

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:

PROTERRA INC, *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 23-11120 (BLS)

(Jointly Administered)

**SUPPLEMENTAL CERTIFICATE OF SERVICE**

1. I, Patrick M. Leathem, depose and say that I am employed by Kurtzman Carson Consultants LLC (“KCC”), the claims and noticing agent for the Debtors in the above-captioned case. I submit this Certificate in connection with the service of solicitation materials for the *Third Amended Disclosure Statement for the Third Amended Joint Chapter 11 Plan of Reorganization for Proterra Inc and its Debtor Affiliate (Solicitation Version)* (Docket No. 944) (the “Disclosure Statement”) and the *Third Amended Joint Chapter 11 Plan of Reorganization for Proterra Inc and its Debtor Affiliate (Solicitation Version)* (Docket No. 943) (the “Plan”) I am over the age of 18 and not a party to this action. Except as otherwise noted, I could and would testify to the following based upon my personal knowledge.

2. On August 10, 2023, the Court entered the *Order Authorizing the Debtors to Employ and Retain Kurtzman Carson Consultants LLC as Claims and Noticing Agent Effective as of the Petition Date* (Docket No. 61).

3. On September 5, 2023, the Court entered the *Order Authorizing the Retention and Employment of Kurtzman Carson Consultants LLC as Administrative Advisor to the Debtors and Debtors in Possession, Effective as of the Petition Date* (Docket No. 174).

4. Consistent with its retention as claims, noticing and administrative agent, KCC is charged with, among other things, printing and distributing Solicitation Packages to creditors and other interested parties pursuant to the solicitation and voting procedures within the *Order (A) Approving the Adequacy of the Disclosure Statement; (B) Approving the Solicitation and Notice Procedures with Respect to Confirmation of the Debtors' Joint Chapter 11 Plan of Reorganization; (C) Approving the Forms of Ballots and Notices in Connection Therewith; (D) Scheduling Certain Dates with Respect Thereto; and (E) Granting Related Relief* (Docket No. 951) (the “Disclosure Statement Order”) entered on January 25, 2024.

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are as follows: Proterra Inc (9565); and Proterra Operating Company, Inc. (8459). The location of the Debtors’ service address is: 1815 Rollins Road, Burlingame, California 94010.



5. The Solicitation Package consists of the following materials (the “Solicitation Package”):
  - a. a USB flash drive (the “USB”) containing the following documents:
    - i. the Disclosure Statement;
    - ii. the Plan;
    - iii. Disclosure Statement Order (without exhibits); and
    - iv. Solicitation and Voting Procedures (as an exhibit to the Disclosure Statement Order).
  - b. a Cover Letter from the Debtors explaining the solicitation process and urging Holders of Claims in the Voting Classes to vote to accept the Plan (the “Solicitation Package Cover Letter”) (substantially in the form attached as Exhibit 7 to Docket No. 951);
  - c. a printed copy of the appropriate Ballot(s) and voting instructions for the voting class in which the creditor is entitled to vote:
    - i. Class 4 Ballot for Voting to Accept or Reject the Joint Chapter 11 Plan of Reorganization for Proterra Inc and Its Debtor Affiliate (Second Lien Convertible Notes) (the “Class 4 Ballot”) (substantially in the form attached as Exhibit 3-A to Docket No. 951); or
    - ii. Class 5 Ballot for Voting to Accept or Reject the Joint Chapter 11 Plan of Reorganization for Proterra Inc and Its Debtor Affiliate (General Unsecured Claims) (the “Class 5 Ballot”) (substantially in the form attached as Exhibit 3-B to Docket No. 951).
  - d. a letter on behalf of the official committee of unsecured creditors, recommending that all unsecured creditors vote to accept the Plan (the “UCC Letter”) (substantially in the form attached as Exhibit 7 to Docket No. 951);
  - e. a copy of the *Notice of (A) Hearing to Consider Confirmation of the Chapter 11 Plan of Reorganization for Proterra Inc and its Debtor Affiliate and (B) Related Voting and Objection Deadlines* [Docket No. 952] (the “Confirmation Hearing Notice”); and
  - f. where applicable, a pre-addressed, postage pre-paid return envelope (the “Return Envelope”).
6. The Unimpaired Non-Voting Package consists of the following documents:
  - a. Confirmation Hearing Notice;

- b. *Notice of Non-Voting Status of Holders of Unimpaired Claims Conclusively Presumed to Accept the Plan* (the “Notice of Non-Voting Status for Unimpaired Classes”) (substantially in the form attached as Exhibit 4-A to Docket No. 951).
- 7. The Impaired Non-Voting Package (Classes 8 and 9 Claims) consists of the following documents:
  - a. Confirmation Hearing Notice;
  - b. *Notice of Non-Voting Status for Holders of Impaired Claims Deemed to Reject the Plan* (the “Notice of Non-Voting Status for Impaired Classes”) (substantially in the form attached as Exhibit 4-B to Docket No. 951); and
  - c. Return Envelope.
- 8. The Impaired Non-Voting Package for Class 8 Registered Shareholders consists of the following documents:
  - a. Confirmation Hearing Notice;
  - b. *Notice to Shareholders of (A) Right to Opt In to Third-Party Release, (B) Hearing to Consider Confirmation of the Chapter 11 Plan of Reorganization for Proterra Inc and Its Debtor Affiliate and (C) Related Objection Deadlines* (the “Notice & Opt-In Form: Registered Shareholders”) (substantially in the form attached as Exhibit 5-C to Docket No. 951); and
  - c. Return Envelope.
- 9. The Beneficial Holders Non-Voting Package consists of the following documents:
  - a. Confirmation Hearing Notice;
  - b. a printed copy of the appropriate Notice of Non-Voting Status
    - i. *Notice to Shareholders of (A) Right to Opt In to Third-Party Release, (B) Hearing to Consider Confirmation of the Chapter 11 Plan of Reorganization for Proterra Inc and Its Debtor Affiliate and (C) Related Objection Deadlines* (the “Notice & Opt-In Form: Beneficial Holders”) (substantially in the form attached as Exhibit 5-A to Docket No. 951); or
    - ii. Notice and Master Opt-In Form for Class 8 – Debtors’ Interests (the “Notice & Opt-In Form: Master Form”) (substantially in the form attached as Exhibit 5-B to Docket No. 951).

10. On January 30, 2024, links to the following documents were made available on the public access website of [www.kccllc.net/proterra](http://www.kccllc.net/proterra):

- a. Disclosure Statement;
- b. Plan;
- c. Solicitation Package Cover Letter;
- d. UCC Letter;
- e. Disclosure Statement Order; and
- f. Confirmation Hearing Notice.

11. On the respective dates indicated on **Exhibit A**, employees of KCC caused the Confirmation Hearing Notice to be served per postal forwarding address via First Class Mail to the parties on the service list attached hereto as **Exhibit A**.

12. On the respective dates indicated on **Exhibit B**, at my direction and under my supervision, employees of KCC caused the Solicitation Package, including the Plan, Disclosure Statement, Disclosure Statement Order, Class 5 Ballot, Solicitation Package Cover Letter, UCC Letter and Confirmation Hearing Notice to be served via Electronic Mail upon the service list attached hereto as **Exhibit B**.

13. On the respective dates indicated on **Exhibit C**, at my direction and under my supervision, employees of KCC caused the Impaired Non-Voting Package, including the Notice of Non-Voting Status for Impaired Classes and Confirmation Hearing Notice to be served via Electronic Mail upon the service list attached hereto as **Exhibit C**.

14. On the respective dates indicated on **Exhibit D**, at my direction and under my supervision, employees of KCC caused the Impaired Non-Voting Package for Class 8 Registered Shareholders, including the Notice & Opt-In Form: Registered Shareholders and Confirmation Hearing Notice to be served via Electronic Mail upon the service list attached hereto as **Exhibit D**.

Dated: February 22, 2024

/s/ Patrick M. Leathem  
Patrick M. Leathem  
KCC  
222 N Pacific Coast Highway,  
3<sup>rd</sup> Floor  
El Segundo, CA 90245

## **Exhibit A**

**Exhibit A**

Creditor Matrix Parties  
Served via First Class Mail

Date Served	CreditorName	CreditorNoticeName	Address1	City	State	Zip
2/6/2024	Lock-Ridge Tool Co., Inc.		145 N 8th Ave	Upland	CA	91786-5402
2/8/2024	Sierra, Luis		Address on File			
2/13/2024	Razorfrog Web Design LLC	Max Elman	1230 5th Ave	San Francisco	CA	94122-2614
2/13/2024	Cantrell, Dola		Address on File			
2/21/2024	San Joaquin Regional Transit District		421 E Weber Ave	Stockton	CA	95202-3024

## **Exhibit B**

**Exhibit B**

Class 5 Voting Parties  
Served via Electronic Mail

<b>Date Served</b>	<b>CreditorName</b>	<b>CreditorNoticeName</b>	<b>Email</b>
2/14/2024	Bisco Industries		Address on File
2/20/2024	Echo Engineering & Production Supplies, Inc.		Address on File
2/21/2024	ETRADE Financial Corporate Services, Inc.		Address on File
2/14/2024	GigSky, Inc.	John Francis	Address on File
2/20/2024	IVECO S.P.A.	G. Alexander Bongartz	Address on File
2/14/2024	Jan-Pro of San Francisco		Address on File
2/14/2024	Jonathan Engineeres Solutions		Address on File
2/14/2024	Littelfuse, Inc.		Address on File
2/21/2024	Recology San Mateo County		Address on File
2/14/2024	Sigalit Yochay-Wise	DBA Uptima, Inc.	Address on File
2/20/2024	Sourcing Fuel	dba Sourcing Insights	Address on File
2/20/2024	Universal Packaging		Address on File
2/14/2024	Zonar Systems, Inc.		Address on File



## **Exhibit C**

Class 8 Impaired Non-Voting Filed Claims  
Served via Electronic Mail

Date Served	CreditorName	CreditorNoticeName	Email
2/14/2024	Andre J Gordon		Address on File

## **Exhibit D**

**Exhibit D**

Class 8 Impaired Non-Voting Registered Holders  
Served via Electronic Mail

Date Served	CreditorName	CreditorNoticeName	Email
2/14/2024	ARVIND KUMAR LAKSHMANAN		Address on File
2/21/2024	DOLA CANTRELL		Address on File
2/14/2024	EVA BROCK		Address on File
2/14/2024	REBECCA RENEE MORENO		Address on File
2/14/2024	ROHIT SEETHARAM		Address on File
2/14/2024	RYAN NGUYEN		Address on File
2/14/2024	SAMUEL A FLORES		Address on File
2/20/2024	SERGIO RICO		Address on File
2/14/2024	SHANE LEVY		Address on File