$ _____	_____
Relationship to debtor _____			

5. Repossessions, foreclosures, and returns

List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure sale, transferred by a deed in lieu of foreclosure, or returned to the seller. Do not include property listed in line 6.

☒ None

Creditor's name and address	Description of the property	Date	Value of property
5.1. _____ _____ _____	_____	_____	\$ _____

6. Setoffs

List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a debt.

☒ None

Creditor's name and address	Description of the action creditor took	Date action was taken	Amount
6.1. _____ _____ _____ _____	_____ _____ Last 4 digits of account number: XXXX-_____	_____ _____	\$ _____

Part 3: Legal Actions or Assignments**7. Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits**

List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity—within 1 year before filing this case.

☐ None

	Case title	Nature of case	Court or agency's name and address	Status of case
7.1.	24 WATERWAY, LLC V. KNIGHT RESOURCES, LLC & KNIGHT MANUFACTURING	BREACH OF CONTRACT	284TH JDC, MONTGOMERY COUNTY, TX P O BOX 2985 CONROE TX 77305	☒ Pending ☐ On appeal ☐ Concluded
	Case number			
	170404655			
	Case title	Nature of case	Court or agency's name and address	Status of case
7.2.	ACADIANA COATINGS & SUPPLY INC V KNIGHT MANUFACTURING LLC	PETITION ON MONIES	LAFAYETTE PARISH DISTRICT COURT 800 S. BUCHANAN STREET LAFAYETTE LA 70502	☒ Pending ☐ On appeal ☐ Concluded
	Case number			
	20173625			

	Case title	Nature of case	Court or agency's name and address	Status of case
7.3.	GERALD ROBICHAUX, JR., LOREN ROBICHAUX AND MONA ROBICHAUX V. CHEVRON U.S.A., INC., CONOCOPHILLIPS COMPANY, SHELL OFFSHORE, INC., ATLANTIC RICHFIELD COMPANY, MARATHON OIL COMPANY, AMERICA OIL COMPANY, SHELL OIL COMPANY, SWEPI, LP, HESS CORPORATION, THE TEXAS COMPANY, BP PRODUCTS NORTH AMERICA, INC., DEVON ENERGY PRODUCTION COMPANY, LP, THE LOUISIANA LAND AND EXPLORATION COMPANY, LLC, QUAIL TOOLS, LP, UNITED STATES FIDELITY AND GUARANTY CO., UNDERWRITERS AT LLOYD'S, LONDON GERALD ROBICHAUX, JR., LOREN ROBICHAUX AND MONA ROBICHAUX V. CHEVRON U.S.A., INC., CONOCOPHILLIPS COMPANY, SHELL OFFSHORE, INC., ATLANTIC RICHFIELD COMPANY, MARATHON OIL COMPANY, AMERICA OIL COMPANY, SHELL OIL COMPANY, SWEPI, LP, HESS CORPORATION, THE TEXAS COMPANY, BP PRODUCTS NORTH AMERICA, INC., DEVON ENERGY PRODUCTION COMPANY, LP, THE LOUISIANA LAND AND EXPLORATION COMPANY, LLC, QUAIL TOOLS, LP, KNIGHT MANUFACTURING, LLC, UNITED STATES FIDELITY AND GUARANTY CO., UNDERWRITERS AT LLOYD'S, LONDON	EXPOSURE TO NORM	CIVIL DISTRICT COURT FOR THE PARISH OF ORLEANS, STATE OF LOUISIANA 421 LOYOLA AVENUE ROOM 402 NEW ORLEANS LA 70112	☒ Pending ☐ On appeal ☐ Concluded
	Case number			
	2015-10022			
	Case title	Nature of case	Court or agency's name and address	Status of case
7.4.	PATH AIR, LLC V. KNIGHT AVIATION, LLC, KNIGHT ENERGY HOLDINGS, LLC, KNIGHT MANUFACTURING LLC, AND KNIGHT OIL TOOLS, LLC	CONTRACT DEFAULT	15TH JDC, LAFAYETTE PARISH, LOUISIANA 800 S. BUCHANAN STREET LAFAYETTE LA 70502	☒ Pending ☐ On appeal ☐ Concluded
	Case number			
	C-20156398 F			
	Case title	Nature of case	Court or agency's name and address	Status of case
7.5.	PRESTIGE EQUIPMENT CORP V. KNIGHT MANUFACTURING, LLC & KNIGHT OIL TOOLS, LLC	PETITION FOR MONIES	15TH JUDICIAL DISTRICT COURT, PARISH OF LAFAYETTE, STATE OF LOUISIANA 800 S. BUCHANAN STREET LAFAYETTE LA 70502	☒ Pending ☐ On appeal ☐ Concluded
	Case number			
	C-20164754-B			

	Case title	Nature of case	Court or agency's name and address	Status of case
7.6.	QUALICAL, LLC VS. KNIGHT OIL TOOLS, LLC	PETITION FOR MONIES	CITY COURT OF HOUMA, PARRISH OF TERREBONNE, STATE OF LOUISIANA 8046 MAIN STREET HOUMA LA 70360	☒ Pending ☐ On appeal ☐ Concluded
	Case number			
	S-171443			
	Case title	Nature of case	Court or agency's name and address	Status of case
7.7.	SHEILA TURNER, INDIVIDUALLY AND AS NEXT FRIEND OF DAVID JUSTON TURNER, JR. AND ALEIGHA TURNER, MINOR CHILDREN DANNY EARL CAIN AS REPRESENTATIVE OF THE ESTATE OF DAVID JUSTIN TURNER, AND AS NEXT FRIEND OF DAVID JUSTIN TURNER, JR. AND ALEIGHA TURNER, MINOR CHILDREN VS. BASIC ENERGY SERVICES, LP, ET AL., INCLUDING KNIGHT OIL TOOLS, LLC	WRONGFUL DEATH	DISTRICT COURT OF PANOLA COUNTY, TEXAS 110 S. SYCAMORE ROOM 227 CARTHAGE TX 75633	☒ Pending ☐ On appeal ☐ Concluded
	Case number			
	2015-297			
	Case title	Nature of case	Court or agency's name and address	Status of case
7.8.	STS OPERATING INC V KNIGHT MANUFACUTRING LLC	OPEN ACCOUNT	15TH JUDICIAL DISTRICT COURT, LAFAYETTE PARISH, LOUISIANA 800 BUCHANAN STREET LAFAYETTE LA 70502	☒ Pending ☐ On appeal ☐ Concluded
	Case number			
	C 2017 4379-K			

8. Assignments and receivership

List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case.

☒ None

	Custodian's name and address	Description of the property	Value
8.1.			\$
		Case title	Court name and address
		Case number	
		Date of order or assignment	

Part 4: Certain Gifts and Charitable Contributions

9. List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filing this case unless the aggregate value of the gifts to that recipient is less than \$1,000.

☒ None

	Recipient's name and address	Description of the gifts or contributions	Dates given	Value
9.1.				\$
	Recipient's relationship to debtor 			

Part 5: Certain Losses**10. All losses from fire, theft, or other casualty within 1 year before filing this case.**☒ None

Description of the property lost and how the loss occurred	Amount of payments received for the loss If you have received payments to cover the loss, for example, from insurance, government compensation, or tort liability, list the total received. List unpaid claims on Official Form 106A/B (Schedule A/B: Assets – Real and Personal Property).	Date of loss	Value of property lost
10.1. _____	\$ _____	_____	\$ _____

Part 6: Certain Payments or Transfers**11. Payments related to bankruptcy**

List any payments of money or other transfers of property made by the debtor or person acting on behalf of the debtor within 1 year before the filing of this case to another person or entity, including attorneys, that the debtor consulted about debt consolidation or restructuring, seeking bankruptcy relief, or filing a bankruptcy case.

☒ None

Who was paid or who received the transfer?	If not money, describe any property transferred	Dates	Total amount or value
11.1. _____	_____	_____	\$ _____
Address			

Email or website address			

Who made the payment, if not debtor?			

12. Self-settled trusts of which the debtor is a beneficiary

List any payments or transfers of property made by the debtor or a person acting on behalf of the debtor within 10 years before the filing of this case to a self-settled trust or similar device.
Do not include transfers already listed on this statement.

☒ None

Name of trust or device	Describe any property transferred	Dates transfers were made	Total amount or value
12.1. _____	_____	_____	\$ _____
Trustee			

13. Transfers not already listed on this statement

List any transfers of money or other property—by sale, trade, or any other means—made by the debtor or a person acting on behalf of the debtor within 2 years before the filing of this case to another person, other than property transferred in the ordinary course of business or financial affairs. Include both outright transfers and transfers made as security. Do not include gifts or transfers previously listed on this statement.

☒ None

	Who received transfer?	Description of property transferred or payments received or debts paid in exchange	Date transfer was made	Total amount or value
13.1.				\$
	Address			
	Relationship to debtor			

Part 7: Previous Locations**14. Previous addresses**

List all previous addresses used by the debtor within 3 years before filing this case and the dates the addresses were used.

☐ Does not apply

Address		Dates of occupancy
14.1.	2217 PAILET AVENUE HARVEY LA 70059	From 06/06 To 2017
Address		Dates of occupancy
14.2.	24 WATERWAY AVENUE SUITE 1460 THE WOODLANDS TX 77380	From 09/2011 To 03/2017

Part 8: Healthcare Bankruptcies**15. Healthcare bankruptcies**

Is the debtor primarily engaged in offering services and facilities for:

- diagnosing or treating injury, deformity, or disease, or
- providing any surgical, psychiatric, drug treatment, or obstetric care?

☒ No. Go to Part 9.

☐ Yes. Fill in the information below.

Facility name and address	Nature of the business operation, including type of services the debtor provides	If debtor provides meals and housing, number of patients in debtor's care
15.1. _____ _____ _____ _____	_____ _____ Location where patient records are maintained (if different from facility address). If electronic, identify any service provider _____ _____ _____ _____	_____ _____ How are records kept? Check all that apply: ☐ Electronically ☐ Paper

Part 9: Personally Identifiable Information**16. Does the debtor collect and retain personally identifiable information of customers?**☐ No☒ Yes. State the nature of the information collected and retained. NON-SENSITIVE CUSTOMER INFORMATION SUCH AS: NAME, PHONE, E-MAIL AND ADDRESS

Does the debtor have a privacy policy about that information?

☐ No☒ Yes**17. Within 6 years before filing this case, have any employees of the debtor been participants in any ERISA, 401(k), 403(b) or other pension or profit-sharing plan made available by the debtor as an employee benefit?**☒ No. Go to Part 10.☐ Yes. Does the debtor serve as plan administrator?☐ No. Go to Part 10☐ Yes. Fill in below:

Name of plan	Employer identification number of the plan
	EIN: ____ - ____ - ____ - ____ - ____

Has the plan been terminated?

☐ No☐ Yes

Part 10: Certain Financial Accounts, Safe Deposit Boxes, and Storage Units**18. Closed financial accounts**

Within 1 year before filing this case, were any financial accounts or instruments held in the debtor's name, or for the debtor's benefit, closed, sold, moved, or transferred?

Include checking, savings, money market, or other financial accounts; certificates of deposit; and shares in banks, credit unions, brokerage houses, cooperatives, associations, and other financial institutions.

☒ None

	Financial institution name and address	Last 4 digits of account number	Type of account	Date account was closed, sold, moved, or transferred	Last balance before closing or transfer
18.1.	_____	XXX-_____	☐ Checking	_____	\$_____
	_____		☐ Savings		
	_____		☐ Money market		
	_____		☐ Brokerage		
			☐ Other _____		

19. Safe deposit boxes

List any safe deposit box or other depository for securities, cash, or other valuables the debtor now has or did have within 1 year before filing this case.

☒ None

	Depository institution name and address	Name and address of anyone with access to it	Description of the contents	Does debtor still have it?
19.1.	_____	_____	_____	☐ No
	_____	_____		☐ Yes
	_____	_____		
	_____	_____		

20. Off-premises storage

List any property kept in storage units or warehouses within 1 year before filing this case. Do not include facilities that are in a part of a building in which the debtor does business.

☐ None

	Depository institution name and address	Name and address of anyone with access to it	Description of the contents	Does debtor still have it?
20.1.	DOMINIQUE'S RECORD MANAGEMENT 704 W. GLORIA SWITCH RD. LAFAYETTE LA 70507	VARIOUS	CORPORATE RECORDS	☐ No ☒ Yes

Part 11: Property the Debtor Holds or Controls That the Debtor Does Not Own**21. Property held for another**

List any property that the debtor holds or controls that another entity owns. Include any property borrowed from, being stored for, or held in trust. Do not list leased or rented property.

☒ None

	Owner's name and address	Location of the property	Description of the property	Value
21.1.				\$

Part 12: Details About Environmental Information

For the purpose of Part 12, the following definitions apply:

- *Environmental law* means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).
- *Site* means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.
- *Hazardous material* means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similarly harmful substance.

Report all notices, releases, and proceedings known, regardless of when they occurred.

22. Has the debtor been a party in any judicial or administrative proceeding under any environmental law? Include settlements and orders.

☒ No

☐ Yes. Provide details below.

	Case title	Court or agency name and address	Nature of the case	Status of case
22.1.				☐ Pending
	Case number			☐ On appeal
				☐ Concluded

23. Has any governmental unit otherwise notified the debtor that the debtor may be liable or potentially liable under or in violation of an environmental law?

☒ No

☐ Yes. Provide details below.

	Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
23.1.				

24. Has the debtor notified any governmental unit of any release of hazardous material?

☒ No

☐ Yes. Provide details below.

	Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
24.1.				

Part 13: Details About the Debtor's Business or Connections to Any Business**25. Other businesses in which the debtor has or has had an interest**

List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case. Include this information even if already listed in the Schedules.

☒ None

	Business name and address	Describe the nature of the business	Employer Identification number Do not include Social Security number or ITIN.
25.1.	_____	_____	EIN: ____ - ____ - ____
	_____		Dates business existed
	_____		From _____ To _____

26. Books, records, and financial statements

26a. List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case.

☐ None

	Name and address	Dates of service
26a.1.	DIANA GARY CHIEF ACCOUNTING OFFICER Address Intentionally Omitted	From AUGUST 2015 To FEBRUARY 2016
26a.2.	MARK COMEAUX CHIEF FINANCIAL OFFICER 2727 SE EVANGELINE THRUWAY LAFAYETTE LA 70508	From MARCH 2016 To Present

26b. List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial statement within 2 years before filing this case.

☐ None

	Name and address	Dates of service
26b.1.	MARK C. COMEAUX CHIEF FINANCIAL OFFICER 2727 SE EVANGELINE THRUWAY LAFAYETTE LA 70508-2205	From MARCH 2016 To Present

26c. List all firms or individuals who were in possession of the debtor's books of account and records when this case is filed.

☐ None

	Name and address	If any books of account and records are unavailable, explain why
26c.1.	MARK C. COMEAUX CHIEF FINANCIAL OFFICER 2727 SE EVANGELINE THRUWAY LAFAYETTE LA 70508-2205	_____

26d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case.

☐ None

Name and address

26d.1. SEE GLOBAL NOTES

27. Inventories

Have any inventories of the debtor's property been taken within 2 years before filing this case?

☒ No

☐ Yes. Give the details about the two most recent inventories.

Name of the person who supervised the taking of the inventory	Date of inventory	The dollar amount and basis (cost, market, or other basis) of each inventory
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27.1. _____ \$ _____

Name and address of the person who has possession of inventory records

28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.

Name and address	Position	Nature of any interest	% of interest, if any
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28.1. KNIGHT ENERGY HOLDINGS, LLC 2727 SE EVANGELINE THRUWAY LAFAYETTE LA 70508	SHAREHOLDER	MEMBERSHIP INTEREST	100.00%
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29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions?

☒ No

☐ Yes. Identify below.

Name and address	Position	Nature of any interest	Period during which position or interest was held
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29.1. _____ From _____ To _____

30. Payments, distributions, or withdrawals credited or given to insiders

Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised?

☒ No☐ Yes. Identify below

	Name and address of recipient	Amount of money or value of property	Description of property	Dates	Reason for providing the value
30.1.	_____	\$ _____	_____	_____	_____

	Relationship to debtor				

31. Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes?☐ No☒ Yes. Identify below

	Name of the parent corporation	Employer Identification number of the parent corporation
31.1.	KNIGHT ENERGY HOLDINGS, LLC	EIN: 72-0981930

32. Within 6 years before filing this case, has the debtor as an employer been responsible for contributing to a pension fund?☒ No☐ Yes. Identify below

	Name of the pension fund	Employer Identification number of the pension fund
32.1.	_____	EIN: ____ - ____ - ____

Part 14: Signature and Declaration

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

I have examined the information in this *Statement of Financial Affairs* and any attachments and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

9/5/2017
MM/DD/YYYY

✕ /s/ Mark Comeaux Printed name Mark Comeaux
Signature of individual signing on behalf of the debtor

Position or relationship to debtor Chief Financial Officer

Are additional pages to *Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy* (Official Form 207) attached?

☒ No
☐ Yes