#### ONTARIO SUPERIOR COURT OF JUSTICE (COMMERCIAL LIST)

#### IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT, R.S.C. 1985, c. C 36, AS AMENDED

AND IN THE MATTER OF TK HOLDINGS INC., AND THOSE OTHER COMPANIES LISTED ON SCHEDULE "A" HERETO (collectively, the "Chapter 11 Debtors")

#### APPLICATION OF TK HOLDINGS INC. UNDER SECTION 46 OF THE COMPANIES' CREDITORS ARRANGEMENT ACT

#### SUPPLEMENTAL APPLICATION RECORD

(re: Interim Recognition Order and Supplemental Recognition Order) (Returnable June 28, 2017)

June 28, 2017

**McCarthy Tétrault LLP** 

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#### ONTARIO SUPERIOR COURT OF JUSTICE (COMMERCIAL LIST)

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#### APPLICATION RECORD

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## Tab 1

Court File No.

### ONTARIO SUPERIOR COURT OF JUSTICE (COMMERCIAL LIST)

IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT, R.S.C. 1985, c. C 36, AS AMENDED

AND IN THE MATTER OF TK HOLDINGS INC., AND THOSE OTHER COMPANIES LISTED ON SCHEDULE "A" HERETO (the "Chapter 11 Debtors")

APPLICATION OF TK HOLDINGS INC.
UNDER SECTION 46 OF THE
COMPANIES' CREDITORS ARRANGEMENT ACT

#### **INFORMATION OFFICER'S CONSENT**

FTI Consulting Canada Inc. hereby consents to act as Court-appointed Information Officer in respect of these proceedings.

[SIGNATURE PAGE FOLLOWS]

Dated: June 27, 2017

FTI CONSULTING CANADA INC.

Per:

Name: Jeffrey Rosenberg
Title: Senior Managing Director

#### Schedule "A" – Chapter 11 Debtors

- 1. TK Holdings Inc.
- 2. Takata Americas
- 3. TK Finance, LLC
- 4. TK China, LLC
- 5. TK Mexico Inc.
- 6. TK Mexico LLC
- 7. Interiors in Flight, Inc.
- 8. Takata Protection Systems Inc.
- 9. TK Holdings de Mexico S. de R.L. de C.V.
- 10. Industrias Irvin de Mexico, S.A. de C.V.
- 11. Takata de Mexico, S.A. de C.V.
- 12. Strosshe-Mex, S. de R.L. de C.V.

# Tab 2

Court File No.

### ONTARIO SUPERIOR COURT OF JUSTICE (COMMERCIAL LIST)

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#### APPLICATION OF TK HOLDINGS INC. UNDER SECTION 46 OF THE COMPANIES' CREDITORS ARRANGEMENT ACT

#### AFFIDAVIT OF SHARON KOUR SWORN JUNE 28, 2017

- I, Sharon Kour of the City of Toronto, in the Province of Ontario, MAKE OATH AND SAY:
- 1. I am an associate with McCarthy Tétrault LLP, lawyers for TK Holdings Inc. ("**TKH**") in its capacity as foreign representative of the Chapter 11 Debtors (the "**U.S. Foreign Representative**"). Accordingly, I have personal knowledge of the matters herein, except where I have indicated that I have obtained facts from other sources, in which case I believe those facts to be true.
- 2. This affidavit is intended to supplement the information contained in the Affidavit of Scott E. Caudill sworn June 27, 2017 (the "Caudill Affidavit"). All capitalized terms used but not defined herein shall have the meanings ascribed to them in the Caudill Affidavit.

- 3. On June 25, 2017, the Chapter 11 Debtors each filed voluntary petitions for relief pursuant to the Bankruptcy Code with the U.S. Court. Certified copies of the Petitions are attached hereto as follows:
  - (a) Voluntary Petition of TK Holdings Inc., as **Exhibit "A"**;
  - (b) Voluntary Petition of Takata Americas, as **Exhibit "B"**;
  - (c) Voluntary Petition of TK Finance, LLC, as **Exhibit "C"**;
  - (d) Voluntary Petition of TK China, LLC, as **Exhibit "D"**;
  - (e) Voluntary Petition of TK Mexico Inc., as **Exhibit "E"**;
  - (f) Voluntary Petition of TK Mexico LLC, as **Exhibit "F"**;
  - (g) Voluntary Petition of Interiors in Flight, Inc., as **Exhibit "G"**;
  - (h) Voluntary Petition of Takata Protection Systems Inc., as **Exhibit "H"**;
  - (i) Voluntary Petition of TK Holdings de Mexico S. de R.L. de C.V., as **Exhibit "I"**;
  - (j) Voluntary Petition of Industrias Irvin de Mexico, S.A. de C.V., as **Exhibit "J"**;
  - (k) Voluntary Petition of Takata de Mexico, S.A. de C.V., as **Exhibit "K"**; and
  - (l) Voluntary Petition of Strosshe-Mex, S. de R.L. de C.V., as **Exhibit "L"**.
- 4. On June 27, 2017, the U.S. Court issued the U.S. First Day Orders. A certified copy of the Order Authorizing TK Holdings, Inc. to Act as Foreign Representative on Behalf of the Debtors' Estates is attached hereto and marked as **Exhibit "M"**.

- 5. Copies of the other First Day Orders issued by the U.S. Court are attached hereto as follows:
  - (a) Order Directing Joint Administration of Chapter 11 Cases, as **Exhibit "N"**;
  - (b) Order Appointing Prime Clerk LLC as Claims and Noticing Agent, as **Exhibit** "O";
  - (c) Interim Order (i) Authorizing Debtors to Enter into Accommodation Agreement and Access Agreement With Certain Customers, (ii) Granting Adequate Protection to Certain Consenting OEMs in Connection Therewith, (iii) Modifying the Automatic Stay to Implement and Effectuate the Terms of the Interim Order, and (vi) Scheduling a Final Hearing, as **Exhibit "P"**;
  - (d) Interim Order (I) Authorizing Debtors to (A) Continue Their Existing Cash

    Management System, (B) Honor Certain Prepetition Obligations Related to the

    Use Thereof, (C) Provide Certain Postpetition Claims Administrative Expense

    Priority, (D) Continue Intercompany Funding of Certain Non-Debtors, and (E)

    Maintain Existing Bank Accounts and Business Forms; and (II) Extending Time

    to Comply with Requirements of 11 U.S.C. § 345(b), as Exhibit "Q";
  - (e) Interim Order to (I) Pay Prepetition Wages, Salaries, and Other Compensation and Benefits, and (II) Maintain Employee Benefit Programs and Pay Related Administrative Obligations, as **Exhibit "R"**;
  - (f) Interim Order to Pay Prepetition Obligations Owed to Certain Critical Vendors, asExhibit "S";

- (g) Interim Order Authorizing the Debtors to (I) Pay Prepetition Obligations Owed to Certain Foreign Vendors and Lien Claimants and (II) Grant Administrative Status for Certain Goods Delivered to Debtors Postpetition, as **Exhibit "T"**;
- (h) Interim Order to (I) Continue Tooling and Warranty Programs in the Ordinary

  Course of Business and Pay Prepetition Obligations Related Thereto, and (II)

  Authorize Banks to Honor and Process Related Checks and Transfers, as Exhibit

  "U";
- (i) Interim Order to Continue Insurance and Surety Bond Programs and Pay All Obligations With Respect Thereto, as **Exhibit "V"**;
- (j) Interim Order to (I) Pay Certain Prepetition Taxes and Assessments, and (II)

  Authorize Banks to Honor and Process Related Checks and Transfers, as **Exhibit**"W";
- (k) Interim Order (I) Approving Debtors' Proposed form of Adequate Assurance of Payment to Utility Companies, (II) Establishing Procedures for Resolving Objections by Utility Companies, and (III) Prohibiting Utility Companies from Altering, Refusing, or Discontinuing Service, as Exhibit "X";
- (1) Order Enforcing the Protections of 11 U.S.C. §§ 362, 365, 525, and 541(c), as **Exhibit "Y"**; and

- (m) Order Implementing Certain Notice Procedures and Approving the Form and Manner of Notice of Commencement, as Exhibit "Z".
- 6. I am advised by Matthew Goren of Weil, Gotshal & Manges LLP, lawyers for the Chapter 11 Debtors, that minor changes were made to three orders from the versions requested.

  Blacklines to the versions requested are attached as follows:
  - (a) Interim Order to Pay Prepetition Obligations Owed to Certain Critical Vendors, as Exhibit "AA";
  - (b) Order Implementing Certain Notice Procedures and Approving the Form and Manner of Notice of Commencement, as **Exhibit "BB"**; and
  - (c) Interim Order (i) Authorizing Debtors to Enter into Accommodation Agreement and Access Agreement With Certain Customers, (ii) Granting Adequate Protection to Certain Consenting OEMs in Connection Therewith, (iii) Modifying the Automatic Stay to Implement and Effectuate the Terms of the Interim Order, and (vi) Scheduling a Final Hearing, as Exhibit "CC".

SWORN BEFORE ME at the City of Toronto, Ontario this 28<sup>th</sup> day of June, 2017.

Sharon Kour

LSUC NO. 6771SA.

#### Schedule "A" – Chapter 11 Debtors

- 1. TK Holdings Inc.
- 2. Takata Americas
- 3. TK Finance, LLC
- 4. TK China, LLC
- 5. TK Mexico Inc.
- 6. TK Mexico LLC
- 7. Interiors in Flight, Inc.
- 8. Takata Protection Systems Inc.
- 9. TK Holdings de Mexico S. de R.L. de C.V.
- 10. Industrias Irvin de Mexico, S.A. de C.V.
- 11. Takata de Mexico, S.A. de C.V.
- 12. Strosshe-Mex, S. de R.L. de C.V.

# Tab A

This is **Exhibit "A"** referred to in the affidavit of **SHARON KOUR** sworn before me this 28th day of June, 2017

A Commissioner for taking affidavits

Fill in this information to identify the case			
United States Bankruptcy Court for the:			
District of Delaware			
Case number (If known):	Chapter	11	

☐ Check if this is an amended filing

### Official Form 201

### Voluntary Petition for Non-Individuals Filing for Bankruptcy

04/16

1.	Debtor's nar	ne	TK Hold	lings Inc.			- E
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I	ames						E SE SE
3.		eral Employer n Number (EIN)	<u> 13</u> – <u>357</u>	73416		ē	ATTESTA U. S. BA
  .	Debtor's address	Principal place o			Mailing address, i	f different from	epal place of busines
		2500 T	akata Drive	9	Number	Street	
			· <del>-</del> -		P.O. Box		<del></del>
		Autorea I IIIIa	B.41	40200			
		Auburn Hills City	MI State	48326 ZIP Code	City	State	ZIP Code
						ipal assets, if differe	ent from principal pla
		Oakland			of business		
		County					
					Number	Street	
		ev.					
					City	State	ZIP Code
j.	Debtor's wel			sata.com/en/	e de la mangagamanta, mangangan mengangan pagan pa		THE PROPERTY OF THE RESERVE OF THE PROPERTY OF
i.	Type of debt	or	•	oration (including Limited Lia ership (excluding LLP)	bility Company (LLC) and Lim	nited Liability Partners	ship (LLP))

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

Page 1



	TK Holdings Inc.				Case number (if I	known)		
	Name							
		A. Che	ck one:					
7.	Describe debtor's business		alth Caro Bue	inace (as defined in 11 II S	C & 101/27A\\			
		<ul> <li>☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))</li> <li>☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))</li> </ul>						
			•	ned in 11 U.S.C. § 101(44))	.0.0. 3 101(313)			
				defined in 11 U.S.C. § 101(	53A))			
			•	er (as defined in 11 U.S.C.	15.5			
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			ck all that ap					
				escribed in 26 U.S.C. § 501)				
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				sor (as defined in 15 U.S.C.		remote (as as		
		,,	Property and the				ALTO ALTO ALTO ALTO ALTO ALTO ALTO ALTO	
				nerican Industry Classificatio urts.gov/four-digit-national-a			ribes debtor. See	
				uns.govnour-digit-nationar-a	SSUCIALIUII-HAICS-COUE	· ·		
8.	Under which chapter of the	336						
	Bankruptcy Code is the	Check	one:					
	debtor filing?	☐ Ch	apter 7					
		☐ Ch	apter 9					
		⊠ Ch	apter 11. Che	ck all that apply:				
				Debtor's aggregate noncon insiders or affiliates) are les on 4/01/19 and every 3 years.	s than \$2,566,050 (ar irs after that).	mount subject to	adjustment	
				The debtor is a small business of statement of operations, call full of these documents designed.	lebtor, attach the mos ish-flow statement, ar	st recent balance nd federal incom	sheet, e tax return or	
				1116(1)(B). A plan is being filed with this	notition			
				Acceptances of the plan we	•	from one or mo	re classes of	
			0	creditors, in accordance wi			TO GILLOUGO OF	
				The debtor is required to file				
				the Securities and Exchang Securities Exchange Act of				
				Non-Individuals Filing for E with this form.				
				The debtor is a shell compa	nny as defined in the	Securities Excha	nge Act of	
		☐ Ch	apter 12	1934 Rule 12b-2.				
Δ	Wore prior hanksuntay acces	⊠ No		A STATE OF THE PROPERTY OF THE	and the second s			
	Were prior bankruptcy cases filed by or against the debtor	□ Ye		When		Case number		
	within the last 8 years?		o District			_ Cado nambor_		
	If more than 2 cases, attach a				MM/ DD/ YYYY			
	separate list.		District	When		_ Case number_		
					MM / DD/ YYYY			
	Are any bankruptcy cases	□ No						
10.	pending or being filed by a	F2 1/-	s Debtor	See attached Schedul	e 1	Relationship	See attached Schedule 1	
10.		⊠ Ye	o Dobloi					
10.	business partner or an affiliate of the debtor?	⊠ Ye	District			When	06/25/2017	

	TK Holdings Inc.				Case number (i	f known)	
	Name				-		
1.	Why is the case filed in this district?	Che	ock all that apply:				
		×	Debtor has had its domicile, p				in this district for 180 days 80 days than in any other distr
		×	A bankruptcy case concerning	debt	or's affiliate, general partn	er, or partners	hip is pending in this district.
. [	oes the debtor own or have						
	ossession of any real	⊠ N			46-4		additional about it wooded
	roperty or personal property hat needs immediate	⊔ <b>1</b>	es. Answer below for each pro Why does the property n				
	ttention? <sup>1</sup>				e a threat of imminent and		
			health or safety.  What is the hazard?	o pos	e a uneat or miniment and	identiliable ne	szara to public
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	. '		☐ It includes perishable	good: exam	or assets that could quic ble, livestock, seasonal go	kly deteriorate	
			☐ Other				
			Where is the property?				
				Nu	mber Street		
				Cit	y	State	ZIP Code
			Is the property insured?				
			r		No		
				_	Yes. Insurance agency		
				u			
				u	Contact Name		
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				U	Contact Name Phone		
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<b>.</b> .	Debtor's estimation of available funds  Estimated number of creditors	Check of Full Aft 1-4 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	one:  nds will be available for distribuer any administrative expenses  9 99	ttion to	Phone  Decided basis)  Dounsecured creditors.  ald, no funds will be availated to the second of the		25,001-50,000 50,001-100,000
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<sup>&</sup>lt;sup>1</sup> In the ordinary course of its business and manufacturing operations, the Debtor stores, transports, and utilizes certain chemicals and other materials, including without limitation, ammonium nitrate, which may be combustible in certain circumstances. To the best of the Debtor's knowledge and belief, these items pose no threat of imminent and identifiable harm to the public health and safety.

ebtor	TK Holdings Inc.				Case number (if l	known)	
16. E	stimated liabilities	□ \$50	\$50,000 0,001-\$100,000 00,001-\$500,000 00,001-\$1 million		\$1,000,001-\$10 million \$10,000,001-\$50 million \$50,000,001-\$100 million \$100,000,001-\$500 million		\$500,000,001-\$1 billion \$1,000,000,001-\$10 billion \$10,000,000,001-\$50 billion More than \$50 billion
	Request for Relief, De	claratio	on, and Signatures				
VARN	ING — Bankruptcy fraud is a s \$500,000 or imprison				t in connection with a b S.C. §§ 152, 1341, 1519,		
17.	Declaration and signature authorized representative		The debtor requests petition.	relief in acc	ordance with the chapter of	title 11, Unit	ed States Code, specified in thi
	debtor	E	I have been authorize	ed to file this	petition on behalf of the de	ebtor.	
		靈	I have examined the and correct.	information	n this petition and have a r	reasonable b	elief that the information is true
			I declare under penal	ty of perjury	that the foregoing is true a	and correct.	
			Executed on	06/25/2 MM / DD /	017 YYYY		
	:	;	/s/ Ken Bowling			Ken Bowling	!
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			Secretary				
			Title				
	20.00						
		4					
•	8. Signature of attorney	*	787 WAIR D. COMP			ate	06/25/2017
	•		Signature of attor	ney for deb	tor		MM / DD / YYYY
			Mark D. Collins			Ronit J	. Berkovich
			Printed Name		•		
			Richards, Layton	& Finger, P.	٩.	Weil, G	otshal & Manges LLP
			Firm Name				
			One Rodney Squa	are, 920 No	th King Street	767 Fift	h Avenue
			Number S	treet			
			Wilmington, DE 1	9801		New Yo	ork, NY 10153
			City/State/Zip		-		
			(202) 651 7700			(212) 3	10-8000
			(302) 651-7700 Contact phone			(212) 3	10 0000
			·				rkaylah@wail.com
			collins@rlf.com		···	ronit.be	rkovich@weil.com
			Confact email acc	1699			
			Contact email add	DE	·		

#### Schedule 1

#### Pending Bankruptcy Cases Filed by the Debtor and Affiliates of the Debtor

On the date hereof, each of the affiliated entities listed below (including the debtor in this chapter 11 case) filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code in the United States Bankruptcy Court for the District of Delaware. The Debtors have filed a motion requesting that the chapter 11 cases of these entities be consolidated for procedural purposes only and jointly administered under the number assigned to the chapter 11 case of TK Holdings Inc.

COMPANY	CASE NUMBER
Takata Americas	17( )
TK Finance, LLC	17( )
TK China, LLC	17( )
TK Holdings Inc.	17( )
Takata Protection Systems Inc.	17( )
Interiors in Flight Inc.	17( )
TK Mexico Inc.	17( )
TK Mexico LLC	17( )
TK Holdings de Mexico, S. de R.L. de C.V.	17( )
Industrias Irvin de Mexico, S.A. de C.V.	17( )
Takata de Mexico, S.A. de C.V.	17( )
Strosshe-Mex, S. de R.L. de C.V.	17( )

#### UNANIMOUS WRITTEN CONSENT OF THE BOARD OF DIRECTORS OF TK HOLDINGS INC.

June 25, 2017

Effective as of this 25th day of June, 2017, the undersigned, constituting all of the members of the board of directors (the "Board") of TK Holdings Inc., a Delaware corporation (the "Company"), do hereby approve, authorize, consent to and adopt the following recitals and resolutions and the actions therein authorized (this "Consent") to have the same force and effect as if adopted at a meeting of the Board, duly called and held as of the date hereof:

#### I. Commencement of Chapter 11 Case

NOW, THEREFORE, BE IT RESOLVED, that the Board has determined, after consultation with the management and the legal and financial advisors of the Company, that it is desirable and in the best interests of the Company, its shareholders, creditors, and other parties in interest that a petition be filed by the Company seeking relief under the provisions of chapter 11 of title 11 of the United States Code (the "Bankruptcy Code"); and be it further

RESOLVED, that any officer of the Company (each, an "Authorized Officer"), in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, to negotiate, execute, deliver, and file, in the name and on behalf of the Company, and under its corporate seal or otherwise, all plans, petitions, schedules, statements, motions, lists, applications, pleadings, papers, affidavits, declarations, orders and other documents (the "Chapter 11 Filings") in the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court") (with such changes therein and additions thereto as any such Authorized Officer may deem necessary, appropriate or advisable, the execution and delivery of any of the Chapter 11 Filings by any such Authorized Officer with any changes thereto to be conclusive evidence that any such Authorized Officer deemed such changes to meet such standard); and be it further

RESOLVED, that any Authorized Officer, in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, in the name and on behalf of the Company, to take and perform any and all further acts and deeds that such Authorized Officer deems necessary, appropriate, or desirable in connection with the Company's chapter 11 case (the "Chapter 11 Case") or the Chapter 11 Filings, including, without limitation, (i) the payment of fees, expenses and taxes such Authorized Officer deems necessary, appropriate, or desirable, and (ii) negotiating, executing, delivering, performing and filing any and all additional documents, schedules, statements, lists, papers, agreements, certificates and/or instruments (or any amendments or modifications thereto) in connection with, or in furtherance of, the Chapter 11 Case with a view to the successful prosecution of the Chapter 11 Case (such acts to be conclusive evidence that such Authorized Officer deemed the same to meet such standard); and be it further

#### II. Retention of Advisors

RESOLVED, that, in connection with the Chapter 11 Case, any Authorized Officer, in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, in the name and on behalf of the Company, to employ and retain all assistance by legal counsel, accountants, financial advisors, investment bankers and other professionals, on behalf of the Company, which such Authorized Officer deems necessary, appropriate or advisable in connection with, or in furtherance of, the Chapter 11 Case, with a view to the successful prosecution of the Chapter 11 Case (such acts to be conclusive evidence that such Authorized Officer deemed the same to meet such standard); and be it further

**RESOLVED**, that the law firm of Weil, Gotshal & Manges LLP, located at 767 Fifth Avenue, New York, New York 10153, is hereby retained as counsel for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

**RESOLVED**, that the law firm of Richards, Layton & Finger, P.A., located at One Rodney Square, 920 North King Street, Wilmington, Delaware 19807, is hereby retained as local counsel for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

**RESOLVED**, that the firm of Lazard Frères & Co. LLC, located at 30 Rockefeller Plaza, New York, New York 10112, is hereby retained as investment banker for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

**RESOLVED**, that the firm of PricewaterhouseCoopers LLP, located at 300 Madison Avenue, New York, New York 10017, is hereby retained as financial advisor for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

**RESOLVED**, that the firm of Ernst & Young LLP, located at 5 Times Square, New York, New York 10036, is hereby retained as tax advisor for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

**RESOLVED**, that the firm of Prime Clerk LLC, located at 830 Third Avenue, 9th Floor, New York, New York 10022, is hereby retained as claims, noticing and solicitation agent and administrative advisor for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

RESOLVED, that any Authorized Officer, in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, in the name and on behalf of the Company, to take and perform any and all further acts and deeds, including, without limitation, (i) the payment of any consideration, (ii) the payment of fees, expenses and taxes such Authorized Officer deems necessary, appropriate, or desirable, and (iii) negotiating, executing, delivering, performing, and filing any and all documents, motions, pleadings, applications, declarations, affidavits, schedules, statements, lists, papers, agreements, certificates and/or instruments (or any amendments or modifications thereto) in connection with the engagement of professionals contemplated by the foregoing resolutions (such acts to be conclusive evidence that such Authorized Officer deemed the same to meet such standard); and be it further

#### III. Accommodation Agreement

**RESOLVED**, that any Authorized Officer is hereby authorized, empowered, and directed, in the name and on behalf of the Company, to cause the Company to enter into, execute, deliver, certify, file or record, and perform, (i) that certain accommodation agreement (the "Accommodation Agreement"), substantially in the form presented to the Board, by and among the parties described therein, (ii) all provisions for adequate protection to be made by the Company and certain of its U.S. and Mexican direct and indirect subsidiaries, as set forth in the Accommodation Agreement, and (iii) such other documents, agreements, instruments and certificates as may be required by the Accommodation Agreement; and be it further

#### IV. General Authorization and Ratification

RESOLVED, that any Authorized Officer, in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, in the name and on behalf of the Company, to take and perform any and all further acts or deeds, including, but not limited to, (i) the negotiation of such additional agreements, amendments, modifications, supplements, reports, documents, instruments, applications, notes or certificates not now known but which may be required, (ii) the execution, delivery and filing (if applicable) of any of the foregoing, and (iii) the payment of all fees, consent payments, taxes and other expenses as any such Authorized Officer, in his or her sole discretion, may approve or deem necessary, appropriate or desirable in order to carry out the intent and accomplish the purposes of the foregoing resolutions and the transactions contemplated thereby, all of such actions, executions, deliveries, filings and payments to be conclusive evidence of such approval or that such Authorized Officer deemed the same to meet such standard; and be it further

**RESOLVED**, that any and all past actions heretofore taken by any Authorized Officer, any director, or any member of the Company in the name and on behalf of the Company in furtherance of any or all of the preceding resolutions be, and the same hereby are, ratified, confirmed, and approved in all respects; and be it further

**RESOLVED**, that this Consent may be executed in any number of counterparts, and transmitted by facsimile or in portable document format (.pdf), each of which when executed shall have the same force and effect as an original, and all of which shall together constitute one and the same instrument.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned, being all of the members of the board of directors of the Company, hereby consent to the foregoing recitals and resolutions, effective as of the date first written above.

#### **BOARD OF DIRECTORS:**

Sprich		MUTA
Yoichiro No		
0		
Satoshi Seit	a	
Satoshi Seit	a	
Satoshi Seit	a	

IN WITNESS WHEREOF, the undersigned, being all of the members of the board of directors of the Company, hereby consent to the foregoing recitals and resolutions, effective as of the date first written above.

BOARD OF DIRECTORS:
Yoichiro Nomura
A Direction
Satoshi Seita
Hiroshi Shimizu

IN WITNESS WHEREOF, the undersigned, being all of the members of the board of directors of the Company, hereby consent to the foregoing recitals and resolutions, effective as of the date first written above.

BOARD OF D	IRECTO	RS:	
Yoichiro Nomu	ra	<del></del>	
Satoshi Seita	<del></del>		
Hiroshi Shimizu		_	-

12/15

Fill in this information to identify the case:	
Debtor Name TK Holdings Inc.	
United States Bankruptcy Court for the: <u>District of Delaware</u>	Check if this is an
Case number (if known):	amended filing

#### Official Form 204

Chapter 11 or Chapter 9 Cases: Consolidated List of Creditors Who Have the 50 Largest Unsecured Claims and Are Not Insiders

A list of creditors holding the 50 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 50 largest unsecured claims.

	ne of creditor and complete	Name, telephone number, and	Nature of the claim	Indicate if	Amount of un	secured claim	
mal	ling address, including zip code.	email address of creditor contact	(for example, trade debts, bank loans, professional services, and government contracts)	claim is contingent, unliquidated, or disputed	If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		m is partially nt and deduction
en e					Total claim, If partially secured	Deduction for value of collateral or setoff	Unsecured claim
1	Honda 24000 Honda Parkway Marysville, OH 43040	Name: Tom Lake Telephone: Email: tom_lake@ham.honda.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
2	Toyota 6565 Headquarters Drive Plano, TX 75024	Name: Cortney Romans Telephone: Email: cortney.romans@toyota.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
3	FCA 800 Chrysler Drive, Auburn Hills MI 48321-8004 USA	Name: Sigmund Huber Telephone: Email: sig.huber@fcagroup.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
4	Mazda 3-1 Shinchi, Fuchu-cho, Aki-gun Hiroshima, Japan 730-8670	Name: Mr. Tetsuto Nakamura, General Manager, Purchasing Division Telephone: Email: nakamura.tet@mazda.co.jp	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
5	Nissan 39001 Sunrise Farmington Hills, MI 48331	Name: Don Parshall Telephone: Email: don.parshall@nissan-usa.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
6	BMW Knorrstrasse 147 München, Germany 80788	Name: Sven Hofmann Telephone: Email: sven.sh.hofmann@bmw.de	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
7	Ford Town Center Offices, 18900 Michigan Ave Dearborn MI 48126, USA	Name: Dennis Barrish Telephone: Email: dbarrish@ford.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined

TK Holdings Inc.

Name

	ne of creditor and complete ling address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim  If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		n is partially it and deduction
8	GM/Saab 30001 Van Dyke Road, Mail Code: 480-210-855 Warren, MI 48090-9020	Name: Mark Fisher Telephone: Email: mark.w.fischer@gm.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
9	Mitsubishi I, Nakashinkiri, Hashime-cho, Okazaki, Aichi Pref., Japan	Name: Takashi Ito Telephone: Email: takashi.ito@mitsubishi- motors.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
10	Subaru 2235 Marlton Pike W Cherry Hill, NJ 08002, USA	Name: Terri Woodard Claybrook, Director-Associate General Counsel Telephone: Email: tclaybrook@subaru.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
11	Daimler/Mercedes Benz/Daimler Trucks HPC: G036, Schickardstr. 30, D- 71034 Böblingen, Germany	Name: Goetz Rachner Telephone: Email: goetz.rachner@daimler.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
12	Volkswagen/Audi Brieffach 1618, D-38436 Wolfsburg, Germany	Name: Dirk Taeger Telephone: Email: dirk.taeger@volkswagen.de	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
13	Tesla 3500 Deer Creek Road Palo Alto, CA 94304, USA	Name: Telephone: Email:	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
14	Forest River 55470 Country Road 1 Elkhart, IN 4614	Name: Telephone: Email:	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
15	Fisker 5515 East La Palma Anaheim, CA 92807 USA	Name: Telephone: Email:	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
16	Ferrari 250 Sylvan Ave Englewood Cliffs, NJ 07632, USA	Name: Telephone: Email:	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
17	Jaguar Land Rover First Floor Building 552-G/8/3 Banbury Road Gaydon, UK CV35 0RR	Name: Antony Cunningham Telephone: Email: ACunning@jaguarlandrover.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
18	US Economic Loss MDL Class Action, Plaintiffs Steering Committee Podhurst Orseck, P.A., 25 W. Flagler St., Ste. 800	Name: Peter Prieto of Podhurst Orseck, P.A. as Chair Lead Counsel Telephone: 305-358-2800 Fax: 305-358-2382 Email:	Litigation - Economic Loss	C, U, D			Undetermined
19	Miami, FL 33130  Canada Economic Loss Class Action Plaintiffs 1561 Ouellette Avenue Windsor, Ontario, N8X 1K5	Name: Sutts, Strosberg LLP Telephone: 519-258-9333 Fax: 866-316-5311 Email:	Litigation - Economic Loss	C, U, D			Undetermined

TK Holdings Inc.

Name

	ne of creditor and complete	Name, telephone number, and	Nature of the claim	Indicate If	Amount of unsecured claim	
mai	ling address, including zip code	email address of creditor contact	(for example, trade debts, bank loans, professional services, and government	claim is contingent; unliquidated, or disputed	If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduc	
			contracts)		for value of collateral or setoff unsecured claim.	
20	State of Hawaii, by its Office of Consumer Protection Cronin, Fried, Sekiya, Kekina & Fairbanks 600 Davies Pacific Center 841 Bishop Street Honolulu, Hawaii 96813	Name: L. Richard Fried, Jr. Patrick F. McTeman Telephone: 808-524-1433 Email:	Litigation	C,U,D		Undetermined
21	U.S. Virgin Islands, by its Attorney General on behalf of the Department of Licensing and Consumer Affairs Mottey Rice LLC 401 9th St. NW, Suite 1001 Washington, DC 20004	Name: Linda Singer Telephone: 202-386-9626 ext. 5626 Fax: 202-386-9622 Email:	Litigation	C, U, D		Undetermined
22	State of New Mexico, by its Attorney General Dicello, Levitt & Casey Ten North Dearborn Street, 11th Floor Chicago, Illinois 60602	Name: Adam J. Levitt Telephone: 312-214-7900 Email:	Litigation	C, U, D		Undetermined
23	National Highway Traffic Safety Administration 1200 New Jersey Avenue, SE, West Building Washington, DC 20590	Name: Telephone: Email:	Fines & Penalties	- C La Market Carlotte Committee Com		\$180,000,000.00
24	Daicel Safety Systems 720 Old Liberty Church Road Beaver Dam, KY 42320	Name: Stacey Veteto Telephone: 270-274-2600 Email:	Trade			\$11,371,896.48
25	XPO Logistics Worldwide 560 Mission Street, Suite 2950 San Francisco, CA 94105-2992	Name: Eric Rudkin Telephone: 503-450-5806 Email:	Trade	Ū		\$5,000,000.00
26	Special Devices, Inc. 3431 N. Reseda Circle Mesa, AZ, 44060, US	Name: Abel Tejada Telephone: 480-832-0774 Email:	Trade		expression of the latest state of the latest states and the latest states are the latest states and the latest states and the latest states and the latest states are the latest	\$3,973,346.78
27	ARC Automotive 1357 Veterans Way Morgantown, KY 42261	Name: Bob Knight Telephone: 734-340-4980 Email:	Trade	Andrew Market State (St. 18, 18, 18, 18, 18, 18, 18, 18, 18, 18,		\$2,058,845.29
28	O&S California, Inc. 9731 Siempre Viva Road, Suite E San Diego, CA 92154	Name: Bianca Gonzalez Telephone: 619-661-1800 Fax: 619 661-1900 Email;	Trade			\$1,761,915.09
29	Pegasus Auto Parts Arco Vial 3.8 Numero 3810, Santa Catarina Nuevo Leon, CP 66100, Mexico	Name: Masamichi Mima Telephone: 555-136-3377 Email:	Trade	70, 15.7		\$1,489,561.60
30	Kayaku Safety Systems De Ave. Ruben J. Villarreal S/N Ex. Hacienda San Isidro, Salinas Victoria Nuevo Leon, Mexico 65503	Name: Alex Orozeo Telephone: 8158-0000 X475 Email:	Trade			\$1,392,726.64
31	Praxair Mexico S De R Biologo Masimino Mtz 3804; San Salvador Xochimanca PME960701GGo Mexico D.F. MX 02870	Name: Carlos Cazares Telephone: 866-635-3162 Email:	Trade			\$1,132,128.85

TK Holdings Inc.

Name

	ne of creditor and complete ling address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated,	Amount of unsecured claim  If the claim is fully unsecured, fill in only unsecured claim amount, if claim is partially		
			and government contracts)	or disputed	secured claim amount in delims patitary secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
32	Robles, Delia represented by Contreras, Jose 19182 Lyle Ave Corona, CA 92881	Name: Delia Robles Telephone: 951-283-9337 Email:	Litigation - Personal Injury	C, U, D	Undetermined		
33	Krasulja, Janiece 450 Seventh Avenue - 44th Floor New York, NY 10123	Name: Marc J. Rothenberg / The Rothenberg Law Finn Telephone: Email: 212-563-0100	Litigation - Personal Injury	C, U, D	Undetermined		
34	Contreras, Jose; Martinez, Jessica and Daisy 1055 West 7th Street, 33rd Floor Penthouse Los Angeles, CA 90017	Name: Child & Marton LLP Telephone: 213-627-3113 Fax: 213-623-9237 (fax) Email:	Litigation - Personal Injury	C, U, D	Undetermined		
35	Shinsho K'mac 26200 Town Center Dr #160 Novi, M1, 38655, US	Name: Yuki Yoshida Tolephone: 248-305-9174 Fax: 248-305-9365 Email:	Trade	v. , , ,	\$995,458.03		
36	AFX Industries LLC 1411 Third Street, Suite G Port Huron, MI 48060	Name: Telephone: 810-966-4650 Fax: 810-987-8149 Email: mlowrie@afixindustries.com	Trade	, N	\$857,251.77		
37	3D Plastic, Inc. P.O. Box 72488 Cleveland, OH 44192-0002	Name: Linda Boles Telephone: 903-291-9333 Fax: 903-844-9338 Email:	Trade	Environment (Frank data market TO MAPPEN TELL (FV)	\$833,151.93		
38	J&S America 1820 E. University Drive, Auburn, AL 36830	Name: C/O Machen, McChesney & Chastain Telephone: 334-501-8900 Fax: 334-501-8905 Email:	Trade	-cijamekensiakensiakensiakensiakensi	\$790,789.68		
39	Matsuju Mexicana Sa De CV Circuito San Roque Sur 323 C.P.36275 Parque Industrial Santa Fe Ampliacion Silao Guanajuato Mexico	Name: Shoji Kanbara Telephone: 472-748-9092 Email:	Trade	en e	\$783,108.87		
40	Extra Publicidad Y Servicios, S.A De C.V. Brasil 607 A Col. Guadalupe 25750- Monclova Monclova Coahuila De Zaragoza Mexico	Name: Gerardo Aguilar Telephone: 866-631-2269 Email:	Trade		\$773,227.30		
41	Hy-GRO Chemicals Unit 203,204 2nd Floor; Sardar Patel Road, Secunderabaad, A.P. India	Name: Vivek Bishnoi Telephone: 00 91 4 27720233 Fax: 00 91 4 27848394 Email:	Trade	Tang alian di salah s	\$755,176.02		
42	Hayakawa Electronics 10 Industrial Drive Oxford, MS, L7I 4x6, US	Name: Allison Bailey Telephone: 662-234-1410 Fax: 662-234-1429 Email:	Trade		\$704,557.30		
43	Kalkaska Screw Products 775 Rabourn Road Kalkaska, MI, 48026, US	Name: Paul Stewart Telephone: 231-258-2560 Fax: 231-258-5215 Email:	Trade		\$670,452.50		
44	Indiana Automotive 1300 West Anderson Boulevard Greenfield, IN, 48375, US	Name: Cleo Walker Telephone: 317-467-0100 X231 Fax: 317-467-0400 Email:	Trade		\$644,814.81		

TK Holdings Inc.

Name

	ne of creditor and complete ling address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate If claim is contingent, unliquidated, or disputed	Amount of unsecured claim  If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.	
45	STT USA Inc 28175 Haggerty Road Suite 159 Novi, MI 48377	Name: Atsuham Uchida Telephone: 248-994-5733 Email:	Trade			\$619,752.00
46	Gemini Plastics Inc. 4385 Garfield St Ubly, MI, 60673-7149, US	Name: Telephone: 989-658-8557 Fax: 989-658-8041 Email:	Trade			\$613,483.61
47	Global Tck (WUXI) CO LTD No 17-15 Change Jiang S RD; Wuxi Nat'l Hi-Tech Ind De; Wuxi Jiangsu, China 214028	Name: Daisie Chen Telephone: 801-391-7511 Email:	Trade	\\\\\\\\\\-		\$501,554.69
48	Gentherm Inc 21680 Haggarty Road Northville, MI 48167	Name: Elias Chidiac Telephone: 248-504-0500 Fax: 248-348-9734 Email: info@gentherm.com	Trade	Annual Control of the State of		\$482,928.89
49	Higuchi Manufacturing America LLC. 14901 Southton Road San Antonio, TX 78112	Name: Makoto Suzuki Telephone: 210-633-2877 Fax: 210-633-9228 Email:	Trade			\$474,346.25
50	Mitsubishi Chemical 2001 Hood Road Greer, SC, 45403, US	Name: Traci Mefford Telephone: 864-879-5269 or 864-879- 5613 Email:	Trade	en fall in the factor of the fall to the second beautiful for the fall to the		\$469,684.75

Fill in this information to identify the case and this filing:
Debtor Name TK Holdings Inc.
United States Bankruptcy Court for the: District of Delaware
Case number (If known):
Official Form 202  Declaration Under Penalty of Perjury for Non-Individual Debtors 12/15
An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.
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.
Declaration and signature
I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.
I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:
☐ Schedule A/B: Assets—Real and Personal Property (Official Form 206A/B)
☐ Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)
☐ Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)
☐ Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)
☐ Schedule H: Codebtors (Official Form 206H)
☐ Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)
☐ Amended Schedule
☐ Chapter 11 or Chapter 9 Cases: Consolidated List of Creditors Who Have the 50 Largest Unsecured Claims and Are Not Insiders (Official Form 204)
☐ Other documents that require a declaration:
I declare under penalty of perjury that the foregoing is true and correct.
Executed on: 06/25/2017 // /s/ Ken Bowling // Signature of individual signing on behalf of debtor

Position or relationship to debtor

Ken Bowling
Printed name
Secretary

## UNITED STATES BANKRUPTCY COURT DISTRICT OF DELAWARE

	X	
In re		apter 11
TK HOLDINGS INC., et al.,	: Cas	se No. 17( )
Debtors. <sup>1</sup>	: : Joi :	nt Administration Requested
	x	

## CONSOLIDATED CORPORATE OWNERSHIP STATEMENT PURSUANT TO FED. R. BANKR. P. 1007(a)(1) AND 7007.1 AND LOCAL RULE 1007-1(a)

Pursuant to Rules 1007(a)(1) and 7007.1 of the Federal Rules of Bankruptcy Procedure and Rule 1007-1(a) of the Local Rules of Bankruptcy Practice and Procedure for the United States

Bankruptcy Court for the District of Delaware, TK Holdings Inc. ("TKH") and its affiliated debtors in the above-captioned chapter 11 cases, as debtors and debtors in possession (collectively, the "Debtors"), respectfully represent:

1. The Debtors are each, directly or indirectly, wholly-owned subsidiaries of Takata Corporation ("*TKJP*"), a corporation organized under the laws of Japan and publicly traded on the Tokyo Stock Exchange under the trading name "7312T." To the best of the Debtors' knowledge and belief, based on third party information and publicly filed disclosures, no person or entity, directly owns 10% or more of TKJP's common stock other than TKJ Co., Ltd., which owns fifty-two and one-tenth percent (52.1%). One hundred percent (100%) of the ownership interests of TKJ Co., Ltd. is directly owned by Takata Sogyo Corporation. Attached hereto as *Exhibit A* is

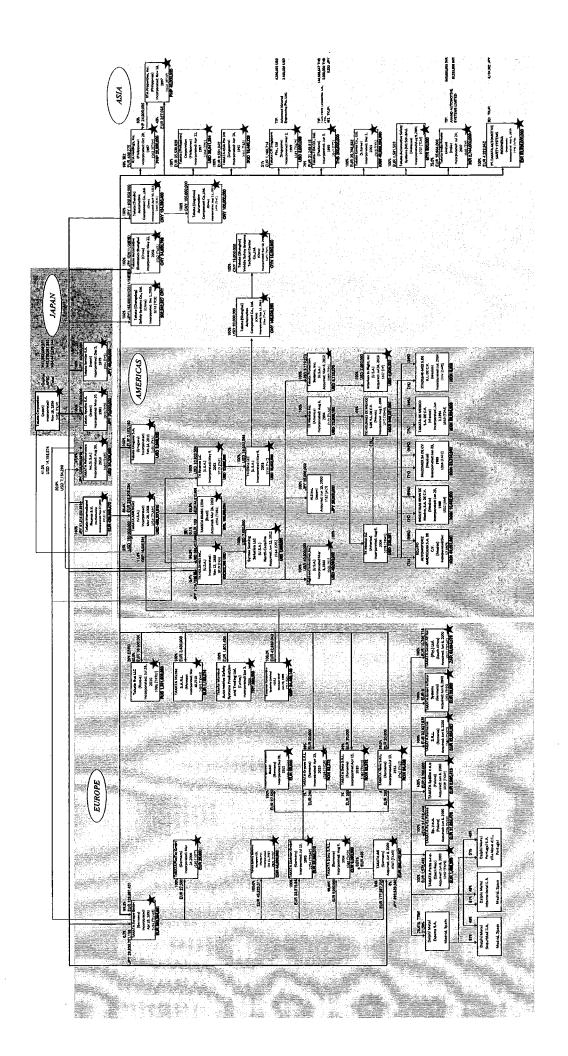
<sup>&</sup>lt;sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, as applicable, are: Takata Americas (9766); TK Finance, LLC (2753); TK China, LLC (1312); TK Holdings Inc. (3416); Takata Protection Systems Inc. (3881); Interiors in Flight Inc. (4046); TK Mexico Inc. (8331); TK Mexico LLC (9029); TK Holdings de Mexico, S. de R.L. de C.V. (N/A); Industrias Irvin de Mexico, S.A. de C.V. (N/A); Takata de Mexico, S.A. de C.V. (N/A); and Strosshe-Mex, S. de R.L. de C.V. (N/A). Except as otherwise set forth herein, the Debtors' international affiliates and subsidiaries are not debtors in these chapter 11 cases. The location of the Debtors' corporate headquarters is 2500 Takata Drive, Auburn Hills, Michigan 48326.

- an organizational chart reflecting all of the ownership interests of the Debtors and their non-debtor affiliates.
- 2. As set forth on **Exhibit A**, nineteen and two-tenths percent (19.2%) of the ownership interests of Takata Americas is directly owned by TKJP, sixty-eight and three-tenths percent (68.3%) is directly owned by Takata International Finance B.V. ("TIF"), a Besloten Vennootschap organized under the laws of the Netherlands, and the remaining twelve and one-half percent (12.5%) is directly owned by European Automotive Systems Limited ("EASL"), a limited liability company organized under the laws of the United Kingdom. Each of TIF and EASL is, directly or indirectly, wholly-owned by TKJP.
- 3. One hundred percent (100%) of the ownership interests of TK Finance, LLC ("TK Finance") is directly owned by Takata Americas.
- 4. One hundred percent (100%) of the ownership interests of TK China, LLC is directly owned by TK Finance and indirectly owned by Takata Americas.
- 5. Ninety-nine and six-tenths percent (99.6%) of the ownership interests of TKH is directly owned by Takata Americas and the remaining four-tenths percent (0.4%) is directly owned by TKJP.
- 6. One hundred percent (100%) of the ownership interests of Takata Protection Systems Inc. ("TPS") is directly owned by TKH and indirectly owned by Takata Americas.
- 7. One hundred percent (100%) of the ownership interests of Interiors in Flight Inc. is directly owned by TPS and indirectly owned by TKH and Takata Americas.
- 8. One hundred percent (100%) of the ownership interests of TK Mexico Inc. ("*TKMI*") is directly owned by TKH and indirectly owned by Takata Americas.
- 9. One hundred percent (100%) of the ownership interests of TK Mexico LLC ("**TKML**") is directly owned by TKMI and indirectly owned by TKH and Takata Americas.
- 10. Greater than ninety-nine and nine-tenths percent (99.9%) of the ownership interests of TKHoldings de Mexico, S. de R.L. de C.V. ("TK Holdings de Mexico") is directly owned by TKMI

- and the remaining less than one-tenth percent (0.1%) is directly owned by TKML. TK Holdings de Mexico is indirectly owned by TKH and Takata Americas.
- 11. Greater than ninety-nine and nine-tenths percent (99.9%) of the ownership interests of Industrias Irvin de Mexico, S.A. de C.V. ("Industrias Irvin") is directly owned by TK Holdings de Mexico and the remaining less than one-tenth percent (0.1%) is directly owned by TKML. Industrias Irvin is indirectly owned by TKMI, TKH, and Takata Americas.
- 12. Greater than ninety-nine and nine-tenths percent (99.9%) of the ownership interests of Takata de Mexico, S.A. de C.V. ("**TK DM**") is directly owned by TK Holdings de Mexico and the remaining less than one-tenth percent (0.1%) is directly owned by TKML. TK DM is indirectly owned by TKMI, TKH, and Takata Americas.
- 13. Greater than ninety-nine and nine-tenths percent (99.9%) of the ownership interests of Strosshe-Mex, S. de R.L. de C.V. ("SMX") is directly owned by TK Holdings de Mexico and the remaining less than one-tenth percent (0.1%) is directly owned by TKML. SMX is indirectly owned by TKMI, TKH, and Takata Americas.

#### Exhibit A

#### Corporate Organizational Chart



Fill in this information to identify the case and this filing:	
Debtor Name TK Holdings Inc.	
United States Bankruptcy Court for the: <u>District of Delaware</u>	
Case number (If known):	
Official Form 202	
Declaration Under Penalty of Perjury for Non-Individual Debtors	12/15
An individual who is authorized to act on behalf of a non-individual debtor, such as a corp and submit this form for the schedules of assets and liabilities, any other document that re included in the document, and any amendments of those documents. This form must state relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 10	quires a declaration that is not the individual's position or
WARNING Bankruptcy fraud is a serious crime. Making a false statement, concealing property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.	
Declaration and signature	
I am the president, another officer, or an authorized agent of the corporation; a member partnership; or another individual serving as a representative of the debtor in this cases	
I have examined the information in the documents checked below and I have a reaso true and correct:	nable belief that the information is
☐ Schedule A/B: Assets–Real and Personal Property (Official Form 206A/B)	
☐ Schedule D: Creditors Who Have Claims Secured by Property (Official Form 20	6D)
☐ Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)	
☐ Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)	
☐ Schedule H: Codebtors (Official Form 206H)	
☐ Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)	
☐ Amended Schedule	
☐ Chapter 11 or Chapter 9 Cases: Consolidated List of Creditors Who Have the 50 Not Insiders (Official Form 204)	Largest Unsecured Claims and Are
☑ Other documents that require a declaration: Corporate Ownership Statement	
I declare under penalty of perjury that the foregoing is true and correct.	
Encoded and Octobroom	
Executed on: 06/25/2017 /s/ Ken Bowling	

Position or relationship to debtor

Ken Bowling
Printed name
Secretary

Signature of individual signing on behalf of debtor

MM/DD/YYYY

#### LIST OF EQUITY SECURITY HOLDERS

(TK Holdings Inc.)

Name and Last Known Address of Equity Interest Holder	Kind/Class of Interest	Number of Interests Held
Takata Americas		
2500 Takata Drive Auburn Hills, Michigan 48326	Common Stock	99.6%
Takata Corporation		
Tokyo Front Terrace 2-3-14 Higashishinagawa, Shinagawa-ku, Tokyo 140-0002, Japan	Common Stock	0.4%

Fill in this information to identify the case and this filing:	
Debtor Name TK Holdings Inc.	
United States Bankruptcy Court for the: <u>District of Delaware</u>	
Case number (If known):	
<u></u>	
Official Form 202  Declaration Under Penalty of Perjury for Non-Individual Debtors	12/15
An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnersh and submit this form for the schedules of assets and liabilities, any other document that requires a declaration included in the document, and any amendments of those documents. This form must state the individual's post relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.	that is not
WARNING Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.	
Declaration and signature	
I am the president, another officer, or an authorized agent of the corporation; a member or an authorized partnership; or another individual serving as a representative of the debtor in this case.	agent of the
I have examined the information in the documents checked below and I have a reasonable belief that the true and correct:	information is
☐ Schedule A/B: Assets-Real and Personal Property (Official Form 206A/B)	
☐ Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)	
☐ Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)	
☐ Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)	
☐ Schedule H: Codebtors (Official Form 206H)	
☐ Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)	
☐ Amended Schedule	
☐ Chapter 11 or Chapter 9 Cases: Consolidated List of Creditors Who Have the 50 Largest Unsecured Not Insiders (Official Form 204)	Claims and Are
☑ Other documents that require a declaration: <u>List of Equity Security Holders</u>	
I declare under penalty of perjury that the foregoing is true and correct.	
Executed on: 06/25/2017	

Position or relationship to debtor

Ken Bowling Printed name Secretary

Signature of individual signing on behalf of debtor

# Tab B

This is **Exhibit "B"** referred to in the affidavit of **SHARON KOUR** sworn before me this 28th day of June, 2017

A Commissioner for taking affidavits

Fill in this info	rmation to identify th	e case					
United States E	Bankruptcy Court for the	e:					
District of Del	aware						
Case number (	If known):		Chapter	11			
				`		Ε	☐ Check if this is an
					•		amended filing
Official F	orm 201						
Volunta	ary Petitio	n for N	on-Indiv	viduals	Filing for	Bankrupt	<b>CY</b> 04/16
					dditional pages, write		
number (if knov	wn). For more informa	ation, a separa	te document, <i>In</i> :	structions for	Bankruptcy Forms for	r Non-Individuals, is a	available.
I. Debtor's	name	Takata Aı	mericas				<del>[</del> 5 ]
			garner times adapted specification for the first person of specific		n namandarramann manakandi anaamadarrami — 2 ee 2 dees oo 1975 Anoonin mooninda s	- Com - 1940 - 1940 - 1940 - 1940 - 1940 - 1940 - 1940 - 1940 - 1940 - 1940 - 1940 - 1940 - 1940 - 1940 - 1940	₽ 8 2
All other na in the last 8	mes debtor used						- \ \JM
	•						M. O'BOY
names, and de	ssumed names, trade oing business as						2.6
names							FF THE
The second secon				inidita et a cake ande e actives e cape e e e e		entre i se de la composition della composition d	TEST.
	federal Employer tion Number (EIN)	<u>33</u> – <u>1049</u>	<u>766</u>				ATTESTA ATTESTA U.S. BA
to the district of the first of	enthe a life communication in the second		d middin o'r meddan cen o'r meddan o'r				} <b>~</b>
1. Debtor's address	Principal place	of business			Mailing address,	if different from ping	ciful place of business
		Takata Drive			<del></del>		
	Number	Street			Number	Street	
					P.O. Box		·
	Automa I IIIa	5.41	40000		· · · · · · · · · · · · · · · · · · ·		
	Auburn Hills City	MI State	48326 ZIP Code		City	State	ZIP Code
						ipal assets, if differe	ent from principal place
	Oakland			<u> </u>	of business		
	County				Nimbos	Stroat	
					Number	Street	
							<u> </u>
					Oib.	State	ZIP Code
		and the second second	r name on week a side of our research and a side of		City		ZIP COUG
5. Debtor's	website (URL)	_www.takat	ta.com/en/				
····		· · · · · · · · · · · · · · · · · · ·					
S. Type of d	ebtor	☐ Corpora	tion (including Li	mited Liability	Company (LLC) and Lir	nited Liability Partners	hip (LLP))
		☑ Partners ☐ Other.	ship (excluding LI	LP)			

Official Form 201



ebto	Takata Americas				_	Case number (if k	nown)	
	Name							
	B	A. Check on	e:					
7.	Describe debtor's business	☐ Health C	are Busi	iness (as defined in 1	1 U.S.C	. § 101(27A))		
				al Estate (as defined i		•		
		☐ Railroad	(as defi	ned in 11 U.S.C. § 10	)1(44))			
		☐ Stockbro	ker (as	defined in 11 U.S.C.	§ 101(53	3A))		
		☐ Commod	lity Brok	er (as defined in 11 l	J.S.C. §	101(6))		
		_	•	is defined in 11 U.S.C	-	3))		
		None of	the abov	ve: <u>Holding Compan</u>	Ł			
					The market seems			
		B. Check all	• •	•				
			• •	escribed in 26 U.S.C.	•		111 / 16.	-15-45-110-0-0-00-0\
	e e		•	oany, including hedge sor (as defined in 15 l		•	renicie (as define	ed in 15 U.S.C. § 80a-3)
		,,						
				nerican Industry Clas urts.gov/four-digit-nati				ribes debtor. See
		5511						
8.	Under which chapter of the Bankruptcy Code is the	Check one:						
	debtor filing?	☐ Chapter	7					
	· ·	☐ Chapter	9					
		·		ck all that apply:				
				Debtor's aggregate r	onconti	ngent liquidated deb	ts (excluding det	ots owed to
		insiders or affiliates) are less than \$2,566,050 (amount subject to adjustment on 4/01/19 and every 3 years after that).						
				The debtor is a small				
		debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or						
	•			if all of these docum 1116(1)(B).				
				A plan is being filed v	vith this	petition.		
		<ul> <li>Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).</li> </ul>						
				The debtor is require	d to file	periodic reports (for	example, 10K ar	
				the Securities and E Securities Exchange Non-Individuals Filing	Act of	1934. File the Attach	ment to Volunta	ry Petition for
				with this form.  The debtor is a shell				•
				1934 Rule 12b-2.	Joinpai	., 40 4004		
		☐ Chapter	12			··		
9.	Were prior bankruptcy cases	⊠ No						
	filed by or against the debtor within the last 8 years?	☐ Yes	District	v	Vhen .		Case number_	
	If more than 2 cases, attach a separate list.					MM/ DD/ YYYY		
	separate list.	•	District	v	Vhen .		Case number_	
						MM / DD/ YYYY		
10.	Are any bankruptcy cases pending or being filed by a	□ No	· ·					
	business partner or an	⊠ Yes	Debtor	_See attached S	chedule	1		See attached Schedule 1
	affiliate of the debtor?		District	See attached S	chedule	1	When	06/25/2017
	List all cases. If more than 1, attach a separate list.		Case n	umber, if known				MM / DD/ YYYY

Debtor	Takata Americas				Case number (i	f known)	
	Name						
11.	Why is the case filed in this district?	Ch	eck all that apply:				
		⊠	Debtor has had its domicile, p				in this district for 180 days 80 days than in any other district
			A bankruptcy case concerning		•		
	Does the debtor own or have	⊠ 1	No.				
	possession of any real property	_	Yes. Answer below for each pro	nertv	that needs immediate atte	ention Attach	additional sheets if needed
	that needs immediate	_	Why does the property n				
	attention?	٠	<ul> <li>It poses or is alleged to health or safety.</li> </ul>		e a threat of imminent and		• • •
			What is the hazard? ☐ It needs to be physica	lly pa	cured or protected from the	weather	<del>- ·</del>
			, ,	•	s or assets that could quic		on lose value
				exam	ple, livestock, seasonal go		
			□ Other				
			Where is the property?				
				Nu	ımber Street		
				Cit	······································	State	ZIP Code
			Is the property insured?		•	5,05	
	•			Г	] No		
				П	Yes. Insurance agency		
					Contact Name		
							<del> </del>
					Phone	-	
		· .					
					·		
	Statistical and adminis	trativ	e information (on a conso	lida	ted basis)		
40		Check	one:	-	,		
13.	available funde						
	·		unds will be available for distribu			ahla fau diatella	ution to unaccured areditors
		A1	fter any administrative expenses	are p	oaid, no funds will be avail	able for distrib	ution to unsecured creditors.
14.	Estimated number of	<b> 1</b> -	49		1,000-5,000		25,001-50,000
	creditors	□ 50	)-99		5,001-10,000	Ø	50,001-100,000
	[	□ 10	0-199		10,001-25,000		More than 100,000
		□ 20	00-999				
							ATO 000 004 A4 NULL
15.	_		)-\$50,000 50,001,\$100,000		\$1,000,001-\$10 million		\$500,000,001-\$1 billion
	_		50,001-\$100,000 100,001-\$500,000		\$10,000,001-\$50 million \$50,000,001-\$100 millio		\$1,000,000,001-\$10 billion \$10,000,000,001-\$50 billion
			500,001-\$300,000		\$100,000,001-\$500 milli		More than \$50 billion
			,		,,,, +-+-		
16.	Estimated liabilities	□ \$0	0-\$50,000		\$1,000,001-\$10 million		\$500,000,001-\$1 billion
			50,001-\$100,000		\$10,000,001-\$50 million		\$1,000,000,001-\$10 billion
,			100,001-\$500,000		\$50,000,001-\$100 millio		\$10,000,000,001-\$50 billion
	(	⊐ \$5	500,001-\$1 million		\$100,000,001-\$500 milli	on □	More than \$50 billion

•	
Takata Americas	Case number (if known)
Name	

Request fo	r Relief,	Declaration,	and	Signat	ture:
------------	-----------	--------------	-----	--------	-------

×

**WARNING** — Bankruptcy fraud is a serious crime. Making a false statement 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.

- 17. Declaration and signature of authorized representative of debtor
- The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.
- I have been authorized to file this petition on behalf of the debtor.
- I have examined the information in this petition 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 06/25/2017 MM / DD / YYYY

×	/s/ Ken Bowling	Ken Bowling	
	Signature of authorized representative of debtor	Printed name	
	Secretary		
	Title		

18. Signature of attorney

/s/ Mark D. Collins	Date	06/25/2017
Signature of attorney for debtor		MM / DD / YYYY
Mark D. Collins		Ronit J. Berkovich
Printed Name		
Richards, Layton & Finger, P.A.		Weil, Gotshal & Manges LLP
Firm Name		
One Rodney Square, 920 North King Street		767 Fifth Avenue
Number Street		
Wilmington, DE 19801	. <del>-</del>	New York, NY 10153
City/State/Zip		
(302) 651-7700		(212) 310-8000
Contact phone		
collins@rlf.com		ronit.berkovich@weil.com
Contact email address		
2981 DE		
Bar Number State		

#### Schedule 1

#### Pending Bankruptcy Cases Filed by the Debtor and Affiliates of the Debtor

On the date hereof, each of the affiliated entities listed below (including the debtor in this chapter 11 case) filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code in the United States Bankruptcy Court for the District of Delaware. The Debtors have filed a motion requesting that the chapter 11 cases of these entities be consolidated for procedural purposes only and jointly administered under the number assigned to the chapter 11 case of TK Holdings Inc.

COMPANY	CASE NUMBER
Takata Americas	17( )
TK Finance, LLC	17( )
TK China, LLC	17( )
TK Holdings Inc.	17( )
Takata Protection Systems Inc.	17( )
Interiors in Flight Inc.	17( )
TK Mexico Inc.	17( )
TK Mexico LLC	17( )
TK Holdings de Mexico, S. de R.L. de C.V.	17( )
Industrias Irvin de Mexico, S.A. de C.V.	17( )
Takata de Mexico, S.A. de C.V.	17( )
Strosshe-Mex, S. de R.L. de C.V.	17( )

## UNANIMOUS WRITTEN CONSENT OF THE PARTNERS OF TAKATA AMERICAS

June 25, 2017

Effective as of this 25th day of June, 2017, the undersigned, constituting all of the partners (the "*Partners*") of Takata Americas, a Delaware partnership (the "*Company*"), do hereby approve, authorize, consent to and adopt the following recitals and resolutions and the actions therein authorized (this "*Consent*") to have the same force and effect as if adopted at a meeting of the Partners, duly called and held as of the date hereof:

#### I. Commencement of Chapter 11 Case

NOW, THEREFORE, BE IT RESOLVED, that the Partners have determined, after consultation with the management and the legal and financial advisors of the Company, that it is desirable and in the best interests of the Company, its shareholders, creditors, and other parties in interest that a petition be filed by the Company seeking relief under the provisions of chapter 11 of title 11 of the United States Code (the "Bankruptcy Code"); and be it further

RESOLVED, that any officer of the Company (each, an "Authorized Officer"), in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, to negotiate, execute, deliver, and file, in the name and on behalf of the Company, and under its corporate seal or otherwise, all plans, petitions, schedules, statements, motions, lists, applications, pleadings, papers, affidavits, declarations, orders and other documents (the "Chapter 11 Filings") in the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court") (with such changes therein and additions thereto as any such Authorized Officer may deem necessary, appropriate or advisable, the execution and delivery of any of the Chapter 11 Filings by any such Authorized Officer with any changes thereto to be conclusive evidence that any such Authorized Officer deemed such changes to meet such standard); and be it further

RESOLVED, that any Authorized Officer, in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, in the name and on behalf of the Company, to take and perform any and all further acts and deeds that such Authorized Officer deems necessary, appropriate, or desirable in connection with the Company's chapter 11 case (the "Chapter 11 Case") or the Chapter 11 Filings, including, without limitation, (i) the payment of fees, expenses and taxes such Authorized Officer deems necessary, appropriate, or desirable, and (ii) negotiating, executing, delivering, performing and filing any and all additional documents, schedules, statements, lists, papers, agreements, certificates and/or instruments (or any amendments or modifications thereto) in connection with, or in furtherance of, the Chapter 11 Case with a view to the successful prosecution of the Chapter 11 Case (such acts to be conclusive evidence that such Authorized Officer deemed the same to meet such standard); and be it further

#### II. Retention of Advisors

**RESOLVED**, that, in connection with the Chapter 11 Case, any Authorized Officer, in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, in the name and on behalf of the Company, to employ and retain all assistance by legal counsel, accountants, financial advisors, investment bankers and other professionals, on behalf of the Company, which such Authorized Officer deems necessary, appropriate or advisable in connection with, or in furtherance of, the Chapter 11 Case, with a view to the successful prosecution of the Chapter 11 Case (such acts to be conclusive evidence that such Authorized Officer deemed the same to meet such standard); and be it further

**RESOLVED**, that the law firm of Weil, Gotshal & Manges LLP, located at 767 Fifth Avenue, New York, New York 10153, is hereby retained as counsel for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

**RESOLVED**, that the law firm of Richards, Layton & Finger, P.A., located at One Rodney Square, 920 North King Street, Wilmington, Delaware 19807, is hereby retained as local counsel for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

**RESOLVED**, that the firm of Lazard Frères & Co. LLC, located at 30 Rockefeller Plaza, New York, New York 10112, is hereby retained as investment banker for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

**RESOLVED**, that the firm of PricewaterhouseCoopers LLP, located at 300 Madison Avenue, New York, New York 10017, is hereby retained as financial advisor for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

**RESOLVED**, that the firm of Ernst & Young LLP, located at 5 Times Square, New York, New York 10036, is hereby retained as tax advisor for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

**RESOLVED**, that the firm of Prime Clerk LLC, located at 830 Third Avenue, 9th Floor, New York, New York 10022, is hereby retained as claims, noticing and solicitation agent and administrative advisor for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

**RESOLVED**, that any Authorized Officer, in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, in the name and on behalf of the Company, to take and perform any and all further acts and deeds, including, without limitation, (i) the payment of any consideration, (ii) the payment of fees, expenses and taxes such Authorized Officer deems necessary, appropriate, or desirable, and (iii) negotiating, executing, delivering, performing, and filing any and all documents, motions, pleadings, applications, declarations, affidavits, schedules, statements, lists, papers, agreements, certificates and/or instruments (or any amendments or modifications thereto) in connection with the engagement of professionals contemplated by the foregoing resolutions (such acts to be conclusive evidence that such Authorized Officer deemed the same to meet such standard); and be it further

#### III. Accommodation Agreement

**RESOLVED**, that any Authorized Officer is hereby authorized, empowered, and directed, in the name and on behalf of the Company, to cause the Company to enter into, execute, deliver, certify, file or record, and perform, (i) that certain accommodation agreement (the "Accommodation Agreement"), substantially in the form presented to the Partners, by and among the parties described therein, (ii) all provisions for adequate protection to be made by the Company and certain of its U.S. and Mexican direct and indirect subsidiaries, as set forth in the Accommodation Agreement, and (iii) such other documents, agreements, instruments and certificates as may be required by the Accommodation Agreement; and be it further

#### IV. General Authorization and Ratification

RESOLVED, that any Authorized Officer, in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, in the name and on behalf of the Company, to take and perform any and all further acts or deeds, including, but not limited to, (i) the negotiation of such additional agreements, amendments, modifications, supplements, reports, documents, instruments, applications, notes or certificates not now known but which may be required, (ii) the execution, delivery and filing (if applicable) of any of the foregoing, and (iii) the payment of all fees, consent payments, taxes and other expenses as any such Authorized Officer, in his or her sole discretion, may approve or deem necessary, appropriate or desirable in order to carry out the intent and accomplish the purposes of the foregoing resolutions and the transactions contemplated thereby, all of such actions, executions, deliveries, filings and payments to be conclusive evidence of such approval or that such Authorized Officer deemed the same to meet such standard; and be it further

**RESOLVED**, that any and all past actions heretofore taken by any Authorized Officer, any director, or any member of the Company in the name and on behalf of the Company in furtherance of any or all of the preceding resolutions be, and the same hereby are, ratified, confirmed, and approved in all respects; and be it further

**RESOLVED**, that this Consent may be executed in any number of counterparts, and transmitted by facsimile or in portable document format (.pdf), each of which when executed shall have the same force and effect as an original, and all of which shall together constitute one and the same instrument.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned, being all of the partners of the Company, hereby consent to the foregoing recitals and resolutions, effective as of the date first written above.

PARTNERS:

TAKATA CORPORATION

Name: Shigehisa Takada Title: Chief Executive Officer

TAKATA INTERNATIONAL FINANCE, B.V.

Name: Jan Schipper Title: Managing Director

EUROPEAN AUTOMOTIVE SYSTEMS LIMITED

.

IN WITNESS WHEREOF, the undersigned, being all of the partners of the Company, hereby consent to the foregoing recitals and resolutions, effective as of the date first written above.

PARTNERS:

TAKATA CORPORATION

Name: Shigehisa Takada Title: Chief Executive Officer

TAKATA INTERNATIONAL FINANCE, B.V.

Name: Jan Schipper Title: Managing Director

EUROPEAN AUTOMOTIVE SYSTEMS LIMITED

Name: Jan Schipper Title: Sole Director

12/15

Fill in this information to identify the case:		
Debtor Name Takata Americas	-	
United States Bankruptcy Court for the: <u>District of Delaware</u>		Check if this is an
Case number (if known):		amended filing

#### Official Form 204

Chapter 11 or Chapter 9 Cases: Consolidated List of Creditors Who Have the 50 Largest Unsecured Claims and Are Not Insiders

A list of creditors holding the 50 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 50 largest unsecured claims.

Nan	ne of creditor and complete	Name, telephone number, and	Nature of the	Indicate if	Amount of u	nsecured claim	
	ling address, including zip code	email address of creditor contact	claim (for example, trade debts, bank loans, professional services, and government	cialm is contingent, unliquidated, or disputed	If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction value of collateral or setoff to calculate		lm is partially int and deduction
			_contracts)		unsecured cla	im.	
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1	Honda 24000 Honda Parkway Marysville, OH 43040	Name: Tom Lake Telephone: Email: tom_lake@ham.honda.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
2	Toyota 6565 Headquarters Drive Plano, TX 75024	Name: Cortney Romans Telephone: Email: cortney.romans@toyota.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
3	FCA 800 Chrysler Drive, Aubum Hills M1 48321-8004 USA	Name: Sigmund Huber Telephone: Email: sig.huber@fcagroup.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
4	Mazda 3-1 Shinchi, Fuchu-cho, Aki-gun Hiroshima, Japan 730-8670	Name: Mr. Tetsuto Nakamura, General Manager, Purchasing Division Telephone: Email: nakamura.tet@mazda.co.jp	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
5	Nissan 39001 Sunrise Farmington Hills, MI 48331	Name: Don Parshall Telephone: Email: don.parshall@nissan-usa.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
6	BMW Knorrstrasse 147 München, Germany 80788	Name: Sven Hofmann Telephone: Email: sven.sh.hofmann@bmw.de	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
7	Ford Town Center Offices, 18900 Michigan Ave Dearborn MI 48126, USA	Name: Dennis Barrish Telephone: Email: dbarrish@ford.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined

Takata Americas

-			
N	а	m	e

Case number (if known)

	ne of creditor and complete ling address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim  If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduct for value of collateral or setoff to calculate unsecured claim.		m is partially nt and deduction
8	GM/Saab 30001 Van Dyke Road, Mail Code: 480-210-855 Warren, MI 48090-9020	Name: Mark Fisher Telephone: Email: mark.w.fischer@gm.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
9	Mitsubishi I, Nakashinkiri, Hashime-cho, Okazaki, Aichi Pref., Japan	Name: Takashi Ito Telephone: Email: takashi.ito@mitsubishi- motors.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
10	Subaru 2235 Marlton Pike W Cherry Hill, NJ 08002, USA	Name: Terri Woodard Claybrook, Director-Associate General Counsel Telephone: Email: tclaybrook@subaru.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
11	Daimler/Mercedes Benz/Daimler Trucks HPC: G036, Schickardstr. 30, D- 71034 Böblingen, Germany	Name: Goetz Rachner Telephone: Email: goetz.rachner@daimler.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
12	Volkswagen/Audi Brieffach 1618, D-38436 Wolfsburg, Germany	Name: Dirk Taeger Telephone: Email: dirk.taeger@volkswagen.de	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
13	Tesla 3500 Deer Creek Road Palo Alto, CA 94304, USA	Name: Telephone: Email:	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
14	Forest River 55470 Country Road 1 Elkhart, IN 4614	Name: Telephone: Email:	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
15	Fisker 5515 East La Palma Anaheim, CA 92807 USA	Name: Telephone: Email:	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
16	Ferrari 250 Sylvan Ave Englewood Cliffs, NJ 07632, USA	Name: Telephone: Email:	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
17	Jaguar Land Rover First Floor Building 552-G/8/3 Banbury Road Gaydon, UK CV35 0RR	Name: Antony Cunningham Telephone: Email: ACunning@jaguarlandrover.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
18	US Economic Loss MDL Class Action, Plaintiffs Steering Committee Podhurst Orseck, P.A., 25 W. Flagler St., Ste. 800 Miami, FL 33130	Name: Peter Prieto of Podhurst Orseck, P.A. as Chair Lead Counsel Telephone: 305-358-2800 Fax: 305-358-2382 Email:	Litigation - Economic Loss	C, U, D			Undetermined
19	Canada Economic Loss Class Action Plaintiffs 1561 Ouellette Avenue Windsor, Ontario, N8X 1K5	Name: Sutts, Strosberg LLP Telephone: 519-258-9333 Fax: 866-316-5311 Email:	Litigation - Economic Loss	C, U, D	A CONTRACTOR OF THE CONTRACTOR		Undetermined

Takata Americas

Case number	(if
known)	

Name

	ne of creditor and complete ing address, including zip code	Name, telephone number, and email address of creditor contact.	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	unsecured clair secured, fill in to	illy unsecured, fill in only n amount. If claim is partially otal claim amount and deduction ateral or setoff to calculate
20	State of Hawaii, by its Office of Consumer Protection Cronin, Fried, Sekiya, Kekina & Fairbanks 600 Davies Pacific Center 841 Bishop Street Honolulu, Hawaii 96813	Name: L. Richard Fried, Jr. Patrick F. McTeman Telephone: 808-524-1433 Email:	Litigation	C, U, D		Undetermined
21	U.S. Virgin Islands, by its Attorney General on behalf of the Department of Licensing and Consumer Affairs Motley Rice LLC 401 9th St. NW, Suite 1001 Washington, DC 20004	Name: Linda Singer Telephone: 202-386-9626 ext. 5626 Fax: 202-386-9622 Email:	Litigation	C, U, D		Undetermined
22	State of New Mexico, by its Attorney General Dicello, Levitt & Casey Ten North Dearborn Street, 11th Floor Chicago, Illinois 60602	Name: Adam J. Levitt Telephone: 312-214-7900 Email:	Litigation	C, U, D		Undetermined
23	National Highway Traffic Safety Administration 1200 New Jersey Avenue, SE, West Building Washington, DC 20590	Name: Telephone: Email:	Fines & Penalties			\$180,000,000.00
24	Daicel Safety Systems 720 Old Liberty Church Road Beaver Dam, KY 42320	Name: Stacey Veteto Telephone: 270-274-2600 Email:	Trade			\$11,371,896.48
25	XPO Logistics Worldwide 560 Mission Street, Suite 2950 San Francisco, CA 94105-2992	Name: Eric Rudkin Telephone: 503-450-5806 Email:	Trade	U		\$5,000,000.00
26	Special Devices, Inc. 3431 N. Reseda Circle Mesa, AZ, 44060, US	Name: Abel Tejada Telephone: 480-832-0774 Email:	Trade	ana dina dia manda and a series a	en derendente er	\$3,973,346.78
27	ARC Automotive 1357 Veterans Way Morgantown, KY 42261	Name: Bob Knight Telephone: 734-340-4980 Email:	Trade	and allowable and activation in the control of the	Managaran in in no search de de Managaran ( in han	\$2,058,845.29
28	O&S California, Inc. 9731 Siempre Viva Road, Suite E San Diego, CA 92154	Name: Bianca Gonzalez Telephone: 619-661-1800 Fax: 619 661-1900 Email:	Trade			\$1,761,915.09
29	Pegasus Auto Parts Arco Vial 3.8 Numero 3810, Santa Catarina Nuevo Leon, CP 66100, Mexico	Name: Masamichi Mima Telephone: 555-136-3377 Email:	Trade			\$1,489,561.60
30	Kayaku Safety Systems De Ave. Ruben J. Villarreal S/N Ex. Hacienda San Isidro, Salinas Victoria Nuevo Leon, Mexico 65503	Name: Alex Orozco Telephone: 8158-0000 X475 Email:	Trade	*	1	\$1,392,726.64
31	Praxair Mexico S De R Biologo Masimino Mtz 3804; San Salvador Xochimanca PME960701GGo Mexico D.F. MX 02870	Name: Carlos Cazares Telephone: 866-635-3162 Email:	Trade	And the second s		\$1,132,128.85

Takata Americas

Name	

Case number (if known)

	ne of creditor and complete ling address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example; trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim  If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduct for value of collateral or setoff to calculate unsecured claim.
32	Robles, Delia represented by Contreras, Jose 19182 Lyle Ave Corona, CA 92881	Name: Delia Robles Telephone: 951-283-9337 Email:	Litigation - Personal Injury	C, U, D	Undetermin
33	Krasulja, Janiece 450 Seventh Avenue - 44th Floor New York, NY 10123	Name: Marc J. Rothenberg / The Rothenberg Law Firm Telephone: Email: 212-563-0100	Litigation - Personal Injury	C, U, D	Undetermi
34	Contreras, Jose; Martinez, Jessica and Daisy 1055 West 7th Street, 33rd Floor Penthouse Los Angeles, CA 90017	Name: Child & Marton LLP Telephone: 213-627-3113 Fax: 213-623-9237 (fax) Email:	Litigation - Personal Injury	C, U, D	Undetermin
35	Shinsho K'inac 26200 Town Center Dr #160 Novi, MI, 38655, US	Name: Yuki Yoshida Telephone: 248-305-9174 Fax: 248-305-9365 Email:	Trade		\$995,458
36	AFX Industries LLC 1411 Third Street, Suite G Port Huron, MI 48060	Name: Telephone: 810-966-4650 Fax: 810-987-8149 Email: mlowrie@afixindustries.com	Trade		\$857,251
37	3D Plastic, Inc. P.O. Box 72488 Cleveland, OH 44192-0002	Name: Linda Boles Telephone: 903-291-9333 Fax: 903-844-9338 Email:	Trade		\$833,151
38	J&S America 1820 E. University Drive, Auburn, AL 36830	Name: C/O Machen, McChesney & Chastain Telephone: 334-501-8900 Fax: 334-501-8905 Email:	Trade		\$790,789
39	Matsuju Mexicana Sa De CV Circuito San Roque Sur 323 C.P.36275 Parque Industrial Santa Fe Ampliacion Silao Guanajuato Mexico	Name: Shoji Kanbara Telephone: 472-748-9092 Email:	Trade		\$783,108
40	Extra Publicidad Y Servicios, S.A De C.V. Brasil 607 A Col. Guadalupe 25750- Monclova Monclova Coahuila De Zaragoza Mexico	Name: Gerardo Aguilar Telephone: 866-631-2269 Email:	Trade		\$773,227
41	Hy-GRO Chemicals Unit 203,204 2nd Floor; Sardar Patel Road, Secunderabaad, A.P. India	Name: Vivek Bishnoi Telephone: 00 91 4 27720233 Fax: 00 91 4 27848394 Email:	Trade		\$755,176
42	Hayakawa Electronics 10 Industrial Drive Oxford, MS, L7I 4x6, US	Name: Allison Bailey Telephone: 662-234-1410 Fax: 662-234-1429 Email:	Trade		\$704,557
43	Kalkaska Screw Products 775 Rabourn Road Kalkaska, MI, 48026, US	Name: Paul Stewart Telephone: 231-258-2560 Fax: 231-258-5215 Email:	Trade		\$670,452
44	Indiana Automotive 1300 West Anderson Boulevard Greenfield, IN, 48375, US	Name: Cleo Walker Telephone: 317-467-0100 X231 Fax: 317-467-0400 Email:	Trade		\$644,814

Takata Americas

Case number (if known)

Name

	ne of creditor and complete ling address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim  If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and dedu for value of collateral or setoff to calculate unsecured claim.	
45	STT USA Inc 28175 Haggerty Road Suite 159 Novi, MI 48377	Name: Atsuharu Uchida Telephone: 248-994-5733 Email:	Trade	i eu abruitssid		\$619,752.00
46	Gemini Plastics Inc. 4385 Garfield St Ubly, MI, 60673-7149, US	Name: Telephone: 989-658-8557 Fax: 989-658-8041 Email:	Trade			\$613,483.61
47	Global Tek (WUXI) CO LTD No 17-15 Change Jiang S RD; Wuxi Nat'l Hi-Tech Ind De; Wuxi Jiangsu, China 214028	Name: Daisie Chen Telephone: 801-391-7511 Email:	Trade			\$501,554.69
48	Gentherm Inc 21680 Haggarty Road Northville, MI 48167	Name: Elias Chidiac Telephone: 248-504-0500 Fax: 248-348-9734 Email: info@gentherm.com	Trade			\$482,928.89
49	Higuchi Manufacturing America LLC. 14901 Southton Road San Antonio, TX 78112	Name: Makoto Suzuki Telephone: 210-633-2877 Fax: 210-633-9228 Email:	Trade			\$474,346.25
50	Mitsubishi Chemical 2001 Hood Road Greer, SC, 45403, US	Name: Traci Mefford Telephone: 864-879-5269 or 864-879- 5613 Email:	Trade	er vor en en er av av de en er men en e	en alle punting project (C. N. n.) is vive a sum of the College and Belleville (C. S. N. n.) in the College and Co	\$469,684.75

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Fill in this information to identify the case ar	nd this filing:
Debtor Name <u>Takata Americas</u>	
United States Bankruptcy Court for the: District of Delawa	u <u>e</u>
Case number (If known):	
Official Form 202  Declaration Under Penalty of Perjury for No	on-Individual Debtors 12/15
and submit this form for the schedules of assets included in the document, and any amendments	f of a non-individual debtor, such as a corporation or partnership, must sign and liabilities, any other document that requires a declaration that is not of those documents. This form must state the individual's position or cument, and the date. Bankruptcy Rules 1008 and 9011.
WARNING Bankruptcy fraud is a serious cri property by fraud in connection with a bankrupt or both. 18 U.S.C. §§ 152, 1341, 1519, and 357	me. Making a false statement, concealing property, or obtaining money or toy case can result in fines up to \$500,000 or imprisonment for up to 20 years, 71.
Declaration and signature	
	uthorized agent of the corporation; a member or an authorized agent of the as a representative of the debtor in this case.
I have examined the information in the dot true and correct:	cuments checked below and I have a reasonable belief that the information is
☐ Schedule A/B: Assets–Real and Person	nal Property (Official Form 206A/B)
☐ Schedule D: Creditors Who Have Clai	ms Secured by Property (Official Form 206D)
☐ Schedule E/F: Creditors Who Have Ur	nsecured Claims (Official Form 206E/F)
☐ Schedule G: Executory Contracts and	Unexpired Leases (Official Form 206G)
☐ Schedule H: Codebtors (Official Form	206H)
☐ Summary of Assets and Liabilities for	Non-Individuals (Official Form 206Sum)
☐ Amended Schedule	
☑ Chapter 11 or Chapter 9 Cases: Consol Not Insiders (Official Form 204)	lidated List of Creditors Who Have the 50 Largest Unsecured Claims and Are
☐ Other documents that require a declara	ition:
I declare under penalty of perjury that the	foregoing is true and correct.
Executed on: <u>06/25/2017</u>	/s/ Ken Bowling
MM/DD/YYYY	Signature of individual signing on behalf of debtor
	Ken Bowling

Position or relationship to debtor

Printed name
Secretary

### UNITED STATES BANKRUPTCY COURT DISTRICT OF DELAWARE

	X
In re	: Chapter 11
TK HOLDINGS INC., et al.,	: Case No. 17( )
Debtors. <sup>1</sup>	: Joint Administration Requested :
	X

## CONSOLIDATED CORPORATE OWNERSHIP STATEMENT PURSUANT TO FED. R. BANKR. P. 1007(a)(1) AND 7007.1 AND LOCAL RULE 1007-1(a)

Pursuant to Rules 1007(a)(1) and 7007.1 of the Federal Rules of Bankruptcy Procedure and Rule 1007-1(a) of the Local Rules of Bankruptcy Practice and Procedure for the United States Bankruptcy Court for the District of Delaware, TK Holdings Inc. ("*TKH*") and its affiliated debtors in the above-captioned chapter 11 cases, as debtors and debtors in possession (collectively, the "*Debtors*"), respectfully represent:

1. The Debtors are each, directly or indirectly, wholly-owned subsidiaries of Takata Corporation ("TKJP"), a corporation organized under the laws of Japan and publicly traded on the Tokyo Stock Exchange under the trading name "7312T." To the best of the Debtors' knowledge and belief, based on third party information and publicly filed disclosures, no person or entity, directly owns 10% or more of TKJP's common stock other than TKJ Co., Ltd., which owns fifty-two and one-tenth percent (52.1%). One hundred percent (100%) of the ownership interests of TKJ Co., Ltd. is directly owned by Takata Sogyo Corporation. Attached hereto as Exhibit A is

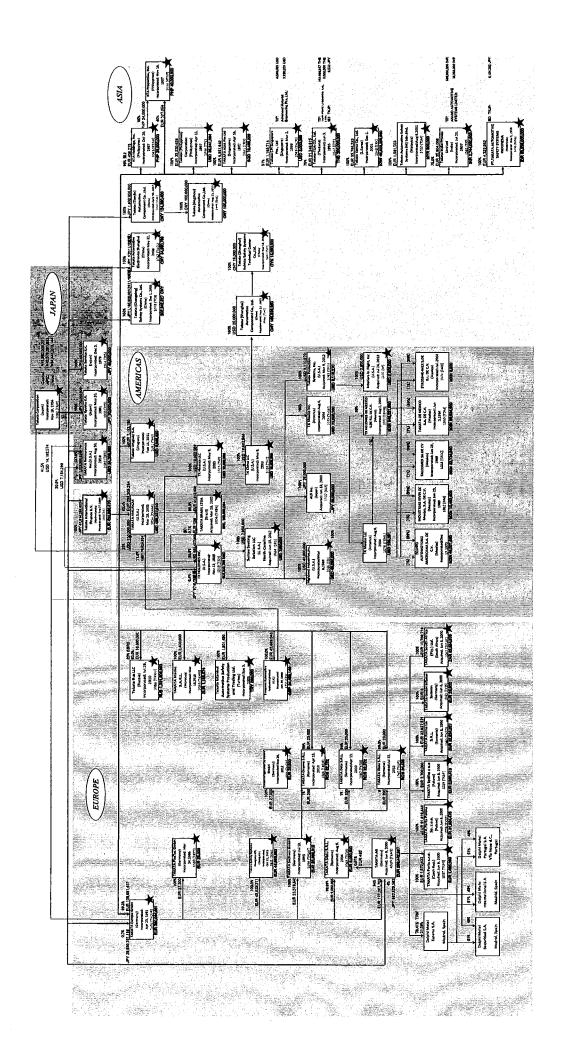
<sup>&</sup>lt;sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, as applicable, are: Takata Americas (9766); TK Finance, LLC (2753); TK China, LLC (1312); TK Holdings Inc. (3416); Takata Protection Systems Inc. (3881); Interiors in Flight Inc. (4046); TK Mexico Inc. (8331); TK Mexico LLC (9029); TK Holdings de Mexico, S. de R.L. de C.V. (N/A); Industrias Irvin de Mexico, S.A. de C.V. (N/A); Takata de Mexico, S.A. de C.V. (N/A); and Strosshe-Mex, S. de R.L. de C.V. (N/A). Except as otherwise set forth herein, the Debtors' international affiliates and subsidiaries are not debtors in these chapter 11 cases. The location of the Debtors' corporate headquarters is 2500 Takata Drive, Auburn Hills, Michigan 48326.

- an organizational chart reflecting all of the ownership interests of the Debtors and their nondebtor affiliates.
- 2. As set forth on **Exhibit A**, nineteen and two-tenths percent (19.2%) of the ownership interests of Takata Americas is directly owned by TKJP, sixty-eight and three-tenths percent (68.3%) is directly owned by Takata International Finance B.V. ("**TIF**"), a Besloten Vennootschap organized under the laws of the Netherlands, and the remaining twelve and one-half percent (12.5%) is directly owned by European Automotive Systems Limited ("**EASL**"), a limited liability company organized under the laws of the United Kingdom. Each of TIF and EASL is, directly or indirectly, wholly-owned by TKJP.
- 3. One hundred percent (100%) of the ownership interests of TK Finance, LLC ("TK Finance") is directly owned by Takata Americas.
- 4. One hundred percent (100%) of the ownership interests of TK China, LLC is directly owned by TK Finance and indirectly owned by Takata Americas.
- 5. Ninety-nine and six-tenths percent (99.6%) of the ownership interests of TKH is directly owned by Takata Americas and the remaining four-tenths percent (0.4%) is directly owned by TKJP.
- 6. One hundred percent (100%) of the ownership interests of Takata Protection Systems Inc. ("TPS") is directly owned by TKH and indirectly owned by Takata Americas.
- 7. One hundred percent (100%) of the ownership interests of Interiors in Flight Inc. is directly owned by TPS and indirectly owned by TKH and Takata Americas.
- 8. One hundred percent (100%) of the ownership interests of TK Mexico Inc. ("**TKMP**") is directly owned by TKH and indirectly owned by Takata Americas.
- 9. One hundred percent (100%) of the ownership interests of TK Mexico LLC ("**TKML**") is directly owned by TKMI and indirectly owned by TKH and Takata Americas.
- 10. Greater than ninety-nine and nine-tenths percent (99.9%) of the ownership interests of TKHoldings de Mexico, S. de R.L. de C.V. ("TK Holdings de Mexico") is directly owned by TKMI

- and the remaining less than one-tenth percent (0.1%) is directly owned by TKML. TK Holdings de Mexico is indirectly owned by TKH and Takata Americas.
- 11. Greater than ninety-nine and nine-tenths percent (99.9%) of the ownership interests of Industrias Irvin de Mexico, S.A. de C.V. ("Industrias Irvin") is directly owned by TK Holdings de Mexico and the remaining less than one-tenth percent (0.1%) is directly owned by TKML. Industrias Irvin is indirectly owned by TKMI, TKH, and Takata Americas.
- 12. Greater than ninety-nine and nine-tenths percent (99.9%) of the ownership interests of Takata de Mexico, S.A. de C.V. ("*TK DM*") is directly owned by TK Holdings de Mexico and the remaining less than one-tenth percent (0.1%) is directly owned by TKML. TK DM is indirectly owned by TKMI, TKH, and Takata Americas.
- 13. Greater than ninety-nine and nine-tenths percent (99.9%) of the ownership interests of Strosshe-Mex, S. de R.L. de C.V. ("SMX") is directly owned by TK Holdings de Mexico and the remaining less than one-tenth percent (0.1%) is directly owned by TKML. SMX is indirectly owned by TKMI, TKH, and Takata Americas.

#### Exhibit A

#### Corporate Organizational Chart



Fill in this information to identify the case and this filing:
Debtor Name <u>Takata Americas</u>
United States Bankruptcy Court for the: <u>District of Delaware</u>
Case number (If known):

#### Official Form 202

#### Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

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.

#### Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case. I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct: ☐ Schedule A/B: Assets–Real and Personal Property (Official Form 206A/B) ☐ Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D) ☐ Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F) ☐ Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G) ☐ Schedule H: Codebtors (Official Form 206H) ☐ Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum) ☐ Amended Schedule ☐ Chapter 11 or Chapter 9 Cases: Consolidated List of Creditors Who Have the 50 Largest Unsecured Claims and Are Not Insiders (Official Form 204) ☑ Other documents that require a declaration: Corporate Ownership Statement I declare under penalty of perjury that the foregoing is true and correct. Executed on: 06/25/2017 /s/ Ken Bowling MM/DD/YYYY Signature of individual signing on behalf of debtor Ken Bowling Printed name

Position or relationship to debtor

Secretary

#### LIST OF EQUITY SECURITY HOLDERS

(Takata Americas)

Name and Last Known Address of Equity Interest Holder	Kind/Class of Interest	Number of Interests Held
European Automotive Systems Limited  400 Capability Green	Common Partnership Interest	12.5%
Luton, Bedfordshire LU1 3AE, England		
Takata Corporation	Series A Preferred Partnership Interest	19.2%
Tokyo Front Terrace 2-3-14 Higashishinagawa, Shinagawa-ku, Tokyo 140-0002, Japan		
Takata International Finance B.V.	Common Partnership Interest	68.3%
Kerkstraat 339 B 1017 HV Amsterdam, Netherlands		

Fill in this information to identify the case and this filing:		
Debtor Name Takata Americas		
United States Bankruptcy Court for the: <u>District of Delaware</u>		
Case number (If known):		
Official Form 202  Declaration Under Penalty of Perjury for Non-Individual Debtors  12/15		
An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.		
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.		
Declaration and signature		
I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.		
I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:		
☐ Schedule A/B: Assets—Real and Personal Property (Official Form 206A/B)		
☐ Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)		
☐ Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)		
☐ Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)		
☐ Schedule H: Codebtors (Official Form 206H)		
☐ Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)		
☐ Amended Schedule		
☐ Chapter 11 or Chapter 9 Cases: Consolidated List of Creditors Who Have the 50 Largest Unsecured Claims and Are Not Insiders (Official Form 204)		
☑ Other documents that require a declaration: <u>List of Equity Security Holders</u>		
I declare under penalty of perjury that the foregoing is true and correct.		
Executed on: 06/25/2017  MM/DD/YYYY  Signature of individual signing on behalf of debtor		

Position or relationship to debtor

Ken Bowling
Printed name
Secretary

## Tab C

This is **Exhibit "C"** referred to in the affidavit of **SHARON KOUR** sworn before me this 28th day of June, 2017

A Commissioner for taking affidavits

Fill in this information to identify the case
United States Bankruptcy Court for the:
District of Delaware
Case number ( <i>If known</i> ): Chapter11

Official Form 201

			parate sheet to this form. On the top of ation, a separate document, <i>Instructio</i>			
1.	. Debtor's na	me	TK Finance, LLC			3
	All other name in the last 8 ye	es debtor used ears	TK Finance Corporation	A		TCV CO
	Include any assumed names, trade a					Z Z
	names				- 609 7	-3(-3) \ (
3.	Debtor's fed Identificatio	deral Employer n Number (EIN)	<u>20</u> – <u>0022753</u>		TRUE CO	U. S.
4.	Debtor's address	Principal place	of business		if different from Track	pal place of busines
		_2500	Takata Drive			
		Number	Street	Number	Street	
				P.O. Box	<del>-</del>	
		Auburn Hills	MI 48326			
		City	State ZIP Code	City	State	ZIP Code
		Oakland	<b>S</b>	Location of princ of business	ipal assets, if differen	t from principal plac
	•	County		Number	Street	
	÷					
				City	State	ZIP Code
5.	Debtor's we	bsite (URL)	www.takata.com/en/	and the second second second second to the second s	as and the second secon	
6.	6. Type of debtor		<ul> <li>☑ Corporation (including Limited Li.</li> <li>☐ Partnership (excluding LLP)</li> <li>☐ Other. Specify:</li> </ul>	ability Company (LLC) and Lin		p (LLP))

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

Page 1

Debtor	TK Finance, LLC					Case number (if k	nown)		
	Name								
		A. Ch	eck one:						
7.	Describe debtor's business		nalth Care Duri	none (se defined t	. 11 !! 0 0	· \$ 404/278\\			
				ness (as defined i l Estate (as define					
			-	red in 11 U.S.C. §		3.6. 8 101(315))	•		
			· •	lefined in 11 U.S.0		3A))			
			,	er (as defined in 1		***			
		☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))							
		⊠ No	one of the abov	e: Holding Compa	<u>any</u>				
		P. Marian		Below, 1778	Marine.				
		B. Ch	eck all that app	ly:					
			☐ Tax- entity (as described in 26 U.S.C. § 501)						
			<ul> <li>□ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)</li> <li>□ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))</li> </ul>						
				Pajaka <b>ana</b>					
						n System) 4-digit cod sociation-naics-code		ribes debtor. See	
		-		ris.gov/iour-digit-ii	iational-as	SOCIATION FILATOS-COUC	<u>s</u> .		
	Under which chanter of the		511 						
8.	Under which chapter of the Bankruptcy Code is the	Check one:							
	debtor filing?	□ CI	hapter 7						
		□ CI	hapter 9						
		☐ Chapter 11. Check all that apply:							
		<ul> <li>Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,566,050 (amount subject to adjustment on 4/01/19 and every 3 years after that).</li> </ul>							
						ss debtor as defined	in 11 U.S.C. § 1	01(51D). If the	
	}	debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. §							
				1116(1)(B). A plan is being file	d with this	netition			
						e solicited prepetition	from one or mo	re classes of	
						111 U.S.C. § 1126(b	=	- 4 400) with	
			LJ .	The debtor is requi	ired to file I Exchand	periodic reports (for e Commission accor	example, 10K ar ding to § 13 or 1	na 10Q) with 5(d) of the	
				Securities Exchar <i>Non-Individuals Fi</i>	nge Act of	1934. File the Attach ankruptcy under Cha	ment to Volunta	ry Petition for	
				with this form. The debtor is a sh	ell compa	ny as defined in the	Securities Excha	inge Act of	
				1934 Rule 12b-2.		•		,	
		□с	hapter 12						
9.	Were prior bankruptcy cases	⊠ N	0						
	filed by or against the debtor within the last 8 years?	□ Y	es District		When		Case number_	· · · · · · · · · · · · · · · · · · ·	
	If more than 2 cases, attach a					MM/ DD/ YYYY			
	separate list.		District		When		Case number		
					•	MM / DD/ YYYY			
10.	Are any bankruptcy cases	□ N					:		
	pending or being filed by a business partner or an	⊠ Y	es Debtor	See attached	Schedule	21	Relationship	See attached Schedule 1	
	affiliate of the debtor?		District	See attached	Schedule	1	When	06/25/2017	
	List all cases. If more than 1, attach a separate list.		Case n	umber, if known			-	MM / DD/ YYYY	

Debtor	TK Finance, LLC				Case number (if kr	nown)			
11.	. Why is the case filed in this district?	Check all that apply	r:						
							n this district for 180 days 30 days than in any other district.		
	1.			-			hip is pending in this district.		
	Does the debtor own or have	—							
	possession of any real		ow for each proper	ty that paada	immodiata attanti	an Attach	additional sheets if needed.		
	property or personal property that needs immediate			-					
	attention?	•	the property need		•	•	• • •		
		·	s or is alleged to po or safety.	ose a threat of	r imminent and ide	entinable na	izard to public		
			the hazard?						
			s to be physically s	ecured or pro	tected from the w	eather.			
		☐ It inclu- withou	des perishable goo t attention (for exar les-related assets o	ds or assets t	that could quickly k, seasonal goods	deteriorate			
		□ Other		· · · · · · · · · · · · · · · · · · ·					
		•							
		Where is th	e property?						
			N	lumber	Street				
				City		itate	ZIP Code		
		is the prop	erty insured?						
		• •	•	□ No					
	·		•	— ∵es. Insura	anno agonosi				
			ı		· —				
				Conta	act Name				
				Phone	e				
	Statistical and adminis	trative information	(on a consolida	ated basis)					
42	Dobás do cotico di con	Check one:		·	<u> </u>	-			
13.	available funds						-		
	2								
		J After any administr	ative expenses are	paid, no fund	s will be available	for distribu	ition to unsecured creditors.		
14	Estimated number of	] 1-49		1,000-5,00	in		25,001-50,000		
	creditors			•			50,001-100,000		
							More than 100,000		
				10,001-25	,000	لما	More man 100,000		
							******		
15.	Estimated assets	\$0-\$50,000		\$1,000.00	1-\$10 million		\$500,000,001-\$1 billion		
					01-\$50 million	⊠	\$1,000,000,001-\$10 billion		
	С				01-\$100 million		\$10,000,000,001-\$50 billion		
	С				001-\$500 million		More than \$50 billion		
16.	Estimated liabilities	\$0-\$50,000		\$1,000,00	1-\$10 million		\$500,000,001-\$1 billion		
	C	\$50,001-\$100,000		\$10,000,00	01-\$50 million		\$1,000,000,001-\$10 billion		
	C	\$100,001-\$500,000	<b>o</b> 🗆	\$50,000,00	01-\$100 million	$\boxtimes$	\$10,000,000,001-\$50 billion		
		\$500,001-\$1 million	n 🗆	\$100,000.0	001-\$500 million		More than \$50 billion		

TK Finance, LLC	 Case number (if kr
Name	

Request for Relief, Declaration, and Signature	Request for	Relief,	Declaration,	and	Signatur
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- **WARNING** Bankruptcy fraud is a serious crime. Making a false statement 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.
  - 17. Declaration and signature of authorized representative of debtor
- The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.
- I have been authorized to file this petition on behalf of the debtor.
- I have examined the information in this petition 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 <u>06/25/2017</u> MM / DD / YYYY

×	/s/ Ken Bowling	Ken Bowling	
	Signature of authorized representative of debtor	Printed name	
	Secretary		
	Title	<del></del>	

# 18. Signature of attorney

/s/ Mark D. Collins	Date06/25/2017
Signature of attorney for debtor	MM / DD / YYYY
Mark D. Collins	Ronit J. Berkovich
Printed Name	
Richards, Layton & Finger, P.A.	Weil, Gotshal & Manges LLP
Firm Name	
One Rodney Square, 920 North King Street	767 Fifth Avenue
Number Street	
Wilmington, DE 19801	New York, NY 10153
City/State/Zip	
(302) 651-7700	(212) 310-8000
Contact phone	
collins@rlf.com	ronit.berkovich@weil.com
Contact email address	
2981 DE	
Bar Number State	

# Schedule 1

# Pending Bankruptcy Cases Filed by the Debtor and Affiliates of the Debtor

On the date hereof, each of the affiliated entities listed below (including the debtor in this chapter 11 case) filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code in the United States Bankruptcy Court for the District of Delaware. The Debtors have filed a motion requesting that the chapter 11 cases of these entities be consolidated for procedural purposes only and jointly administered under the number assigned to the chapter 11 case of TK Holdings Inc.

COMPANY	CASE NUMBER
Takata Americas	17( )
TK Finance, LLC	17( )
TK China, LLC	17( )
TK Holdings Inc.	17( )
Takata Protection Systems Inc.	17( )
Interiors in Flight Inc.	17( )
TK Mexico Inc.	17( )
TK Mexico LLC	17( )
TK Holdings de Mexico, S. de R.L. de C.V.	17( )
Industrias Irvin de Mexico, S.A. de C.V.	17( )
Takata de Mexico, S.A. de C.V.	17( )
Strosshe-Mex, S. de R.L. de C.V.	17( )

# WRITTEN CONSENT OF THE SOLE MEMBER OF TK FINANCE, LLC

June 25, 2017

Effective as of this 25th day of June, 2017, the undersigned, being the sole member (the "Member") of TK Finance, LLC, a Delaware limited liability company (the "Company"), does hereby approve, authorize, consent to and adopt the following recitals and resolutions and the actions therein authorized (this "Consent") to have the same force and effect as if adopted at a meeting of the Member, duly called and held as of the date hereof:

# I. <u>Commencement of Chapter 11 Case</u>

NOW, THEREFORE, BE IT RESOLVED, that the Member has determined, after consultation with the management and the legal and financial advisors of the Company, that it is desirable and in the best interests of the Company, its shareholders, creditors, and other parties in interest that a petition be filed by the Company seeking relief under the provisions of chapter 11 of title 11 of the United States Code (the "Bankruptcy Code"); and be it further

RESOLVED, that any officer of the Company (each, an "Authorized Officer"), in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, to negotiate, execute, deliver, and file, in the name and on behalf of the Company, and under its corporate seal or otherwise, all plans, petitions, schedules, statements, motions, lists, applications, pleadings, papers, affidavits, declarations, orders and other documents (the "Chapter 11 Filings") in the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court") (with such changes therein and additions thereto as any such Authorized Officer may deem necessary, appropriate or advisable, the execution and delivery of any of the Chapter 11 Filings by any such Authorized Officer with any changes thereto to be conclusive evidence that any such Authorized Officer deemed such changes to meet such standard); and be it further

RESOLVED, that any Authorized Officer, in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, in the name and on behalf of the Company, to take and perform any and all further acts and deeds that such Authorized Officer deems necessary, appropriate, or desirable in connection with the Company's chapter 11 case (the "Chapter 11 Case") or the Chapter 11 Filings, including, without limitation, (i) the payment of fees, expenses and taxes such Authorized Officer deems necessary, appropriate, or desirable, and (ii) negotiating, executing, delivering, performing and filing any and all additional documents, schedules, statements, lists, papers, agreements, certificates and/or instruments (or any amendments or modifications thereto) in connection with, or in furtherance of, the Chapter 11 Case with a view to the successful prosecution of the Chapter 11 Case (such acts to be conclusive evidence that such Authorized Officer deemed the same to meet such standard); and be it further

# II. Retention of Advisors

**RESOLVED**, that, in connection with the Chapter 11 Case, any Authorized Officer, in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, in the name and on behalf of the Company, to employ and retain all assistance by legal counsel, accountants, financial advisors, investment bankers and other professionals, on behalf of the Company, which such Authorized Officer deems necessary, appropriate or advisable in connection with, or in furtherance of, the Chapter 11 Case, with a view to the successful prosecution of the Chapter 11 Case (such acts to be conclusive evidence that such Authorized Officer deemed the same to meet such standard); and be it further

**RESOLVED**, that the law firm of Weil, Gotshal & Manges LLP, located at 767 Fifth Avenue, New York, New York 10153, is hereby retained as counsel for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

**RESOLVED**, that the law firm of Richards, Layton & Finger, P.A., located at One Rodney Square, 920 North King Street, Wilmington, Delaware 19807, is hereby retained as local counsel for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

**RESOLVED**, that the firm of Lazard Frères & Co. LLC, located at 30 Rockefeller Plaza, New York, New York 10112, is hereby retained as investment banker for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

**RESOLVED**, that the firm of PricewaterhouseCoopers LLP, located at 300 Madison Avenue, New York, New York 10017, is hereby retained as financial advisor for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

**RESOLVED**, that the firm of Ernst & Young LLP, located at 5 Times Square, New York, New York 10036, is hereby retained as tax advisor for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

**RESOLVED**, that the firm of Prime Clerk LLC, located at 830 Third Avenue, 9th Floor, New York, New York 10022, is hereby retained as claims, noticing and solicitation agent and administrative advisor for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

RESOLVED, that any Authorized Officer, in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, in the name and on behalf of the Company, to take and perform any and all further acts and deeds, including, without limitation, (i) the payment of any consideration, (ii) the payment of fees, expenses and taxes such Authorized Officer deems necessary, appropriate, or desirable, and (iii) negotiating, executing, delivering, performing, and filing any and all documents, motions, pleadings, applications, declarations, affidavits, schedules, statements, lists, papers, agreements, certificates and/or instruments (or any amendments or modifications thereto) in connection with the engagement of professionals contemplated by the foregoing resolutions (such acts to be conclusive evidence that such Authorized Officer deemed the same to meet such standard); and be it further

# III. Accommodation Agreement

**RESOLVED**, that any Authorized Officer is hereby authorized, empowered, and directed, in the name and on behalf of the Company, to cause the Company to enter into, execute, deliver, certify, file or record, and perform, (i) that certain accommodation agreement (the "Accommodation Agreement"), substantially in the form presented to the Member, by and among the parties described therein, (ii) all provisions for adequate protection to be made by the Company and certain of its U.S. and Mexican direct and indirect subsidiaries, as set forth in the Accommodation Agreement, and (iii) such other documents, agreements, instruments and certificates as may be required by the Accommodation Agreement; and be it further

# IV. General Authorization and Ratification

RESOLVED, that any Authorized Officer, in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, in the name and on behalf of the Company, to take and perform any and all further acts or deeds, including, but not limited to, (i) the negotiation of such additional agreements, amendments, modifications, supplements, reports, documents, instruments, applications, notes or certificates not now known but which may be required, (ii) the execution, delivery and filing (if applicable) of any of the foregoing, and (iii) the payment of all fees, consent payments, taxes and other expenses as any such Authorized Officer, in his or her sole discretion, may approve or deem necessary, appropriate or desirable in order to carry out the intent and accomplish the purposes of the foregoing resolutions and the transactions contemplated thereby, all of such actions, executions, deliveries, filings and payments to be conclusive evidence of such approval or that such Authorized Officer deemed the same to meet such standard; and be it further

**RESOLVED**, that any and all past actions heretofore taken by any Authorized Officer, any director, or any member of the Company in the name and on behalf of the Company in furtherance of any or all of the preceding resolutions be, and the same hereby are, ratified, confirmed, and approved in all respects; and be it further

**RESOLVED**, that this Consent may be executed in any number of counterparts, and transmitted by facsimile or in portable document format (.pdf), each of which when executed shall have the same force and effect as an original, and all of which shall together constitute one and the same instrument.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned, being the sole member of the Company, hereby consents to the foregoing recitals and resolutions, effective as of the date first written above.

SOLE MEMBER:

TAKATA AMERICAS

Name: Youchiro Nomura Title: Attorney-In-Fact

Fill in this information to identify the case:	
Debtor Name TK Finance, LLC	
United States Bankruptcy Court for the: <u>District of Delaware</u>	 Check if this is an
Case number (if known):	amended filing

# Official Form 204

Chapter 11 or Chapter 9 Cases: Consolidated List of Creditors Who Have the 50 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 50 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 50 largest unsecured claims.

Nar	ne of creditor and complete	Name, telephone number, and	Nature of the claim	Indicate if	Amount of ur	secured claim		
mai	ling address, including zip code	email address of creditor contact	(for example, trade debts, bank loans, professional services, and government contracts)	claim is contingent, unliquidated, or disputed	unsecured cla secured, fill in	llateral or setoff t	m is partially nt and deduction	
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim	
Î	Honda 24000 Honda Parkway Marysville, OH 43040	Name: Tom Lake Telephone: Email: tom_lake@ham.honda.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined	
2	Toyota 6565 Headquarters Drive Plano, TX 75024	Name: Cortney Romans Telephone: Email: cortney.romans@toyota.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined	
3	FCA 800 Chrysler Drive, Aubum Hills MI 48321-8004 USA	Name: Sigmund Huber Telephone: Email: sig.huber@fcagroup.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined	
4	Mazda 3-1 Shinchi, Fuchu-cho, Aki-gun Hiroshima, Japan 730-8670	Name: Mr. Tetsuto Nakamura, General Manager, Purchasing Division Telephone: Email: nakamura.tet@mazda.co.jp	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined	
5	Nissan 39001 Sunrise Farmington Hills, MI 48331	Name: Don Parshall Telephone: Email: don.parshall@nissan-usa.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined	
6	BMW Knorrstrasse 147 München, Germany 80788	Name: Sven Hofmann Telephone: Email: sven.sh.hofmann@bniw.de	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined	
7	Ford Town Center Offices, 18900 Michigan Ave Dearborn MI 48126, USA	Name: Dennis Barrish Telephone: Email: dbarrish@ford.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined	

TK Finance, LLC

Name

Case number (if known)

	ie of creditor and complete ling address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	If the claim is f unsecured clai secured, fill in	secured claim ully unsecured, fi m amount. If clai total claim amour lateral or setoff to m.	n is partially it and deduction
8	GM/Saab 30001 Van Dyke Road, Mail Code: 480-210-855 Warren, MI 48090-9020	Name: Mark Fisher Telephone: Email: mark.w.fischer@gm.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
9	Mitsubishi I, Nakashinkiri, Hashime-cho, Okazaki, Aichi Pref., Japan	Name: Takashi Ito Telephone: Email: takashi.ito@mitsubishi- motors.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
10	Subaru 2235 Marlton Pike W Cherry Hill, NJ 08002, USA	Name: Terri Woodard Claybrook, Director-Associate General Counsel Telephone: Email: tclaybrook@subaru.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
11	Daimler/Mercedes Benz/Daimler Trucks HPC: G036, Schickardstr. 30, D- 71034 Böblingen, Germany	Name: Goetz Rachner Telephone: Email: goetz.rachner@daimler.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
12	Volkswagen/Audi Brieffach 1618, D-38436 Wolfsburg, Germany	Name: Dirk Taeger Telephone: Email: dirk.taeger@volkswagen.de	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
13	Tesla 3500 Deer Creek Road Palo Alto, CA 94304, USA	Name: Telephone: Email:	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
14	Forest River 55470 Country Road I Elkhart, IN 4614	Name: Telephone: Email:	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
15	Fisker 5515 East La Palma Anaheim, CA 92807 USA	Name: Telephone: Email:	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
16	Ferrari 250 Sylvan Ave Englewood Cliffs, NJ 07632, USA	Name: Telephone: Email:	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
17	Jaguar Land Rover First Floor Building 552-Q/8/3 Banbury Road Gaydon, UK CV35 0RR	Name: Antony Cunningham Telephone: Email: ACunning@jaguarlandrover.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
18	US Economic Loss MDL Class Action, Plaintiffs Steering Committee Podhurst Orseck, P.A., 25 W. Flagler St., Ste. 800	Name: Peter Prieto of Podhurst Orseck, P.A. as Chair Lead Counsel Telephone: 305-358-2800 Fax: 305-358-2382 Email:	Litigation - Economic Loss	C, U, D	The state of the s		Undetermined
19	Miami, FL 33130  Canada Economic Loss Class Action Plaintiffs 1561 Ouellette Avenue Windsor, Ontario, N8X 1K5	Name: Sutts, Strosberg LLP Telephone: 519-258-9333 Fax: 866-316-5311 Email:	Litigation - Economic Loss	C, U, D		- are commonwealth and	Undetermined

TK Finance, LLC

\_\_\_

Case number (if known)

Name

Name of creditor and complete mailing address, including zip code				Indicate if	Amount of unsecured claim		
		contact	(for example, trade debts, bank loans, professional services, and	contingent, unliquidated, or disputed	If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction		
			government contracts)		for value of collateral or setoff to unsecured claim.	calculate	
20	State of Hawaii, by its Office of Consumer Protection Cronin, Fried, Sekiya, Kekina & Fairbanks 600 Davies Pacific Center 841 Bishop Street Honolulu, Hawaii 96813	Name: L. Richard Fried, Jr. Patrick F. McTernan Telephone: 808-524-1433 Email:	Litigation	C, U, D		Undetermined	
21	U.S. Virgin Islands, by its Attorney General on behalf of the Department of Licensing and Consumer Affairs Motley Rice LLC 401 9th St. NW, Suite 1001 Washington, DC 20004	Name: Linda Singer Telephone: 202-386-9626 ext. 5626 Fax: 202-386-9622 Email:	Litigation	C, U, D		Undetermined	
22	State of New Mexico, by its Attorney General Dicello, Levitt & Casey Ten North Dearborn Street, 11th Floor Chicago, Illinois 60602	Name: Adam J. Levitt Telephone: 312-214-7900 Email:	Litigation	C, U, Đ		Undetermined	
23	National Highway Traffic Safety Administration 1200 New Jersey Avenue, SE, West Building Washington, DC 20590	Name: Telephone: Email:	Fines & Penalties	A harmonic and a second		\$180,000,000.00	
24	Daicel Safety Systems 720 Old Liberty Church Road Beaver Dam, KY 42320	Name: Stacey Veteto Telephone: 270-274-2600 Email:	Trade			\$11,371,896.48	
25	XPO Logistics Worldwide 560 Mission Street, Suite 2950 San Francisco, CA 94105-2992	Name: Eric Rudkin Telephone: 503-450-5806 Email:	Trade	U		\$5,000,000.00	
26	Special Devices, Inc. 3431 N. Reseda Circle Mesa, AZ, 44060, US	Name: Abel Tejada Telephone: 480-832-0774 Email:	Trade	man man mandrida mandrina pro est		\$3,973,346.78	
27	ARC Automotive 1357 Veterans Way Morgantown, KY 42261	Name: Bob Knight Telephone: 734-340-4980 Email:	Trade	gygydd yr hafur y Chwyr y y Chwyr y y gyng y gyflyddig y diffyr hafu y y Chwyr y y y gyllyddig y diffyr hafu y		\$2,058,845.29	
28	O&S California, Inc. 9731 Siempre Viva Road, Suite E San Diego, CA 92154	Name: Bianca Gonzalez Telephone: 619-661-1800 Fax: 619 661-1900 Email:	Trade			\$1,761,915.09	
29	Pegasus Auto Parts Arco Vial 3.8 Numero 3810, Santa Catarina Nuevo Leon, CP 66100, Mexico	Name: Masamichi Mima Telephone: 555-136-3377 Email:	Trade	1		\$1,489,561.60	
30	Kayaku Safety Systems De Ave. Ruben J. Villarreal S/N Ex. Hacienda San Isidro, Salinas Victoria Nuevo Leon, Mexico 65503	Name: Alex Orozco Telephone: 8158-0000 X475 Email:	Trade			\$1,392,726.64	
31	Praxair Mexico S De R Biologo Masimino Mtz 3804; San Salvador Xochimanca PME960701GGo Mexico D.F. MX 02870	Name: Carlos Cazares Telephone: 866-635-3162 Email:	Trade			\$1,132,128.85	

TK Finance, LLC

Name

Case number (if known)

Amount of unsecured claim Name, telephone number, and Nature of the claim Indicate if Name of creditor and complete mailing address, including zip code email address of creditor (for example, trade claim is debts, bank loans, contingent, If the claim is fully unsecured, fill in only contact professional unliquidated, unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction or disputed services, and for value of collateral or setoff to calculate government unsecured claim. contracts) The Constitution of the Undetermined Robles, Delia represented by C, U, D Name: Delia Robles Litigation - Personal Contreras, Jose Telephone: 951-283-9337 Injury 19182 Lyle Ave Corona, CA 92881 Undetermined Krasulja, Janiece Name: Marc J. Rothenberg / The Litigation - Personal C, U, D 450 Seventh Avenue - 44th Floor Rothenberg Law Firm Injury New York, NY 10123 Telephone: Email: 212-563-0100 Undetermined 34 Contreras, Jose; Martinez, Jessica Name: Child & Marton LLP Litigation - Personal C, U, D and Daisy Telephone: 213-627-3113 Injury 1055 West 7th Street, 33rd Floor Fax: 213-623-9237 (fax) Penthouse Los Angeles, CA 90017 35 Shinsho K'mac Name: Yuki Yoshida Trade \$995,458.03 Telephone: 248-305-9174 26200 Town Center Dr #160 Novi, MI, 38655, US Fax: 248-305-9365 Email: \$857,251.77 36 AFX Industries LLC Trade Name: Telephone: 810-966-4650 1411 Third Street, Suite G Port Huron, MI 48060 Fax: 810-987-8149 Email: mlowrie@afixindustries.com \$833,151.93 37 3D Plastic, Inc. Name: Linda Boles Trade Telephone: 903-291-9333 P.O. Box 72488 Cleveland, OH 44192-0002 Fax: 903-844-9338 Email: \$790,789,68 38 J&S America Name: C/O Machen, McChesney & Trade 1820 E. University Drive, Auburn, Chastain Telephone: 334-501-8900 AL 36830 Fax: 334-501-8905 Email: \$783,108.87 Matsuju Mexicana Sa De CV Name: Shoji Kanbara Trade Circuito San Roque Sur 323 Telephone: 472-748-9092 C.P.36275 Parque Industrial Santa Fe Email: Ampliacion Silao Guanajuato Mexico Extra Publicidad Y Servicios, S.A De \$773,227.30 40 Name: Gerardo Aguilar Trade Telephone: 866-631-2269 Brasil 607 A Col. Guadalupe 25750-Monclova Monclova Coahuila De Zaragoza Mexico \$755,176.02 Hy-GRO Chemicals Name: Vivek Bishnoi Trade Unit 203,204 2nd Floor; Sardar Patel Telephone: 00 91 4 27720233 Road, Secunderabaad, A.P. India Fax: 00 91 4 27848394 Email: \$704,557.30 42 Hayakawa Electronics Name: Allison Bailey Trade Telephone: 662-234-1410 Fax: 662-234-1429 10 Industrial Drive Oxford, MS, L7l 4x6, US Email: \$670,452.50 Trade 43 Kalkaska Screw Products Name: Paul Stewart Telephone: 231-258-2560 775 Rabourn Road Fax: 231-258-5215 Email: Kalkaska, MI, 48026, US Name; Cleo Walker Trade \$644,814.81 44 Indiana Automotive Telephone: 317-467-0100 X231 1300 West Anderson Boulevard Fax: 317-467-0400 Greenfield, IN, 48375, US Email:

\$501,554.69

Debtor

TK Finance, LLC

Titt intanoc, EL

Global Tek (WUXI) CO LTD

Name: Daisie Chen

Case number (if known)

Name Amount of unsecured claim Nature of the claim Indicate if Name of creditor and complete Name, telephone number, and mailing address, including zip code email address of creditor (for example, trade claim is: If the claim is fully unsecured, fill in only contingent, debts, bank loans, contact professional unliquidated, unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction or disputed services, and for value of collateral or setoff to calculate government unsecured claim. contracts) \$619,752.00 STT USA Inc Name: Atsuharu Uchida Trade 28175 Haggerty Road Suite 159 Novi, MI 48377 Telephone: 248-994-5733 Email: \$613,483.61 Gemini Plastics Inc. Trade 46 Name: 4385 Garfield St Telephone: 989-658-8557 Ubly, MI, 60673-7149, US Fax: 989-658-8041 Email:

Trade

Fill in this information to identify the case and this filing:
Debtor Name TK Finance, LLC
United States Bankruptcy Court for the: <u>District of Delaware</u>
Case number (If known):

#### Official Form 202

#### Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

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.

#### Declaration and signature

	athorized agent of the corporation; a member or an authorized agent of the as a representative of the debtor in this case.
I have examined the information in the doctrue and correct:	cuments checked below and I have a reasonable belief that the information is
☐ Schedule A/B: Assets-Real and Person	al Property (Official Form 206A/B)
☐ Schedule D: Creditors Who Have Clair	ns Secured by Property (Official Form 206D)
☐ Schedule E/F: Creditors Who Have Un	secured Claims (Official Form 206E/F)
☐ Schedule G: Executory Contracts and U	Unexpired Leases (Official Form 206G)
☐ Schedule H: Codebtors (Official Form	206Н)
☐ Summary of Assets and Liabilities for	Non-Individuals (Official Form 206Sum)
☐ Amended Schedule	
☑ Chapter 11 or Chapter 9 Cases: Consol Not Insiders (Official Form 204)	idated List of Creditors Who Have the 50 Largest Unsecured Claims and Are
☐ Other documents that require a declara	tion:
I declare under penalty of perjury that the	foregoing is true and correct.
Executed on: 06/25/2017 MM/DD/YYYY	/s/ Ken Bowling Signature of individual signing on behalf of debtor  Ken Bowling Printed name
	Secretary P. Marian Line Laboratory
	Position or relationship to debtor

# UNITED STATES BANKRUPTCY COURT DISTRICT OF DELAWARE

	X	
	:	
In re:	:	Chapter 11
	:	
TK HOLDINGS INC., et al.,	:	Case No. 17( )
	:	
	:	
Debtors. <sup>1</sup>	:	Joint Administration Requested
	:	
	x	·

# CONSOLIDATED CORPORATE OWNERSHIP STATEMENT PURSUANT TO FED. R. BANKR. P. 1007(a)(1) AND 7007.1 AND LOCAL RULE 1007-1(a)

Pursuant to Rules 1007(a)(1) and 7007.1 of the Federal Rules of Bankruptcy Procedure and Rule 1007-1(a) of the Local Rules of Bankruptcy Practice and Procedure for the United States Bankruptcy Court for the District of Delaware, TK Holdings Inc. ("*TKH*") and certain of its subsidiaries and affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the "*Debtors*"), respectfully represent:

1. The Debtors are each, directly or indirectly, wholly-owned subsidiaries of Takata Corporation ("*TKJP*"), a corporation organized under the laws of Japan and publicly traded on the Tokyo Stock Exchange under the trading name "7312T." To the best of the Debtors' knowledge and belief, based on third party information and publicly filed disclosures, no person or entity, directly owns 10% or more of TKJP's common stock other than TKJ Co., Ltd., which owns fifty-two and one-tenth percent (52.1%). One hundred percent (100%) of the ownership interests of TKJ Co., Ltd., is directly owned by Takata Sogyo Corporation. Attached hereto as **Exhibit A** is

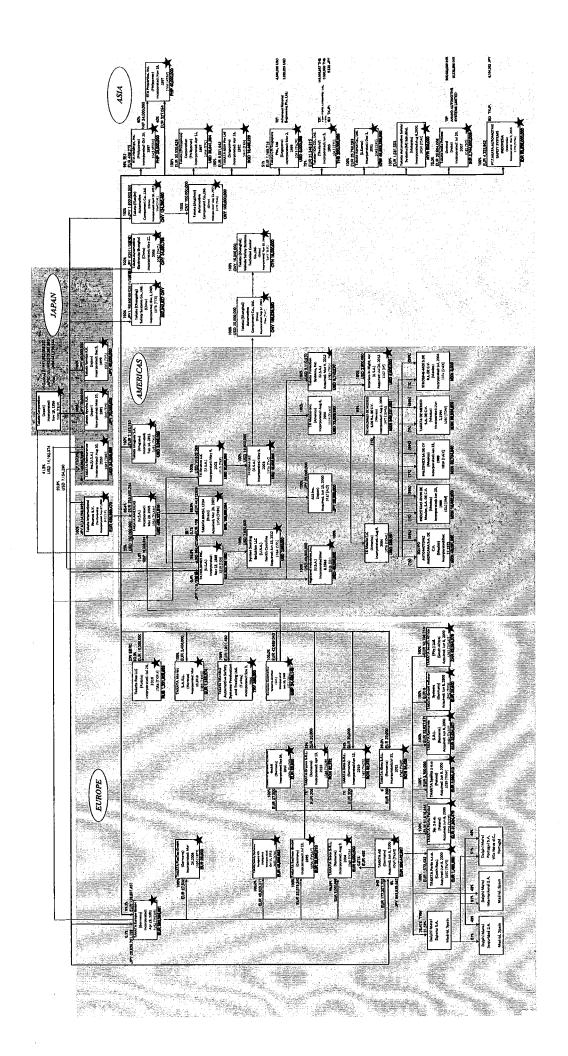
<sup>&</sup>lt;sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, as applicable, are: Takata Americas (9766); TK Finance, LLC (2753); TK China, LLC (1312); TK Holdings Inc. (3416); Takata Protection Systems Inc. (3881); Interiors in Flight Inc. (4046); TK Mexico Inc. (8331); TK Mexico LLC (9029); TK Holdings de Mexico, S. de R.L. de C.V. (N/A); Industrias Irvin de Mexico, S.A. de C.V. (N/A); Takata de Mexico, S.A. de C.V. (N/A); and Strosshe-Mex, S. de R.L. de C.V. (N/A). Except as otherwise set forth herein, the Debtors' international affiliates and subsidiaries are not debtors in these chapter 11 cases. The location of the Debtors' corporate headquarters is 2500 Takata Drive, Auburn Hills, Michigan 48326.

- an organizational chart reflecting all of the ownership interests of the Debtors and their nondebtor affiliates.
- 2. As set forth on **Exhibit A**, nineteen and two-tenths percent (19.2%) of the ownership interests of Takata Americas is directly owned by TKJP, sixty-eight and three-tenths percent (68.3%) is directly owned by Takata International Finance B.V. ("**TIF**"), a Besloten Vennootschap organized under the laws of the Netherlands, and the remaining twelve and one-half percent (12.5%) is directly owned by European Automotive Systems Limited ("**EASL**"), a limited liability company organized under the laws of the United Kingdom. Each of TIF and EASL is, directly or indirectly, wholly-owned by TKJP.
- 3. One hundred percent (100%) of the ownership interests of TK Finance, LLC ("TK Finance") is directly owned by Takata Americas.
- 4. One hundred percent (100%) of the ownership interests of TK China, LLC is directly owned by TK Finance and indirectly owned by Takata Americas.
- 5. Ninety-nine and six-tenths percent (99.6%) of the ownership interests of TKH is directly owned by Takata Americas and the remaining four-tenths percent (0.4%) is directly owned by TKJP.
- 6. One hundred percent (100%) of the ownership interests of Takata Protection Systems Inc. ("TPS") is directly owned by TKH and indirectly owned by Takata Americas.
- 7. One hundred percent (100%) of the ownership interests of Interiors in Flight Inc. is directly owned by TPS and indirectly owned by TKH and Takata Americas.
- 8. One hundred percent (100%) of the ownership interests of TK Mexico Inc. ("*TKMP*") is directly owned by TKH and indirectly owned by Takata Americas.
- 9. One hundred percent (100%) of the ownership interests of TK Mexico LLC ("**TKML**") is directly owned by TKMI and indirectly owned by TKH and Takata Americas.
- 10. Greater than ninety-nine and nine-tenths percent (99.9%) of the ownership interests of TK Holdings de Mexico, S. de R.L. de C.V. ("TK Holdings de Mexico") is directly owned by TKMI

- and the remaining less than one-tenth percent (0.1%) is directly owned by TKML. TK Holdings de Mexico is indirectly owned by TKH and Takata Americas.
- 11. Greater than ninety-nine and nine-tenths percent (99.9%) of the ownership interests of Industrias Irvin de Mexico, S.A. de C.V. ("Industrias Irvin") is directly owned by TK Holdings de Mexico and the remaining less than one-tenth percent (0.1%) is directly owned by TKML. Industrias Irvin is indirectly owned by TKMI, TKH, and Takata Americas.
- 12. Greater than ninety-nine and nine-tenths percent (99.9%) of the ownership interests of Takata de Mexico, S.A. de C.V. ("**TK DM**") is directly owned by TK Holdings de Mexico and the remaining less than one-tenth percent (0.1%) is directly owned by TKML. TK DM is indirectly owned by TKMI, TKH, and Takata Americas.
- 13. Greater than ninety-nine and nine-tenths percent (99.9%) of the ownership interests of Strosshe-Mex, S. de R.L. de C.V. ("SMX") is directly owned by TK Holdings de Mexico and the remaining less than one-tenth percent (0.1%) is directly owned by TKML. SMX is indirectly owned by TKMI, TKH, and Takata Americas.

# Exhibit A

Corporate Organizational Chart



Fill in this information to identify the case and this filing:
Debtor Name TK Finance, LLC
United States Bankruptcy Court for the: District of Delaware
Case number (If known):
0.000
Official Form 202  Declaration Under Penalty of Perjury for Non-Individual Debtors  12/15
An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.  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.
Declaration and signature
I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.
I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:
☐ Schedule A/B: Assets—Real and Personal Property (Official Form 206A/B)
☐ Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)
☐ Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)
☐ Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)
☐ Schedule H: Codebtors (Official Form 206H)
☐ Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)
☐ Amended Schedule
☐ Chapter 11 or Chapter 9 Cases: Consolidated List of Creditors Who Have the 50 Largest Unsecured Claims and Are Not Insiders (Official Form 204)
☑ Other documents that require a declaration: Corporate Ownership Statement
I declare under penalty of perjury that the foregoing is true and correct.
Executed on: 06/25/2017  MM/DD/YYYY   x /s/ Ken Bowling Signature of individual signing on behalf of debtor  Ken Bowling Printed name
Secretary

**List of Equity Security Holders** 

Position or relationship to debtor

# LIST OF EQUITY SECURITY HOLDERS

(TK Finance, LLC)

Name and Last Known Address of Equity Interest Holder	Kind/Class of Interest	Number of Interests Held
Takata Americas	Membership	
2500 Takata Drive Auburn Hills, Michigan 48326	Interests	100%

Fill in this information to identify the case an	d this filing:	
Debtor Name TK Finance, LLC		
United States Bankruptcy Court for the: District of Delawar	<u>re</u>	
Case number (If known):		
Official Form 202  Declaration Under Penalty of Perjury for Nor	on-Individual Debtors 12/	/15
and submit this form for the schedules of assets included in the document, and any amendments	f of a non-individual debtor, such as a corporation or partnership, must sign and liabilities, any other document that requires a declaration that is not of those documents. This form must state the individual's position or cument, and the date. Bankruptcy Rules 1008 and 9011.	
WARNING Bankruptcy fraud is a serious crit property by fraud in connection with a bankrupt or both. 18 U.S.C. §§ 152, 1341, 1519, and 357	me. Making a false statement, concealing property, or obtaining money or toy case can result in fines up to \$500,000 or imprisonment for up to 20 year 71.	rs,
Declaration and signature		
	uthorized agent of the corporation; a member or an authorized agent of the as a representative of the debtor in this case.	
I have examined the information in the doctrue and correct:	cuments checked below and I have a reasonable belief that the information i	is
☐ Schedule A/B: Assets–Real and Person	nal Property (Official Form 206A/B)	
☐ Schedule D: Creditors Who Have Clair	ms Secured by Property (Official Form 206D)	
☐ Schedule E/F: Creditors Who Have Un	nsecured Claims (Official Form 206E/F)	
☐ Schedule G: Executory Contracts and U	Unexpired Leases (Official Form 206G)	
☐ Schedule H: Codebtors (Official Form	206H)	
☐ Summary of Assets and Liabilities for	Non-Individuals (Official Form 206Sum)	
☐ Amended Schedule		
☐ Chapter 11 or Chapter 9 Cases: Consol Not Insiders (Official Form 204)	lidated List of Creditors Who Have the 50 Largest Unsecured Claims and A	.re
☑ Other documents that require a declarate	tion: List of Equity Security Holders	
I declare under penalty of perjury that the	foregoing is true and correct.	
Executed on: 06/25/2017 MM/DD/YYYY	/s/ Ken Bowling Signature of individual signing on behalf of debtor Ken Bowling	
	Printed name	

Position or relationship to debtor

Secretary

# Tab D

This is Exhibit "D" referred to in the affidavit of SHARON KOUR sworn before me this 28th day of June, 2017

A Commissioner for taking affidavits

Fill in this information to identify the case		
United States Bankruptcy Court for the:		
District of Delaware		
Case number (If known):	Chapter	11

☐ Check if this is an amended filing

# Official Form 201

					ny additional pages, write for Bankruptcy Forms for		
1.	. Debtor's na	me	TK Chin		· · · · · · · · · · · · · · · · · · ·		E/
	All other name in the last 8 years	es debtor used ears	TK China I		7 may 10, 110 y y y y y y y y y y y y y y y y y y	The second of th	CY COU
	Include any assu names, and <i>doing</i> names	med names, trade g business as		· · · · · · · · · · · · · · · · · · ·		1	W. W.
3.		leral Employer n Number (EIN)	20 - 002	<u>1312</u>		0 0 1	S S
1.	. Debtor's address	Principal place	of business		Mailing address, i	if different from rin	opal place of busines
		2500 Number	Takata Drive Street	·	Number	Street	
					P.O. Box	· .	
		Auburn Hills City	MI State	48326 ZIP Code	City	State	ZIP Code
		Oakland			Location of princ of business	ipal assets, if differe	ent from principal plac
		County			Number	Street	
	· • • • • • • • • • • • • • • • • • • •	en anticologia de la companya de la	المنافظة المستراد المسترد المسترد المستراد المسترد المسترد المستراد المستراد المستراد المستراد المسترا	. No. and the little decision of the latter	City	State	ZIP Code
	. Debtor's we	bsite (URL)	_www.taka	ata.com/en/			
· ·	••	tor		rship (excluding LLP)	vility Company (LLC) and Lim	nited Liability Partners	ship (LLP))

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

Page 1

Debto	r TK China, LLC				_	Case number (if I	(nown)	
	Name				<del></del>			
	· · · · · · · · · · · · · · · · · · ·							
7.	Describe debtor's business	A. Che	eck one:					
٠.	Describe debtor a business	□ He	alth Care Bus	siness (as defined in	11 U.S.C	. § 101(27A))		
				al Estate (as defined				
			-	ined in 11 U.S.C. § 1				
		□ Sto	ockbroker (as	defined in 11 U.S.C	§ 101(53	3A))		
		□ Co	mmodity Brok	ker (as defined in 11	U.S.C. §	101(6))		
		□ Cle	aring Bank (a	as defined in 11 U.S.	C. § 781(	(3))		
		⊠ No	ne of the abo	ve: Holding Compar	אַר			
		B. Che	eck all that ap	ply:				
				lescribed in 26 U.S.C	8 501)			
			• •			pooled investment	ehicle (as define	ed in 15 U.S.C. § 80a-3)
				sor (as defined in 15		•	(4.0 4.0	a mile crosses green cy
	·	C. NA	ICS (North Ar	merican Industry Cla	ssification	Svstem) 4-digit cod	le that best desc	ribes debtor. See
			•	urts.gov/four-digit-na				
		55	11					
8.	Under which chapter of the	Check	one:					
	Bankruptcy Code is the							
	debtor filing?		apter 7			,		
	-	□ Ch	apter 9					
		⊠ Ch	apter 11. Che	eck all that apply:				
				Debtor's aggregate				
				insiders or affiliates on 4/01/19 and eve		than \$2,566,050 (ar	nount subject to	adjustment
				The debtor is a sma		•	in 11 U.S.C. 8 10	01(51D). If the
			_			btor, attach the mos	-	•
				statement of opera	tions, cas	sh-flow statement, ar	nd federal income	e tax return or
				1116(1)(B).	nents do	not exist, follow the	procedure in 11	U.S.C. §
				A plan is being filed	with this	petition.		
				Acceptances of the			from one or mo	re classes of
				creditors, in accord	ance with	i 11 U.S.C. § 1126(b	).	
				The debtor is requir				
					-	e Commission accord 1934. File the <i>Attach</i>	• •	, ,
						nkruptcy under Cha		
				with this form.	•			
				The debtor is a she	ll compar	ny as defined in the	Securities Excha	nge Act of
			napter 12	1934 Rule 12b-2.				
			iapiei 12					
9.	Were prior bankruptcy cases	⊠ No	, )					
•	filed by or against the debtor							
	within the last 8 years?	□ Ye	s District		When		Case number_	<u> </u>
	If more than 2 cases, attach a					MM/ DD/ YYYY		
	ii iiiore titari 2 cases, attacii a		District	t	When \		Case number	
	separate list.				-			
						MM / DD/ VVVV		
						MM / DD/ YYYY		
10.	separate list.  Are any bankruptcy cases	□ No				MM / DD/ YYYY		
10.	Are any bankruptcy cases pending or being filed by a		· · · · · · · · · · · · · · · · · · ·	See attached	Schedule		Relationshin	See attached Schedule 1
10.	Are any bankruptcy cases pending or being filed by a business partner or an	□ No ⊠ Ye	o es Debtor			1		
10.	Are any bankruptcy cases pending or being filed by a		· · · · · · · · · · · · · · · · · · ·				Relationship When	See attached Schedule 1 06/25/2017 MM / DD/ YYYY

ebtor	TK China, LLC Name				<del></del>	Case number (if	known)	
11.	Why is the case filed in this district?	Ch	neck all that apply:					
		×	Debtor has had its domicile	princi	inal place o	of business, or prin	cipal assets i	n this district for 180 days
		_	immediately preceding the	date of	f this petitic	on or for a longer p	art of such 18	30 days than in any other distric
		⊠	A bankruptcy case concerni	ing det	btor's affilia	ate, general partne	r, or partners	hip is pending in this district.
	Does the debtor own or have	⊠	No					
	possession of any real property or personal property	_	Yes. Answer below for each p	propert	ty that need	ds immediate atter	ntion. Attach	additional sheets if needed.
	that needs immediate	,	Why does the property		-			
	attention?		☐ It poses or is alleged	d to po	se a threa	t of imminent and i	dentifiable ha	zard to public
			health or safety.	,				
			What is the hazard?  ☐ It needs to be physically a second control of the control		ecured or a	nrotected from the	weather	
			☐ It includes perishab	-	-	='		or lose value
			without attention (fo securities-related as	r exan	nple, livest	tock, seasonal god		
			□ Other		<del></del>			
		•	Where is the property?					
				N	lumber	Street		<del></del>
				_		<del></del> .		
			la tha muanashi imayonsh		City		State	ZIP Code
			is the property insured		□ No			
						surance agency		
	'			_		ontact Name		
						none	<u> </u>	<u> </u>
					FI	ione -		
	Statistical and admini	strati	ve information (on a con	solida	ated bas	is)		
						· · · · · · · · · · · · · · · · · · ·		
13.	Debtor's estimation of	Check	one:					
	available funds	⊠ F	unds will be available for distri	ibution	to unsecu	red creditors.		
		□ A	fter any administrative expens	es are	paid, no f	unds will be availa	ble for distrib	ution to unsecured creditors.
14.	Estimated number of	□ 1	-49		1,000-5	5,000		25,001-50,000
	creditors		0-99				_ ⊠	50,001-100,000
			00-199		•	-25,000		More than 100,000
		□ 2	00-999					
15	Estimated assets	□ \$	0-\$50,000		\$1.000	.001-\$10 million		\$500,000,001-\$1 billion
			50,001-\$100,000			0,001-\$50 million	⊠	\$1,000,000,001-\$10 billion
			100,001-\$500,000			0,001-\$100 million		\$10,000,000,001-\$50 billion
			500,001-\$1 million			00,001-\$500 millio	_	More than \$50 billion
16.	Estimated liabilities		0-\$50,000		\$1.000	,001-\$10 million		\$500,000,001-\$1 billion
			50,001-\$100,000			0,001-\$50 million		\$1,000,000,001-\$10 billion
			100,001-\$500,000		•	0,001-\$100 million	×	\$10,000,000,001-\$50 billion
		□ \$	500,001-\$1 million		\$100.0	00,001-\$500 millio	n 🗆	More than \$50 billion

TK China, LLC	 Case number (if known)	<u> </u>
Mama		

Doguest	£~~	Police	Declaration	and	Signature
Request	tor	Kellet	peciaration	, and	oignature

×

- **WARNING** Bankruptcy fraud is a serious crime. Making a false statement 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.
  - 17. Declaration and signature of authorized representative of debtor
- The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.
- I have been authorized to file this petition on behalf of the debtor.
- I have examined the information in this petition 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.

×	/s/ Ken Bowling	Ken Bowling	
	Signature of authorized representative of debtor	Printed name	
	Secretary		
	Title	<del></del>	

18. Signature of attorney

/s/ Mark D. Collins	Date 06/25/2017	
Signature of attorney for debtor	MM / DD / YYYY	
Mark D. Collins	Ronit J. Berkovich	
Printed Name		
Richards, Layton & Finger, P.A.	Weil, Gotshal & Manges LLP	
Firm Name		
One Rodney Square, 920 North King Street	767 Fifth Avenue	
Number Street		
Wilmington, DE 19801	New York, NY 10153	
City/State/Zip		
(302) 651-7700	(212) 310-8000	
Contact phone		
collins@rlf.com	ronit.berkovich@weil.com	
Contact email address		
2981 DE		
Bar Number State		

# Schedule 1

# Pending Bankruptcy Cases Filed by the Debtor and Affiliates of the Debtor

On the date hereof, each of the affiliated entities listed below (including the debtor in this chapter 11 case) filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code in the United States Bankruptcy Court for the District of Delaware. The Debtors have filed a motion requesting that the chapter 11 cases of these entities be consolidated for procedural purposes only and jointly administered under the number assigned to the chapter 11 case of TK Holdings Inc.

COMPANY	CASE NUMBER
Takata Americas	17( )
TK Finance, LLC	17( )
TK China, LLC	17( )
TK Holdings Inc.	17( )
Takata Protection Systems Inc.	17( )
Interiors in Flight Inc.	17( )
TK Mexico Inc.	17( )
TK Mexico LLC	17( )
TK Holdings de Mexico, S. de R.L. de C.V.	17( )
Industrias Irvin de Mexico, S.A. de C.V.	17( )
Takata de Mexico, S.A. de C.V.	17( )
Strosshe-Mex, S. de R.L. de C.V.	17( )

# WRITTEN CONSENT OF THE SOLE MEMBER OF TK CHINA, LLC

June 25, 2017

Effective as of this 25th day of June, 2017, the undersigned, being the sole member (the "Member") of TK China, LLC, a Delaware limited liability company (the "Company"), does hereby approve, authorize, consent to and adopt the following recitals and resolutions and the actions therein authorized (this "Consent") to have the same force and effect as if adopted at a meeting of the Member, duly called and held as of the date hereof:

#### I. Commencement of Chapter 11 Case

NOW, THEREFORE, BE IT RESOLVED, that the Member has determined, after consultation with the management and the legal and financial advisors of the Company, that it is desirable and in the best interests of the Company, its shareholders, creditors, and other parties in interest that a petition be filed by the Company seeking relief under the provisions of chapter 11 of title 11 of the United States Code (the "Bankruptcy Code"); and be it further

RESOLVED, that any officer of the Company (each, an "Authorized Officer"), in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, to negotiate, execute, deliver, and file, in the name and on behalf of the Company, and under its corporate seal or otherwise, all plans, petitions, schedules, statements, motions, lists, applications, pleadings, papers, affidavits, declarations, orders and other documents (the "Chapter 11 Filings") in the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court") (with such changes therein and additions thereto as any such Authorized Officer may deem necessary, appropriate or advisable, the execution and delivery of any of the Chapter 11 Filings by any such Authorized Officer with any changes thereto to be conclusive evidence that any such Authorized Officer deemed such changes to meet such standard); and be it further

RESOLVED, that any Authorized Officer, in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, in the name and on behalf of the Company, to take and perform any and all further acts and deeds that such Authorized Officer deems necessary, appropriate, or desirable in connection with the Company's chapter 11 case (the "Chapter 11 Case") or the Chapter 11 Filings, including, without limitation, (i) the payment of fees, expenses and taxes such Authorized Officer deems necessary, appropriate, or desirable, and (ii) negotiating, executing, delivering, performing and filing any and all additional documents, schedules, statements, lists, papers, agreements, certificates and/or instruments (or any amendments or modifications thereto) in connection with, or in furtherance of, the Chapter 11 Case with a view to the successful prosecution of the Chapter 11 Case (such acts to be conclusive evidence that such Authorized Officer deemed the same to meet such standard); and be it further

# II. Retention of Advisors

**RESOLVED**, that, in connection with the Chapter 11 Case, any Authorized Officer, in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, in the name and on behalf of the Company, to employ and retain all assistance by legal counsel, accountants, financial advisors, investment bankers and other professionals, on behalf of the Company, which such Authorized Officer deems necessary, appropriate or advisable in connection with, or in furtherance of, the Chapter 11 Case, with a view to the successful prosecution of the Chapter 11 Case (such acts to be conclusive evidence that such Authorized Officer deemed the same to meet such standard); and be it further

**RESOLVED**, that the law firm of Weil, Gotshal & Manges LLP, located at 767 Fifth Avenue, New York, New York 10153, is hereby retained as counsel for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

**RESOLVED**, that the law firm of Richards, Layton & Finger, P.A., located at One Rodney Square, 920 North King Street, Wilmington, Delaware 19807, is hereby retained as local counsel for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

**RESOLVED**, that the firm of Lazard Frères & Co. LLC, located at 30 Rockefeller Plaza, New York, New York 10112, is hereby retained as investment banker for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

**RESOLVED**, that the firm of PricewaterhouseCoopers LLP, located at 300 Madison Avenue, New York, New York 10017, is hereby retained as financial advisor for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

**RESOLVED**, that the firm of Ernst & Young LLP, located at 5 Times Square, New York, New York 10036, is hereby retained as tax advisor for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

**RESOLVED**, that the firm of Prime Clerk LLC, located at 830 Third Avenue, 9th Floor, New York, New York 10022, is hereby retained as claims, noticing and solicitation agent and administrative advisor for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

**RESOLVED**, that any Authorized Officer, in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, in the name and on behalf of the Company, to take and perform any and all further acts and deeds, including, without limitation, (i) the payment of any consideration, (ii) the payment of fees, expenses and taxes such Authorized Officer deems necessary, appropriate, or desirable, and (iii) negotiating, executing, delivering, performing, and filing any and all documents, motions, pleadings, applications, declarations, affidavits, schedules, statements, lists, papers, agreements, certificates and/or instruments (or any amendments or modifications thereto) in connection with the engagement of professionals contemplated by the foregoing resolutions (such acts to be conclusive evidence that such Authorized Officer deemed the same to meet such standard); and be it further

# III. Accommodation Agreement

**RESOLVED**, that any Authorized Officer is hereby authorized, empowered, and directed, in the name and on behalf of the Company, to cause the Company to enter into, execute, deliver, certify, file or record, and perform, (i) that certain accommodation agreement (the "Accommodation Agreement"), substantially in the form presented to the Member, by and among the parties described therein, (ii) all provisions for adequate protection to be made by the Company and certain of its U.S. and Mexican direct and indirect subsidiaries, as set forth in the Accommodation Agreement, and (iii) such other documents, agreements, instruments and certificates as may be required by the Accommodation Agreement; and be it further

#### IV. General Authorization and Ratification

RESOLVED, that any Authorized Officer, in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, in the name and on behalf of the Company, to take and perform any and all further acts or deeds, including, but not limited to, (i) the negotiation of such additional agreements, amendments, modifications, supplements, reports, documents, instruments, applications, notes or certificates not now known but which may be required, (ii) the execution, delivery and filing (if applicable) of any of the foregoing, and (iii) the payment of all fees, consent payments, taxes and other expenses as any such Authorized Officer, in his or her sole discretion, may approve or deem necessary, appropriate or desirable in order to carry out the intent and accomplish the purposes of the foregoing resolutions and the transactions contemplated thereby, all of such actions, executions, deliveries, filings and payments to be conclusive evidence of such approval or that such Authorized Officer deemed the same to meet such standard; and be it further

**RESOLVED**, that any and all past actions heretofore taken by any Authorized Officer, any director, or any member of the Company in the name and on behalf of the Company in furtherance of any or all of the preceding resolutions be, and the same hereby are, ratified, confirmed, and approved in all respects; and be it further

**RESOLVED**, that this Consent may be executed in any number of counterparts, and transmitted by facsimile or in portable document format (.pdf), each of which when executed shall have the same force and effect as an original, and all of which shall together constitute one and the same instrument.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned, being the sole member of the Company, hereby consents to the foregoing recitals and resolutions, effective as of the date first written above.

**SOLE MEMBER:** 

TK FINANCE, LLC

Name: Ken Bowling Title: Secretary

Fill in this information to identify the case:		
Debtor Name TK China, LLC	l	
United States Bankruptcy Court for the: <u>District of Delaware</u>		Check if this is an
Case number (if known):	<del></del>	amended filing

# Official Form 204

Chapter 11 or Chapter 9 Cases: Consolidated List of Creditors Who Have the 50 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 50 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 50 largest unsecured claims.

Name of creditor and complete mailing address, including zip code		Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts; bank loans, professional services, and government contracts)	indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim  If the claim is fully unsecured, fill in only unsecured claim amount, if claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				and the second of the second o	Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1	Honda 24000 Honda Parkway Marysville, OH 43040	Name: Tom Lake Telephone: Email: tom_lake@ham.honda.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
2	Toyota 6565 Headquarters Drive Plano, TX 75024	Name: Cortney Romans Telephone: Email: cortney.romans@toyota.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
3	FCA 800 Chrysler Drive, Aubum Hills MI 48321-8004 USA	Name: Sigmund Huber Telephone: Email: sig.luber@fcagroup.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
4	Mazda 3-1 Shinchi, Fuchu-cho, Aki-gun Hiroshima, Japan 730-8670	Name: Mr. Tetsuto Nakamura, General Manager, Purchasing Division Telephone: Email: nakamura.tet@mazda.co.jp	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
5	Nissan 39001 Sunrise Farmington Hills, MI 48331	Name: Don Parshall Telephone: Email: don.parshall@nissan-usa.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
6	BMW Knorrstrasse 147 München, Germany 80788	Name: Sven Hofmann Telephone: Email: sven.sh.hofmann@bmw.de	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
7	Ford Town Center Offices, 18900 Michigan Ave Dearborn MI 48126, USA	Name: Dennis Barrish Telephone: Email: dbarrish@ford.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined

TK China, LLC

Name

Case number (if known)

Name of creditor and complete mailing address, including zip code		Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans,	indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim  If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
		contact	debts, bank loans, professional services, and government contracts)				
8	GM/Saab 30001 Van Dyke Road, Mail Code: 480-210-855 Warren, MI 48090-9020	Name: Mark Fisher Telephone: Email: mark.w.fischer@gm.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
9	Mitsubishi I, Nakashinkiri, Hashime-cho, Okazaki, Aichi Pref., Japan	Name: Takashi Ito Telephone: Email: takashi.ito@mitsubishi- motors.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
10	Subaru 2235 Marlton Pike W Cherry Hill, NJ 08002, USA	Name: Terri Woodard Claybrook, Director-Associate General Counsel Telephone: Email: tclaybrook@subaru.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
11	Daimler/Mercedes Benz/Daimler Trucks HPC: G036, Schickardstr. 30, D- 71034 Böblingen, Germany	Name: Goetz Rachner Telephone: Email: goetz.rachner@daimler.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
12	Volkswagen/Audi Brieffach 1618, D-38436 Wolfsburg, Germany	Name: Dirk Taeger Telephone: Email: dirk.taeger@volkswagen.de	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
13	Tosla 3500 Deer Creek Road Palo Alto, CA 94304, USA	Name: Telephone: Email:	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
14	Forest River 55470 Country Road 1 Eikhart, IN 4614	Name: Telephone: Email:	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
15	Fisker 5515 East La Palma Anaheim, CA 92807 USA	Name: Telephone: Email:	Warranty, Recall & Indennification	C, U, D	Undetermined	Undetermined	Undetermined
16	Ferrari 250 Sylvan Ave Englewood Cliffs, NJ 07632, USA	Name: Telephone: Email:	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
17	Jaguar Land Rover First Floor Building 552-G/8/3 Banbury Road Gaydon, UK CV35 0RR	Name: Antony Cunningham Telephone: Email: ACunning@jaguarlandrover.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
18	US Economic Loss MDL Class Action, Plaintiffs Steering Committee Podhurst Orseck, P.A., 25 W. Flagler St., Ste. 800 Miami, FL 33130	Name: Peter Prieto of Podhurst Orseck, P.A. as Chair Lead Counsel Telephone: 305-358-2800 Fax: 305-358-2382 Email:	Litigation - Economic Loss	C, U, D			Undetermined
19	Canada Economic Loss Class Action Plaintiffs 1561 Ouellette Avenue Windsor, Ontario, N8X 1K5	Name: Sutts, Strosberg LLP Telephone: 519-258-9333 Fax: 866-316-5311 Email:	Litigation - Economic Loss	C, U, D			Undetermined

TK China, LLC

Case number (if known)

Name

Name of creditor and complete mailing address, including zip code				Indicate if claim is contingent,	i is ngent,		
			professional services, and government contracts)	unliquidated, or disputed	secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
20	State of Hawaii, by its Office of Consumer Protection Cronin, Fried, Sekiya, Kekina & Fairbanks 600 Davies Pacific Center 841 Bishop Street Honolulu, Hawaii 96813	Name: L. Richard Fried, Jr. Patrick F. McTerman Telephone: 808-524-1433 Email:	Litigation	C, U, D		Undetermined	
21	U.S. Virgin Islands, by its Attorney General on behalf of the Department of Licensing and Consumer Affairs Motley Rice LLC 401 9th St. NW, Suite 1001 Washington, DC 20004	Name: Linda Singer Telephone: 202-386-9626 ext. 5626 Fax: 202-386-9622 Email:	Litigation	C, U, D		Undetermined	
22	State of New Mexico, by its Attorney General Dicello, Levitt & Casey Ten North Dearborn Street, 11th Floor	Name: Adam J. Levitt Telephone: 312-214-7900 Email:	Litigation	C, U, D		Undetermined	
23	Chicago, Illinois 60602  National Highway Traffic Safety Administration 1200 New Jersey Avenue, SE, West Building Washington, DC 20590	Name: Telephone: Email:	Fines & Penalties	ol de et e en e		\$180,000,000.00	
24	Daicel Safety Systems 720 Old Liberty Church Road Beaver Dain, KY 42320	Name: Stacey Veteto Telephone: 270-274-2600 Email:	Trade			\$11,371,896.48	
25	XPO Logistics Worldwide 560 Mission Street, Suite 2950 San Francisco, CA 94105-2992	Name: Eric Rudkin Telephone: 503-450-5806 Email:	Trade	U .		\$5,000,000.00	
26	Special Devices, Inc. 3431 N. Reseda Circle Mesa, AZ, 44060, US	Name: Abel Tejada Telephone: 480-832-0774 Email:	Trade	ulimatika dalam serim semengan rekuru serim an indikensak 1984 256.		\$3,973,346.78	
27	ARC Automotive 1357 Veterans Way Morgantown, KY 42261	Name: Bob Knight Telephone: 734-340-4980 Email:	Trade		Andrew Andrew State (Control of the Control of the	\$2,058,845.29	
28	O&S California, Inc. 9731 Siempre Viva Road, Suite E San Diego, CA 92154	Name: Bianca Gonzalez Telephone: 619-661-1800 Fax: 619 661-1900 Email:	Trade			\$1,761,915.09	
29	Pegasus Auto Parts Arco Vial 3.8 Numero 3810, Santa Catarina Nuevo Leon, CP 66100, Mexico	Name: Masamichi Mima Telephone: 555-136-3377 Email:	Trade	e alla dell'era della compania della compania della compania della compania della compania della compania della		\$1,489,561.60	
30	Kayaku Safety Systems De Ave. Ruben J. Villarreal S/N Ex. Hacienda San Isidro, Salinas Victoria Nuevo Leon, Mexico 65503	Name: Alex Orozeo Telephone: 8158-0000 X475 Email:	Trade			\$1,392,726.64	
31	Praxair Mexico S De R Biologo Masimino Mtz 3804; San Salvador Xochimanca PME960701GGo Mexico D.F. MX 02870	Name: Carlos Cazares Telephone: 866-635-3162 Email:	Trade	ne de Santalanda (1994), e dele e e e e e e e e e e e e e e e e		\$1,132,128.85	

TK China, LLC

Name

Name of creditor and complete mailing address, including zip code		nailing address, including zip code email address of creditor (f		Indicate if claim is contingent,	Amount of unsecured claim  If the claim is fully unsecured, fill in only		
				unliquidated, or disputed	unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
32	Robles, Delia represented by Contreras, Jose 19182 Lyle Ave Corona, CA 92881	Name: Delia Robles Telephone: 951-283-9337 Email:	Litigation - Personal Injury	C, U, D		Undetermined	
33	Krasulja, Janiece 450 Seventh Avenue - 44th Floor New York, NY 10123	Name: Marc J. Rothenberg / The Rothenberg Law Firm Telephone: Email: 212-563-0100	Litigation - Personal Injury	C, U, D		Undetermined	
34	Contreras, Jose; Martinez, Jessica and Daisy 1055 West 7th Street, 33rd Floor Penthouse Los Angeles, CA 90017	Name: Child & Marton LLP Telephone: 213-627-3113 Fax: 213-623-9237 (fax) Email:	Litigation - Personal Injury	C, U, D		Undetermined	
35	Shinsho K'unac 26200 Town Center Dr #160 Novi, MI, 38655, US	Name: Yuki Yoshida Telephone: 248-305-9174 Fax: 248-305-9365 Email:	Trade			\$995,458.03	
36	AFX Industries LLC 1411 Third Street, Suite G Port Huron, MI 48060	Name: Telephone: 810-966-4650 Fax: 810-987-8149 Email: mlowrie@afixindustries.com	Trade			\$857,251.77	
37	3D Plastic, Inc. P.O. Box 72488 Cleveland, OH 44192-0002	Name: Linda Boles Telephone: 903-291-9333 Fax: 903-844-9338 Email:	Trade	de etter Springer und der Springer von der		\$833,151.93	
38	J&S America 1820 E. University Drive, Auburn, AL 36830	Name: C/O Machen, McChesney & Chastain Telephone: 334-501-8900 Fax: 334-501-8905 Email:	Trade	angan sa garang ang ang ang ang ang ang ang ang ang		\$790,789.68	
39	Matsuju Mexicana Sa De CV Circuito San Roque Sur 323 C.P.36275 Parque Industrial Santa Fe Ampliacion Silao Guanajuato Mexico	Name: Shoji Kanbara Telephone: 472-748-9092 Email:	Trade	ny y James ao		\$783,108.87	
40	Extra Publicidad Y Servicios, S.A De C.V. Brasil 607 A Col. Guadalupe 25750- Monclova Monclova Coahuila De Zaragoza Mexico	Name: Gerardo Aguilar Telephone: 866-631-2269 Email:	Trade			\$773,227.30	
41	Hy-GRO Chemicals Unit 203,204 2nd Floor; Sardar Patel Road, Secunderabaad, A.P. India	Name: Vivek Bishnoi Telephone: 00 91 4 27720233 Fax: 00 91 4 27848394 Email:	Trade			\$755,176.02	
42	Hayakawa Electronics 10 Industrial Drive Oxford, MS, L71 4x6, US	Name: Allison Bailey Telephone: 662-234-1410 Fax: 662-234-1429 Email:	Trade			\$704,557.30	
43	Kalkaska Screw Products 775 Rabourn Road Kalkaska, MI, 48026, US	Name: Paul Stewart Telephone: 231-258-2560 Fax: 231-258-5215 Email:	Trade			\$670,452.50	
44	Indiana Automotive 1300 West Anderson Boulevard Greenfield, IN, 48375, US	Name: Cleo Walker Telephone: 317-467-0100 X231 Fax: 317-467-0400 Email:	Trade			\$644,814.81	

ΤK	China	. 1	LC

Name

Case number (if	
known)	

Name of creditor and complete mailing address, including zip code				Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim  If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.	
45	STT USA Inc 28175 Haggerty Road Suite 159 Novi, MI 48377	Name: Atsuharu Uchida Telephone: 248-994-5733 Email:	Trade			\$619,752.00
46	Gemini Plastics Inc. 4385 Garfield St Ubly, M1, 60673-7149, US	Name: Telephone: 989-658-8557 Fax: 989-658-8041 Email:	Trade			\$613,483.61
47	Głobal Tek (WUXI) CO LTD No 17-15 Change Jiang S RD; Wuxi Nat'l Hi-Tech Ind De; Wuxi Jiangsu, China 214028	Name: Daisie Chen Telephone: 801-391-7511 Email:	Trade			\$501,554.69
48	Gentherm Inc 21680 Haggarty Road Northville, MI 48167	Name: Elias Chidiae Telephone: 248-504-0500 Fax: 248-348-9734 Enail: info@gentherm.com	Trade	The second secon		\$482,928.89
49	Higuchi Manufacturing America LLC. 14901 Southton Road San Antonio, TX 78112	Name: Makoto Suzuki Telephone: 210-633-2877 Fax: 210-633-9228 Email:	Trade			\$474,346.25
50	Mitsubishi Chemical 2001 Hood Road Greer, SC, 45403, US	Name: Traci Mefford Telephone: 864-879-5269 or 864-879- 5613 Email:	Trade	gengaming makan ngapay ( eu cap rasa) y		\$469,684.75

Fill in this information to identify the case and this filing:
Debtor Name TK China, LLC
United States Bankruptcy Court for the: <u>District of Delaware</u>
Case number (If known):

## Official Form 202

#### **Declaration Under Penalty of Perjury for Non-Individual Debtors**

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

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.

#### Declaration and signature

	uthorized agent of the corporation; a member or an authorized agent of the as a representative of the debtor in this case.
I have examined the information in the dotrue and correct:	cuments checked below and I have a reasonable belief that the information is
☐ Schedule A/B: Assets-Real and Person	nal Property (Official Form 206A/B)
☐ Schedule D: Creditors Who Have Clai	ms Secured by Property (Official Form 206D)
☐ Schedule E/F: Creditors Who Have Ur	nsecured Claims (Official Form 206E/F)
☐ Schedule G: Executory Contracts and	Unexpired Leases (Official Form 206G)
☐ Schedule H: Codebtors (Official Form	206H)
☐ Summary of Assets and Liabilities for	Non-Individuals (Official Form 206Sum)
☐ Amended Schedule	
☑ Chapter 11 or Chapter 9 Cases: Consol Not Insiders (Official Form 204)	lidated List of Creditors Who Have the 50 Largest Unsecured Claims and Are
☐ Other documents that require a declara	ation:
I declare under penalty of perjury that the	foregoing is true and correct.
Executed on: 06/25/2017  MM/DD/YYYY	/s/ Ken Bowling Signature of individual signing on behalf of debtor  Ken Bowling Printed name Secretary
	Position or relationship to debtor

# UNITED STATES BANKRUPTCY COURT DISTRICT OF DELAWARE

	X	
In re	: Chaj	oter 11
TK HOLDINGS INC., et al.,	: Case	No. 17( )
Debtors. <sup>1</sup>	: : Joint :	Administration Requested
	х	

# CONSOLIDATED CORPORATE OWNERSHIP STATEMENT PURSUANT TO FED. R. BANKR. P. 1007(a)(1) AND 7007.1 AND LOCAL RULE 1007-1(a)

Pursuant to Rules 1007(a)(1) and 7007.1 of the Federal Rules of Bankruptcy Procedure and Rule 1007-1(a) of the Local Rules of Bankruptcy Practice and Procedure for the United States

Bankruptcy Court for the District of Delaware, TK Holdings Inc. ("*TKH*") and its affiliated debtors in the above-captioned chapter 11 cases, as debtors and debtors in possession (collectively, the "*Debtors*"), respectfully represent:

1. The Debtors are each, directly or indirectly, wholly-owned subsidiaries of Takata Corporation ("*TKJP*"), a corporation organized under the laws of Japan and publicly traded on the Tokyo Stock Exchange under the trading name "7312T." To the best of the Debtors' knowledge and belief, based on third party information and publicly filed disclosures, no person or entity, directly owns 10% or more of TKJP's common stock other than TKJ Co., Ltd., which owns fifty-two and one-tenth percent (52.1%). One hundred percent (100%) of the ownership interests of TKJ Co., Ltd. is directly owned by Takata Sogyo Corporation. Attached hereto as *Exhibit A* is

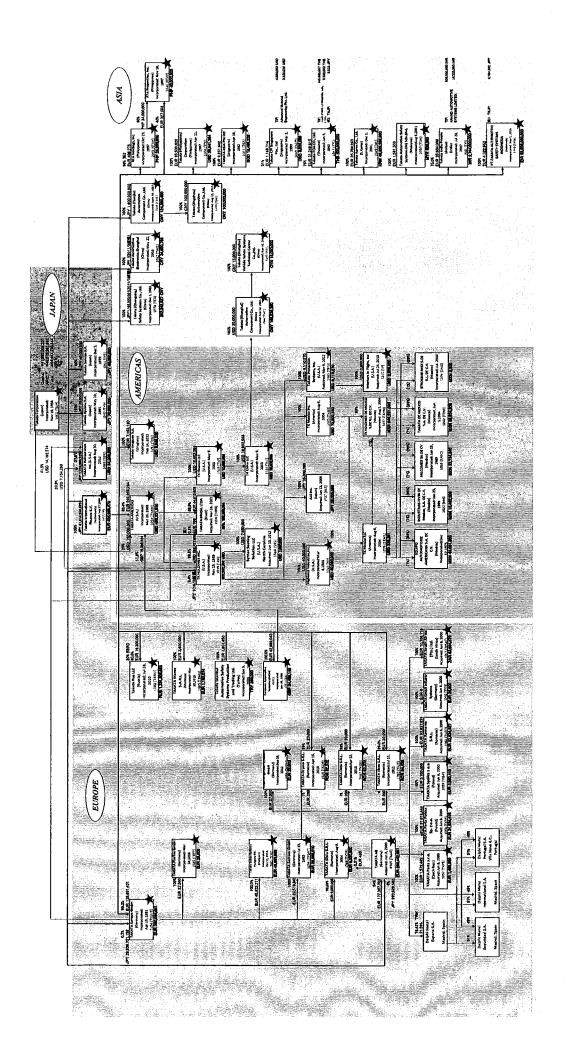
<sup>&</sup>lt;sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, as applicable, are: Takata Americas (9766); TK Finance, LLC (2753); TK China, LLC (1312); TK Holdings Inc. (3416); Takata Protection Systems Inc. (3881); Interiors in Flight Inc. (4046); TK Mexico Inc. (8331); TK Mexico LLC (9029); TK Holdings de Mexico, S. de R.L. de C.V. (N/A); Industrias Irvin de Mexico, S.A. de C.V. (N/A); Takata de Mexico, S.A. de C.V. (N/A); and Strosshe-Mex, S. de R.L. de C.V. (N/A). Except as otherwise set forth herein, the Debtors' international affiliates and subsidiaries are not debtors in these chapter 11 cases. The location of the Debtors' corporate headquarters is 2500 Takata Drive, Auburn Hills, Michigan 48326.

- an organizational chart reflecting all of the ownership interests of the Debtors and their nondebtor affiliates.
- 2. As set forth on **Exhibit A**, nineteen and two-tenths percent (19.2%) of the ownership interests of Takata Americas is directly owned by TKJP, sixty-eight and three-tenths percent (68.3%) is directly owned by Takata International Finance B.V. ("**TIF**"), a Besloten Vennootschap organized under the laws of the Netherlands, and the remaining twelve and one-half percent (12.5%) is directly owned by European Automotive Systems Limited ("**EASL**"), a limited liability company organized under the laws of the United Kingdom. Each of TIF and EASL is, directly or indirectly, wholly-owned by TKJP.
- 3. One hundred percent (100%) of the ownership interests of TK Finance, LLC ("TK Finance") is directly owned by Takata Americas.
- 4. One hundred percent (100%) of the ownership interests of TK China, LLC is directly owned by TK Finance and indirectly owned by Takata Americas.
- 5. Ninety-nine and six-tenths percent (99.6%) of the ownership interests of TKH is directly owned by Takata Americas and the remaining four-tenths percent (0.4%) is directly owned by TKJP.
- 6. One hundred percent (100%) of the ownership interests of Takata Protection Systems Inc. ("TPS") is directly owned by TKH and indirectly owned by Takata Americas.
- 7. One hundred percent (100%) of the ownership interests of Interiors in Flight Inc. is directly owned by TPS and indirectly owned by TKH and Takata Americas.
- 8. One hundred percent (100%) of the ownership interests of TK Mexico Inc. ("*TKMP*") is directly owned by TKH and indirectly owned by Takata Americas.
- 9. One hundred percent (100%) of the ownership interests of TK Mexico LLC ("**TKML**") is directly owned by TKMI and indirectly owned by TKH and Takata Americas.
- 10. Greater than ninety-nine and nine-tenths percent (99.9%) of the ownership interests of TKHoldings de Mexico, S. de R.L. de C.V. ("TK Holdings de Mexico") is directly owned by TKMI

- and the remaining less than one-tenth percent (0.1%) is directly owned by TKML. TK Holdings de Mexico is indirectly owned by TKH and Takata Americas.
- 11. Greater than ninety-nine and nine-tenths percent (99.9%) of the ownership interests of Industrias Irvin de Mexico, S.A. de C.V. ("Industrias Irvin") is directly owned by TK Holdings de Mexico and the remaining less than one-tenth percent (0.1%) is directly owned by TKML. Industrias Irvin is indirectly owned by TKMI, TKH, and Takata Americas.
- 12. Greater than ninety-nine and nine-tenths percent (99.9%) of the ownership interests of Takata de Mexico, S.A. de C.V. ("*TK DM*") is directly owned by TK Holdings de Mexico and the remaining less than one-tenth percent (0.1%) is directly owned by TKML. TK DM is indirectly owned by TKMI, TKH, and Takata Americas.
- 13. Greater than ninety-nine and nine-tenths percent (99.9%) of the ownership interests of Strosshe-Mex, S. de R.L. de C.V. ("SMX") is directly owned by TK Holdings de Mexico and the remaining less than one-tenth percent (0.1%) is directly owned by TKML. SMX is indirectly owned by TKMI, TKH, and Takata Americas.

# Exhibit A

# Corporate Organizational Chart



Fill in this information to identify the case and this filing:	
Debtor Name TK China, LLC	
United States Bankruptcy Court for the: <u>District of Delaware</u>	
Case number (If known):	
Official Form 202  Declaration Under Penalty of Perjury for Non-Individual Debtors	12/15
An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partner and submit this form for the schedules of assets and liabilities, any other document that requires a declaration included in the document, and any amendments of those documents. This form must state the individual's prelationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.	on that is not
WARNING Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtain property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment to both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.	ning money or for up to 20 years,
Declaration and signature	
I am the president, another officer, or an authorized agent of the corporation; a member or an authorized partnership; or another individual serving as a representative of the debtor in this case.	ed agent of the
I have examined the information in the documents checked below and I have a reasonable belief that t true and correct:	he information is
☐ Schedule A/B: Assets-Real and Personal Property (Official Form 206A/B)	
☐ Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)	
☐ Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)	
☐ Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)	
☐ Schedule H: Codebtors (Official Form 206H)	
☐ Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)	
☐ Amended Schedule	
☐ Chapter 11 or Chapter 9 Cases: Consolidated List of Creditors Who Have the 50 Largest Unsecure Not Insiders (Official Form 204)	ed Claims and Are
☑ Other documents that require a declaration: Corporate Ownership Statement	

Executed on: 06/25/2017 MM/DD/YYYY

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

/s/ Ken Bowling
Signature of individual signing on behalf of debtor

Ken Bowling
Printed name

Secretary
Position or relationship to debtor

# LIST OF EQUITY SECURITY HOLDERS

(TK China, LLC)

Name and Last Known Address of Equity Interest Holder	Kind/Class of Interest	Number of Interests Held
TK Finance, LLC	Membership	
2500 Takata Drive Auburn Hills, Michigan 48326	Interests	100%

Fill in this information to identify the case and this filing:
Debtor Name TK China, LLC
United States Bankruptcy Court for the: <u>District of Delaware</u>
Case number (If known):
Official Form 202
Declaration Under Penalty of Perjury for Non-Individual Debtors 12/15
An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.
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.
Declaration and signature
I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.
I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:
☐ Schedule A/B: Assets-Real and Personal Property (Official Form 206A/B)
☐ Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)
☐ Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)
☐ Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)
☐ Schedule H: Codebtors (Official Form 206H)
☐ Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)
☐ Amended Schedule
☐ Chapter 11 or Chapter 9 Cases: Consolidated List of Creditors Who Have the 50 Largest Unsecured Claims and Are Not Insiders (Official Form 204)
☑ Other documents that require a declaration: <u>List of Equity Security Holders</u>
I declare under penalty of perjury that the foregoing is true and correct.

Position or relationship to debtor

/s/ Ken Bowling

Ken Bowling
Printed name
Secretary

Signature of individual signing on behalf of debtor

Executed on: <u>06/25/2017</u>

# Tab E

This is Exhibit "E" referred to in the affidavit of SHARON KOUR sworn before me this 28th day of June, 2017

A Commissioner for taking affidavits

	ankruptcy Court for the	·				
District of Dela	, ,					
Case number (II	f known):		Chapter 11			
Official Fo					C	Check if this is an amended filing
		n for N	on-Individu	als Filing for	Bankrupt	<b>CY</b> 04/16
f more space is	needed, attach a sei	parate sheet to	this form. On the top of	any additional pages, write as for Bankruptcy Forms for	the debtor's name an	d the case
I. Debtor's n	ame	TK Mexic				<u> </u>
All other nan	mes debtor used years					BOYLE
	sumed names, trade					NAM. O
names, and do names	ing business as	All Districts on the second of the second of the		20 20 AVAILABLE		Z C \\ \
	ederal Employer ion Number (EIN)	<u> 20</u> – <u>1488</u>	<u>8331</u>			5
4. Debtor's address	Principal place	of business		Mailing address,		pal place of busine
	2500 Number	Takata Drive	<u> </u>	Number	Street	
	Manuel	Ollock		,	2,,,,,	
	<del></del>	<u></u>		P.O. Box		-
	Auburn Hills	MI	48326			
•	City	State	ZIP Code	City	State	ZIP Code
				Location of princ	ipal assets, if differe	nt from principal plac
	Oakland County					
•	·			Number	Street	
•						
				City	State	ZIP Code
5. Debtor's v	website (URL)		ata.com/en/	and an experience of the control of	and the second s	A STATE OF S
6. Type of debtor   ☑ Corporation (including Lim			ability Company (LLC) and Lir	nited Liability Partners	hip (LLP))	
		☐ Partne	rship (excluding LLP) Specify:			<del></del> -

Page 1

Debto	TK Mexico Inc.			Case number (if	known)			
	Name							
		A 05						
7.	Describe debtor's business	A. Chec	k one:					
		☐ Heal	th Care Bus	iness (as defined in 11 U.S.C. § 101(27A))				
		□ Sing	le Asset Re	al Estate (as defined in 11 U.S.C. § 101(51B))				
		☐ Railr	oad (as def	ned in 11 U.S.C. § 101(44))				
			•	defined in 11 U.S.C. § 101(53A))				
			-	ter (as defined in 11 U.S.C. § 101(6))				
				as defined in 11 U.S.C. § 781(3))				
		⊠ Non€	e of the abo	ve: Holding Company				
		SALAT SELLE	* * \$ 70.00					
		B. Checi	k all that ap	oly:				
		☐ Tax- entity (as described in 26 U.S.C. § 501)						
		☐ Inves	stment com	pany, including hedge fund or pooled investment	vehicle (as define	ed in 15 U.S.C. § 80a-3)		
		☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))						
	•	N45/484748	Night Britis					
				nerican Industry Classification System) 4-digit coc urts.gov/four-digit-national-association-naics-code		ribes debtor. See		
		5511						
8.	Under which chapter of the Bankruptcy Code is the	Check o	ne:			-		
	debtor filing?	☐ Chap	oter 7					
		☐ Chap	oter 9					
		⊠ Char	oter 11. Che	ck all that apply:				
		,		Debtor's aggregate noncontingent liquidated deb	ts (excluding del	ots owed to		
				insiders or affiliates) are less than \$2,566,050 (are on 4/01/19 and every 3 years after that).				
				The debtor is a small business debtor as defined				
				debtor is a small business debtor, attach the mos statement of operations, cash-flow statement, ar				
				if all of these documents do not exist, follow the				
				1116(1)(B).	•	•		
				A plan is being filed with this petition.				
				Acceptances of the plan were solicited prepetition creditors, in accordance with 11 U.S.C. § 1126(b		re classes of		
				The debtor is required to file periodic reports (for				
				the Securities and Exchange Commission according Exchange Act of 1934. File the Attach				
				Non-Individuals Filing for Bankruptcy under Cha				
				with this form.	D# F	A-4 -6		
			П	The debtor is a shell company as defined in the \$ 1934 Rule 12b-2.	Securities Excha	nge Act of		
		☐ Cha	pter 12					
9.	Were prior bankruptcy cases filed by or against the debtor	⊠ No						
	within the last 8 years?	☐ Yes	District	When	Case number_			
	If more than 2 cases, attach a			MM/ DD/ YYYY				
	separate list.		District	When	Case number			
				MM / DD/ YYYY	-			
10.	Are any bankruptcy cases	□ No		· · · · · · · · · · · · · · · · · · ·				
	pending or being filed by a	⊠ Yes	Debtor	See attached Schedule 1	Relationship	See attached Schedule 1		
	business partner or an affiliate of the debtor?		District		When	06/25/2017		
	List all cases. If more than 1,			<del></del>	•			
	attach a separate lişt.		case n	umber, if known	-	MM / DD/ YYYY		

ebtor	TK Mexico Inc.				Case number	er (if known)		
	Name							
11.	Why is the case filed in this district?	CI	neck all that apply:					
		×	Debtor has had its domicile, p	rincipa	al place of business, or	principal as	sets in	n this district for 180 <sup>,</sup> days 0 days than in any other distric
		⋈	A bankruptcy case concerning	debto	or's affiliate, general pa	rtner, or par	rtnersh	
	Does the debtor own or have		No					
	possession of any real property		Yes. Answer below for each pro	perty	that needs immediate a	attention. A	ttach a	additional sheets if needed.
	that needs immediate		Why does the property n					
•	attention?		<ul> <li>It poses or is alleged the health or safety.</li> </ul>		e a threat of imminent a			
			What is the hazard?	llu aaa	weed as protected from	the weethe		
			☐ It needs to be physica					or loca valua
			☐ It includes perishable without attention (for esecurities-related ass	examp	or assets that could quele, livestock, seasonal other options).	goods, mea	at, dai	ry, produce, or
			□ Other	<del></del>				
			Where is the property?					
				Nu	mber Stree			
	· .			City		State		ZIP Code
		,	Is the property insured?	•				
					No			
					Yes. Insurance agenc	у		
					Contact Name	· ——		
					Phone			
					1 110110			
			L ·					
	Statistical and adminis	strat	ive information (on a cons	olidat	ted basis)			
13.	Debtor's estimation of	Chec	k one:		•			
	available funds		Funds will be available for distrib					
			After any administrative expense	s are p	oaid, no funds will be av	/ailable for o	distribu	ition to unsecured creditors.
	Catimated number of	·	1.40		1,000-5,000			25,001-50,000
4.			1-49 50-99		5,001-10,000		⊠	50,001-100,000
			100-199		10,001-25,000			More than 100,000
			200-999	_	10,007. 20,000			
15.	Estimated assets		\$0-\$50,000		\$1,000,001-\$10 millio	on		\$500,000,001-\$1 billion
			\$50,001-\$100,000		\$10,000,001-\$50 mill		×	\$1,000,000,001-\$10 billion
			\$100,001-\$500,000		\$50,000,001-\$100 m			\$10,000,000,001-\$50 billion
		: :_:_	\$500,001-\$1 million		\$100,000,001-\$500 r	nillion 		More than \$50 billion
16	Estimated liabilities	;	\$0-\$50,000		\$1,000,001-\$10 millio	on		\$500,000,001-\$1 billion
			\$50,001-\$100,000		\$10,000,001-\$50 mil			\$1,000,000,001-\$10 billion
			\$100,001-\$500,000		\$50,000,001-\$100 m		⋈	\$10,000,000,001-\$50 billion
			\$500,001-\$1 million		\$100,000,001-\$500 (			More than \$50 billion

Page 3

TK Mexico Inc.	Case number (if known)	
Name		

Request for	Relief,	Declaration,	and	Signature
-------------	---------	--------------	-----	-----------

×

- **WARNING** Bankruptcy fraud is a serious crime. Making a false statement 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.
  - 17. Declaration and signature of authorized representative of debtor
- The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.
- I have been authorized to file this petition on behalf of the debtor.
- I have examined the information in this petition 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 06/25/2017 MM / DD / YYYY

×	/s/ Ken Bowling	Ken Bowling	
	Signature of authorized representative of debtor	Printed name	
	Secretary	·	
	Title		

### 18. Signature of attorney

		00/05/0047
/s/ Mark D. Collins	Date _	06/25/2017
Signature of attorney for debtor		MM / DD / YYYY
Mark D. Collins		Ronit J. Berkovich
Printed Name		
Richards, Layton & Finger, P.A.		Weil, Gotshal & Manges LLP
Firm Name		
One Rodney Square, 920 North King Street	_	767 Fifth Avenue
Number Street		
Wilmington, DE 19801	•	New York, NY 10153
City/State/Zip		
(302) 651-7700		(212) 310-8000
Contact phone		
collins@rlf.com		ronit.berkovich@weil.com
Contact email address		
2981 DE	_	
Bar Number State		

#### Schedule 1

# Pending Bankruptcy Cases Filed by the Debtor and Affiliates of the Debtor

On the date hereof, each of the affiliated entities listed below (including the debtor in this chapter 11 case) filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code in the United States Bankruptcy Court for the District of Delaware. The Debtors have filed a motion requesting that the chapter 11 cases of these entities be consolidated for procedural purposes only and jointly administered under the number assigned to the chapter 11 case of TK Holdings Inc.

COMPANY	CASE NUMBER
Takata Americas	17( )
TK Finance, LLC	17( )
TK China, LLC	17( )
TK Holdings Inc.	17( )
Takata Protection Systems Inc.	17( )
Interiors in Flight Inc.	17( )
TK Mexico Inc.	17( )
TK Mexico LLC	17( )
TK Holdings de Mexico, S. de R.L. de C.V.	17( )
Industrias Irvin de Mexico, S.A. de C.V.	17( )
Takata de Mexico, S.A. de C.V.	17( )
Strosshe-Mex, S. de R.L. de C.V.	17( )

# UNANIMOUS WRITTEN CONSENT OF THE BOARD OF DIRECTORS OF TK MEXICO INC.

June 25, 2017

Effective as of this 25th day of June, 2017, the undersigned, constituting all of the members of the board of directors (the "Board") of TK Mexico Inc., a Delaware corporation (the "Company"), do hereby approve, authorize, consent to and adopt the following recitals and resolutions and the actions therein authorized (this "Consent") to have the same force and effect as if adopted at a meeting of the Board, duly called and held as of the date hereof:

### I. Commencement of Chapter 11 Case

NOW, THEREFORE, BE IT RESOLVED, that the Board has determined, after consultation with the management and the legal and financial advisors of the Company, that it is desirable and in the best interests of the Company, its shareholders, creditors, and other parties in interest that a petition be filed by the Company seeking relief under the provisions of chapter 11 of title 11 of the United States Code (the "Bankruptcy Code"); and be it further

RESOLVED, that any officer of the Company (each, an "Authorized Officer"), in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, to negotiate, execute, deliver, and file, in the name and on behalf of the Company, and under its corporate seal or otherwise, all plans, petitions, schedules, statements, motions, lists, applications, pleadings, papers, affidavits, declarations, orders and other documents (the "Chapter 11 Filings") in the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court") (with such changes therein and additions thereto as any such Authorized Officer may deem necessary, appropriate or advisable, the execution and delivery of any of the Chapter 11 Filings by any such Authorized Officer with any changes thereto to be conclusive evidence that any such Authorized Officer deemed such changes to meet such standard); and be it further

RESOLVED, that any Authorized Officer, in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, in the name and on behalf of the Company, to take and perform any and all further acts and deeds that such Authorized Officer deems necessary, appropriate, or desirable in connection with the Company's chapter 11 case (the "Chapter 11 Case") or the Chapter 11 Filings, including, without limitation, (i) the payment of fees, expenses and taxes such Authorized Officer deems necessary, appropriate, or desirable, and (ii) negotiating, executing, delivering, performing and filing any and all additional documents, schedules, statements, lists, papers, agreements, certificates and/or instruments (or any amendments or modifications thereto) in connection with, or in furtherance of, the Chapter 11 Case with a view to the successful prosecution of the Chapter 11 Case (such acts to be conclusive evidence that such Authorized Officer deemed the same to meet such standard); and be it further

#### II. Retention of Advisors

**RESOLVED**, that, in connection with the Chapter 11 Case, any Authorized Officer, in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, in the name and on behalf of the Company, to employ and retain all assistance by legal counsel, accountants, financial advisors, investment bankers and other professionals, on behalf of the Company, which such Authorized Officer deems necessary, appropriate or advisable in connection with, or in furtherance of, the Chapter 11 Case, with a view to the successful prosecution of the Chapter 11 Case (such acts to be conclusive evidence that such Authorized Officer deemed the same to meet such standard); and be it further

**RESOLVED**, that the law firm of Weil, Gotshal & Manges LLP, located at 767 Fifth Avenue, New York, New York 10153, is hereby retained as counsel for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

RESOLVED, that the law firm of Richards, Layton & Finger, P.A., located at One Rodney Square, 920 North King Street, Wilmington, Delaware 19807, is hereby retained as local counsel for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

**RESOLVED**, that the firm of Lazard Frères & Co. LLC, located at 30 Rockefeller Plaza, New York, New York 10112, is hereby retained as investment banker for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

**RESOLVED**, that the firm of PricewaterhouseCoopers LLP, located at 300 Madison Avenue, New York, New York 10017, is hereby retained as financial advisor for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

**RESOLVED**, that the firm of Ernst & Young LLP, located at 5 Times Square, New York, New York 10036, is hereby retained as tax advisor for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

**RESOLVED**, that the firm of Prime Clerk LLC, located at 830 Third Avenue, 9th Floor, New York, New York 10022, is hereby retained as claims, noticing and solicitation agent and administrative advisor for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

RESOLVED, that any Authorized Officer, in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, in the name and on behalf of the Company, to take and perform any and all further acts and deeds, including, without limitation, (i) the payment of any consideration, (ii) the payment of fees, expenses and taxes such Authorized Officer deems necessary, appropriate, or desirable, and (iii) negotiating, executing, delivering, performing, and filing any and all documents, motions, pleadings, applications, declarations, affidavits, schedules, statements, lists, papers, agreements, certificates and/or instruments (or any amendments or modifications thereto) in connection with the engagement of professionals contemplated by the foregoing resolutions (such acts to be conclusive evidence that such Authorized Officer deemed the same to meet such standard); and be it further

## III. Accommodation Agreement

**RESOLVED**, that any Authorized Officer is hereby authorized, empowered, and directed, in the name and on behalf of the Company, to cause the Company to enter into, execute, deliver, certify, file or record, and perform, (i) that certain accommodation agreement (the "Accommodation Agreement"), substantially in the form presented to the Board, by and among the parties described therein, (ii) all provisions for adequate protection to be made by the Company and certain of its U.S. and Mexican direct and indirect subsidiaries, as set forth in the Accommodation Agreement, and (iii) such other documents, agreements, instruments and certificates as may be required by the Accommodation Agreement; and be it further

## IV. General Authorization and Ratification

RESOLVED, that any Authorized Officer, in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, in the name and on behalf of the Company, to take and perform any and all further acts or deeds, including, but not limited to, (i) the negotiation of such additional agreements, amendments, modifications, supplements, reports, documents, instruments, applications, notes or certificates not now known but which may be required, (ii) the execution, delivery and filing (if applicable) of any of the foregoing, and (iii) the payment of all fees, consent payments, taxes and other expenses as any such Authorized Officer, in his or her sole discretion, may approve or deem necessary, appropriate or desirable in order to carry out the intent and accomplish the purposes of the foregoing resolutions and the transactions contemplated thereby, all of such actions, executions, deliveries, filings and payments to be conclusive evidence of such approval or that such Authorized Officer deemed the same to meet such standard; and be it further

**RESOLVED**, that any and all past actions heretofore taken by any Authorized Officer, any director, or any member of the Company in the name and on behalf of the Company in furtherance of any or all of the preceding resolutions be, and the same hereby are, ratified, confirmed, and approved in all respects; and be it further

**RESOLVED**, that this Consent may be executed in any number of counterparts, and transmitted by facsimile or in portable document format (.pdf), each of which when executed shall have the same force and effect as an original, and all of which shall together constitute one and the same instrument.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned, being all of the members of the board of directors of the Company, hereby consent to the foregoing recitals and resolutions, effective as of the date first written above.

BOARD OF D	RECTORS:	
Yoichiro Nomui	a	····
Motoo Yogai		
/s/ Carlos Valde	Z	
Carlos Valdez		

IN WITNESS WHEREOF, the undersigned, being all of the members of the board of directors of the Company, hereby consent to the foregoing recitals and resolutions, effective as of the date first written above.

### **BOARD OF DIRECTORS:**

Yoichiro Nomura	Manura
Motoo Yogai	
Carlos Valdez	

IN WITNESS WHEREOF, the undersigned, being all of the members of the board of directors of the Company, hereby consent to the foregoing recitals and resolutions, effective as of the date first written above.

oichiro Nom	nura
M	/li
otoo Yogai	

Fill in this information to identify the case:		
Debtor Name TK Mexico Inc.		
· · · · · · · · · · · · · · · · · · ·		
United States Bankruptcy Court for the: <u>District of Delaware</u>		Check if this is a
Case number (if known):		amended filir

## Official Form 204

Chapter 11 or Chapter 9 Cases: Consolidated List of Creditors Who Have the 50 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 50 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 50 largest unsecured claims.

Name of creditor and complete mailing address, including zip code		Name, telephone number, and email address of creditor	Nature of the claim (for example, trade	, trade claim is	Amount of unsecured claim			
		contact	debts, bank loans, professional services, and government contracts)	contingent, unliquidated, or disputed	If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.			
<u> </u>					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim	
1	Honda 24000 Honda Parkway Marysville, OH 43040	Name: Tom Lake Telephone: Email: tom_lake@ham.honda.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined	
2	Toyota 6565 Headquarters Drive Plano, TX 75024	Name: Cortney Romans Telephone: Email: cortney.romans@toyota.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined	
3	FCA 800 Chrysler Drive, Auburn Hills MI 48321-8004 USA	Name: Sigmund Huber Telephone: Email: sig.huber@fcagroup.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined	
4	Mazda 3-1 Shinchi, Fuchu-cho, Aki-gun Hiroshima, Japan 730-8670	Name: Mr. Tetsuto Nakamura, General Manager, Purchasing Division Telephone: Email: nakamura.tet@mazda.co.jp	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined	
5	Nissan 39001 Sunrise Farmington Hills, MI 48331	Name: Don Parshall Telephone: Email: don.parshall@nissan-usa.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined	
6	BMW Knorrstrasse 147 München, Germany 80788	Name: Sven Hofmann Telephone: Email: sven.sh.hofmann@bmw.de	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined	
7	Ford Town Center Offices, 18900 Michigan Ave Dearborn MI 48126, USA	Name: Dennis Barrish Telephone: Email: dbarrish@ford.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined	

TK Mexico Inc.

Name

Name of creditor and complete mailing address, including zip code		Name, telephone number, and email address of creditor contact.	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate If claim is contingent, unilquidated, or disputed	Amount of unsecured claim  If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
8	GM/Saab 30001 Van Dyke Road, Mail Code: 480-210-855 Warren, MI 48090-9020	Name: Mark Fisher Telephone: Email: mark.w.fischer@gm.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
9	Mitsubishi I, Nakashinkiri, Hashime-cho, Okazaki, Aichi Pref., Japan	Name: Takashi Ito Telephone: Email: takashi.ito@mitsubishi- motors.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
10	Subaru 2235 Marlton Pike W Cherry Hill, NJ 08002, USA	Name: Terri Woodard Claybrook, Director-Associate General Counsel Telephone: Email: tclaybrook@subaru.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
11	Daimler/Mercedes Benz/Daimler Trucks HPC: G036, Schickardstr. 30, D- 71034 Böblingen, Germany	Name: Goetz Rachner Telephone: Email: goetz.rachner@daimler.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
12	Volkswagen/Audi Brieffach 1618, D-38436 Wolfsburg, Germany	Name: Dirk Taeger Telephone: Email: dirk.taeger@volkswagen.de	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
13	Tesla 3500 Deer Creek Road Palo Alto, CA 94304, USA	Name: Telephone: Email:	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
14	Forest River 55470 Country Road 1 Elkhart, IN 4614	Name: Telephone: Email:	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
15	Fisker 5515 East La Palma Anaheim, CA 92807 USA	Name: Telephone: Email:	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
16	Ferrari 250 Sylvan Ave Englewood Cliffs, NJ 07632, USA	Name: Telephone: Email:	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
17	Jaguar Land Rover First Floor Building 552-G/8/3 Banbury Road Gaydon, UK CV35 0RR	Name: Antony Cunningham Telephone: Email: ACunning@jaguarlandrover.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
18	US Economic Loss MDL Class Action, Plaintiffs Steering Committee Podhurst Orseck, P.A., 25 W. Flagler St., Ste. 800 Miami, FL 33130	Name: Peter Prieto of Podhurst Orseck, P.A. as Chair Lead Counsel Telephone: 305-358-2800 Fax: 305-358-2382 Email:	Litigation - Economic Loss	C, U, D			Undetermined
19	Canada Economic Loss Class Action Plaintiffs 1561 Ouellette Avenue Windsor, Ontario, N8X 1K5	Name: Sutts, Strosberg LLP Telephone: 519-258-9333 Fax: 866-316-5311 Email:	Litigation - Economic Loss	C, U, D			Undetermined

TK Mexico Inc.

Name

	ne of creditor and complete	Name, telephone number, and	Nature of the claim		Amount of unsecured clain	
∍mai	ling address, including zip code	email address of creditor contact	(for example, trade debts, bank loans, professional	claim is contingent, unliquidated,	If the claim is fully unsecured unsecured claim amount. If c	
			services, and government contracts)	or disputed	secured, fill in total claim: and for value of collateral or setof unsecured claim.	ount and deduction
20	State of Hawaii, by its Office of Consumer Protection Cronin, Fried, Sekiya, Kekina & Fairbanks 600 Davies Pacific Center 841 Bishop Street Honolulu, Hawaii 96813	Name: L. Richard Fried, Jr. Patrick F. McTernan Telephone: 808-524-1433 Email:	Litigation	C, U, D		Undetermined
21	U.S. Virgin Islands, by its Attorney General on behalf of the Department of Licensing and Consumer Affairs Motley Rice LLC 401 9th St. NW, Suite 1001 Washington, DC 20004	Name: Linda Singer Telephone: 202-386-9626 ext. 5626 Fax: 202-386-9622 Email:	Litigation	C, U, D		Undetermined
22	State of New Mexico, by its Attorney General Dicello, Levitt & Casey Ten North Dearborn Street, 11th Floor Chicago, Illinois 60602	Name: Adam J. Levitt Telephone: 312-214-7900 Email:	Litigation	C, U, D		Undetermined
23	National Highway Traffic Safety Administration 1200 New Jersey Avenue, SE, West Building Washington, DC 20590	Name: Telephone: Email:	Fines & Penalties			\$180,000,000.00
24	Daiccl Safety Systems 720 Old Liberty Church Road Beaver Dain, KY 42320	Name: Stacey Veteto Telephone: 270-274-2600 Email:	Trade			\$11,371,896.48
25	XPO Logistics Worldwide 560 Mission Street, Suite 2950 San Francisco, CA 94105-2992	Name: Eric Rudkin Telephone: 503-450-5806 Email:	Trade	Ŭ		\$5,000,000.00
26	Special Dévices, Inc. 3431 N. Reseda Circle Mesa, AZ, 44060, US	Name: Abel Tejada Telephone: 480-832-0774 Email:	Trade	erman samatement territorialistikalite tiles, in en kannen e		\$3,973,346.78
27	ARC Automotive 1357 Veterans Way Morgantown, KY 42261	Name: Bob Knight Telephone: 734-340-4980 Email:	Trade	-ind-in-un-in-person musliminumidative (th)	The second section of the sect	\$2,058,845.29
28	O&S California, Inc. 9731 Siempre Viva Road, Suite E San Diego, CA 92154	Name: Bianca Gonzalez Tetephone: 619-661-1800 Fax: 619 661-1900 Email:	Trade	1		\$1,761,915.09
29	Pegasus Auto Parts Arco Vial 3.8 Numero 3810, Santa Catarina Nuevo Leon, CP 66100, Mexico	Name: Masamichi Mima Telephone: 555-136-3377 Email:	Trade			\$1,489,561.60
30	Kayaku Safety Systems De Ave. Ruben J. Villarreal S/N Ex. Hacienda San Isidro, Salinas Victoria Nuevo Leon, Mexico 65503	Name: Alex Orozco Telephone: 8158-0000 X475 Email:	Trade	green for vivil to find a transmission of Auditoria. The		\$1,392,726.64
31	Praxair Mexico S De R Biologo Masimino Mtz 3804; San Salvador Xochimanca PME960701GGo Mexico D.F. MX 02870	Name: Carlos Cazares Telephone: 866-635-3162 Email:	Trade			\$1,132,128.85

TK Mexico Inc.

Name

Name of creditor and complete mailing address, including zip code		Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim  If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate	
			contracts)		unsecured claim.	
32	Robles, Delia represented by Contreras, Jose 19182 Lyle Ave Corona, CA 92881	Name: Delia Robles Telephone: 951-283-9337 Email:	Litigation - Personal Injury	C, U, D		Undetermined
33	Krasulja, Janiece 450 Seventh Avenue - 44th Floor New York, NY 10123	Name: Marc J. Rothenberg / The Rothenberg Law Firm Telephone: Email: 212-563-0100	Litigation - Personal Injury	C, U, D		Undetermined
34	Contreras, Jose; Martinez, Jessica and Daisy 1055 West 7th Street, 33rd Floor Penthouse Los Angeles, CA 90017	Name: Child & Marton LLP Telephone: 213-627-3113 Fax: 213-623-9237 (fax) Email:	Litigation - Personal Injury	C, U, D		Undetermined
35	Shinsho K'mac 26200 Town Center Dr #160 Novi, MI, 38655, US	Name: Yuki Yoshida Telephone: 248-305-9174 Fax: 248-305-9365 Email:	Trade			\$995,458.03
36	AFX Industries LLC 1411 Third Street, Suite G Port Huron, MI 48060	Name: Telephone: 810-966-4650 Fax: 810-987-8149 Email: ntlowrie@afixindustries.com	Trade	100		\$857,251.77
37	3D Plastic, Inc. P.O. Box 72488 Cleveland, OH 44192-0002	Name: Linda Boles Telephone: 903-291-9333 Fax: 903-844-9338 Email:	Trade	- Elisaber (dispersional and analysis) (and a Print) (dispersional and analysis) (dispersional and analysis) (dispersional ana		\$833,151.93
38	J&S America 1820 E. University Drive, Auburn, AL 36830	Name: C/O Machen, McChesney & Chastain Telephone: 334-501-8900 Fax: 334-501-8905 Email:	Trade	gar ang ang ang panggananang mengerakang		\$790,789.68
39	Matsuju Mexicana Sa De CV Circuito San Roque Sur 323 C.P.36275 Parque Industrial Santa Fe Ampliacion Silao Guanajuato Mexico	Name: Shoji Kanbara Telephone: 472-748-9092 Email:	Trade	en gran gran gran en	The state of the s	\$783,108.87
40	Extra Publicidad Y Servicios, S.A De C.V. Brasil 607 A Col. Guadalupe 25750- Monclova Monclova Coahuila De Zaragoza Mexico	Name: Gerardo Aguilar Telephone: 866-631-2269 Email:	Trade		,	\$773,227.30
41	Hy-GRO Chemicals Unit 203,204 2nd Floor; Sardar Patel Road, Secunderabaad, A.P. India	Name: Vivek Bishnoi Telephone: 00 91 4 27720233 Fax: 00 91 4 27848394 Email:	Trade	INC. MILITER AND ASSESSMENT OF A STATE OF THE STATE OF TH		\$755,176.02
42	Hayakawa Electronics 10 Industrial Drive Oxford, MS, L7I 4x6, US	Name: Allison Bailey Telephone: 662-234-1410 Fax: 662-234-1429 Email:	Trade			\$704,557.30
43	Kalkaska Screw Products 775 Rabourn Road Kalkaska, MI, 48026, US	Name: Paul Stewart Telephone: 231-258-2560 Fax: 231-258-5215 Email:	Trade			\$670,452.50
44	Indiana Automotive 1300 West Anderson Boulevard Greenfield, IN, 48375, US	Name: Cleo Walker Telephone: 317-467-0100 X231 Fax: 317-467-0400 Email:	Trade			\$644,814.81

TK Mexico Inc.

Name of creditor and complete mailing address, including zip code		Name, telephone number, and email address of creditor (for example, tdebts, bank loop professional services, and government contracts)		Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim  If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.	
			Composition		anaced or civilian	
45	STT USA Inc 28175 Haggerty Road Suite 159 Novi, MI 48377	Name: Atsuharu Uchida Telephone: 248-994-5733 Email:	Trade			\$619,752.00
46	Gemini Plastics Inc. 4385 Garfield St Ubly, MI, 60673-7149, US	Name: Telephone: 989-658-8557 Fax: 989-658-8041 Email:	Trade			\$613,483.61
47	Global Tok (WUXI) CO LTD No 17-15 Change Jiang S RD; Wuxi Nat'l Hi-Tech Ind De; Wuxi Jiangsu, China 214028	Name: Daisie Chen Telephone: 801-391-7511 Email:	Trade			\$501,554.69
48	Gentherm Inc 21680 Haggarty Road Northville, MI 48167	Name: Elias Chidiac Telephone: 248-504-0500 Fax: 248-348-9734 Email: info@gentherm.com	Trade	The second secon		\$482,928.89
49	Higuchi Manufacturing America LLC. 14901 Southton Road San Antonio, TX 78112	Name: Makoto Suzuki Telephone: 210-633-2877 Fax: 210-633-9228 Email:	Trade			\$474,346.25
50	Mitsubishi Chemical 2001 Hood Road Greer, SC, 45403, US	Name: Traci Mefford Telephone: 864-879-5269 or 864-879- 5613 Email:	Trade		Berg Transchafter (1995) (1995	\$469,684.75

Fill in this information to identify the case and this filing:	
Debtor Name TK Mexico Inc.	
United States Bankruptcy Court for the: <u>District of Delaware</u>	
Case number (If known):	
Case mander (if known).	
Official Form 202 Declaration Under Penalty of Perjury for Non-Individual Debtors	12/15
An individual who is authorized to act on behalf of a non-individual debtor, su and submit this form for the schedules of assets and liabilities, any other docur included in the document, and any amendments of those documents. This form relationship to the debtor, the identity of the document, and the date. Bankrupper and the date is the debt of the document.	nent that requires a declaration that is not must state the individual's position or
WARNING Bankruptcy fraud is a serious crime. Making a false statement, property by fraud in connection with a bankruptcy case can result in fines up to or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.	
Declaration and signature	
l am the president, another officer, or an authorized agent of the corporati partnership; or another individual serving as a representative of the debto	
I have examined the information in the documents checked below and I have and correct:	ave a reasonable belief that the information is
☐ Schedule A/B: Assets—Real and Personal Property (Official Form 206	6A/B)
☐ Schedule D: Creditors Who Have Claims Secured by Property (Office	ial Form 206D)
☐ Schedule E/F: Creditors Who Have Unsecured Claims (Official Form	206E/F)
☐ Schedule G: Executory Contracts and Unexpired Leases (Official For	m 206G)
☐ Schedule H: Codebtors (Official Form 206H)	
☐ Summary of Assets and Liabilities for Non-Individuals (Official Form	n 206Sum)
☐ Amended Schedule	
☑ Chapter 11 or Chapter 9 Cases: Consolidated List of Creditors Who Hot Insiders (Official Form 204)	lave the 50 Largest Unsecured Claims and Are
☐ Other documents that require a declaration:	
I declare under penalty of perjury that the foregoing is true and correct.	
Executed on: 06/25/2017 x /s/ Ken Bowling  MM/DD/YYYY Signature of individual signi	ng on behalf of debtor

Position or relationship to debtor

Ken Bowling
Printed name
Secretary

# UNITED STATES BANKRUPTCY COURT DISTRICT OF DELAWARE

	X	
In re	<b>:</b>	Chapter 11
TK HOLDINGS INC., et al.,	: :	Case No. 17( )
Debtors. <sup>1</sup>	:	Joint Administration Requested
	х	

# CONSOLIDATED CORPORATE OWNERSHIP STATEMENT PURSUANT TO FED. R. BANKR. P. 1007(a)(1) AND 7007.1 AND LOCAL RULE 1007-1(a)

Pursuant to Rules 1007(a)(1) and 7007.1 of the Federal Rules of Bankruptcy Procedure and Rule 1007-1(a) of the Local Rules of Bankruptcy Practice and Procedure for the United States

Bankruptcy Court for the District of Delaware, TK Holdings Inc. ("TKH") and its affiliated debtors in the above-captioned chapter 11 cases, as debtors and debtors in possession (collectively, the "Debtors"), respectfully represent:

1. The Debtors are each, directly or indirectly, wholly-owned subsidiaries of Takata Corporation ("*TKJP*"), a corporation organized under the laws of Japan and publicly traded on the Tokyo Stock Exchange under the trading name "7312T." To the best of the Debtors' knowledge and belief, based on third party information and publicly filed disclosures, no person or entity, directly owns 10% or more of TKJP's common stock other than TKJ Co., Ltd., which owns fifty-two and one-tenth percent (52.1%). One hundred percent (100%) of the ownership interests of TKJ Co., Ltd. is directly owned by Takata Sogyo Corporation. Attached hereto as **Exhibit A** is

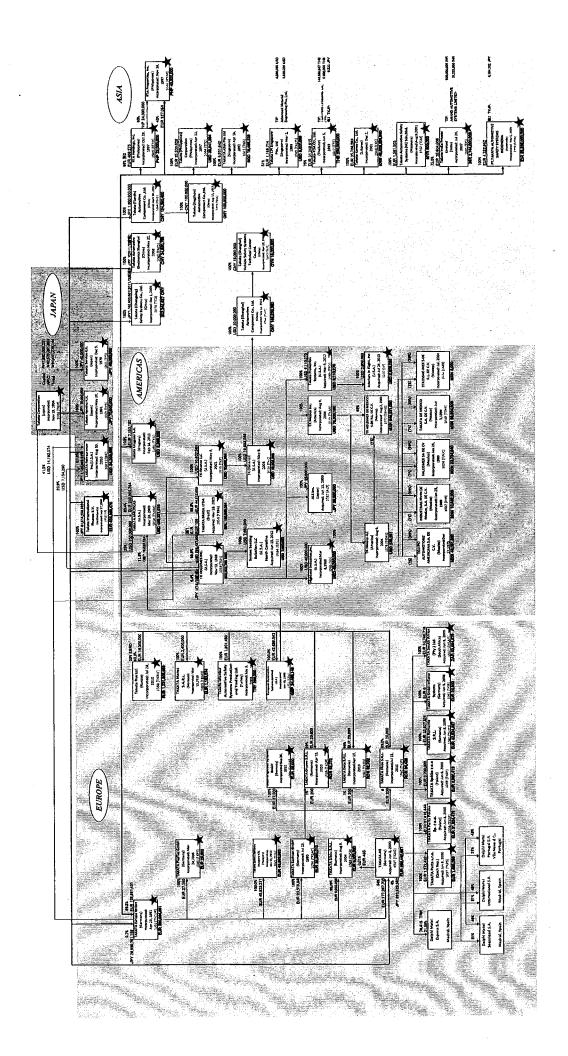
<sup>&</sup>lt;sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, as applicable, are: Takata Americas (9766); TK Finance, LLC (2753); TK China, LLC (1312); TK Holdings Inc. (3416); Takata Protection Systems Inc. (3881); Interiors in Flight Inc. (4046); TK Mexico Inc. (8331); TK Mexico LLC (9029); TK Holdings de Mexico, S. de R.L. de C.V. (N/A); Industrias Irvin de Mexico, S.A. de C.V. (N/A); Takata de Mexico, S.A. de C.V. (N/A); and Strosshe-Mex, S. de R.L. de C.V. (N/A). Except as otherwise set forth herein, the Debtors' international affiliates and subsidiaries are not debtors in these chapter 11 cases. The location of the Debtors' corporate headquarters is 2500 Takata Drive, Auburn Hills, Michigan 48326.

- an organizational chart reflecting all of the ownership interests of the Debtors and their nondebtor affiliates.
- 2. As set forth on **Exhibit A**, nineteen and two-tenths percent (19.2%) of the ownership interests of Takata Americas is directly owned by TKJP, sixty-eight and three-tenths percent (68.3%) is directly owned by Takata International Finance B.V. ("TIF"), a Besloten Vennootschap organized under the laws of the Netherlands, and the remaining twelve and one-half percent (12.5%) is directly owned by European Automotive Systems Limited ("EASL"), a limited liability company organized under the laws of the United Kingdom. Each of TIF and EASL is, directly or indirectly, wholly-owned by TKJP.
- 3. One hundred percent (100%) of the ownership interests of TK Finance, LLC ("TK Finance") is directly owned by Takata Americas.
- 4. One hundred percent (100%) of the ownership interests of TK China, LLC is directly owned by TK Finance and indirectly owned by Takata Americas.
- 5. Ninety-nine and six-tenths percent (99.6%) of the ownership interests of TKH is directly owned by Takata Americas and the remaining four-tenths percent (0.4%) is directly owned by TKJP.
- 6. One hundred percent (100%) of the ownership interests of Takata Protection Systems Inc. ("TPS") is directly owned by TKH and indirectly owned by Takata Americas.
- 7. One hundred percent (100%) of the ownership interests of Interiors in Flight Inc. is directly owned by TPS and indirectly owned by TKH and Takata Americas.
- 8. One hundred percent (100%) of the ownership interests of TK Mexico Inc. ("*TKMP*") is directly owned by TKH and indirectly owned by Takata Americas.
- 9. One hundred percent (100%) of the ownership interests of TK Mexico LLC ("**TKML**") is directly owned by TKMI and indirectly owned by TKH and Takata Americas.
- 10. Greater than ninety-nine and nine-tenths percent (99.9%) of the ownership interests of TKHoldings de Mexico, S. de R.L. de C.V. ("TK Holdings de Mexico") is directly owned by TKMI

- and the remaining less than one-tenth percent (0.1%) is directly owned by TKML. TK Holdings de Mexico is indirectly owned by TKH and Takata Americas.
- 11. Greater than ninety-nine and nine-tenths percent (99.9%) of the ownership interests of Industrias Irvin de Mexico, S.A. de C.V. ("Industrias Irvin") is directly owned by TK Holdings de Mexico and the remaining less than one-tenth percent (0.1%) is directly owned by TKML. Industrias Irvin is indirectly owned by TKMI, TKH, and Takata Americas.
- 12. Greater than ninety-nine and nine-tenths percent (99.9%) of the ownership interests of Takata de Mexico, S.A. de C.V. ("*TK DM*") is directly owned by TK Holdings de Mexico and the remaining less than one-tenth percent (0.1%) is directly owned by TKML. TK DM is indirectly owned by TKMI, TKH, and Takata Americas.
- 13. Greater than ninety-nine and nine-tenths percent (99.9%) of the ownership interests of Strosshe-Mex, S. de R.L. de C.V. ("SMX") is directly owned by TK Holdings de Mexico and the remaining less than one-tenth percent (0.1%) is directly owned by TKML. SMX is indirectly owned by TKMI, TKH, and Takata Americas.

# Exhibit A

Corporate Organizational Chart



Fill in this information to identify the case and this filing:
Debtor Name TK Mexico Inc.
United States Bankruptcy Court for the: <u>District of Delaware</u>
Case number (If known):
Official Form 202 Declaration Under Penalty of Perjury for Non-Individual Debtors 12/15
An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.
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.
Declaration and signature
I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.
I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:
☐ Schedule A/B: Assets—Real and Personal Property (Official Form 206A/B)
☐ Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)
☐ Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)
☐ Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)
☐ Schedule H: Codebtors (Official Form 206H)
☐ Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)
☐ Amended Schedule
☐ Chapter 11 or Chapter 9 Cases: Consolidated List of Creditors Who Have the 50 Largest Unsecured Claims and Are Not Insiders (Official Form 204)
☑ Other documents that require a declaration: Corporate Ownership Statement
I declare under penalty of perjury that the foregoing is true and correct.

Position or relationship to debtor

/s/ Ken Bowling

Ken Bowling
Printed name
Secretary

Signature of individual signing on behalf of debtor

Executed on: <u>06/25/2017</u> MM/DD/YYYY

## LIST OF EQUITY SECURITY HOLDERS

(TK Mexico Inc.)

Name and Last Known Address of Equity Interest Holder	Kind/Class of Interest	Number of Interests Held
TK Holdings Inc.		
2500 Takata Drive Auburn Hills, Michigan 48326	Common Stock	100%

Fill in this information to identify the case an	d this filing:
Debtor Name TK Mexico Inc.	
United States Bankruptcy Court for the: <u>District of Delawa</u>	re
Case number (If known):	
Official Form 202  Declaration Under Penalty of Perjury for No	n-Individual Debtors 12/15
and submit this form for the schedules of assets included in the document, and any amendments	f of a non-individual debtor, such as a corporation or partnership, must sign and liabilities, any other document that requires á declaration that is not of those documents. This form must state the individual's position or nument, and the date. Bankruptcy Rules 1008 and 9011.
WARNING Bankruptcy fraud is a serious criproperty by fraud in connection with a bankrupt or both. 18 U.S.C. §§ 152, 1341, 1519, and 357	me. Making a false statement, concealing property, or obtaining money or cy case can result in fines up to \$500,000 or imprisonment for up to 20 years, 1.
Declaration and signature	
	uthorized agent of the corporation; a member or an authorized agent of the as a representative of the debtor in this case.
I have examined the information in the doctrue and correct:	cuments checked below and I have a reasonable belief that the information is
☐ Schedule A/B: Assets-Real and Person	nal Property (Official Form 206A/B)
☐ Schedule D: Creditors Who Have Clai	ms Secured by Property (Official Form 206D)
☐ Schedule E/F: Creditors Who Have Ur	secured Claims (Official Form 206E/F)
☐ Schedule G: Executory Contracts and	Unexpired Leases (Official Form 206G)
☐ Schedule H: Codebtors (Official Form	206H)
☐ Summary of Assets and Liabilities for	Non-Individuals (Official Form 206Sum)
☐ Amended Schedule	
☐ Chapter 11 or Chapter 9 Cases: Conso Not Insiders (Official Form 204)	lidated List of Creditors Who Have the 50 Largest Unsecured Claims and Are
☑ Other documents that require a declara	tion: List of Equity Security Holders
I declare under penalty of perjury that the	foregoing is true and correct.
Executed on: 06/25/2017 MM/DD/YYYY	/s/ Ken Bowling Signature of individual signing on behalf of debtor  Ken Bowling
	Printed name

Position or relationship to debtor

Secretary

# Tab F

This is **Exhibit "F"** referred to in the affidavit of **SHARON KOUR** sworn before me this 28th day of June, 2017

A Commissioner for taking affidavits

	mation to identif	,					
United States Ba	nkruptcy Court fo	or the:	. ———				
District of Dela	ware						
Case number ( <i>If</i>	known):		_ Chapter1	1			
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Official Fo	rm 201						
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•				p of any additional page			case \(\sigma_{\text{-}}\)
number (if know	n). For more info	ormation, a separ	ate document, <i>Instru</i>	ctions for Bankruptcy F	orms for Non-Individ	duals, is availabl	le.
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names  B. Debtor's fe	deral Employe on Number (El	er <u>20</u> – <u>148</u> N)	9029			IFIED: TRUE COPY: ATTEST:	U. S. EAN
names  Debtor's fe	deral Employe on Number (El	er <u>20</u> – <u>148</u> N)	9029			IFIED: TRUE COPY: ATTEST:	U. S. EAN
names  Debtor's fe Identification  Debtor's	ederal Employe on Number (El Principal pl	er <u>20</u> – <u>148</u> N) ace of business Takata Drive	9029	Mailing a	iddress, if different f	CERTIFIED: AS TRUE COPY: ATTEST:	U. S. EAN
names  Debtor's fe Identification  Debtor's	ederal Employe on Number (El Principal pl	er <u>20</u> – <u>148</u> N) ace of business	9029		iddress, if different f	EMILEDIA TRUE COPY:	U. S. EAN
names  Debtor's fe Identification  Debtor's	ederal Employe on Number (El Principal pl	er <u>20</u> – <u>148</u> N) ace of business Takata Drive	9029	Mailing a	iddress, if different f	CERTIFIED: AS TRUE COPY: ATTEST:	U. S. EAN
names  Debtor's fe Identification  Debtor's	ederal Employe on Number (El Principal pl 2500 Number	er 20 – 148 N) ace of business Takata Drive Street	9029	Mailing a	iddress, if different f	CERTIFIED: AS TRUE COPY: ATTEST:	U. S. EAN
names  Debtor's fe Identification  Debtor's	ederal Employe on Number (El Principal pl	er 20 – 148 N) ace of business Takata Drive Street	9029	Mailing a	iddress, if different f	AS TRUE COPY:	U. S. EAN
names  Debtor's fe Identification  Debtor's	ederal Employe on Number (El Principal pl 2500 Number	er 20 – 148 N)  ace of business  Takata Drive Street	9029	Number P.O. Box  City Location	iddress, if different f	Fireet State Z	ace of business
names  Debtor's fe Identification  Debtor's	ederal Employe on Number (El Principal pl 2500 Number	er 20 – 148 N)  ace of business  Takata Drive Street	9029	Mailing a  Number  P.O. Box  City	iddress, if different f	Fireet State Z	ace of business
names  Debtor's fe Identification  Debtor's	ederal Employe on Number (El  Principal pl  2500  Number  Auburn Hil  City	er 20 – 148 N)  ace of business  Takata Drive Street	9029	Mailing a  Number  P.O. Box  City  Location of busing	eddress, if different f	from England plants and the state of the sta	ace of business
names  Debtor's fe Identification  Debtor's	ederal Employe on Number (El  Principal pl  2500  Number  Auburn Hil  City  Oakland	er 20 – 148 N)  ace of business  Takata Drive Street	9029	Number P.O. Box  City Location	eddress, if different f	Fireet State Z	ace of business
names  Debtor's fe Identification  Debtor's	ederal Employe on Number (El  Principal pl  2500  Number  Auburn Hil  City  Oakland	er 20 – 148 N)  ace of business  Takata Drive Street	9029	Mailing a  Number  P.O. Box  City  Location of busing	eddress, if different f	from England plants and the state of the sta	ace of business
names  Debtor's fe Identification  Debtor's	ederal Employe on Number (El  Principal pl  2500  Number  Auburn Hil  City  Oakland	er 20 – 148 N)  ace of business  Takata Drive Street	9029	Mailing a  Number  P.O. Box  City  Location of busing	oddress, if different f	from Hampal pl	ace of business

6. Type of debtor

☐ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))

☐ Partnership (excluding LLP)

☐ Other. Specify: \_\_\_\_

Page 1

Debto	TK Mexico LLC				Case number (if	known)				
	Name									
		A. Check or	ie:		<u> </u>	<u> </u>				
7.	Describe debtor's business	☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))								
		☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))								
		=		ed in 11 U.S.C. § 101(44))	• , ,,					
		☐ Stockbro	ker (as de	efined in 11 U.S.C. § 101(5	3A))					
		☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))								
		_	-	defined in 11 U.S.C. § 781	(3))					
				: Holding Company						
	,				Aparth Called	1856: 51 - L/L-Bobbl				
		B. Check all								
				cribed in 26 U.S.C. § 501)	r neeled investment	yobiolo (ag dofin	nd in 1511 C.C. 8 90n 2\			
		□ Investment	ent adviso	ny, including hedge fund or r (as defined in 15 U.S.C. §	80b-2(a)(11))		ed in 15 0.5.C. § oda-5)			
				erican Industry Classificatio						
	,	*****	w.uscour	s.gov/four-digit-national-as	sociation-naics-code	<u>s</u> .				
я	Under which chapter of the	5511								
υ.	Bankruptcy Code is the	Check one:								
	debtor filing?	☐ Chapter								
		☐ Chapter								
				k all that apply:						
	4		in	ebtor's aggregate nonconti siders or affiliates) are less n 4/01/19 and every 3 year	than \$2,566,050 (a)					
				ne debtor is a small busine:	•	in 11 U.S.C. § 1	01(51D). If the			
			si	ebtor is a small business d atement of operations, ca	sh-flow statement, ar	nd federal incom-	e tax return or			
			1	all of these documents do 116(1)(B).		procedure in 11	U.S.C. §			
				plan is being filed with this	•		l <b>f</b>			
			Ci	cceptances of the plan wen reditors, in accordance with	11 U.S.C. § 1126(b	<b>)</b> ).				
				ne debtor is required to file re Securities and Exchange						
				ecurities Exchange Act of						
	•			on-Individuals Filing for Ba ith this form.	ankruptcy under Cha	pter 11 (Official I	Form 201A)			
				he debtor is a shell compa 934 Rule   12b-2.	ny as defined in the	Securities Excha	nge Act of			
		☐ Chapter	12							
9.	Were prior bankruptcy cases	⊠ No								
	filed by or against the debtor within the last 8 years?	□ Yes	District	When		Case number				
	If more than 2 cases, attach a				MM/ DD/ YYYY					
	separate list.		District	When		Case number				
			•		MM / DD/ YYYY					
10.	Are any bankruptcy cases	□ No								
	pending or being filed by a business partner or an	⊠ Yes	Debtor	See attached Schedule	1	Relationship	See attached Schedule 1			
	affiliate of the debtor?		District	See attached Schedule		When	06/25/2017			
	List all cases. If more than 1, attach a separate list.		Case nur	nber, if known			MM / DD/ YYYY			

Debtor	TK Mexico LLC				Case number (	if known)	
11.	. Why is the case filed in this	Cf	neck all that apply:				
	district?						11 1 11 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1
		Ø		princip ate of t	al place of business, or pri his petition or for a longer	incipal assets i part of such 18	n this district for 180 days 30 days than in any other district.
		×					
12.	Does the debtor own or have		No.				The state of the s
	possession of any real		Yes. Answer below for each pr	onertv	that needs immediate atte	ention Attach	additional sheets if needed
	property or personal property that needs immediate	J	•		mmediate attention? (Ch		
	attention?		, , ,		e a threat of imminent and	-	• • •
			What is the hazard?				
			☐ It needs to be physic	ally se	cured or protected from the	e weather.	
				exam	s or assets that could quic ple, livestock, seasonal go other options).		
			□ Other				·
			Where is the property?				
				Nu	mber Street		
	•						
				Cit	<u></u>	State	ZIP Code
	•		Is the property insured?				
					l No		
					Yes. Insurance agency		
					Contact Name		
					Phone		
		-				· · · · · · · · -	
	Statistical and adminis	strati	ve information (on a cons	olida	ted basis)		
13.	Debtor's estimation of	Check	cone:				
•••	available funds	⊠ F	unds will be available for distrib	ution t	o unsecured creditors		
			after any administrative expense			able for distribi	ution to unsecured creditors.
			•		·	·	·
14,			-49 		1,000-5,000		25,001-50,000
			0-99 00-199		5,001-10,000	<b>⊠</b>	50,001-100,000 More than 100,000
			00-999		10,001-25,000		Wide that 100,000
15.	Estimated assets	□ \$	0-\$50,000		\$1,000,001-\$10 million		\$500,000,001-\$1 billion
		□ \$	50,001-\$100,000		\$10,000,001-\$50 million		\$1,000,000,001-\$10 billion
			100,001-\$500,000		\$50,000,001-\$100 millio		\$10,000,000,001-\$50 billion
		□ <b>\$</b>	500,001-\$1 million		\$100,000,001-\$500 milli	ion 🗆	More than \$50 billion
16.	Estimated liabilities	□ \$	0-\$50,000		\$1,000,001-\$10 million		\$500,000,001-\$1 billion
			50,001-\$100,000		\$10,000,001-\$50 million		\$1,000,000,001-\$10 billion
			100,001-\$500,000		\$50,000,001-\$100 millio	n 🛛	\$10,000,000,001-\$50 billion
	/	□ \$	500,001-\$1 million		\$100,000,001-\$500 milli	ion 🗆	More than \$50 billion

TΚ	Mexico	LLC	

Name

Case number (if known)

#### Request for Relief, Declaration, and Signatures

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WARNING — Bankruptcy fraud is a serious crime. Making a false statement 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.

- 17. Declaration and signature of authorized representative of debtor
- The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.
- I have been authorized to file this petition on behalf of the debtor.
- I have examined the information in this petition 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 06/25/2017 MM / DD / YYYY

×	/s/ Ken Bowling	Ken Bowling	
	Signature of authorized representative of debtor	Printed name	
	Secretary		
	Title	•	

## 18. Signature of attorney

/s/ Mark D. Collins	Date 06/25/2017				
Signature of attorney for debtor	MM / DD / YYYY				
Mark D. Collins	Ronit J. Berkovich				
Printed Name					
Richards, Layton & Finger, P.A.	Weil, Gotshal & Manges LLP				
Firm Name					
One Rodney Square, 920 North King Street	767 Fifth Avenue				
Number Street					
Wilmington, DE 19801	New York, NY 10153				
City/State/Zip					
(302) 651-7700	(212) 310-8000				
Contact phone					
collins@rlf.com	ronit.berkovich@weil.com				
Contact email address					
2981 DE					
Bar Number State					

## Schedule 1

## Pending Bankruptcy Cases Filed by the Debtor and Affiliates of the Debtor

On the date hereof, each of the affiliated entities listed below (including the debtor in this chapter 11 case) filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code in the United States Bankruptcy Court for the District of Delaware. The Debtors have filed a motion requesting that the chapter 11 cases of these entities be consolidated for procedural purposes only and jointly administered under the number assigned to the chapter 11 case of TK Holdings Inc.

COMPANY	CASE NUMBER
Takata Americas	17( )
TK Finance, LLC	17( )
TK China, LLC	17( )
TK Holdings Inc.	17( )
Takata Protection Systems Inc.	17( )
Interiors in Flight Inc.	17( )
TK Mexico Inc.	17( )
TK Mexico LLC	17( )
TK Holdings de Mexico, S. de R.L. de C.V.	17( )
Industrias Irvin de Mexico, S.A. de C.V.	17( )
Takata de Mexico, S.A. de C.V.	17( )
Strosshe-Mex, S. de R.L. de C.V.	17( )

## WRITTEN CONSENT OF THE SOLE MEMBER OF TK MEXICO LLC

June 25, 2017

Effective as of this 25th day of June, 2017, the undersigned, being the sole member (the "Member") of TK Mexico LLC, a Delaware limited liability company (the "Company"), does hereby approve, authorize, consent to and adopt the following recitals and resolutions and the actions therein authorized (this "Consent") to have the same force and effect as if adopted at a meeting of the Member, duly called and held as of the date hereof:

## I. Commencement of Chapter 11 Case

NOW, THEREFORE, BE IT RESOLVED, that the Member has determined, after consultation with the management and the legal and financial advisors of the Company, that it is desirable and in the best interests of the Company, its shareholders, creditors, and other parties in interest that a petition be filed by the Company seeking relief under the provisions of chapter 11 of title 11 of the United States Code (the "Bankruptcy Code"); and be it further

RESOLVED, that any officer of the Company (each, an "Authorized Officer"), in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, to negotiate, execute, deliver, and file, in the name and on behalf of the Company, and under its corporate seal or otherwise, all plans, petitions, schedules, statements, motions, lists, applications, pleadings, papers, affidavits, declarations, orders and other documents (the "Chapter 11 Filings") in the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court") (with such changes therein and additions thereto as any such Authorized Officer may deem necessary, appropriate or advisable, the execution and delivery of any of the Chapter 11 Filings by any such Authorized Officer with any changes thereto to be conclusive evidence that any such Authorized Officer deemed such changes to meet such standard); and be it further

**RESOLVED**, that any Authorized Officer, in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, in the name and on behalf of the Company, to take and perform any and all further acts and deeds that such Authorized Officer deems necessary, appropriate, or desirable in connection with the Company's chapter 11 case (the "Chapter 11 Case") or the Chapter 11 Filings, including, without limitation, (i) the payment of fees, expenses and taxes such Authorized Officer deems necessary, appropriate, or desirable, and (ii) negotiating, executing, delivering, performing and filing any and all additional documents, schedules, statements, lists, papers, agreements, certificates and/or instruments (or any amendments or modifications thereto) in connection with, or in furtherance of, the Chapter 11 Case with a view to the successful prosecution of the Chapter 11 Case (such acts to be conclusive evidence that such Authorized Officer deemed the same to meet such standard); and be it further

## II. Retention of Advisors

**RESOLVED**, that, in connection with the Chapter 11 Case, any Authorized Officer, in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, in the name and on behalf of the Company, to employ and retain all assistance by legal counsel, accountants, financial advisors, investment bankers and other professionals, on behalf of the Company, which such Authorized Officer deems necessary, appropriate or advisable in connection with, or in furtherance of, the Chapter 11 Case, with a view to the successful prosecution of the Chapter 11 Case (such acts to be conclusive evidence that such Authorized Officer deemed the same to meet such standard); and be it further

**RESOLVED**, that the law firm of Weil, Gotshal & Manges LLP, located at 767 Fifth Avenue, New York, New York 10153, is hereby retained as counsel for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

**RESOLVED**, that the law firm of Richards, Layton & Finger, P.A., located at One Rodney Square, 920 North King Street, Wilmington, Delaware 19807, is hereby retained as local counsel for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

**RESOLVED**, that the firm of Lazard Frères & Co. LLC, located at 30 Rockefeller Plaza, New York, New York 10112, is hereby retained as investment banker for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

**RESOLVED**, that the firm of PricewaterhouseCoopers LLP, located at 300 Madison Avenue, New York, New York 10017, is hereby retained as financial advisor for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

**RESOLVED**, that the firm of Ernst & Young LLP, located at 5 Times Square, New York, New York 10036, is hereby retained as tax advisor for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

**RESOLVED**, that the firm of Prime Clerk LLC, located at 830 Third Avenue, 9th Floor, New York, New York 10022, is hereby retained as claims, noticing and solicitation agent and administrative advisor for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

RESOLVED, that any Authorized Officer, in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, in the name and on behalf of the Company, to take and perform any and all further acts and deeds, including, without limitation, (i) the payment of any consideration, (ii) the payment of fees, expenses and taxes such Authorized Officer deems necessary, appropriate, or desirable, and (iii) negotiating, executing, delivering, performing, and filing any and all documents, motions, pleadings, applications, declarations, affidavits, schedules, statements, lists, papers, agreements, certificates and/or instruments (or any amendments or modifications thereto) in connection with the engagement of professionals contemplated by the foregoing resolutions (such acts to be conclusive evidence that such Authorized Officer deemed the same to meet such standard); and be it further

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## III. Accommodation Agreement

**RESOLVED**, that any Authorized Officer is hereby authorized, empowered, and directed, in the name and on behalf of the Company, to cause the Company to enter into, execute, deliver, certify, file or record, and perform, (i) that certain accommodation agreement (the "Accommodation Agreement"), substantially in the form presented to the Member, by and among the parties described therein, (ii) all provisions for adequate protection to be made by the Company and certain of its U.S. and Mexican direct and indirect subsidiaries, as set forth in the Accommodation Agreement, and (iii) such other documents, agreements, instruments and certificates as may be required by the Accommodation Agreement; and be it further

## IV. General Authorization and Ratification

RESOLVED, that any Authorized Officer, in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, in the name and on behalf of the Company, to take and perform any and all further acts or deeds, including, but not limited to, (i) the negotiation of such additional agreements, amendments, modifications, supplements, reports, documents, instruments, applications, notes or certificates not now known but which may be required, (ii) the execution, delivery and filing (if applicable) of any of the foregoing, and (iii) the payment of all fees, consent payments, taxes and other expenses as any such Authorized Officer, in his or her sole discretion, may approve or deem necessary, appropriate or desirable in order to carry out the intent and accomplish the purposes of the foregoing resolutions and the transactions contemplated thereby, all of such actions, executions, deliveries, filings and payments to be conclusive evidence of such approval or that such Authorized Officer deemed the same to meet such standard; and be it further

**RESOLVED**, that any and all past actions heretofore taken by any Authorized Officer, any director, or any member of the Company in the name and on behalf of the Company in furtherance of any or all of the preceding resolutions be, and the same hereby are, ratified, confirmed, and approved in all respects; and be it further

**RESOLVED**, that this Consent may be executed in any number of counterparts, and transmitted by facsimile or in portable document format (.pdf), each of which when executed shall have the same force and effect as an original, and all of which shall together constitute one and the same instrument.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned, being the sole member of the Company, hereby consents to the foregoing recitals and resolutions, effective as of the date first written above.

**SOLE MEMBER:** 

TK MEXICO INC.

Name: Yojehiro Nomura

Title: Director

Fill in this information to identify the case:		
Debtor Name TK Mexico LLC		
United States Bankruptcy Court for the: <u>District of Delaware</u>		Check if this is an
Case number (if known):		amended filing

## Official Form 204

Chapter 11 or Chapter 9 Cases: Consolidated List of Creditors Who Have the 50 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 50 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 50 largest unsecured claims.

Nar	ne of creditor and complete	Name, telephone number, and	Nature of the claim	Indicate if	Amount of u	nsecured claim	
mal	ling address, including zip code	email address of creditor contact	(for example, trade debts, bank loans, professional services, and government contracts)	claim is contingent, uniliquidated, or disputed	If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partia secured, fill in total claim amount and decreated for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1	Honda 24000 Honda Parkway Marysville, OH 43040	Name: Tom Lake Telephone: Email: tom_lake@ham.honda.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
2	Toyota 6565 Headquarters Drive Plano, TX 75024	Name: Cortney Romans Telephone: Email: cortney.romans@toyota.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
3	FCA 800 Chrysler Drive, Aubum Hills MI 48321-8004 USA	Name: Sigmund Huber Telephone: Email: sig.huber@fcagroup.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
4	Mazda 3-1 Shinchi, Fuchu-cho, Aki-gun Hiroshima, Japan 730-8670	Name: Mr. Tetsuto Nakamura, General Manager, Purchasing Division Telephone: Email: nakamura.tet@mazda.co.jp	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
5	Nissan 39001 Sunrise Farmington Hills, MI 48331	Name: Don Parshall Telephone: Email: don.parshall@nissan-usa.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
6	BMW Knorrstrasse 147 München, Germany 80788	Name: Sven Hofmann Telephone: Email: sven.sh.hofinann@bmw.de	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
7	Ford Town Center Offices, 18900 Michigan Ave Dearborn MI 48126, USA	Name: Dennis Barrish Telephone: Email: dbarrish@ford.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined

TK Mexico LLC

Case number (if known)

Name

Name of creditor and complete mailing address, including zip code		Name, telephone number, and email address of creditor	Nature of the claim	Indicate if	Amount of unsecured claim  If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
		contact	debts, bank loans, professional services, and government contracts)	contingent, unitquidated, or disputed			
8	GM/Saab 30001 Van Dyke Road, Mail Code: 480-210-855 Warren, MI 48090-9020	Name: Mark Fisher Telephone: Email: mark.w.fischer@gm.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
9	Mitsubishi I, Nakashinkiri, Hashime-cho, Okazaki, Aichi Pref., Japan	Name: Takashi Ito Telephone: Email: takashi.ito@mitsubishi- motors.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
10	Subaru 2235 Marlton Pike W Cherry Hill, NJ 08002, USA	Name: Terri Woodard Claybrook, Director-Associate General Counsel Telephone: Email: telaybrook@subaru.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
II	Daimler/Mercedes Benz/Daimler Trucks HPC: G036, Schickardstr. 30, D- 71034 Böblingen, Germany	Name: Goetz Rachner Telephone: Email: goetz.rachner@daimler.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
12	Volkswagen/Audi Brieffach 1618, D-38436 Wolfsburg, Germany	Name: Dirk Taeger Telephone: Email: dirk.taeger@volkswagen.de	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
13	Tosla 3500 Deer Creek Road Palo Alto, CA 94304, USA	Name: Telephone: Email:	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
14	Forest River 55470 Country Road 1 Elkhart, IN 4614	Name: Telephone: Email:	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
15	Fisker 5515 East La Palma Anaheim, CA 92807 USA	Name: Telephone: Email:	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
16	Ferrari 250 Sylvan Ave Englewood Cliffs, NJ 07632, USA	Name: Telephone: Email:	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
17	Jaguar Land Rover First Floor Building 552-G/8/3 Banbury Road Gaydon, UK CV35 0RR	Name: Antony Cunningham Telephone: Email: ACunning@jaguarlandrover.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
18	US Economic Loss MDL Class Action, Plaintiffs Steering Committee Podhurst Orseck, P.A., 25 W. Flagler St., Ste. 800	Name: Peter Prieto of Podhurst Orseck, P.A. as Chair Lead Counsel Telephone: 305-358-2800 Fax: 305-358-2382 Email:	Litigation - Economic Loss	C, U, D			Undetermined
19	Miami, FL 33130  Canada Economic Loss Class Action Plaintiffs 1561 Ouellette Avenue Windsor, Ontario, N8X 1K5	Name: Sutts, Strosberg LLP Telephone: 519-258-9333 Fax: 866-316-5311 Email:	Litigation - Economic Loss	C, U, D	the state of the s		Undetermined

TK Mexico LLC

Name

Case number (if known)

Name of creditor and complete mailing address, including zip code		Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans,	Indicate if claim is contingent,	Amount of unsecured claim  If the claim is fully unsecured, fill in only		
			professional services, and government contracts)	unliquidated, or disputed	unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
20	State of Hawaii, by its Office of Consumer Protection Cronin, Fried, Sekiya, Kekina & Fairbanks 600 Davies Pacific Center 841 Bishop Street Honolulu, Hawaii 96813	Name: L. Richard Fried, Jr. Patrick F. McTerman Telephone: 808-524-1433 Email:	Litigation	C, U, D		Undetermined	
21	U.S. Virgin Islands, by its Attorney General on behalf of the Department of Licensing and Consumer Affairs Motley Rice LLC 401 9th St. NW, Suite 1001 Washington, DC 20004	Name: Linda Singer Telephone: 202-386-9626 ext. 5626 Fax: 202-386-9622 Email:	Litigation	C, U, D		Undetermined	
22	State of New Mexico, by its Attorney General Dicello, Levitt & Casey Ten North Dearborn Street, 11th Floor Chicago, Illinois 60602	Name: Adam J. Levitt Telephone: 312-214-7900 Email:	Litigation	C, U, D		Undetermined	
23	National Highway Traffic Safety Administration 1200 New Jersey Avenue, SE, West Building Washington, DC 20590	Name: Telephone: Email:	Fines & Penaltics	ar an		\$180,000,000.00	
24	Daicel Safety Systems 720 Old Liberty Church Road Beaver Dam, KY 42320	Name: Stacey Veteto Telephone: 270-274-2600 Email:	Trade			\$11,371,896.48	
25	XPO Logistics Worldwide 560 Mission Street, Suite 2950 San Francisco, CA 94105-2992	Name: Eric Rudkin Telephone: 503-450-5806 Email:	Trade	V		\$5,000,000.00	
26	Special Devices, Inc. 3431 N. Reseda Circle Mesa, AZ, 44060, US	Name: Abel Tejada Telephone: 480-832-0774 Email:	Trade	To page and a superior and a superio		\$3,973,346.78	
27	ARC Automotive 1357 Veterans Way Morgantown, KY 42261	Name: Bob Knight Telephone: 734-340-4980 Email:	Trade	on and the second secon		\$2,058,845.29	
28	O&S California, Inc. 9731 Siempre Viva Road, Suite E San Diego, CA 92154	Name: Bianca Gonzalez Telephone: 619-661-1800 Fax: 619 661-1900 Email:	Trade			\$1,761,915.09	
29	Pegasus Auto Parts Arco Vial 3.8 Numero 3810, Santa Catarina Nuevo Leon, CP 66100, Mexico	Name: Masamichi Mima Telephone: 555-136-3377 Email:	Trade			\$1,489,561.60	
30	Kayaku Safety Systems De Ave. Ruben J. Villarreal S/N Ex. Hacienda San Isidro, Salinas Victoria Nuevo Leon, Mexico 65503	Name: Alex Orozco Telephone: 8158-0000 X475 Email:	Trade		And Andrew Service and Andrew Service	\$1,392,726.64	
31	Praxair Mexico S De R Biologo Masimino Mtz 3804; San Salvador Xochimanca PME960701GGo Mexico D.F. MX 02870	Name: Carlos Cazares Telephone: 866-635-3162 Email:	Trade			\$1,132,128.85	

TK Mexico LLC

Name

Case number (if known)

Name of creditor and complete mailing address, including zip code		Name, telephone number, and email address of creditor	Nature of the claim (for example, trade	Indicate if claim is	Amount of unsecured claim  If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate		
		contact	debts, bank loans, professional services, and government	contingent, unliquidated, or disputed			
(feli			contracts)		unsecured claim,		
32	Robles, Delia represented by Contreras, Jose 19182 Lyle Ave Corona, CA 92881	Name: Delia Robles Telephone: 951-283-9337 Email:	Litigation - Personal Injury	C, U, D		Undetermined	
33	Krasulja, Janiece 450 Seventh Avenue - 44th Floor New York, NY 10123	Name: Marc J. Rothenberg / The Rothenberg Law Firm Telephone: Email: 212-563-0100	Litigation - Personal Injury	C, U, D	A CAMPA CAMP	Undetermined	
34	Contreras, Jose; Martinez, Jessica and Daisy 1055 West 7th Street, 33rd Floor Penthouse Los Angeles, CA 90017	Name: Child & Marton LLP Telephone: 213-627-3113 Fax: 213-623-9237 (fax) Email:	Litigation - Personal Injury	C, U, D		Undetermined	
35	Shinsho K'mac 26200 Town Center Dr #160 Novi, MI, 38655, US	Name: Yuki Yoshida Telephone: 248-305-9174 Fax: 248-305-9365 Email:	Trade		A commence of the commence of	\$995,458.03	
36	AFX Industries LLC 1411 Third Street, Suite G Port Huron, MI 48060	Name: Telephone: 810-966-4650 Fax: 810-987-8149 Email: mlowrie@afixindustries.com	Trade		eren an en	\$857,251.77	
37	3D Plastic, Inc. P.O. Box 72488 Cleveland, OH 44192-0002	Name: Linda Boles Telephone: 903-291-9333 Fax: 903-844-9338 Email:	Trade		and of the second se	\$833,151.93	
38	J&S America 1820 E. University Drive, Auburn, AL 36830	Name: C/O Machen, McChesney & Chastain Telephone: 334-501-8900 Fax: 334-501-8905 Email:	Trade		Milled Lab Maller Frenzer - Cliffed halfe klad Milleren Wisserh van	\$790,789.68	
39	Matsuju Mexicana Sa De CV Circuito San Roque Sur 323 C.P.36275 Parque Industrial Santa Fe Ampliacion Silao Guanajuato Mexico	Name: Shoji Kanbara Telephone: 472-748-9092 Email:	Trade	en (n. e. e. en elektrologia kantala kantala kentala kentala kentala kentala kentala kentala kentala kentala k	and an electric service and an electric service and an electric service and an electric service and an electric	\$783,108.87	
40	Extra Publicidad Y Servicios, S.A De C.V. Brasil 607 A Col. Guadalupe 25750- Monclova Monclova Coahuila De Zaragoza Mexico	Name: Gerardo Aguilar Telephone: 866-631-2269 Email:	Trade			\$773,227.30	
41	Hy-GRO Chemicals Unit 203,204 2nd Floor; Sardar Patel Road, Secunderabaad, A.P. India	Name: Vivek Bishnoi Telephone: 00 91 4 27720233 Fax: 00 91 4 27848394 Email:	Trade			\$755,176.02	
42	Hayakawa Electronics 10 Industrial Drive Oxford, MS, L7I 4x6, US	Name: Allison Bailey Telephone: 662-234-1410 Fax: 662-234-1429 Email:	Trade			\$704,557.30	
43	Kalkaska Screw Products 775 Rabourn Road Kalkaska, MI, 48026, US	Name: Paul Stewart Telephone: 231-258-2560 Fax: 231-258-5215 Email:	Trade			\$670,452.50	
44	Indiana Automotive 1300 West Anderson Boulevard Greenfield, IN, 48375, US	Name: Cleo Walker Telephone: 317-467-0100 X231 Fax: 317-467-0400 Email:	Trade	Andrew Are a server of the Address State (Art Land Village and Art Land Village Art Land Vi	garnilaga, agram; nju v, mrginaga nasam nasannem	\$644,814.81	

TK Mexico LLC

P	Vla	m	0

Case number (if known)

Name of creditor and complete mailing address, including zip code		9.41.0~4.21.0		Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim  If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim,		
45	STT USA Inc 28175 Haggerty Road Suite 159 Novi, MI 48377	Name: Atsuharu Uchida Telephone: 248-994-5733 Email:	Trade			\$619,752.00	
46	Gemini Plastics Inc. 4385 Garfield St Ubly, MI, 60673-7149, US	Name: Telephone: 989-658-8557 Fax: 989-658-8041 Email:	Trade			\$613,483.61	
47	Global Tck (WUXI) CO LTD No 17-15 Change Jiang S RD; Wuxi Nat'l Hi-Tech Ind De; Wuxi Jiangsu, China 214028	Name: Daisie Chen Telephone: 801-391-7511 Email:	Trade			\$501,554.69	
48	Gentherm Inc 21680 Haggarty Road Northville, MI 48167	Name: Elias Chidiac Telephone: 248-504-0500 Fax: 248-348-9734 Email: info@gentherm.com	Trade			\$482,928.89	
49	Higuchi Manufacturing America LLC. 14901 Southton Road San Antonio, TX 78112	Name: Makoto Suzuki Telephone: 210-633-2877 Fax: 210-633-9228 Email:	Trade			\$474,346.25	
50	Mitsubishi Chemical 2001 Hood Road Greer, SC, 45403, US	Name: Traci Mefford Telephone: 864-879-5269 or 864-879- 5613 Email:	Trade	The state of the s		\$469,684.75	

Fill in this information to identify the case and this filing:
Debtor Name TK Mexico LLC
United States Bankruptcy Court for the: District of Delaware
Case number (If known):
Official Form 202
Declaration Under Penalty of Perjury for Non-Individual Debtors 12/15
An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.
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.
Declaration and signature
I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.
I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:
☐ Schedule A/B: Assets—Real and Personal Property (Official Form 206A/B)
☐ Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)
☐ Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)
☐ Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)
☐ Schedule H: Codebtors (Official Form 206H)
☐ Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)
☐ Amended Schedule
Chapter 11 or Chapter 9 Cases: Consolidated List of Creditors Who Have the 50 Largest Unsecured Claims and Are Not Insiders (Official Form 204)
☐ Other documents that require a declaration:
I declare under penalty of perjury that the foregoing is true and correct.
Executed on: 06/25/2017 /s/ Ken Bowling  MM/DD/YYYY Signature of individual signing on behalf of debtor

Position or relationship to debtor

Ken Bowling
Printed name
Secretary

## UNITED STATES BANKRUPTCY COURT DISTRICT OF DELAWARE

	X	
In re	•	Chapter 11
TK HOLDINGS INC., et al.,	:	Case No. 17( )
Debtors. <sup>1</sup>	:	Joint Administration Requested
	X	

## CONSOLIDATED CORPORATE OWNERSHIP STATEMENT PURSUANT TO FED. R. BANKR. P. 1007(a)(1) AND 7007.1 AND LOCAL RULE 1007-1(a)

Pursuant to Rules 1007(a)(1) and 7007.1 of the Federal Rules of Bankruptcy Procedure and Rule 1007-1(a) of the Local Rules of Bankruptcy Practice and Procedure for the United States

Bankruptcy Court for the District of Delaware, TK Holdings Inc. ("TKH") and its affiliated debtors in the above-captioned chapter 11 cases, as debtors and debtors in possession (collectively, the "Debtors"), respectfully represent:

1. The Debtors are each, directly or indirectly, wholly-owned subsidiaries of Takata Corporation ("*TKJP*"), a corporation organized under the laws of Japan and publicly traded on the Tokyo Stock Exchange under the trading name "7312T." To the best of the Debtors' knowledge and belief, based on third party information and publicly filed disclosures, no person or entity, directly owns 10% or more of TKJP's common stock other than TKJ Co., Ltd., which owns fifty-two and one-tenth percent (52.1%). One hundred percent (100%) of the ownership interests of TKJ Co., Ltd. is directly owned by Takata Sogyo Corporation. Attached hereto as **Exhibit A** is

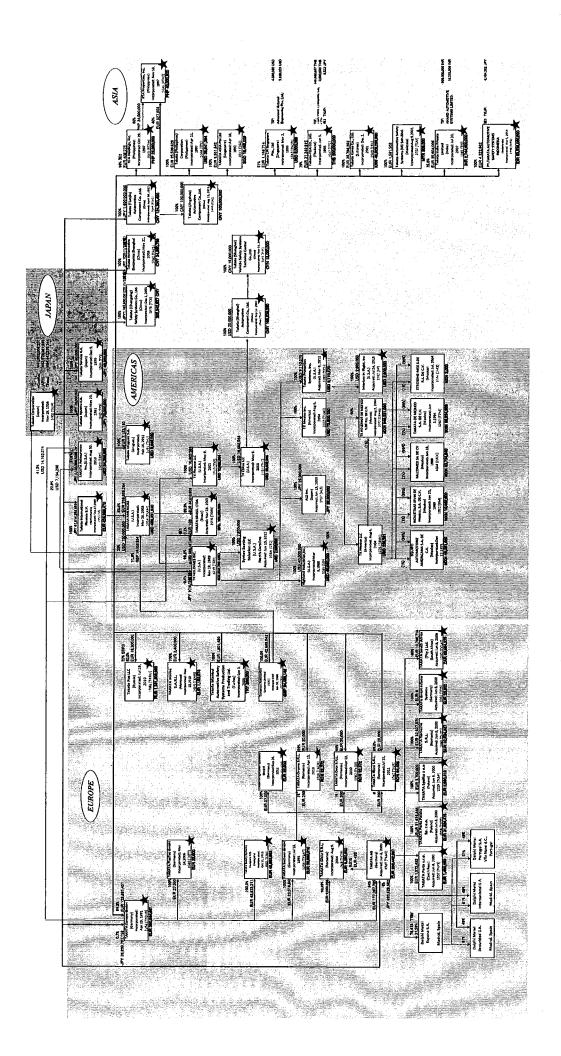
<sup>&</sup>lt;sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, as applicable, are: Takata Americas (9766); TK Finance, LLC (2753); TK China, LLC (1312); TK Holdings Inc. (3416); Takata Protection Systems Inc. (3881); Interiors in Flight Inc. (4046); TK Mexico Inc. (8331); TK Mexico LLC (9029); TK Holdings de Mexico, S. de R.L. de C.V. (N/A); Industrias Irvin de Mexico, S.A. de C.V. (N/A); Takata de Mexico, S.A. de C.V. (N/A); and Strosshe-Mex, S. de R.L. de C.V. (N/A). Except as otherwise set forth herein, the Debtors' international affiliates and subsidiaries are not debtors in these chapter 11 cases. The location of the Debtors' corporate headquarters is 2500 Takata Drive, Auburn Hills, Michigan 48326.

- an organizational chart reflecting all of the ownership interests of the Debtors and their nondebtor affiliates.
- 2. As set forth on **Exhibit A**, nineteen and two-tenths percent (19.2%) of the ownership interests of Takata Americas is directly owned by TKJP, sixty-eight and three-tenths percent (68.3%) is directly owned by Takata International Finance B.V. ("TIF"), a Besloten Vennootschap organized under the laws of the Netherlands, and the remaining twelve and one-half percent (12.5%) is directly owned by European Automotive Systems Limited ("EASL"), a limited liability company organized under the laws of the United Kingdom. Each of TIF and EASL is, directly or indirectly, wholly-owned by TKJP.
- 3. One hundred percent (100%) of the ownership interests of TK Finance, LLC ("TK Finance") is directly owned by Takata Americas.
- 4. One hundred percent (100%) of the ownership interests of TK China, LLC is directly owned by TK Finance and indirectly owned by Takata Americas.
- 5. Ninety-nine and six-tenths percent (99.6%) of the ownership interests of TKH is directly owned by Takata Americas and the remaining four-tenths percent (0.4%) is directly owned by TKJP.
- 6. One hundred percent (100%) of the ownership interests of Takata Protection Systems Inc. ("TPS") is directly owned by TKH and indirectly owned by Takata Americas.
- 7. One hundred percent (100%) of the ownership interests of Interiors in Flight Inc. is directly owned by TPS and indirectly owned by TKH and Takata Americas.
- 8. One hundred percent (100%) of the ownership interests of TK Mexico Inc. ("*TKMI*") is directly owned by TKH and indirectly owned by Takata Americas.
- 9. One hundred percent (100%) of the ownership interests of TK Mexico LLC ("*TKML*") is directly owned by TKMI and indirectly owned by TKH and Takata Americas.
- 10. Greater than ninety-nine and nine-tenths percent (99.9%) of the ownership interests of TK Holdings de Mexico, S. de R.L. de C.V. ("TK Holdings de Mexico") is directly owned by TKMI

- and the remaining less than one-tenth percent (0.1%) is directly owned by TKML. TK Holdings de Mexico is indirectly owned by TKH and Takata Americas.
- 11. Greater than ninety-nine and nine-tenths percent (99.9%) of the ownership interests of Industrias Irvin de Mexico, S.A. de C.V. ("Industrias Irvin") is directly owned by TK Holdings de Mexico and the remaining less than one-tenth percent (0.1%) is directly owned by TKML. Industrias Irvin is indirectly owned by TKMI, TKH, and Takata Americas.
- 12. Greater than ninety-nine and nine-tenths percent (99.9%) of the ownership interests of Takata de Mexico, S.A. de C.V. ("*TK DM*") is directly owned by TK Holdings de Mexico and the remaining less than one-tenth percent (0.1%) is directly owned by TKML. TK DM is indirectly owned by TKMI, TKH, and Takata Americas.
- 13. Greater than ninety-nine and nine-tenths percent (99.9%) of the ownership interests of Strosshe-Mex, S. de R.L. de C.V. ("SMX") is directly owned by TK Holdings de Mexico and the remaining less than one-tenth percent (0.1%) is directly owned by TKML. SMX is indirectly owned by TKMI, TKH, and Takata Americas.

## Exhibit A

## **Corporate Organizational Chart**



Fill in this information to identify the ease and	I thin filings
Fill in this information to identify the case and	runs ming:
Debtor Name TK Mexico LLC	
United States Bankruptcy Court for the: District of Delaware	2
Case number (If known):	
Official Form 202 Declaration Under Penalty of Perjury for Non	i-Individual Debtors 12/15
and submit this form for the schedules of assets a included in the document, and any amendments	of a non-individual debtor, such as a corporation or partnership, must sign and liabilities, any other document that requires a declaration that is not of those documents. This form must state the individual's position or ument, and the date. Bankruptcy Rules 1008 and 9011.
WARNING Bankruptcy fraud is a serious crin property by fraud in connection with a bankruptcy or both. 18 U.S.C. §§ 152, 1341, 1519, and 357	ne. Making a false statement, concealing property, or obtaining money or by case can result in fines up to \$500,000 or imprisonment for up to 20 years, I.
Declaration and signature	
I am the president, another officer, or an au partnership; or another individual serving a	thorized agent of the corporation; a member or an authorized agent of the s a representative of the debtor in this case.
I have examined the information in the doc true and correct:	uments checked below and I have a reasonable belief that the information is
☐ Schedule A/B: Assets—Real and Person	al Property (Official Form 206A/B)
☐ Schedule D: Creditors Who Have Claim	ns Secured by Property (Official Form 206D)
☐ Schedule E/F: Creditors Who Have Uns	secured Claims (Official Form 206E/F)
☐ Schedule G: Executory Contracts and U	Jnexpired Leases (Official Form 206G)
☐ Schedule H: Codebtors (Official Form	206H)
☐ Summary of Assets and Liabilities for ?	Non-Individuals (Official Form 206Sum)
☐ Amended Schedule	
☐ Chapter 11 or Chapter 9 Cases: Consoli Not Insiders (Official Form 204)	idated List of Creditors Who Have the 50 Largest Unsecured Claims and Are
☑ Other documents that require a declarat	ion: Corporate Ownership Statement
I declare under penalty of perjury that the f	oregoing is true and correct.
Executed on: 06/25/2017 MM/DD/YYYY	/s/ Ken Bowling Signature of individual signing on behalf of debtor
	Ken Bowling
	Printed name
	Secretary

Position or relationship to debtor

## LIST OF EQUITY SECURITY HOLDERS

(TK Mexico LLC)

Name and Last Known Address of Equity Interest Holder	Kind/Class of Interest	Number of Interests Held
TK Mexico Inc.	Membership	
2500 Takata Drive Auburn Hills, Michigan 48326	Interests	100%

Fill in this information to identify the case and this filing:
This in this information to identify the case and this ming.
Debtor Name TK Mexico LLC
United States Bankruptcy Court for the: <u>District of Delaware</u>
Case number (If known):
Official Form 202  Declaration Under Penalty of Perjury for Non-Individual Debtors  12/15
An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.
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.
Declaration and signature
I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.
I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:
☐ Schedule A/B: Assets—Real and Personal Property (Official Form 206A/B)
☐ Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)
☐ Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)
☐ Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)
☐ Schedule H: Codebtors (Official Form 206H)
☐ Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)
Amended Schedule
☐ Chapter 11 or Chapter 9 Cases: Consolidated List of Creditors Who Have the 50 Largest Unsecured Claims and Are Not Insiders (Official Form 204)
☑ Other documents that require a declaration: <u>List of Equity Security Holders</u>
I declare under penalty of perjury that the foregoing is true and correct.

Position or relationship to debtor

/s/ Ken Bowling

Ken Bowling
Printed name
Secretary

Signature of individual signing on behalf of debtor

x

Executed on: <u>06/25/2017</u>

MM/DD/YYYY

## Tab G

This is **Exhibit "G"** referred to in the affidavit of **SHARON KOUR** sworn before me this 28th day of June, 2017

A Commissioner for taking affidavits

Fi	l in this inform	ation to identify th	ne case				
Ųr	ited States Ban	kruptcy Court for th	ie:				
Di	strict of Delaw	are					
Ca	ise number ( <i>If ki</i>	nown):		Chapter 11			
L							Check if this is an amended filing
$\bigcirc$	fficial For	m 201					
_			n for N	lon-Individu:	als Filing for	Bankruptc	<b>V</b> 04/16
		_			any additional pages, write	<del></del>	
nui	nber (if known)	. For more inform	ation, a separa	ite document, <i>Instruction</i>	s for Bankruptcy Forms for	Non-Individuals, is ava	the case ilable.
1.	Debtor's nar	me	Interiors	in Flight Inc.	•		<i>[]</i>
		and the second second of the second second					Z B
Δ	II other name	s debtor used	TPS Acquis	sition Inc.			# 8/X
-	the last 8 ye		Ti o Abquit				PTCYCE PTCYCE SOFET
		med names, trade		<u> </u>			# F // S
	ames, and <i>doing</i> ames	g business as			· · · · · · · · · · · · · · · · · · ·		<u> ₹</u> € \\ ]
	en november of the second section of the second section of	STEELE TO THE TOTAL STEELE		And the second section of the second section of the second section of the second section secti	to the state of th	1 72 . 	3/5 // YO
3.		leral Employer n Number (EIN)	<u>46</u> – <u>302</u> 4	<u> 1046</u>		COPY	U. S. BA
		er i a ver voi i on i on i on i on					TENNES OF THE STATE OF THE STAT
1.	Debtor's	Principal place	of business		Mailing address,	if different from princip	al place of business
	address					SEA AS L	A A
		2500 Number	Takata Drive Street	<del>-,,,</del>	Number	Street	
		Mainbei	Ollock		Number	0,100,1	
					P.O. Box		
					•		
		Auburn Hills City	MI State	48326 ZIP Code	City	State	ZIP Code
		•			Location of princ	cipal assets, if different	from principal place
					of business	•	, , ,
		Oakland					
		Oakland County	<del></del>	<del></del>			
			<u> </u>	<del></del>	Number	Street	
					Number	Street	

Page 1

□ Partnership (excluding LLP)□ Other. Specify:

6. Type of debtor



Debto	Interiors in Flight Inc.				Case number (if	known)			
	Name								
		A. Che	ck one:						
7.	Describe debtor's business		ulib Cara Bua	inage (or defined in 44 H.C.)	C 6 404/07A))				
		<ul> <li>☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))</li> <li>☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))</li> </ul>							
			-	ned in 11 U.S.C. § 101(44))	.3.0. 9 101(313))				
			•	defined in 11 U.S.C. § 101(44))	53A))				
				er (as defined in 11 U.S.C. §					
				·					
		<ul> <li>☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))</li> <li>☒ None of the above: Manufacturer of Executive and Corporate Aircraft Interiors</li> </ul>							
					ta diploma esperimento de la composición del composición de la composición de la composición del composición de la composición del composición de la composición de la composición del composi				
		B. Che	ck all that app	oly:			•		
	••	□ Tax- entity (as described in 26 U.S.C. § 501)							
		□ Inv	estment advis	pany, including hedge fund o sor (as defined in 15 U.S.C.	§ 80b-2(a)(11))	,			
		Augustasi.	Nother of 14		an e Wei hai na bheachail				
				nerican Industry Classification			cribes debtor. See		
		nttp	://www.uscou	urts.gov/four-digit-national-as	ssociation-naics-code	<u>es</u> .			
		811	4						
8.	Under which chapter of the Bankruptcy Code is the	Check	one:						
	ebtor filing?	☐ Cha	pter 7						
	•	☐ Cha	pter 9						
		☑ Chapter 11. Check all that apply:							
		☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to							
				insiders or affiliates) are less on 4/01/19 and every 3 year	s than \$2,566,050 (a				
				The debtor is a small busine					
		debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or							
				if all of these documents do					
				1116(1)(B).			•		
				A plan is being filed with this	petition.				
		☐ Acceptances of the plan were solicited prepetition from one or more classes of							
				creditors, in accordance with 11 U.S.C. § 1126(b).					
				The debtor is required to file the Securities and Exchang					
				Securities Exchange Act of					
				Non-Individuals Filing for B					
				with this form.		0bi <b>F</b> t	A-6-8		
				The debtor is a shell compa 1934 Rule 12b-2.	ny as defined in the	Securities Excha	inge Act of		
		☐ Cha	apter 12	TOOT NUIC TED-E.					
	3 ···		- F-19-		·				
9.	Were prior bankruptcy cases	⊠ No							
	filed by or against the debtor within the last 8 years?	☐ Yes	District	When		Case number			
					MM/ DD/ YYYY	-			
	If more than 2 cases, attach a separate list.								
	soparate ist.		District	When	<del></del>	_ Case number_			
			•		MM / DD/ YYYY				
10.	Are any bankruptcy cases	□ No							
	pending or being filed by a business partner or an	⊠ Yes	Debtor	See attached Schedule	e 1	Relationship	See attached Schedule 1		
	affiliate of the debtor?		District	See attached Schedule	e 1	When	06/25/2017		
	List all cases. If more than 1,			umber, if known			MM / DD/ YYYY		

ebtor	Interiors in Flight Inc.	Case number (if known)						
11.	Why is the case filed in this district?	Che	eck all that apply:					
			immediately preceding the dat					
		⊠	A bankruptcy case concerning			er, or partner	ship is	pending in this district.
12.	Does the debtor own or have	⊠ No						
	possession of any real				414		d ditia	and shoots if needed
	property or personal property that needs immediate	LI 1	es. Answer below for each pro					mai sneets ii needed.
	attention?		Why does the property need immediate attention? (Check all that apply.)  ☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public					
			health or safety.					
			What is the hazard?					
			☐ It needs to be physical	lly sec	cured or protected from the	weather.		
	•		It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).					
		☐ Other						
			Where is the property?					
				Nu	mber Street			
	••			Cit	v	State		ZIP Code
			Is the property insured?	O.C.	,	O.L.C.		
			is the property modical		) No			
					Yes. Insurance agency			
					Contact Name			····
					Phone			
							<del></del>	
	Statistical and adminis	trativ	e information (on a conso	olidat	ted basis)			
		hock	one.					
13.	available funds	Check one:						
			ınds will be available for distribu			-lula fan diatri	hudlan d	a unacquired areditors
		□ Af	ter any administrative expenses	are p	paid, no funds will be avail	able for distri	DULION L	o unsecured creditors.
14.	Estimated number of	□ 1-	49		1,000-5,000		25.0	001-50,000
- ••			-99		5,001-10,000	<u> </u>	-	001-100,000
	(	3 10	0-199		10,001-25,000		] Mor	e than 100,000
	[	□ 20	0-999					
15.	Estimated assets	⊐ \$0	-\$50,000		\$1,000,001-\$10 million		3 \$50	0,000,001-\$1 billion
			0,001-\$100,000		\$10,000,001-\$50 million			000,000,001-\$10 billion
			00,001-\$500,000		\$50,000,001-\$100 millio		3 \$10	,000,000,001-\$50 billion
	Ţ	□ \$5	00,001-\$1 million		\$100,000,001-\$500 milli	on [	□ Moi	e than \$50 billion
16.	Estimated liabilities	⊐ \$0	-\$50,000		\$1,000,001-\$10 million		350	0,000,001-\$1 billion
			0,001-\$100,000		\$10,000,001-\$50 million		3 \$1,0	000,000,001-\$10 billion
	Į		00,001-\$500,000		\$50,000,001-\$100 millio	n 🛭	₫ \$10	,000,000,001-\$50 billion
	ī		00,001-\$1 million		\$100,000,001-\$500 mill	ion 🗆	∃ Moi	e than \$50 billion

Interiors in Flight Inc.	<u> </u>	Case number (if known)	
Name			

#### Request for Relief, Declaration, and Signatures

×

- WARNING Bankruptcy fraud is a serious crime. Making a false statement 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.
  - 17. Declaration and signature of authorized representative of debtor
- The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.
  - I have been authorized to file this petition on behalf of the debtor.
- I have examined the information in this petition 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 06/25/2017 MM / DD / YYYY

/s/ Ken Bowling	Ken Bowling		
Signature of authorized representative of debtor	Printed name		
Secretary			
Title			

18. Signature of attorney

/s/ Mark D. Collins	Date 06/25/2017
Signature of attorney for debtor	MM / DD / YYYY
Mark D. Collins	Ronit J. Berkovich
Printed Name	
Richards, Layton & Finger, P.A.	Weil, Gotshal & Manges LLP
Firm Name	
One Rodney Square, 920 North King Street	767 Fifth Avenue
Number Street	
·	
Wilmington, DE 19801	New York, NY 10153
City/State/Zip	
,	
(302) 651-7700	(212) 310-8000
Contact phone	
collins@rlf.com	ronit.berkovich@weil.com
Contact email address	
2981 DE	
Bar Number State	

## Schedule 1

## Pending Bankruptcy Cases Filed by the Debtor and Affiliates of the Debtor

On the date hereof, each of the affiliated entities listed below (including the debtor in this chapter 11 case) filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code in the United States Bankruptcy Court for the District of Delaware. The Debtors have filed a motion requesting that the chapter 11 cases of these entities be consolidated for procedural purposes only and jointly administered under the number assigned to the chapter 11 case of TK Holdings Inc.

COMPANY	CASE NUMBER
Takata Americas	17( )
TK Finance, LLC	17( )
TK China, LLC	17( )
TK Holdings Inc.	17( )
Takata Protection Systems Inc.	17( )
Interiors in Flight Inc.	17( )
TK Mexico Inc.	17( )
TK Mexico LLC	17( )
TK Holdings de Mexico, S. de R.L. de C.V.	17( )
Industrias Irvin de Mexico, S.A. de C.V.	17( )
Takata de Mexico, S.A. de C.V.	17( )
Strosshe-Mex, S. de R.L. de C.V.	17( )

## UNANIMOUS WRITTEN CONSENT OF THE BOARD OF DIRECTORS OF INTERIORS IN FLIGHT INC.

June 25, 2017

Effective as of this 25th day of June, 2017, the undersigned, constituting all of the members of the board of directors (the "Board") of Interiors in Flight Inc., a Florida corporation (the "Company"), do hereby approve, authorize, consent to and adopt the following recitals and resolutions and the actions therein authorized (this "Consent") to have the same force and effect as if adopted at a meeting of the Board, duly called and held as of the date hereof:

## I. Commencement of Chapter 11 Case

NOW, THEREFORE, BE IT RESOLVED, that the Board has determined, after consultation with the management and the legal and financial advisors of the Company, that it is desirable and in the best interests of the Company, its shareholders, creditors, and other parties in interest that a petition be filed by the Company seeking relief under the provisions of chapter 11 of title 11 of the United States Code (the "Bankruptcy Code"); and be it further

RESOLVED, that any officer of the Company (each, an "Authorized Officer"), in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, to negotiate, execute, deliver, and file, in the name and on behalf of the Company, and under its corporate seal or otherwise, all plans, petitions, schedules, statements, motions, lists, applications, pleadings, papers, affidavits, declarations, orders and other documents (the "Chapter 11 Filings") in the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court") (with such changes therein and additions thereto as any such Authorized Officer may deem necessary, appropriate or advisable, the execution and delivery of any of the Chapter 11 Filings by any such Authorized Officer with any changes thereto to be conclusive evidence that any such Authorized Officer deemed such changes to meet such standard); and be it further

RESOLVED, that any Authorized Officer, in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, in the name and on behalf of the Company, to take and perform any and all further acts and deeds that such Authorized Officer deems necessary, appropriate, or desirable in connection with the Company's chapter 11 case (the "Chapter 11 Case") or the Chapter 11 Filings, including, without limitation, (i) the payment of fees, expenses and taxes such Authorized Officer deems necessary, appropriate, or desirable, and (ii) negotiating, executing, delivering, performing and filing any and all additional documents, schedules, statements, lists, papers, agreements, certificates and/or instruments (or any amendments or modifications thereto) in connection with, or in furtherance of, the Chapter 11 Case with a view to the successful prosecution of the Chapter 11 Case (such acts to be conclusive evidence that such Authorized Officer deemed the same to meet such standard); and be it further

#### II. Retention of Advisors

RESOLVED, that, in connection with the Chapter 11 Case, any Authorized Officer, in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, in the name and on behalf of the Company, to employ and retain all assistance by legal counsel, accountants, financial advisors, investment bankers and other professionals, on behalf of the Company, which such Authorized Officer deems necessary, appropriate or advisable in connection with, or in furtherance of, the Chapter 11 Case, with a view to the successful prosecution of the Chapter 11 Case (such acts to be conclusive evidence that such Authorized Officer deemed the same to meet such standard); and be it further

**RESOLVED**, that the law firm of Weil, Gotshal & Manges LLP, located at 767 Fifth Avenue, New York, New York 10153, is hereby retained as counsel for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

**RESOLVED**, that the law firm of Richards, Layton & Finger, P.A., located at One Rodney Square, 920 North King Street, Wilmington, Delaware 19807, is hereby retained as local counsel for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

**RESOLVED**, that the firm of Lazard Frères & Co. LLC, located at 30 Rockefeller Plaza, New York, New York 10112, is hereby retained as investment banker for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

**RESOLVED**, that the firm of PricewaterhouseCoopers LLP, located at 300 Madison Avenue, New York, New York 10017, is hereby retained as financial advisor for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

**RESOLVED**, that the firm of Ernst & Young LLP, located at 5 Times Square, New York, New York 10036, is hereby retained as tax advisor for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

**RESOLVED**, that the firm of Prime Clerk LLC, located at 830 Third Avenue, 9th Floor, New York, New York 10022, is hereby retained as claims, noticing and solicitation agent and administrative advisor for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

RESOLVED, that any Authorized Officer, in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, in the name and on behalf of the Company, to take and perform any and all further acts and deeds, including, without limitation, (i) the payment of any consideration, (ii) the payment of fees, expenses and taxes such Authorized Officer deems necessary, appropriate, or desirable, and (iii) negotiating, executing, delivering, performing, and filing any and all documents, motions, pleadings, applications, declarations, affidavits, schedules, statements, lists, papers, agreements, certificates and/or instruments (or any amendments or modifications thereto) in connection with the engagement of professionals contemplated by the foregoing resolutions (such acts to be conclusive evidence that such Authorized Officer deemed the same to meet such standard); and be it further

#### III. Accommodation Agreement

**RESOLVED**, that any Authorized Officer is hereby authorized, empowered, and directed, in the name and on behalf of the Company, to cause the Company to enter into, execute, deliver, certify, file or record, and perform, (i) that certain accommodation agreement (the "Accommodation Agreement"), substantially in the form presented to the Board, by and among the parties described therein, (ii) all provisions for adequate protection to be made by the Company and certain of its U.S. and Mexican direct and indirect subsidiaries, as set forth in the Accommodation Agreement, and (iii) such other documents, agreements, instruments and certificates as may be required by the Accommodation Agreement; and be it further

#### IV. General Authorization and Ratification

**RESOLVED**, that any Authorized Officer, in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, in the name and on behalf of the Company, to take and perform any and all further acts or deeds, including, but not limited to, (i) the negotiation of such additional agreements, amendments, modifications, supplements, reports, documents, instruments, applications, notes or certificates not now known but which may be required, (ii) the execution, delivery and filing (if applicable) of any of the foregoing, and (iii) the payment of all fees, consent payments, taxes and other expenses as any such Authorized Officer, in his or her sole discretion, may approve or deem necessary, appropriate or desirable in order to carry out the intent and accomplish the purposes of the foregoing resolutions and the transactions contemplated thereby, all of such actions, executions, deliveries, filings and payments to be conclusive evidence of such approval or that such Authorized Officer deemed the same to meet such standard; and be it further

**RESOLVED**, that any and all past actions heretofore taken by any Authorized Officer, any director, or any member of the Company in the name and on behalf of the Company in furtherance of any or all of the preceding resolutions be, and the same hereby are, ratified, confirmed, and approved in all respects; and be it further

**RESOLVED**, that this Consent may be executed in any number of counterparts, and transmitted by facsimile or in portable document format (.pdf), each of which when executed shall have the same force and effect as an original, and all of which shall together constitute one and the same instrument.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned, being all of the members of the board of directors of the Company, hereby consent to the foregoing recitals and resolutions, effective as of the date first written above.

**BOARD OF DIRECTORS:** 

David Jackson

Ken Bowling

Fill in this information to identify the case:	
Debtor Name Interiors in Flight Inc.	
United States Bankruptcy Court for the: <u>District of Delaware</u>	Check if this is an
Case number (if known):	amended filing

#### Official Form 204

Chapter 11 or Chapter 9 Cases: Consolidated List of Creditors Who Have the 50 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 50 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 50 largest unsecured claims.

Name of creditor and complete mailing address, including zip code		Name, telephone number, and email address of creditor contact			Amount of unsecured claim  If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
m . A 4, 44			All the ship ship ship ship ship ship ship ship	The state of the s	Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1	Honda 24000 Honda Parkway Marysville, OH 43040	Name: Tom Lake Telephone: Email: tom_lake@ham.honda.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
2	Toyota 6565 Headquarters Drive Plano, TX 75024	Name: Cortney Romans Telephone: Email: cortney.romans@toyota.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
3	FCA 800 Chrysler Drive, Aubum Hills MI 48321-8004 USA	Name: Sigmund Huber Telephone: Email: sig.huber@fcagroup.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
4	Mazda 3-1 Shinchi, Fuchu-cho, Aki-gun Hiroshima, Japan 730-8670	Name: Mr. Tetsuto Nakamura, General Manager, Purchasing Division Telephone: Email: nakamura.tet@mazda.co.jp	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
5	Nissan 39001 Sunrise Farmington Hills, MI 48331	Name: Don Parshall Telephone: Email: don.parshall@nissan-usa.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
6	BMW Knorrstrasse 147 München, Germany 80788	Name: Sven Hofmann Telephone: Email: sven.sh.hofmann@bmw.de	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
7	Ford Town Center Offices, 18900 Michigan Ave Dearborn MI 48126, USA	Name: Dennis Barrish Telephone: Email: dbarrish@ford.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined

Interiors in Flight Inc.

Name

Case number (if known)

	ne of creditor and complete ling address, including zip code	Name, telephone number, and email address of creditor	Nature of the claim (for example, trade	Indicate if	Amount of un	isecured claim	
llia:	ing address, including zip code	contact	debts, bank loans,	contingent,	If the claim is f	fully unsecured, fil	ll in only
			professional	unliquidated,	unsecured cla	im amount. If clair	n is partially
5			services, and	or disputed		total claim amour	
			government	PAGESTA STATE	for value of co unsecured clai	llateral or setoff to	calculate
			contracts)		unsecureu da		
8	GM/Saab 30001 Van Dyke Road, Mail Code: 480-210-855 Warren, MI 48090-9020	Name: Mark Fisher Telephone: Email: mark.w.fischer@gm.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
9	Mitsubishi I, Nakashinkiri, Hashime-cho, Okazaki, Aichi Pref., Japan	Name: Takashi Ito Telephone: Email: takashi.ito@mitsubishi- motors.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
10	Subaru 2235 Marlton Pike W Cherry Hill, NJ 08002, USA	Name: Terri Woodard Claybrook, Director-Associate General Counsel Telephone: Email: tclaybrook@subaru.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
11	Daimler/Mercedes Benz/Daimler Trucks HPC: G036, Schickardstr. 30, D- 71034 Böblingen, Germany	Name: Goetz Rachner Telephone: Email: goetz.rachner@daimler.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
12	Volkswagen/Audi Brieffach 1618, D-38436 Wolfsburg, Germany	Name: Dirk Taeger Telephone: Email: dirk.taeger@volkswagen.de	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
13	Tesla 3500 Deer Creek Road Palo Alto, CA 94304, USA	Name: Telephone: Email:	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
14	Forest River 55470 Country Road 1 Elkhart, IN 4614	Name: Telephone: Email:	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
15	Fisker 5515 East La Palma Anaheim, CA 92807 USA	Name: Telephone: Email:	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
16	Ferrari 250 Sylvan Ave Englewood Cliffs, NJ 07632, USA	Name: Telephone: Email:	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
17	Jaguar Land Rover First Floor Building 552-G/8/3 Banbury Road Gaydon, UK CV35 0RR	Name: Antony Cunningham Telephone: Email: ACunning@jaguarlandrover.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
18	US Economic Loss MDL Class Action, Plaintiffs Steering Committee Podhurst Orseck, P.A., 25 W. Flagler St., Ste. 800 Miami, FL 33130	Name: Peter Prieto of Podhurst Orseck, P.A. as Chair Lead Counsel Telephone: 305-358-2800 Fax: 305-358-2382 Email:	Litigation - Economic Loss	C, U, D			Undetermined
19	Canada Economic Loss Class Action Plaintiffs 1561 Ouellette Avenue Windsor, Ontario, N8X 1K5	Name: Sutts, Strosberg LLP Telephone: 519-258-9333 Fax: 866-316-5311 Email:	Litigation - Economic Loss	C, U, D			Undetermined

Interiors in Flight Inc.

Case number (if known)

Nan	ne of creditor and complete	Name, telephone number, and	Nature of the claim	The second secon	Amount of un	secured claim	
mailing address, including zip code		address, including zip code email address of creditor (for example, trade debts, bank loans, professional services, and government contracts)		claim is contingent, unliquidated, or disputed	If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
20	State of Hawaii, by its Office of Consumer Protection Cronin, Fried, Sekiya, Kekina & Fairbanks 600 Davies Pacific Center 841 Bishop Street Honolulu, Hawaii 96813	Name: L. Richard Fried, Jr. Patrick F. McTernan Telephone: 808-524-1433 Email: .	Litigation	C, U, D		Undetermined	
21	U.S. Virgin Islands, by its Attorney General on behalf of the Department of Licensing and Consumer Affairs Motley Rice LLC 401 9th St. NW, Suite 1001 Washington, DC 20004	Name: Linda Singer Telephone: 202-386-9626 ext. 5626 Fax: 202-386-9622 Email:	Litigation	C, U, D		Undetermined	
22	State of New Mexico, by its Attorney General Dicello, Levitt & Casey Ten North Dearborn Street, 11th Floor Chicago, Illinois 60602	Name: Adam J. Levitt Telephone: 312-214-7900 Email:	Litigation	C, U, D	The control of the co	Undetermined	
23	National Highway Traffic Safety Administration 1200 New Jersey Avenue, SE, West Building Washington, DC 20590	Name: Telephone: Email:	Fines & Penalties	-	The second secon	\$180,000,000.00	
24	Daicel Safety Systems 720 Old Liberty Church Road Beaver Dain, KY 42320	Name: Stacey Veteto Telephone: 270-274-2600 Email:	Trade			\$11,371,896.48	
25	XPO Logistics Worldwide 560 Mission Street, Suite 2950 San Francisco, CA 94105-2992	Name: Eric Rudkin Telephone: 503-450-5806 Email:	Trade	U		\$5,000,000.00	
26	Special Devices, Inc. 3431 N. Reseda Circle Mesa, AZ, 44060, US	Name: Abel Tejada Telephone: 480-832-0774 Email:	Trade		gramma sempratura republica (ISBA) di America de pri di	\$3,973,346.78	
27	ARC Automotive 1357 Veterans Way Morgantown, KY 42261	Name: Bob Knight Telephone: 734-340-4980 Email:	Trade	en furn - versydrukkelekskille (de 1800-luke, yn y e a ven		\$2,058,845.29	
28	O&S California, Inc. 9731 Siempre Viva Road, Suite E San Diego, CA 92154	Name: Bianca Gonzalez Telephone: 619-661-1800 Fax: 619 661-1900 Email:	Trade			\$1,761,915.09	
29	Pegasus Auto Parts Arco Vial 3.8 Numero 3810, Santa Catarina Nuevo Leon, CP 66100, Mexico	Name: Masamichi Mima Telephone: 555-136-3377 Email:	Trade	-10		\$1,489,561.60	
30	Kayaku Safety Systems De Ave. Ruben J. Villarreal S/N Ex. Hacienda San Isidro, Salinas Victoria Nuevo Leon, Mexico 65503	Name: Alex Orozco Telephone: 8158-0000 X475 Email:	Trade			\$1,392,726.64	
31	Praxair Mexico S De R Biologo Masimino Mtz 3804; San Salvador Xochimanca PME960701GGo Mexico D.F. MX 02870	Name: Carlos Cazares Telephone: 866-635-3162 Email:	Trade			\$1,132,128.85	

Interiors in Flight Inc.

Name

Case number (if known)

	ne of creditor and complete ling address, including zip code	Name, telephone number, and email address of creditor	Nature of the claim	Indicate if claim is	Amount of unsecured claim		
		contact	debts, bank loans, professional services, and government contracts)	contingent, unliquidated, or disputed	If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
32	Robles, Delia represented by Contreras, Jose 19182 Lyle Ave Corona, CA 92881	Name: Delia Robles Telephone: 951-283-9337 Email:	Litigation - Personal Injury	C, U, D		Undetermined	
33	Krasulja, Janiece 450 Seventh Avenue - 44th Floor New York, NY 10123	Name: Marc J. Rothenberg / The Rothenberg Law Firm Telephone: Email: 212-563-0100	Litigation - Personal Injury	C, U, D		Undetermined	
34	Contreras, Jose; Martinez, Jessica and Daisy 1055 West 7th Street, 33rd Floor Penthouse Los Angeles, CA 90017	Name: Child & Marton LLP Telephone: 213-627-3113 Fax: 213-623-9237 (fax) Email:	Litigation - Personal Injury	C, U, D		Undetermined	
35	Shinsho K'mac 26200 Town Center Dr #160 Novi, MI, 38655, US	Name: Yuki Yoshida Telephone: 248-305-9174 Fax: 248-305-9365 Email:	Trade	A common de la com		\$995,458.03	
36	AFX Industries LLC 1411 Third Street, Suite G Port Huron, MI 48060	Name: Telephone: 810-966-4650 Fax: 810-987-8149 Email: mlowrie@afixindustries.com	Trade			\$857,251.77	
37	3D Plastic, Inc. P.O. Box 72488 Cleveland, OH 44192-0002	Name: Linda Boles Telephone: 903-291-9333 Fax: 903-844-9338 Email:	Trade	alay katalogan santo - pr. (2) um galaginipini (7-		\$833,151.93	
38	J&S America 1820 E. University Drive, Auburn, AL 36830	Name: C/O Machen, McChesney & Chastain Telephone: 334-501-8900 Fax: 334-501-8905 Email:	Trade			\$790,789.68	
39	Matsuju Mexicana Sa De CV Circuito San Roque Sur 323 C.P.36275 Parque Industrial Santa Fe Ampliacion Silao Guanajuato Mexico	Name: Shoji Kanbara Telephone: 472-748-9092 Email:	Trade	e de la composition della comp		\$783,108.87	
40	Extra Publicidad Y Servicios, S.A De C.V. Brasil 607 A Col. Guadalupe 25750- Monclova Monclova Coahuila De Zaragoza Mexico	Name: Gerardo Aguilar Telephone: 866-631-2269 Email:	Trade			\$773,227.30	
41	Hy-GRO Chemicals Unit 203,204 2nd Floor; Sardar Patel Road, Secunderabaad, A.P. India	Name: Vivek Bishnoi Telephone: 00 91 4 27720233 Fax: 00 91 4 27848394 Email:	Trade			\$755,176.02	
42	Hayakawa Electronics 10 Industrial Drive Oxford, MS, L7I 4x6, US	Name: Allison Bailey Telephone: 662-234-1410 Fax: 662-234-1429 Email:	Trade	and an extension of the second		\$704,557.30	
43	Kalkaska Screw Products 775 Rabourn Road Kalkaska, MI, 48026, US	Name: Paul Stewart Telephone: 231-258-2560 Fax: 231-258-5215 Email:	Trade			\$670,452.50	
44	Indiana Automotive 1300 West Anderson Boulevard Greenfield, IN, 48375, US	Name: Cleo Walker Telephone: 317-467-0100 X231 Fax: 317-467-0400 Email:	Trade			\$644,814.81	

Interiors in Flight Inc.

Name

Case number (if known)

1	ne of creditor and complete ling address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim  If the claim is fully unsecured, fill in unsecured claim amount. If claim is secured, fill in total claim amount a for value of collateral or setoff to caunsecured claim.	partially nd deduction
45	STT USA Inc 28175 Haggerty Road Suite 159 Novi, MI 48377	Name: Atsuharu Uchida Telephone: 248-994-5733 Email:	Trade			\$619,752.00
46	Gemini Plastics Inc. 4385 Garfield St Ubly, M1, 60673-7149, US	Name: Telephone: 989-658-8557 Fax: 989-658-8041 Email:	Trade			\$613,483.61
47	Global Tek (WUXI) CO LTD No 17-15 Change Jiang S RD; Wuxi Nat'l Hi-Tech Ind De; Wuxi Jiangsu, China 214028	Name: Daisie Chen Telephone: 801-391-7511 Email:	Trade			\$501,554.69
48	Gentherm Inc 21680 Haggarty Road Northville, MI 48167	Name: Elias Chidiac Telephone: 248-504-0500 Fax: 248-348-9734 Email: info@gentherm.com	Trade			\$482,928.89
49	Higuchi Manufacturing America LLC. 14901 Southton Road San Antonio, TX 78112	Name: Makoto Suzuki Telephone: 210-633-2877 Fax: 210-633-9228 Email:	Trade			\$474,346.25
50	Mitsubishi Chemical 2001 Hood Road Greer, SC, 45403, US	Name: Traci Mefford Telephone: 864-879-5269 or 864-879- 5613 Email:	Trade	Countries remains had now desired throughout the Co-Constitution of the Constitution o		\$469,684.75

Fill in this information to identify the case and this filing:
Debtor Name Interiors in Flight Inc.
United States Bankruptcy Court for the: <u>District of Delaware</u>
Case number (If known):

#### Official Form 202

#### **Declaration Under Penalty of Perjury for Non-Individual Debtors**

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

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.

#### Declaration and signature

I am the president, another officer, or an at partnership; or another individual serving a	athorized agent of the corporation; a member or an authorized agent of the as a representative of the debtor in this case.
I have examined the information in the doctrue and correct:	cuments checked below and I have a reasonable belief that the information is
☐ Schedule A/B: Assets–Real and Person	nal Property (Official Form 206A/B)
☐ Schedule D: Creditors Who Have Claim	ns Secured by Property (Official Form 206D)
☐ Schedule E/F: Creditors Who Have Un	secured Claims (Official Form 206E/F)
☐ Schedule G: Executory Contracts and U	Unexpired Leases (Official Form 206G)
□ · Schedule H: Codebtors (Official Form	206Н)
☐ Summary of Assets and Liabilities for	Non-Individuals (Official Form 206Sum)
☐ Amended Schedule	
☑ Chapter 11 or Chapter 9 Cases: Consol Not Insiders (Official Form 204)	idated List of Creditors Who Have the 50 Largest Unsecured Claims and Are
☐ Other documents that require a declara	tion:
I declare under penalty of perjury that the	foregoing is true and correct.
•	
Executed on: <u>06/25/2017</u>	/s/ Ken Bowling
MM/DD/YYYY	Signature of individual signing on behalf of debtor
ne.	Ken Bowling
	Printed name
	Secretary
	Position or relationship to debtor

## UNITED STATES BANKRUPTCY COURT DISTRICT OF DELAWARE

	Х	
	;	
In re	:	Chapter 11
	:	
TK HOLDINGS INC., et al.,		Case No. 17( )
	:	
,	:	
Debtors. <sup>1</sup>	:	Joint Administration Requested
	:	
> = = = = = = = = = = = = = = = = = = =	х	

## CONSOLIDATED CORPORATE OWNERSHIP STATEMENT PURSUANT TO FED. R. BANKR. P. 1007(a)(1) AND 7007.1 AND LOCAL RULE 1007-1(a)

Pursuant to Rules 1007(a)(1) and 7007.1 of the Federal Rules of Bankruptcy Procedure and Rule 1007-1(a) of the Local Rules of Bankruptcy Practice and Procedure for the United States Bankruptcy Court for the District of Delaware, TK Holdings Inc. ("*TKH*") and its affiliated debtors in the above-captioned chapter 11 cases, as debtors and debtors in possession (collectively, the "*Debtors*"), respectfully represent:

1. The Debtors are each, directly or indirectly, wholly-owned subsidiaries of Takata Corporation ("*TKJP*"), a corporation organized under the laws of Japan and publicly traded on the Tokyo Stock Exchange under the trading name "7312T." To the best of the Debtors' knowledge and belief, based on third party information and publicly filed disclosures, no person or entity, directly owns 10% or more of TKJP's common stock other than TKJ Co., Ltd., which owns fifty-two and one-tenth percent (52.1%). One hundred percent (100%) of the ownership interests of TKJ Co., Ltd., is directly owned by Takata Sogyo Corporation. Attached hereto as **Exhibit A** is

<sup>&</sup>lt;sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, as applicable, are: Takata Americas (9766); TK Finance, LLC (2753); TK China, LLC (1312); TK Holdings Inc. (3416); Takata Protection Systems Inc. (3881); Interiors in Flight Inc. (4046); TK Mexico Inc. (8331); TK Mexico LLC (9029); TK Holdings de Mexico, S. de R.L. de C.V. (N/A); Industrias Irvin de Mexico, S.A. de C.V. (N/A); Takata de Mexico, S.A. de C.V. (N/A); and Strosshe-Mex, S. de R.L. de C.V. (N/A). Except as otherwise set forth herein, the Debtors' international affiliates and subsidiaries are not debtors in these chapter 11 cases. The location of the Debtors' corporate headquarters is 2500 Takata Drive, Auburn Hills, Michigan 48326.

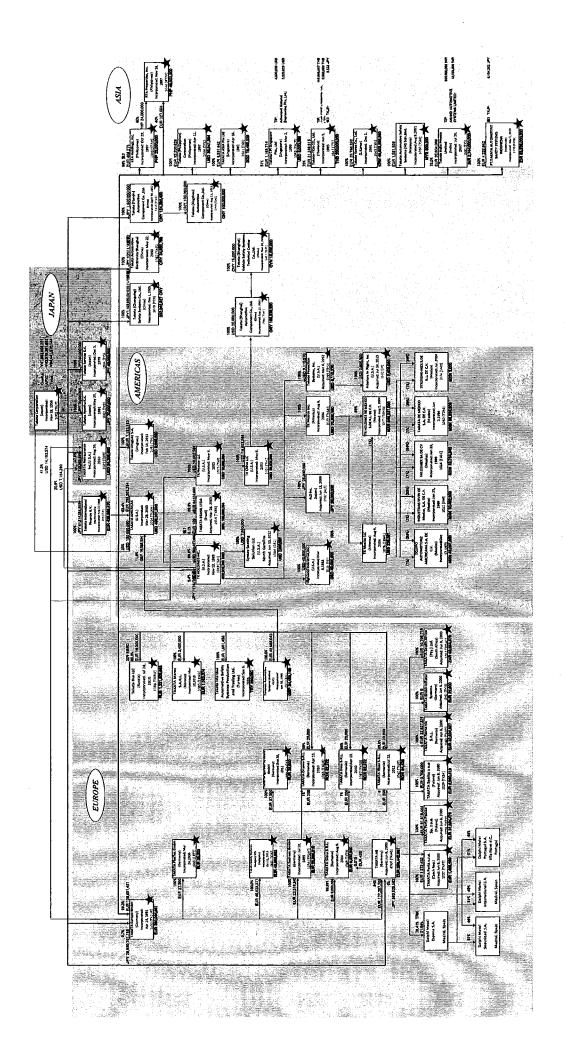
- an organizational chart reflecting all of the ownership interests of the Debtors and their nondebtor affiliates.
- 2. As set forth on **Exhibit A**, nineteen and two-tenths percent (19.2%) of the ownership interests of Takata Americas is directly owned by TKJP, sixty-eight and three-tenths percent (68.3%) is directly owned by Takata International Finance B.V. ("TIF"), a Besloten Vennootschap organized under the laws of the Netherlands, and the remaining twelve and one-half percent (12.5%) is directly owned by European Automotive Systems Limited ("EASL"), a limited liability company organized under the laws of the United Kingdom. Each of TIF and EASL is, directly or indirectly, wholly-owned by TKJP.
- 3. One hundred percent (100%) of the ownership interests of TK Finance, LLC ("TK Finance") is directly owned by Takata Americas.
- 4. One hundred percent (100%) of the ownership interests of TK China, LLC is directly owned by TK Finance and indirectly owned by Takata Americas.
- 5. Ninety-nine and six-tenths percent (99.6%) of the ownership interests of TKH is directly owned by Takata Americas and the remaining four-tenths percent (0.4%) is directly owned by TKJP.
- 6. One hundred percent (100%) of the ownership interests of Takata Protection Systems Inc. ("TPS") is directly owned by TKH and indirectly owned by Takata Americas.
- 7. One hundred percent (100%) of the ownership interests of Interiors in Flight Inc. is directly owned by TPS and indirectly owned by TKH and Takata Americas.
- 8. One hundred percent (100%) of the ownership interests of TK Mexico Inc. ("*TKMP*") is directly owned by TKH and indirectly owned by Takata Americas.
- 9. One hundred percent (100%) of the ownership interests of TK Mexico LLC ("*TKML*") is directly owned by TKMI and indirectly owned by TKH and Takata Americas.
- 10. Greater than ninety-nine and nine-tenths percent (99.9%) of the ownership interests of TK

  Holdings de Mexico, S. de R.L. de C.V. ("*TK Holdings de Mexico*") is directly owned by TKMI

- and the remaining less than one-tenth percent (0.1%) is directly owned by TKML. TK Holdings de Mexico is indirectly owned by TKH and Takata Americas.
- 11. Greater than ninety-nine and nine-tenths percent (99.9%) of the ownership interests of Industrias Irvin de Mexico, S.A. de C.V. ("Industrias Irvin") is directly owned by TK Holdings de Mexico and the remaining less than one-tenth percent (0.1%) is directly owned by TKML. Industrias Irvin is indirectly owned by TKMI, TKH, and Takata Americas.
- 12. Greater than ninety-nine and nine-tenths percent (99.9%) of the ownership interests of Takata de Mexico, S.A. de C.V. ("*TK DM*") is directly owned by TK Holdings de Mexico and the remaining less than one-tenth percent (0.1%) is directly owned by TKML. TK DM is indirectly owned by TKMI, TKH, and Takata Americas.
- 13. Greater than ninety-nine and nine-tenths percent (99.9%) of the ownership interests of Strosshe-Mex, S. de R.L. de C.V. ("SMX") is directly owned by TK Holdings de Mexico and the remaining less than one-tenth percent (0.1%) is directly owned by TKML. SMX is indirectly owned by TKMI, TKH, and Takata Americas.

#### Exhibit A

#### **Corporate Organizational Chart**



		1
Fill in this information to identify the case an	d this filing:	
Debtor Name <u>Interiors in Flight Inc.</u>		
United States Bankruptcy Court for the: District of Delawa	re	
Case number (If known):		
<u> </u>		
Official Form 202  Declaration Under Penalty of Perjury for No	n-Individual Debtors	12/15
Deciaration Chact Lenaity of Lengthy 101 140	ii iiidiyiddaii bebtois	
An individual who is authorized to act on behal and submit this form for the schedules of assets included in the document, and any amendments relationship to the debtor, the identity of the doc	and liabilities, any other docur of those documents. This form	nent that requires a declaration that is not must state the individual's position or
WARNING Bankruptcy fraud is a serious criproperty by fraud in connection with a bankrupt or both. 18 U.S.C. §§ 152, 1341, 1519, and 357	cy case can result in fines up to	
Declaration and signature		
I am the president, another officer, or an a partnership; or another individual serving		on; a member or an authorized agent of the r in this case.
I have examined the information in the doctrue and correct:	cuments checked below and I h	ave a reasonable belief that the information is
☐ Schedule A/B: Assets–Real and Person	nal Property (Official Form 206	6A/B)
☐ Schedule D: Creditors Who Have Claim	ms Secured by Property (Offici	al Form 206D)
☐ Schedule E/F: Creditors Who Have Un	secured Claims (Official Form	206E/F)
☐ Schedule G: Executory Contracts and	Unexpired Leases (Official For	m 206G)
☐ Schedule H: Codebtors (Official Form	206H)	
☐ Summary of Assets and Liabilities for	Non-Individuals (Official Forn	n 206Sum)
☐ Amended Schedule		
☐ Chapter 11 or Chapter 9 Cases: Consol Not Insiders (Official Form 204)	idated List of Creditors Who F	lave the 50 Largest Unsecured Claims and Are
☑ Other documents that require a declarate	tion: Corporate Ownership Sta	tement
I declare under penalty of perjury that the	foregoing is true and correct.	
•		
Executed on: <u>06/25/2017</u>	/s/ Ken Bowling	
MM/DD/YYYY	Signature of individual signif	ng on behalf of debtor
	Ken Bowling Printed name	

Position or, relationship to debtor

Secretary

#### LIST OF EQUITY SECURITY HOLDERS

(Interiors in Flight Inc.)

Name and Last Known Address of Equity Interest Holder	Kind/Class of Interest	Number of Interests Held
Takata Protection Systems Inc.		
1371 SW 8th Street, Suite 3 Pompano Beach, Florida 33069	Common Stock	100%

	·
Fill in this information to identify the case an	d this filing:
Debtor Name <u>Interiors in Flight Inc.</u>	
United States Bankruptcy Court for the: District of Delawar	r <u>e</u>
Case number (If known):	·
Official Form 202 Declaration Under Penalty of Perjury for No	n-Individual Debtors 12/15
and submit this form for the schedules of assets included in the document, and any amendments	f of a non-individual debtor, such as a corporation or partnership, must sign and liabilities, any other document that requires a declaration that is not of those documents. This form must state the individual's position or nument, and the date. Bankruptcy Rules 1008 and 9011.
	ne. Making a false statement, concealing property, or obtaining money or cy case can result in fines up to \$500,000 or imprisonment for up to 20 years, 1.
Declaration and signature	
	othorized agent of the corporation; a member or an authorized agent of the as a representative of the debtor in this case.
I have examined the information in the doc true and correct:	numents checked below and I have a reasonable belief that the information is
☐ Schedule A/B: Assets–Real and Person	al Property (Official Form 206A/B)
☐ Schedule D: Creditors Who Have Clair	ns Secured by Property (Official Form 206D)
☐ Schedule E/F: Creditors Who Have Un	secured Claims (Official Form 206E/F)
☐ Schedule G: Executory Contracts and U	Jnexpired Leases (Official Form 206G)
☐ Schedule H: Codebtors (Official Form	206Н)
☐ Summary of Assets and Liabilities for	Non-Individuals (Official Form 206Sum)
☐ Amended Schedule	
☐ Chapter 11 or Chapter 9 Cases: Consol Not Insiders (Official Form 204)	idated List of Creditors Who Have the 50 Largest Unsecured Claims and Are
Other documents that require a declarat	ion: List of Equity Security Holders
I declare under penalty of perjury that the f	oregoing is true and correct.
Executed on: 06/25/2017 MM/DD/YYYY	/s/ Ken Bowling Signature of individual signing on behalf of debtor
	Ken Bowling
	Printed name
•	Secretary

Position or relationship to debtor

# Tab H

This is **Exhibit "H"** referred to in the affidavit of **SHARON KOUR** sworn before me this 28th day of June, 2017

A Commissioner for taking affidavits

F	ill in this informa	ition to identify th	ne case					
U	nited States Bank	ruptcy Court for th	e:					
D	istrict of Delawa	are						
С	ase number ( <i>If kr</i>	own):		Chapter	11			
		•						Check if this is an
								amended filing
0	fficial Forr	n 201						
V	<b>oluntar</b>	y Petitio	n for N	on-Ind	lividuals	Filing for	<b>Bankruptc</b>	<b>y</b> 04/16
							the debtor's name and	
nu	mber (If Known).	For more inform	ation, a separa	te document,	, Instructions for	Bankruptcy Forms for	r Non-Individuals, is ava	liable.
1.	Debtor's nan	пе	Takata P	rotection Sy	stems Inc.			
	energe energe en	- P. C.	manus en gan ugga en general es , son	e tree and recognize a property of the second second		ARTICLE STATES AND ASSESSMENT OF A CONTROL OF A STATE O	And the second s	1 80 / J
	All other name: n the last 8 yea		BAE System Schroth Sa		roducts Inc.	. ,		TC OF FE
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r	names, and doing							25///
							i.	BUNA 1
•	D-64-W- 6-d				TO THE PARTY NEWS AND ADMINISTRATION OF THE PARTY.	·····································	7	S 2 A
3.	Debtor's fede Identification	Number (EIN)	<u>84</u> – <u>1233</u>	<u> </u>			20	E s
	ويرجون والراب والمراب المستطيعين				V		if different from High	
4.	Debtor's address	Principal place	of business			Mailing address,	if different from princip	al place of busine
		2500	Takata Drive				<b>5</b> ₹	
		Number	Street			Number	Street	<del>.</del>
		_						· · ·
						P.O. Box	•	
		Auburn Hills	MI State	48326 ZIP Code		City	State	ZIP Code
		City	State	ZIF Code	•	•	cipal assets, if different	
		Ookland				of business	npar assets, ir amerent	rrom principal plac
		Oakland County			·			
						Number	Street	•
	•							
						City	State	ZIP Code
5.	Debtor's web				systems.com			and the second of the second o
6.	Type of debt	or	⊠ Corpora	ation (including ship (excluding	Limited Liability	Company (LLC) and Lir	mited Liability Partnership	(LLP))

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

Page 1

ebto	Takata Protection Systems	inc.			<u>.</u>		Case number (if	known)	
	Name								
		Α.	Check o	one:					
7.	Describe debtor's business	_							
				ness (as defined in		•			
			•		Estate (as define		S.C. § 101(51B))		
				•	ed in 11 U.S.C. §		- * * * *		
					efined in 11 U.S.C				
				·=	r (as defined in 11	_			
					defined in 11 U.S	-			
		×	None o	of the above	e: Automotive Sat	ety Syste	m Supplier		
		\$125	NOT:	FEDERAL -	1981 Nasia Bilandi.		REPERTMENT OF TREE		
		В.	Check a	all that appi	'y:				
			Tax- e	ntitv (as de	scribed in 26 U.S.	C. 8 501)			
				• •			pooled investment	vehicle (as define	ed in 15 U.S.C. § 80a-3)
					or (as defined in 1	-	•	<b>\</b>	•
		7722	egrano ter je alian kajar	ar ji valike					
		С	NAICS	(North Am	erican Industry Cla	assification	n System) 4-digit co	de that best desc	ribes debtor. See
		Ų.					sociation-naics-code		11000 4001011 000
			3363						
8.	Under which chapter of the					<del></del>			
	Bankruptcy Code is the	Ci	neck one	<b>?.</b>					
	debtor filing?		Chapte	er 7	•				
			Chapte	er 9					
		☐ Chapter 11. Check all that apply:							
				ii C	nsiders or affiliates on 4/01/19 and ev	s) are less ery 3 year		mount subject to	adjustment
			c s if	lebtor is a small be tatement of opera	usiness de	es debtor as defined ebtor, attach the mos sh-flow statement, a not exist, follow the	st recent balance	sheet, e tax return or	
				_	plan is being filed	l with this	netition		
					•		•	from one or mo	re classes of
		<ul> <li>Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).</li> </ul>							
							periodic reports (for	-	nd 10Q) with
							e Commission accor 1934. File the <i>Attacl</i> Inhkruptcy under Cha	nment to Volunta	ry Petition for
					vith this form.				
					he debtor is a she 934 Rule 12b-2.	ell compai	ny as defined in the	Securities Excha	nge Act of
		_	Chapte		934 Rule 12D-2.				
	· · · · · · · · · · · · · · · · · · ·		Спари	71 14		••• ••••			
9.	Were prior bankruptcy cases	Ø	No						
	filed by or against the debtor within the last 8 years?	_	Yes	District		When		Case number	
	If more than 2 cases, attach a					·	MM/ DD/ YYYY		
	separate list.								
				District		When		. Case number_	
	,						MM / DD/ YYYY		
10.	Are any bankruptcy cases		No						
	pending or being filed by a	×	Yes	Debtor	See attached	Schedule	1	Relationship	See attached Schedule 1
	business partner or an affiliate of the debtor?			District			1	- When	06/25/2017
	List all cases. If more than 1,			Case nu				=	MM / DD/ YYYY
	attach a separate list.	Case number, if known					=		

ebtor	Takata Protection Systems II	1C.		-	Case number	(if known)	·
11.	Why is the case filed in this district?	Ch	eck all that apply:				
	uloulot.		Debtor has had its domicile,				
	:	57			· -	-	80 days than in any other distric
		⊠	A bankruptcy case concernin	g deb	tor's affiliate, general parti	•	
12. I	Does the debtor own or have	573	da da				
	possession of any real	⊠ I			. Mare 4		and distance to the control of the control of
	property or personal property that needs immediate	LJ,	res. Answer below for each pr				
	attention?		Why does the property i		·	•	
•			<ul> <li>It poses or is alleged health or safety.</li> </ul>	to pos	se a threat of imminent an	d identifiable h	azard to public
	•		What is the hazard?				
	• •		☐ It needs to be physica	مو براد	cured or protected from the	e weather	
	ť.			-	is or assets that could qui		o or loso value
			without attention (for securities-related ass	exam	ple, livestock, seasonal g	oods, meat, da	airy, produce, or
		•	☐ Other				
			D Office				
			Where is the property?				
	•			-Nı	ımber Street		
	T					01-4-	710 00 40
	•			Ci	ty	State	ZIP Code
			Is the property insured?				
					] No		
					Yes. Insurance agency		
					Contact Name		
					Phone		
					,		
	Statistical and adminis	trativ	e information (on a cons	olida	ted basis)		
						-	
13.	Dobtor o communion or	Check	one:				
	available funds	⅓ Fι	ınds will be available for distrib	ution t	o unsecured creditors.		
		∃ Af	ter any administrative expense	s are <sub>l</sub>	paid, no funds will be avai	lable for distrib	ution to unsecured creditors.
14.	Estimated number of	) 1-	49		1,000-5,000		25,001-50,000
	creditors		1-99		5,001-10,000	□ ⊠	
	[		0-199		10,001-25,000		
			0-999		10,001-25,000	U	Wore than 100,000
15.	Estimated assets	J \$0	-\$50,000		\$1,000,001-\$10 million		\$500,000,001-\$1 billion
. •.			60,001-\$100,000		\$10,000,001-\$10 million		
	<u></u>		00,001-\$500,000		\$50,000,001-\$50 million		
			600,001-\$1 million		\$100,000,001-\$100 mil		
16	Estimated liabilities	7 \$0	J-\$50,000		\$1,000,001-\$10 million		\$500,000,001-\$1 billion
			60,001-\$100,000		\$10,000,001-\$10 million		
			00,001-\$500,000		\$50,000,001-\$30 million		
			60,001-\$300,000 600,001-\$1 million		\$100,000,001-\$500 mil		
	i.	ப மி	OO,OO I-Q I HIIIIOH	L	11(1) 00C&-1 00,000,001 &		ואוטוס נוומנו שטט טווווטוו

Takata Protection Systems Inc.	Case number (if known)	
Name		

#### Request for Relief, Declaration, and Signatures

×

**WARNING** – Bankruptcy fraud is a serious crime. Making a false statement 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.

- 17. Declaration and signature of authorized representative of debtor
- The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.
- I have been authorized to file this petition on behalf of the debtor.
- I have examined the information in this petition 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 06/25/2017 MM / DD / YYYY

×	/s/ Ken Bowling	Ken Bowling	
	Signature of authorized representative of debtor	Printed name	
	Secretary		
	Title		

#### 18. Signature of attorney

/s/ Mark D. Collins	Date06/25/2017
Signature of attorney for debtor	MM / DD / YYYY
Mark D. Collins	Ronit J. Berkovich
Printed Name	
Richards, Layton & Finger, P.A.	Weil, Gotshal & Manges LLP
Firm Name	
One Rodney Square, 920 North King Street	767 Fifth Avenue
Number Street	
Wilmington, DE 19801	New York, NY 10153
City/State/Zip	
(302) 651-7700	(212) 310-8000
Contact phone	
collins@rlf.com	ronit.berkovich@weil.com
Contact email address	
2981 DE	
Bar Number State	

#### Schedule 1

#### Pending Bankruptcy Cases Filed by the Debtor and Affiliates of the Debtor

On the date hereof, each of the affiliated entities listed below (including the debtor in this chapter 11 case) filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code in the United States Bankruptcy Court for the District of Delaware. The Debtors have filed a motion requesting that the chapter 11 cases of these entities be consolidated for procedural purposes only and jointly administered under the number assigned to the chapter 11 case of TK Holdings Inc.

COMPANY	CASE NUMBER
Takata Americas	17( )
TK Finance, LLC	17( )
TK China, LLC	17( )
TK Holdings Inc.	17( )
Takata Protection Systems Inc.	17( )
Interiors in Flight Inc.	17( )
TK Mexico Inc.	17( )
TK Mexico LLC	17(()
TK Holdings de Mexico, S. de R.L. de C.V.	17( )
Industrias Irvin de Mexico, S.A. de C.V.	17( )
Takata de Mexico, S.A. de C.V.	17( )
Strosshe-Mex, S. de R.L. de C.V.	17( )

## UNANIMOUS WRITTEN CONSENT OF THE BOARD OF DIRECTORS OF TAKATA PROTECTION SYSTEMS INC.

June 25, 2017

Effective as of this 25th day of June, 2017, the undersigned, constituting all of the members of the board of directors (the "Board") of Takata Protection Systems Inc., a Colorado corporation (the "Company"), do hereby approve, authorize, consent to and adopt the following recitals and resolutions and the actions therein authorized (this "Consent") to have the same force and effect as if adopted at a meeting of the Board, duly called and held as of the date hereof:

#### I. Commencement of Chapter 11 Case

NOW, THEREFORE, BE IT RESOLVED, that the Board has determined, after consultation with the management and the legal and financial advisors of the Company, that it is desirable and in the best interests of the Company, its shareholders, creditors, and other parties in interest that a petition be filed by the Company seeking relief under the provisions of chapter 11 of title 11 of the United States Code (the "Bankruptcy Code"); and be it further

RESOLVED, that any officer of the Company (each, an "Authorized Officer"), in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, to negotiate, execute, deliver, and file, in the name and on behalf of the Company, and under its corporate seal or otherwise, all plans, petitions, schedules, statements, motions, lists, applications, pleadings, papers, affidavits, declarations, orders and other documents (the "Chapter 11 Filings") in the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court") (with such changes therein and additions thereto as any such Authorized Officer may deem necessary, appropriate or advisable, the execution and delivery of any of the Chapter 11 Filings by any such Authorized Officer with any changes thereto to be conclusive evidence that any such Authorized Officer deemed such changes to meet such standard); and be it further

RESOLVED, that any Authorized Officer, in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, in the name and on behalf of the Company, to take and perform any and all further acts and deeds that such Authorized Officer deems necessary, appropriate, or desirable in connection with the Company's chapter 11 case (the "Chapter 11 Case") or the Chapter 11 Filings, including, without limitation, (i) the payment of fees, expenses and taxes such Authorized Officer deems necessary, appropriate, or desirable, and (ii) negotiating, executing, delivering, performing and filing any and all additional documents, schedules, statements, lists, papers, agreements, certificates and/or instruments (or any amendments or modifications thereto) in connection with, or in furtherance of, the Chapter 11 Case with a view to the successful prosecution of the Chapter 11 Case (such acts to be conclusive evidence that such Authorized Officer deemed the same to meet such standard); and be it further

#### II. Retention of Advisors

**RESOLVED**, that, in connection with the Chapter 11 Case, any Authorized Officer, in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, in the name and on behalf of the Company, to employ and retain all assistance by legal counsel, accountants, financial advisors, investment bankers and other professionals, on behalf of the Company, which such Authorized Officer deems necessary, appropriate or advisable in connection with, or in furtherance of, the Chapter 11 Case, with a view to the successful prosecution of the Chapter 11 Case (such acts to be conclusive evidence that such Authorized Officer deemed the same to meet such standard); and be it further

**RESOLVED**, that the law firm of Weil, Gotshal & Manges LLP, located at 767 Fifth Avenue, New York, New York 10153, is hereby retained as counsel for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

**RESOLVED**, that the law firm of Richards, Layton & Finger, P.A., located at One Rodney Square, 920 North King Street, Wilmington, Delaware 19807, is hereby retained as local counsel for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

**RESOLVED**, that the firm of Lazard Frères & Co. LLC, located at 30 Rockefeller Plaza, New York, New York 10112, is hereby retained as investment banker for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

**RESOLVED**, that the firm of PricewaterhouseCoopers LLP, located at 300 Madison Avenue, New York, New York 10017, is hereby retained as financial advisor for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

**RESOLVED**, that the firm of Ernst & Young LLP, located at 5 Times Square, New York, New York 10036, is hereby retained as tax advisor for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

**RESOLVED**, that the firm of Prime Clerk LLC, located at 830 Third Avenue, 9th Floor, New York, New York 10022, is hereby retained as claims, noticing and solicitation agent and administrative advisor for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

**RESOLVED**, that any Authorized Officer, in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, in the name and on behalf of the Company, to take and perform any and all further acts and deeds, including, without limitation, (i) the payment of any consideration, (ii) the payment of fees, expenses and taxes such Authorized Officer deems necessary, appropriate, or desirable, and (iii) negotiating, executing, delivering, performing, and filing any and all documents, motions, pleadings, applications, declarations, affidavits, schedules, statements, lists, papers, agreements, certificates and/or instruments (or any amendments or modifications thereto) in connection with the engagement of professionals contemplated by the foregoing resolutions (such acts to be conclusive evidence that such Authorized Officer deemed the same to meet such standard); and be it further

#### III. Accommodation Agreement

**RESOLVED**, that any Authorized Officer is hereby authorized, empowered, and directed, in the name and on behalf of the Company, to cause the Company to enter into, execute, deliver, certify, file or record, and perform, (i) that certain accommodation agreement (the "Accommodation Agreement"), substantially in the form presented to the Board, by and among the parties described therein, (ii) all provisions for adequate protection to be made by the Company and certain of its U.S. and Mexican direct and indirect subsidiaries, as set forth in the Accommodation Agreement, and (iii) such other documents, agreements, instruments and certificates as may be required by the Accommodation Agreement; and be it further

#### IV. General Authorization and Ratification

**RESOLVED**, that any Authorized Officer, in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, in the name and on behalf of the Company, to take and perform any and all further acts or deeds, including, but not limited to, (i) the negotiation of such additional agreements, amendments, modifications, supplements, reports, documents, instruments, applications, notes or certificates not now known but which may be required, (ii) the execution, delivery and filing (if applicable) of any of the foregoing, and (iii) the payment of all fees, consent payments, taxes and other expenses as any such Authorized Officer, in his or her sole discretion, may approve or deem necessary, appropriate or desirable in order to carry out the intent and accomplish the purposes of the foregoing resolutions and the transactions contemplated thereby, all of such actions, executions, deliveries, filings and payments to be conclusive evidence of such approval or that such Authorized Officer deemed the same to meet such standard; and be it further

**RESOLVED**, that any and all past actions heretofore taken by any Authorized Officer, any director, or any member of the Company in the name and on behalf of the Company in furtherance of any or all of the preceding resolutions be, and the same hereby are, ratified, confirmed, and approved in all respects; and be it further

**RESOLVED**, that this Consent may be executed in any number of counterparts, and transmitted by facsimile or in portable document format (.pdf), each of which when executed shall have the same force and effect as an original, and all of which shall together constitute one and the same instrument.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned, being all of the members of the board of directors of the Company, hereby consent to the foregoing recitals and resolutions, effective as of the date first written above.

**BOARD OF DIRECTORS:** 

David Jackson

Ken Bowling

Fill in this information to identify the case:		
Debtor Name Takata Protection Systems Inc.		
United States Bankruptcy Court for the: District of Delaware		Check if this is
Case number (if known):	_	amended fili

#### Official Form 204

Chapter 11 or Chapter 9 Cases: Consolidated List of Creditors Who Have the 50 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 50 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 50 largest unsecured claims.

\$ 1 - CON C	ne of creditor and complete Iling address, including zip code	email address of creditor (for example, trade claim		Indicate if	Amount of unsecured claim			
\$ 17 Mg		contact	debts, bank loans, professional services, and government contracts)	confingent, unliquidated, or disputed	If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.			
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim	
1	Honda 24000 Honda Parkway Marysville, OH 43040	Name: Tom Lake Telephone: Email: tom_lake@ham.honda.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined	
2	Toyota 6565 Headquarters Drive Plano, TX 75024	Name: Cortney Romans Telephone: Email: cortney.romans@toyota.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined	
3	FCA 800 Chrysler Drive, Auburn Hills MI 48321-8004 USA	Name: Sigmund Huber Telephone: Email: sig.huber@fcagroup.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined	
4	Mazda 3-1 Shinchi, Fuchu-cho, Aki-gun Hiroshima, Japan 730-8670	Name: Mr. Tetsuto Nakamura, General Manager, Purchasing Division Telephone: Email: nakamura.tet@mazda.co.jp	Warranty, Recall & Indemnification	e en	Undetermined	Undetermined	Undetermined	
5	Nissan 39001 Sunrise Farmington Hills, MI 48331	Name: Don Parshall Telephone: Email: don.parshall@nissan-usa.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined	
6	BMW Knorrstrasse 147 München, Germany 80788	Name: Sven Hofmann Telephone: Email: sven.sh.hofmann@bmw.de	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined	
7	Ford Town Center Offices, 18900 Michigan Ave Dearborn MI 48126, USA	Name: Dennis Barrish Telephone: Email: dbarrish@ford.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined	

Takata Protection Systems Inc.

Case number (if known)

Name of creditor and complete		Name, telephone number, and	Nature of the claim (for example, trade	Indicate if	Amount of unsecured claim			
mailing address, including zip code		ng address, including zip code email address of creditor contact i		cialm is contingent, unliquidated,	If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially			
			services, and government	or disputed		total claim amoun lateral or setoff to		
			contracts)		unsecured cla	m		
8	GM/Saab 30001 Van Dyke Road, Mail Code: 480-210-855 Warren, M1 48090-9020	Name: Mark Fisher Telephone: Email: mark.w.fischer@gm.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined	
9	Mitsubishi I, Nakashinkiri, Hashime-cho, Okazaki, Aichi Pref., Japan	Name: Takashi Ito Telephone: Email: takashi.ito@mitsubishi- motors.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined	
10	Subaru 2235 Marlton Pike W Cherry Hill, NJ 08002, USA	Name: Terri Woodard Claybrook, Director-Associate General Counsel Telephone: Email: telaybrook@subaru.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined	
11	Daimler/Mercedes Benz/Daimler Trucks HPC: G036, Schickardstr. 30, D- 71034 Böblingen, Germany	Name: Goetz Rachner Telephone: Email: goetz.rachner@daimler.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined	
12	Volkswagen/Audi Brieffach 1618, D-38436 Wolfsburg, Germany	Name: Dirk Taeger Telephone: Email: dirk.taeger@volkswagen.de	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined	
13	Tosla 3500 Deer Creek Road Palo Alto, CA 94304, USA	Name: Telephone: Email:	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined	
14	Forest River 55470 Country Road 1 Elkhart, IN 4614	Name: Telephone: Email:	Warranty, Recall & Indennification	C, U, D	Undetermined	Undetermined	Undetermined	
15	Fisker 5515 East La Palma Anaheim, CA 92807 USA	Name: Telephone: Email:	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined	
16	Ferrari 250 Sylvan Ave Englewood Cliffs, NJ 07632, USA	Name: Telephone: Email:	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined	
17	Jaguar Land Rover First Floor Building 552-G/8/3 Banbury Road Gaydon, UK CV35 0RR	Name: Antony Cunningham Telephone: Email: ACunning@jaguarlandrover.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined	
18	US Economic Loss MDL Class Action, Plaintiffs Steering Committee Podhurst Orseck, P.A., 25 W. Flagler St., Ste. 800	Name: Peter Prieto of Podhurst Orseck, P.A. as Chair Lead Counsel Telephone: 305-358-2800 Fax: 305-358-2382 Email:	Litigation - Economic Loss	C, U, D			Undetermined	
19	Miami, FL 33130  Canada Economic Loss Class Action Plaintiffs 1561 Ouellette Avenue Windsor, Ontario, N8X 1K5	Name: Sutts, Strosberg LLP Telephone: 519-258-9333 Fax: 866-316-5311 Email:	Litigation - Economic Loss	C, U, D	And the state of t		Undetermined	

Takata Protection Systems Inc.

Case number (if known)

Name of creditor and complete mailing address, including zip code		Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government	Indicate if claim is contingent, unilquidated, or disputed	Amount of unsecured claim  If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate		
			contracts)		unsecured clain		
20	State of Hawaii, by its Office of Consumer Protection Cronin, Fried, Sekiya, Kekina & Fairbanks 600 Davies Pacific Center 841 Bishop Street Honolulu, Hawaii 96813	Name: L. Richard Fried, Jr. Patrick F. McTeman Telephone: 808-524-1433 Email:	Litigation	C, U, D		Undetermined	
21	U.S. Virgin Islands, by its Attorney General on behalf of the Department of Licensing and Consumer Affairs Motley Rice LLC 401 9th St. NW, Suite 1001 Washington, DC 20004	Name: Linda Singer Telephone: 202-386-9626 ext. 5626 Fax: 202-386-9622 Email:	Litigation	C, U, D		Undetermined	
22	State of New Mexico, by its Attorney General Dicello, Levitt & Casey Ten North Dearborn Street, 11th Floor Chicago, Illinois 60602	Name: Adam J. Levitt Telephone: 312-214-7900 Email:	Litigation	C, U, D		Undetermined	
23	National Highway Traffic Safety Administration 1200 New Jersey Avenue, SE, West Building Washington, DC 20590	Name: Telephone: Email:	Fines & Penalties			\$180,000,000.00	
24	Daicel Safety Systems 720 Old Liberty Church Road Beaver Dain, KY 42320	Name: Stacey Veteto Telephone: 270-274-2600 Email:	Trade			\$11,371,896.48	
25	XPO Logistics Worldwide 560 Mission Street, Suite 2950 San Francisco, CA 94105-2992	Name: Eric Rudkin Telephone: 503-450-5806 Email:	Trade	U	and the control of the late of	\$5,000,000.00	
26	Special Devices, Inc. 3431 N. Reseda Circle Mesa, AZ, 44060, US	Name: Abel Tejada Telephone: 480-832-0774 Email:	Trade	and a supplier of the supplier		\$3,973,346.78	
27	ARC Automotive 1357 Veterans Way Morgantown, KY 42261	Name: Bob Knight Telephone: 734-340-4980 Email:	Trade	nagen etgate - etgatelant jar ha oceanist		\$2,058,845.29	
28	O&S California, Inc. 9731 Siempre Viva Road, Suite E San Diego, CA 92154	Name: Bianca Gonzalez Telephone: 619-661-1800 Fax: 619 661-1900 Email:	Trade			\$1,761,915.09	
29	Pegasus Auto Parts Arco Vial 3.8 Numero 3810, Santa Catarina Nuevo Leon, CP 66100, Mexico	Name: Masamichi Mima Telephone: 555-136-3377 Email:	Trade			\$1,489,561.60	
30	Kayaku Safety Systems De Ave. Ruben J. Villarreal S/N Ex. Hacienda San Isidro, Salinas Victoria Nuevo Leon, Mexico 65503	Name: Alex Orozco Telephone: 8158-0000 X475 Email:	Trade	and the second s	Spanish and the second state of the second sta	\$1,392,726.64	
31	Praxair Mexico S De R Biologo Masimino Mtz 3804; San Salvador Xochimanca PME960701GGo Mexico D.F. MX 02870	Name: Carlos Cazares Telephone: 866-635-3162 Email:	Trade			\$1,132,128.85	

Takata Protection Systems Inc.

Case number (if known)

	ne of creditor and complete ling address, including zip code	Nature of the claim (for example, trade debts, bank loans, professional	Indicate if claim is contingent, unliquidated;	Amount of unsecured claim  If the claim is fully unsecured; fill in only unsecured claim amount. If claim is partially			
	The second secon		services, and government contracts)	ordisputed	secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
32	Robles, Delia represented by Contreras, Jose 19182 Lyle Ave Corona, CA 92881	Name: Delia Robles Telephone: 951-283-9337 Email:	Litigation - Personal Injury	C, U, D	Undetermined		
33	Krasulja, Janiece 450 Seventh Avenue - 44th Floor New York, NY 10123	Name: Marc J. Rothenberg / The Rothenberg Law Firm Telephone: Email: 212-563-0100	Litigation - Personal Injury	C, U, D	Undetermined		
34	Contreras, Jose; Martinez, Jessica and Daisy 1055 West 7th Street, 33rd Floor Penthouse Los Angeles, CA 90017	Name: Child & Marton LLP Telephone: 213-627-3113 Fax: 213-623-9237 (fax) Email:	Litigation - Personal Injury	C, U, D	Undetermined		
35	Shinsho K'mac 26200 Town Center Dr #160 Novi, MI, 38655, US	Name: Yuki Yoshida Telephone: 248-305-9174 Fax: 248-305-9365 Email:	Trade		\$995,458.03		
36	AFX Industries LLC 1411 Third Street, Suite G Port Huron, MI 48060	Name: Telephone: 810-966-4650 Fax: 810-987-8149 Email: mlowrie@afixindustries.com	Trade		\$857,251.77		
37	3D Plastic, Inc. P.O. Box 72488 Cleveland, OH 44192-0002	Name: Linda Boles Telephone: 903-291-9333 Fax: 903-844-9338 Email:	Trade	Programme and the second secon	\$833,151.93		
38	J&S America 1820 E. University Drive, Auburn, AL 36830	Name: C/O Machen, McChesney & Chastain Telephone: 334-501-8900 Fax: 334-501-8905 Email:	Trade	And the second show the short in the short common should be sufficient to the	\$790,789.68		
39	Matsuju Mexicana Sa De CV Circuito San Roque Sur 323 C.P.36275 Parque Industrial Santa Fe Ampliacion Silao Guanajuato Mexico	Name: Shoji Kanbara Telephone: 472-748-9092 Email:	Trade	and the second section of the section of the second section of the second section of the section of t	\$783,108.87		
40	Extra Publicidad Y Servicios, S.A De C.V. Brasil 607 A Col. Guadalupe 25750- Monclova Monclova Coahuila De Zaragoza Mexico	Name: Gerardo Aguilar Telephone: 866-631-2269 Email:	Trade		\$773,227.30		
41	Hy-GRO Chemicals Unit 203,204 2nd Floor; Sardar Patel Road, Secunderabaad, A.P. India	Name: Vivek Bishnoi Telephone: 00 91 4 27720233 Fax: 00 91 4 27848394 Email:	Trade	- 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1	\$755,176.02		
42	Hayakawa Electronics 10 Industrial Drive Oxford, MS, L7I 4x6, US	Name: Allison Bailey Telephone: 662-234-1410 Fax: 662-234-1429 Email:	Trade		\$704,557.30		
43	Kalkaska Screw Products 775 Rabourn Road Kalkaska, MI, 48026, US	Name: Paul Stewart Telephone: 231-258-2560 Fax: 231-258-5215 Email:	Trade		\$670,452.50		
44	Indiana Automotive 1300 West Anderson Boulevard Greenfield, IN, 48375, US	Name: Clco Walker Telephone: 317-467-0100 X231 Fax: 317-467-0400 Email:	Trade	on order A . 189	\$644,814.81		

Takata Protection Systems Inc.

Case number (if known)

Name of creditor and complete mailing address, including zip code		Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim  If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.	
45	STT USA Inc 28175 Haggerty Road Suite 159 Novi, MI 48377	Name: Atsuharu Uchida Telephone: 248-994-5733 Email:	Trade			\$619,752.00
46	Gemini Plastics Inc. 4385 Garfield St Ubly, MI, 60673-7149, US	Name: Telephone: 989-658-8557 Fax: 989-658-8041 Email:	Trade			\$613,483.61
47	Global Tek (WUXI) CO LTD No 17-15 Change Jiang S RD; Wuxi Nat'l Hi-Tech Ind De; Wuxi Jiangsu, China 214028	Name: Daisie Chen Telephone: 801-391-7511 Email:	Trade			\$501,554.69
48	Gentherm Inc 21680 Haggarty Road Northville, MI 48167	Name: Elias Chidiac Telephone: 248-504-0500 Fax: 248-348-9734 Email: info@gentherm.com	Trade			\$482,928.89
49	Higuchi Manufacturing America LLC. 14901 Southton Road San Antonio, TX 78112	Name: Makoto Suzuki Telephone: 210-633-2877 Fax: 210-633-9228 Email:	Trade		er og er en en en en er	\$474,346.25
50	Mitsubishi Chemical 2001 Hood Road Greer, SC, 45403, US	Name: Traci Mefford Telephone: 864-879-5269 or 864-879- 5613 Email:	Trade	and a share has a share of the state of the	en generalisation (s. dec. ) in region proprietable (s. dec. ) in the confidence of	\$469,684.75

Fill in this information to identify the case and this filing:					
Debtor Name Takata Protection Systems Inc.					
United States Bankruptcy Court for the: District of Delaware					
Case number (If known):					
Official Form 202					
Declaration Under Penalty of Perjury for Non-Individual Debtors	12/15				
An individual who is authorized to act on behalf of a non-individual debtor, such and submit this form for the schedules of assets and liabilities, any other documen included in the document, and any amendments of those documents. This form me relationship to the debtor, the identity of the document, and the date. Bankruptcy	t that requires a declaration that is not ust state the individual's position or				
WARNING Bankruptcy fraud is a serious crime. Making a false statement, corproperty by fraud in connection with a bankruptcy case can result in fines up to \$5 or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.					
Declaration and signature					
I am the president, another officer, or an authorized agent of the corporation partnership; or another individual serving as a representative of the debtor in					
I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:					
☐ Schedule A/B: Assets–Real and Personal Property (Official Form 206A/	3)				
☐ Schedule D: Creditors Who Have Claims Secured by Property (Official I	Form 206D)				
☐ Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 20	6E/F)				
☐ Schedule G: Executory Contracts and Unexpired Leases (Official Form 2	206G)				
☐ Schedule H: Codebtors (Official Form 206H)					
☐ Summary of Assets and Liabilities for Non-Individuals (Official Form 20	06Sum)				
☐ Amended Schedule					
M. Chapter 11 or Chapter 9 Cases: Consolidated List of Creditors Who Have	the 50 Largest Unsecured Claims and Are				

Executed on: <u>06/25/2017</u> MM/DD/YYYY

Not Insiders (Official Form 204)

☐ Other documents that require a declaration:

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

/s/ Ken Bowling
Signature of individual signing on behalf of debtor
Ken Bowling
Printed name
Secretary
Position or relationship to debtor

### UNITED STATES BANKRUPTCY COURT DISTRICT OF DELAWARE

~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~	- X	
In re :	:	Chapter 11
TK HOLDINGS INC., et al.,	: :	Case No. 17( )
Debtors. <sup>1</sup>	: :	Joint Administration Requested
	- x	

## CONSOLIDATED CORPORATE OWNERSHIP STATEMENT PURSUANT TO FED. R. BANKR. P. 1007(a)(1) AND 7007.1 AND LOCAL RULE 1007-1(a)

Pursuant to Rules 1007(a)(1) and 7007.1 of the Federal Rules of Bankruptcy Procedure and Rule 1007-1(a) of the Local Rules of Bankruptcy Practice and Procedure for the United States Bankruptcy Court for the District of Delaware, TK Holdings Inc. ("*TKH*") and its affiliated debtors in the above-captioned chapter 11 cases, as debtors and debtors in possession (collectively, the "*Debtors*"), respectfully represent:

1. The Debtors are each, directly or indirectly, wholly-owned subsidiaries of Takata Corporation ("TKJP"), a corporation organized under the laws of Japan and publicly traded on the Tokyo Stock Exchange under the trading name "7312T." To the best of the Debtors' knowledge and belief, based on third party information and publicly filed disclosures, no person or entity, directly owns 10% or more of TKJP's common stock other than TKJ Co., Ltd., which owns fifty-two and one-tenth percent (52.1%). One hundred percent (100%) of the ownership interests of TKJ Co., Ltd. is directly owned by Takata Sogyo Corporation. Attached hereto as Exhibit A is

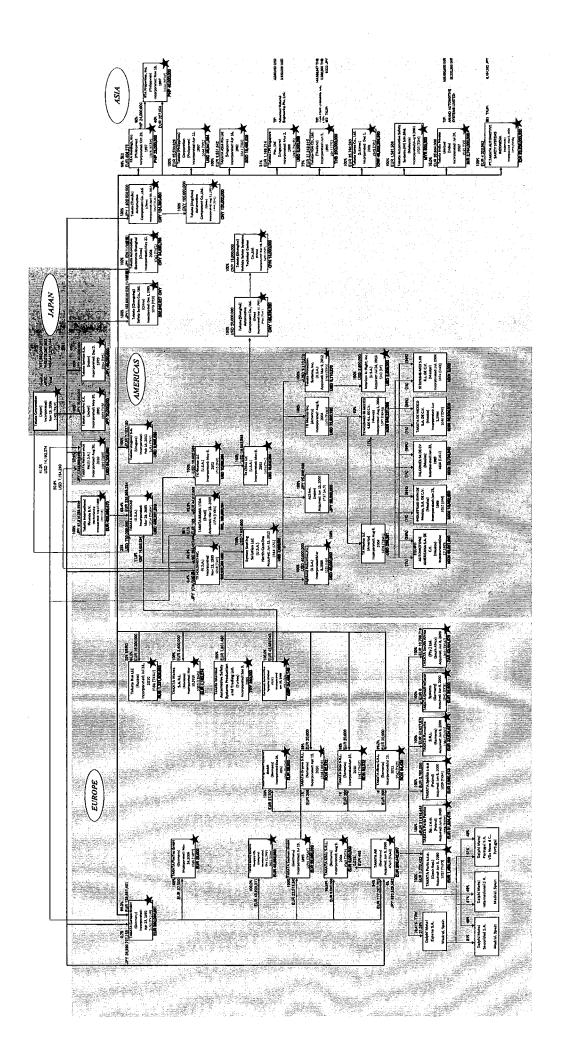
<sup>&</sup>lt;sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, as applicable, are: Takata Americas (9766); TK Finance, LLC (2753); TK China, LLC (1312); TK Holdings Inc. (3416); Takata Protection Systems Inc. (3881); Interiors in Flight Inc. (4046); TK Mexico Inc. (8331); TK Mexico LLC (9029); TK Holdings de Mexico, S. de R.L. de C.V. (N/A); Industrias Irvin de Mexico, S.A. de C.V. (N/A); Takata de Mexico, S.A. de C.V. (N/A); and Strosshe-Mex, S. de R.L. de C.V. (N/A). Except as otherwise set forth herein, the Debtors' international affiliates and subsidiaries are not debtors in these chapter 11 cases. The location of the Debtors' corporate headquarters is 2500 Takata Drive, Auburn Hills, Michigan 48326.

- an organizational chart reflecting all of the ownership interests of the Debtors and their nondebtor affiliates.
- 2. As set forth on **Exhibit A**, nineteen and two-tenths percent (19.2%) of the ownership interests of Takata Americas is directly owned by TKJP, sixty-eight and three-tenths percent (68.3%) is directly owned by Takata International Finance B.V. ("TIF"), a Besloten Vennootschap organized under the laws of the Netherlands, and the remaining twelve and one-half percent (12.5%) is directly owned by European Automotive Systems Limited ("EASL"), a limited liability company organized under the laws of the United Kingdom. Each of TIF and EASL is, directly or indirectly, wholly-owned by TKJP.
- 3. One hundred percent (100%) of the ownership interests of TK Finance, LLC ("TK Finance") is directly owned by Takata Americas.
- 4. One hundred percent (100%) of the ownership interests of TK China, LLC is directly owned by TK Finance and indirectly owned by Takata Americas.
- 5. Ninety-nine and six-tenths percent (99.6%) of the ownership interests of TKH is directly owned by Takata Americas and the remaining four-tenths percent (0.4%) is directly owned by TKJP.
- 6. One hundred percent (100%) of the ownership interests of Takata Protection Systems Inc. ("TPS") is directly owned by TKH and indirectly owned by Takata Americas.
- 7. One hundred percent (100%) of the ownership interests of Interiors in Flight Inc. is directly owned by TPS and indirectly owned by TKH and Takata Americas.
- 8. One hundred percent (100%) of the ownership interests of TK Mexico Inc. ("*TKMI*") is directly owned by TKH and indirectly owned by Takata Americas.
- 9. One hundred percent (100%) of the ownership interests of TK Mexico LLC ("**TKML**") is directly owned by TKMI and indirectly owned by TKH and Takata Americas.
- 10. Greater than ninety-nine and nine-tenths percent (99.9%) of the ownership interests of TKHoldings de Mexico, S. de R.L. de C.V. ("TK Holdings de Mexico") is directly owned by TKMI

- and the remaining less than one-tenth percent (0.1%) is directly owned by TKML. TK Holdings de Mexico is indirectly owned by TKH and Takata Americas.
- 11. Greater than ninety-nine and nine-tenths percent (99.9%) of the ownership interests of Industrias Irvin de Mexico, S.A. de C.V. ("Industrias Irvin") is directly owned by TK Holdings de Mexico and the remaining less than one-tenth percent (0.1%) is directly owned by TKML. Industrias Irvin is indirectly owned by TKMI, TKH, and Takata Americas.
- 12. Greater than ninety-nine and nine-tenths percent (99.9%) of the ownership interests of Takata de Mexico, S.A. de C.V. ("*TK DM*") is directly owned by TK Holdings de Mexico and the remaining less than one-tenth percent (0.1%) is directly owned by TKML. TK DM is indirectly owned by TKMI, TKH, and Takata Americas.
- 13. Greater than ninety-nine and nine-tenths percent (99.9%) of the ownership interests of Strosshe-Mex, S. de R.L. de C.V. ("SMX") is directly owned by TK Holdings de Mexico and the remaining less than one-tenth percent (0.1%) is directly owned by TKML. SMX is indirectly owned by TKMI, TKH, and Takata Americas.

#### Exhibit A

#### Corporate Organizational Chart



Fill in this information to identify the case and this filing:
Debtor Name Takata Protection Systems Inc.
United States Bankruptcy Court for the: District of Delaware
Case number (If known):
Official Form 202 Declaration Under Penalty of Perjury for Non-Individual Debtors 12/1
An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.
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.
Declaration and signature
I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.
I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:
☐ Schedule A/B: Assets—Real and Personal Property (Official Form 206A/B)
☐ Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)
☐ Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)
☐ Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)
☐ Schedule H: Codebtors (Official Form 206H)
☐ Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)
☐ Amended Schedule
☐ Chapter 11 or Chapter 9 Cases: Consolidated List of Creditors Who Have the 50 Largest Unsecured Claims and Are Not Insiders (Official Form 204)
☑ Other documents that require a declaration: Corporate Ownership Statement
I declare under penalty of perjury that the foregoing is true and correct.
Executed on: 06/25/2017 /s/ Ken Bowling  MM/DD/YYYY Signature of individual signing on behalf of debtor
Ken Bowling
Printed name
Secretary

Position or relationship to debtor

#### LIST OF EQUITY SECURITY HOLDERS

(Takata Protection Systems Inc.)

Name and Last Known Address of Equity Interest Holder		Number of Interests Held
TK Holdings Inc.	·	
2500 Takata Drive Auburn Hills, Michigan 48326	Common Stock	100%

Fill in this information to identify the case and	l this filing:	
Debtor Name <u>Takata Protection Systems Inc.</u>		
United States Bankruptcy Court for the: District of Delawar	<u>e</u>	
Case number (If known):		
		ı
Official Form 202  Declaration Under Penalty of Perjury for No.	ı-Individual Debtors	12/15
An individual who is authorized to act on behalf	<del> </del>	ch as a corporation or partnership, must sign
and submit this form for the schedules of assets included in the document, and any amendments relationship to the debtor, the identity of the doc	and liabilities, any other docum of those documents. This form	nent that requires a declaration that is not must state the individual's position or
WARNING Bankruptcy fraud is a serious crimproperty by fraud in connection with a bankruptcy or both. 18 U.S.C. §§ 152, 1341, 1519, and 357	cy case can result in fines up to	concealing property, or obtaining money or \$500,000 or imprisonment for up to 20 years,
Declaration and signature		
I am the president, another officer, or an au partnership; or another individual serving a		on; a member or an authorized agent of the r in this case.
I have examined the information in the doc true and correct:	uments checked below and I h	ave a reasonable belief that the information is
☐ Schedule A/B: Assets-Real and Person	al Property (Official Form 206	jA/B)
☐ Schedule D: Creditors Who Have Clair	ns Secured by Property (Offici	al Form 206D)
☐ Schedule E/F: Creditors Who Have Uni	secured Claims (Official Form	206E/F)
☐ Schedule G: Executory Contracts and U	Jnexpired Leases (Official For	m 206G)
☐ Schedule H: Codebtors (Official Form:	206H)	
☐ Summary of Assets and Liabilities for ?	Non-Individuals (Official Forn	1 206Sum)
☐ Amended Schedule		
☐ Chapter 11 or Chapter 9 Cases: Consoli Not Insiders (Official Form 204)	dated List of Creditors Who F	lave the 50 Largest Unsecured Claims and Are
☑ Other documents that require a declarat	ion: List of Equity Security H	<u>olders</u>
I declare under penalty of perjury that the f	oregoing is true and correct.	
Executed on: 06/25/2017 MM/DD/YYYY	/s/ Ken Bowling Signature of individual signi	ng on behalf of debtor
96 1	Ken Bowling Printed name	<u> </u>

Position or relationship to debtor

Secretary

# Tab I

This is **Exhibit "I"** referred to in the affidavit of **SHARON KOUR** sworn before me this 28th day of June, 2017

A Commissioner for taking affidavits

· · · · · · · · · · · · · · · · · · ·							
:"	nation to identify th						
	nkruptcy Court for the	<b>)</b> :					
District of Delay	ware						
Case number (If	known):		Chapter	11			
							Check if this is an amended filing
Official Fo	rm 201				١		
		n for No	n_Indi	ividuala	Filing for	Rankrunt	<b>CV</b> 04/16
Voidilla	ry retitio		11-1114	Viduais	1 111119 101	Dankiapt	<u> </u>
					lditional pages, write t Bankruptcy Forms for		
l. Debtor's na	ame	TK Holding	s de Mexic	o, S. de R.L. d	e C.V.		F111 2
				The state of the s			\$ 3
All other nam in the last 8 y	es debtor used						1 S S
•	•						5 5 T
names, and doir	umed names, trade in the subject of						55//\$
names -							≥ 5/// \g
	deral Employer on Number (EIN)	N/A				INED: RVE COPY: ATTEST:	U. S. BAN
l. Debtor's address	Principal place			V BALKALKE INSER.		f different floor princ	ipal place of busine
,	Carretera Sant	a Rosa Km 3.5				<b>5 4</b>	MA.
	Number	Street			Number	Street	
	Interior A						
	· —-				P.O. Box		
	- 1	Nuevo León	66600		<del></del>		
	City	State	ZIP Code		City	State	ZIP Code

Debtor's website (URL)

Mexico Country

www.takata.com/en/

Type of debtor

□ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))

of business

Number

City

☐ Partnership (excluding LLP)

☑ Other. Specify: Mexican Sociedad de Responsabilidad Limitada de Capital Variable

State Location of principal assets, if different from principal place

Street

ebto		de R.L. de	C.V.			Case number (if l	known)	
	Name				_			
_	·	A. Che	ck one:					
7.	Describe debtor's business							
				siness (as defined i				
		<ul><li>☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))</li><li>☐ Railroad (as defined in 11 U.S.C. § 101(44))</li></ul>						
			· -	defined in 11 U.S.	•			
			· ·	ker (as defined in 1	-			
				as defined in 11 U.	_	(3))		
		None of the above: <u>Holding Company</u>						
		Managara (						57 11
		B. Che	ck all that ap	ply:				
	☐ Tax- entity (as described in 26 U.S.C. § 501)							
				pany, including hed sor (as defined in 1	•	•	vehicle (as define	ed in 15 U.S.C. § 80a-3)
				morioon Industry C				ribos dobtor Soo
						on System) 4-digit cod ssociation-naics-code		indes debior. See
		551	11					,
8.	Under which chapter of the Bankruptcy Code is the	Check	one:					
	debtor filing?	☐ Ch	apter 7					
		☐ Ch	apter 9					
		⊠ Ch	apter 11. Che	eck all that apply:				
		☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to					ots owed to	
	•			insiders or affiliate on 4/01/19 and ev	s) are les: ery 3 yea	s than \$2,566,050 (a rs after that).	mount subject to	adjustment
						ss debtor as defined	-	
						lebtor, attach the mos ish-flow statement, ai		
				if all of these doc		not exist, follow the		
			_	1116(1)(B).				
				A plan is being file		•	_	
			L	•	•	e solicited prepetitior h 11 U.S.C. § 1126(b		re classes of
				•		periodic reports (for	•	nd 10Q) with
,				the Securities and	l Exchang	e Commission accor	ding to § 13 or 1	5(d) of the
				Non-Individuals F		1934. File the Attact ankruptcy under Cha		
						iny as defined in the	Securities Excha	nge Act of
		□ Ch	apter 12	1934 Rule 12b-2				
۵	Wara prior bankruntan assa							
J.	Were prior bankruptcy cases filed by or against the debtor	⊠ No □ Ye		t.	\A/han		Case number	
	within the last 8 years?		o District		VVIICII		Case number_	
	If more than 2 cases, attach a separate list.					MM/ DD/ YYYY		
	separate list.		District	t	When	. <u> </u>	Case number_	
						MM / DD/ YYYY		
10.	Are any bankruptcy cases	□ No						
	pending or being filed by a business partner or an	⊠ Ye	s Debtor	See attached	Schedul	e 1	Relationship	See attached Schedule 1
	affiliate of the debtor?		District	See attached	Schedul	e 1	When	06/25/2017
	List all cases. If more than 1, attach a separate list.		Case n	number, if known		<del></del>	-	MM / DD/ YYYY

П

\$10,000,001-\$50 million

\$50,000,001-\$100 million

\$100,000,001-\$500 million

\$1,000,001-\$10 million

\$10,000,001-\$50 million

\$50,000,001-\$100 million

\$100,000,001-\$500 million

\$50,001-\$100,000

\$100,001-\$500,000

\$500,001-\$1 million

\$50,001-\$100,000

\$100,001-\$500,000

\$500,001-\$1 million

\$0-\$50,000

П

\$1,000,000,001-\$10 billion

More than \$50 billion

More than \$50 billion

\$500,000,001-\$1 billion

\$1,000,000,001-\$10 billion

\$10,000,000,001-\$50 billion

\$10,000,000,001-\$50 billion

X

П

16. Estimated liabilities

TK Holdings de Mexico, S. de R.L. de C.V.	Case number (if known)	
N		

Request for Relief	Declaration,	and	Signatures
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**WARNING** – Bankruptcy fraud is a serious crime. Making a false statement 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.

- 17. Declaration and signature of authorized representative of debtor
- The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.
- I have been authorized to file this petition on behalf of the debtor.
- I have examined the information in this petition 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 06/25/2017 MM / DD / YYYY

K	/s/ Ken Bowling	Ken Bowling	
	Signature of authorized representative of debtor	Printed name	
	Secretary		
	Title		

#### 18. Signature of attorney

/s/ Mark D. Collins	Date	06/25/2017
Signature of attorney for debtor		MM / DD / YYYY
Mark D. Collins		Ronit J. Berkovich
Printed Name		
Richards, Layton & Finger, P.A.		Weil, Gotshal & Manges LLP
Firm Name		
One Rodney Square, 920 North King Street		767 Fifth Avenue
Number Street		
Wilmington, DE 19801		New York, NY 10153
City/State/Zip		
(302) 651-7700		(212) 310-8000
Contact phone		
collins@rlf.com		ronit.berkovich@weil.com
Contact email address		
2981 DE	· · · · · · · · · · · · · · · · · · ·	
Bar Number State		

#### Schedule 1

#### Pending Bankruptcy Cases Filed by the Debtor and Affiliates of the Debtor

On the date hereof, each of the affiliated entities listed below (including the debtor in this chapter 11 case) filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code in the United States Bankruptcy Court for the District of Delaware. The Debtors have filed a motion requesting that the chapter 11 cases of these entities be consolidated for procedural purposes only and jointly administered under the number assigned to the chapter 11 case of TK Holdings Inc.

COMPANY	CASE NUMBER
Takata Americas	17( )
TK Finance, LLC	17( )
TK China, LLC	17( )
TK Holdings Inc.	17( )
Takata Protection Systems Inc.	17( )
Interiors in Flight Inc.	17( )
TK Mexico Inc.	17( )
TK Mexico LLC	17( )
TK Holdings de Mexico, S. de R.L. de C.V.	17( )
Industrias Irvin de Mexico, S.A. de C.V.	17( )
Takata de Mexico, S.A. de C.V.	17( )
Strosshe-Mex, S. de R.L. de C.V.	17( )

# RESOLUTIONS OF THE BOARD OF DIRECTORS OF TK HOLDINGS DE MEXICO, S. DE R.L. DE C.V.

June 25, 2017

Effective as of this 25th day of June, 2017, pursuant to a special meeting of the board of directors (the "Board") of TK Holdings de Mexico, S. de R.L. de C.V. (the "Company"), a Mexican Sociedad de Responsabilidad Limitada de Capital Variable, on the same date, at which a quorum was present, upon a motion duly made and seconded and acting pursuant to the Company's organizational documents, the members of the Board constituting at least a majority of the directors then in office took the following actions and adopted the following resolutions:

WHEREAS, the Board has reviewed and had the opportunity to ask questions about the materials presented by the management and the advisors of the Company regarding the liabilities and liquidity of the Company and its subsidiaries and affiliates, the strategic alternatives available to it and the impact of the foregoing on the Company's businesses;

WHEREAS, the Board has had the opportunity to consult with the management and the legal and financial advisors of the Company to fully consider, and has considered, the strategic alternatives available to the Company; and

WHEREAS, the Board desires to approve the following resolutions:

#### I. Commencement of Chapter 11 Case

NOW, THEREFORE, BE IT RESOLVED, that the Board has determined, after consultation with the management and the legal and financial advisors of the Company, that it is desirable and in the best interests of the Company, its shareholders, creditors, and other parties in interest that a petition be filed by the Company seeking relief under the provisions of chapter 11 of title 11 of the United States Code (the "Bankruptcy Code"); and be it further

RESOLVED, that any officer of the Company (each, an "Authorized Officer"), in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, to negotiate, execute, deliver, and file, in the name and on behalf of the Company, and under its corporate seal or otherwise, all plans, petitions, schedules, statements, motions, lists, applications, pleadings, papers, affidavits, declarations, orders and other documents (the "Chapter 11 Filings") in the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court") (with such changes therein and additions thereto as any such Authorized Officer may deem necessary, appropriate or advisable, the execution and delivery of any of the Chapter 11 Filings by any such Authorized Officer with any changes thereto to be conclusive evidence that any such Authorized Officer deemed such changes to meet such standard); and be it further

**RESOLVED**, that any Authorized Officer, in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, in the name and on behalf of the Company, to take and perform any and all further acts and deeds that such Authorized Officer deems necessary, appropriate, or desirable in connection with the Company's chapter 11 case (the "Chapter 11 Case") or the Chapter 11 Filings, including, without limitation, (i) the payment of fees, expenses and taxes such Authorized Officer deems necessary, appropriate, or

desirable, and (ii) negotiating, executing, delivering, performing and filing any and all additional documents, schedules, statements, lists, papers, agreements, certificates and/or instruments (or any amendments or modifications thereto) in connection with, or in furtherance of, the Chapter 11 Case with a view to the successful prosecution of the Chapter 11 Case (such acts to be conclusive evidence that such Authorized Officer deemed the same to meet such standard); and be it further

**RESOLVED**, that nothing in connection with the Company's Chapter 11 Cases, or any of the Chapter 11 Filings in furtherance thereof, is intended to, and shall not be deemed to, constitute the Company's request to initiate proceedings under any of the provisions of Ley de Concursos Mercantiles; and be it further

#### II. Retention of Advisors

**RESOLVED**, that, in connection with the Chapter 11 Case, any Authorized Officer, in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, in the name and on behalf of the Company, to employ and retain all assistance by legal counsel, accountants, financial advisors, investment bankers and other professionals, on behalf of the Company, which such Authorized Officer deems necessary, appropriate or advisable in connection with, or in furtherance of, the Chapter 11 Case, with a view to the successful prosecution of the Chapter 11 Case (such acts to be conclusive evidence that such Authorized Officer deemed the same to meet such standard); and be it further

**RESOLVED**, that the law firm of Weil, Gotshal & Manges LLP, located at 767 Fifth Avenue, New York, New York 10153, is hereby retained as counsel for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

**RESOLVED**, that the law firm of Richards, Layton & Finger, P.A., located at One Rodney Square, 920 North King Street, Wilmington, Delaware 19807, is hereby retained as local counsel for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

**RESOLVED**, that the firm of Lazard Frères & Co. LLC, located at 30 Rockefeller Plaza, New York, New York 10112, is hereby retained as investment banker for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

**RESOLVED**, that the firm of PricewaterhouseCoopers LLP, located at 300 Madison Avenue, New York, New York 10017, is hereby retained as financial advisor for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

**RESOLVED**, that the firm of Ernst & Young LLP, located at 5 Times Square, New York, New York 10036, is hereby retained as tax advisor for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

**RESOLVED**, that the firm of Prime Clerk LLC, located at 830 Third Avenue, 9th Floor, New York, New York 10022, is hereby retained as claims, noticing and solicitation agent and administrative advisor for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

**RESOLVED**, that any Authorized Officer, in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, in the name and on behalf of the Company, to take and perform any and all further acts and deeds, including,

without limitation, (i) the payment of any consideration, (ii) the payment of fees, expenses and taxes such Authorized Officer deems necessary, appropriate, or desirable, and (iii) negotiating, executing, delivering, performing, and filing any and all documents, motions, pleadings, applications, declarations, affidavits, schedules, statements, lists, papers, agreements, certificates and/or instruments (or any amendments or modifications thereto) in connection with the engagement of professionals contemplated by the foregoing resolutions (such acts to be conclusive evidence that such Authorized Officer deemed the same to meet such standard); and be it further

#### III. Accommodation Agreement

**RESOLVED**, that any Authorized Officer is hereby authorized, empowered, and directed, in the name and on behalf of the Company, to cause the Company to enter into, execute, deliver, certify, file or record, and perform, (i) that certain accommodation agreement (the "Accommodation Agreement"), substantially in the form presented to the Board, by and among the parties described therein, (ii) all provisions for adequate protection to be made by the Company and certain of its U.S. and Mexican direct and indirect subsidiaries, as set forth in the Accommodation Agreement, and (iii) such other documents, agreements, instruments and certificates as may be required by the Accommodation Agreement; and be it further

#### IV. General Authorization and Ratification

RESOLVED, that any Authorized Officer, in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, in the name and on behalf of the Company, to take and perform any and all further acts or deeds, including, but not limited to, (i) the negotiation of such additional agreements, amendments, modifications, supplements, reports, documents, instruments, applications, notes or certificates not now known but which may be required, (ii) the execution, delivery and filing (if applicable) of any of the foregoing, and (iii) the payment of all fees, consent payments, taxes and other expenses as any such Authorized Officer, in his or her sole discretion, may approve or deem necessary, appropriate or desirable in order to carry out the intent and accomplish the purposes of the foregoing resolutions and the transactions contemplated thereby, all of such actions, executions, deliveries, filings and payments to be conclusive evidence of such approval or that such Authorized Officer deemed the same to meet such standard; and be it further

**RESOLVED**, that any and all past actions heretofore taken by any Authorized Officer, any director, or any member of the Company in the name and on behalf of the Company in furtherance of any or all of the preceding resolutions be, and the same hereby are, ratified, confirmed, and approved in all respects.

[Signature Page Follows]

Dated as of the date first written above.

#### DIRECTORS:

By: Yoichiro Nomura

By: Satoshi Seita

Dated as of the date first written above.

DIRECTORS:

Bv:

Satoshi Seita

Fill in this information to identify the case:		
Debtor Name TK Holdings de Mexico, S. de R.L. de C.V.	_	
United States Bankruptcy Court for the: <u>District of Delaware</u>		Check if this is an
Case number (if known):		amended filing

#### Official Form 204

Chapter 11 or Chapter 9 Cases: Consolidated List of Creditors Who Have the 50 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 50 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 50 largest unsecured claims.

Name of creditor and complete						Amount of unsecured claim			
mal	ling address, including zip code	emall address of creditor contact	(for example, trade debts, bank loans, professional services, and government contracts)	claim is contingent, unliquidated, or disputed	If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partiall secured, fill in total claim amount and dedutor value of collateral or setoff to calculate unsecured claim.		m is partially nt and deduction		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim		
1	Honda 24000 Honda Parkway Marysville, OH 43040	Name: Tom Lake Telephone: Email: tom_lake@ham.honda.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined		
2	Toyota 6565 Headquarters Drive Plano, TX 75024	Name: Cortney Romans Telephone: Email: cortney.romans@toyota.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined		
3	FCA 800 Chrysler Drive, Auburn Hills MI 48321-8004 USA	Name: Sigmund Huber Telephone: Email: sig.huber@fcagroup.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined		
4	Mazda 3-1 Shinchi, Fuchu-cho, Aki-gun Hiroshima, Japan 730-8670	Name: Mr. Tetsuto Nakamura, General Manager, Purchasing Division Telephone: Email: nakamura.tet@mazda.co.jp	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined		
5	Nissan 39001 Sunrise Farmington Hills, MI 48331	Name: Don Parshall Telephone: Email: don.parshall@nissan-usa.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined		
6	BMW Knorrstrasse 147 München, Germany 80788	Name: Sven Hofmann Telephone: Email: sven.sh.hofmann@bmw.de	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined		
7	Ford Town Center Offices, 18900 Michigan Ave Dearborn MI 48126, USA	Name: Dennis Barrish Telephone: Email: dbarrish@ford.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined		

TK Holdings de Mexico, S. de R.L. de C.V.

Case number (if known)

	ne of creditor and complete	Name, telephone number, and	Nature of the claim	Indicate If	Amount of ur	secured claim	
mai	ling address, including zip code	email address of creditor contact	(for example, trade debts, bank loans, professional	claim is contingent, unliquidated,	unsecured cla	fully unsecured, fil im amount, if clair	n is partially
Ē			services, and government	or disputed		total claim amour liateral or setoff to	
			contracts)		unsecured cia		
8	GM/Saab 30001 Van Dyke Road, Mail Code: 480-210-855 Warren, MI 48090-9020	Name: Mark Fisher Telephone: Email: mark.w.fischer@gm.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
9	Mitsubishi I, Nakashinkiri, Hashime-cho, Okazaki, Aichi Pref., Japan	Name: Takashi Ito Telephone: Email: takashi.ito@mitsubishi- motors.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
10	Subaru 2235 Marlton Pike W Cherry Hill, NJ 08002, USA	Name: Terri Woodard Claybrook, Director-Associate General Counsel Telephone: Email: telaybrook@subaru.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
11	Daimler/Mercedes Benz/Daimler Trucks HPC: G036, Schickardstr. 30, D- 71034 Böblingen, Germany	Name: Goetz Rachner Telephone: Email: goetz.rachner@daimler.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
12	Volkswagen/Audi Brieffach 1618, D-38436 Wolfsburg, Germany	Name: Dirk Taeger Telephone: Email: dirk.taeger@volkswagen.de	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
13	Tosla 3500 Deer Creek Road Palo Alto, CA 94304, USA	Name: Telephone: Email:	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
14	Forest River 55470 Country Road 1 Elkhart, IN 4614	Name: Telephone: Email:	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
15	Fisker 5515 East La Palma Anaheim, CA 92807 USA	Name: Telephone: Email:	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
16	Ferrari 250 Sylvan Ave Englewood Cliffs, NJ 07632, USA	Name: Telephone: Email:	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
17	Jaguar Land Rover First Floor Building 552-G/8/3 Banbury Road Gaydon, UK CV35 0RR	Name: Antony Cunningham Telephone: Email: ACunning@jaguarlandrover.com	Warranty, Recall & Indemnification	C, U, D	Undetermined	Undetermined	Undetermined
18	US Economic Loss MDL Class Action, Plaintiffs Steering Committee Podhurst Orseck, P.A., 25 W. Flagler St., Ste. 800 Miami, FL 33130	Name: Peter Prieto of Podhurst Orseck, P.A. as Chair Lead Counsel Telephone: 305-358-2800 Fax: 305-358-2382 Email:	Litigation - Economic Loss	C, U, D			Undetermined
19	Canada Economic Loss Class Action Plaintiffs 1561 Ouellette Avenue Windsor, Ontario, N8X 1K5	Name: Sutts, Strosberg LLP Telephone: 519-258-9333 Fax: 866-316-5311 Email:	Litigation - Economic Loss	C, U, D	7, 17, 17, 17, 17, 17, 17, 17, 17, 17, 1		Undetermined

TK Holdings de Mexico, S. de R.L. de C.V.

Case number (if known)

Name of creditor and complete		Name, telephone number, and Nature of the claim Indicate if			Amount of unse	ecured claim
mai	ling address, including zip code	email address of creditor				vunceoured fill in only
recier recier	THE STATE OF THE PROPERTY OF THE STATE OF TH	Contact	debts, bank loans, contingent, professional unliquidated,		If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially	
			services, and	or disputed		al claim amount and deduction
			government			teral or setoff to calculate
			contracts)		unsecured claim	
20	State of Hawaii, by its Office of Consumer Protection Cronin, Fried, Sekiya, Kekina & Fairbanks 600 Davies Pacific Center 841 Bishop Street Honolulu, Hawaii 96813	Name: L. Richard Fried, Jr. Patrick F. McTernan Telephone: 808-524-1433 Email:	Litigation	C, U, D		Undetermined
21	U.S. Virgin Islands, by its Attorney General on behalf of the Department of Licensing and Consumer Affairs Motley Rice LLC 401 9th St. NW, Suite 1001 Washington, DC 20004	Name: Linda Singer Telephone: 202-386-9626 ext. 5626 Fax: 202-386-9622 Email:	Litigation	C, U, D		Undetermined
22	State of New Mexico, by its Attorney General Dicello, Levitt & Casey Ten North Dearborn Street, 11th Floor Chicago, Illinois 60602	Name: Adam J. Levitt Telephone: 312-214-7900 Email:	Litigation	C, U, D		Undetermined
23	National Highway Traffic Safety Administration 1200 New Jersey Avenue, SE, West Building Washington, DC 20590	Name: Telephone: Email:	Fines & Penalties			\$180,000,000.00
24	Daicel Safety Systems 720 Old Liberty Church Road Beaver Dam, KY 42320	Name: Stacey Veteto Telephone: 270-274-2600 Email:	Trade			\$11,371,896.48
25	XPO Logistics Worldwide 560 Mission Street, Suite 2950 San Francisco, CA 94105-2992	Name: Eric Rudkin Telephone: 503-450-5806 Email:	Trade	U		\$5,000,000.00
26	Special Devices, Inc. 3431 N. Reseda Círcle Mesa, AZ, 44060, US	Name: Abel Tejada Telephone: 480-832-0774 Email:	Trade	t er til skylleningsa förmalning herbildingaren er en tre treambaren		\$3,973,346.78
27	ARC Automotive 1357 Veterans Way Morgantown, KY 42261	Name: Bob Knight Telephone: 734-340-4980 Email:	Trade	· · · · · · · · · · · · · · · · · · ·		\$2,058,845.29
28	O&S California, Inc. 9731 Siempre Viva Road, Suite E San Diego, CA 92154	Name: Bianca Gonzalez Telephone: 619-661-1800 Fax: 619 661-1900 Email:	Trade			\$1,761,915.09
29	Pegasus Auto Parts Arco Vial 3.8 Numero 3810, Santa Catarina Nuevo Leon, CP 66100, Mexico	Name: Masamichi Mima Telephone: 555-136-3377 Email:	Trade			\$1,489,561.60
30	Kayaku Safety Systems De Ave. Ruben J. Villarreal S/N Ex. Hacienda San Isidro, Salinas Victoria Nuevo Leon, Mexico 65503	Name: Alex Orozco Telephone: 8158-0000 X475 Email:	Trade			\$1,392,726.64
31	Praxair Mexico S De R Biologo Masimino Mtz 3804; San Salvador Xochimanca PME960701GGo Mexico D.F. MX 02870	Name: Carlos Cazares Telephone: 866-635-3162 Email:	Trade	4		\$1,132,128.85

TK Holdings de Mexico, S. de R.L. de C.V.

Case number (if known)

Name of creditor and complete		Name, telephone number, and	Nature of the claim = Indicate if		Amount of unsecured claim	
mail	ing address, including zip code	email address of creditor contact.	(for example, trade claim is debts, bank loans, contingent, professional unliquidated, services, and government		If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate	
			contracts)		unsecured claim.	Laft, faile
32	Robles, Delia represented by Contreras, Jose 19182 Lyle Ave Corona, CA 92881	Name: Delia Robles Telephone: 951-283-9337 Email:	Litigation - Personal Injury	C, U, D		Undetermined
33	Krasulja, Janiece 450 Seventh Avenue - 44th Floor New York, NY 10123	Name: Marc J. Rothenberg / The Rothenberg Law Firm Telephone: Email: 212-563-0100	Litigation - Personal Injury	C, U, D		Undetermined
34	Contreras, Jose; Martinez, Jessica and Daisy 1055 West 7th Street, 33rd Floor Penthouse Los Angeles, CA 90017	Name: Child & Marton LLP Telephone: 213-627-3113 Fax: 213-623-9237 (fax) Email:	Litigation - Personal Injury	C, U, D		Undetermined
35	Shinsho K'mac 26200 Town Center Dr #160 Novi, MI, 38655, US	Name: Yuki Yoshida Telephone: 248-305-9174 Fax: 248-305-9365 Email:	Trade			\$995,458.03
36	AFX Industries LLC 1411 Third Street, Suite G Port Huron, MI 48060	Name: Telephone: 810-966-4650 Fax: 810-987-8149 Email: mlowrie@afixindustries.com	Trade			\$857,251.77
37	3D Plastic, Inc. P.O. Box 72488 Cleveland, OH 44192-0002	Name: Linda Boles Telephone: 903-291-9333 Fax: 903-844-9338 Email:	Trade	anna faun faun fall de de la commentant de	and the commence of the control of t	\$833,151.93
38	J&S America 1820 E. University Drive, Auburn, AL 36830	Name: C/O Machen, McChesney & Chastain Telephone: 334-501-8900 Fax: 334-501-8905 Email:	Trade			\$790,789.68
39	Matsuju Mexicana Sa De CV Circuito San Roque Sur 323 C.P.36275 Parque Industrial Santa Fe Ampliacion Silao Guanajuato Mexico	Name: Shoji Kanbara Telephone: 472-748-9092 Email:	Trade			\$783,108.87
40	Extra Publicidad Y Servicios, S.A De C.V. Brasii 607 A Col. Guadalupe 25750- Monclova Monclova Coahuila De Zaragoza Mexico	Name: Gerardo Aguilar Telephone: 866-631-2269 Email:	Trade			\$773,227.30
41	Hy-GRO Chemicals Unit 203,204 2nd Floor; Sardar Patel Road, Secunderabaad, A.P. India	Name: Vivek Bishnoi Telephone: 00 91 4 27720233 Fax: 00 91 4 27848394 Email:	Trade	iga and an		\$755,176.02
42	Hayakawa Electronics 10 Industrial Drive Oxford, MS, L7l 4x6, US	Name: Allison Bailey Telephone: 662-234-1410 Fax: 662-234-1429 Email:	Trade			\$704,557.30
43	Kalkaska Screw Products 775 Rabourn Road Kalkaska, MI, 48026, US	Name: Paul Stewart Telephone: 231-258-2560 Fax: 231-258-5215 Email:	Trade			\$670,452.50
44	Indiana Automotive 1300 West Anderson Boulevard Greenfield, IN, 48375, US	Name: Cleo Walker Telephone: 317-467-0100 X231 Fax: 317-467-0400 Email:	Trade			\$644,814.81

TK Holdings de Mexico, S. de R.L. de C.V.

Case number (if known)

	ne of creditor and complete ling address, including zip code	Name, telephone number, and	Nature of the claim	Indicate If	Amount of unsecured claim	
	ing acaisas, inciding ap sono	email address of greditor contact	debts, bank loans, professional services, and government	contingent, unliquidated, or disputed	If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.	
			contracts)			
45	STT USA Inc 28175 Haggerty Road Suite 159 Novi, MI 48377	Name: Atsuharu Uchida Telephone: 248-994-5733 Email:	Trade			\$619,752.00
46	Gemini Plastics Inc. 4385 Garfield St Ubly, MI, 60673-7149, US	Name: Telephone: 989-658-8557 Fax: 989-658-8041 Email:	Trade			\$613,483.61
47	Global Tek (WUXI) CO LTD No 17-15 Change Jiang S RD; Wuxi Nat'l Hi-Tech Ind De; Wuxi Jiangsu, China 214028	Name: Daisie Chen Telephone: 801-391-7511 Email:	Trade			\$501,554.69
48	Gentherm Inc 21680 Haggarty Road Northville, MI 48167	Name: Elias Chidiac Telephone: 248-504-0500 Fax: 248-348-9734 Email: info@gentherm.com	Trade			\$482,928.89
49	Higuchi Manufacturing America LLC. 14901 Southton Road San Antonio, TX 78112	Name: Makoto Suzuki Telephone: 210-633-2877 Fax: 210-633-9228 Email:	Trade	A hearth Ar A park Summersummeral	and angular control to the second control of	\$474,346.25
50	Mitsubishi Chemical 2001 Hood Road Greer, SC, 45403, US	Name: Traci Mefford Telephone: 864-879-5269 or 864-879- 5613 Email:	Trade			\$469,684.75

Fill in this information to identify the case and	d this filing:
Debtor Name TK Holdings de Mexico, S. de R.L. de C.V.	
United States Bankruptcy Court for the: District of Delawar	
Case number (If known):	
Official Form 202  Declaration Under Penalty of Perjury for No.	n-Individual Debtors 12/15
and submit this form for the schedules of assets a included in the document, and any amendments	of a non-individual debtor, such as a corporation or partnership, must sign and liabilities, any other document that requires a declaration that is not of those documents. This form must state the individual's position or ument, and the date. Bankruptcy Rules 1008 and 9011.
	ne. Making a false statement, concealing property, or obtaining money or case can result in fines up to \$500,000 or imprisonment for up to 20 years, 1.
Declaration and signature	
I am the president, another officer, or an au partnership; or another individual serving a	thorized agent of the corporation; a member or an authorized agent of the s a representative of the debtor in this case.
I have examined the information in the doc true and correct:	uments checked below and I have a reasonable belief that the information is
☐ Schedule A/B: Assets–Real and Person	al Property (Official Form 206A/B)
☐ Schedule D: Creditors Who Have Clain	ns Secured by Property (Official Form 206D)
☐ Schedule E/F: Creditors Who Have Uns	secured Claims (Official Form 206E/F)
☐ Schedule G: Executory Contracts and U	Jnexpired Leases (Official Form 206G)
☐ Schedule H: Codebtors (Official Form 2	206Н)
☐ Summary of Assets and Liabilities for N	Non-Individuals (Official Form 206Sum)
☐ Amended Schedule	
☑ Chapter 11 or Chapter 9 Cases: Consoli Not Insiders (Official Form 204)	dated List of Creditors Who Have the 50 Largest Unsecured Claims and Are
☐ Other documents that require a declarat	ion:
I declare under penalty of perjury that the for	oregoing is true and correct.
Executed on: 06/25/2017 MM/DD/YYYY	/s/ Ken Bowling Signature of individual signing on behalf of debtor
×	Ken Bowling
	Printed name
	Secretary
	Position or relationship to debtor

### UNITED STATES BANKRUPTCY COURT DISTRICT OF DELAWARE

	Х	
In re	: C	hapter 11
TK HOLDINGS INC., et al.,	: : C:	ase No. 17( )
Debtors. 1	: : Jo :	oint Administration Requested
	х	

## CONSOLIDATED CORPORATE OWNERSHIP STATEMENT PURSUANT TO FED. R. BANKR. P. 1007(a)(1) AND 7007.1 AND LOCAL RULE 1007-1(a)

Pursuant to Rules 1007(a)(1) and 7007.1 of the Federal Rules of Bankruptcy Procedure and Rule 1007-1(a) of the Local Rules of Bankruptcy Practice and Procedure for the United States Bankruptcy Court for the District of Delaware, TK Holdings Inc. ("*TKH*") and its affiliated debtors in the above-captioned chapter 11 cases, as debtors and debtors in possession (collectively, the "*Debtors*"), respectfully represent:

1. The Debtors are each, directly or indirectly, wholly-owned subsidiaries of Takata Corporation ("*TKJP*"), a corporation organized under the laws of Japan and publicly traded on the Tokyo Stock Exchange under the trading name "7312T." To the best of the Debtors' knowledge and belief, based on third party information and publicly filed disclosures, no person or entity, directly owns 10% or more of TKJP's common stock other than TKJ Co., Ltd., which owns fifty-two and one-tenth percent (52.1%). One hundred percent (100%) of the ownership interests of TKJ Co., Ltd. is directly owned by Takata Sogyo Corporation. Attached hereto as Exhibit A is

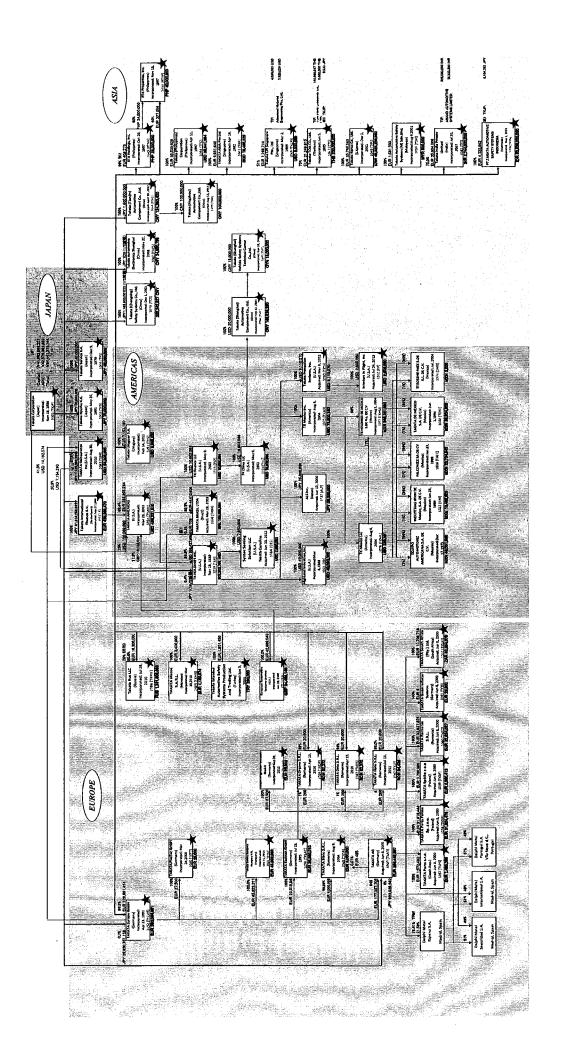
<sup>&</sup>lt;sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, as applicable, are: Takata Americas (9766); TK Finance, LLC (2753); TK China, LLC (1312); TK Holdings Inc. (3416); Takata Protection Systems Inc. (3881); Interiors in Flight Inc. (4046); TK Mexico Inc. (8331); TK Mexico LLC (9029); TK Holdings de Mexico, S. de R.L. de C.V. (N/A); Industrias Irvin de Mexico, S.A. de C.V. (N/A); Takata de Mexico, S.A. de C.V. (N/A); and Strosshe-Mex, S. de R.L. de C.V. (N/A). Except as otherwise set forth herein, the Debtors' international affiliates and subsidiaries are not debtors in these chapter 11 cases. The location of the Debtors' corporate headquarters is 2500 Takata Drive, Auburn Hills, Michigan 48326.

- an organizational chart reflecting all of the ownership interests of the Debtors and their nondebtor affiliates.
- 2. As set forth on **Exhibit A**, nineteen and two-tenths percent (19.2%) of the ownership interests of Takata Americas is directly owned by TKJP, sixty-eight and three-tenths percent (68.3%) is directly owned by Takata International Finance B.V. ("**TIF**"), a Besloten Vennootschap organized under the laws of the Netherlands, and the remaining twelve and one-half percent (12.5%) is directly owned by European Automotive Systems Limited ("**EASL**"), a limited liability company organized under the laws of the United Kingdom. Each of TIF and EASL is, directly or indirectly, wholly-owned by TKJP.
- 3. One hundred percent (100%) of the ownership interests of TK Finance, LLC ("TK Finance") is directly owned by Takata Americas.
- 4. One hundred percent (100%) of the ownership interests of TK China, LLC is directly owned by TK Finance and indirectly owned by Takata Americas.
- 5. Ninety-nine and six-tenths percent (99.6%) of the ownership interests of TKH is directly owned by Takata Americas and the remaining four-tenths percent (0.4%) is directly owned by TKJP.
- 6. One hundred percent (100%) of the ownership interests of Takata Protection Systems Inc. ("TPS") is directly owned by TKH and indirectly owned by Takata Americas.
- 7. One hundred percent (100%) of the ownership interests of Interiors in Flight Inc. is directly owned by TPS and indirectly owned by TKH and Takata Americas.
- 8. One hundred percent (100%) of the ownership interests of TK Mexico Inc. ("*TKMI*") is directly owned by TKH and indirectly owned by Takata Americas.
- 9. One hundred percent (100%) of the ownership interests of TK Mexico LLC ("**TKML**") is directly owned by TKMI and indirectly owned by TKH and Takata Americas.
- 10. Greater than ninety-nine and nine-tenths percent (99.9%) of the ownership interests of TKHoldings de Mexico, S. de R.L. de C.V. ("TK Holdings de Mexico") is directly owned by TKMI

- and the remaining less than one-tenth percent (0.1%) is directly owned by TKML. TK Holdings de Mexico is indirectly owned by TKH and Takata Americas.
- 11. Greater than ninety-nine and nine-tenths percent (99.9%) of the ownership interests of Industrias Irvin de Mexico, S.A. de C.V. ("Industrias Irvin") is directly owned by TK Holdings de Mexico and the remaining less than one-tenth percent (0.1%) is directly owned by TKML. Industrias Irvin is indirectly owned by TKMI, TKH, and Takata Americas.
- 12. Greater than ninety-nine and nine-tenths percent (99.9%) of the ownership interests of Takata de Mexico, S.A. de C.V. ("*TK DM*") is directly owned by TK Holdings de Mexico and the remaining less than one-tenth percent (0.1%) is directly owned by TKML. TK DM is indirectly owned by TKMI, TKH, and Takata Americas.
- 13. Greater than ninety-nine and nine-tenths percent (99.9%) of the ownership interests of Strosshe-Mex, S. de R.L. de C.V. ("SMX") is directly owned by TK Holdings de Mexico and the remaining less than one-tenth percent (0.1%) is directly owned by TKML. SMX is indirectly owned by TKMI, TKH, and Takata Americas.

#### Exhibit A

Corporate Organizational Chart



Fill in this information to identify the case an	d this filing:
Debtor Name TK Holdings de Mexico, S. de R.L. de C.V.	
United States Bankruptcy Court for the: District of Delawar	<u>e</u>
Case number (If known):	
Official Form 202  Declaration Under Penalty of Perjury for No.	n-Individual Debtors 12/15
and submit this form for the schedules of assets included in the document, and any amendments	of a non-individual debtor, such as a corporation or partnership, must sign and liabilities, any other document that requires a declaration that is not of those documents. This form must state the individual's position or ument, and the date. Bankruptcy Rules 1008 and 9011.
	me. Making a false statement, concealing property, or obtaining money or cy case can result in fines up to \$500,000 or imprisonment for up to 20 years, 1.
Declaration and signature	
	athorized agent of the corporation; a member or an authorized agent of the as a representative of the debtor in this case.
I have examined the information in the doc true and correct:	numents checked below and I have a reasonable belief that the information is
☐ Schedule A/B: Assets–Real and Person	al Property (Official Form 206A/B)
☐ Schedule D: Creditors Who Have Clair	ns Secured by Property (Official Form 206D)
☐ Schedule E/F: Creditors Who Have Un	secured Claims (Official Form 206E/F)
☐ Schedule G: Executory Contracts and U	Jnexpired Leases (Official Form 206G)
☐ Schedule H: Codebtors (Official Form	206Н)
☐ Summary of Assets and Liabilities for l	Non-Individuals (Official Form 206Sum)
☐ Amended Schedule	
☐ Chapter 11 or Chapter 9 Cases: Consol Not Insiders (Official Form 204)	idated List of Creditors Who Have the 50 Largest Unsecured Claims and Are
☑ Other documents that require a declarate	ion: Corporate Ownership Statement
I declare under penalty of perjury that the f	oregoing is true and correct.
Executed on: 06/25/2017 MM/DD/YYYY	/s/ Ken Bowling Signature of individual signing on behalf of debtor
	Ken Bowling Printed name
	Secretary
	Position or relationship to debtor

#### LIST OF EQUITY SECURITY HOLDERS

(TK Holdings de Mexico, S. de R.L. de C.V.)

Name and Last Known Address of Equity Interest Holder	Kind/Class of Interest	Number of Interests Held
TK Mexico Inc.		·
2500 Takata Drive Auburn Hills, Michigan 48326	Common Stock	99.9%
TK Mexico LLC		
2500 Takata Drive Auburn Hills, Michigan 48326	Common Stock	0.1%

Fill in this information to identify the case and this filing:
Debtor Name TK Holdings de Mexico, S. de R.L. de C.V.
United States Bankruptcy Court for the: <u>District of Delaware</u>
Case number (If known):
Official Form 202
Declaration Under Penalty of Perjury for Non-Individual Debtors 12/1
An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.
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.
Declaration and signature
I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.
I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:
☐ Schedule A/B: Assets–Real and Personal Property (Official Form 206A/B)
☐ Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)
☐ Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)
☐ Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)
☐ Schedule H: Codebtors (Official Form 206H)
☐ Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)
☐ Amended Schedule
☐ Chapter 11 or Chapter 9 Cases: Consolidated List of Creditors Who Have the 50 Largest Unsecured Claims and Are Not Insiders (Official Form 204)
☑ Other documents that require a declaration: <u>List of Equity Security Holders</u>
I declare under penalty of perjury that the foregoing is true and correct.
Executed on: 06/25/2017  MM/DD/YYYY   x /s/ Ken Bowling Signature of individual signing on behalf of debtor  Ken Bowling Printed name

Position or relationship to debtor

Secretary