

Fill in this information to identify the case:

United States Bankruptcy Court for the:

District of Delaware

(State)

Case number (if known): _____ Chapter 11☐ Check if this is an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

04/19

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 Celadon Group, Inc.

2. All other names debtor used in the last 8 years
 Include any assumed names, trade names, and *doing business* as names

3. Debtor's federal Employer Identification Number (EIN) 13 - 3361050

4. Debtor's address

Principal place of business	Mailing address, if different from principal place of business
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9503 East 33rd Street

Number Street

Number Street

One Celadon Drive

P.O. Box

IndianapolisIN46235

City

State

ZIP Code

City

State

ZIP Code

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

Marion

County

Number Street

City

State

ZIP Code

5. Debtor's website (URL) https://celadontrucking.com

6. Type of debtor

☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))☐ Partnership (excluding LLP)☐ Other. Specify: _____

Debtor Celadon Group, 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>.4 8 4 1**8. Under which chapter of the Bankruptcy Code is the debtor filing?****Check one:**

- ☐ Chapter 7
- ☐ Chapter 9
- ☒ Chapter 11. **Check all that apply:**
- ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,725,625 (amount subject to adjustment on 4/01/22 and every 3 years after that).
- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(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 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

District _____ When _____ Case number _____
MM / DD / YYYY

If more than 2 cases, attach a separate list.

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?☐ No

☒ Yes. Debtor See Rider 1 Relationship Affiliate

District Delaware When 12/8/2019
MM / DD / YYYY

Case number, if known _____

List all cases. If more than 1, attach a separate list.

Debtor Celadon Group, Inc.
Name

Case number (if known) _____

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**

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

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

15. Estimated assets

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

Debtor Celadon Group, Inc.
Name

Case number (if known)

16. Estimated liabilities
- | | | |
|--|---|--|
| <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 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 checked="" 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.

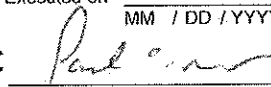
17. Declaration and signature of authorized representative of debtor

- ☒ 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 12/8/2019
MM / DD / YYYY

x



Paul Svindland

Signature of authorized representative of debtor

Printed name

Title Chief Executive Officer

18. Signature of attorney

x


Date 12/8/2019

MM / DD / YYYY

Signature of attorney for debtor

Stuart M. Brown

Printed name

DLA Piper LLP (US)

Firm name

1201 N. Market Street, Suite 2100

Number Street

Wilmington

City

DE

State

19801

ZIP Code

(302) 468-5700

Contact phone

stuart.brown@us.dlapiper.com

Email address

4050

Bar number

Delaware

State

Official Form 201A (12/15)

[If debtor is required to file periodic reports (e.g. forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11 of the Bankruptcy Code, this Exhibit "A" shall be completed and attached to the petition.]

**United States Bankruptcy Court
District of Delaware**

In re Celadon Group, Inc. Case No. 19-
Debtor(s) Chapter 11

**Attachment to Voluntary Petition for Non-Individuals Filing for
Bankruptcy under Chapter 11**

If any of the debtor's securities are registered under Section 12 of the Securities Exchange Act of 1934, the SEC file number is 0000865941.

The following financial data is the latest available information and refers to the debtor's condition as of December 2, 2019.

a. Total assets \$ 427 million, approximately

b. Total debts (including debts listed in 2.c., below) \$ 391 million, approximately

c. Debt securities held by more than 500 holders: Approximate
number of
holders:

secured	<input type="checkbox"/>	unsecured	<input checked="" type="checkbox"/>	subordinated	<input type="checkbox"/>	0.7 million of revenue equipment installment notes (per 2016 10-K)	
						\$	
secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	<input type="checkbox"/>	\$	
secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	<input type="checkbox"/>	\$	
secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	<input type="checkbox"/>	\$	
secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	<input type="checkbox"/>	\$	

d. Number of shares of preferred stock _____

e. Number of shares common stock 29,092,653.000 171

Comments, if any:

Brief description of Debtor's business:

Celadon is one of North America's largest truckload freight transportation providers, primarily providing point-to-point shipping for major customers within the United States, between the United States and Mexico, and between the United States and Canada. Celadon complements these services with a variety of warehousing, supply chain logistics, tractor leasing, and other services to add value to our customers and professional truck drivers.

List the name of any person who directly or indirectly owns, controls, or holds, with power to vote, 5% or more of the voting securities of debtor:

- Luminus Management LLC, Luminus Energy Partners Master Fund Ltd. and Jonathan Barrett
- Towle & Co.
- Royce & Associates Inc.
- Alexander Mitchell, Scopus Capital Inc. and Scopus Asset Management LP

- Wellington Trust Company, National Association Multiple Common Trust Funds Trust, Micro Cap Equity Portfolio
- Wellington Trust Company, NA

Fill in this information to identify the case and this filing:

Debtor Name Celadon Group, Inc.

United States Bankruptcy Court for the: District of Delaware
(State)

Case number (if known): _____

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 voluntary petition in the United States Bankruptcy Court for the District of Delaware for relief under chapter 11 of title 11 of the United States Code. The Debtors have moved for joint administration of their cases, with the lead case number assigned to the chapter 11 case of the above-captioned Debtor, Celadon Group, Inc.

- Celadon Group, Inc.
- A R Management Services, Inc.
- Bee Line, Inc.
- Celadon Canadian Holdings, Limited
- Celadon E-Commerce, Inc.
- Celadon International Corporation
- Celadon Logistics Services, Inc.
- Celadon Mexicana, S.A. de C.V.
- Celadon Realty, LLC
- Celadon Trucking Services, Inc.
- Distribution, Inc.
- Eagle Logistics Services Inc.
- Hyndman Transport Limited
- Jaguar Logistics, S.A. de C.V.
- Leasing Servicios, S.A. de C.V.
- Osborn Transportation, Inc.
- Quality Companies LLC
- Quality Equipment Leasing, LLC
- Quality Insurance LLC
- Servicios Corporativos Jaguar, S.C.
- Servicios de Transportación Jaguar, S.A. de C.V.
- Stinger Logistics, Inc.
- Strategic Leasing, Inc.
- Taylor Express, Inc.
- Transportation Insurance Services Risk Retention Group, Inc.
- Vorbas, LLC

**SECRETARY'S CERTIFICATE OF
RESOLUTIONS OF THE GOVERNING BODY OF**

**CELADON GROUP, INC.
CELADON TRUCKING SERVICES, INC.
CELADON LOGISTICS SERVICES, INC.
QUALITY EQUIPMENT LEASING, LLC
OSBORN TRANSPORTATION, INC.
CELADON REALTY, LLC
DISTRIBUTION, INC.
EAGLE LOGISTICS SERVICES INC.
QUALITY COMPANIES LLC
TAYLOR EXPRESS, INC.
VORBAS, LLC
QUALITY INSURANCE LLC
CELADON E-COMMERCE, INC.
BEE LINE, INC.
CELADON INTERNATIONAL CORPORATION
STINGER LOGISTICS, INC.
STRATEGIC LEASING, INC.
TRANSPORTATION INSURANCE SERVICES RISK RETENTION GROUP, INC.
CELADON CANADIAN HOLDINGS, LIMITED
JAGUAR LOGISTICS, S.A. DE C.V.
HYNDMAN TRANSPORT LIMITED
CELADONA MEXICANA, S.A. DE C.V.
SERVICIOS DE TRANSPORTACIÓN JAGUAR, S.A. DE C.V.
SERVICIOS CORPORATIVOS JAGUAR, S.C.
LEASING SERVICIOS, S.A. DE C.V.
A R MANAGEMENT SERVICES, INC.**

Dated: December 8, 2019

I, Chase Welsh, the undersigned Secretary of Celadon Group, Inc., Celadon Trucking Services, Inc., Celadon Logistics Services, Inc., Quality Equipment Leasing, LLC, Osborn Transportation, Inc., Celadon Realty, LLC, Distribution, Inc., Eagle Logistics Services Inc., Quality Companies LLC, Taylor Express, Inc., Vorbias, LLC, Quality Insurance LLC, Celadon E-Commerce, Inc., Bee Line, Inc., Celadon International Corporation, Stinger Logistics, Inc., Strategic Leasing, Inc., Transportation Insurance Services Risk Retention Group, Inc., Celadon Canadian Holdings, Limited, Jaguar Logistics, S.A. de C.V., Hyndman Transport Limited, Celadon Mexicana, S.A. de C.V., Servicios de Transportación Jaguar, S.A. de C.V., Servicios Corporativos Jaguar, S.C., Leasing Servicios, S.A. de C.V., and A R Management Services, Inc. (each a "Company") hereby certify that, on December 8, 2019, the following resolutions were duly adopted and authorized in accordance with the requirements of applicable law by (i) all of the members of the board of directors, (ii) all of the directors, (iii) the sole director, (iv) the sole manager, (v) the sole member, (vi) the sole voting member or (vi) the sole shareholder, as the case

may be (in each case, the "Governing Body"), of each Company at meetings of each Governing Body held on December 8, 2019, and that were recorded in the minute book of each Company, and that they have not been amended, modified or rescinded and, accordingly, are in full force and effect.

A. Chapter 11 Filing

WHEREAS, the Governing Body of each Company considered presentations by the management and the financial and legal advisors of such Company regarding the liabilities and liquidity situation of such Company, the strategic alternatives available to it and the effect of the foregoing on each Company's business;

WHEREAS, the Governing Body of each Company has had the opportunity to consult with the management and the financial and legal advisors of such Company and fully consider each of the strategic alternatives available to such Company, including the Chapter 11 Case and Chapter 11 Filings (both as defined below); and

WHEREAS, the Governing Body of each Company has determined after consulting with its financial and legal advisors, that it is in the best interests of each Company that each Company avail itself of the protections afforded by chapter 11 of the United States Bankruptcy Code, 11 U.S.C. § 101 *et seq.* (the "Bankruptcy Code"), by making a voluntary petition to commence a case under the same.

NOW, THEREFORE, IT IS

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

RESOLVED, that with respect to each Company, each Authorized Person, 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 such Company, to take and perform any and all further acts and deeds, whether such acts and deeds be taken in the United States, Canada or Mexico, that such Authorized Person, in consultation with such Company's legal and financial advisors, deems necessary, appropriate, or desirable in connection with such Company's chapter 11 case (the "Chapter 11 Cases" and each, a "Chapter 11 Case") or the Chapter 11 Filings including, without limitation, (i) the payment of fees, expenses and taxes such Authorized Person 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, such Chapter 11 Case with a view to the successful prosecution of such Chapter 11 Case (such acts to be conclusive evidence that such Authorized Person deemed the same to meet such standard).

B. Retention of Advisors

IT IS FURTHER RESOLVED, that with respect to each Company, each Authorized Person be, and they hereby are, authorized and directed to employ the law firm of DLA Piper LLP (US) as general bankruptcy counsel to represent and assist each Company in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance each Company's rights and obligations, including filing any pleadings; and in connection therewith, each of the Authorized Persons, with power of delegation, are hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers, and to cause to be filed an appropriate application for authority to retain the services of DLA Piper LLP (US); and it is further

RESOLVED, that with respect to each Company, each Authorized Person be, and they hereby are, authorized and directed to employ the law firm of Scudder Law Firm, P.C., L.L.O.) as special counsel to represent and assist each Company in general corporate governance and legacy liability management, and to take any and all actions to advance each Company's rights and obligations, including filing any pleadings; and in connection therewith, each of the Authorized Persons, with power of delegation, are hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers, and to cause to be filed an appropriate application for authority to retain the services of Scudder Law Firm, P.C., L.L.O.; and it is further

RESOLVED, that with respect to each Company, each Authorized Person be, and they hereby are, authorized and directed to employ the firm of AlixPartners, LLP as financial advisor (the "Financial Advisor") to represent to represent and assist each Company in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance each Company's rights and obligations; and in connection therewith, each of the Authorized Persons with power of delegation, are hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers, and to cause to be filed an appropriate application for authority to retain the services of the Financial Advisor; and it is further

RESOLVED, that with respect to each Company, each Authorized Person be, and they hereby are, authorized and directed to employ the firm of Kurtzman Carson Consultants LLC as notice, claims, and balloting agent and as administrative advisor (the "Claims Agent") to represent and assist each Company in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance each Company's rights and obligations; and in connection therewith, each of the Authorized Persons, with power of delegation, are hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers, and to cause to be filed appropriate applications for authority to retain the services of Claims Agent.

C. Cash Collateral and Adequate Protection

IT IS FURTHER RESOLVED, that each Company will obtain benefits from the use of collateral, including cash collateral, as that term is defined in section 363(a) of the Bankruptcy Code (the "Collateral"), which is security for the prepetition secured lenders (collectively, the

“Prepetition Secured Lenders”) party to that certain Credit and Security Agreement dated July 31, 2019 among Celadon Group, Inc., certain of its subsidiaries, and MidCap Financial Trust as administrative agent and lender and that certain Second Amended and Restated Credit Agreement dated July 31, 2019 among Celadon Group, Inc., certain of its subsidiaries as guarantors thereto, Blue Torch Finance, LLC, as administrative agent, and BTC Holdings Fund I, LLC, BTC Holdings Fund I-B, LLC, BTC Holdings SC Fund LLC, and Luminus Energy Partners Master Fund, Ltd. each as lenders (collectively, the “Prepetition Loan Documents”); and it is further

RESOLVED, that in order to use and obtain the benefits of the Collateral, and in accordance with section 363 of the Bankruptcy Code, each Company will provide certain adequate protection to the Prepetition Secured Lenders (the “Adequate Protection Obligations”), as documented in one or more proposed orders (the “Cash Collateral Order”) and submitted for approval to the Bankruptcy Court; and it is further

RESOLVED, that the form, terms and provisions of the Cash Collateral Order to which each Company is or will be subject, and the actions and transactions contemplated thereby be, and hereby are authorized, adopted and approved, and each of the Authorized Persons of such Company be, and they hereby are, authorized and empowered, in the name of and on behalf of such 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 Cash Collateral Order, and such other agreements, certificates, instruments, receipts, petitions, motions or other papers or documents to which such Company is or will be a party (collectively with the Cash Collateral Order, the “Cash Collateral 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 Governing Body of such Company, with such changes, additions and modifications thereto as the officers of such Company executing the same shall approve, such approval to be conclusively evidenced by such officers’ execution and delivery thereof; and it is further

RESOLVED, with respect to each Company, as debtor and debtor in possession under the Bankruptcy Code be, and hereby is, authorized to incur the Adequate Protection Obligations (as set forth in the Cash Collateral Order) and to undertake any and all related transactions on substantially the same terms as contemplated under the Cash Collateral Documents (collectively, the “Adequate Protection Transactions”); and it is further

RESOLVED, that with respect to each Company, any Authorized Persons of such Company be, and they hereby are, authorized and directed, and each of them acting alone hereby is, authorized, directed and empowered in the name of, and on behalf of, such Company, as debtor and debtor in possession, to take such actions as in their discretion is determined to be necessary, desirable, or appropriate and execute the Adequate Protection Transactions, including delivery of: (a) the Cash Collateral Documents and such agreements, certificates, instruments, guaranties, notices and any and all other documents, including, without limitation, any amendments to any Cash Collateral Documents (collectively, the “Adequate Protection Documents”); (b) such other instruments, certificates, notices, assignments, and documents as may be reasonably requested by the Agent; and (c) such forms of deposit, account control agreements, officer’s certificates and compliance certificates as may be required by the Cash Collateral Documents or any other Adequate Protection Document; and it is further

RESOLVED, that with respect to each Company, each of the Authorized Persons be, and they hereby are, authorized, directed and empowered in the name of, and on behalf of, such Company (i) to file or to authorize the agents under the Prepetition Loan Documents (the "Agent") to file any Uniform Commercial Code (the "UCC") financing statements, any mortgages, any other equivalent filings, any intellectual property filings and recordation and any necessary assignments for security or other documents in the name of the Company that the Agent deems necessary or appropriate to perfect any lien or security interest granted under the Cash Collateral Order, including any such UCC financing statement containing a generic description of collateral, such as "all assets," "all property now or hereafter acquired" and other similar descriptions of like 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 may be necessary under the Cash Collateral Order, and (ii) 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 Adequate Protection 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 Adequate Protection Documents, which shall in their sole judgment be necessary, proper or advisable to perform the Company's obligations under or in connection with the Cash Collateral Order or any of the other Adequate Protection Documents; and it is further

RESOLVED, that with respect to each Company, any Authorized Persons of such Company be, and they hereby are, authorized, directed and empowered in the name of, and on behalf of, such 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 Adequate Protection Transactions and all fees and expenses incurred by or on behalf of such Company in connection with the foregoing resolutions, in accordance with the terms of the Adequate Protection Documents, which shall in their sole judgment be necessary, proper or advisable to perform such Company's obligations under or in connection with the Cash Collateral Order or any of the other Adequate Protection Documents and the transactions contemplated therein and to carry out fully the intent of the foregoing resolutions; and it is further

RESOLVED, that with respect to each Company, any Authorized Persons hereby are, authorized, directed and empowered in the name of, and on behalf of, such Company, to execute and deliver any amendments, supplements, modifications, renewals, replacements, consolidations, substitutions and extensions of the Cash Collateral Order or any of the Adequate Protection Documents or to do such other things which shall in their sole judgment be necessary, desirable, proper or advisable to give effect to the foregoing resolutions, which determination shall be conclusively evidenced by their execution thereof.

D. Debtor-in-Possession Financing

IT IS FURTHER RESOLVED, that each Company, as debtor and debtor in possession under the Chapter 11 Cases shall be, and hereby is, authorized by the Governing Body of each respective Company to: (a) undertake any and all transactions contemplated in the Debtor in Possession Secured Multi-Draw Term Promissory Note (the "DIP Note") by and among Celadon Group, Inc., Blue Torch Finance, LLC, as agent, and the post-petition lenders thereto, on substantially the terms and subject to the conditions described to each Governing Body and as set

forth in the DIP Note or as may hereafter be fixed or authorized by each of the Authorized Persons (and their designees and delegates), acting alone or with one or more other Authorized Persons; (b) borrow funds from, request the issuance of letters of credit, provide guaranties to and undertake any and all related transactions contemplated thereby (collectively, the “Financing Transactions”, and each such transaction, a “Financing Transaction”) with such Lenders and on such terms as may be approved by any one or more of the Authorized Persons, as reasonably necessary for the continuing conduct of the affairs of such Company; (c) execute and deliver and cause such Company to incur and perform its obligations under the DIP Note and Financing Transactions; (d) finalize the DIP Note and Financing Transactions, consistent in all material respects with those that have been presented to and reviewed by each respective Governing Body; and (e) pay related fees and grant security interests in and liens upon some, any or all of such Company’s assets, as may be deemed necessary by any one or more of the Authorized Persons in connection with such Financing Transactions; and it is further

RESOLVED, that with respect to each Company, each of the Authorized Persons (and their designees and delegates), acting alone or with one or more other Authorized Persons be, and they hereby are, authorized, directed and empowered in the name of, and on behalf of, such Company, as debtor and debtor in possession, to take such actions and negotiate or cause to be prepared and negotiated and to execute, file, deliver and cause each Company to incur and perform its obligations under the DIP Note and the ancillary documents (collectively, the “DIP Loan Documents”), any Secured Cash Management Agreements, any agreements with any Letter of Credit Issuer, and all other agreements, instruments and documents (including, without limitation, any and all other intercreditor agreement, joinders, mortgages, deeds of trust, consents, notes, pledge agreements, security agreements, control agreements, interest rate swaps, caps, collars or similar hedging agreement and any agreements with any entity (including governmental authorities) requiring or receiving cash collateral, letters of credit or other credit support with proceeds from the DIP Note) or any amendments thereto or waivers thereunder (including, without limitation, any amendments, waivers or other modifications of any of the DIP Loan Documents) that may be contemplated by, or required in connection with, the DIP Note, the DIP Loan Documents and the Financing Transactions (collectively, the “DIP Financing Documents”), incur and pay or cause to be paid all fees and expenses and engage such persons, in each case, as such Authorized Person shall in his or her judgment determine to be necessary or appropriate to consummate the transactions contemplated by the DIP Note and DIP Loan Documents, which determination shall be conclusively evidenced by his or her execution or delivery thereof; and it is further

RESOLVED, that the form, terms and provisions of the DIP Note and each of the other DIP Loan Documents be, and the same hereby are in all respects approved, and that with respect to each Company, any Authorized Persons or other authorized persons or officers of such Company are hereby authorized and empowered, in the name of and on behalf of such Company, to execute and deliver and to execute and file the DIP Note and each of the DIP Loan Documents to which such Company is a party, each in the form or substantially in the form thereof submitted to each respective Governing Body with such changes, additions and modifications thereto as the officers of such Company executing the same shall approve, such approval to be conclusively evidenced by such officers’ execution and delivery thereof; and it is further

RESOLVED, that the with respect to each Company, any Authorized Person be, and each of them hereby are, authorized and empowered to authorize Blue Torch Finance, LLC (the “DIP Agent”) to file any UCC financing statements and any necessary assignments for security or other documents in the name of each Company that the DIP Agent deems necessary or appropriate to perfect any lien or security interest granted under the DIP Loan Documents, including any such UCC financing statement containing a super-generic description of collateral, such as “all assets,” “all property now or hereafter acquired” and other similar descriptions of like 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 such Company and such other filings in respect of intellectual and other property of such Company, in each case as the DIP Agent may reasonably request to perfect the security interests of the DIP Agent on behalf of itself and the other secured parties under the DIP Loan Documents; and it is further

RESOLVED, that with respect to each Company, any Authorized Person be, and hereby are, authorized and empowered, in consultation with the respective Governing Body, to execute and deliver any amendments, supplements, modifications, renewals, replacements, consolidations, substitutions and extensions of the DIP Note or any of the other DIP Loan Documents or any of the other DIP Financing Documents, and to execute and file on behalf of such Company all petitions, schedules, lists and other motions, papers or documents, which shall in his or her sole judgment be necessary, proper or advisable, which determination shall be conclusively evidenced by his or her execution thereof; it is further

RESOLVED, that each Company will obtain benefits from the incurrence of the loans and letters of credit under the DIP Note by the Borrower thereunder and the occurrence and consummation of the Financing Transactions under the DIP Note and the DIP Loan Documents and the transactions under the DIP Financing Documents, which are necessary and appropriate to the conduct, promotion and attainment of the business of such Company; and it is further

RESOLVED, that the capitalized terms used in the resolutions under the caption “Debtor-in-Possession Financing” and not otherwise defined herein shall have the meanings ascribed to such terms in the DIP Note.

E. Form 8-K Filing

IT IS FURTHER RESOLVED, that in connection with the Chapter 11 Filings, the Governing Body of Celadon Group, Inc. authorizes the filing with the Securities and Exchange Commission of a Current Report on Form 8-K and press release, each substantially in the form previously provided to the Governing Body of Celadon Group, Inc. and discussed at this meeting, but with such changes and additions as are required by law or as such officers, in their discretion, deem necessary or appropriate, and authorizes such other filings in connection therewith as are required by the Securities Exchange Act of 1934, as amended, and the rules and regulations promulgated thereunder.

F. Ratification

IT IS FURTHER RESOLVED, that any and all past actions heretofore taken by any Authorized Person, any director, or any member of any Company in the name and on behalf of

such Company in furtherance of any or all of the preceding resolutions be, and the same hereby are, ratified, confirmed, and approved in all respects.

G. General Authorization

IT IS FURTHER RESOLVED, that with respect to each Company, any Authorized Person, each one of whom may act without the joinder of any of the others, hereby is authorized, empowered, and directed, with full power of delegation, in the name and on behalf of such Company, to take, cause to be taken, or perform any and all further acts or deeds, including, without limitation, (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 Person, in his or her sole discretion, may approve or deem necessary, appropriate, or desirable 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 Person deemed the same to meet such standard; and it is further

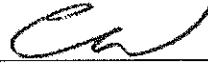
RESOLVED, that any and all past actions heretofore taken by any Authorized Person, any director, manager, or member of any Company in the name and on behalf of such Company in furtherance of any or all of the preceding resolutions be, and the same hereby are, ratified, confirmed, and approved in all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

RESOLVED, that the Secretary of each Company is hereby authorized and empowered to certify that these resolutions have been duly adopted to such person or persons as the Secretary deems entitled thereto, and to attest or witness the execution of the documents authorized by the foregoing resolutions, and to sign and affix such Company's seal to such documents as may be necessary or appropriate.

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IN WITNESS WHEREOF, the undersigned has executed this Secretary's Certificate of the Resolutions of the Board of Directors of the Companies as of the 8th day of December 2019.

By: _____



Name: Chase Welsh

Title: Executive Vice President, Secretary, and
General Counsel

Fill in this information to identify the case:

Debtor name: Celadon Group, Inc.

United States Bankruptcy Court for the District of Delaware

Case number (if known): TBD

☐ Check if this is an amended filing

Official Form 204

Chapter 11 or Chapter 9 Cases: 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.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1 U.S. DEPARTMENT OF JUSTICE 950 PENNSYLVANIA AVENUE, NW WASHINGTON, DC 20530	PHONE: 202-514-2000 FAX: 202-307-6777 EMAIL: ASKDOJ@USDOJ.GOV	LITIGATION CLAIM				\$33,000,000.00
2 TA DISPATCH, LLC BRIAN BARZE 1810 AVENUE C ENSLEY, AL 35218 ADDITIONAL CONTACT: BALCH & BINGHAM LLP 1901 6TH AVENUE NORTH, SUITE 1500 BIRMINGHAM, AL 35203 FACSIMILE: (205) 488-5696 ATTENTION: TIMOTHY J. SEGERS EMAIL: TSEGERS@BALCH.COM	BRIAN BARZE PHONE: 205-798-4000 FAX: 205-788-4400 EMAIL: BBARZE@PSTRANS.COM	TRADE				\$4,676,261.37
3 COMDATA CORPORATION KURT PRESLEY 5301 MARYLAND WAY BRENTWOOD, TN 37027	KURT PRESLEY PHONE: 615-370-7930 FAX: 615-370-7208, 615-370-7771 EMAIL: KPRESLEY@COMDATA.COM	TRADE				\$2,800,000.00
4 PILOT TRAVEL CENTERS, LLC TONYA VAUGHN 5500 LONAS DRIVE STE 260 KNOXVILLE, TN 37909	TONYA VAUGHN PHONE: 865-474-2543 FAX: 865-450-2801, 865-297-1812 EMAIL: STEPHANIE.ROBERTS@PILOTTRAVELCENTERS.COM; LUKE.RUSSELL@PILOTTRAVELCENTERS.COM	TRADE				\$2,500,000.00
5 TRANSPORTATION ENTERPRISE LEASING SHERI AABERG 400 BIRMINGHAM HIGHWAY CHATTANOOGA, TN 37416	SHERI AABERG PHONE: 423-463-3387 FAX: 423-421-5442 EMAIL: S.AABERG@TELEASING.COM	LESSOR				\$2,038,723.00
6 SHERYL RAY THE SIMON LAW FIRM - JOHN SIMON 800 MARKET ST. SUITE 1700 ST. LOUIS, MO 63101	THE SIMON LAW FIRM - JOHN SIMON PHONE: (314) 310-5928 FAX: 314-241-2029 EMAIL: JSIMON@SIMONLAWPC.COM	LITIGATION CLAIM	CONTINGENT			\$1,493,074.65
7 GRANT THORNTON LLP 1901 S. MEYERS RD SUITE 455 OAKBROOK TERRACE, IL 60181	PHONE: 630-873-2500 FAX: 630-873-2800 EMAIL: CASI@US.GT.COM	PROFESSIONAL				\$1,361,812.41
8 ZA-0000369 TBD - MONDAY FROM TPA	TBD - MONDAY FROM TPA	LITIGATION CLAIM	CONTINGENT			\$1,284,461.72
9 THE GOODYEAR TIRE & RUBBER COMPANY RICHARD KIRK 200 INNOVATION WAY AKRON, OH 44316	RICHARD KIRK PHONE: 330-796-2121 FAX: 330-796-2222 EMAIL: RICHARD.KIRK@GOODYEAR.COM	TRADE				\$1,261,824.15
10 COMERCIALIZADORA Y DISTRIBUIDORA MARTINEZ Y MITZ PATIY BENITEZ AVILA 350 GONZALITOS CDM8901154V NUEVO LEON, 64020 MEXICO	PATY BENITEZ PHONE: 83731511 EMAIL: COBRANZA@MYENERGY.COM.MX	TRADE				\$1,195,455.57
11 ZA-00014240 TBD - MONDAY FROM TPA	TBD - MONDAY FROM TPA	LITIGATION CLAIM	CONTINGENT			\$1,000,000.00
12 VAAA1CDV2018085495 TBD - MONDAY FROM TPA	TBD - MONDAY FROM TPA	LITIGATION CLAIM	CONTINGENT			\$903,570.38
13 PINNACLE FLEET SOLUTIONS PATIY SEIDELMAN P.O. BOX 742294 ATLANTA, GA 30374	PATY SEIDELMAN PHONE: 630-925-7676 FAX: 503-745-8921 EMAIL: PSEIDELMAN@CORCENTRIC.COM	TRADE				\$762,231.58
14 GOODWIN PROCTER LLP LLOYD WINAWER 601 MARSHALL STREET REDWOOD CITY, CA 94063	LLOYD WINAWER PHONE: +1 650 752 3146 FAX: 650-853-1038 EMAIL: LWINAWER@GOODWINLAW.COM	PROFESSIONAL				\$754,316.95
15 JACKIE MCCOY RONALD WELDY 8383 CRAIG STREET STE. 330 INDIANAPOLIS, IN 46250	RONALD WELDY PHONE: 317-842-6600; 877-211-7519 FAX: 317-842-6933 EMAIL: RWELDY@WELDYLEGAL.COM	LITIGATION CLAIM	CONTINGENT			\$750,600.00
16 MASTER FLEET NATIONAL, LLC DERRICK WASHINGTON, PRESIDENT 1210 MID VALLEY ROAD DE PERE, WI 54115	DERRICK WASHINGTON, PRESIDENT PHONE: (820) 347-3513 FAX: 820-347-1820; 820-347-1821; 820-498-9816 EMAIL: DWASHINGTON@MFNATL.COM	TRADE				\$734,939.30

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
17 ERNST & YOUNG U.S. LLP MICHAEL STAVRIDIS 55 N UPPER WACKER DR #2000 CHICAGO, IL 60606 ADDITIONAL CONTACT: ERNST & YOUNG 11 MONUMENT CIR #4000, INDIANAPOLIS, IN 46204 (317) 681-7000 JOHN FEDERICKI	MICHAEL STAVRIDIS PHONE: (312) 879-2000 FAX: 312-879-4000 EMAIL: MICHAEL.STAVRIDIS@EY.COM	PROFESSIONAL				\$571,881.00
18 PACCAR PARTS 750 HOUSER WAY N RENTON, WA 98057	PHONE: 425-254-4400 FAX: 425-468-8216 EMAIL: REMITTANCE@PACCARPARTSFLEETSERVICES.COM	TRADE				\$545,775.78
19 ZA-00013207 TBD - MONDAY FROM TPA	TBD - MONDAY FROM TPA	LITIGATION CLAIM	CONTINGENT			\$520,000.00
20 TANGO TRANSPORT, LLC, ET AL ROBERT H. BEZUCHA ROBERTS CUNNINGHAM & STRIPLING LLP 12222 MERIT DRIVE SUITE 800 DALLAS, TX 75251	ROBERT H. BEZUCHA PHONE: 214-696-3200 FAX: 214-696-5971 EMAIL: BEZUCHA@SBCGLOBAL.NET; BREZUCHA@RCSLIP.COM; ROBERTBEZUCHALAW@GMAIL.COM	LITIGATION CLAIM	CONTINGENT			\$500,000.00
21 I+D MEXICO, S.A. DE C.V.	PHONE: 55-5950-1440; 800-900-7273 EMAIL: CAVI@PASE.COM.MX; COMENTARIOS@PASE.COM.MX	TRADE				\$498,329.56
22 THE JOHNSON GROUP LLC BRETT WILLIAMS 436 MARKET STREET CHATTANOOGA, TN 37402	BRETT WILLIAMS PHONE: 423-424-3015 FAX: 423-267-0475 EMAIL: BWILLIAMS@JOHNSGROUP.COM	TRADE				\$451,157.37
23 MILESTONE EQUIPMENT HOLDINGS LLC JOHN HORGAN 3050 W. CLAY STREET SUITE 300 ST. CHARLES, MO 63301	JOHN HORGAN PHONE: 636-733-6762 FAX: 888-395-4403 EMAIL: JOHN.HORGAN@MILECORP.COM	LESSOR				\$428,288.00
24 ZA-00008829 TBD - MONDAY FROM TPA	TBD - MONDAY FROM TPA	LITIGATION CLAIM	CONTINGENT			\$408,158.89
25 ZA-00003859 TBD - MONDAY FROM TPA	TBD - MONDAY FROM TPA	LITIGATION CLAIM	CONTINGENT			\$400,000.00
26 ZA-00010711 TBD - MONDAY FROM TPA	TBD - MONDAY FROM TPA	LITIGATION CLAIM	CONTINGENT			\$400,000.00
27 ZA-00009327 TBD - MONDAY FROM TPA	TBD - MONDAY FROM TPA	LITIGATION CLAIM	CONTINGENT			\$367,500.00
28 PDZA Y ASOCIADOS JULIAN PEDROZA S.C. INSURGENTES SUR 1602, PISO 4 COLONIA CRÉDITO CONSTRUCTOR MEXICO CITY, C.P. 03940 MEXICO	JULIAN PEDROZA PHONE: 55-10009124 FAX: 12-53-70-91 EMAIL: JULIAN@PEDROZAABOGADOS.COM	PROFESSIONAL				\$338,301.22
29 ZA-00012280 TBD - MONDAY FROM TPA	TBD - MONDAY FROM TPA	LITIGATION CLAIM	CONTINGENT			\$285,001.00
30 ANTHEM KIERRA WILLIS 220 VIRGINIA AVE N/A INDIANAPOLIS, IN 46202	KIERRA WILLIS PHONE: 317-488-6000 FAX: 317-488-6821 EMAIL: KIERRA.WILLIS@ANTHEM.COM	BENEFIT ADMINISTRATOR				\$285,000.00
31 FLEET CHARGE 8650 WEST COLLEGE BOULEVARD OVERLAND PARK, KS 66210	PHONE: 800-323-4284 FAX: 1-813-451-2443 EMAIL: CUSTOMER-REMITTANCE@FLEETCHARGE.COM	TRADE				\$284,588.81
32 ESTATE OF MICHAEL HANLEY, JR. MUNLEY LAW PC 227 PENN AVE SCRANTON, PA 18503	MUNLEY LAW PC PHONE: 570-865-4099 FAX: 570-346-3452 EMAIL: LAWYERS3@MUNLEY.COM	LITIGATION CLAIM				\$274,412.50
33 ZA-00009541 TBD - MONDAY FROM TPA	TBD - MONDAY FROM TPA	LITIGATION CLAIM	CONTINGENT			\$260,000.00
34 ZA-00012579 TBD - MONDAY FROM TPA	TBD - MONDAY FROM TPA	LITIGATION CLAIM	CONTINGENT			\$260,000.00
35 ZA-00010554 TBD - MONDAY FROM TPA	TBD - MONDAY FROM TPA	LITIGATION CLAIM	CONTINGENT			\$250,000.00
36 ZA-00008278 TBD - MONDAY FROM TPA	TBD - MONDAY FROM TPA	LITIGATION CLAIM	CONTINGENT			\$249,398.50
37 90794 TBD - MONDAY FROM TPA	TBD - MONDAY FROM TPA	LITIGATION CLAIM	CONTINGENT			\$230,485.73
38 ZA-00012278 TBD - MONDAY FROM TPA	TBD - MONDAY FROM TPA	LITIGATION CLAIM	CONTINGENT			\$225,000.00
39 91320 TBD - MONDAY FROM TPA	TBD - MONDAY FROM TPA	LITIGATION CLAIM	CONTINGENT			\$200,832.48

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
40 ZA-00013674 TBD - MONDAY FROM TPA	TBD - MONDAY FROM TPA	LITIGATION CLAIM	CONTINGENT			\$200,001.00
41 ZA-00015172 TBD - MONDAY FROM TPA	TBD - MONDAY FROM TPA	LITIGATION CLAIM	CONTINGENT			\$200,000.00
42 ZA-00009384 TBD - MONDAY FROM TPA	TBD - MONDAY FROM TPA	LITIGATION CLAIM	CONTINGENT			\$200,000.00
43 PNC BANK NATIONAL ASSOCIATION STEVE CHAMBERS 130 S. BOND STREET BEL AIR, MD 21014	STEVE CHAMBERS PHONE: 410-638-2237 FAX: 855-211-1236 EMAIL: STEVEN.CHAMBERS@PNC.COM	LESSOR				\$199,900.11
44 FLEET TRUCK SALES JOSEPH E. JONES FRASER STRYKER, PC, LLO 408 S 17TH ST 500 ENERGY PLAZA OMAHA, NE 68102	JOSEPH E. JONES FRASER STRYKER, PC, LLO PHONE: 402-978-5215 FAX: 402-341-8290 EMAIL: JJONES@FRASERSTRYKER.COM	LITIGATION CLAIM				\$166,000.00
45 MANHATTAN ASSOCIATES INC. JAMIE MUNSON - DIRECTOR OF CARRIER MANAGEMENT 2300 WINDY RIDGE PARKWAY 10TH FLOOR ATLANTA, GA 30339	JAMIE MUNSON - DIRECTOR OF CARRIER MANAGEMENT PHONE: 770-855-7070 FAX: 770-855-0302 EMAIL: JMUNSON@MANH.COM	TRADE				\$162,826.65
46 ZA-00010885 TBD - MONDAY FROM TPA	TBD - MONDAY FROM TPA	LITIGATION CLAIM	CONTINGENT			\$160,000.00
47 ZA-00006088 TBD - MONDAY FROM TPA	TBD - MONDAY FROM TPA	LITIGATION CLAIM	CONTINGENT			\$150,000.00
48 ZA-00010403 TBD - MONDAY FROM TPA	TBD - MONDAY FROM TPA	LITIGATION CLAIM	CONTINGENT			\$150,000.00
49 ZA-00016326 TBD - MONDAY FROM TPA	TBD - MONDAY FROM TPA	LITIGATION CLAIM	CONTINGENT			\$150,000.00
50 ZA-00010007 TBD - MONDAY FROM TPA	TBD - MONDAY FROM TPA	LITIGATION CLAIM	CONTINGENT			\$150,000.00

12/08/19 Filed 12/08/19 Page 20 of 17
Fill in this information to identify the case and this filing:

Debtor Name Celadon Group, Inc.

United States Bankruptcy Court for the: District of Delaware
(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 50 Largest Unsecured Claims and Are Not Insiders (Official Form 204)*
- ☐ Other _____ document _____ that _____ requires _____ a _____ declaration

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

Executed on 12/08/2019
MM / DD / YYYY

x Paul C. Svindland
Signature of individual signing on behalf of debtor

Paul Svindland
Printed name

Chief Executive Officer
Position or relationship to debtor

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

-----	-X	
	:	
In re:	:	Chapter 11
	:	
CELADON GROUP, INC.,	:	Case No. 19-____ (____)
	:	
Debtor.	:	(Joint Administration Requested)
-----	-X	

CORPORATE OWNERSHIP STATEMENT

Pursuant to Rules 1007(a)(1) and 7007.1 of the Federal Rules of Bankruptcy Procedure, the undersigned authorized officer of Celadon Group, Inc., the above-captioned Debtor, hereby certifies that following corporate entities and individuals own 10% or more of Celadon Group, Inc.'s equity interests:

Equity Holder	Percentage of Total Equity
Luminus Management LLC, Luminus Energy Partners Master Fund Ltd. and Jonathan Barrett	16.7%
Wellington Trust Company, National Association Multiple Common Trust Funds Trust, Micro Cap Equity Portfolio	15.22%

Debtor Name Celadon Group, Inc.

United States Bankruptcy Court for the: District of Delaware
(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 20 Largest Unsecured Claims and Are Not Insiders (Official Form 204)*
- ☒ *Other document that requires a declaration* Statement of Corporate Ownership

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

Executed on 12/08/2019
MM / DD / YYYY

x

Paul C. Svindland
Signature of individual signing on behalf of debtor

Paul Svindland
Printed name

Chief Executive Officer
Position or relationship to debtor

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

-----X	:	
	:	
In re:	:	Chapter 11
	:	
CELADON GROUP, INC.,	:	Case No. 19-_____ ()
	:	
Debtor.	:	(Joint Administration Requested)
-----X	:	

LIST OF EQUITY SECURITY HOLDERS

Pursuant to Rule 1007(a)(3) of the Federal Rules of Bankruptcy Procedure, Celadon Group, Inc., the above-captioned Debtor, hereby provides the following list of holders of equity interests:

Name and Address of Interest Holder	Percentage and Type of Interests Held
Luminus Management LLC, Luminus Energy Partners Master Fund Ltd. and Jonathan Barrett 1700 Broadway 26th Floor New York, NY 10019 Attn: General Counsel E-mail: ssingh@luminusmgmt.com	16.17% [common stock]
Wellington Trust Company, National Association Multiple Common Trust Funds Trust, Micro Cap Equity Portfolio c/o Wellington Trust Company, NA 280 Congress Street Boston, MA 02210	15.22% [common stock]
Towle & Co. 1610 Des Peres Road, Suite 250 St. Louis, MO 63131	9.73% [common stock]
Alexander Mitchell, Scopus Capital Inc., Scopus Asset Management LP 717 Fifth Avenue, 21st Floor New York, NY 10022	9.00% [common stock]

Name and Address of Interest Holder	Percentage and Type of Interests Held
Royce & Associates Inc. 745 Fifth Avenue New York, NY 10151	6.29% [common stock]
Allen, James T. 33 E Cook Street Spencer, TN 38585	0.00021% [common stock]
Anderson, Julie 10275 Seagrave Drive Fishers, Indiana 46037	4.74503% [common stock]
Armes, Julie 3922 Chelsea Trace Greenwood, IN 46143	0.00001375% [common stock]
A & S Inc. Box 68 Cedar Rapids, IA 52406-0068	0.00008% [common stock]
Barton, Jaceann 10601 Cunot Cataract Road, Apt 8 Poland, IN 47868	0.00000344% [common stock]
Battershell, Erin 68014 Chapel Hill Road Indianapolis, IN 46214	2.04985% [common stock]
Bennett, Jack 12275 Dickeys Road Mercersburg, PA 17236	0.00009% [common stock]
Bowers, David B. 649 Lindenwood Drive Greenwood, IN 46142-3824	2.53068% [common stock]
Boyd, Elaine M. Box 628 Summersville, WV 26651	0.00001% [common stock]
Briceno, Alma J. 12081 Pebblebrook Court Indianapolis, Indiana 46236	0.00069% [common stock]

Name and Address of Interest Holder	Percentage and Type of Interests Held
Bridges, Alison Y. Box 77 Cranfills Gap, TX 76637-0077	0.00078% [common stock]
Briggs, Vicki L. 2390 Leatherwood Road Cumberland Furnace, TN 37051	0.49348% [common stock]
Brown, Sr., David L 5667 Thelma Road Roanoke Rapids, NC 27870-8723	0.13919% [common stock]
Brubaker, Lowell Glenn 83625 Pine Glade Lane Richmond, VA 23237	0.00015% [common stock]
Buterbaugh, Toby 13108 Pendleton Court Reisterstown, MD 21136	9.49007% [common stock]
Canfield, Dana 3535 S County Road 800 E Dupont, IN 47231-9400	0.00008% [common stock]
Carpenter, Kenneth 8271 Pawtucket Court Indianapolis, IN 46256	3.63153% [common stock]
Carter, Sr., Michael H. 23 S Delaware Avenue Minersville, PA 17954	0.00000344% [common stock]
Cede & Co (Fast Account) PO Box 20 Bowling Green Station, New York	0.68097% [common stock]
Christie, Shelly 10879 N 200 W Fountaintown, IN 46130-9514	0.00001% [common stock]
Clark, Matthew D. 3573 Vestige Trail Springfield, IL 62707	0.27842% [common stock]
Cole, Thomas E. 10256 Street Hwy 45 S. Wingo, KY 42088	0.00005% [common stock]
Coleman, Joseph F. 5121 W Morris Street Indianapolis, IN 46241-3548	0.00025% [common stock]

Name and Address of Interest Holder	Percentage and Type of Interests Held
Colucci, Carmine 2326 Hawthorne Avenue Pittsburgh, PA 15218	0.00001% [common stock]
Conley, Chris 17857 Forrester Oak Drive Noblesville, IN 46062	1.89801% [common stock]
Cooper, Janice and Reyna Subject to STA TOD Rules 4391 Main Street Kankakee, IL 60901-7113	0.02531% [common stock]
Cooper, Janice 4391 Main Street Kankakee, IL 60901-7113	0.00000344% [common stock]
Cornelius, Nikki 15604 160th Ct SE Renton, WA 98058	0.00057% [common stock]
Craft, Blaine 6155 West Jamison Drive McCordsville, IN 46055	1.58168% [common stock]
Crawford, Anthony 3802 Manor Drive Greensboro, NC 27403	1.89801% [common stock]
Cude, Charles 5657 Avenue 397 Dinuba, CA 93618-9622	0.00025% [common stock]
Custer, Jeff S. PO Box 98 Bynum, TX 76631-0098	0.08857% [common stock]
Dart Transit Co., Attn: Dan Oren 800 Lone Oak Road Eagan, MN 55121	0.00000344% [common stock]
Decker, David L. and Kathy J. RR 1 Box 260 Quincy, IN 47456-9517	0.00038% [common stock]
Deese, Gary L. 5046 Suncrest Farms Lane Crouse, NC 28033-7740	0.37960% [common stock]
Deese, Linda R. 5046 Suncrest Farms Lane Crouse, NC 28033-7740	0.00009% [common stock]
DeFelice, Jackie R. and Louis A. 1418 E Logan Street Round Rock, TX 78664-6026	0.00015% [common stock]

Name and Address of Interest Holder	Percentage and Type of Interests Held
Guaranty Bank Cust FBO Stanley Dickey 1028 Davis Street S Sulphur Springs, TX 75482	0.00016% [common stock]
Duncan, Gwen Y. 1101 State Route 37 Kell, IL 62853-1319	1.07554% [common stock]
Eckels, Kirk 521 Dawson Ln, Apt B Lebanon, TN 37087	0.53144% [common stock]
Edwards, Timothy O. 1320 Fulton Avenue B5 Bronx, NY 10456	0.00005% [common stock]
Elliott, Michael R. 33014 LA Hwy 332 Gueydan, LA 70542	0.00004% [common stock]
Ezinga, David A. 2551 Theodore Hudsonville, MI 49426	0.13919% [common stock]
Farmer, Kevin 2504 Hiers Court Hephzibah, GA 30815	0.00000344% [common stock]
Feeley, Joyce 274 South Janice Lane Ormond Beach, FL 32174	0.00010% [common stock]
Frazier, James 934 Geneva Avenue Toledo, OH 43609	0.00010% [common stock]
Freeman, Michael T. 274 South Janice Lane Ormond Beach, FL 32174	0.00010% [common stock]
French, Melissa 1426 N Audubon Road Indianapolis, Indiana 46219	6.01038% [common stock]
Fronek, Jeff 416 Orchardale Drive Rochester Hills MI 48309-2246	0.00020% [common stock]
Furman, Daniel J. 21 Shore Road Edgemere, MD 21219	0.00020% [common stock]
Gannon, Tammy R. 11335 McDowell Drive Indianapolis. IN 46229	0.00000344% [common stock]

Name and Address of Interest Holder	Percentage and Type of Interests Held
Geers, Jessie R. 3850 Oliver Lane Baconton, GA 31716	0.00023% [common stock]
Gilliam, Brandon 2504 Redland Lane Indianapolis, IN 46217	0.00008% [common stock]
Gomez, Elizabeth 82 Hamilton Avenue Yonkers, NY 10704	0.12653% [common stock]
Gonzalez, Richard 1214 Avenue F South Houston, TX 77587-4327	0.00034% [common stock]
Gumbs, Clifton O. 115-41 126th Street South Ozone Park, NY 11420-2627	0.00008% [common stock]
Hale, Pamela J. 7845 N. Alton Avenue Indianapolis, IN 46268	0.00069% [common stock]
Hall, Evelyn 13586 E Shady Lane Bloomington, IN 47403	0.00020% [common stock]
Hall, Ever Box 17052 North Little Rock, AR 72117	0.00012% [common stock]
Hamrick, Mark A. 482 County Road 1 South Point, OH 45680-8885	0.00011% [common stock]
Harr, Charles O. 2828 W Gentry Pkwy Tyler, TX 75702	0.00003% [common stock]
Heist, Robert 289 Ferndale Drive Boiling Springs, SC 29316	0.00005% [common stock]
Hembree, Joseph R. 8703 Zachary Cir, Apt 3 Louisville, KY 40214	0.00016% [common stock]
Hewett, Virginia 2725 E Suffock Avenue Kingman, AZ 86409-1401	0.01265% [common stock]
Hill, Catherine 41 Patton Street Newburg, MO 65550-9309	0.00003% [common stock]

Name and Address of Interest Holder	Percentage and Type of Interests Held
Hopkins, Eugene B. 648 Sedgewick Lane Greenfield, IN 46140	0.00003% [common stock]
Howell, Melvin PO Box 427 North Salem, Indiana 46165	0.00029% [common stock]
Hudson, Kristina L. 285 CR 2225 Ivanhoe, TX 75447	0.00010% [common stock]
Hume, Barton Hume 1275 N Peterman Road Greenwood, IN 46142	0.00009% [common stock]
Knoll Employees Credit Union Cust FBO Hunsberger Acct #2309-11 1235 Water Street PO Box 157 East Greenville, PA 18041-0157	0.00003% [common stock]
Hunt, Barbara Box 248444 Columbus, OH 43224	0.00012% [common stock]
International Bancshares Corporation 1200 San Bernardo Laredo, TX 78040-6301	0.28158% [common stock]
Jackson, Jimmie L. 2115 S Battery Little Rock, AR 72202	0.00012% [common stock]
Jackson, Phillip Box 172 Drakes Branch, VA 23937	0.00011% [common stock]
Jacobs, Ellen K. 108 E 82nd Street New York, NY 10028-1135	0.00773% [common stock]
Jenkins, Brennen 6162 Indianola Avenue Indianapolis, IN 46220	0.94901% [common stock]
Jensen, Mary 1729 Alwyne Dr. Indianapolis, IN 46227-6201	0.00003% [common stock]
Johnson, Carolyn 6726 Aviva Way Indianapolis, IN 46237	0.00003% [common stock]

Name and Address of Interest Holder	Percentage and Type of Interests Held
Johnson, Mozelle Candy 3810 Crickett Lane Winston Salem, NC 27105	1.77148% [common stock]
Jones, Reginald H. 1124 Evergreen Ct, Apt A Indianapolis, IN 46240-6868	0.39226% [common stock]
Judie, Jr., Joe 4872 Evans Dr. Forest Park, GA 30297-1453	0.0034% [common stock]
Kreich, Michael E. 1634 S. Manhattan Ave. Indianapolis, IN 46241-3814	0.0540% [common stock]
Lauwers, Karen Bea 2779 Horseshoe Lake Rd. West Branch, MI 48661	0.0062% [common stock]
Leapley, Alma Marie 6633 W. Jamestown Drive McCordsville, IN 46055	0.2663% [common stock]
Leary, William 167 Knapps Knolle Rd. Utica, NY 13502-7712	0.0773% [common stock]
Lefkowitz, Louis 51 Frost Avenue West Edison, NJ 08820-3157	0.0773% [common stock]
Linscomb, Danny J. 2020 36th St. N, apt. 513 Texas City, TX 77590-4324	0.0162% [common stock]
Little, Nathan 12505 Dogwood Tr. Gloucester, VA 23061-2642	0.0210% [common stock]
Villasenor Lozano, Fernando Apartado Postal 22 Guymas Sono 85427 Mexico	0.1546% [common stock]
Madaj, Cameron F. 5501 Travis Rd. Greenwood, IN 46143	0.0144% [common stock]
Wolf, Marshall Box 730 Station A Toronto, ON MSW 1G2 Canada	0.0003% [common stock]

Name and Address of Interest Holder	Percentage and Type of Interests Held
Mattina, Sandra 21 S. Merrick Rd. Massapequa, NY 11758	0.0385% [common stock]
Mays, Alan 9025 County Line Willis, TX 77378	0.0162% [common stock]
Minor, Jr., Harold L. 1410 Sheridan Dr., Apt. 20C Lancaster, OH 43130-1966	0.0027% [common stock]
Mitchell, Robert 9287 Greentree Dr. Newport, MI 48166-9560	0.0625% [common stock]
Moore, Jimmy W. Box 206 Cabot, AR 72023-0206	0.0014% [common stock]
Morris, Russell A. 39612 Palm Dr. Bayview, TX 78566	0.0385% [common stock]
Mundy, Levi 12332 Beardsdale Dr. Indianapolis, IN 46235	0.0258% [common stock]
Mynk, Paul E. 197 Fox Mtn. Rd. Max Meadows, VA 24360	0.0048% [common stock]
Nichols, Tracy 3323 Abbey Field Porter, TX 77365-9601	0.0076% [common stock]
Ocasio, Manuel L. Box 3449 East Chicago, IN 46312-8449	0.0093% [common stock]
Osborne, Nathan S. 2193 E. Country Club Rd. Martinsville, IN 46151	0.0017% [common stock]
Ostolaza, James 5204 Mumm Lane El Paso, TX 79924	0.0457% [common stock]
Owens, David W. 6190 Winford Dr. Indianapolis, IN 46236-8378	0.0144% [common stock]

Name and Address of Interest Holder	Percentage and Type of Interests Held
Pacas, Roberto & Carol C. Pacas JT TEN 237 Boardwalk Ave., Apt. E San Bruno, CA 94066-2234	0.0189% [common stock]
Parker IV, Joseph T. 8215 Center Path Ln. Mechanicsville, VA 23116	0.0241% [common stock]
Pellerin, Anne Marie 1334 Keller Drive Plainfield, IN 46168	0.0687% [common stock]
Perryman, Kyle 5608 Indianola Ave. Indianapolis, IN 46220	0.0515% [common stock]
Peterson, Elizabeth G. 2021 S. Lewis, Ste. 610 Tulsa, OK 74014	0.0034% [common stock]
Phipps, Martin L. 26530 Barranquilla Ave. Punta Gorda, FL 33983-5727	0.0055% [common stock]
Porter, Rebecca 3747 Chisholm Drive Anderson, IN 46012	0.0687% [common stock]
Pridgen, Reginald 309 15th St. NE Washington, DC 2002	0.0045% [common stock]
Proffitt, Nelda 704 N. Choctaw Shamrock, TX 79079	0.0777% [common stock]
Randolph, Timothy 2412 Cass Road Toldeo, OH 46314	0.0045% [common stock]
Reay, Eric 37 Jordan Crescent Belgrave, ON Canada	0.1289% [common stock]
Requelme, Leonardo 1714 Kessler Blvd. E. Dr. Indianapolis, IN 46220-2433	0.0773% [common stock]
Reynolds, Tina Lynn P.O. Box 1048 Pocahontas, AR 72455-1048	0.0082% [common stock]

Name and Address of Interest Holder	Percentage and Type of Interests Held
Richey, Frances 650 Vanderbilt Road Mount Juliet, TN 37122-5082	0.0113% [common stock]
Riley, La Rai C/O Larai M. Hooser 6645 Cobham Ln. Indianapolis, IN 4623-2970	0.0021% [common stock]
Rinehart, Anthony 6225 North Haverford Avenue Indianapolis, IN 46220	0.0687% [common stock]
Risenhoover, Donnie L. Box 93 Oaks, OK 74359	0.0622% [common stock]
Roark, William Earl 12124 Rte. A Russelville, MO 65074	0.0419% [common stock]
Rodgers, Michel Paul 5553 County Rd. 417 Cleburne, TX 76031	0.0258% [common stock]
Russell, Stewart 104 Taconic Rd. Greenwich, CT 06831	0.2137% [common stock]
Salvaggio, Kevin 361 County Rd. Barrington, RI 02806-2422	0.0577% [common stock]
Saso, Jr., Benjamin Almacen 509 Boschert Dr. Saint Charles, MO 63301-1710	0.0856% [common stock]
Schmidt, Glenn 6573 Robin Drive Nineveh, IN 46164-9528	0.0268% [common stock]
Schuster, Jody L. 6300 S. 175 W. Lebanon, IN 46052	0.0003% [common stock]
SGT 2000 354 Rt. 122 Saint Germain De. Grantham QC Canada J0C 1K0	0.0003% [common stock]
Shaffer, Joshua 255 S. McCrea Street #34 Indianapolis, IN 46224	0.2405% [common stock]

Name and Address of Interest Holder	Percentage and Type of Interests Held
Shaver, William O. 77 Cadwell Rd. Opelika, AL 36804	0.0041% [common stock]
Shepherd, Lora 1260 Birchwood Way Greenwood, IN 46143	0.1289% [common stock]
Sherrell, Kevin L. 4964 N. Hwy. 27 Lafayette, GA 30728	0.0021% [common stock]
Shiflet, Diana 1043 Ness Drive Mondovi, WI 54755	0.0065% [common stock]
Shipton, Eric 131 Queen Junction Rd. Butler, PA 16001	0.0027% [common stock]
Shorts, Walter 1994 S. Williamsburg Rd. Bassfield, MS 39421-9662	0.1137% [common stock]
Skinner, Don F. 3424 W. Dorchester Rd. 6 Peoria, IL 61604	0.0137% [common stock]
Slauson, John E. 162 Evelyn Ave. Delafield, WI 53018	0.0845% [common stock]
Smith, Tyler 2738 North Boehning Street Indianapolis, IN 46219	0.0430% [common stock]
Spencer, Stephen T. 410 Vine Street Hope, IN 47246-1563	0.0003% [common stock]
Swanson, Bruce W. 2438 Annwood Court Newton, NC 28658	0.0055% [common stock]
Switzer, Robert 8920 Sunningdale Blvd. Indianapolis, IN 46234	0.0172% [common stock]
Sykes, Elaine Holt TOD Gregory E. Glosson, Subject to State TOD Rules 4204 Live Oak Rd. Raleigh, NC 27604	0.0065% [common stock]

Name and Address of Interest Holder	Percentage and Type of Interests Held
Tatum, Randy Allen 5765 Milett Rd. Fowleville, MI 48836	0.0192% [common stock]
Tatum, Scott Edward 3578 Thorn Tree Ct. Ann Arbor, MI 48015	0.0192% [common stock]
Teal, Christopher J. 150 Boone Rd. Lumberton, NC 28360	0.0024% [common stock]
Tingblad, Eric D. 10 Ashfield Lane Bella Vista, AR 72715-8901	0.0093% [common stock]
Tompkins, Jr., Michael Neal 4918 Hardegan St. Indianapolis, IN 46227	0.0014% [common stock]
Torres, Carlos 13050 Harnose El Paso, TX 79928-5758	0.0062% [common stock]
Turple, Garry 165 Acadia Mill Dr. Bedford, NS B4A 3Z4 Canada	0.0962% [common stock]
Valdez, Humberto 1604 Palestine Dr. Laredo, TX 78046	0.0258% [common stock]
Valles, Luis E. 5892 Old Jackson Rd. Forest, MS 39074-8484	0.0062% [common stock]
Velandingham, Ricky Lee 5902 E. Terrace Ave. Indianapolis, IN 46203	0.0859% [common stock]
Verberber, Veronika 18 Long Acre Dr. Huntington, NY 11743-3926	0.0773% [common stock]
Wallen, Ed 3140 Whittington Dr. North Vernon, IN 47265	0.0076% [common stock]
Welch, Carrol Brook 3705 Brown Station Rd. D Columbia, MO 65202	0.0069% [common stock]

Name and Address of Interest Holder	Percentage and Type of Interests Held
Whitaker, Lori 742 Franklin Lakes Blvd. Franklin, IN 46131	0.4295% [common stock]
White, Brenda 2504 E. Farm Road 71 Mount Pleasant, TX 75455-6921	0.0663% [common stock]
Wilder, Steven 12240 Bella Terra Center Way, Apt. 4209 Richmond, TX 77406-1654	0.0014% [common stock]
Williamson, Rachael E. P.O. Box 446 Italy, TX 76651	0.0141% [common stock]
Word, Edward Foster 1245 Scott Lane Odenton, MD 21113	0.0454% [common stock]
Wright, Hannah M. 13282 N. Miller Dr. Camby, IN 46113	0.0230% [common stock]
Zillich, Jason 590 Belmont Acres Cir. Tumbling Shoals, AR 72581	0.0907% [common stock]

Debtor Name Celadon Group, Inc.United States Bankruptcy Court for the: District of Delaware
(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 20 Largest Unsecured Claims and Are Not Insiders (Official Form 204)*
- ☒ *Other document that requires a declaration* List of Equity Security Holders

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

Executed on 12/08/2019
MM / DD / YYYYx Paul C. Svindland
Signature of individual signing on behalf of debtorPaul Svindland
Printed nameChief Executive Officer
Position or relationship to debtor