

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

PROTERRA INC, *et al.*,¹

Debtors.

Chapter 11

Case No. 23-11120 (BLS)

(Jointly Administered)

SUPPLEMENTAL CERTIFICATE OF SERVICE

1. I, Heather Fellows, 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 Supplemental 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.

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: 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:

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

11. On or before February 29, 2024, at my direction and under my supervision, employees of KCC caused the Confirmation Hearing Notice to be served per postal forwarding address via First Class Mail upon the service list attached hereto as **Exhibit A**.

Dated: March 1, 2024

/s/ Heather Fellows
Heather Fellows
KCC
222 N Pacific Coast Highway,
3rd Floor
El Segundo, CA 90245

Exhibit A

Exhibit A

Creditor Matrix

Served via First Class Mail

CreditorName	CreditorNoticeName	Address	City	State	Zip
All Girls Transportation & Logistics, Inc. dba AGT Global Logistics		999 Oakmont Plaza Dr Ste 150	Westmont	IL	60559-1373
Got Electric, LLC	Joshua Parmentier	9609 Doctor Perry Rd	Ijamsville	MD	21754-8718
Moser Services Group, LLC	DBA EV Charge Solutions	500 Canal View Blvd Ste 100	Rochester	NY	14623-2832