

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:	§	Chapter 11
	§	
TPI COMPOSITES, INC., et al.,	§	Case No. 25-34655 (CML)
	§	
Debtors.¹	§	(Jointly Administered)
	§	

**DECLARATION OF BRIAN CEJKA IN SUPPORT OF FINAL
APPROVAL OF DISCLOSURE STATEMENT AND CONFIRMATION OF SECOND
JOINT CHAPTER 11 PLAN OF TPI MEXICO V, LLC AND TPI MEXICO VI, LLC**

I, Brian Cejka, hereby declare under the penalty of perjury pursuant to 28 U.S.C. § 1746 that the following is true and correct:

1. I am a Managing Director in the North American Commercial Restructuring Practice at Alvarez & Marsal North America, LLC (“**A&M**”), a global professional services firm with principal offices located at 600 Madison Avenue, 8th Floor, New York, New York 10022. A&M is the restructuring advisor to TPI Mexico V, LLC (“**TPI MX V**”) and TPI Mexico VI, LLC (“**TPI MX VI**” and, together with TPI MX V, “**TPI MX V & VI**”), as debtors and debtors in possession in the above captioned chapter 11 cases (the “**Chapter 11 Cases**”) (collectively with the other debtors in these jointly-administered cases, the “**Debtors**”).

2. I submit this declaration (the “**Declaration**”) in support of TPI MX V & VI’s request for entry of the proposed order filed contemporaneously with this Declaration

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are as follows: TPI Texas, LLC (4000), TPI Composites, Inc. (0775), TPI International, LLC (9537), TPI Turkey, LLC (2552), TPI APAC, LLC (8038), TPI APAC II, Inc. (3515), TPI Turkey II, LLC (2551), TPI Turkey Izbas, LLC (0185), TPI Composites Services, LLC (4547), TPI Mexico, LLC (0745), TPI Mexico II, LLC (8269), TPI Mexico III, LLC (7315), TPI Mexico IV, LLC (1231), TPI Mexico V, LLC (5628), TPI Mexico VI, LLC (7260), Ponto Alto Holdings, LLC (0322), TPI Arizona, LLC (9641), TPI Iowa, LLC (2887), TPI Iowa II, LLC (4175), Composite Solutions, Inc. (1486), TPI Holdings Mexico, LLC (1936), and TPI Technology, Inc. (2727). The Debtors’ mailing address is 9200 E. Pima Center Parkway, Suite 250, Scottsdale, AZ 85258.

(the “**Proposed Confirmation Order**”) (i) approving, on a final basis, the *Disclosure Statement for Amended Joint Chapter 11 Plan of TPI Mexico V, LLC and TPI Mexico VI, LLC*, dated April 10, 2026 (Docket No. 862) (as amended, supplemented, or otherwise modified from time to time, the “**Disclosure Statement**”) and (ii) confirming the *Second Amended Joint Chapter 11 Plan of TPI Mexico V, LLC and TPI Mexico VI, LLC*, dated May 18, 2026 (Docket No. 903) (as amended, supplemented, or otherwise modified from time to time, the “**Plan**”),² pursuant to section 1129 of chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”).

3. Except as otherwise indicated, all facts set forth in this Declaration are based upon my personal knowledge, my discussions with members of TPI MX V & VI’s management team and other employees of TPI MX V & VI, my review of relevant documents and TPI MX V & VI’s books and records, my opinion based upon my experience as a restructuring advisor, or my discussions with TPI MX V & VI’s restructuring advisors—Weil, Gotshal & Manges LLP (“**Weil**”), A&M, and Jefferies LLC (collectively, the “**Advisors**”). If called upon to testify, I will testify truthfully to the facts set forth in this Declaration.

4. I am not being compensated for this testimony other than through payments received by A&M as a professional retained by the Debtors as the Debtors’ restructuring advisor in the Chapter 11 Cases. A&M’s compensation is not contingent upon the result of my work on this Declaration or my testimony in connection therewith.

Background and Qualifications

5. A&M is a leading restructuring services firm with extensive experience and a reputation for providing high quality, specialized management and restructuring advisory services to debtors and distressed companies. Specifically, A&M’s core services include

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Plan.

turnaround and restructuring advisory services, interim management, corporate performance improvement, valuation, and risk management. A&M provides a wide range of debtor and distressed company advisory services targeted at stabilizing and improving a company's financial position, including (i) developing forecasts, business plans, and strategic plans, (ii) monitoring and enhancing liquidity, (iii) managing supplier relationships, (iv) assessing and implementing cost reduction strategies, and (v) designing and negotiating financial restructuring packages. Additionally, A&M provides advice on specific aspects of the turnaround process and helps manage complex constituency relations and communications.

6. I received a Bachelor of Accounting from Southern Methodist University and am a Certified Insolvency and Restructuring Advisor. I have more than 25 years of restructuring experience. Since joining A&M's North American Commercial Restructuring Practice, I have provided restructuring advice to companies, creditors, shareholders, and other interested parties on restructuring transactions both in chapter 11 proceedings and on an out-of-court basis. I am also a non-practicing Certified Public Accountant.

7. In addition to acting as the proposed financial advisor to the Debtors in these Chapter 11 Cases, some of my other most notable publicly disclosed formal and informal restructuring assignments include Wesco Aircraft Holdings, Anna Holdings / Acosta, Golfsmith International, Palm Harbor Homes, Kimball Hill Homes, National Energy & Gas Transmission Inc, and Champion Enterprises, as well as numerous non-public matters.

8. A&M's professionals have been closely involved in this matter since April 17, 2025, when Weil engaged A&M on behalf of the Debtors, including TPI MX V & VI, including by working closely with the Debtors' management team and other employees to understand the Debtors' operations, assets, liabilities, expenses, and the financial and business

issues that arose in these Chapter 11 Cases. As a result of that work, I am familiar with the Debtors' capital structure, business operations, books and records, and restructuring efforts to date.

9. I have reviewed and am generally familiar with the terms and provisions of the Plan, the documents comprising the plan supplement (Docket No. 890) (the "**Plan Supplement**"), the Disclosure Statement, the Proposed Confirmation Order, and the requirements for confirmation of the Plan under section 1129 of the Bankruptcy Code.

Bankruptcy Code Requirements

A. Section 1122: Plan Classification Structure Is Rational

10. In my view, the classification structure of the Plan is rational. The Plan provides for the separate classification of Claims against and Interests in each of TPI MX V and TPI MX VI based upon the differences in legal nature and priority of such Claims and Interests. The classification scheme generally tracks TPI MX V & VI's prepetition capital structure and divides Claims and Interests into Classes based on the underlying instruments giving rise to such Claims and Interests.

B. Section 1129(a)(3): Plan Has Been Proposed in Good Faith and Not by Any Means Forbidden by Law

11. The Plan has been proposed in good faith and for the legitimate purpose of reorganizing TPI MX V & VI to effectuate the Sale Transaction and distributing the sale proceeds related thereto. TPI MX V & VI engaged in extensive, arms-length negotiations over the Sale Transaction and Plan with the Senior Secured Lenders, the Commitment Party, and the Creditors' Committee, all of whom are represented by experienced and sophisticated counsel and financial advisors. Such negotiations culminated in the execution of the agreements necessary to effectuate the Sale Transaction and agreement on the terms of the Plan. The acceptance of the Plan by the

holders of Claims in Class 3 reflect the Plan's inherent fairness and good faith efforts to achieve the objectives of chapter 11.

C. Section 1129(a)(11): Plan Is Feasible

12. Based on my review and knowledge of the Debtors' financials, including the Cash on hand at TPI MX V & VI and the anticipated proceeds from the Sale Transaction, TPI MX V & VI will have sufficient funds to fulfill their obligations under the Plan, including the payment of Allowed Administrative Expense Claims, Allowed Priority Tax Claims, and Allowed Professional Fee Claims, and otherwise has the ability to satisfy the conditions precedent to the Plan Effective Date. Further, the WindDown Reserve to be established on the Plan Effective Date from the proceeds of the Sale Transaction is sufficient to satisfy the estimated costs of winding down the Affiliated Debtors and closing the Chapter 11 Cases.

D. Section 1129(d): Principal Purpose of Plan Is Not Avoidance of Taxes

13. The principal purpose of the Plan is not the avoidance of taxes or the avoidance of section 5 of the Securities Act, and no party has objected on any such grounds.

Cause Exists to Waive Any Stay of Proposed Confirmation Order

14. Subject to the satisfaction of closing conditions, the Debtors anticipate that the closing of the Sale Transaction could occur prior to the expiration of the 14-day stay. As such, a waiver of the stay would allow TPI MX V & VI to consummate the Sale Transaction and implement the Plan in a timely manner. Each day TPI MX V & VI remain in chapter 11, they incur administrative and professional costs, which may be reduced through an efficient closing of the Sale Transaction following confirmation of the Plan.

I declare under penalty of perjury pursuant to 28 U.S.C. § 1746 that the foregoing
is true and correct.

Dated: May 19, 2026
Dallas, Texas

/s/ Brian Cejka
Name: Brian Cejka
Title: Managing Director
Company: Alvarez & Marsal North America, LLC