

UNITED STATES BANKRUPTCY COURT

Southern DISTRICT OF Texas

Houston Division

In re: Wesco Aircraft Holdings, Inc.

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Case No. 23-90611

Lead Case No. 23-90611

Debtor(s)

☒ Jointly Administered

Post-confirmation Report

Chapter 11

Quarter Ending Date: 03/31/2025

Petition Date: 06/01/2023

Plan Confirmed Date: 12/27/2024

Plan Effective Date: 01/31/2025

This Post-confirmation Report relates to: ☒ Reorganized Debtor

☐ Other Authorized Party or Entity:

Name of Authorized Party or Entity

/s/ Charles A. Beckham, Jr.

Signature of Responsible Party

04/21/2025

Date

Charles A. Beckham, Jr.

Printed Name of Responsible Party

1221 McKinney Street Suite 4000, Houston, TX,
77010

Address

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



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Debtor's Name Wesco Aircraft Holdings, Inc.

Case No. 23-90611

Part 1: Summary of Post-confirmation Transfers

	Current Quarter	Total Since Effective Date
a. Total cash disbursements	\$3,602,920	\$3,602,920
b. Non-cash securities transferred	\$518,149,650	\$518,149,650
c. Other non-cash property transferred	\$0	\$0
d. Total transferred (a+b+c)	\$521,752,570	\$521,752,570

Part 2: Preconfirmation Professional Fees and Expenses

a.			Approved Current Quarter	Approved Cumulative	Paid Current Quarter	Paid Cumulative
	Professional fees & expenses (bankruptcy) incurred by or on behalf of the debtor	Aggregate Total	\$34,117,776	\$158,811,684	\$34,117,776	\$158,811,684
	Itemized Breakdown by Firm					
	Firm Name	Role				
i	A&M	Financial Professional	\$7,816,652	\$59,414,833	\$7,816,652	\$59,414,833
ii	KCC	Other	\$298,960	\$3,903,408	\$298,960	\$3,903,408
iii	Milbank LLP	Lead Counsel	\$6,984,773	\$36,506,870	\$6,984,773	\$36,506,870
iv	Haynes and Boone	Local Counsel	\$234,558	\$3,058,668	\$234,558	\$3,058,668
v	Quinn Emanuel Urquhart & Sul	Special Counsel	\$87,833	\$30,721,005	\$87,833	\$30,721,005
vi	PJT Partners LLP	Financial Professional	\$18,695,000	\$25,206,901	\$18,695,000	\$25,206,901
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Debtor's Name Wesco Aircraft Holdings, Inc.

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Debtor's Name Wesco Aircraft Holdings, Inc.

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b.			Approved Current Quarter	Approved Cumulative	Paid Current Quarter	Paid Cumulative
	Professional fees & expenses (nonbankruptcy) incurred by or on behalf of the debtor		\$812,757	\$2,435,758	\$812,757	\$2,435,758
	<i>Aggregate Total</i>					
	<i>Itemized Breakdown by Firm</i>					
	Firm Name	Role				
i	PWC US Tax LLP	Other	\$812,757	\$2,435,758	\$812,757	\$2,435,758
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Debtor's Name Wesco Aircraft Holdings, Inc.

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Debtor's Name Wesco Aircraft Holdings, Inc.

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Debtor's Name Wesco Aircraft Holdings, Inc.

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c.	All professional fees and expenses (debtor & committees)			\$34,930,533	\$161,247,442	\$34,930,533	\$161,247,442

Part 3: Recoveries of the Holders of Claims and Interests under Confirmed Plan

	Total Anticipated Payments Under Plan	Paid Current Quarter	Paid Cumulative	Allowed Claims	% Paid of Allowed Claims
a. Administrative claims	\$50,948,933	\$2,424,448	\$2,424,448	\$2,507,702	97%
b. Secured claims	\$472,166	\$0	\$0	\$48,513	0%
c. Priority claims	\$65,104	\$0	\$0	\$17,091	0%
d. General unsecured claims	\$7,500,000	\$5,475,411	\$5,475,411	\$57,062,767	10%
e. Equity interests	\$0	\$0	\$0		

Part 4: Questionnairea. Is this a final report? Yes ☐ No ☒

If yes, give date Final Decree was entered: _____

If no, give date when the application for Final Decree is anticipated: _____

b. Are you current with quarterly U.S. Trustee fees as set forth under 28 U.S.C. § 1930? Yes ☒ No ☐

Debtor's Name Wesco Aircraft Holdings, Inc.

Case No. 23-90611

Privacy Act Statement

28 U.S.C. § 589b authorizes the collection of this information and provision of this information is mandatory. The United States Trustee will use this information to calculate statutory fee assessments under 28 U.S.C. § 1930(a)(6) and to otherwise evaluate whether a reorganized chapter 11 debtor is performing as anticipated under a confirmed plan. Disclosure of this information may be to a bankruptcy trustee when the information is needed to perform the trustee'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 Post-confirmation Report and its attachments, if any, are true and correct and that I have been authorized to sign this report.

/s/ Raymond Carney

 Signature of Responsible Party
 Chief Financial Officer

 Title

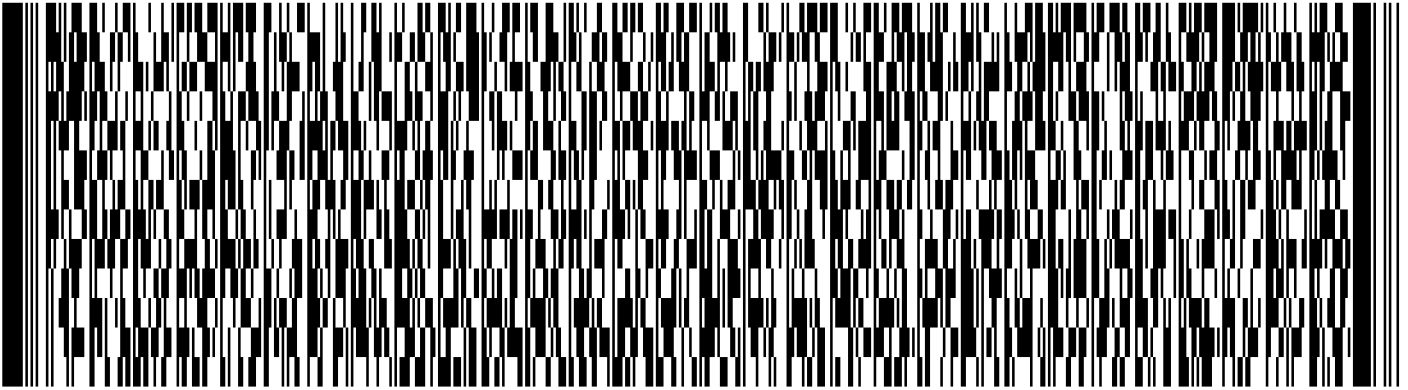
Raymond Carney

 Printed Name of Responsible Party
 04/21/2025

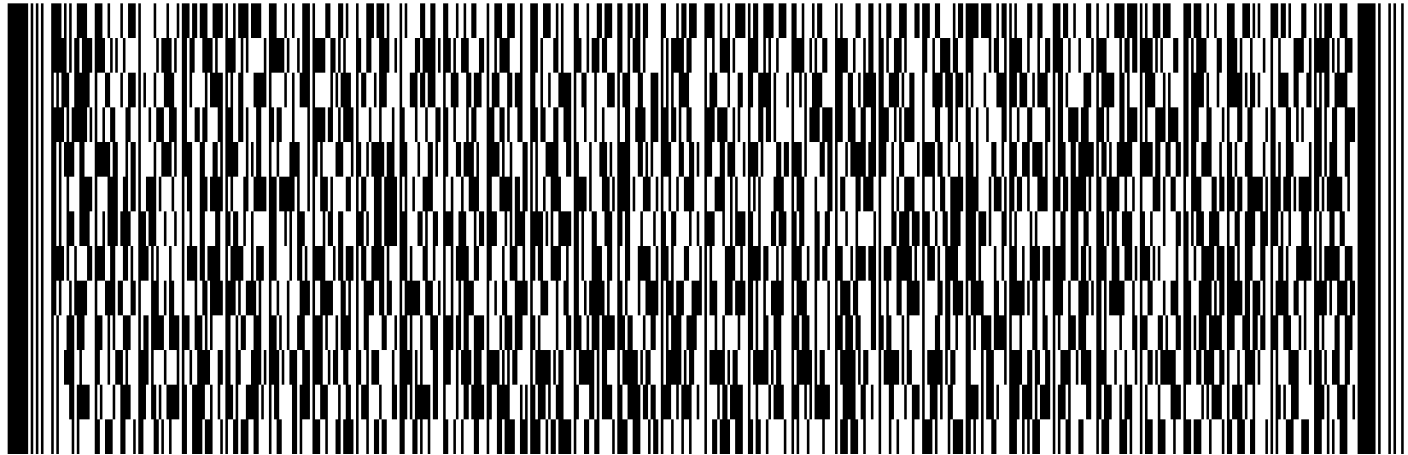
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Debtor's Name Wesco Aircraft Holdings, Inc.

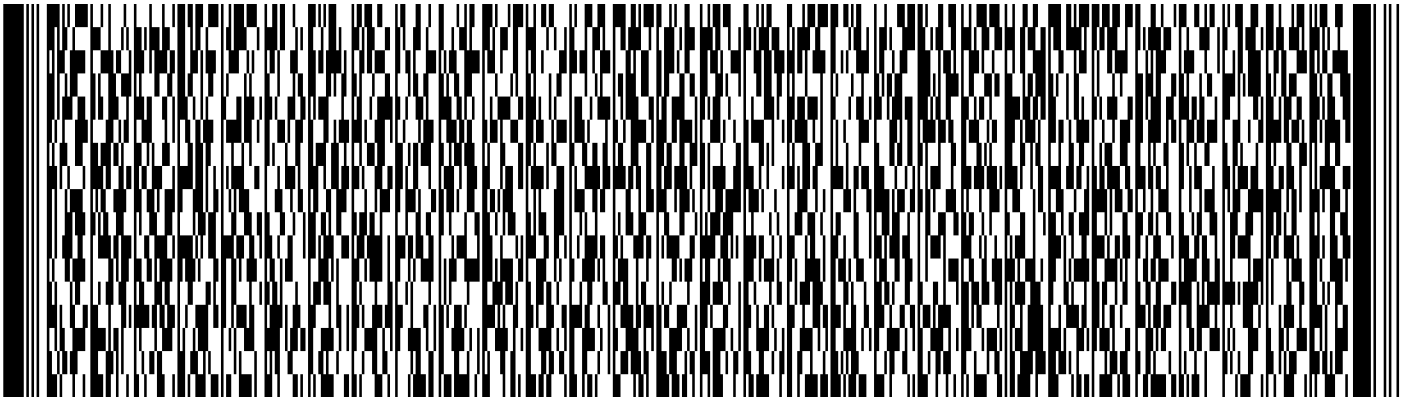
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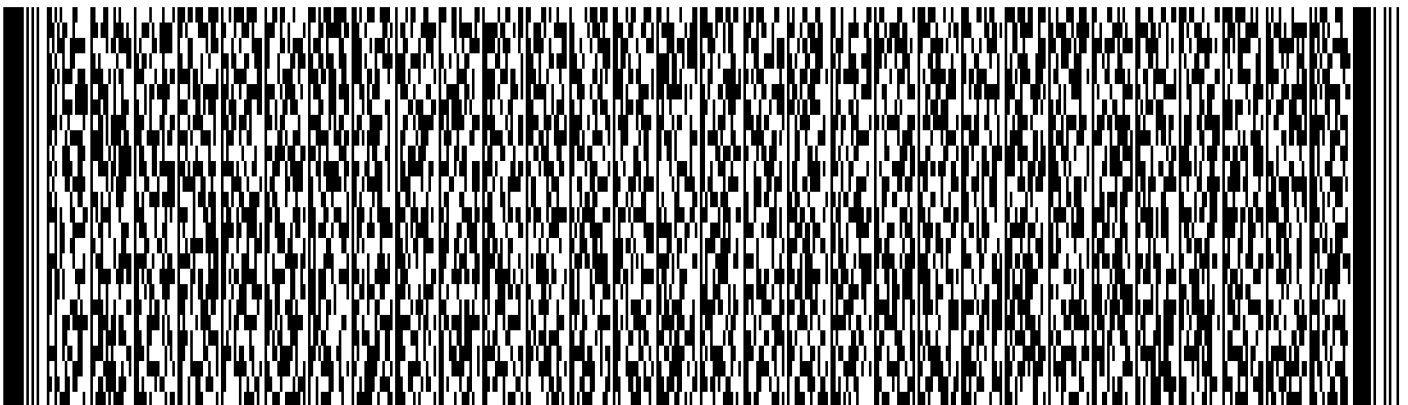
Page 1



Other Page 1



Page 2 Minus Tables



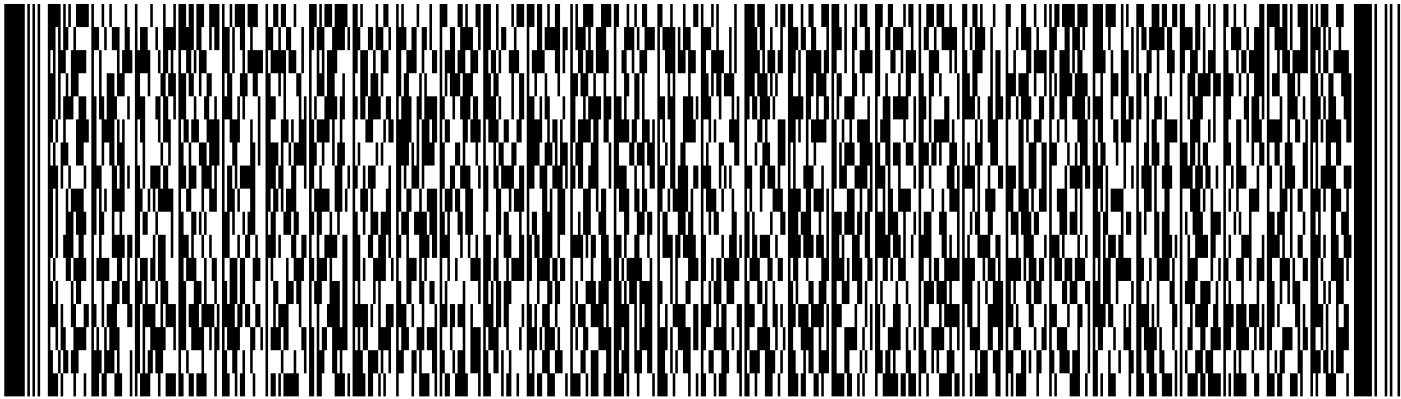
Bankruptcy Table 1-50

Debtor's Name Wesco Aircraft Holdings, Inc.

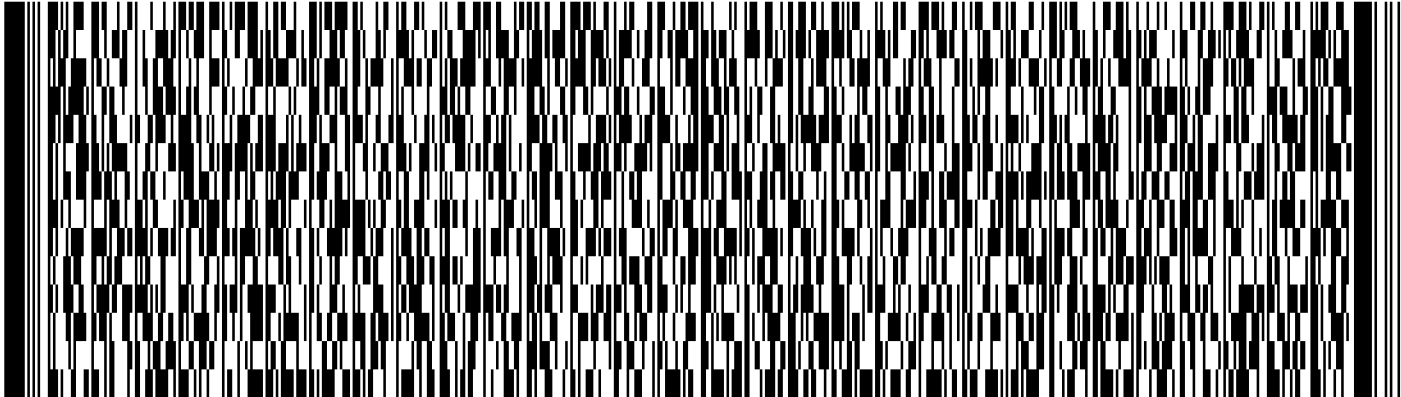
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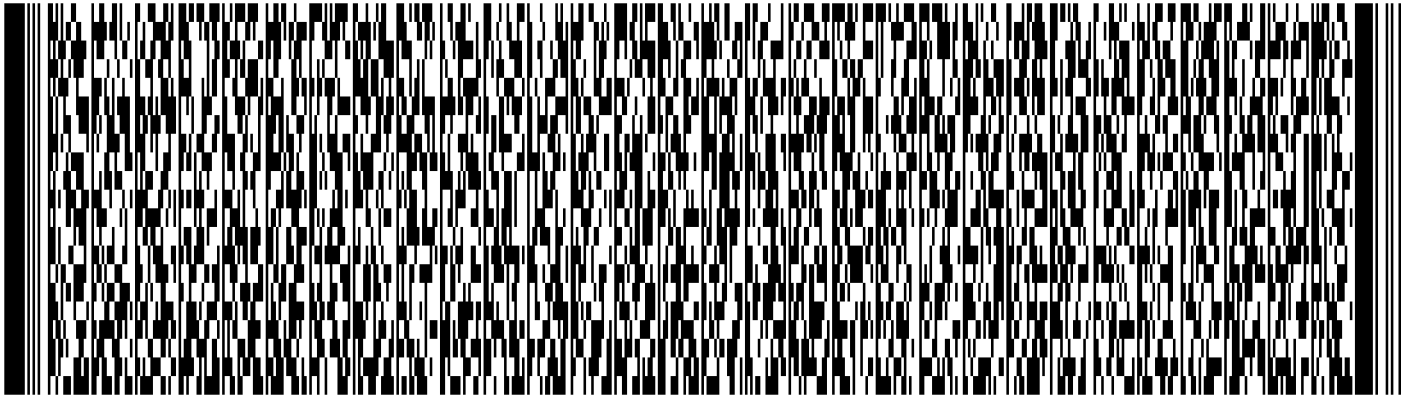
Bankruptcy Table 51-100



Non-Bankruptcy Table 1-50



Non-Bankruptcy Table 51-100



Part 3, Part 4, Last Page

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

In re

WESCO AIRCRAFT HOLDINGS, INC.,¹

Reorganized Debtor.

Chapter 11

Case No. 23-90611 (MI)

**GLOBAL NOTES AND STATEMENT OF LIMITATIONS, METHODOLOGIES,
AND DISCLAIMERS REGARDING THE DEBTORS' CONSOLIDATED POST-
CONFIRMATION REPORT**

On June 1, 2023 (the “**Petition Date**”), Wesco Aircraft Holdings, Inc. (“**Wesco**”) and 43 of its affiliated debtors (such affiliate, each a “**Debtor**,” collectively with Wesco, the “**Debtors**” or “**Incora**”),² filed voluntary petitions for relief under Chapter 11 of the United States Bankruptcy Code (the “**Bankruptcy Code**”) in the United States Bankruptcy Court for the Southern District of Texas, Houston Division (the “**Bankruptcy Court**”), thereby commencing their cases (the “**Chapter 11 Cases**”). The Debtors are authorized to operate their businesses and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. On June 1, 2023, the Bankruptcy Court entered an order authorizing the joint administration of these Chapter 11 Cases. On June 16, 2023, the United States Trustee for Region 7 (Southern and Western Districts of Texas) (the “**U.S. Trustee**”) appointed an Official Committee of Unsecured Creditors pursuant to section 1102(a)(1) of the Bankruptcy Code.

On August 23, 2024, the Debtors filed the *Debtors’ Emergency Motion for Entry of an Order (i) Approving the Amended Disclosure Statement, (ii) Approving Re-Solicitation of Classes 4 and 6 and Related Voting Procedures, (iii) Approving Forms of Modified Ballots, (iv) Scheduling a Confirmation Hearing, (v) Establishing Notice and Objection Procedures, and (vi) Shortening the Notice and Objection Periods in Connection With the Foregoing* [Docket No. 2030] (the “**Amended Disclosure Statement Motion**”). On September 5, 2024, the Debtors filed the (i) *Modified Second Amended Joint Chapter 11 Plan* [Docket No. 2068] (as may be amended, supplemented, or otherwise modified from time to time, the “**September 5 Modified Second Amended Plan**”) and (ii) *Disclosure Statement for the Modified Second Amended Joint Chapter 11 Plan of Wesco Aircraft Holdings, Inc. et al.* [Docket. No. 2069] (the “**September 5 Modified Second Amended Disclosure Statement**”).

A hearing was held on the Amended Disclosure Statement Motion on September 5, 2024, at 9:00 a.m. (prevailing Central Time), before the Honorable Marvin Isgur, at the United States Bankruptcy Court for the Southern District of Texas, Courtroom 404, 515 Rusk, Houston, TX

¹ The captioned Reorganized Debtor is Incora Intermediate II LLC, the successor by merger to Wesco Aircraft Holdings, Inc. Its employer identification number is 33-2921953. Its principal office address and service address in this case is 2601 Meacham Blvd., Ste. 400, Fort Worth, TX 76137.

² A complete list of each of the Debtors in these Chapter 11 Cases and the last four digits of their federal tax identification numbers may be obtained on the website of the Debtors’ proposed claims and noticing agent at <http://www.kccllc.net/incora/>. The service address for each of the Debtors in these cases is 2601 Meacham Blvd., Ste. 400, Fort Worth, TX 76137.

77002. Following the Court’s comments on the Disclosure Statement at the September 5, 2024 hearing, the Debtors filed further revised (i) September 5 Modified Second Amended Plan in accordance with the Court’s comments at the September 5, 2024 hearing and to make an unrelated technical correction [Docket No. 2082] (the “***Revised September 5 Modified Second Amended Plan***”) and (ii) the Final Approved Modified Second Amended Disclosure Statement (“***Final Approved Modified Second Amended Disclosure Statement***”) [Docket No. 2083]. On the same date the Court signed the Order (I) Approving Amended Disclosure Statement, (II) Approving Re-Solicitation of Classes 4 and 6 and Related Voting Procedures, (III) Approving Forms of Modified Ballots, (IV) Scheduling Confirmation Hearing, (V) Establishing Notice and Objection Procedures, and (VI) Shortening the Notice and Objection Periods in Connection with the Foregoing.

On December 5, 2024, the Debtors filed the *Further Modified Second Amended Joint Chapter 11 Plan of Wesco Aircraft Holdings, Inc. et al.* [Docket No. 2408] (the “***Further Modified Second Amended Plan***”). That same day, the Court signed the *Order Setting Confirmation Schedule* [Docket No. 2412], which, among other things, established the confirmation hearing date and related deadlines. On December 30, 2024, the Debtors filed the *Debtors’ Emergency Motion to Approve Technically Corrected Confirmation Order* [Docket No. 2538]. On January 6, 2025, the Court entered the *Corrected Findings of Fact, Conclusions of Law, and Order (I) Confirming Further Modified Second Amended Joint Chapter 11 Plan of Wesco Aircraft Holdings, Inc. et al. and (II) Granting Related Relief* [Docket No. 2550].

On January 31, 2025, the Debtors filed the *Notice of (I) Effective Date and (II) Entry of Order Confirming Further Modified Second Amended Joint Chapter 11 Plan of Wesco Aircraft Holdings, Inc. et al.* [Docket No. 2615]. On February 10, 2025, the Debtors filed the *Notice of (I) Closing of Certain Chapter 11 Cases and (II) Post-Effective Date Case Caption* [Docket No. 2652].

The Reorganized Debtors are filing the quarterly post-confirmation reports (each, a “PCR”) solely for the purposes of complying with the quarterly operating requirements of the Chapter 11 Cases. The Q1 2025 PCR for the Remaining Debtor covers the period time from Effective Date, January 31, 2025 through the quarter ending March 31, 2025. The following notes, statements, and limitations should be referred to, and referenced in connection with, any review of the PCRs.

Part 1: Summary of Transfers

Transferred non-cash securities included in the PCRs are based on the implied equity value of New Interests calculated as of the Plan Effective Date.

Part 2: Professional Fees and Expenses

The amounts included in Part 2 of the PCR reflect payments to retained bankruptcy professionals and ordinary course professionals incurred pre-confirmation and approved or paid during the current quarter. Payments include direct payments to professionals as well as amounts paid into escrow.

Part 3: Recoveries of the Holders of Claims and Interests under Confirmed Plan

Total Anticipated Payments Under the Plan equals allowed claim amounts plus claim amount reserves attributable to claims that are subject to ongoing reconciliation.

Part 4: Questionnaire

The Reorganized Debtors cannot currently anticipate, with any degree of certainty, when the application for a Final Decree closing the Chapter 11 Case for the Remaining Debtor may be filed.

Reservation of Rights

This report is unaudited and does not purport to represent financial statements prepared in accordance with GAAP nor is it intended to fully reconcile to the consolidated financial statements prepared by the Reorganized Debtors. Information contained in this report has been derived from the Reorganized Debtors' books and records as of March 31, 2025. Therefore, to comply with its obligations to provide quarterly reporting during these chapter 11 cases, the Reorganized Debtors have prepared this quarterly report using the best information presently available to them, which has been collected, maintained, and prepared in accordance with historical accounting practices. This report is limited in scope, covers a limited time period, and the results of operations and financial position contained herein are not necessarily indicative of results that may be expected for any other period or for the full year and may not necessarily reflect the consolidated results of operations and financial position of the Reorganized Debtors in the future. There can be no assurance that the financial information presented herein is complete, and readers are strongly cautioned not to place reliance on this PCR, which was not prepared for the purpose of providing the basis for an investment decision relating to the Reorganized Debtors. Furthermore, the information presented herein has not been subject to all procedures that typically would be applied to financial information presented in accordance with GAAP. Upon the application of such procedures, the Reorganized Debtors believe that the financial information could be subject to material change.

Although commercially reasonable efforts have been made to ensure the accuracy and completeness of the PCRs, given the complexity of the Reorganized Debtors' business, inadvertent errors or omissions may have occurred. The Reorganized Debtors reserve all rights to amend or supplement the PCRs in all respects, as may be necessary or appropriate, but shall be under no obligation to do so. Nothing contained in these PCRs shall constitute a waiver of any of the Reorganized Debtors' rights or an admission with respect to their Chapter 11 Cases. The Reorganized Debtors hereby reserve all of their rights to dispute the validity, status, enforceability, or executory nature of any claim amount, agreement, representation, or other statement in this report.