

UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE

In re FA LIQUIDATING CORP.
FAH LIQUIDATING CORP.
Debtors and Debtors in Possession

Case No. 13-13086 (KG)
Case No. 13-13087 (KG)

Reporting Period: July 1, 2014 to July 31, 2014

MONTHLY OPERATING REPORT

File with Court and submit copy to United States Trustee within 20 days after end of month.

Submit copy of report to any official committee appointed in the case.

| REQUIRED DOCUMENTS | Form No. | Document Attached | Explanation Attached | Affidavit/Supplement Attached |
|--|----------|---|----------------------|-------------------------------|
| Schedule of Cash Receipts and Disbursements | MOR-1 | XX | | |
| Bank Reconciliation (or copies of debtor's bank reconciliations) | MOR-1a | Completed and available at Debtor Offices | | |
| Schedule of Professional Fees Paid | MOR-1b | XX | | |
| Copies of bank statements | | Statements Available at Debtor Offices | | |
| Cash disbursements journals | | XX | | |
| Statement of Operations | MOR-2 | XX | | |
| Balance Sheet | MOR-3 | XX | | |
| Status of Postpetition Taxes | MOR-4 | XX | | |
| Copies of IRS Form 6123 or payment receipt | | N/A - None | | |
| Copies of tax returns filed during reporting period | | N/A - None | | |
| Summary of Unpaid Postpetition Debts | MOR-4 | XX | | |
| Listing of aged accounts payable | MOR-4 | N/A - None | | |
| Accounts Receivable Reconciliation and Aging | MOR-5 | N/A - None | | |
| Debtor Questionnaire | MOR-5 | | | |

I declare under penalty of perjury (28 U.S.C. Section 1746) that this report and the attached documents are true and correct to the best of my knowledge and belief.

Signature of Debtor

Date

Signature of Joint Debtor

Date




Signature of Authorized Individual*



Date



Printed Name of Authorized Individual



Title of Authorized Individual

The Debtors, together with the last four digits of each Debtor's federal tax identification number, are: Fisker Automotive Holdings, Inc. (9678); and Fisker Automotive, Inc. (9075). For the purpose of these chapter 11 cases, the service address for the Debtors is: 3080 Airway Avenue, Costa Mesa, California 92626.

*Authorized individual must be an officer, director or shareholder if debtor is a corporation; a partner if debtor is a partnership; a manager or member if debtor is a limited liability company.

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Case No. 13-13086 (KG)
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 July 1, 2014 to July 31, 2014

SCHEDULE OF CASH RECEIPTS AND DISBURSEMENTS

Amounts reported should be per the debtor's books, not the bank statement. The beginning cash should be the ending cash from the prior month or, if this is the first report, the amount should be the balance on the date the petition was filed. The amounts reported in the "CURRENT MONTH - ACTUAL" column must equal the sum of the four bank account columns. The amounts reported in the "PROJECTED" columns should be taken from the SMALL BUSINESS INITIAL REPORT (FORM IR-1). Attach copies of the bank statements and the cash disbursements journal. The total disbursements listed in the disbursements journal must equal the total disbursements reported on this page. A bank reconciliation must be attached for each account. [See MOR-1 (CONT)]

| | BANK ACCOUNTS | | | | | | | | | | CURRENT MONTH | CUMULATIVE FILING TO DATE | |
|-----------------------------|---------------|----------|----------|-----------------------------------|----------|------------|-----------------|--------------------|--------------|----------|--------------------|---------------------------|--------|
| | Citibank | | | City National Bank - DIP Accounts | | | | Wells Fargo | SVB | FIFTH | | TOTAL | ACTUAL |
| | OPER | PR | EURO | OPER | PR | FHE ESCROW | UTILITY DEPOSIT | OPER | DEBT SERVICE | CASH | | | |
| CASH BEGINNING OF MONTH | 0 | 0 | 0 | 2,415,237 | 0 | 0 | 160,000 | 110,980,449 | 2,537 | 0 | 113,558,223 | 31,038 | |
| RECEIPTS | | | | | | | | | | | | | |
| CASH SALES | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 135,422 | |
| ACCOUNTS RECEIVABLE | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | |
| LOANS AND ADVANCES | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 17,312,708 | |
| SALE OF ASSETS | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 51,147 | |
| OTHER (ATTACH LIST) | 0 | 0 | 0 | 19,906 | 0 | 0 | 0 | 0 | 0 | 0 | 19,906 | 134,681,996 | |
| TRANSFERS (FROM DIP ACCTS) | 0 | 0 | 0 | 160,000 | 0 | 0 | 0 | 0 | 0 | 0 | 160,000 | 115,352,168 | |
| TOTAL RECEIPTS | 0 | 0 | 0 | 179,906 | 0 | 0 | 0 | 0 | 0 | 0 | 179,906 | 287,633,441 | |
| DISBURSEMENTS | | | | | | | | | | | | | |
| PAYROLL | | | | | | | | | | | | 0 | |
| BENEFITS | | | | | | | | | | | | 0 | |
| SALES, USE, & OTHER TAXES | | | | | | | | | | | | 0 | |
| INVENTORY PURCHASES | | | | | | | | | | | | 0 | |
| SECURED/ RENTAL/ LEASES | | | | | | | | | | | | 0 | |
| INSURANCE | | | | | | | | | | | | 0 | |
| ADMINISTRATIVE | | | | | | | | | | | | 0 | |
| PROFESSIONAL FEES | | | | | | | | | | | | 0 | |
| U.S. TRUSTEE QUARTERLY FEES | | | | | | | | | | | | 0 | |
| TOTAL DISBURSEMENTS | 0 | 0 | 0 | 1,828,940 | 0 | 0 | 160,000 | 14,434 | 0 | 0 | 2,003,374 | 155,831,943 | |
| NET CASH FLOW | 0 | 0 | 0 | (1,649,034) | 0 | 0 | (160,000) | (14,434) | 0 | 0 | (1,823,468) | 111,701,498 | |
| ADJUSTMENTS | | | | | | | | | | | 0 | 2,219 | |
| CASH - END OF MONTH | 0 | 0 | 0 | 786,203 | 0 | 0 | 0 | 110,966,015 | 2,537 | 0 | 111,734,755 | 111,734,755 | |

THE FOLLOWING SECTION MUST BE COMPLETED

| DISBURSEMENTS FOR CALCULATING U.S. TRUSTEE QUARTERLY FEES: (FROM CURRENT MONTH ACTUAL COLUMN) | | | | | | | | | | | | |
|---|--|--|--|--|--|--|--|--|--|--|--|------------------|
| TOTAL DISBURSEMENTS | | | | | | | | | | | | 2,003,374 |
| LESS: TRANSFERS TO DEBTOR IN POSSESSION ACCOUNTS | | | | | | | | | | | | (160,000) |
| PLUS: ESTATE DISBURSEMENTS MADE BY OUTSIDE SOURCES (i.e. from escrow accounts) | | | | | | | | | | | | 0 |
| TOTAL DISBURSEMENTS FOR CALCULATING U.S. TRUSTEE QUARTERLY FEES | | | | | | | | | | | | 1,843,374 |

FA Liquidating Corp

RECEIPTS
7/1/2014 - 7/31/2014

| | Totals | Citi-Euro | Citi-Oper | CNB-Oper | CNB-Utility | Well Fargo | SVB | Petty Cash |
|-----------------------|-------------------|-------------|-------------|-------------------|-------------|-------------|-------------|-------------|
| Insurance Refund | 19,906 | | | 19,906 | | | | |
| TRANSFERS | 160,000 | | | 160,000 | | | | |
| TOTAL RECEIPTS | \$ 179,906 | \$ - | \$ - | \$ 179,906 | \$ - | \$ - | \$ - | \$ - |

DISBURSEMENTS
7/1/2014 - 7/31/2014

| | Totals | Citi-Euro | Citi-Oper | CNB-Oper | CNB-Utility | Well Fargo | SVB | Petty Cash |
|------------------------------|---------------------|-------------|-------------|---------------------|-------------------|------------------|-------------|-------------|
| TRANSFERS | 160,000 | | | | 160,000 | | | |
| Administrative Claim Payment | 60,000 | | | 60,000 | | | | |
| Bank Charges | 14,452 | | | 19 | | 14,434 | | |
| Board of Director Fees | 40,000 | | | 40,000 | | | | |
| Fan Recall | 150 | | | 150 | | | | |
| Legal & Professional Fees | 1,699,696 | | | 1,699,696 | | | | |
| Office Expenses | 3,179 | | | 3,179 | | | | |
| Taxes & Licenses | 4,905 | | | 4,905 | | | | |
| Temp Labor | 8,400 | | | 8,400 | | | | |
| Travel | 1,867 | | | 1,867 | | | | |
| U.S. Trustee Fees | 10,725 | | | 10,725 | | | | |
| TOTAL DISBURSEMENTS | \$ 2,003,374 | \$ - | \$ - | \$ 1,828,940 | \$ 160,000 | \$ 14,434 | \$ - | \$ - |

SCHEDULE OF PROFESSIONAL FEES AND EXPENSES PAID

| Payee | Period Covered | Amount Approved | Payor | Check | | Amount Paid | | Year to Date | |
|-------------------------|---------------------|-----------------|-----------------------------|------------|------------|--------------|----------|--------------|----------|
| | | | | Number | Date | Fees | Expenses | Fees | Expenses |
| Fisker Automotive, Inc. | DIP Period Retainer | | 284 Partners | N/A - Wire | 07/31/2014 | \$ 53,628 | \$ - | \$ 53,628 | \$ - |
| Fisker Automotive, Inc. | DIP Period Retainer | | AlixPartners | N/A - Wire | 7/15/2014 | \$ 53,913 | \$ - | \$ 53,913 | \$ - |
| Fisker Automotive, Inc. | DIP Period Retainer | | Audit Lex Oy | N/A - Wire | 7/1/2014 | \$ 7,170 | \$ - | \$ 7,170 | \$ - |
| Fisker Automotive, Inc. | DIP Period Retainer | | Beilinson Advisory | N/A - Wire | 11/29/2013 | \$ 110,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Beilinson Advisory | N/A - Wire | 12/18/2013 | \$ 150,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Beilinson Advisory | N/A - Wire | 1/28/2014 | \$ 150,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Beilinson Advisory | N/A - Wire | 2/4/2014 | \$ 150,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Beilinson Advisory | N/A - Wire | 2/12/2014 | \$ 75,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Beilinson Advisory | N/A - Wire | 2/21/2014 | \$ 750,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Beilinson Advisory | N/A - Wire | 3/6/2014 | \$ 150,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Beilinson Advisory | N/A - Wire | 4/16/2014 | \$ 150,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Beilinson Advisory | N/A - Wire | 4/30/2014 | \$ 150,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Beilinson Advisory | N/A - Wire | 5/27/2014 | \$ 150,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Beilinson Advisory | N/A - Wire | 07/01/2014 | \$ 150,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Beilinson Advisory | N/A - Wire | 07/21/2014 | \$ 84,983 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Beilinson Advisory | N/A - Wire | 07/23/2014 | \$ 2,159 | \$ - | \$ 2,222,141 | \$ - |
| Fisker Automotive, Inc. | DIP Period Retainer | | Brown Rudnick - UCC Counsel | N/A - Wire | 1/28/2014 | \$ 250,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Brown Rudnick - UCC Counsel | N/A - Wire | 1/30/2014 | \$ 750,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Brown Rudnick - UCC Counsel | N/A - Wire | 2/3/2014 | \$ 250,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Brown Rudnick - UCC Counsel | N/A - Wire | 2/4/2014 | \$ 250,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Brown Rudnick - UCC Counsel | N/A - Wire | 2/10/2014 | \$ 250,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Brown Rudnick - UCC Counsel | N/A - Wire | 3/6/2014 | \$ 300,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Brown Rudnick - UCC Counsel | N/A - Wire | 3/12/2014 | \$ 150,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Brown Rudnick - UCC Counsel | N/A - Wire | 3/19/2014 | \$ 150,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Brown Rudnick - UCC Counsel | N/A - Wire | 4/16/2014 | \$ 100,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Brown Rudnick - UCC Counsel | N/A - Wire | 4/23/2014 | \$ 50,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Brown Rudnick - UCC Counsel | N/A - Wire | 4/30/2014 | \$ 30,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Brown Rudnick - UCC Counsel | N/A - Wire | 05/06/2014 | \$ 30,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Brown Rudnick - UCC Counsel | N/A - Wire | 05/13/2014 | \$ 30,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Brown Rudnick - UCC Counsel | N/A - Wire | 05/27/2014 | \$ 55,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Brown Rudnick - UCC Counsel | N/A - Wire | 06/03/2014 | \$ 12,500 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Brown Rudnick - UCC Counsel | N/A - Wire | 06/11/2014 | \$ 12,500 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Brown Rudnick - UCC Counsel | N/A - Wire | 06/18/2014 | \$ 12,500 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Brown Rudnick - UCC Counsel | N/A - Wire | 06/24/2014 | \$ 12,500 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Brown Rudnick - UCC Counsel | N/A - Wire | 07/01/2014 | \$ 12,500 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Brown Rudnick - UCC Counsel | N/A - Wire | 07/09/2014 | \$ 12,500 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Brown Rudnick - UCC Counsel | N/A - Wire | 07/15/2014 | \$ 12,500 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Brown Rudnick - UCC Counsel | N/A - Wire | 07/23/2014 | \$ 12,500 | \$ - | \$ 2,745,000 | \$ - |
| Fisker Automotive, Inc. | DIP Period Retainer | | Evercore | N/A - Wire | 3/19/2014 | \$ 250,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Evercore | N/A - Wire | 4/16/2014 | \$ 1,911,211 | \$ - | \$ 2,161,211 | \$ - |
| Fisker Automotive, Inc. | DIP Period Retainer | | Emerald Capital Advisors | N/A - Wire | 07/31/2014 | 855,715.21 | \$ - | \$ 855,715 | \$ - |
| Fisker Automotive, Inc. | DIP Period Retainer | | Foley & Lardner | N/A - Wire | 11/29/2013 | \$ 7,100 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Foley & Lardner | N/A - Wire | 12/3/2013 | \$ 8,250 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Foley & Lardner | N/A - Wire | 12/10/2013 | \$ 350 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Foley & Lardner | N/A - Wire | 12/17/2013 | \$ 13,500 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Foley & Lardner | N/A - Wire | 1/9/2014 | \$ 11,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Foley & Lardner | N/A - Wire | 1/14/2014 | \$ 16,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Foley & Lardner | N/A - Wire | 1/17/2014 | \$ 3,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Foley & Lardner | N/A - Wire | 1/30/2014 | \$ 12,600 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Foley & Lardner | N/A - Wire | 2/26/2014 | \$ 19,250 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Foley & Lardner | N/A - Wire | 3/10/2014 | \$ 4,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Foley & Lardner | N/A - Wire | 3/17/2014 | \$ 2,750 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Foley & Lardner | N/A - Wire | 3/17/2014 | \$ 2,080 | \$ - | \$ 99,880 | \$ - |
| Fisker Automotive, Inc. | DIP Period Retainer | | Kirkland & Ellis/Pachulski | N/A - Wire | 1/30/2014 | \$ 515,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Kirkland & Ellis/Pachulski | N/A - Wire | 1/31/2014 | \$ 1,175,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Kirkland & Ellis/Pachulski | N/A - Wire | 2/3/2014 | \$ 300,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Kirkland & Ellis/Pachulski | N/A - Wire | 2/4/2014 | \$ 300,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Kirkland & Ellis/Pachulski | N/A - Wire | 2/10/2014 | \$ 350,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Kirkland & Ellis/Pachulski | N/A - Wire | 2/21/2014 | \$ 360,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Kirkland & Ellis/Pachulski | N/A - Wire | 3/6/2014 | \$ 500,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Kirkland & Ellis/Pachulski | N/A - Wire | 3/12/2014 | \$ 250,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Kirkland & Ellis/Pachulski | N/A - Wire | 3/19/2014 | \$ 250,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Kirkland & Ellis/Pachulski | N/A - Wire | 4/16/2014 | \$ 225,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Kirkland & Ellis/Pachulski | N/A - Wire | 4/23/2014 | \$ 100,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Kirkland & Ellis/Pachulski | N/A - Wire | 4/30/2014 | \$ 60,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Kirkland & Ellis/Pachulski | N/A - Wire | 05/06/2014 | \$ 60,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Kirkland & Ellis/Pachulski | N/A - Wire | 05/13/2014 | \$ 60,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Kirkland & Ellis/Pachulski | N/A - Wire | 05/27/2014 | \$ 120,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Kirkland & Ellis/Pachulski | N/A - Wire | 06/03/2014 | \$ 30,000 | \$ - | | |

| Payee | Period Covered | Amount Approved | Payor | Check | | Amount Paid | | Year to Date | |
|-------------------------|---------------------|-----------------|----------------------------|------------|------------|-------------|----------|--------------|----------|
| | | | | Number | Date | Fees | Expenses | Fees | Expenses |
| Fisker Automotive, Inc. | DIP Period Retainer | | Kirkland & Ellis/Pachulski | N/A - Wire | 06/11/2014 | \$ 30,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Kirkland & Ellis/Pachulski | N/A - Wire | 06/18/2014 | \$ 30,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Kirkland & Ellis/Pachulski | N/A - Wire | 06/24/2014 | \$ 30,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Kirkland & Ellis/Pachulski | N/A - Wire | 07/01/2014 | \$ 30,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Kirkland & Ellis/Pachulski | N/A - Wire | 07/09/2014 | \$ 30,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Kirkland & Ellis/Pachulski | N/A - Wire | 07/15/2014 | \$ 30,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Kirkland & Ellis/Pachulski | N/A - Wire | 07/23/2014 | \$ 30,000 | \$ - | \$ 4,865,000 | \$ - |
| Fisker Automotive, Inc. | DIP Period Retainer | | Pachulski - CPA Firm fees | N/A - Wire | 3/19/2014 | \$ 20,000 | \$ - | \$ 20,000 | \$ - |
| Fisker Automotive, Inc. | DIP Period Retainer | | Rust/Omni | N/A - Wire | 1/30/2014 | \$ 75,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Rust/Omni | N/A - Wire | 2/4/2014 | \$ 25,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Rust/Omni | N/A - Wire | 2/21/2014 | \$ 25,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Rust/Omni | N/A - Wire | 3/6/2014 | \$ 70,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Rust/Omni | N/A - Wire | 3/12/2014 | \$ 35,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Rust/Omni | N/A - Wire | 3/19/2014 | \$ 115,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Rust/Omni | N/A - Wire | 4/23/2014 | \$ 25,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Rust/Omni | N/A - Wire | 4/30/2014 | \$ 25,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Rust/Omni | N/A - Wire | 05/06/2014 | \$ 25,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Rust/Omni | N/A - Wire | 05/13/2014 | \$ 25,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Rust/Omni | N/A - Wire | 05/27/2014 | \$ 50,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Rust/Omni | N/A - Wire | 06/03/2014 | \$ 12,500 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Rust/Omni | N/A - Wire | 06/11/2014 | \$ 12,500 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Rust/Omni | N/A - Wire | 06/18/2014 | \$ 12,500 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Rust/Omni | N/A - Wire | 06/24/2014 | \$ 12,500 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Rust/Omni | N/A - Wire | 07/01/2014 | \$ 12,500 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Rust/Omni | N/A - Wire | 07/09/2014 | \$ 12,500 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Rust/Omni | N/A - Wire | 07/15/2014 | \$ 12,500 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Rust/Omni | N/A - Wire | 07/23/2014 | \$ 12,500 | \$ - | \$ 595,000 | \$ - |
| Fisker Automotive, Inc. | DIP Period Retainer | | Sidley Austin LLP | N/A - Wire | 1/30/2014 | \$ 250,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Sidley Austin LLP | N/A - Wire | 3/6/2014 | \$ 13,663 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Sidley Austin LLP | N/A - Wire | 3/21/2014 | \$ 25,244 | \$ - | \$ 288,906 | \$ - |
| Fisker Automotive, Inc. | DIP Period Retainer | | Brian Shaw CPA | N/A - Wire | 4/18/2014 | \$ 2,400 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Brian Shaw CPA | N/A - Wire | 4/30/2014 | \$ 10,200 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Brian Shaw CPA | N/A - Wire | 5/27/2014 | \$ 6,750 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Brian Shaw CPA | N/A - Wire | 06/16/2014 | \$ 7,200 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Brian Shaw CPA | N/A - Wire | 07/01/2014 | \$ 2,250 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Brian Shaw CPA | N/A - Wire | 07/15/2014 | \$ 1,500 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Brian Shaw CPA | N/A - Wire | 07/31/2014 | \$ 1,500 | \$ - | \$ 31,800 | \$ - |
| Fisker Automotive, Inc. | DIP Period Retainer | | Sitrick Brincko | N/A - Wire | 2/4/2014 | \$ 10,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Sitrick Brincko | N/A - Wire | 2/21/2014 | \$ 15,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Sitrick Brincko | N/A - Wire | 3/6/2014 | \$ 10,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Sitrick Brincko | N/A - Wire | 3/14/2014 | \$ 30,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Sitrick Brincko | N/A - Wire | 6/24/2014 | 4,124.17 | \$ - | \$ 69,124 | \$ - |
| Fisker Automotive, Inc. | DIP Period Retainer | | Squar Milner CPAs | N/A - Wire | 4/30/2014 | \$ 5,000 | \$ - | | |
| Fisker Automotive, Inc. | DIP Period Retainer | | Squar Milner CPAs | N/A - Wire | 6/27/2014 | \$ 9,000 | \$ - | \$ 14,000 | \$ - |
| Fisker Automotive, Inc. | DIP Period Retainer | | Young Conaway | N/A - Wire | 3/21/2014 | \$ 5,845 | \$ - | \$ 5,845 | \$ - |

Note to Financial Statements for the month and 7 months ended July 31, 2014.

On March 24, the debtor sold substantially 100% of its assets to WX. In consultation with outside tax and accounting CPA firms, the debtor is continuing to analyze the proper accounting and tax treatment for the asset sale. This discussion and analysis is on-going. As such, the financial statements presented herein may require adjustments when such analysis is completed. The proceeds from the sale are included in Other Income, while the various write-offs are temporarily booked to Retained Earnings.

In re FA LIQUIDATING CORP.
 FAH LIQUIDATING CORP.
 Debtors and Debtors in Possession

Case No. 13-13086 (KG)
 Case No. 13-13087 (KG)
 July 1, 2014 to July 31, 2014

STATEMENT OF OPERATIONS
 (Income Statement)

The Statement of Operations is to be prepared on an accrual basis. The accrual basis of accounting recognizes revenue when it is realized and expenses when they are incurred, regardless of when cash is actually received or paid.

| |
|--|
| REVENUES |
| Gross Revenues |
| Less: Returns and Allowances |
| Net Revenue |
| COST OF GOODS SOLD |
| Beginning Inventory |
| Add: Purchases |
| Add: Cost of Labor |
| Add: Other Costs (attach schedule) |
| Less: Ending Inventory |
| Cost of Goods Sold |
| Gross Profit |
| OPERATING EXPENSES |
| Advertising |
| Auto and Truck Expense |
| Bad Debts |
| Contributions |
| Employee Benefits Programs |
| Insider Compensation* |
| Insurance |
| Management Fees/Bonuses |
| Office Expense |
| Pension & Profit-Sharing Plans |
| Repairs and Maintenance |
| Rent and Lease Expense |
| Salaries/Commissions/Fees |
| Supplies |
| Taxes - Payroll |
| Taxes - Real Estate |
| Taxes - Other |
| Travel and Entertainment |
| Utilities |
| Other (attach schedule) |
| Total Operating Expenses Before Depreciation |
| Depreciation/Depletion/Amortization |
| Net Profit (Loss) Before Other Income & Expenses |
| OTHER INCOME AND EXPENSES |
| Other Income (attach schedule) |
| Interest Expense |
| Other Expense (attach schedule) |
| Net Profit (Loss) Before Reorganization Items |
| REORGANIZATION ITEMS |
| Professional Fees |
| U. S. Trustee Quarterly Fees |
| Interest Earned on Accumulated Cash from Chapter 11 (see continuation sheet) |
| Gain (Loss) from Sale of Equipment |
| Other Reorganization Expenses (attach schedule) |
| Total Reorganization Expenses |
| Income Taxes |
| Net Profit (Loss) |

See Attached

*"Insider" is defined in 11 U.S.C. Section 101(31).

FA LIQUIDATING CORP.
Financial Statements - US GAAP

| MOR2 | MTD | YTD |
|--|----------------------|----------------------|
| Amounts in USD | 7/1/2014 - 7/31/2014 | 1/1/2014 - 7/31/2014 |
| PROFIT & LOSS STATEMENT | | |
| ===== | | |
| NET SALES | | |
| *** Total Net Sales | - | (56,717.99) |
| COST OF SALES | | |
| *** Total Cost of Sales | - | 6,407,686.45 |
| **** GROSS MARGIN | - | 6,350,968.46 |
| OPERATING EXPENSES | | |
| G & A | | |
| 640110 Commissions and Fees Expense | - | 580,000.00 |
| 640130 General Insurance | (19,906.32) | 933,329.01 |
| 640220 Building Maintenance | - | 35,288.78 |
| 640230 Security Services and Alarm System | - | 61,421.31 |
| 640240 Utilities | - | 24,304.07 |
| 640250 Delaware - Gas and Electric Bills | - | 1,988,767.70 |
| 640260 Water and Sewer | - | 36,850.09 |
| 640320 Equipment Rental | - | 4,999.81 |
| 640321 Equipment Rental - Cash Outlay | - | 104,390.04 |
| 640325 Internet & Data expenses | - | 42,122.19 |
| 640330 Telephone Expense | - | 10,907.95 |
| 640340 Postage | - | 35.30 |
| 640420 Purchased Services | - | 121,357.45 |
| 640530 Office Supplies | 3,295.00 | 4,989.26 |
| 640550 Freight | - | 9,525.43 |
| 640590 Licences and Permits | - | 5,113.38 |
| 640600 Cell Phones | - | 4,968.56 |
| 640640 Travel - Office Expense | - | 203.93 |
| 640680 Travel - Vehicle related costs | - | 2,664.69 |
| 640690 Travel - Meals and Entertainment | - | 4,852.52 |
| 640700 Travel - Parking | - | 112.25 |
| 640720 Travel - Hotel charges | - | 3,478.50 |
| 640730 Travel - Airfare | 1,866.83 | 58,899.69 |
| 640800 Bank Charges | 14,452.45 | 49,959.14 |
| 640810 Environmental Permits and Fees | - | 796.66 |
| 640880 Other Expenses | 10,758.84 | (91,701.67) |
| 640830 Office Rent | - | 115,969.56 |
| ** Total G & A | 10,466.80 | 4,113,605.60 |
| Salaries & Benefits | | |
| 650610 Payroll - Benefits | - | 25,326.37 |
| 650620 Payroll Expense - Salaries | - | 628,588.07 |
| 650630 Payroll Expense - Tax | - | 70,655.82 |
| 650730 Car Allowance | - | 2,769.20 |
| 650810 Group Insurance-Medical | - | 10,673.58 |
| ** Total Salaries & Benefits | - | 738,013.04 |
| Professional Services & Fees | | |
| 650010 Contract Labor | 8,400.00 | 194,718.81 |
| 660030 Legal Fees | - | 500,000.00 |
| 660040 Directors Fees | 40,000.00 | 120,000.00 |
| 660090 Prof Services-Other | 1,699,695.92 | 14,130,222.45 |
| 660110 Administrative Claim Payment | 60,000.00 | 60,000.00 |
| ** Total Professional Services & Fees | 1,808,095.92 | 15,004,941.26 |
| Depreciation & Amortization | | |
| 670020 Depreciation Expense - Machinery & Equi | - | 40,684.39 |
| 670030 Depreciation Expense - Leasehold Improv | - | 40,108.90 |
| 670050 Depreciation Expense - Office Equipment | - | 11,119.26 |
| 670060 Depreciation Expense - Furniture | - | 22,714.05 |
| 670070 Depreciation Expense - Computer Hardwar | - | 108,808.92 |
| 670080 Depreciation Expense - Computer Softwar | - | 390,591.22 |
| 670085 Depreciation Expense - Web Design | - | 9,031.68 |
| ** Total Depreciation & Amortization | - | 623,058.42 |
| Other Operating Expenses | | |
| 680605 Franchise Tax | - | 76,601.81 |
| ** Total Other Operating Expenses | - | 76,601.81 |
| *** Total Operating Expenses | 1,818,562.72 | 20,556,220.13 |
| NON-OPERATING INCOME/EXPENSE | | |
| Interest | | |
| 720210 Loan Interest Expense | - | 235,226.00 |
| ** Total Interest | - | 235,226.00 |
| Other Income/Expense | | |
| 610010 Gain/Loss Realized Foreign Currency Rev | - | 38,253.72 |
| 616100 Warehousing | - | 402,806.84 |
| 740050 Other Non-Operating Income/ Expense | - | 1,371.62 |
| 740060 Gain/Loss on Fixed Asset Sale/Disposal | - | (51,047.37) |
| 740070 WX Sale Proceeds | - | (134,629,923.03) |
| ** Total Other Income/Expense | - | (134,238,538.22) |
| Taxes | | |
| 750025 Taxes - State | 35.00 | 16,111.00 |
| 750050 Property Taxes - Equipment | - | 1,650.00 |
| ** Total Taxes | 35.00 | 17,761.00 |
| *** Total Non-Operating Income / (Expense) | 35.00 | (133,985,551.22) |
| **** Net Income (Loss) | (1,818,597.72) | 107,078,362.63 |

In re FA LIQUIDATING CORP.
 FAH LIQUIDATING CORP.
 Debtors and Debtors in Possession

Case No. 13-13086 (KG)
 Case No. 13-13087 (KG)
 July 1, 2014 to July 31, 2014

BALANCE SHEET

The Balance Sheet is to be completed on an accrual basis only. Pre-petition liabilities must be classified separately from postpetition obligations.

| ASSETS | |
|---|--------------|
| CURRENT ASSETS | |
| Unrestricted Cash and Equivalents | |
| Restricted Cash and Cash Equivalents (see continuation sheet) | |
| Accounts Receivable (Net) | |
| Notes Receivable | |
| Inventories | |
| Prepaid Expenses | |
| Professional Retainers | |
| Other Current Assets (attach schedule) | |
| TOTAL CURRENT ASSETS | |
| PROPERTY AND EQUIPMENT | |
| Real Property and Improvements | |
| Machinery and Equipment | See Attached |
| Furniture, Fixtures and Office Equipment | |
| Leasehold Improvements | |
| Vehicles | |
| Less Accumulated Depreciation | |
| TOTAL PROPERTY & EQUIPMENT | |
| OTHER ASSETS | |
| Loans to Insiders* | |
| Other Assets (attach schedule) | |
| TOTAL OTHER ASSETS | |
| TOTAL ASSETS | |

| LIABILITIES AND OWNER EQUITY | |
|--|--------------|
| LIABILITIES NOT SUBJECT TO COMPROMISE (Postpetition) | |
| Accounts Payable | |
| Taxes Payable (refer to FORM MOR-4) | |
| Wages Payable | |
| Notes Payable | |
| Rent / Leases - Building/Equipment | |
| Secured Debt / Adequate Protection Payments | |
| Professional Fees | |
| Amounts Due to Insiders* | |
| Other Postpetition Liabilities (attach schedule) | |
| TOTAL POSTPETITION LIABILITIES | |
| LIABILITIES SUBJECT TO COMPROMISE (Pre-Petition) | |
| Secured Debt | |
| Priority Debt | |
| Unsecured Debt | |
| TOTAL PRE-PETITION LIABILITIES | See Attached |
| TOTAL LIABILITIES | |
| OWNER EQUITY | |
| Capital Stock | |
| Additional Paid-In Capital | |
| Partners' Capital Account | |
| Owner's Equity Account | |
| Retained Earnings - Pre-Petition | |
| Retained Earnings - Postpetition | |
| Adjustments to Owner Equity (attach schedule) | |
| Postpetition Contributions (Distributions) (Draws) (attach schedule) | |
| NET OWNER EQUITY | |
| TOTAL LIABILITIES AND OWNERS' EQUITY | |

*"Insider" is defined in 11 U.S.C. Section 101(31).

Financial Statements - US GAAP

Amounts in USD

MOR3

| | <u>Adjusted</u> <u>7/31/2014</u> |
|---|-------------------------------------|
| ASSETS | |
| ===== | |
| CURRENT ASSETS | |
| Cash & Cash Equivalents | |
| 111000 Petty Cash | - |
| 114300 SVB 383 - Loan Bank Account | 2,537.00 |
| 115500 CNB DIP - 6375 Utility Dep | - |
| 115503 CNB DIP - 464 Concentration Wells Fargo | 766,203.34 |
| 115800 Citi UK 116 - EUR | 110,966,015.01 |
| | - |
| ** Total Cash & Cash Equivalents | <u>111,734,755.35</u> |
| *** Total Current Assets | <u>111,734,755.35</u> |
| INVESTMENT IN SUBSIDIARY | |
| 198000 Fisker Germany | 36,813.47 |
| *** Total Investment in Subsidiary | <u>36,813.47</u> |
| **** TOTAL ASSETS | <u><u>111,771,568.82</u></u> |
| | |
| LIABILITIES AND STOCKHOLDERS EQUITY | |
| ===== | |
| LIABILITIES | |
| Payroll and Benefits Payables | |
| 215020 Payroll Taxes | (376.12) |
| * Total Payroll and Benefits Payables | <u>(376.12)</u> |
| Taxes Payable | |
| 216500 VAT - Output Vehicles | (4,129.77) |
| 216510 VAT - Output Parts | (66,819.07) |
| * Total Taxes Payable | <u>(70,948.84)</u> |
| ** Total Accrued Liabilities | <u>(71,324.96)</u> |
| *** Total Current Liabilities | (71,324.96) |
| Prepetition Liabilities | (321,895,512.16) |
| **** Total Liabilities | <u>(321,966,837.12)</u> |
| | |
| SHAREHOLDERS' EQUITY | |
| Retained Earnings - Prior Years | |
| 330000 Retained Earnings | 317,273,630.93 |
| *** Total Retained Earnings - Prior Years | <u>317,273,630.93</u> |
| Profit and Loss in Current Year | |
| *** Total Profit/Loss Current Year | (107,078,362.63) |
| **** Total Shareholders' Equity | 210,195,268.30 |
| ***** TOTAL LIABILITIES & STOCKHOLDERS EQUITY | <u><u>(111,771,568.82)</u></u> |

In re FA LIQUIDATING CORP.
 FAH LIQUIDATING CORP.
 Debtors and Debtors in Possession

Case No. 13-13086 (KG)
 Case No. 13-13087 (KG)
 July 1, 2014 to July 31, 2014

STATUS OF POSTPETITION TAXES

Attach photocopies of IRS Form 6123 or payment receipt to verify payment or deposit of federal payroll taxes.
 Attach photocopies of any tax returns filed during the reporting period.

| | Beginning Tax Liability | Amount Withheld or Accrued | Amount Paid | Date Paid | Check No. or EFT | Ending Tax Liability |
|--|-------------------------------------|----------------------------|-------------|-------------|------------------|----------------------|
| Federal | | | | | | |
| Withholding | All paid by ADP with weekly payroll | | | | | |
| FICA-Employee | | | | | | |
| FICA-Employer | | | | | | |
| Unemployment | | | | | | |
| Income | 0.00 | | | | | 0.00 |
| Other: | 0.00 | | | | | 0.00 |
| Total Federal Taxes | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| State and Local | | | | | | |
| Withholding | All paid by ADP with weekly payroll | | | | | |
| Sales | | | | | | |
| Excise | | | | | | |
| Unemployment | | | | | | |
| Real Property | | | | | | 0.00 |
| Personal Property | | | | | | 0.00 |
| Delaware Franchise Taxes | | | | | | 0.00 |
| Air Quality | | | | | | 0.00 |
| Title V Govt Fees | | | | | | 0.00 |
| Virginia License Fees | | | | | | 0.00 |
| Total State and Local | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| Foreign Taxes | | | | | | |
| VAT | | | | | | 0.00 |
| Total Taxes | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| Such taxes were incurred pre-petition | | | | | | |

SUMMARY OF UNPAID POSTPETITION DEBTS

Attach aged listing of accounts payable.

| | Number of Days Past Due | | | | | Total |
|---|-------------------------|---------------|---------------|---------------|---------------|---------------|
| | Current | 0-30 | 31-60 | 61-90 | Over 90 | |
| Accounts Payable | \$0.00 | | | | | \$0.00 |
| Wages Payable | \$0.00 | | | | | \$0.00 |
| Taxes Payable | \$0.00 | | | | | \$0.00 |
| Rent/Leases-Building | \$0.00 | | | | | \$0.00 |
| Rent/Leases-Equipment | \$0.00 | | | | | \$0.00 |
| Secured Debt/Adequate Protection Payments | \$0.00 | | | | | \$0.00 |
| Professional Fees | \$0.00 | | | | | \$0.00 |
| Amounts Due to Insiders* | \$0.00 | | | | | \$0.00 |
| Other: | \$0.00 | | | | | \$0.00 |
| Other: | \$0.00 | | | | | \$0.00 |
| Total Postpetition Debts | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$0.00 |

Explain how and when the Debtor intends to pay any past-due postpetition debts.

*"Insider" is defined in 11 U.S.C. Section 101(31).

In re FA LIQUIDATING CORP.
FAH LIQUIDATING CORP.
Debtors and Debtors in Possession

Case No. 13-13086 (KG)
Case No. 13-13087 (KG)
July 1, 2014 to July 31, 2014

ACCOUNTS RECEIVABLE RECONCILIATION AND AGING

| Accounts Receivable Reconciliation | | Amount |
|--|--|--------|
| Total Accounts Receivable at the beginning of the reporting period | | 0 |
| + Amounts billed during the period | | 0 |
| - Amounts collected during the period | | 0 |
| - Adjustment to reconcile A/R aging to amount reported on SOFA | | 0 |
| Total Accounts Receivable at the end of the reporting period | | 0 |
| Accounts Receivable Aging | | Amount |
| 0 - 30 days old | | 0 |
| 31 - 60 days old | | 0 |
| 61 - 90 days old | | 0 |
| 91+ days old | | 0 |
| Total Accounts Receivable | | 0 |
| Amount considered uncollectible (Bad Debt) | | 0 |
| Accounts Receivable (Net) | | 0 |

DEBTOR QUESTIONNAIRE

| Must be completed each month | Yes | No |
|---|------------------|-----|
| 1. Have any assets been sold or transferred outside the normal course of business this reporting period? If yes, provide an explanation below. | | XXX |
| 2. Have any funds been disbursed from any account other than a debtor in possession account this reporting period? If yes, provide an explanation below. | XXX See below | |
| 3. Have all postpetition tax returns been timely filed? If no, provide an explanation below. | XXX | |
| 4. Are workers compensation, general liability and other necessary insurance coverages in effect? If no, provide an explanation below. | XXX | |
| 5. Has any bank account been opened during the reporting period? If yes, provide documentation identifying the opened account(s). If an investment account has been opened provide the required documentation pursuant to the Delaware Local Rule 4001-3. | | XXX |

Comments re: 2 and 5, above

On December 9, 2013, the Debtor was informed that it's current bank, Citibank, refused to include the Debtor in Possession ("DIP") notation on the prepetition bank accounts as required in the Cash Management Motion. Therefore, on December 10, 2013, the Debtor arranged to open new bank accounts at City National Bank, an UST approved depository, as follows:

Concentration Account (General Account), #xxxxx6464

Payroll Account (Payroll wages and taxes are charged simultaneously when payroll is processed), #xxxxxx6472 and Credit Card Sales Account (Account utilized to process any credit card sales) xxxxxx6480.

Subsequently, in accordance with Court orders, the Debtor opened two additional accounts at City National:

Counsel Fee Escrow Account xxxxxx6367 and

Utilities Deposit Account xxxxxx6375.

Some of these accounts required on-line training which was delayed due to the holidays, illnesses and emergency surgery.

Hence, some activity continued in the prepetition bank accounts in early January until the new DIP accounts at City National were fully operational and capable of accepting and receiving foreign and reverse wires as needed.

On or about April 1, 2014, the debtor opened an additional bank account at Wells Fargo xxx16321.