

Fill in this information to identify the case:

United States Bankruptcy Court for the:

Southern District of Texas

(State)

Case number (if known): _____

Chapter **11**☐ Check if this is an amended filingOfficial Form 201**Voluntary Petition for Non-Individuals Filing for Bankruptcy**

04/20

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's Name Katerra Inc.

2. All other names debtor used in the last 8 years N/A

Include any assumed names, trade names, and *doing business as* names

3. Debtor's federal Employer Identification Number (EIN) 47-2918559

4. Debtor's address

Principal place of business	Mailing address, if different from principal place of business
<u>9305 East Via de Ventura</u>	
Number Street	Number Street

Scottsdale, Arizona 85258

City State Zip Code

P.O. Box

City State Zip Code

Location of principal assets, if different from principal place of business

Maricopa County

County

Number Street

City State Zip Code

5. Debtor's website (URL) www.katerra.com

6. Type of debtor

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

☐ Partnership (excluding LLP)

☐ Other. Specify: _____

Debtor Katerra Inc.
Name

Case number (if known) _____

7. Describe debtor's business**A. Check One:**

- ☐ 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))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☒ None of the above

B. Check all that apply:

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes> .
236116 - New Multifamily Housing Construction (except For-Sale Builders)

8. Under which chapter of the Bankruptcy Code is the debtor filing?**Check One:**

- ☐ Chapter 7
- ☐ Chapter 9
- ☒ Chapter 11. **Check all that apply:**

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,725,625. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ The debtor is a debtor as defined in 11 U.S.C. § 1182(1). Its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000 **and it chooses to proceed under Subchapter V of Chapter 11.** If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 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 periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12**9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?**☒ No☐ Yes.

District _____

When _____

Case number _____

MM/DD/YYYY

If more than 2 cases, attach a separate list.

District _____

When _____

Case number _____

MM/DD/YYYY

Debtor Katerra Inc. Case number (if known) _____
 Name _____

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor? ☐ No Debtor See Rider 1 Relationship Affiliate
☒ Yes. District Southern District of Texas When 06/06/2021
 List all cases. If more than 1, attach a separate list. Case number, if known _____ MM / DD / YYYY

11. Why is the case filed in this district? Check all that apply:
☐ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
☒ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention? ☒ No
☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.
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 physically secured 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?

Number Street

City

State

Zip Code

Is the property insured?☐ No☐ Yes. Insurance agency _____

Contact name _____

Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds (on a consolidated basis) Check one:
☒ Funds will be available for distribution to unsecured creditors.
☐ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

14. Estimated number of creditors (on a consolidated basis)

<input type="checkbox"/> 1-49	<input type="checkbox"/> 1,000-5,000	<input type="checkbox"/> 25,001-50,000
<input type="checkbox"/> 50-99	<input type="checkbox"/> 5,001-10,000	<input type="checkbox"/> 50,001-100,000
<input type="checkbox"/> 100-199	<input checked="" type="checkbox"/> 10,001-25,000	<input type="checkbox"/> More than 100,000
<input type="checkbox"/> 200-999		

Debtor Katerra Inc. Case number (if known) _____
 Name

15. Estimated assets (on a consolidated basis)

<input type="checkbox"/> \$0-\$50,000	<input type="checkbox"/> \$1,000,001-\$10 million	<input checked="" type="checkbox"/> \$500,000,001-\$1 billion
<input type="checkbox"/> \$50,001-\$100,000	<input type="checkbox"/> \$10,000,001-\$50 million	<input type="checkbox"/> \$1,000,000,001-\$10 billion
<input type="checkbox"/> \$100,001-\$500,000	<input type="checkbox"/> \$50,000,001-\$100 million	<input type="checkbox"/> \$10,000,000,001-\$50 billion
<input type="checkbox"/> \$500,001-\$1 million	<input type="checkbox"/> \$100,000,001-\$500 million	<input type="checkbox"/> More than \$50 billion

16. Estimated liabilities (on a consolidated basis)

<input type="checkbox"/> \$0-\$50,000	<input type="checkbox"/> \$1,000,001-\$10 million	<input type="checkbox"/> \$500,000,001-\$1 billion
<input type="checkbox"/> \$50,001-\$100,000	<input type="checkbox"/> \$10,000,001-\$50 million	<input checked="" type="checkbox"/> \$1,000,000,001-\$10 billion
<input type="checkbox"/> \$100,001-\$500,000	<input type="checkbox"/> \$50,000,001-\$100 million	<input type="checkbox"/> \$10,000,000,001-\$50 billion
<input type="checkbox"/> \$500,001-\$1 million	<input type="checkbox"/> \$100,000,001-\$500 million	<input type="checkbox"/> More than \$50 billion

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 06/06/2021
 MM/ DD / YYYY

X

/s/ Marc Liebman

Signature of authorized representative of debtor

Marc Liebman

Printed name

Title Chief Transformation Officer

18. Signature of attorney

X

/s/ Matthew D. Cavanaugh

Signature of attorney for debtor

Date

06/06/2021

MM/DD/YYYY

Matthew D. Cavanaugh

Printed name

Jackson Walker LLP

Firm name

1401 McKinney St., Suite 1900

Number

Street

Houston

City

Texas

State

77010

ZIP Code

(713) 752-4200

Contact phone

mcavanaugh@jw.com

Email address

24062656

Bar number

Texas

State

Fill in this information to identify the case:

United States Bankruptcy Court for the:

Southern District of Texas

(State)

Case number (if known): _____

Chapter **11**☐ Check if this is an amended filing**Rider 1****Pending Bankruptcy Cases Filed by the Debtor and Affiliates of the Debtor**

On the date hereof, each of the entities listed below (collectively, the “Debtors”) filed a petition in the United States Bankruptcy Court for the Southern District of Texas for relief under chapter 11 of title 11 of the United States Code. The Debtors have moved for joint administration of these cases under the case number assigned to the chapter 11 case of Katerra Inc.

- | | |
|--|--|
| 1. Katerra Inc. | 18. Katerra Engineering LLC |
| 2. Katerra Inc. (Cayman) | 19. Katerra Pearson Ranch Investment LLC |
| 3. AlgoSquare Inc. | 20. Katerra Pegasus RiNo Investment LLC |
| 4. Apollo Technologies, Inc. | 21. Katerra RO2 Knipe Village Investment LLC |
| 5. Bristlecone 28th Ave, LLC | 22. Katerra XSC Houston Investment LLC |
| 6. Bristlecone Residential, LLC | 23. Kirkland 1 Project MM LLC |
| 7. CAPGro Construction Management, LLC | 24. Kirkland 1 Project LLC |
| 8. Construction Assurance Ltd. | 25. Kirkland 2 Project MM LLC |
| 9. Dangoo Electronics (USA) Co., Ltd. | 26. Kirkland 2 Project LLC |
| 10. Edge @ LoHi, LLC | 27. Lord, Aeck & Sargent, Inc. |
| 11. Hillsboro 1 Project MM LLC | 28. Perimeter Building Services LLC |
| 12. Hillsboro 1 Project LLC | 29. Roots Software, LLC |
| 13. Hillsboro 2 Project MM LLC | 30. Skyview Concrete LLC |
| 14. Hillsboro 2 Project LLC | 31. UEB Builders, Inc. |
| 15. Katerra Affordable Housing LLC | 32. Valpico Glenbriar Apartments LLC |
| 16. Katerra Architecture LLC | 33. WM Aviation, LLC |
| 17. Katerra Construction LLC | |

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re: KATERRA INC., <div style="text-align: right;">Debtor.</div>)))))))	Chapter 11 Case No. 21-_____ (___)
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LIST OF EQUITY SECURITY HOLDERS

Debtor	Equity Holders	Address of Equity Holder	Percentage of Equity Held
Katerra Inc.	Katerra Inc. (Cayman)	9305 East Via de Ventura Scottsdale, Arizona 85258	100%

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re: KATERRA INC., <div style="text-align: right;">Debtor.</div>)))))))	Chapter 11 Case No. 21-_____ (___)
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CORPORATE OWNERSHIP STATEMENT

Pursuant to Rules 1007(a)(1) and 7007.1 of the Federal Rules of Bankruptcy Procedure, the following are corporations, other than a government unit, that directly or indirectly own 10% or more of any class of the debtor's equity interest:

Shareholder	Approximate Percentage of Shares Held
Katerra Inc. (Cayman)	100%

Fill in this information to identify the case:

Debtor name: Katerra Inc, et al.,United States Bankruptcy Court for the: Southern District of Texas

Case number (If known): _____



Check if this is an amended filing

Official Form 204**Chapter 11 or Chapter 9 Cases: Consolidated List of Creditors Who Have the 40 Largest Unsecured Claims and Are Not Insiders**

12/15

A list of creditors holding the 40 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 40 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.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim ^A
1	STILES MACHINERY INC ATTN: CHRISTIAN VOLLMERS 3965 44TH ST SE GRAND RAPIDS, MI 49512-3941 UNITED STATES	CHRISTIAN VOLLMERS PRESIDENT EMAIL - cvollmers@stilesmachinery.com PHONE - 616-698-2336	EQUIPMENT PURCHASE				\$ 5,922,131
2	HADDAD PLUMBING & HEATING ATTN: SHALLAN HADDAD 1223 BROAD STREET PO BOX 2280 NEWARK, NJ 07114 UNITED STATES	SHALLAN HADDAD PRESIDENT EMAIL - shaddad@haddadplumbing.com PHONE - 973-424-1177	TRADE PAYABLE				\$ 5,425,951
3	THYSSENKRUPP ELEVATOR CORP. ATTN: KEVIN BACKUS 3100 INTERSTATE NORTH CIR SE SUITE 500 ATLANTA, GA 30339 UNITED STATES	KEVIN BACKUS SENIOR VICE PRESIDENT, GENERAL COUNSEL, AND CORPORATE SECRETARY EMAIL - kevin.backus@thyssenkrupp.com PHONE - 248-233-5600	TRADE PAYABLE				\$ 4,142,667
4	CONCRETE SYSTEMS ATTN: MICHAEL WORDEN 110 PARIS STREET NEWARK, NJ 07105 UNITED STATES	MICHAEL WORDEN PRESIDENT EMAIL - mworden@csigroup.com PHONE - 603-889-4163	TRADE PAYABLE				\$ 3,928,259
5	FM CONSTRUCTION GROUP LLC ATTN: KEITH CHEBUSKE 100 DR. MARTIN LUTHER KING BLVD EAST ORANGE, NJ 07017 UNITED STATES	KEITH CHEBUSKE ASSISTANT PROJECT MANAGER EMAIL - support@finhome.us PHONE - 973-989 1616	TRADE PAYABLE				\$ 3,748,331
6	DONALD DRYWALL LLC ATTN: CARLOS RAMIREZ 646 CROSS ST, BLDG B UNIT # 26 LAKEWOOD, NJ 08701 UNITED STATES	CARLOS RAMIREZ MANAGER EMAIL - contact@donalddrywall.com PHONE - 732-994 5439; 732-814 6671 FAX - 732-987 5440	TRADE PAYABLE				\$ 3,473,077
7	JM3 CONSTRUCTION, LLC ATTN: JOHN PATULOT 117 STATE HIGHWAY 35 SUITE 1 KEYPORT, NJ 07735 UNITED STATES	JOHN PATULOT PROJECT MANAGER PHONE - 732-345-7404	TRADE PAYABLE				\$ 2,854,322
8	SANT-TEC ELECTRIC INC. ATTN: MANNY MONTESINO 2017 41ST STREET NORTH BERGEN, NJ 07047 UNITED STATES	MANNY MONTESINO PRESIDENT PHONE - 201-865-4100	TRADE PAYABLE				\$ 2,797,772
9	PRESTIGE PLUMBING, INC. ATTN: WILLIAM WREDE 1040 RT. 10 WEST SUITE 101 RANDOLPH, NJ 07869 UNITED STATES	WILLIAM WREDE PRESIDENT EMAIL - prestigeplmbg@aol.com PHONE - 973-927-1524	TRADE PAYABLE				\$ 2,763,587
10	AMERICAN ARCHITECTURAL WINDOW ATTN: DONNA STEVENSON 156 WOODPORT SUITE 1A SPARTA, NJ 07871 UNITED STATES	DONNA STEVENSON DIRECTOR OF OPERATIONS EMAIL - customerservice@americanarchitectural.com PHONE - 800-495-8175 FAX - 973-726-4921	TRADE PAYABLE				\$ 2,615,167

A. On a consolidated basis. The information herein shall not constitute an admission of liability by, nor is it binding on, any Debtors with respect to all or any portion of the claims listed below. Moreover, nothing herein shall affect any Debtor's right to challenge the amount or characterization of any claim at a later date.

	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.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim ^A
11	AMERICAN PANEL TEC ATTN: JOHN LANZILOTTA 1640 NEW MARKET AVENUE BUILDING 1-A SOUTH PLAINFIELD, NJ 07080 UNITED STATES	JOHN LANZILOTTA PRESIDENT EMAIL - sales@americanpaneltec.com PHONE - 732-968-0555 FAX - 732-968-4777	TRADE PAYABLE				\$ 2,281,875
12	SUNTEC CONCRETE, INC. ATTN: JERRY BARNIER 23751 N. 23RD AVE SUITE 175 PHOENIX, AZ 85085 UNITED STATES	JERRY BARNIER PRESIDENT EMAIL - jerry@suntecconcrete.com PHONE - 602-997-0937	TRADE PAYABLE				\$ 2,180,123
13	JERSEY PRECAST ATTN: AMIR ULISLAM 853 NOTTINGHAM WAY HAMILTON TOWNSHIP, NJ 08638-4447 UNITED STATES	AMIR ULISLAM OWNER AND PRESIDENT EMAIL - jrjzprecas@aol.com; mulislam@aol.com PHONE - 609-689-3700; 540-439-8966	TRADE PAYABLE				\$ 2,130,218
14	TDINDUSTRIES ATTN: HAROLD MACDOWELL 1888 E. BROADWAY RD. TEMPE, AZ 85282 UNITED STATES	HAROLD MACDOWELL CHIEF EXECUTIVE OFFICER, DIRECTOR EMAIL - harold.macdowell@tdindustries.com PHONE - 972-888-9500	TRADE PAYABLE				\$ 2,001,425
15	HOME DEPOT CREDIT SERVICES ATTN: TED DECKER 2455 PACES FERRY ROAD NW ATLANTA, GA 30339 UNITED STATES	TED DECKER PRESIDENT AND COO EMAIL - ted_decker@homedepot.com	TRADE PAYABLE	UNLIQUIDATED			\$ 2,000,000 (estimated)
16	IAP ENCLOSURE SYSTEMS, LLC ATTN: VINCE KLEES 550 WARRENVILLE RD. SUITE 230 LISLE, IL 60532 UNITED STATES	VINCE KLEES PRESIDENT EMAIL - vince@iapenclosures.com PHONE - 312-239-0019 FAX - 773-922-1610	TRADE PAYABLE				\$ 1,958,100
17	COSTA ELECTRICAL CONTRACTORS ATTN: VICTOR COSTA 303 S. BROADWAY STE. 126 TARRYTOWN, NY 10591 UNITED STATES	VICTOR COSTA PRESIDENT EMAIL - js@shehadicf.com	TRADE PAYABLE				\$ 1,945,274
18	ADVANCED ELECTRICAL CONTRACTOR ATTN: VICTOR RUPENSKI 51 GILES AVE SUITE 9 NORTH HAVEN, CT 06473 UNITED STATES	VICTOR RUPENSKI OWNER AND VICE PRESIDENT PHONE - 203-627-8182; 203-234-3945 FAX - 203-985-2983	TRADE PAYABLE				\$ 1,921,347
19	APODACA WALL SYSTEMS, INC. ATTN: ERNEST MIERA 5740 W. BUCKEYE RD PHOENIX, AZ 85043 UNITED STATES	ERNEST MIERA MANAGER EMAIL - ernie@apodacainc.com PHONE - 602-269-7744	TRADE PAYABLE				\$ 1,864,095
20	ARCO CONSTRUCTION ATTN: JEFF COOK 15 FAIRFIELD PLACE WEST CALDWELL, NJ 07006 UNITED STATES	JEFF COOK CHIEF EXECUTIVE OFFIER EMAIL - jcook@arco1.com PHONE - 314-555-1212	TRADE PAYABLE				\$ 1,853,184
21	PROLOGIS ATTN: ELVA GUITRON 815 INTERNATIONAL PARKWAY TRACY, CA 95377 UNITED STATES	ELVA GUITRON PROPERTY MANAGER EMAIL - eguitron@prologis.com PHONE - 408-292-0966	LEASE TENANT IMPROVEMENTS				\$ 1,835,947
22	AIR GROUP LLC ATTN: PATRICK CONFORTI 1 PRINCE ROAD WHIPPANY, NJ 07981 UNITED STATES	PATRICK CONFORTI MANAGER AND DIRECTOR EMAIL - patrick@airgroupllc.com PHONE - 201-887-5090	TRADE PAYABLE				\$ 1,707,348
23	DELOITTE & TOUCHE LLP ATTN: ANTHONY VIEL 555 MISSION ST SAN FRANCISCO, CA 94105-0920 UNITED STATES	ANTHONY VIEL CHIEF EXECUTIVE OFFICER EMAIL - aviel@deloitte.com	TRADE PAYABLE				\$ 1,697,959

A. On a consolidated basis. The information herein shall not constitute an admission of liability by, nor is it binding on, any Debtors with respect to all or any portion of the claims listed below. Moreover, nothing herein shall affect any Debtor's right to challenge the amount or characterization of any claim at a later date.

	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.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim ^A
24	CONSTRUCTION PROS INTERNATIONAL ATTN: AL BEST 19 CHAPEL STREET NEWARK, NJ 07105 UNITED STATES	AL BEST MANAGING PARTNER EMAIL - info@constructionprosnj.com PHONE - 855-713-1088; 888-377-3176	TRADE PAYABLE				\$ 1,653,261
25	PAXION PARTNERS LP ATTN: DUNCAN ROBERTSON 2494 SAND HILL RD MENLO PARK, CA 94025-6926 UNITED STATES	DUNCAN ROBERTSON PARTNER AND CFO EMAIL - contact@paxion.com PHONE - 650-446-7850	LEASE TERMINATION SETTLEMENT PAYABLE				\$ 1,625,607
26	SHEHADI COMM. FLOORING ATTN: JOHN SHEHADI 23 DANIEL ROAD FAIRFIELD, NJ 07004 UNITED STATES	JOHN SHEHADI PRESIDENT EMAIL - mromanoff@romanoffgroup.cc PHONE - 614-367-2144	TRADE PAYABLE				\$ 1,625,241
27	INTEGRATED MECHANICAL SOLUTION ATTN: DAVID DARCHE 186 WOOD AVENUE SOUTH 1ST FLOOR ISELIN, NJ 08830 UNITED STATES	DAVID DARCHE MEMBER PHONE - 732-635-0500	TRADE PAYABLE				\$ 1,593,807
28	OVERLAND GROUP LLC ATTN: RON GIARD 26319 SE KENT KANGLEY RD RAVENSDALE, WA 98051-9426 UNITED STATES	RON GIARD PARTNER AND MEMBER EMAIL - ron@gia-ho.com PHONE - 206-793-5800	TRADE PAYABLE				\$ 1,548,353
29	GENERAL ELECTRIC COMPANY ATTN: LARRY CULP 4000 BUECHEL BANK RD LOUISVILLE, KY 40225 UNITED STATES	LARRY CULP CHAIRMAN AND CHIEF EXECUTIVE OFFICER EMAIL - larry.culp@ge.com PHONE - 203-944-3000	TRADE PAYABLE				\$ 1,519,565
30	BERGELECTRIC CORP ATTN: LOUIS WYLER 3182 LIONSHEAD AVENUE CARLSBAD, CA 92010 UNITED STATES	LOUIS WYLER REGIONAL VICE PRESIDENT EMAIL - lwyl@bergelectric.com PHONE - 512-605-1546	TRADE PAYABLE				\$ 1,516,440
31	WITH PRIDE AC & HEATING, INC ATTN: MICHAEL DOLAN 90 VERDI STREET FARMINGDALE, NY 11735 UNITED STATES	MICHAEL DOLAN OWNER PHONE - 516-731-2573 FAX - 516-731-0576	TRADE PAYABLE				\$ 1,436,107
32	BOLOS AND ASSOCIATES, LLC ATTN: LAWRENCE J. HILTON AND ROBERT D. HUNT C/O ONE LLP 4000 MACARTHUR BOULEVARD EAST TOWER, SUITE 500 NEWPORT BEACH, CA 92660 UNITED STATES	LAWRENCE J. HILTON AND ROBERT D. HUNT LEGAL COUNSEL EMAIL - lhilton@onellp.com; rhunt@onellp.com PHONE - 949-502-2870; 949-502-2876; 949-444-5973 FAX - 949-258-5081	EARN OUT AGREEMENT	CONTINGENT, UNLIQUIDATED, DISPUTED			UNDETERMINED
33	CAPITOL INDEMNITY CORPORATION ATTN: ANDREW DOLL 1600 ASPEN COMMONS SUITE 300 MIDDLETON, WI 53562 UNITED STATES	ANDREW DOLL PRESIDENT & CEO EMAIL - adoll@ciginsurance.com	POTENTIAL INDEMNIFICATION CLAIM	CONTINGENT, UNLIQUIDATED, DISPUTED			UNDETERMINED
34	EVEREST REINSURANCE COMPANY ATTN: JIM WILLIAMSON 141 FRONT STREET P.O BOX HM 845 SEON PLACE, 4TH FLOOR HAMILTON, HM-19 BERMUDA	JIM WILLIAMSON CHIEF OPERATING OFFICER EMAIL - jim.williamson@everestre.com PHONE - 215-640-9709	POTENTIAL INDEMNIFICATION CLAIM	CONTINGENT, UNLIQUIDATED, DISPUTED			UNDETERMINED
35	IAT INSURANCE GROUP, INC / INSURANCE FIDELITY INSURANCE COMPANY (IFIC) / HARCO NATIONAL INSURANCE COMPANY ATTN: DAVE PIRRUNG ONE NEWARK CENTER, 20TH FLOOR NEWARK, NJ 07102 UNITED STATES 10777 NORTHWEST FREEWAY, SUITE 700 HOUSTON, TX 77092-7313 UNITED STATES	DAVE PIRRUNG CHIEF FINANCIAL OFFICER EMAIL - dpirrung@ofc-wic.com	POTENTIAL INDEMNIFICATION CLAIM	CONTINGENT, UNLIQUIDATED, DISPUTED			UNDETERMINED

A. On a consolidated basis. The information herein shall not constitute an admission of liability by, nor is it binding on, any Debtors with respect to all or any portion of the claims listed below. Moreover, nothing herein shall affect any Debtor's right to challenge the amount or characterization of any claim at a later date.

	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.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim ^A
36	LIBERTY MUTUAL INSURANCE COMPANY ATTN: DAVID LONG 175 BERKELEY ST BOSTON, MA 02116-5108 UNITED STATES	DAVID LONG CHAIRMAN AND CHIEF EXECUTIVE OFFICER EMAIL - david.long@libertymutual.com PHONE - 972-756-0609	POTENTIAL INDEMNIFICATION CLAIM / WORKERS' COMPENSATION INSURANCE	CONTINGENT, UNLIQUIDATED, DISPUTED			UNDETERMINED
37	MERCHANTS BONDING COMPANY (MUTUAL) ATTN: BOB ZAK 250 MAIN STREET BUFFALO, NY 14202 UNITED STATES	BOB ZAK PRESIDENT & CEO EMAIL - rzak@merchantsgroup.com PHONE - 845-728-4113	POTENTIAL INDEMNIFICATION CLAIM	CONTINGENT, UNLIQUIDATED, DISPUTED			UNDETERMINED
38	OLD REPUBLIC GENERAL INSURANCE GROUP ATTN: KARL W. MUELLER 307 NORTH MICHIGAN AVENUE CHICAGO, IL 60601 UNITED STATES	KARL W. MUELLER SENIOR VICE PRESIDENT AND CFO EMAIL - kmueller@oldrepublic.com PHONE - 312-762-4229	POTENTIAL INDEMNIFICATION CLAIM	CONTINGENT, UNLIQUIDATED, DISPUTED			UNDETERMINED
39	ONE BEACON SURETY GROUP ATTN: MICHAEL MILLER 605 HIGHWAY 169 NORTH SUITE 800 PLYMOUTH, MN 55441 UNITED STATES	MICHAEL MILLER PRESIDENT & CEO EMAIL - tmiller@onebeacon.com	POTENTIAL INDEMNIFICATION CLAIM	CONTINGENT, UNLIQUIDATED, DISPUTED			UNDETERMINED
40	ZURICH AMERICAN INSURANCE COMPANY ATTN: GEORGE QUINN CORPORATE CENTER AUSTRASSE 46 ZURICH, 8045 SWITZERLAND	GEORGE QUINN CHIEF FINANCIAL OFFICER EMAIL - george.quinn@zurich.com	POTENTIAL INDEMNIFICATION CLAIM	CONTINGENT, UNLIQUIDATED, DISPUTED			UNDETERMINED

A. On a consolidated basis. The information herein shall not constitute an admission of liability by, nor is it binding on, any Debtors with respect to all or any portion of the claims listed below. Moreover, nothing herein shall affect any Debtor's right to challenge the amount or characterization of any claim at a later date.

Fill in this information to identify the case and this filing:	
Debtor Name	Katerra Inc.
United States Bankruptcy Court for the:	Southern District of Texas
	(State)
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: List of Creditors Who Have the 40 Largest Unsecured Claims and Are Not Insiders (Official Form 204)*
- ☒ Other documents that require a declaration **List of Equity Security Holders and Corporate Ownership Statement**

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

Executed on

06/06/2021
MM/ DD/YYYY

☒ **/s/ Marc Liebman**

Signature of individual signing on behalf of debtor

Marc Liebman

Printed name

Chief Transformation Officer

Position or relationship to debtor

OMNIBUS RESOLUTIONS OF THE BOARD

June 6, 2021

The board of managers, board of directors, sole member, managers, general partner, or managing member, as applicable (the “Board”) of each of the entities listed on Exhibit A hereto (collectively, the “Company”), having considered the filing of voluntary petitions for relief under the provisions of title 11 of the United States Code, 11 U.S.C. § 101 et seq. (the “Bankruptcy Code”) for the Company and, if applicable, local proceedings for the Company pursuant to applicable law and in accordance with the requirements of the Company’s governing documents and applicable law (the “Restructuring Matters”), has reviewed and considered certain materials presented by the management of the Company and the Company’s financial and legal advisors, including, but not limited to, materials regarding the liabilities and obligations of the Company, its liquidity, the strategic alternatives available to it, and the effect of the foregoing on the Company’s business, and has had adequate opportunity to consult such persons regarding the materials presented, obtain additional information, and fully consider each of the strategic alternatives available to the Company, and therefore be it **RESOLVED THAT**:

1. VOLUNTARY PETITIONS FOR RELIEF UNDER APPLICABLE BANKRUPTCY LAW AND SEEKING NECESSARY RELIEF

- A. In the judgment of the Board, it is desirable and in the best interest of the Company, its interest holders, its creditors, and other parties in interest, that the Company file or cause to be filed voluntary petitions for relief (the “Bankruptcy Petitions”) under the provisions of the Bankruptcy Code in the United States Bankruptcy Court for the Southern District of Texas or such other court of competent jurisdiction (the “Bankruptcy Court”) for the Company and any of its subsidiaries, any applicable foreign ancillary proceedings for the Company and, in accordance with the requirements of the Company’s governing documents and applicable law, the Board hereby consents to, authorizes, and approves the filing of the Bankruptcy Petitions and foreign ancillary proceedings, if any; and
- B. Any partner, director, manager, or other duly appointed officer of the Company (collectively, the “Authorized Persons”) is hereby authorized and appointed to act as signatory and attorney on behalf of the Company in respect of the Restructuring Matters and/or any person to whom such Authorized Persons and/or officers delegate certain responsibilities is hereby authorized to execute (under the common seal of the Company, if appropriate) and file on behalf of the Company and its subsidiaries all petitions, schedules, lists, and other motions, papers, or documents, and to take any and all actions they deem necessary or proper to obtain such relief, including, but not limited to, any action necessary or proper to maintain the ordinary course operations of the Company and/or any of its subsidiaries.

2. RETENTION OF PROFESSIONALS

- A. Each of the Authorized Persons is hereby authorized, empowered, and directed to employ:
 - (i) the law firm of Kirkland & Ellis LLP as general bankruptcy counsel; (ii) the law firm

of Jackson Walker LLP as co-bankruptcy counsel; (iii) Houlihan Lokey Capital, Inc. as investment banker; (iv) Alvarez & Marsal North America, LLC as financial and restructuring advisor; (v) Prime Clerk LLC as claims and noticing agent; and (vi) any other legal counsel, accountant, financial advisor, restructuring advisor, or other professional the Authorized Persons deem necessary, appropriate, or advisable to retain; each to represent and assist the Company in carrying out its duties and responsibilities and exercising its rights under the Bankruptcy Code and any applicable law (including, but not limited to, the law firms filing any pleadings or responses); and in connection therewith, the Authorized Persons are hereby authorized, empowered, and directed, in accordance with the terms and conditions hereof, to execute (under the common seal of the Company, if appropriate) appropriate retention agreements, pay appropriate retainers, and to cause to be filed appropriate applications for authority to retain such services; and

- B. Each of the Authorized Persons is hereby authorized, empowered, and directed to execute (under the common seal of the Company, if appropriate) and file all petitions, schedules, motions, lists, applications, pleadings, and other papers, and to perform such further actions and execute (under the common seal of the Company, if appropriate) such further documentation that the Authorized Persons in their absolute discretion deem necessary, appropriate, or desirable in accordance with these resolutions.

3. DEBTOR-IN-POSSESSION FINANCING

- A. In the judgment of the special committee comprised of independent directors of the Board of Katerra Inc. (Cayman) (the “Special Committee”) and the Board of each of the other entities listed on Exhibit A hereto:

(a) It is desirable and in the best interest of the Company, its interest holders, its creditors, and other parties in interest, to obtain the benefits of the incurrence of debtor-in-possession financing obligations (the “DIP Financing”) to be documented in proposed interim and final orders (respectively, the “Interim DIP Order” and the “Final DIP Order” and together, the “DIP Orders”) to be submitted for approval of the Bankruptcy Court;

(b) The form, terms, and provisions of the DIP Orders to which the Company is or will be subject, as applicable, and the actions and transactions contemplated thereby are authorized, adopted, and approved, and to the extent applicable, the Authorized Persons are hereby authorized, directed, and empowered, in the name of, and on behalf of, the Company to take such actions and negotiate or cause to be prepared and negotiated and to execute, deliver, perform, and cause the performance of the DIP Orders, and such other agreements, certificates, instruments, receipts, petitions, motions, or other papers or documents required to consummate the transaction contemplated by the DIP Orders to which the Company is or will be a party, including, but not limited to, any security and pledge agreement or guaranty agreement (collectively with the DIP Orders, the “DIP Documents”), incur and pay or cause to be paid all fees and expenses and engage such persons, in each case, in the form or substantially in the form thereof submitted to the Board, with such changes, additions, and modifications thereto as any of

the Authorized Persons executing the same shall approve, such approval to be conclusively evidenced by his or her execution and delivery thereof;

(c) To the extent applicable to the Company, the Authorized Persons are hereby authorized, directed, and empowered in the name of, and on behalf of, the Company to undertake any and all transactions on substantially the same terms as contemplated under the DIP Documents (collectively, the “DIP Transactions”), including granting liens on its assets to secure such obligations;

(d) To the extent applicable, the Authorized Persons are hereby authorized, directed, and empowered in the name of, and on behalf of, the Company to take such actions as in their discretion is determined to be necessary, desirable, or appropriate to execute the DIP Transactions, including delivery of: (i) the DIP Documents and such agreements, certificates, instruments, guaranties, notices, and any and all other related documentation, including, without limitation, any amendments to any DIP Documents; (ii) such other instruments, certificates, notices, assignments, and documents as may be reasonably requested by the lender under the DIP Financing (the “DIP Lender”); and (iii) such forms of account control agreements, officer’s certificates, and compliance certificates as may be required by the DIP Documents (the documents described in (i) through (iii) of this paragraph, collectively, the “DIP Financing Documents”);

(e) To the extent applicable, the Authorized Persons are hereby authorized, directed, and empowered in the name of, and on behalf of, the Company to file or to authorize the DIP Lender to file any Uniform Commercial Code (“UCC”) financing statements, any other equivalent filings, any intellectual property filings and recordation, and/or any necessary assignments for security or other documents in the name of the Company that the DIP Lender deems necessary or appropriate to perfect any lien or security interest granted pursuant to the DIP Orders, including any such UCC financing statement containing a generic description of collateral, such as “all assets,” “all property now or hereafter acquired,” and other descriptions of similar import, and to execute and deliver, and to record or authorize the recording of, such mortgages and deeds of trust in respect of real property of the Company and such other filings in respect of intellectual and other property of the Company, in each case as the DIP Lender may reasonably request to perfect the security interests of the DIP Lender under the DIP Orders; and

(f) To the extent applicable, the Authorized Persons are hereby authorized, directed, and empowered in the name of, and on behalf of, the Company to take all such further actions, including, without limitation, to pay or approve the payment of all fees and expenses payable in connection with the DIP Transactions and all fees and expenses incurred by or on behalf of the Company in connection with the foregoing resolutions, in accordance with the terms of the DIP Documents, which shall in their sole judgment be necessary, proper, or advisable to perform the Company’s obligations under or in connection with any of the DIP Documents and the transactions contemplated therein and to carry out fully the intent of the foregoing resolutions.

4. DE MINIMIS ASSET SALES

- A. In the judgment of each applicable Board, it is desirable and in the best interest of the Company, its interest holders, its creditors, and other parties in interest, that the Company or its applicable affiliate or subsidiary enter into and consummate the respective sales of the Lord Aeck Sargent and Renovations business lines (collectively, the “Sale Transactions”), subject in each case to approval by the Bankruptcy Court.
- B. The Sale Transactions and the respective form, terms, and provisions of the agreements to which the applicable seller-entity is or will be subject, as applicable, and the actions and transactions contemplated thereby are authorized, adopted, and approved by the applicable Board, subject in each case to approval of the respective Sale Transaction by the Bankruptcy Court, and to the extent applicable, the Authorized Persons are hereby authorized, directed, and empowered, in the name of, and on behalf of, the Company and each applicable seller-entity to take such actions and negotiate or cause to be prepared and negotiated and to execute, deliver, perform, and cause the performance of all agreements, and such other certificates, instruments, receipts, petitions, motions, or other papers or documents necessary or desirable to consummate the Sale Transactions, in each case, consistent with or substantially consistent with the terms presented to the Board, with such changes, additions, and modifications thereto as any of the Authorized Persons shall approve, such approval to be conclusively evidenced by his or her execution and delivery of the documentation related thereto.

5. FURTHER ACTIONS AND PRIOR ACTIONS

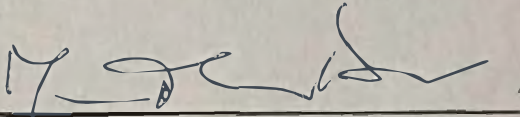
- A. The Board hereby authorizes any direct or indirect subsidiary of the Company or any entity of which the Company or any subsidiary of such Company is the sole member, general partner, or managing member, as applicable, to take each of the actions described in these resolutions or any of the actions authorized in these resolutions, and none of the resolutions contained herein, or action taken in furtherance hereto, shall have or cause an adverse effect on any such subsidiary or the Company’s interest therein (including without limitation, any automatic dissolution, divestiture, dissociation, or like event under applicable law);
- B. In addition to the specific authorizations heretofore conferred upon the Authorized Persons, the Authorized Persons, either individually or as otherwise required by the Company’s governing documents and applicable law, are hereby authorized to execute (under the common seal of the Company if appropriate), acknowledge, deliver, and file any and all agreements, certificates, instruments, powers of attorney, letters, forms, transfer, deeds, and other documents on behalf of the Company relating to the Restructuring Matters;
- C. Each of the Authorized Persons (and their designees and delegates) is hereby authorized and empowered, in the name of and on behalf of the Company, to take or cause to be taken any and all such other and further action, and to execute (under the common seal of the Company, if appropriate), acknowledge, deliver, and file any and all such agreements, certificates, instruments, and other documents and to pay all expenses, including but not limited to filing fees, in each case as in such Authorized Person’s or Authorized Persons’

absolute discretion, shall be necessary, appropriate, or desirable in order to fully carry out the intent and accomplish the purposes of the resolution adopted herein;

- D. The Board has received sufficient notice of the actions and transactions relating to the matters contemplated by the foregoing resolutions, as may be required by the governing documents of the Company, or hereby waives any right to have received such notice;
- E. All acts, actions, and transactions relating to the matters contemplated by the foregoing resolutions done in the name of and on behalf of the Company, which acts would have been approved by the foregoing resolutions except that such acts were taken before the adoption of these resolutions, are hereby in all respects approved, confirmed, and ratified as the true acts and deeds of the Company with the same force and effect as if each such act, transaction, agreement, or certificate had been specifically authorized in advance by resolution of the Board; and
- F. Any Authorized Person is hereby authorized to perform all other acts, deeds, and other actions as the Company itself may perform, in accordance with its governing documents and applicable law, howsoever arising in connection with the matters above, or in furtherance of the intentions expressed in the foregoing resolutions, including, but not limited to, the negotiation, finalization, execution (under common seal, whether or not expressed to be a deed, as may be necessary or appropriate), and delivery of any other agreements, certificates, instruments, powers of attorney, letters, forms, transfer, deeds, and other documents whatsoever as the individual acting may in his/her absolute and unfettered discretion approve, deem or determine necessary, appropriate or advisable, such approval, deeming or determination to be conclusively evidenced by said individual taking such action or the execution thereof.

[Signature pages follow]

IN WITNESS WHEREOF, the undersigned have executed this consent as of the date first above written.



Name: Madhav Dhar

Title: Director

Name: Harvey Tepner

Title: Director

Name: Pamela Corrie

Title: Director

BEING ALL THE DIRECTORS OF
KATERRA INC. (CAYMAN)

IN WITNESS WHEREOF, the undersigned have executed this consent as of the date first above written.

Name: Madhav Dhar
Title: Director



Name: Harvey Tepner
Title: Director

Name: Pamela Corrie
Title: Director

BEING ALL THE DIRECTORS OF
KATERRA INC. (CAYMAN)

Signature Page to
Omnibus Consent

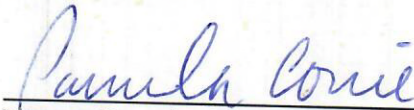
IN WITNESS WHEREOF, the undersigned have executed this consent as of the date first above written.

Name: Madhav Dhar

Title: Director

Name: Harvey Tepner

Title: Director

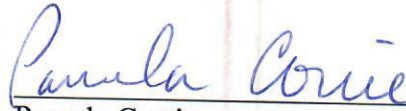
_____

Name: Pamela Corrie

Title: Director

BEING ALL THE DIRECTORS OF
KATERRA INC. (CAYMAN)

IN WITNESS WHEREOF, the undersigned have executed this consent as of the date first written above.



Pamela Corrie


Harvey Tepner

BEING ALL OF THE MEMBERS OF THE
BOARD OF DIRECTORS OF EACH
COMPANY LISTED BELOW:

KATERRA INC.
DANGOO ELECTRONICS (USA) CO.,
LTD.
ALGOSQUARE INC.
UEB BUILDERS, INC.
LORD, AECK & SARGENT, INC.
CONSTRUCTION ASSURANCE, LTD.

IN WITNESS WHEREOF, the undersigned have executed this consent as of the date first written above.

Pamela Corrie

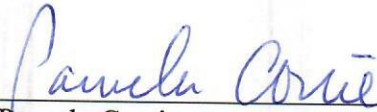


Harvey Tepner

BEING ALL OF THE MEMBERS OF THE
BOARD OF DIRECTORS OF EACH
COMPANY LISTED BELOW:

KATERRA INC.
DANGOO ELECTRONICS (USA) CO.,
LTD.
ALGOSQUARE INC.
UEB BUILDERS, INC.
LORD, AECK & SARGENT, INC.
CONSTRUCTION ASSURANCE, LTD.

IN WITNESS WHEREOF, the undersigned have executed this consent as of the date first written above.


Pamela Corrie


Harvey Tepner

BEING ALL OF THE MEMBERS OF THE
BOARD OF MANAGERS OF EACH
COMPANY LISTED BELOW:

KATERRA CONSTRUCTION LLC
KATERRA AFFORDABLE HOUSING LLC
CAPGRO CONSTRUCTION MANAGEMENT,
LLC
KATERRA RO2 KNIPE VILLAGE
INVESTMENT LLC
KATERRA PEARSON RANCH
INVESTMENT LLC
KATERRA PEGASUS RINO INVESTMENT
LLC
KIRKLAND 1 PROJECT LLC
KIRKLAND 2 PROJECT LLC
HILLSBORO 1 PROJECT LLC
KATERRA XSC HOUSTON INVESTMENTS
LLC
HILLSBORO 2 PROJECT LLC
HILLSBORO 1 PROJECT MM LLC
HILLSBORO 2 PROJECT MM LLC
KIRKLAND 1 PROJECT MM LLC
KIRKLAND 2 PROJECT MM LLC
KATERRA ENGINEERING LLC

IN WITNESS WHEREOF, the undersigned have executed this consent as of the date first written above.

Pamela Corrie



Harvey Tepner

BEING ALL OF THE MEMBERS OF THE
BOARD OF MANAGERS OF EACH
COMPANY LISTED BELOW:


KATERRA CONSTRUCTION LLC
KATERRA AFFORDABLE HOUSING LLC
CAPGRO CONSTRUCTION MANAGEMENT,
LLC
KATERRA R02 KNIPE VILLAGE
INVESTMENT LLC
KATERRA PEARSON RANCH
INVESTMENT LLC
KATERRA PEGASUS RINO INVESTMENT
LLC
KIRKLAND 1 PROJECT LLC
KIRKLAND 2 PROJECT LLC
HILLSBORO 1 PROJECT LLC
KATERRA XSC HOUSTON INVESTMENTS
LLC
HILLSBORO 2 PROJECT LLC
HILLSBORO 1 PROJECT MM LLC
HILLSBORO 2 PROJECT MM LLC
KIRKLAND 1 PROJECT MM LLC
KIRKLAND 2 PROJECT MM LLC
KATERRA ENGINEERING LLC

Signature Page to
Omnibus Consent

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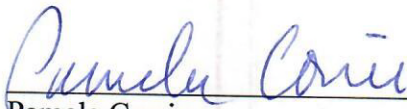
PERIMETER BUILDING SERVICES LLC

BY: KATERRA CONSTRUCTION LLC, as
its sole Member



Marc Liebman
Its: Chief Transformation Officer

IN WITNESS WHEREOF, the undersigned has executed this consent as of the date first written above.


Pamela Corrie

Harvey Tepner

BEING ALL OF THE MANAGERS OF
EDGE @ LOHI, LLC
BRISTLECONE 28TH AVE, LLC
BRISTLECONE RESIDENTIAL, LLC

EDGE @ LOHI, LLC

BY: Katterra Construction LLC, as its sole
member

Marc Liebman
Its: Chief Transformation Officer

BRISTLECONE 28TH AVE, LLC

BY: Katterra Construction LLC, as its sole
member

Marc Liebman
Its: Chief Transformation Officer

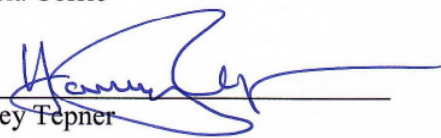
BRISTLECONE RESIDENTIAL, LLC

BY: Katterra Construction LLC, as its sole
member

Marc Liebman
Its: Chief Transformation Officer

IN WITNESS WHEREOF, the undersigned has executed this consent as of the date first written above.

Pamela Corrie



Harvey Tepner

BEING ALL OF THE MANAGERS OF
EDGE @ LOHI, LLC
BRISTLECONE 28TH AVE, LLC
BRISTLECONE RESIDENTIAL, LLC

EDGE @ LOHI, LLC

BY: Kattera Construction LLC, as its sole member

Marc Liebman
Its: Chief Transformation Officer

BRISTLECONE 28TH AVE, LLC

BY: Kattera Construction LLC, as its sole member

Marc Liebman
Its: Chief Transformation Officer

BRISTLECONE RESIDENTIAL, LLC

BY: Kattera Construction LLC, as its sole member

Marc Liebman
Its: Chief Transformation Officer

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Pamela Corrie

Harvey Tepner

BEING ALL OF THE MANAGERS OF
EDGE @ LOHI, LLC
BRISTLECONE 28TH AVE, LLC
BRISTLECONE RESIDENTIAL, LLC

EDGE @ LOHI, LLC


BY: Kattera Construction LLC, as its sole
member



Marc Liebman
Its: Chief Transformation Officer

BRISTLECONE 28TH AVE, LLC

BY: Kattera Construction LLC, as its sole
member



Marc Liebman
Its: Chief Transformation Officer

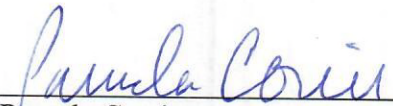
BRISTLECONE RESIDENTIAL, LLC

BY: Kattera Construction LLC, as its sole
member



Marc Liebman
Its: Chief Transformation Officer

IN WITNESS WHEREOF, the undersigned has executed this consent as of the date first written above.



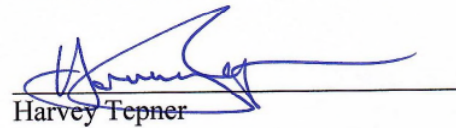
Pamela Corrie

Harvey Tepner

BEING ALL OF THE MEMBERS OF THE
BOARD OF DIRECTORS OF APOLLO
TECHNOLOGIES, INC.

IN WITNESS WHEREOF, the undersigned has executed this consent as of the date first written above.

Pamela Corrie



Harvey Tepner

BEING ALL OF THE MEMBERS OF THE
BOARD OF DIRECTORS OF APOLLO
TECHNOLOGIES, INC.

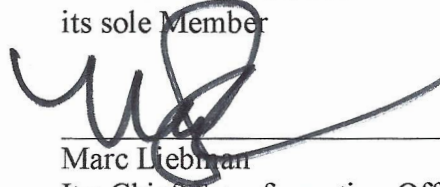
Signature Page to
Omnibus Consent

IN WITNESS WHEREOF, the undersigned has executed this consent as of the date first written above.

SKYVIEW CONCRETE LLC

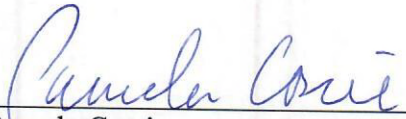
BY: PERIMETER BUILDING SERVICES
LLC, as its sole Member

BY: KATERRA CONSTRUCTION LLC, as
its sole Member



Marc Liebman
Its: Chief Transformation Officer

IN WITNESS WHEREOF, the undersigned have executed this consent as of the date first written above.



Pamela Corrie

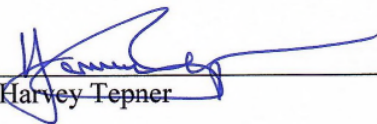
Harvey Tepner

BEING ALL OF THE MANAGERS OF:

ROOTS SOFTWARE, LLC
WM AVIATION, LLC
VALPICO GLENBRIAR APARTMENTS LLC

IN WITNESS WHEREOF, the undersigned have executed this consent as of the date first written above.

Pamela Corrie



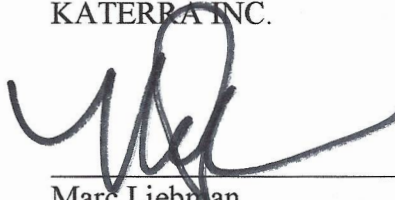
Harvey Tepner

BEING ALL OF THE MANAGERS OF:

ROOTS SOFTWARE, LLC
WM AVIATION, LLC
VALPICO GLENBRIAR APARTMENTS LLC

IN WITNESS WHEREOF, the undersigned has executed this consent as of the date first written above.

KATERRA INC.

A handwritten signature in dark ink, appearing to read 'Marc Liebman', is written over a horizontal line.

Marc Liebman

Its: Chief Transformation Officer

BEING THE SOLE MEMBER OF
KATERRA ENGINEERING, LLC

IN WITNESS WHEREOF, the undersigned has executed this consent as of the date first written above.

DocuSigned by:

Kyley Harvey

B5E513C015D04F3...

Kyley Harvey

DocuSigned by:

Grant Seaman

18D0C3D643F64FC...

Grant Seaman

BEING THE BOARD OF MANAGERS OF
KATERRA ARCHITECTURE LLC

KATERRA INC.

Marc Liebman

Its: Chief Transformation Officer

BEING THE SOLE MEMBER OF
KATERRA ENGINEERING, LLC

IN WITNESS WHEREOF, the undersigned has executed this consent as of the date first written above.

Kyley Harvey

Grant Seaman

BEING THE BOARD OF MANAGERS OF
KATERRA ARCHITECTURE LLC

KATERRA INC.



Marc Liebman

Its: Chief Transformation Officer

BEING THE SOLE MEMBER OF
KATERRA ENGINEERING, LLC

EXHIBIT A

Filing Entities

Katerra Inc. (Cayman)

AlgoSquare Inc.

Apollo Technologies, Inc.

Bristlecone 28th Ave, LLC

Bristlecone Residential, LLC

CAPGro Construction Management, LLC

Construction Assurance Ltd.

Dangoo Electronics (USA) Co., Ltd.

Edge @ LoHi, LLC

Hillsboro 1 Project LLC

Hillsboro 1 Project MM LLC

Hillsboro 2 Project LLC

Hillsboro 2 Project MM LLC

Katerra Affordable Housing LLC

Katerra Architecture LLC

Katerra Construction LLC

Katerra Engineering LLC

Katerra Inc. (Delaware)

Katerra Pearson Ranch Investment LLC

Katerra Pegasus RiNo Investment LLC

Katerra RO2 Knipe Village Investment LLC

Katerra XSC Houston Investment LLC

Kirkland 1 Project LLC

Kirkland 1 Project MM LLC

Kirkland 2 Project LLC

Kirkland 2 Project MM LLC

Lord, Aeck & Sargent, Inc.

Perimeter Building Services LLC

Roots Software, LLC

Skyview Concrete LLC

UEB Builders, Inc.

Valpico Glenbriar Apartments LLC

WM Aviation, LLC