

United States Bankruptcy Court
District of Delaware

In Re: Advanta Corp., et al.¹
Debtors

Chapter 11
Case No. 09-13931 (KJC)

**PERIODIC REPORT REGARDING VALUE, OPERATIONS AND PROFITABILITY
OF ENTITIES IN WHICH THE ESTATE OF ADVANTA CORP.,
HOLDS A SUBSTANTIAL OR CONTROLLING INTEREST**

This is the report as of January 12, 2010 on the value, operations and profitability of those entities in which the estate holds a substantial or controlling interest, as required by Bankruptcy Rule 2015.3. The estate of Advanta Corp.², holds a substantial or controlling interest in the following non-debtor entities (the “Non-Debtors”) that are included within the attached Form 26 Report.

Entity Name	Interest of the Estate
Advanta Bank Holding Corp.	100%
Advanta Bank Corp.	100%
Advanta Insurance Company	100%
Advanta International Corporation I	100%
Advanta International Corporation II	100%
Advanta GCF GP Corp.	100%
Advanta GP Corp.	100%
Advanta Investment Corp II	100%
Advanta Information Services, Inc.	100%

This periodic report (the “Periodic Report”) contains separate reports (“Entity Reports”) on the value, operations, and profitability of each entity listed above.

The periods presented include fiscal year ended December 31, 2008 and current fiscal year to date period ended June 30, 2009. Exhibit A contains a valuation estimate for the entity as of a date not more than two years prior to the date of this report. It also contains a description of the valuation method used. Exhibit B contains a balance sheet, a statement of income (loss), a statement of cash flows, and a statement of changes in stockholder’s equity (deficit) for the period covered by the Entity Report, along with summarized footnotes. Exhibit C contains a description of the entity’s business operations.

¹The Debtors are Advanta Corp., Advanta Business Services Holding Corp., Advanta Business Services Corp., Advanta Shared Services Corp., Advanta Service Corp., Advanta Advertising Inc., Advantennis Corp., Advanta Investment Corp., Advanta Mortgage Holding Company, Advanta Auto Finance Corporation, Advanta Mortgage Corp. USA, Advanta Finance Corp., Advanta Credit Card Receivables Corp., Advanta Ventures Inc., BizEquity Corp., ideablob Corp., Great Expectations International Inc., Great Expectations Franchise Corp., Great Expectations Management Corp.

²No other Debtor entity owns a substantial or controlling interest in any non-debtor entities.

THIS REPORT MUST BE SIGNED BY A REPRESENTATIVE OF THE TRUSTEE OR
DEBTOR IN POSSESSION.

The undersigned, having reviewed the above listing of entities in which the estate of Advanta Corp. holds a substantial or controlling interest, and being familiar with the Debtors' financial affairs, verifies under the penalty of perjury that the listing is complete, accurate and truthful to the best of his/her knowledge.

Date: January 12 , 2010



Signature of Authorized Individual

Philip M. Browne

Printed Name of Authorized Individual

Chief Financial Officer

Title of Authorized Individual

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**Exhibit A
Valuation Estimates
June 30, 2009
(Dollars in Thousands)
(Unaudited)**

Non-Debtor Entity	Interest of the Estate	Value (a)
Advanta Bank Holding Corp.	100%	\$ 5,777
Advanta Bank Corp.	100%	145,173 (b)
Advanta Insurance Company	100%	9,917
Advanta International Corporation I	100%	(498)
Advanta International Corporation II	100%	13
Advanta GCF GP Corp.	100%	12
Advanta GP Corp.	100%	(549)
Advanta Investment Corp. II	100%	(5,140)
Advanta Information Services, Inc.	100%	(120)

Notes:

- a) The basis for the valuation of each non-debtor entity is the net book value calculated as total assets less total liabilities as of June 30, 2009.
- b) Advanta Bank Corp.'s net book value is \$145.2 million at June 30, 2009 as shown above. However, the Federal Deposit Insurance Corporation may take further regulatory and enforcement actions and may ultimately place Advanta Bank Corp. into FDIC receivership. If a receivership were to occur, Advanta Bank Corp.'s assets would likely be liquidated and it is unlikely that any assets or the proceeds thereof would be distributed to Advanta Corp.

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Exhibit B
Financial Statements

Notes to Financial Statements

Basis of Financial Statement Presentation – The financial statements contained herein are unaudited and have been assembled from the consolidated books and records of Advanta Corp., which are prepared in accordance with generally accepted accounting principles in the United States of America (“U.S. GAAP”). The accounting policies used in the preparation of Advanta Corp. consolidated financial statements are described in its Annual Report on Form 10-K for the fiscal year ended December 31, 2008 and Form 10-Q for the quarterly period ended June 30, 2009. The financial statements for each Non-Debtor are presented on the same basis as they are aggregated into the consolidated results of Advanta Corp., which may not be appropriate for Non-Debtor on a stand-alone basis and may not comply with U.S. GAAP in all material respects. This information has not been subject to procedures that would typically be applied to financial information presented in accordance with U.S. GAAP, and upon the application of such procedures, management believes that the financial information could be subject to changes and these changes could be material.

The results of operations contained herein are not necessarily indicative of results that are expected from any other period or for the full year and may not necessarily reflect the combined results of operations, financial position and cash flows of the Non-Debtors in the future.

The information contained herein is provided to fulfill the requirements of the Office of the United States Trustee, including balance sheets, income and cash flow statements and statements of changes in shareholders equity for each of the Non-Debtors. The results for each Non-Debtor are presented on a consolidated basis and include the results of that Non-Debtor’s subsidiaries, which are indirect subsidiaries of Advanta Corp.

Use of Estimates – The preparation of financial statements in accordance with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities as of the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual amounts could differ from those estimates.

Intercompany Transactions – Intercompany transactions between the Non-Debtors and related period ending balances have not been eliminated in the financial statements contained herein. In addition, the Non-Debtor financial statements reflect intercompany transactions with Debtors and the related period ending balances. No conclusion as to the legal obligation nor the related asset valuation associated with these intercompany transactions and balances is made by the presentation herein.

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EXHIBIT B-1a
BALANCE SHEET
AS OF JUNE 30, 2009
(Unaudited)

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(In thousands)	Advanta Bank Holding Corp.	Advanta Bank Corp.	Advanta Insurance Company	Advanta International Corp. I and II	Advanta GCF GP Corp.	Advanta GP Corp.	Investment Corp. II	Advanta Information Services, Inc.
ASSETS								
Cash	\$ 241	\$ 24,592	\$ 1,829	\$ 925	\$ 6	\$ 99	\$ 1	\$ 5
Federal funds sold	0	221	0	0	0	0	0	0
Interest-bearing deposits	7,556	1,531,867	0	0	0	0	0	0
Investments available for sale	12,365	261,428	9,650	0	0	0	46	0
Receivables, net	2,623	266,281	0	0	0	0	0	0
Accounts receivable from securitizations	0	651,200	0	0	0	0	0	0
Premises and equipment:								
Premises and equipment, gross	5,330	24,621	35	0	0	0	0	0
Accumulated depreciation	(5,219)	(19,147)	(33)	0	0	0	0	0
Premises and equipment, net	111	5,474	2	0	0	0	0	0
Other assets:								
Intercompany advances	0	3,306	0	33	0	34	0	0
Tax assets	4,112	73,769	0	272	7	0	1,922	0
Other assets	1,923	62,409	307	47	0	0	0	0
Total other assets	6,036	139,483	307	352	7	34	1,922	0
Total assets	\$ 28,931	\$ 2,880,547	\$ 11,789	\$ 1,277	\$ 12	\$ 133	\$ 1,969	\$ 5
LIABILITIES								
Deposits	\$ 11,449	\$ 2,546,057	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
Intercompany line of credit payable	0	10,000	0	1,238	0	0	0	0
Other liabilities:								
Intercompany accrued interest payable	0	2	0	3	0	0	0	0
Intercompany advance payables	2,279	9,302	15	425	0	0	7,110	0
Current income taxes payable	8,870	0	1,437	0	0	682	(0)	125
Unrecognized tax benefits	0	23,156	0	95	0	0	0	0
Other liabilities	555	146,857	420	0	0	0	0	0
Total other liabilities	11,704	179,317	1,872	523	0	682	7,110	125
Total liabilities	29,154	2,735,374	1,872	1,761	0	682	7,110	125
Stockholder's equity	5,777	145,173	9,917	(484)	12	(549)	(5,140)	(120)
Total liabilities and equity	\$ 28,931	\$ 2,880,547	\$ 11,789	\$ 1,277	\$ 12	\$ 133	\$ 1,969	\$ 5

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EXHIBIT B-1b
BALANCE SHEET
AS OF DECEMBER 31, 2008
(Unaudited)

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	Advanta Holding Corp.	Bank Corp.	Advanta Bank Corp.	Advanta Insurance Company	International Corp. I and II	Advanta GCF GP Corp.	Advanta GP Corp.	Investment Corp. II	Advanta Information Services, Inc.
ASSETS									
Cash	\$ 64	\$ 31,653	\$ 3,517	\$ 430	\$ 5	\$ 99	\$ 1	\$ 5	\$ 5
Federal funds sold	0	32,277	0	0	0	0	0	0	0
Interest-bearing deposits	41,158	1,553,980	0	0	0	0	0	0	0
Investments available for sale	409	831,400	19,567	0	0	0	0	123	0
Receivables, net	2,656	334,390	0	0	0	0	0	0	0
Accounts receivable from securitizations	0	213,426	0	0	0	0	0	0	0
Premises and equipment, gross	5,330	26,253	35	0	0	0	0	0	0
Accumulated depreciation	(5,201)	(17,452)	(29)	0	0	0	0	0	0
Premises and equipment, net	129	8,801	6	0	0	0	0	0	0
Other assets:									
Intercompany advances	0	3,789	308	110	0	34	0	0	0
Tax assets	6,408	24,087	0	274	7	0	1,922	0	0
Other assets	1,601	51,391	1,113	47	0	0	0	0	0
Total other assets	8,009	79,267	1,420	431	7	34	1,922	0	0
Total assets	\$ 52,425	\$ 3,085,195	\$ 24,510	\$ 861	\$ 12	\$ 133	\$ 2,046	\$ 5	\$ 5
LIABILITIES									
Deposits	\$ 31,517	\$ 2,542,544	\$ 0	\$ 1,218	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
Intercompany line of credit payable	0	0	0	0	0	0	0	0	0
Other liabilities:									
Intercompany accrued interest payable	0	0	0	4	0	0	0	0	0
Intercompany advance payables	2,371	27,212	0	0	0	0	7,134	0	0
Current income taxes payable	9,031	5,034	2,065	0	0	682	(0)	125	0
Unrecognized tax benefits	0	24,155	0	0	0	0	0	0	0
Other liabilities	519	107,692	482	79	0	0	0	0	0
Total other liabilities	11,922	164,092	2,548	83	0	682	7,134	125	0
Total liabilities	43,439	2,706,636	2,548	1,301	0	682	7,134	125	0
Stockholder's equity	8,986	378,559	21,962	(439)	12	(549)	(5,087)	(120)	
Total liabilities and equity	\$ 52,425	\$ 3,085,195	\$ 24,510	\$ 861	\$ 12	\$ 133	\$ 2,046	\$ 5	\$ 5

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EXHIBIT B-2a
INCOME STATEMENT
FOR THE SIX MONTHS ENDING JUNE 30, 2009
(Unaudited)

(In thousands)	Advanta Bank Holding Corp.	Advanta Bank Corp.	Advanta Insurance Company	Advanta International Corp. I and II	Advanta GCF GP Corp.	Advanta GP Corp.	Advanta Investment Corp. II	Advanta Information Services, Inc.
Interest income	\$ 156	\$ 43,935	\$ 54	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
Interest expense	(2)	49,082	0	20	0	0	0	0
Net interest income	158	(5,147)	54	(20)	0	0	0	0
Provision for credit losses	(2)	71,877	0	0	0	0	0	0
Net interest income after provision for credit losses	160	(77,024)	54	(20)	0	0	0	0
Noninterest revenues (losses):								
Interchange income	0	87,359	0	0	0	0	0	0
Securitization income (loss)	0	(180,909)	0	0	0	0	0	0
Servicing revenues	0	38,900	0	0	0	0	0	0
Business credit card rewards	0	(36,282)	0	0	0	0	0	0
Other revenues, net:								
Insurance revenues, net	0	(920)	974	0	0	0	0	0
Investment gains (losses)	0	(7,927)	(46)	0	0	0	(53)	0
Intercompany management fees	703	4,200	64	410	0	0	0	0
Other noninterest revenue	58	3,420	(4)	0	0	0	0	0
Total other revenues, net	761	(1,227)	988	410	0	0	(53)	0
Total noninterest revenues (losses)	761	(91,658)	988	410	0	0	(53)	0
Operating expenses:								
DAC amortization, net of deferred fee	0	3,728	0	0	0	0	0	0
Personnel expense	1,275	34,982	88	281	0	0	0	0
External processing	1	17,608	0	0	0	0	0	0
Advertising expense	0	4,608	0	0	0	0	0	0
Postage expense	0	2,929	4	0	0	0	0	0
Professional fees	3	3,596	35	43	0	0	0	0
Fraud losses	0	3,910	0	0	0	0	0	0
Equipment expense	0	6,772	13	0	0	0	0	0
Telephone expense	3	2,117	1	1	0	0	0	0
Occupancy expense	19	1,131	0	62	0	0	0	0
Credit & collection	0	12,440	0	0	0	0	0	0
Intercompany servicing fees	650	10,569	124	19	0	0	0	0
Other expenses	67	30,182	809	31	0	0	0	0
Total operating expenses	2,018	134,574	1,074	437	0	0	0	0
Pretax income (loss)	(1,097)	(303,257)	(31)	(48)	0	0	(53)	0
Income tax expense (benefit)	2,129	(54,017)	(10)	2	0	0	0	0
Net income (loss)	\$ (3,225)	\$ (249,239)	\$ (21)	\$ (49)	\$ 0	\$ 0	\$ (53)	\$ 0

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EXHIBIT B-2b
INCOME STATEMENT
FOR THE YEAR ENDING DECEMBER 31, 2008

(In thousands)	Advanta Bank Holding Corp.	Advanta Bank Corp.	Advanta Insurance Company	Advanta International Corp. I and II	Advanta GCF GP Corp.	Advanta GP Corp.	Advanta Investment Corp. II	Advanta Information Services, Inc.
Interest income	\$ 801	\$ 151,920	\$ 537	\$ 0	\$ 0	\$ 15	\$ 0	\$ 0
Interest expense	115	94,300	0	21	0	0	0	0
Net interest income	687	57,620	537	(21)	0	15	0	0
Provision for credit losses	(20)	95,807	0	0	0	0	0	0
Net interest income after provision for credit losses	707	(38,187)	537	(21)	0	15	0	0
Noninterest revenues (losses):								
Interchange income	0	260,770	0	0	0	0	0	0
Securitization income (loss)	0	25,355	0	0	0	0	0	0
Servicing revenues	0	97,398	0	0	0	0	0	0
Business credit card rewards	0	(103,683)	0	0	0	0	0	0
Other revenues, net:								
Insurance revenues, net	0	(4,133)	4,484	0	0	0	0	0
Investment gains (losses)	0	23,746	(17)	0	0	0	(20)	0
Intercompany management fees	1,680	10,046	152	510	0	0	0	0
Other noninterest revenue	1,633	24,017	4	0	0	0	0	0
Total other revenues, net	3,313	53,675	4,624	510	0	0	(20)	0
Total noninterest revenues (losses)	3,313	333,516	4,624	510	0	0	(20)	0
Operating expenses:								
D&C amortization, net of deferred fee	0	31,857	0	0	0	0	0	0
Personnel expense	2,886	87,042	192	262	0	0	0	0
External processing	6	38,768	0	0	0	0	0	0
Advertising expense	0	26,271	1	0	0	0	0	0
Postage expense	0	6,210	12	0	0	0	0	0
Professional fees	136	17,356	103	738	0	0	0	0
Fraud losses	0	6,664	0	0	0	0	0	0
Equipment expense	1	12,867	16	0	0	0	0	0
Telephone expense	9	3,829	1	6	0	0	0	0
Occupancy expense	37	2,247	0	45	0	0	0	0
Credit & collection	0	16,513	0	0	0	0	0	0
Intercompany servicing fees	1,806	21,435	272	0	0	0	0	0
Other expenses	246	14,693	207	47	0	0	0	0
Total operating expenses	5,127	285,751	806	1,097	0	0	0	0
Pretax income (loss)	(1,108)	9,578	4,354	(608)	0	15	(20)	0
Income tax expense (benefit)	(423)	3,258	1,534	(215)	0	0	(7)	0
Net income (loss)	\$ (685)	\$ 6,320	\$ 2,821	\$ (394)	\$ 0	\$ 15	\$ (13)	\$ 0

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EXHIBIT B-3a
ADVANTA BANK HOLDING CORP.
STATEMENTS OF CHANGES IN STOCKHOLDER'S EQUITY
(Unaudited)

(In thousands)	Common Stock	Additional Paid-in Capital	Comprehensive Income (loss)	Accumulated Other Deficit	Retained Earnings	(Accumulated Deficit)	Total Stockholder's Equity
Beginning balance, January 1, 2008	\$ 0	\$ 463,622	\$ 5	\$ (453,922)	\$ 9,705		
Other comprehensive income (loss)	0	0	(34)	0	0	(34)	
Net income (loss)	0	0	0	(685)	(685)		
Ending balance, December 31, 2008	\$ 0	\$ 463,622	\$ 29	\$ (454,607)	\$ 8,986		
Other comprehensive income (loss)	0	0	16	0	0	16	
Net income (loss)	0	0	0	(3,225)	(3,225)		
Ending balance, June 30, 2009	\$ 0	\$ 463,622	\$ (13)	\$ (457,832)	\$ 5,777		

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EXHIBIT B-3b
ADVANTA BANK CORP.
STATEMENTS OF CHANGES IN STOCKHOLDER'S EQUITY
(Unaudited)

(In thousands)

	Common Stock	Additional Paid-in Capital	Accumulated Other Comprehensive Income (loss)	Retained Earnings	Total Stockholder's Equity
Beginning balance, January 1, 2008	\$ 0	\$ 70,673	\$ (1,899)	\$ 334,919	\$ 403,693
Dividends	0	0	0	(20,000)	(20,000)
Other comprehensive income (loss)	0	0	(11,454)	0	(11,454)
Net income (loss)	0	0	0	6,320	6,320
Ending balance, December 31, 2008	\$ 0	\$ 70,673	\$ (13,353)	\$ 321,239	\$ 378,559
Other comprehensive income (loss)	0	0	(1,682)	0	(1,682)
Noncash capital contribution	0	14,000	0	0	14,000
Cash capital contribution	0	3,535	0	0	3,535
Net income (loss)	0	0	0	(249,239)	(249,239)
Ending balance, June 30, 2009	\$ 0	\$ 88,208	\$ (15,035)	\$ 72,000	\$ 145,173

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EXHIBIT B-3c
ADVANTA INSURANCE COMPANY
STATEMENTS OF CHANGES IN STOCKHOLDER'S EQUITY
(Unaudited)

(In thousands)	Common Stock	Additional Paid-in Capital	Accumulated Other Comprehensive Income (loss)	Retained Earnings	Total Stockholder's Equity
Beginning balance, January 1, 2008	\$ 2,500	\$ (9,509)	\$ 35	\$ 26,106	\$ 19,132
Other comprehensive income (loss)	0	0	9	0	9
Net income (loss)	0	0	0	2,821	2,821
<u>Ending balance, December 31, 2008</u>	<u>\$ 2,500</u>	<u>\$ (9,509)</u>	<u>\$ 44</u>	<u>\$ 28,927</u>	<u>\$ 21,962</u>
Other comprehensive income (loss)	0	0	(24)	0	(24)
Return of capital	(2,500)	0	0	(2,500)	(2,500)
Dividend	0	0	0	(9,500)	(9,500)
Net income (loss)	0	0	0	(21)	(21)
<u>Ending balance, June 30, 2009</u>	<u>\$ 0</u>	<u>\$ (9,509)</u>	<u>\$ 20</u>	<u>\$ 19,406</u>	<u>\$ 9,917</u>

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EXHIBIT B-3d
ADVANTA INTERNATIONAL CORP. I and II
STATEMENTS OF CHANGES IN STOCKHOLDER'S EQUITY
(Unaudited)

(In thousands)	Common Stock	Additional Paid-in Capital	Accumulated Other Comprehensive Income (loss)	Accumulated Deficit	Retained Earnings	Total Stockholder's Equity
Beginning balance, January 1, 2008	\$ 0	\$ 27,618	\$ 0	\$ (27,652)	\$ (34)	
Currency translation adjustment	0	0	(11)	0	0	(11)
Net income (loss)	0	0	0	(394)	(394)	
Ending balance, December 31, 2008	\$ 0	\$ 27,618	\$ (11)	\$ (28,046)	\$ (439)	
Currency translation adjustment	0	0	4	0	4	
Net income (loss)	0	0	0	(49)	(49)	
Ending balance, June 30, 2009	\$ 0	\$ 27,618	\$ (7)	\$ (28,095)	\$ (484)	

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EXHIBIT B-3e
ADVANTA GCF GP CORP.
STATEMENTS OF CHANGES IN STOCKHOLDER'S EQUITY
(Unaudited)

(In thousands)

	Common Stock	Additional Paid-in Capital	(Accumulated Deficit)	Retained Earnings	Total Stockholder's Equity
Beginning balance, January 1, 2008	\$ 0	\$ 55	\$ (43)		\$ 12
Net income (loss)	0	0		0	0
Ending balance, December 31, 2008	\$ 0	\$ 55	\$ (43)		\$ 12
Net income (loss)	0	0		0	0
Ending balance, June 30, 2009	\$ 0	\$ 55	\$ (43)		\$ 12

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EXHIBIT B-3f
ADVANTA GP CORP.
STATEMENTS OF CHANGES IN STOCKHOLDER'S EQUITY
(Unaudited)

(In thousands)	Common Stock	Additional Paid-in Capital	(Accumulated Deficit)	Retained Earnings	Total Stockholder's Equity
Beginning balance, January 1, 2008	\$ 0	\$ 774	\$ (1,397)	\$ (623)	
Capital contribution	0	59		0	59
Net income (loss)	0	0		15	15
Ending balance, December 31, 2008	\$ 0	\$ 833	\$ (1,382)	\$ (549)	
Net income (loss)	0	0		0	0
Ending balance, June 30, 2009	\$ 0	\$ 833	\$ (1,382)	\$ (549)	

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EXHIBIT B-3g
ADVANTA INVESTMENT CORP. II
STATEMENTS OF CHANGES IN STOCKHOLDER'S EQUITY
(Unaudited)

(In thousands)	Common Stock	Additional Paid-in Capital	(Accumulated Deficit)	Retained Earnings	Total Stockholder's Equity
Beginning balance, January 1, 2008	\$ 0	\$ 5,443	\$ (10,517)		\$ (5,074)
Net income (loss)	0	0		(13)	(13)
<u>Ending balance, December 31, 2008</u>	<u>\$ 0</u>	<u>\$ 5,443</u>	<u>\$ (10,530)</u>	<u>\$ (5,087)</u>	
Net income (loss)	0	0		(53)	(53)
<u>Ending balance, June 30, 2009</u>	<u>\$ 0</u>	<u>\$ 5,443</u>	<u>\$ (10,583)</u>	<u>\$ (5,140)</u>	

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EXHIBIT B-3h
ADVANTA INFORMATION SERVICES, INC.
STATEMENTS OF CHANGES IN STOCKHOLDER'S EQUITY
(Unaudited)

(In thousands)

	Common Stock	Additional Paid-in Capital	\$ 19,224	\$ (19,345)	\$ (120)
Beginning balance, January 1, 2008	\$ 1			0	0
Net income (loss)				0	0
Ending balance, December 31, 2008	\$ 1	\$ 19,224	\$ (19,345)	\$ (120)	
Net income (loss)				0	0
Ending balance, June 30, 2009	\$ 1	\$ 19,224	\$ (19,345)	\$ (120)	

United States Bankruptcy Court
District of Delaware

In Re: Advanta Corp., et al.
Debtors

Chapter 11
Case No. 09-13931 (KJC)

EXHIBIT B-4a
STATEMENT OF CASH FLOWS
SIX MONTHS ENDED JUNE 30, 2009

(Unaudited)

(In thousands)	Advanta Bank Holding Corp.	Advanta Bank Corp.	Insurance Company	International Corp. I and II	Advanta GCF Corp.	Advanta GP Corp.	Advanta GP Corp.	Investment Corp. II	Advanta Information Services, Inc.
Net cash (used in) provided by operating activities	\$ (1,470)	\$ (595,418)	\$ 301	\$ 471	\$ 1	\$ 0	\$ 0	\$ (24)	\$ 0
Investing activities									
Change in federal funds sold and interest-bearing deposits	33,602	54,169	0	0	0	0	0	0	0
Purchase of investments available for sale	(17,918)	(255,474)	(42,950)	0	0	0	0	0	0
Proceeds from sales of investments available for sale	5,996	354,659	25,739	0	0	0	0	24	0
Proceeds from sales of other investments	0	0	0	0	0	0	0	0	0
Proceeds from maturing investments available for sale	0	468,534	27,222	0	0	0	0	0	0
Change in receivables not held for sale	35	(25,373)	0	0	0	0	0	0	0
Purchases of premises and equipment, net	0	(525)	0	0	0	0	0	0	0
Net cash provided by investing activities	21,715	595,990	10,011	0	0	0	0	24	0
Financing activities									
Change in demand and savings deposits	(20,068)	2,573	0	0	0	0	0	0	0
Proceeds from issuance of time deposits	0	503,467	0	0	0	0	0	0	0
Payments for maturing time deposits	0	(527,208)	0	0	0	0	0	0	0
Capital contribution	0	3,535	0	0	0	0	0	0	0
Cash dividend	0	0	(9,500)	0	0	0	0	0	0
Change in intercompany line of credit	0	10,000	0	20	0	0	0	0	0
Return of capital	0	0	(2,500)	0	0	0	0	0	0
Net cash (used in) provided by financing activities	(20,068)	(7,633)	(12,000)	20	0	0	0	0	0
Effect of foreign exchange rates on cash	177	(7,061)	(1,688)	495	1	0	0	0	0
Net increase (decrease) in cash	64	31,653	3,517	430	5	99	1	5	5
Cash at beginning of period									
Cash at end of period	\$ 241	\$ 24,592	\$ 1,829	\$ 925	\$ 6	\$ 99	\$ 1	\$ 5	\$ 5

United States Bankruptcy Court
District of Delaware

In Re: Advanta Corp., et al.
Debtors

Chapter 11
Case No. 09-13931 (KJC)

EXHIBIT B-4b
STATEMENT OF CASH FLOWS
YEAR ENDED DECEMBER 31, 2008
(Unaudited)

(In thousands)	Advanta Bank Holding Corp.	Advanta Bank Corp.	Advanta Insurance Company	Advanta International Corp. I and II	Advanta GCF Corp.	Advanta GP Corp.	Advanta Investment Corp. II	Advanta Information Services, Inc.
Net cash (used in) provided by operating activities	\$ (1,450)	\$ 238,057	\$ 2,535	\$ (777)	\$ (442)	\$ (2,384)	\$ (270)	\$ 0
Investing activities								
Change in federal funds sold and interest-bearing deposits	(11,158)	(743,670)	0	0	0	0	0	0
Purchase of investments available for sale	0	(1,242,175)	(150,527)	0	0	0	0	0
Proceeds from sales of investments available for sale	40	134,637	66,527	0	0	0	0	0
Proceeds from sales of other investments	0	24,251	0	0	0	0	0	0
Proceeds from maturing investments available for sale	0	563,827	84,269	0	0	0	0	0
Change in receivables not held for sale	407	130,153	0	0	0	0	0	0
Purchases of premises and equipment, net	0	(6,094)	0	0	0	0	0	0
Net cash (used in) provided by investing activities	<u>(10,711)</u>	<u>(1,139,071)</u>	<u>269</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>270</u>	<u>0</u>
Financing activities								
Change in demand and savings deposits	10,090	(6,920)	0	0	0	0	0	0
Proceeds from issuance of time deposits	0	3,029,746	0	0	0	0	0	0
Payments for maturing time deposits	0	(2,158,277)	0	0	0	0	0	0
Cash dividends	0	(20,000)	0	0	0	0	0	0
Change in intercompany line of credit	0	0	0	1,218	0	0	0	0
Capital contribution	0	0	0	0	0	59	0	0
Net cash provided by financing activities	<u>10,090</u>	<u>844,549</u>	<u>0</u>	<u>1,218</u>	<u>0</u>	<u>59</u>	<u>0</u>	<u>0</u>
Effect of foreign exchange rates on cash	0	0	0	(11)	0	0	0	0
Net (decrease) increase in cash	<u>(2,071)</u>	<u>(56,465)</u>	<u>2,804</u>	<u>430</u>	<u>(442)</u>	<u>(2,325)</u>	<u>0</u>	<u>0</u>
Cash at beginning of period	2,135	88,118	713	0	447	2,424	1	5
Cash at end of period	<u>\$ 64</u>	<u>\$ 31,653</u>	<u>\$ 3,517</u>	<u>\$ 430</u>	<u>\$ 5</u>	<u>\$ 99</u>	<u>\$ 1</u>	<u>\$ 5</u>

**United States Bankruptcy Court
District of Delaware**

**In Re: Advanta Corp., et al.
Debtors**

**Chapter 11
Case No. 09-13931 (KJC)**

**Exhibit C
Description of Operations for Non-Debtor Entities**

Debtor Parent Company	Directly-Owned Non-Debtor Entity and Ownership Interest %	Subsidiaries of Directly-Owned Non-Debtor Entities	Operating Description
Advanta Corp.	Advanta Bank Holding Corp. (100%)		Maintains investment in Advanta Bank
		Advanta Bank (owned 100% by Advanta Bank Holding Company)	Formerly, the purpose was to engage in any act or activity, for which banks may be organized under Delaware law and for which banks that have converted from a national bank to a Delaware state-chartered bank are entitled, including, but not limited to, trust powers. Advanta Bank has adopted a plan of complete liquidation. It no longer holds or accepts deposits and is seeking the termination of its federal deposit insurance.
		AB Liquidating Trust (owned 100% by Advanta Bank Holding Company)	Trust formed to hold certain assets of Advanta Bank for the benefit of Advanta Bank Holding Corp. in connection with Advanta Bank's plan of complete liquidation.
Advanta Corp.	Advanta Bank Corp. ("ABC") (100%)		State chartered, federally insured industrial loan bank which formerly took deposits and made loans.
		Advanta Business Receivables Corp. (owned 100% by Advanta Bank Corp.)	Special purpose bankruptcy remote securitization corporation
Advanta Corp.	Advanta Insurance Company (100%)		Formerly provided excess loss coverage to ABC for ABC's debt cancellation product, and reinsured credit unemployment insurance.
		Advanta Life Insurance Company (owned 100% by Advanta Insurance Company)	Formerly reinsured credit life and disability insurance which ABC made available to its customers through an unaffiliated third party insurer. Also directly issued life insurance that is fully reinsured.
		Advanta Insurance Agency Inc. (owned 100% by Advanta Insurance Company)	Formerly provided insurance sales and marketing services in connection with credit life, disability and unemployment insurance which ABC made available to its customers through unaffiliated third party insurers. Currently in the process of dissolving.
		First Advanta Insurance Agency, Inc. (owned 100% by Advanta Insurance Company)	Formerly, an insurance agency. Currently in the process of dissolving.

**United States Bankruptcy Court
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**Chapter 11
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**Exhibit C
Description of Operations for Non-Debtor Entities**

Parent Company	Directly-Owned Non-Debtor Entity and Ownership Interest %	Indirectly-Owned Non-Debtor Entity	Operating Description
Advanta Corp.	Advanta International Corporation I (100%)		Holds shares in foreign-based entities.
Advanta Corp.	Advanta International Corporation II (100%)		Holds shares in foreign-based entities.
		Advanta India Services Private Limited (99% owned by Advanta International Corp. I and 1% owned by Advanta International Corp. II)	Advanta India Services Private Limited formerly provided various services requested by ABC, including data and portfolio analytical support services.
Advanta Corp.	Advanta GCF GP Corp. (100%)		Holds a general partnership interest in Advanta Growth Capital Fund LP, a Delaware limited partnership
		Advanta Growth Capital Fund LP (owned 100% by Advanta GCF GP Corp.)	Formerly engaged in venture capital investments
Advanta Corp.	Advanta GP Corp. (100%)		Holds a general partnership interest in Advanta Partners LP, a Pennsylvania limited partnership.
		Advanta Partners LP (owned 100% by Advanta GP Corp.)	Formerly engaged in venture capital investments
Advanta Corp.	Advanta Investment Corp. II (100%)		Formerly invested in equities, including venture capital investments
		Good Company.com LLC (owned 100% by Advanta Investment Corp. II)	Formerly acquired, owned, operated and otherwise dealt with various investments and activities in the e-commerce area.
Advanta Corp.	Advanta Information Services, Inc. (100%)		Formerly engaged in non-financial services businesses and activities