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COURT FILE NUMBER 2001-05630
COURT COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL CENTRE CALGARY
APPLICANT IN THE MATTER OF THE COMPANIES' CREDITORS
ARRANGEMENT ACT,
R.S.C. 1985, c. C-36, AS AMENDED

AND IN THE MATTER OF A PLAN OF ARRANGEMENT
OF DOMINION DIAMOND MINES ULC, DOMINION
DIAMOND DELAWARE COMPANY LLC, DOMINION
DIAMOND CANADA ULC, WASHINGTON DIAMOND
INVESTMENTS, LLC, DOMINION DIAMOND HOLDINGS,
LLC, DOMINION FINCO INC. AND DOMINION
MARKETING CORPORATION

DOCUMENT FOURTEENTH REPORT OF FTI CONSULTING CANADA
INC., IN ITS CAPACITY AS MONITOR OF DOMINION
DIAMOND MINES ULC, DOMINION DIAMOND
DELAWARE COMPANY LLC, DOMINION DIAMOND
CANADA ULC, WASHINGTON DIAMOND
INVESTMENTS, LLC, DOMINION DIAMOND HOLDINGS,
LLC, DOMINION FINCO INC. AND DOMINION
MARKETING CORPORATION

February 22, 2021

ADDRESS FOR SERVICE AND
CONTACT INFORMATION OF
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FOURTEENTH REPORT OF THE MONITOR

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INTRODUCTION

1. On April 22, 2020, Dominion Diamond Mines ULC (“**Dominion Diamond**”), Dominion Diamond Canada ULC (“**DDCU**”), Dominion Diamond Delaware Company LLC (“**DDC**”), Washington Diamond Investments, LLC, Dominion Diamond Holdings, LLC (“**Holdings**”) and Dominion Finco Inc. (“**Finco**”) were granted an initial order (the “**Initial Order**”) commencing proceedings (the “**CCAA Proceedings**”) under the *Companies’ Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended. On September 18, 2020, Dominion Diamond Marketing Corporation (“**Dominion Marketing**”) was added as an applicant in the CCAA Proceedings. Dominion Diamond, DDCU, DDC, Washington Diamond Investments, LLC, Holdings, Finco and Dominion Marketing are collectively referred to herein as “**Dominion**” or the “**Applicants**”.
2. The Initial Order appointed FTI Consulting Canada Inc. as Monitor in the CCAA Proceedings (the “**Monitor**”) and established a stay of proceedings (the “**Stay of Proceedings**”) in favour of the Applicants until May 2, 2020. The Stay of Proceedings was subsequently extended by further Orders of this Honourable Court. On January 27, 2021, this Honourable Court granted an order extending the Stay of Proceedings to March 8, 2021.
3. On November 4, 2020 this Honourable Court granted an order (the “**Monetization Order**”) approving a process (the “**Monetization Process**”) for Diavik Diamond Mines (2012) Inc. (“**DDMI**”) to monetize certain diamond production held by DDMI as collateral for cover payments made by DDMI (“**DDMI Collateral**”) pursuant to the Diavik Joint Venture Agreement dated March 23, 1995 between Kennecott Canada Inc. and Aber Resources Limited, the predecessors in interest to DDMI and Dominion Diamond, respectively (“**JVA**”).
4. On December 11, 2020, this Honourable Court granted a sale approval and vesting order which approved an asset purchase agreement dated December 6, 2020 (the “**APA**”) in relation to a going-concern restructuring transaction (the “**Transaction**”) between Holdings, DDM, DDC, Dominion Marketing, DDCU and Finco Dominion, as vendor, and

DDJ Capital Management, LLC and Brigade Capital Management, LP, as purchasers (collectively, the “**Bidders**”). The Bidders designated Arctic Canadian Diamond Company Ltd. as the purchaser under the Transaction (the “**Purchaser**”).

5. On January 27, 2021, this Honourable Court granted an order expanding the Monitor’s powers upon the closing of the Transaction (the “**EMP Order**”). The EMP Order authorized the Monitor to, among other things, execute a transition services agreement on behalf of the Applicants concurrent with or after closing of the Transaction, and to take any and all actions and steps in the name of and on behalf of the Applicants that are necessary to satisfy the obligations thereunder.
6. On February 3, 2021 (the “**Closing Date**”), the Transaction was closed. A copy of the Monitor’s Certificate as filed with this Honourable Court on February 4, 2021 is attached as Appendix “**A**”.
7. On February 3, 2021, the Monitor entered into a transition services agreement as contemplated by the EMP Order, as between the Purchaser, the administrative agent to the 1L Lenders (the “**Agent**”), and Dominion (the “**TSA**”).
8. On February 22, 2021 the Monitor filed a Notice of Application for an order (the “**Stay Extension Order**”) which provides for, among other things:
 - a. an extension of the Stay of Proceedings to September 17, 2021 (the “**Stay Extension**”);
 - b. a reduction in the Administration Charge as defined in paragraph 30 of the Second Amended and Restated Initial Order dated June 19, 2020 (the “**Administration Charge**”) from an aggregate amount not to exceed CAD \$3.5 million to an aggregate amount not to exceed CAD \$500,000; and
 - c. an order sealing on the Court file the Confidential Appendix “**B**” to this Report (the “**Sealing Order**”).

9. The purpose of this Fourteenth Report of the Monitor is to provide this Honourable Court and the Applicants' stakeholders with information and the Monitor's comments with respect to:
 - a. DDMI's reporting pursuant to the Monetization Order for the month of December 2020 (a copy of which is included as Confidential Appendix "**B**" to this Report, and which the Monitor seeks to seal on the Court's file);
 - b. the Applicants' actual cash receipts and disbursements for the forty-two week period ended February 3, 2021 as compared to the cash flow statement included in the Eleventh Report of the Monitor dated December 9, 2020 (the "**Sixth Cash Flow Statement**");
 - c. a cash flow statement (the "**Seventh Cash Flow Statement**") prepared by the Monitor for the thirty-three weeks ending September 17, 2021, including the key assumptions on which it is based;
 - d. the Monitor's application for the Stay Extension Order;
 - e. the Monitor's application to amend paragraph 30 of the Second Amended and Restated Initial Order to reduce the Administration Charge from an amount not to exceed an aggregate of CAD \$3,500,000 to an amount not to exceed an aggregate of CAD \$500,000; and
 - f. the Monitor's application for the Sealing Order in relation to DDMI's reporting pursuant to the Monetization Order for the month of December 2020, a copy of which is included as Confidential Appendix "**B**" to this Report.

TERMS OF REFERENCE

10. In preparing this report, the Monitor has relied upon certain information (the “**Information**”) including Dominion’s unaudited financial information, books and records and discussions with senior management (“**Management**”).
11. Except as described in this report, the Monitor has not audited, reviewed or otherwise attempted to verify the accuracy or completeness of the Information in a manner that would comply with Generally Accepted Assurance Standards pursuant to the Chartered Professional Accountants of Canada Handbook.
12. The Monitor has not examined or reviewed financial forecasts and projections referred to in this report in a manner that would comply with the procedures described in the Chartered Professional Accountants of Canada Handbook.
13. Future oriented financial information reported to be relied on in preparing this report is based on Management’s assumptions regarding future events. Actual results may vary from forecast and such variations may be material.
14. All capitalized terms that are used in this Fourteenth Report but not defined herein are intended to bear their meanings as defined in the Monitor's prior Reports.
15. Unless otherwise stated, all monetary amounts contained herein are expressed in Canadian dollars.

UPDATE ON DDMI REPORTING

16. The Monetization Order requires certain monthly reporting from DDMI. On February 1, 2021, DDMI provided reporting for the month of December 2020. A copy of the report received from DDMI’s legal counsel is attached as Confidential Appendix “**B**”.
17. The Monitor is seeking a sealing order with respect to Confidential Appendix “**B**” as it contains confidential and commercially sensitive information, the disclosure of which

would cause serious risk of harm to Dominion and to its stakeholders, including but not limited to DDMI.

CASH FLOW VARIANCE ANALYSIS

18. The Applicants' actual cash flows in comparison to those contained in the Sixth Cash Flow Statement for the period April 22, 2020 to the Closing Date are summarized below:

Cash Flow Variance Analysis				
Forty-Two Week Period Ended February 3, 2021				
<i>(\$ thousands)</i>	Actual	Forecast	Var \$	Var %
Operating Receipts				
Sales	\$ 150,658	\$ 173,426	\$(22,768)	-13.1%
Total Operating Receipts	150,658	173,426	(22,768)	-13.1%
Operating Disbursements				
Payroll and Benefits	30,876	30,988	(112)	-0.4%
Consultants and Contractors	9,734	11,182	(1,449)	-13.0%
Rent	1,040	1,048	(8)	-0.8%
Equipment Leases	8,404	7,990	413	5.2%
Underground Mining Contractor	3,963	5,800	(1,837)	-31.7%
Travel	1,166	1,257	(91)	-7.2%
Insurance	6,063	7,981	(1,919)	-24.0%
IT & Software	5,206	6,577	(1,371)	-20.9%
IBA Payments	1,092	1,072	20	1.9%
Power	1,356	1,531	(174)	-11.4%
Site Maintenance & Environment	3,019	5,414	(2,395)	-44.2%
CCAA Professional Fees	44,901	49,718	(4,817)	-9.7%
Closing Costs	22,109	31,055	(8,946)	-28.8%
Critical Vendors Accounts Payable	2,510	2,510	-	0.0%
Winter Road & Diesel Purchases	10,472	11,813	(1,341)	-11.4%
Net GST	(12,997)	(13,040)	43	-0.3%
Other	3,367	5,250	(1,883)	-35.9%
Total Operating Disbursements	142,279	168,146	(25,867)	-15.4%
Startup Disbursements				
Diesel Purchases / Freight	14,761	12,438	2,323	18.7%
Other Winter Road Consumables	3,110	5,327	(2,217)	-41.6%
Ramp-up Costs	14,026	15,888	(1,862)	-11.7%
Total Startup Disbursements	31,897	33,653	(1,756)	-5.2%
Net Change in Cash from Operations	(23,518)	(28,373)	4,855	-17.1%
Financing				
Intercompany Receipts / (Disbursements)	(2,360)	4,935	(7,295)	-147.8%
Interest & Bank Charges	(6,428)	(6,599)	172	-2.6%
DIP Facility Interest	(437)	(437)	-	0.0%
Government Support Program	7,549	7,683	-	-1.8%
FX on DIP Draw	(2,198)	(2,198)	-	0.0%
DIP Facility Draw	42,600	42,600	-	0.0%
DIP Facility Repayment	(40,402)	(40,402)	-	0.0%
Net Change in Cash from Financing	(1,676)	5,582	(7,258)	-130.0%
Net Change in Cash	(25,194)	(22,791)	(2,403)	10.5%
Opening Cash	26,823	26,823	-	0.0%
Ending Cash	\$ 1,629	\$ 4,032	\$ (2,403)	-59.6%

- a. operating receipts are approximately CAD \$22.8 million lower than forecast due to the timing of repatriation to Canada of the net proceeds of diamonds sold prior to the Closing Date. The Purchaser will receive the receipts upon repatriation;
 - b. operating disbursements are approximately CAD \$25.9 million lower than forecast which is primarily a result of timing differences which are expected to reverse in future periods, the impact of which will be the responsibility of the Purchaser.
 - c. start-up costs are approximately CAD \$1.8 million below forecast due to timing differences in certain fuel orders, other winter road consumables and lower start up costs driven by the timing of phased employee return dates, all of which are expected to reverse in the following weeks and will be incurred by the Purchaser; and
 - d. net change in cash from financing is lower than expected by approximate CAD \$7.3 million due to the intercompany transfer of excess cash to the Purchaser upon the close of the Transaction.
19. Dominion had an ending cash balance at the Closing Date of approximately CAD \$1.63 million. Pursuant to the terms of the APA, the Purchaser funded designated bank accounts, which are being held in trust by the Monitor, with the following amounts:
- a. US \$1.0 million (approximately CAD \$1.28 million) to cover the costs to administer the Diavik Realization Assets, as defined in the APA (the “**Diavik Realization Account**”); and
 - b. US \$250,000 (approximately CAD \$320,000) to cover the costs to facilitate the wind-down of Dominion’s estate (the “**Wind-Down Account**”).
20. The remaining balance of approximately CAD \$30,000 was withheld by Dominion to cover amounts owing for services rendered by its Belgian legal counsel.

SEVENTH CASH FLOW STATEMENT

21. The Monitor has prepared the Seventh Cash Flow Statement to set out Dominion’s cash requirements following the closing of the Transaction for the thirty-three week period ending September 17, 2021 (the “**Forecast Period**”). A copy of the Seventh Cash Flow Statement is attached as Appendix “C”.

22. The Seventh Cash Flow Statement is summarized as follows:

<i>(\$ thousands)</i>	Forecast Period
Operating Receipts	
Sales	\$ -
Total Operating Receipts	-
Operating Disbursements	
Professional Fees	750
Other	-
Total Operating Disbursements	750
Net Change in Cash	(750)
Opening Cash	1,598
Ending Cash	\$ 848

23. The key assumptions on which the Seventh Cash Flow Statement is based are summarized as follows:

- a. the opening balance includes the Canadian amounts funded by the Purchaser to the Diavik Realization Account and the Wind-Down Account pursuant to the APA;
- b. operating receipts are assumed to be nil during the period as any receipts that may be realized in respect of the DDMI Collateral are assumed to be distributed in accordance with the Monetization Order;
- c. disbursements include professional fees and expenses to wind-down Dominion’s estate and administer the Diavik Realization Assets. Total professional fees of approximately CAD \$750,000 include professional fees for the senior secured first

lien lenders (the “**1L Lenders**”), the Monitor and the Monitor’s Legal Counsel. A summary of the forecast fees by role is set out in the table below:

<i>(\$ thousands)</i>	Forecast
Role	Period
1L Lenders	\$ 300
Monitor	300
Legal Counsel to the Monitor	150
Total Professional Fees	\$ 750

24. Overall, the Seventh Cash Flow Statement forecasts an ending combined balance in the Wind-Down Account and Diavik Realization Account of approximately CAD \$848,000 as at September 17, 2021.

STAY EXTENSION AND AMENDMENT OF ADMINISTRATION CHARGE

25. The Monitor’s comments with respect to its application for the Stay Extension Order are as follows:

- a. the Seventh Cash Flow Statement projects that the Wind-Down Account and Diavik Realization Account have sufficient funds to cover the costs of the CCAA Proceedings during the period of the proposed extension;
- b. it will allow Dominion to perform the remaining post-closing matters associated with the Transaction;
- c. it will enable Dominion to address tax filing requirements, employee transition matters and other administrative matters;
- d. it will enable Dominion to take reasonable steps to pursue recovery on the Diavik Realization Assets, provide information and reporting to the Agent and the Purchaser and distribute any proceeds of the Diavik Realization Assets in accordance with the TSA;

- e. it will allow the Monitor to continue to review the monthly reporting provided by DDMI and monitor the monetization of the DDMI Collateral including any distributions to Dominion's creditors pursuant to the Monetization Order;
 - f. it will allow the Monitor to develop and implement a value-maximizing strategy with respect to Dominion's remaining assets other than the Diavik Realization Assets;
 - g. the length of the proposed extension will allow the Monitor time to pursue potential recoveries for Dominion's creditors and stakeholders without the significant cost of intervening applications to extend the Stay of Proceedings;
 - h. Dominion is acting in good faith and with due diligence.
26. The proposed reduction in the Administration Charge from an aggregate amount not to exceed CAD \$3.5 million to an aggregate amount not to exceed CAD \$500,000 is reasonable in the circumstances and the revised amount is sufficient to allow the Monitor, the Monitor's counsel and other beneficiaries to undertake their ongoing roles in the completion of the CCAA Proceedings. The relief being sought includes a provision that the Monitor is to advise DDMI and the 1L Lenders when 75% of the funds held in the Diavik Realization Account and the Wind-Down Account have been disbursed. The Monitor and its legal counsel have agreed that they will not have recourse to the Administration Charge unless and until all funds held in the Diavik Realization Account and the Wind-Down Account have been spent.
27. Based on the forgoing, the Monitor respectfully recommends that this Honourable Court grant an Order extending the Stay of Proceedings to September 17, 2021, and an Order amending paragraph 30 of the Second Amended and Restated Initial Order to reduce the Administration Charge to an aggregate amount not to exceed CAD \$500,000.

SEALING ORDER

28. Confidential Appendix “B” to this Report includes DDMI's Monthly Reporting for the month ended December 31, 2020, which DDMI is required to provide pursuant to paragraph 10 of the Monetization Process included in the Monetization Order. That monthly reporting includes confidential and commercially sensitive information. Further, Schedule “A” to the Monetization Process contemplates, under the heading “Transparent Process”, that certain aspects of DDMI's Monthly Reporting shall be subject to entering into commercially reasonable confidentiality and restriction on use arrangements with the recipients of the same.
29. A Sealing Order is necessary to prevent the confidential and commercially sensitive information contained in the Confidential Appendix from being disclosed. The Sealing Order sought is the least restrictive means possible to prevent disclosure of the confidential and commercially sensitive information in the Confidential Appendix.
30. The Monitor respectfully requests that a Sealing Order be granted to seal the Confidential Appendix on the Court's file.

All of which is respectfully submitted this 22nd day of February, 2021.

FTI Consulting Canada Inc.
in its capacity as Monitor of the Applicants



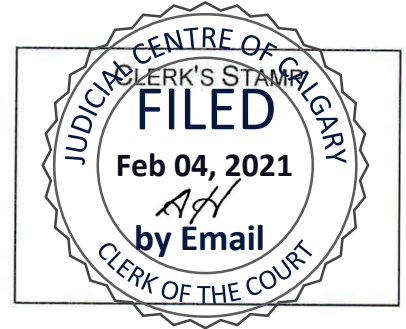
Deryck Helkaa
Senior Managing Director



Tom Powell
Senior Managing Director

APPENDIX “A”

Monitor’s Certificate
filed on February 4, 2021



COURT FILE NUMBER	2001-05630
COURT	COURT OF QUEEN'S BENCH OF ALBERTA IN BANKRUPTCY AND INSOLVENCY
JUDICIAL CENTRE	CALGARY
APPLICANTS	IN THE MATTER OF THE <i>COMPANIES' CREDITORS ARRANGEMENT ACT</i>, R.S.C. 1985, c. C-36, AS AMENDED AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF DOMINION DIAMOND MINES ULC, DOMINION DIAMOND DELAWARE COMPANY, LLC, DOMINION DIAMOND CANADA ULC, WASHINGTON DIAMOND INVESTMENTS, LLC, DOMINION DIAMOND HOLDINGS, LLC, DOMINION FINCO INC. AND DOMINION DIAMOND MARKETING CORPORATION
DOCUMENT	<u>MONITOR'S CERTIFICATE</u>
ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT	BLAKE, CASSELS & GRAYDON LLP Barristers and Solicitors 3500 Bankers Hall East 855 – 2 nd Street SW Calgary, Alberta T2P 4J8 Attention: Peter L. Rubin / Peter Bychawski / Claire Hildebrand / Morgan Crilly Telephone No.: 604.631.3315 / 604.631.4218 / 604.631.3331 / 403.260.9657 Email: peter.rubin@blakes.com / peter.bychawski@blakes.com / claire.hildebrand@blakes.com / morgan.crilly@blakes.com Fax No.: 604.631.3309

RECITALS

- A. Pursuant to an Order of the Honourable Madam Justice K. Eidsvik of the Court of Queen's Bench of Alberta, Judicial District of Calgary (the "**Court**") dated April 22, 2020 (as amended and restated on May 1, 2020, further amended on May 15, 2020, and further amended and restated on June 19, 2020, and as may be further amended, restated or supplemented from time to time, the "**Initial Order**"), FTI Consulting Canada Inc. was appointed as the monitor (in such capacity, and not in its personal or corporate capacity, the "**Monitor**") of the undertaking, property and assets of Dominion Diamond Mines ULC ("**Dominion Diamond**"), Dominion Diamond Holdings, LLC ("**Dominion Holdings**"), Dominion Diamond Delaware Company LLC ("**DDC**"), Dominion Diamond Marketing Corporation ("**Dominion Marketing**"), Dominion Diamond Canada ULC ("**DDCU**"), Dominion Finco Inc. ("**Finco**") (Dominion Diamond, Dominion Holdings, DDC, Dominion Marketing, DDCU and Finco collectively, the "**Sellers**") and Washington Diamond Investments, LLC.
- B. Pursuant to an Order of the Court dated December 11, 2020, the Court approved the sale transaction (the "**Transaction**") contemplated by the Asset Purchase Agreement (as may be amended from time to time in accordance with the terms thereof and this Order, the "**Purchase Agreement**") dated as of December 6, 2020, by and among, *inter alia*, the Sellers, as sellers, and DDJ Capital Management, LLC and Brigade Capital Management, LP (the "**Contracting Purchasers**") and provided for the vesting in one or more entities duly designated by the Contracting Purchasers in accordance with the Purchase Agreement (collectively, the "**Purchasers**" and each, a "**Purchaser**") of all of the Sellers' right, title and interest in and to the Acquired Assets, free and clear of all encumbrances other than the Permitted Encumbrances, which vesting is to be effective with respect to the Acquired Assets upon the delivery by the Monitor to the Purchasers of a certificate confirming (i) satisfaction of the Purchase Price by the Purchasers for the Acquired Assets; and (ii) receipt of each of the Conditions Certificates confirming that each of the conditions to Closing as set out in Article 9 and Article 10 of the Purchase Agreement have been satisfied or waived by the Sellers and the Purchasers.
- C. All capitalized terms not defined herein shall have the respective meanings ascribed to them in the Purchase Agreement.

THE MONITOR CERTIFIES the following:

1. The Purchasers have satisfied the Purchase Price for the Acquired Assets in accordance with the Purchase Agreement; and
2. The Sellers and the Purchasers have each delivered to the Monitor the Conditions Certificates evidencing that all applicable conditions to Closing as set out in Article 9 and Article 10 of the Purchase Agreement have been satisfied or waived, as applicable.
3. This Certificate was delivered by the Monitor at Calgary, Alberta on Feb 3rd, 2021, at 4:00 [a.m./p.m.]

FTI Consulting Canada Inc., in its capacity as Monitor and not in its personal or corporate capacity

Per: 

Name

D HELCAA

APPENDIX “C”

Seventh Cash Flow Statement

Appendix C
Dominion Diamond Mines
Seventh Cash Flow Statement
For the 33-week period ending September 17, 2021

(\$ thousands)	Week Ending	Notes	Week 1	Week 2	Week 3	Week 4	Week 5	Week 6	Week 7	Week 8	Week 9	Week 10	Week 11	Week 12	Week 13	Week 14	Week 15	Week 16	Week 17
			Feb-05	Feb-12	Feb-19	Feb-26	Mar-05	Mar-12	Mar-19	Mar-26	Apr-02	Apr-09	Apr-16	Apr-23	Apr-30	May-07	May-14	May-21	May-28
Operating Receipts																			
Sales		[1]	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Total Operating Receipts			-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Operating Disbursements																			
Professional Fees		[2]	-	-	-	-	125	-	-	-	125	-	-	-	-	125	-	-	-
Other			-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Total Operating Disbursements			-	-	-	-	125	-	-	-	125	-	-	-	-	125	-	-	-
Net Change in Cash			-	-	-	-	(125)	-	-	-	(125)	-	-	-	-	(125)	-	-	-
Opening Cash			1,598	1,598	1,598	1,598	1,598	1,473	1,473	1,473	1,473	1,348	1,348	1,348	1,348	1,348	1,223	1,223	1,223
Ending Cash			\$ 1,598	\$ 1,598	\$ 1,598	\$ 1,598	\$ 1,473	\$ 1,473	\$ 1,473	\$ 1,473	\$ 1,348	\$ 1,348	\$ 1,348	\$ 1,348	\$ 1,348	\$ 1,223	\$ 1,223	\$ 1,223	\$ 1,223

(\$ thousands)	Week Ending	Notes	Week 18	Week 19	Week 20	Week 21	Week 22	Week 23	Week 24	Week 25	Week 26	Week 27	Week 28	Week 29	Week 30	Week 31	Week 32	Week 33	Total
			Jun-04	Jun-11	Jun-18	Jun-25	Jul-02	Jul-09	Jul-16	Jul-23	Jul-30	Aug-06	Aug-13	Aug-20	Aug-27	Sep-03	Sep-10	Sep-17	
Operating Receipts																			
Sales		[1]	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Total Operating Receipts			-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Operating Disbursements																			
Professional Fees		[2]	125	-	-	-	125	-	-	-	-	125	-	-	-	-	-	-	750
Other			-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Total Operating Disbursements			125	-	-	-	125	-	-	-	-	125	-	-	-	-	-	-	750
Net Change in Cash			(125)	-	-	-	(125)	-	-	-	-	(125)	-	-	-	-	-	-	(750)
Opening Cash			1,223	1,098	1,098	1,098	1,098	973	973	973	973	973	848	848	848	848	848	848	1,598
Ending Cash			\$ 1,098	\$ 1,098	\$ 1,098	\$ 1,098	\$ 973	\$ 973	\$ 973	\$ 973	\$ 973	\$ 848	\$ 848	\$ 848	\$ 848	\$ 848	\$ 848	\$ 848	\$ 848

Notes:

The Cash Flow Statement is based on the probable and hypothetical assumptions detailed below. Actual results will likely vary from performance projected and such variations may be material.

[1] Operating receipts are assumed to be nil during the period as any receipts that may be realized in respect of the DDMI Collateral are assumed to be distributed in accordance with the Monetization Order

[2] Professional fees include disbursements related to the senior secured first lien lenders (the "1L Lenders"), the Monitor and the Monitor's Legal Counsel.