

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re

VWS Holdco, Inc., *et al.*,

Debtors.<sup>1</sup>

Chapter 11

Case No. 25-10979 (JKS)

Jointly Administered

**STATEMENT OF FINANCIAL AFFAIRS FOR  
VWS HOLDCO, INC. (CASE NO. 25-10979)**

---

<sup>1</sup> The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor's federal tax identification numbers are as follows: VWS Holdco, Inc. (5412) and Shoosmith Bros., Inc. (6914). The Debtors' mailing address is P.O. Box 2770, Chesterfield, VA 23832.



251097925071600000000002

**GLOBAL NOTES AND STATEMENT OF LIMITATIONS, METHODOLOGY,  
AND DISCLAIMERS REGARDING THE DEBTORS' SCHEDULES OF  
ASSETS AND LIABILITIES AND STATEMENTS OF FINANCIAL AFFAIRS**

VWS Holdco, Inc. and Shoosmith Bros., Inc. as debtors and debtors in possession (collectively, the “Debtors”), are filing their respective Schedules of Assets and Liabilities (each, a “Schedule” and, collectively, the “Schedules”) and Statements of Financial Affairs (each, a “Statement” or “SOFA” and, collectively, the “Statements” or “SOFAs”) with the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”) pursuant to section 521 of title 11 of the United States Code (the “Bankruptcy Code”) and rule 1007 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”).

These global notes and statements of limitations, methodology and disclaimers regarding the Debtors’ Schedules and Statements (collectively, the “Global Notes”) pertain to, are incorporated by reference in, and comprise an integral part of all of the Schedules and Statements. The Global Notes are in addition to the specific notes set forth below with respect to particular Schedules and Statements (the “Specific Notes” and, together with the Global Notes, the “Notes”). These Global Notes should be referred to, and referenced in connection with, any review of the Schedules and Statements.

The Schedules and Statements are unaudited and subject to potential adjustment. The Debtors’ Schedules and Statements were prepared from financial data derived from the Debtors’ books and records and other sources that were available to the Debtors’ management team with the assistance of their advisors and other professionals at the time of preparation of the Schedules and Statements. While the Debtors’ management team has made reasonable efforts to ensure that the Schedules and Statements are as accurate and complete as possible under the circumstances and based on the information that was available at the time of preparation, inadvertent errors, inaccuracies, or omissions may have occurred or the Debtors may discover subsequent information that requires material changes to the Schedules and Statements. Because the Schedules and Statements contain unaudited information, which is subject to further review, verification, and potential adjustment, there can be no assurance that the Schedules and Statements are complete and accurate in all respects. Notwithstanding any such discovery, new information, or errors or omissions, the Debtors do not undertake any obligation or commitment to update the Schedules and Statements.

The Debtors and their agents, attorneys, and financial advisors 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. 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.

The Debtors reserve all rights to amend or supplement the Schedules and Statements from time to time, in all respects, as may be necessary or appropriate, including, but not limited to, the right to dispute or otherwise assert offsets or defenses to any claim reflected on the Schedules and Statements as to amount, liability, classification, identity of debtor or to otherwise subsequently designate any claim as “disputed,” “contingent,” or “unliquidated.” Furthermore nothing contained in the Schedules, Statements, or Notes shall constitute a waiver of any of the Debtors’ rights or an admission with respect to their chapter 11 cases, including, but not limited to, any issues involving objections to claims, substantive consolidation, equitable subordination, defenses, characterization or recharacterization of contracts and leases, assumption or rejection of contracts and leases under the provisions of chapter 3 of the Bankruptcy Code, causes of action arising under the provisions of chapter 5 of the Bankruptcy Code, or any other relevant applicable laws to recover assets or avoid transfers.

**The Schedules, Statements, and Notes should not be relied upon by any persons for information relating to current or future financial conditions, events, or performance of any of the Debtors.**

**While the Debtors’ have attempted to report their books and records in accordance with Generally Accepted Accounting Principles (“GAAP”), there can be no assurance that the Debtors’ books and records are presented in accordance with GAAP.**

1. **Description of the Cases.** On June 1, 2025 (the “Petition Date”), each of the Debtors commenced a voluntary case under chapter 11 of the Bankruptcy Code. 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 3, 2025, the Bankruptcy Court entered an order authorizing the joint administration of the cases pursuant to Bankruptcy Rule 1015(b). On June 16, 2025, the United States Trustee for the District of Delaware (the “U.S. Trustee”) appointed an official committee of unsecured creditors pursuant to section 1102(a)(1) of the Bankruptcy Code (the “Creditors’ Committee”).
2. **Basis of Presentation.** The Schedules and Statements are unaudited and reflect the Debtors’ reasonable efforts to report certain financial information of each Debtor on a stand-alone, unconsolidated basis. These Schedules and Statements neither 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.

Given, among other things, the uncertainty surrounding the valuation of certain assets and the valuation and nature of certain liabilities, a Debtor may report more assets than liabilities. Such report shall not constitute an admission that such Debtor was solvent on the Petition Date or at any time before or after the Petition Date. Likewise, a Debtor reporting more liabilities than assets shall not constitute an admission that such Debtor was insolvent on the Petition Date or any time prior to or after the Petition Date.

3. **Reporting Date.** Unless otherwise noted, the Schedules and Statements reflect the Debtors' books and records as of the Petition Date and do not account for authorized payments under the First Day Orders.
4. **Current Values.** Other than bank cash balances whose values were obtained from bank statements, and debt balances owed to Volunteer Enterprises, LLC whose values were based on account statements provided by Volunteer Enterprises, LLC, the assets and liabilities of each Debtor are listed on the basis of the book value of the asset or liability in the respective Debtor's accounting books and records. Unless otherwise noted, the book value ascribed in the Debtor's books is reflected in the Schedules and Statements.
5. **Confidentiality.** To protect the privacy of certain parties, including, among others, the Debtors' employees and board of directors, certain identifying information, such as mailing addresses, was excluded from the Schedules and Statements. In addition, there may be instances where certain information was not included due to the nature of the agreement between a Debtor and a third party, concerns about the confidential or commercially sensitive nature of certain information, or to protect the privacy of an individual.
6. **Intercompany Transactions and Claims.** The Debtors have reported for each Debtor the aggregate net intercompany balance between such Debtors and each other Debtor as assets on Schedule A/B or as liabilities on Schedule E/F, as appropriate, as of the Petition Date. The net intercompany balance between Debtors has not been fully reconciled as of the Petition Date. The listing in the Schedules and Statement (including, without limitation, Schedule A/B or Schedule E/F) by the Debtors of any obligation between Debtors is a statement of what appears in the Debtors' books and records and does not reflect any admission or conclusion of the Debtors regarding whether such amount would be allowed as a claim or how much obligations may be classified and/or characterized in a plan of reorganization or otherwise by the Bankruptcy Court. The Debtors reserve all rights with respect to such obligations.

Intercompany transactions primarily relate to borrowings where VWS Holdco, Inc. is the borrower and advances funds to Shoosmith Bros., Inc. for operations in the ordinary course of business. Intercompany transactions between Debtors have historically resulted in long term, intercompany assets and liabilities recorded in the Schedules and reflects activity through the fiscal year to date period ending June 1, 2025. Accordingly, the Debtors reserve their rights to amend the Schedules and Statements, if applicable.

7. **Accuracy.** Although the Debtors have made good faith reasonable efforts to file complete and accurate Schedules and Statements, inadvertent errors or omissions may exist. The financial information disclosed herein was not prepared in accordance with federal or state securities laws or other applicable non bankruptcy law or in lieu of complying with any periodic reporting requirements thereunder. Persons and entities trading in or otherwise purchasing, selling or transferring the claims against or equity interests in the Debtors should evaluate this financial information in light of the purposes for which it was prepared. The Debtors are not liable for and undertake no responsibility to indicate variations from securities laws or for any evaluations of the Debtors based on this financial information or

any other information. The Debtors reserve all rights to amend and/or supplement the Schedules and Statements as is necessary or appropriate.

8. **Net Book Value of Assets.** In many instances, current market valuations are not maintained by or readily available to the Debtors. It would be prohibitively expensive, unduly burdensome, and an inefficient use of estate resources for the Debtors to obtain current market valuations for all assets. As such, wherever possible, unless otherwise indicated, net book values are presented as of the Petition Date. When necessary, the Debtors have indicated that the value of certain assets is “Unknown” or “Undetermined.” Amounts ultimately realized may vary materially from net book value (or other value so ascribed).

Accordingly, the Debtors reserve all rights to amend, supplement, and adjust the asset values set forth in the Schedules and Statements. As applicable, fixed assets and leasehold improvement assets that have been fully depreciated, amortized or impaired, or were expensed for GAAP accounting purposes, have no net book value. Therefore, fully depreciated, amortized or impaired assets are included in the Schedules and Statements with a value of undetermined, reflecting the uncertainty of what value a third-party may place on them. The omission of an asset from the Schedules and Statements does not constitute a representation regarding the ownership of such asset, and any such omission does not constitute a waiver of any rights of the Debtors with respect to such asset. For the avoidance of doubt, nothing contained in the Schedules and Statements is indicative of the Debtors’ enterprise value.

9. **Currency.** All amounts shown in the Schedules and Statements are in U.S. Dollars, unless otherwise indicated.
10. **Payment of Prepetition Claims Pursuant to First Day Orders.** Following the Petition Date, the Bankruptcy Court entered various orders on an interim and final basis (the “First Day Orders”), authorizing, but not directing, the Debtors to, among other things, pay certain prepetition: (i) employee wages, salaries, and related items (including, employee benefit programs); (ii) obligations to critical vendors; (iii) insurance and surety bond obligations; and (iv) certain taxes. Where the Schedules and Statements list creditors and set forth the Debtors’ scheduled amounts attributable to such claims, such scheduled amounts reflect balances owed as of the Petition Date. To the extent any adjustments are necessary for any payments made on account of such claims following the commencement of these chapter 11 cases pursuant to the authority granted to the Debtors by the Bankruptcy Court under the First Day Orders, such adjustments may be included within the Schedules and Statements. The Debtors reserve the right to update the Schedules and Statements to reflect payments made pursuant to the First Day Orders that may not be represented in the attached Schedules and Statements.
11. **Other Paid Claims.** To the extent the Debtors reach any postpetition settlement with a vendor or other creditor, the terms of such settlement will prevail, supersede amounts listed in the Schedules and Statements, and shall be enforceable by all parties, subject to Bankruptcy Court approval if necessary. 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 rights to amend and supplement the Schedules and Statements and take other action, such as filing claims objections, as is necessary and appropriate to avoid overpayment or duplicate payment for such liabilities.

12. **Accounts Receivable.** The accounts receivable information listed on the Schedules includes receivables from the Debtors' customers and is calculated net of any amounts that, as of the Petition Date, may be owed to such customer and any applicable Bankruptcy Court order.
13. **Property and Equipment.** Unless otherwise indicated, owned property and equipment are valued at net book value. The Debtors may lease equipment and other property from certain third-party lessors. Any such leases are listed in the Schedules and Statements. Nothing in the Schedules and Statements is, or should be construed as, an admission as to the determination of the legal status of any lease (including whether any lease is a true lease or a financing arrangement), and the Debtors reserve all rights with respect thereto. The property and equipment listed in the Schedules are presented without consideration of any mechanics' or other liens.
14. **Excluded Assets and Liabilities.** Certain liabilities resulting from accruals, liabilities recognized in accordance with GAAP, and/or estimates of long-term liabilities either are not payable at this time or have not yet been reported. Therefore, they do not represent specific claims as of the Petition Date and are not otherwise set forth in the Schedules. Additionally, certain accounts or reserves recorded for GAAP reporting purposes only are not included in the Schedules.

Excluded categories of assets and liabilities include, but are not limited to certain accruals, reserves relating to landfill closure costs, and assets and liabilities deemed to be immaterial by the Debtors.

15. **Reservation of Rights.** Nothing contained in the Schedules, Statements, or Notes shall constitute a waiver of rights with respect to these chapter 11 cases, including, but not limited to, the following:
  - a. Any failure to designate a claim listed on the Schedules and Statements as "disputed," "contingent," or "unliquidated" does not constitute an admission by the Debtors that such amount is not "disputed," "contingent," or "unliquidated." The Debtors reserve the right to dispute and to assert setoff rights, counterclaims, and defenses to any claim reflected on its Schedules as to amount, liability, and classification, and to otherwise subsequently designate any claim as "disputed," "contingent," or "unliquidated."
  - b. Notwithstanding that the Debtors have made reasonable efforts to correctly characterize, classify, categorize, or designate certain claims, assets, executory contracts, unexpired leases, and other items reported in the Schedules and Statements, the Debtors nonetheless may have improperly characterized, classified,

categorized, or designated certain items. The Debtors thus reserve all rights to recharacterize, reclassify, recategorize, or redesignate items reported in the Schedules and Statements at a later time as is necessary and appropriate.

- c. Amounts that were not readily quantifiable by the Debtors may be reported as “unknown”, “TBD”, or “undetermined”, and is not intended to reflect upon the materiality of such amount.
- d. The listing of a claim does not constitute an admission of liability by the Debtors, and the Debtors reserve the right to amend the Schedules accordingly.
- e. The listing of a claim (i) on Schedule D as “secured,” or (ii) on Schedule E/F as “priority unsecured,” and the listing a contract or lease 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 recharacterize or reclassify such claim, contract or lease pursuant to a schedule amendment, claim objection, or otherwise. Moreover, although the Debtors may have scheduled claims of various creditors as secured claims for informational purposes, no current valuation of the Debtors’ assets in which such creditors may have a security interest has been undertaken. Except as provided in an order of the Bankruptcy Court, the Debtors reserve all rights to dispute and challenge the secured nature or amount of any such creditor’s claims or the characterization of the structure of any transaction, or any document or instrument related to such creditor’s claim.
- f. In the ordinary course of their business, the Debtors lease property and equipment from certain third-party lessors for use in the daily operation of their business. Any such leases are set forth in Schedule G and any current amount due under such leases that was outstanding as of the Petition Date is listed on Schedule E/F. Nothing in the Statements or Schedules is or shall be construed as an admission or 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 rights with respect to any of such issues, including, the recharacterization thereof.
- g. The claims of individual creditors for, among other things, goods, products, services, or taxes are listed as the amounts entered on the Debtors’ books and records and may not reflect credits, allowances, or other adjustments due from such creditors to the Debtors. The Debtors reserve all of their rights with regard to such credits, allowances, and other adjustments, including but not limited to, the right to assert claims objections and/or setoffs with respect to the same.
- h. Although the Debtors have exercised their reasonable efforts to ensure the accuracy of their Schedules and Statements, they nevertheless may contain errors and omissions. The Debtors hereby reserve all of their rights to dispute the validity, status, and enforceability of any contracts, agreements, and leases set forth on the Schedules and Statements, and to amend and supplement the Schedules and Statements as necessary.

- i. The Debtors further reserve all of their rights, claims, and causes of action with respect to the contracts and agreements listed on the Schedules and Statements, including, but not limited to, the right to dispute and challenge the characterization or the structure of any transaction, document, and instrument related to a creditor's claim.
- j. The Debtors management team exercised reasonable efforts to locate and identify guarantees and other secondary liability claims (the "**Guarantees**") in their secured financings, debt instruments, and other agreements. However, a review of these agreements, specifically the Debtors' unexpired leases and executory contracts, is ongoing. Where such Guarantees have been identified, they are included in the relevant Schedules and Statements. Guarantees embedded in the Debtors' executory contracts, unexpired leases, secured financings, debt instruments, and other agreements inadvertently may have been omitted. The Debtors have reflected the obligations under the Guarantees for both the primary obligor and the guarantors with respect to their secured financings and debt instruments on Schedule H. The Debtors believe that certain Guarantees embedded in the Debtors' executory contracts, unexpired leases, secured financing, debt instruments and similar agreements may not be included on Schedule H but may exist and, to the extent they do, will be identified upon further review. Thus, the Debtors reserve their rights to amend and supplement the Schedules and Statements to the extent that additional Guarantees are identified. In addition, the Debtors reserve the right to amend the Schedules and Statements to recharacterize and reclassify any such contract or claim.
- k. Listing a contract or lease on the Schedules and Statements shall not be deemed an admission that such contract is an executory contract, such lease is an unexpired lease, or that either necessarily is binding, valid, and enforceable. The Debtors hereby expressly reserve the right to assert that any contract listed on the Schedules and Statements does not constitute an executory contract within the meaning of section 365 of the Bankruptcy Code, as well as the right to assert that any lease so listed does not constitute an unexpired lease within the meaning of section 365 of the Bankruptcy Code.
- l. Exclusion of certain intellectual property should not be construed to be an admission that such intellectual property rights have been abandoned, have been terminated or otherwise expired by their terms, or have been assigned or otherwise transferred pursuant to a sale, acquisition, or other transaction. Conversely, inclusion of certain intellectual property should not be construed to be an admission that such intellectual property rights have not been abandoned, have not been terminated or otherwise expired by their terms, or have not been assigned or otherwise transferred pursuant to a sale, acquisition, or other transaction.
- m. To timely close the books and records of the Debtors as of the Petition Date and to prepare such information on a legal entity basis, the Debtors were required to make



certain estimates and assumptions that affect the reported amounts of assets and liabilities and reported revenue and expenses as of the Petition Date. The Debtors reserve all rights to amend the reported amounts of assets, liabilities, revenue and expense to reflect changes in those estimates and assumptions.

16. **Totals.** All totals that are included in the Schedules and Statements represent totals of all the known amounts included in the Schedules and Statements and exclude items identified as “unknown” or “undetermined.” If there are unknown or undetermined amounts, the actual totals may be materially different from the listed totals. Where a claim or other amount is marked as “unliquidated,” but the Debtors also report a dollar value, such dollar value may indicate only the known or determined amount of such claim or amount, the balance of which is unliquidated.
17. **Global Notes Control.** In the event that the Schedules or Statements differ from any of the foregoing Global Notes, the Global Notes shall control.

### **Specific Notes with Respect to the Debtors’ Schedules of Assets and Liabilities**

#### **1. Schedules A/B**

- a. **Part 1.** Amounts listed in Question 3 reflect actual bank balances as of the Petition Date. In addition to the Debtors’ bank accounts at Comerica Bank listed in Question 3, the Debtors’ books and records reflect a restricted cash balance totaling \$14.7 million. This account represents collateral held at Morgan Stanley supporting certain performance bonds issued by Evergreen National Indemnity Company (“Evergreen”) for landfill post-closure obligations of Shoosmith Bros., Inc. Although Shoosmith Bros., Inc. has recorded this account on its books and records, the account is held by Evergreen for the benefit of VWS Holdco, Inc. and has thus been determined not to be the property of the Debtors’ estate. Accordingly, the restricted cash account totaling \$14.7 million has not been included in these Schedules and Statements.
- b. **Part 2.** In the ordinary course of business, Shoosmith Bros., Inc. makes prepayments to counterparties and vendors, including its surety bond provider, Evergreen, and various insurance companies. As of the Petition Date, the amount of Shoosmith Bros., Inc.’s prepayments, if any, was not updated. Accordingly, the value of prepayments is listed as undetermined.
- c. **Part 3.** Although Shoosmith Bros., Inc. does record an allowance for doubtful accounts on its books, the account is not current and not reflective of Shoosmith Bros., Inc.’s ability to collect on its accounts receivable as of the Petition Date. Accordingly, the value of the doubtful or uncollectible accounts and the current value of Debtor’s interest amounts are listed as undetermined.

- d. **Part 4.** VWS Holdco Inc. is the sole equity owner of Shoosmith Bros., Inc. Due to the uncertainty over the value the Shoosmith Bros., Inc., its value is listed as undetermined.
- e. **Part 7.** Although Shoosmith Bros., Inc. does have office furniture, fixtures, and computer software and equipment, the books and records reflect these items as fully depreciated and having \$0 book value as of the Petition Date.
- f. **Part 8.** All machinery, equipment and vehicles of the Debtors are owned. The actual realizable value may differ materially from the net book values listed.
- g. **Part 9.** The Debtors may have listed certain assets as real property when such assets were in fact personal property, or the Debtors may have listed certain assets as personal property when such assets are in fact real property. The Debtors reserve all rights to recharacterize their interests in real property at a later date.
- h. **Part 10.** The Debtors have made a best-efforts basis to identify any trademarks, internet domains, websites, and licenses owned by the Debtors. The act of not listing any specific trademarks, internet domain, license or other intellectual property is not a relinquishing of ownership.
- i. **Part 11, Question 72.** As of the Petition Date, the Debtors' taxes for 2024, along with a calculation of a Net Operating Loss, if any, has not been determined or finalized.
- j. **Part 11, Question 73.** The Debtors maintain a variety of insurance policies, but have not made a determination as to the surrender value or refund value of the insurance policies, if any. Therefore, the Debtors' insurance policies are listed with a value of undetermined.
- k. **Part 11, Question 74.** Despite exercising their reasonable efforts to identify all such assets, the Debtors may not have listed all of their causes of action or potential causes of action against third parties as assets in their Schedules including, but not limited to, avoidance actions arising under chapter 5 of the Bankruptcy Code and actions under other relevant non-bankruptcy laws to recover assets. The Debtors reserve all of their rights with respect to any claims and causes of action, or avoidance actions they may have and neither the Notes nor the Schedules shall be deemed a waiver of any such claims or causes of action, or avoidance actions, or in any way prejudice or impair the assertion thereof in any way.
- l. **Part 11, Question 75.** The Debtors may possess contingent and unliquidated claims or causes of action related to certain trade vendors, service providers, or contract counterparties. The Debtors reserve all rights to investigate and pursue recovery of any such claims, including the right to assert offsets or counterclaims where appropriate. Because such claims are unknown to the Debtors and not

quantifiable as of the Petition Date, they are not listed on Schedule A/B Question 75.

2. **Schedule D.** The claims listed on Schedule D arose and were incurred on various dates. To the best of the Debtors' knowledge, all claims listed on Schedule D arose, or were incurred, before the Petition Date.<sup>1</sup>

Except as otherwise agreed or stated pursuant to a stipulation, agreed order, or general order entered by the Bankruptcy Court that is or becomes final, the Debtors and/or their estates reserve their right to dispute and challenge the validity, perfection, or immunity from avoidance of any lien purported to be granted or perfected in any specific asset to a creditor listed on Schedule D of any Debtor and, subject to the foregoing limitations, note as follows: (a) although the Debtors may have scheduled claims of various creditors as secured claims for informational purposes, no current valuation of the Debtors' assets in which such creditors may have a lien has been undertaken; (b) the Debtors reserve all rights to dispute and challenge the secured nature of any creditor's claim or the characterization of the structure of any such transaction or any document or instrument related to such creditor's claim; and (c) the descriptions provided on Schedule D are intended to be a summary. 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 any liens.

3. **Schedule E/F**

- a. **Part 1.** The claims listed on Part 1 arose or were incurred on various dates. Determining the date a claim arose would be unduly burdensome and cost prohibitive. As a result, no such dates are included for claims listed in Part 1. The Debtors believe that all claims listed arose prior to the Petition Date.

The Debtors have not listed any wage or wage-related obligations that the Debtors have paid pursuant to First Day Orders on Part 1. The Debtors believe that all such claims for wages, salaries, benefits and other compensation will be satisfied in the ordinary course during these chapter 11 cases, pursuant to the authority granted to the Debtors under the relevant First Day Orders. The Debtors reserve their right to dispute or challenge whether creditors listed on Schedule E/F are entitled to priority status pursuant to sections 503 and 507 of the Bankruptcy Code.

Schedule E/F includes estimates relating to employee PTO obligations. These amounts are marked as unliquidated as the exact amount may vary from the most recent payroll records received from the Debtors. Additionally, these amounts are marked as contingent as the Debtors do not seek the authority to "cash out" accrued but unused PTO unless required by applicable non-bankruptcy law and as vacation is taken post filing by each employee.

---

<sup>1</sup> Certain of the claims listed on Schedule D were also guaranteed by certain non-debtors. Those guarantees are listed on Schedule H

Claims owing to various taxing authorities to which the Debtors potentially may be liable are included on the Debtors' Schedule E/F. Certain of such claims, however, may be subject to ongoing audits and the Debtors otherwise are unable to determine with certainty the amount of the remaining claims listed on Schedule E/F. Therefore, the Debtors have listed all such claims as disputed, contingent, and unliquidated, pending final resolution of ongoing audits or other outstanding issues.

The Debtors reserve the right to assert that any claim listed on Schedule E/F does not constitute a priority claim under the Bankruptcy Code.

- b. **Part 2.** The claims listed on Part 2 arose or were incurred on various dates. The Debtors have made reasonable efforts to include all unsecured creditors on Schedule E/F. Certain creditors may assert mechanic's, materialman's, or other similar liens against the Debtors for amounts listed on Schedule E/F. The Debtors reserve their rights to dispute and challenge the validity, perfection, and immunity from avoidance of any lien asserted and/or purported to be perfected by a creditor listed on Schedule E/F of any Debtor.

The aggregate net intercompany payable amounts listed in Schedule E/F may or may not result in allowed or enforceable claims by or against a given Debtor, and listing these payables is not an admission on the part of the Debtors that the intercompany claims are enforceable or collectable. The intercompany payables also may be subject to recoupment, netting, or other adjustments made pursuant to intercompany policies and arrangements not reflected in the Schedules.

The amounts listed in Schedule E/F with respect to certain trade creditors do not convey the Debtors' stipulations set forth in each such creditor's ongoing trade agreement, if applicable.

The Bankruptcy Court has authorized the Debtors to pay, in their discretion, certain unsecured claims, pursuant to the First Day Orders. To the extent practicable, each Debtor's Schedule E/F is intended to reflect the balance as of the Petition Date, however, some amounts may reflect postpetition payments of some or all of the Bankruptcy Court approved payments. Certain Debtors may pay additional claims listed on Schedule E/F during these chapter 11 cases pursuant to these and other orders of the Bankruptcy Court and the Debtors reserve all of their rights to update Schedule E/F to reflect such payments or to modify the claims register to account for the satisfaction of such claim. Additionally, Schedule E/F does not include potential rejection damage claims, if any, of the counterparties to executory contracts and unexpired leases that have been, or may be, rejected.

For purposes of Part 2, the Debtors have, to the best of their knowledge, aggregated claims for the same vendor. However, instances may exist where not all claims for a single vendor have been aggregated. The Debtors reserve all rights to amend and supplement the Schedules and Statements and take other action, such as filing

claims objections, as is necessary and appropriate to avoid overpayment or duplicate payment for such liabilities.

4. **Schedule G.** Although reasonable efforts have been made to ensure the accuracy of Schedule G regarding executory contracts and unexpired leases (collectively, the “Agreements”), the Debtors’ review process of the Agreements is ongoing and inadvertent errors, omissions, or over-inclusion may have occurred. Given the limited nature of their business operations, the Debtors do not maintain a contract management system. The contracts listed on Schedule G represent all of the Debtors’ existing contracts to the best of the Debtors’ knowledge, information and belief after reasonable diligence. The Debtors reserve the right to amend and modify Schedule G to the extent additional information becomes available.

Omission of a contract or agreement from Schedule G does not constitute an admission that such omitted contract or agreement is not an executory contract or unexpired lease. Schedule G may be amended at any time to add any omitted Agreements. Likewise, the listing of an Agreement on Schedule G does not constitute an admission that such Agreement is an executory contract or unexpired lease or that such Agreement was in effect on the Petition Date or is valid or enforceable. The Agreements 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, letter and other documents, instruments and agreements that may not be listed on Schedule G.

Executory agreements that are oral in nature have not been included in Schedule G. Any and all of the Debtors’ rights, claims and causes of action with respect to the Agreements listed on Schedule G are hereby reserved and preserved, and as such, the Debtors hereby reserve all of their rights to (a) dispute the validity, status, or enforceability of any Agreements set forth on Schedule G, (b) dispute or challenge the characterization of the structure of any transaction, or any document or instrument related to a creditor’s claim, including, but not limited to, the Agreements listed on Schedule G and (c) to amend or supplement such Schedule as necessary. Certain of the Agreements listed on Schedule G may have been entered into on behalf of more than one of the Debtors. Additionally, the specific Debtor obligors to certain of the Agreements may not have been specifically ascertained in every circumstance. In such cases, the Debtors have made reasonable efforts to identify the correct Debtor’s Schedule G on which to list the Agreement and, where a contract party remained uncertain, such Agreement may have been listed on a different Debtor’s Schedule G.

Certain of the Agreements listed on Schedule G may consist of several parts, including amendments, change orders, letters and other documents that may not be listed separately 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, a single contract or agreement or multiple, severable or separate contracts. The Debtors reserve all of their rights to dispute or challenge the characterization of the structure of any transaction,

or any document or instrument (including, without limitation, any intercompany agreement) related to a creditor's claims. Finally, certain of the executory agreements may not have been memorialized and could be subject to dispute.

Any and all of the Debtors' rights, claims, and causes of action with respect to the Agreements listed on this schedule are hereby reserved and preserved. Similarly, the listing of an Agreement on this schedule does not constitute admission that such document is not a secured financing.

5. **Schedule H.** The Debtors are party to various debt agreements which were executed by multiple Debtors. The guaranty obligations under prepetition secured credit agreements are noted on Schedule H for each individual Debtor. In the ordinary course of their businesses, the Debtors are involved in pending or threatened litigation and claims arising out of the conduct of their businesses. Some of these matters may involve multiple plaintiffs and defendants, some or all of whom may assert cross-claims and counter-claims against other parties. To the extent such claims are listed elsewhere in the Schedules of each applicable Debtor, they have not been set forth individually on Schedule H. Furthermore, the Debtors may not have identified on Schedule H certain guarantees that are embedded in the Debtors' executory contracts, unexpired leases, secured financings, debt instruments, and other such agreements. No claim set forth on the Schedules and Statements of any Debtor is intended to acknowledge claims of creditors that are otherwise satisfied or discharged by other Debtors or non-Debtors. Due to their voluminous nature, and to avoid unnecessary duplication, the Debtors have not included on Schedule H debts for which more than one Debtor may be liable if such debts were already reflected on Schedule E/F or Schedule G for the respective Debtors subject to such debt. To the extent these Notes include notes specific to Schedules D-G, such Notes also apply to the co-Debtors listed in Schedule H. 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.

#### **Specific Notes with Respect to the Debtors' Statements of Financial Affairs**

1. **SOFA 1.** The income stated in the Debtors' response to SOFA 1 includes income derived from accepting waste and refuse at the Debtors' landfill facility in Chesterfield, Virginia. The Debtors' fiscal year ends on December 31 each year:
  - **FY 2023:** Comprised of 52 weeks ending December 31, 2023.
  - **FY 2024:** Comprised of 52 weeks ending December 31, 2024.
  - **FYTD June 1, 2025:** Comprised of the period from January 1, 2025 – June 1, 2025.
2. **SOFA 2.** The income stated in the Debtors' response to SOFA 2 includes income derived from gas royalty revenue and miscellaneous income. The Debtors also record interest income on their books, which primarily relates to income earned on an account held at Morgan Stanley

which serves to collateralize the Debtors' surety bonds. As noted above, the account is held by Evergreen for the benefit of VWS Holdco, Inc. and has thus been determined to not be the property of the Debtors' estate. Accordingly, interest income has not been reported in the Schedules. The Debtors' fiscal year ends of December 31 each year:

- FY 2023: Comprised of 52 weeks ending December 31, 2023.
  - FY 2024: Comprised of 52 weeks ending December 31, 2024.
  - FYTD June 1, 2025: Comprised of the period from January 1, 2025 – June 1, 2025.
3. **SOFA 3.** Attachment 3 includes any disbursement or transfer made by the Debtors except for those made to bankruptcy professionals and insiders. Transfers to bankruptcy professionals are included on Attachment 11. Transfers to insiders are included in Attachment 4. Payments included in Attachment 3 are on a cash basis and were made through the Debtors' cash management system. The payments contained in Attachment 3 reflect activity from March 3, 2025 through June 1, 2025 collected from various sources including the accounts payable system, payments initiated directly by Treasury, and direct debits. The Debtors reserve all rights to amend and supplement the Schedules and Statements and take any other actions necessary.

In addition, certain creditors received payments in their capacity as a third-party intermediary for the Debtors'; these payments are included as payments to the creditor. Dominion Payroll is the Debtors' payroll administrator and Attachment 3 reflects disbursements made to Dominion Payroll on account of the Debtors' payroll obligations, including current officers, which Dominion Payroll ultimately disburses to the Debtors' employees or other employment related parties with respect to deductions made against the employees' gross wages.

Other reimbursable expenses incurred by the employees using their own funds that are reimbursed directly to employees are reflected on SOFA 3.

4. **SOFA 4.** Larry McGee and Fred Nichols are both officers and directors of Shoosmith Bros., Inc. and VWS Holdco, Inc. Shoosmith Bros., Inc. pays each of Larry McGee and Fred Nichols a gross salary of \$36,000 annually, from which deductions are made for Mr. McGee's and Mr. Nichol's participation in various company sponsored health and wellness plans, including health insurance, dental insurance, vision insurance, short term disability, long term disability, and life insurance plans.

Similar to other employees, Shoosmith Bros., Inc. pays a portion of the cost of Larry McGee's and Fred Nichol's participation in the plans directly to the administrator of the health and wellness plan. The cost of Shoosmith Bros., Inc.'s contribution to Larry McGee's and Fred Nichol's participation in the plans is not included in SOFA 4.

Volunteer Enterprises, LLC is a pre-petition lender to the Debtors. Larry McGee and Fred Nichols each own 50% of Volunteer Enterprises, LLC. In November 2024, Shoosmith Bros.,

Inc. made a \$4.5 million payment to Volunteer Enterprises, LLC on account of past-due and accrued interest on a pre-petition loan held by Volunteer Enterprises, LLC.

5. **SOFA 7.** Information provided on SOFA 7 includes only legal disputes that have been formally recognized by an administrative, judicial or other adjudicative forum. The Debtors have made reasonable efforts to disclose all pending litigation involving the Debtors. However, to the extent the Debtors identify omissions, the Debtors will update accordingly. The Debtors reserve all rights to amend or supplement their response to SOFA 7.
6. **SOFA 11.** Payments represent transactions on outstanding bills as well as retainers. The Debtors have listed payments made to professionals retained by the Debtors.
7. **SOFA 13.** Transfers identified in this response reflect transfers made outside the ordinary course of business. As noted above, there is a Morgan Stanley Account held by Evergreen for the benefit of VWS Holdco, Inc. and has thus been determined to not be the property of the Debtors' estate. Accordingly, transfers from that account have not been reported in the Statement of Financial Affairs.
8. **SOFA 18.** The Debtors closed a depository account at Wells Fargo Bank, N.A. in July 2024. Remaining funds held in the account were transferred to the Debtors' Comerica Bank Depository account ending in 1632 in July 2024.
9. **SOFA 22-24.** Information provided on SOFA 22-24 includes only legal disputes that have been formally recognized by an administrative, judicial or other adjudicative forum. The Debtors have made reasonable efforts to disclose all known and received notices, orders, determinations, and litigation involving the Debtors. However, to the extent the Debtors identify omissions, the Debtors will update accordingly. The Debtors reserve all rights to amend or supplement their responses to SOFA 22-24.



**Fill in this information to identify the case:**

Debtor Name: In re : VWS Holdco, Inc.

United States Bankruptcy Court for the: District Of Delaware

Case number (if known): 25-10979 (JKS)

☐ Check if this is an amended filing**Official Form 207****Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy** 04/25

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 _____ to Filing date MM / DD / YYYY	<input type="checkbox"/> Operating a business <input type="checkbox"/> Other _____	\$ _____
For prior year:	From _____ to _____ MM / DD / YYYY MM / DD / YYYY	<input type="checkbox"/> Operating a business <input type="checkbox"/> Other _____	\$ _____
For the year before that:	From _____ to _____ MM / DD / YYYY MM / DD / YYYY	<input type="checkbox"/> Operating a business <input type="checkbox"/> Other _____	\$ _____

Debtor: VWS Holdco, Inc.

Case number (if known): 25-10979

Name

**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)
<b>From the beginning of the fiscal year to filing date:</b>	From _____ to Filing date MM / DD / YYYY	_____	\$ _____
<b>For prior year:</b>	From _____ to _____ MM / DD / YYYY MM / DD / YYYY	_____	\$ _____
<b>For the year before that:</b>	From _____ to _____ MM / DD / YYYY MM / DD / YYYY	_____	\$ _____

Debtor: VWS Holdco, Inc.

Case number (if known): 25-10979

Name

**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 \$8,575. (This amount may be adjusted on 4/01/28 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 Check all that apply
3.1 Creditor's Name		\$	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other
Street			
City State ZIP Code			
Country			

**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 \$8,575. (This amount may be adjusted on 4/01/28 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	Reason for payment or transfer
4.1 Insider's Name		\$	
Street			
City State ZIP Code			
Country			
Relationship to Debtor			

Debtor: VWS Holdco, Inc.

Case number (if known): 25-10979

Name

**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 Creditor's Name			\$
Street			
City State ZIP Code			
Country			

**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 Creditor's Name			\$
Street			
	Last 4 digits of account number: XXXX-		
City State ZIP Code			
Country			

Debtor: VWS Holdco, Inc.

Case number (if known): 25-10979

Name

**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 See SOFA 7 Attachment		Name	<input type="checkbox"/> Pending
		Street	<input type="checkbox"/> On appeal
			<input type="checkbox"/> Concluded
Case number		City State ZIP Code	
		Country	

**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 Custodian's name		\$
Street	Case title	Court name and address
		Name
City State ZIP Code	Case number	Street
Country	Date of order or assignment	City State ZIP Code
		Country

Debtor: VWS Holdco, Inc.

Case number (if known): 25-10979

Name

**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 Creditor's Name  Street  City State ZIP Code  Country			\$
Recipient's relationship to debtor			

Debtor: VWS Holdco, Inc.

Case number (if known): 25-10979

Name

**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	<b>Amount of payments received for the loss</b> 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			\$

Debtor: VWS Holdco, Inc.

Case number (if known): 25-10979

Name

**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				\$
	<b>Address</b>			
	Street			
	City	State	ZIP Code	
	Country			
	<b>Email or website address</b>			
	<b>Who made the payment, if not debtor?</b>			

**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				\$
	<b>Trustee</b>			



Debtor: VWS Holdco, Inc.

Case number (if known): 25-10979

Name

**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			\$
<b>Address</b>			
Street			
City	State	ZIP Code	
Country			
<b>Relationship to Debtor</b>			

Debtor: VWS Holdco, Inc.

Case number (if known): 25-10979

Name \_\_\_\_\_

**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	Street _____	From _____	To _____
	_____		
	City _____ State _____ ZIP Code _____		
	Country _____		

Debtor: VWS Holdco, Inc.

Case number (if known): 25-10979

Name

**Part 8: Health Care Bankruptcies****15. Health Care 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 Facility Name		
Street	Location where patient records are maintained (if different from facility address). If electronic, identify any service provider.	How are records kept?
City State ZIP Code		Check all that apply:
Country		<input type="checkbox"/> Electronically
		<input type="checkbox"/> Paper

Debtor: VWS Holdco, Inc.

Case number (if known): 25-10979

Name

**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. \_\_\_\_\_

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
17.1 _____	EIN: _____

Has the plan been terminated?

☐ No☐ Yes

Debtor: VWS Holdco, Inc.

Case number (if known): 25-10979

Name

**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 Name  Street  City State ZIP Code  Country	XXXX-	<input type="checkbox"/> Checking <input type="checkbox"/> Savings <input type="checkbox"/> Money market <input type="checkbox"/> Brokerage <input type="checkbox"/> 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	Names of anyone with access to it	Description of the contents	Does debtor still have it?
19.1 Name  Street  City State ZIP Code  Country			<input type="checkbox"/> No  <input type="checkbox"/> Yes

Debtor: VWS Holdco, Inc.

Case number (if known): 25-10979

Name

**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

20.1

Facility name and address	Names of anyone with access to it	Description of the contents	Does debtor still have it?
<div> <div>Name</div> <div>Street</div> <div> <div>City</div> <div>State</div> <div>ZIP Code</div> </div> <div>Country</div> </div> <div>Address</div>			<input type="checkbox"/> No <input type="checkbox"/> Yes

Debtor: VWS Holdco, Inc.

Case number (if known): 25-10979

Name

**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	Name			\$
	Street			
	City	State	ZIP Code	
	Country			

Debtor: VWS Holdco, Inc.

Case number (if known): 25-10979

Name

**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	Name		<input type="checkbox"/> Pending
	Street		<input type="checkbox"/> On appeal
			<input type="checkbox"/> Concluded
<b>Case Number</b>			
	City State ZIP Code		
	Country		

**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	Name		
	Street		
	City State ZIP Code		
	Country		



Debtor: VWS Holdco, Inc.

Case number (if known): 25-10979

Name

**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

Name

Name

Street

Street

City

State

ZIP Code

City

State

ZIP Code

Country

Country

Debtor: VWS Holdco, Inc.

Case number (if known): 25-10979

Name

**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 Shoosmith Bros., Inc. Name	Landfill	EIN: 54-6036914
11520 Iron Bridge Road Street		<b>Dates business existed</b> From 4/25/2008 To Present
Chester VA 23831 City State ZIP Code		
Country		

**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 Mark Hills - Controller Name	From 8/15/2008 To Present
11520 Iron Bridge Rd Street	
Chester VA 23831 City State ZIP Code	
Country	

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 Keiter, Stephens, Hurst, Gary & Shreaves Name	From To
4401 Dominion Blvd Street	
Glen Allen VA 23060 City State ZIP Code	
Country	

Debtor: VWS Holdco, Inc.

Case number (if known): 25-10979

Name

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 Keiter, Stephens, Hurst, Gary &amp; Shreaves

Name

4401 Dominion Blvd

Street

Glen Allen

VA

23060

City

State

ZIP Code

Country

**Name and address****If any books of account and records are unavailable, explain why**

26c.2 Mark Hills

Name

11520 Iron Bridge Rd

Street

Chester

VA

23831

City

State

ZIP Code

Country

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 Evergreen National Indemnity Company

Name

6150 Oak Tree Blvd.

Street

Suite 440

Independence

OH

44131

City

State

ZIP Code

Country

Debtor: VWS Holdco, Inc.

Case number (if known): 25-10979

Name

**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
		\$
<b>Name and address of the person who has possession of inventory records</b>		
27.1		
Name		
Street		
City State ZIP Code		
Country		

**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	Address	Position and Nature of any interest	% of interest, if any
28.1	Fred Nichols	Address on file	Director	
28.2	Larry McGee	Address on file	Director	
28.3	VWS Acquisitions, LLC	Address on file	Sole Shareholder	100%

**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	Address	Position and Nature of any interest	Period during which position or interest was held
29.1				From To

Debtor: VWS Holdco, Inc.

Case number (if known): 25-10979

Name

**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 description and value of property	Dates	Reason for providing the value
30.1			
Name			
Street			
City	State	ZIP Code	
Country			
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 VWS Acquisitions, LLC	EIN: 26-2735526

**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:

**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.

Executed on 07/16/2025  
MM / DD / YYYY

**x** / s / Steven F. Agran \_\_\_\_\_

Printed name Steven F. Agran \_\_\_\_\_

Signature of individual signing on behalf of the debtor

Position or relationship to debtor Chief Restructuring Officer \_\_\_\_\_

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

☐ No

☒ Yes

In re: VWS Holdco, Inc.

Case No. 25-10979

Attachment 7

Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits

Case Title	Case number	Nature of case	Court name	Court address 1	Court address 2	Court City	Court State	Court Zip	Status of case (e.g. Pending, On appeal, Concluded)
WILLIAM KENT DURHAM, JOHN DOUGLAS COLLINS, II, MARILYN E. ORCUTT AS SUCCESSOR IN INTEREST OF EUGENE ORCUTT, AND SAM M. KELLY IN HER CAPACITY AS INDEPENDENT EXECUTRIX OF THE ESTATE OF JAMES FLETCHER KELLY, INDIVIDUALLY AND DERIVATIVELY ON BEHALF OF ESM MANAGEMENT GROUP, LLC, SHOOSMITH BROS, INC., VWS ACQUISITIONS, LLC, AND VWS HOLDCO, INC. V. PAUL LAWRENCE MCGEE AND FRED G. NICHOLS, INDIVIDUALLY AND IN THEIR CAPACITY AS OFFICERS AND/OR DIRECTORS OF ESM MANAGEMENT GROUP, LLC, SHOOSMITH BROS., INC., VWS ACQUISITIONS, LLC, AND VWS HOLDCO, INC., AND VOLUNTEER ENTERPRISES LLC	352-342125-23	Amongst various allegations and causes of action raised by the plaintiff, the plaintiff asserts claims derivatively on behalf of Shoosmith Bros., Inc. and VWS Holdco, Inc.	IN THE DISTRICT COURT TARRANT COUNTY, TEXAS 352nd JUDICIAL DISTRICT	352nd District Court	100 N. Calhoun	Fort Worth	TX	76196	Pending