

Fill in this information to identify your case:

United States Bankruptcy Court for the:

DISTRICT OF DELAWARE

Case number (if known) _____ Chapter **11**

☐ Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

06/22

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name **Proterra Operating Company, Inc.**
2. All other names debtor used in the last 8 years
Include any assumed names, trade names and doing business as names
Proterra Inc
3. Debtor's federal Employer Identification Number (EIN) **27-1878459**
4. Debtor's address
Principal place of business
1815 Rollins Road, Burlingame, CA 94010
Number, Street, City, State & ZIP Code
San Mateo
County
Mailing address, if different from principal place of business
P.O. Box, Number, Street, City, State & ZIP Code
Location of principal assets, if different from principal place of business
1605 Poplar Dr. Ext, Greer, SC, 29651
Number, Street, City, State & ZIP Code
5. Debtor's website (URL) **www.proterra.com**
6. Type of debtor
☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
☐ Partnership (excluding LLP)
☐ Other. Specify: _____



23111212308070000000000001

Debtor **Proterra Operating Company, Inc.**
Name

Case number (if known)

7. Describe debtor's business

A. Check one:

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☒ None of the above

B. Check all that apply

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.**3361****8. Under which chapter of the Bankruptcy Code is the debtor filing?**

Check one:

- ☐ Chapter 7
- ☐ Chapter 9
- ☒ Chapter 11. Check **all that apply**:

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,024,725. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, **and it chooses to proceed under Subchapter V of Chapter 11**. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12**9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?**

- ☒ No.
- ☐ Yes.

If more than 2 cases, attach a separate list.

District	_____	When	_____	Case number	_____
District	_____	When	_____	Case number	_____

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

- ☐ No
- ☒ Yes.

Debtor **Proterra Operating Company, Inc.**
Name

Case number (if known)

List all cases. If more than 1,
attach a separate list

Debtor	Proterra Inc	Relationship	Affiliate
District	Delaware	When	08/07/2023
		Case number, if known	

11. Why is the case filed in this district?

Check all that apply:

- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☒ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?☒ No☐ Yes.

Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard? _____

☐ It needs to be physically secured or protected from the weather.☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).☐ Other _____**Where is the property?** _____

Number, Street, City, State & ZIP Code

Is the property insured?☐ No☐

Yes.

Insurance agency _____

Contact name _____

Phone _____

Statistical and administrative information**13. Debtor's estimation of available funds**

Check one:

- ☒ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors☐ 1-49☐ 50-99☐ 100-199☐ 200-999☐ 1,000-5,000☒ 5001-10,000☐ 10,001-25,000☐ 25,001-50,000☐ 50,001-100,000☐ More than 100,000

(Consolidated Basis)

15. Estimated Assets☐ \$0 - \$50,000☐ \$50,001 - \$100,000☐ \$100,001 - \$500,000☐ \$500,001 - \$1 million☐ \$1,000,001 - \$10 million☐ \$10,000,001 - \$50 million☐ \$50,000,001 - \$100 million☐ \$100,000,001 - \$500 million☒ \$500,000,001 - \$1 billion☐ \$1,000,000,001 - \$10 billion☐ \$10,000,000,001 - \$50 billion☐ More than \$50 billion

(Consolidated Basis)

16. Estimated liabilities☐ \$0 - \$50,000☐ \$50,001 - \$100,000☐ \$100,001 - \$500,000☐ \$500,001 - \$1 million☐ \$1,000,001 - \$10 million☐ \$10,000,001 - \$50 million☐ \$50,000,001 - \$100 million☐ \$100,000,001 - \$500 million☒ \$500,000,001 - \$1 billion☐ \$1,000,000,001 - \$10 billion☐ \$10,000,000,001 - \$50 billion☐ More than \$50 billion

(Consolidated Basis)

Debtor **Proterra Operating Company, Inc.**
Name

Case number (if known)

Request for Relief, Declaration, and Signatures**WARNING** -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.**17. Declaration and signature
of authorized
representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **08/07/2023**
MM / DD / YYYY**X /s/ Gareth T. Joyce**

Signature of authorized representative of debtor

Gareth T. Joyce

Printed name

Title **Chief Executive Officer****18. Signature of attorney****X /s/ Andrew L. Magaziner**

Signature of attorney for debtor

Date **08/07/2023**

MM / DD / YYYY

Andrew L. Magaziner

Printed name

Young Conaway Stargatt & Taylor, LLP

Firm name

Rodney Square, 1000 North King Street

Number, Street, City, State & ZIP Code

Contact phone **(302) 576-3592**Email address **amagaziner@ycst.com****No. 5426 (Delaware)**

Bar number and State

RESOLUTIONS OF
THE BOARDS OF
PROTERRA INC
AND
PROTERRA OPERATING COMPANY, INC.
August 7, 2023

WHEREAS, (i) Proterra Inc (“Proterra”), a Delaware corporation, is managed by a Board of Directors (the “Proterra Board”); and (ii) Proterra Operating Company, Inc. (“OpCo”), a Delaware corporation, is managed by a Board of Directors, the (“OpCo Board”, and together with the Proterra Board, the “Boards”);

WHEREAS, Proterra and OpCo, are referred to collectively herein as the “Companies” and each as a “Company,”

WHEREAS, the Boards have reviewed and considered the financial and operational condition of each Company and of the Companies as a whole, including the historical performance of the Companies, cash flow forecasts of the Companies, recent strategic activities undergone by the Companies, the assets of the Companies, the current and long-term liabilities of the Companies, and relevant industry and current market conditions, and have considered various alternatives in respect of such matters;

WHEREAS, the Boards have had the opportunity to consult with management and the legal and financial advisors of the Companies to fully consider each of the strategic alternatives available to the Companies;

WHEREAS, the Boards have received, reviewed, and considered the recommendations of, and the materials presented by the Companies’ legal, operational, financial, and other advisors as to the relative risks and benefits of pursuing cases under the provisions of the Bankruptcy Code;

WHEREAS, the Boards have reviewed and considered the Companies’ collective need to employ individuals and/or firms as counsel, professionals, consultants or financial advisors to represent and assist each Company in carrying out its duties in connection with the chapter 11 cases under the provisions of chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”);

WHEREAS, the Boards believe that taking the actions set forth below is in the best interests of each Company and, therefore, desire to approve the following resolutions;

WHEREAS, consistent with section 2.8 of the Restated Bylaws of Proterra (the “Proterra Bylaws”), all members of the Proterra Board have affirmatively consented to taking the actions contemplated by the resolutions set forth below;

WHEREAS, consistent with section 12 of the Amended and Restated Bylaws of Proterra Operating Company, Inc. (the “OpCo Bylaws”) all members of the OpCo Board have affirmatively consented to taking the actions contemplated by the resolutions set forth below;

WHEREAS, the Boards have reviewed and considered the need for Gareth Joyce, in his capacity as Chief Executive Officer of the Companies, and each of the other officers of the Companies (each, an “Authorized Person”) to take further actions to carry out the intent and purpose of the following resolutions, perform the obligations of each Company under the Bankruptcy Code and pay fees and expenses in connection with the transactions contemplated by the below resolutions; and

WHEREAS, the Boards have reviewed and considered certain actions that may have previously been taken by any director, officer, employee, manager, member, stockholder, or agent of any Company in connection with or related to the matter set forth in the below resolutions.

I. Commencement of Chapter 11 Cases

NOW, THEREFORE, BE IT RESOLVED, that the Boards have determined, on behalf of each Company, after due consultation with management and the legal and financial advisors of the Companies, that it is desirable and in the best interests of such Company, its creditors, and other parties in interest that a petition (each a “Petition” and together, the “Petitions”) be filed by such Company seeking relief under the provisions of the Bankruptcy Code; and be it further

RESOLVED, that Gareth Joyce, in his capacity as Chief Executive Officer of the Companies, and any other Authorized Person be, and hereby are, authorized and directed to execute and file (or cause to be filed) in the name and on behalf of each Company, and under its corporate seal or otherwise, all plans, petitions, schedules, statements, motions, lists, applications, pleadings, orders, and other documents in the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”), and, in connection therewith, to employ and retain all assistance by legal counsel, accountants, financial advisors, investment bankers, and other professionals, and to take and perform any and all further acts and deeds which such Authorized Person, who may act without the joinder of any other Authorized Person or any one of them, deems necessary, proper, or advisable in connection with each Company’s chapter 11 case (each case, a “Chapter 11 Case,” and collectively, the “Chapter 11 Cases”), including negotiating, executing, delivering, and performing any and all documents, agreements, certificates, and instruments in connection with the transactions and professional retentions set forth in this resolution, with a view to the successful prosecution of such Chapter 11 Case; and be it further

II. Retention of Professionals

RESOLVED, that the law firm of Paul, Weiss, Rifkind, Wharton & Garrison LLP be, and hereby is, retained as chapter 11 co-counsel to represent and assist the Companies in carrying out their duties under the Bankruptcy Code or in the Chapter 11 Cases and to take any and all actions to advance the Companies’ rights and obligations in the Chapter 11 Cases and all related matters, and any such prior actions are hereby ratified in their entirety; and be it further

RESOLVED, that the law firm of Young Conaway Stargatt & Taylor, LLP be, and hereby is, retained as chapter 11 co-counsel to represent and assist the Companies in carrying out their duties under the Bankruptcy Code or in the Chapter 11 Cases and to take any and all actions to advance the Companies' rights and obligations in the Chapter 11 Cases and all related matters, and any such prior actions are hereby ratified in their entirety; and be it further

RESOLVED, that FTI Consulting, Inc ("FTI") be, and hereby is, retained as financial advisor in connection with the Chapter 11 Cases and all related matters, and any such prior actions are hereby ratified in their entirety, including entry into an agreement among the Companies and FTI, to provide financial advisory services to the Companies; and be it further

RESOLVED, that Moelis & Company, LLC Inc ("Moelis") be, and hereby is, retained as an investment banker in connection with the Chapter 11 Cases and all related matters, and any such prior actions are hereby ratified in their entirety, including entry into an agreement among the Companies and Moelis, to provide investment banking services to the Companies; and be it further

RESOLVED, that Kurtzman Carson Consultants LLC ("KCC") be, and hereby is, retained as claims, noticing, and administrative agent in connection with the Chapter 11 Cases and all related matters, and any prior actions taken in connection therewith are hereby ratified in their entirety, including entry into an agreement among the Companies and KCC; and be it further

RESOLVED, that the Companies, be, and hereby are, authorized to employ any other professionals as the Boards or the Authorized Persons hereafter determine may be necessary, proper, or advisable to assist the Companies, or any one of them, in carrying out their duties under the Bankruptcy Code or in the Chapter 11 Cases, and all related matters and to take any and all actions to advance the Companies' rights and obligations in connection therewith; and be it further

RESOLVED, that the Authorized Persons be, and each of them hereby is, authorized and directed in the name and on behalf of the Companies, or any one of them, to execute appropriate retention agreements, pay appropriate retainers, and cause to be filed appropriate applications for authority to retain the services of the foregoing professionals, as necessary; and be it further

III. Cash Collateral and Adequate Protection

RESOLVED, that the Board has determined that each Company will obtain benefits from the use of collateral, including cash collateral, as that term is defined in section 363(a) of the Bankruptcy Code (the "Cash Collateral"), that is security for the Companies' obligations under its secured funded debt facilities, including the secured convertible notes issued pursuant to that certain Note Purchase Agreement, dated as of August 4, 2020, as amended, restated, supplemented, or otherwise modified from time to time in accordance with the terms thereof; and be it further

RESOLVED, that, in order to use and obtain the benefits of the Cash Collateral, and in accordance with section 363 of the Bankruptcy Code, each Company will provide certain adequate protection to the Prepetition Lender (the "Adequate Protection Obligations"), as documented in proposed orders to be filed with the Bankruptcy Court substantially in the form

presented to the Boards on or in advance of the date hereof (the “Cash Collateral Orders”), with such changes, additions, and modifications thereto as an Authorized Person shall approve; and be it further

RESOLVED, that each Company, as debtor and debtor in possession under the Bankruptcy Code be, and hereby is, authorized to negotiate and incur the Adequate Protection Obligations and to undertake any and all related transactions on substantially the same terms as contemplated under the Cash Collateral Orders; and be it further

RESOLVED, that any Authorized Person is hereby authorized and directed, in the name and on behalf of each applicable Company, to cause such Company to negotiate and approve the terms, provisions of and performance of, and to prepare, execute, and deliver the Cash Collateral Orders to which such Company is a party; and be it further

RESOLVED, that any Authorized Person is hereby authorized and directed, in the name and on behalf of each applicable Company, to take all such further actions, including to pay all fees and expenses, in accordance with the terms of the Cash Collateral Orders and any documents in relation thereto (the “Cash Collateral Documents”), which shall, in such Authorized Person’s sole reasonable judgment, be necessary, proper, or advisable to perform such Company’s obligations under or in connection with the Cash Collateral Documents and the transactions contemplated therein and to carry out fully the intent of the foregoing resolutions; and be it further

RESOLVED, that any Authorized Person is hereby authorized and directed, in the name and on behalf of each applicable Company, to execute and deliver any amendments, supplements, modifications, renewals, replacements, consolidations, substitutions, and extensions of the Cash Collateral Documents, which shall, in such Authorized Person’s sole judgment, be necessary, proper, or advisable; and be it further

IV. Bidding Procedures

RESOLVED, that the Companies, as debtors and debtors in possession under the Bankruptcy Code are, and hereby are, authorized to file a motion seeking the Bankruptcy Court’s approval of bidding procedures for one or more potential sale, recapitalization, or other restructuring transactions; and be it further

V. General Authorization and Ratification

RESOLVED, that each Board, as applicable, has received sufficient notice of the actions and transactions relating to the matters contemplated by the foregoing resolutions, as may be required by the organizational documents of the Companies, or hereby waives any right to have received such notice; and be it further

RESOLVED, that each Authorized Person be, and each, acting alone, hereby is, authorized and directed, in the name and on behalf of each Company, to (i) do and perform all such acts and things and enter into, execute, acknowledge, deliver, and file all such certificates, agreements, acknowledgments, instruments, contracts, statements, and other documents and to take such further actions as such Authorized Person may deem necessary, proper, or advisable to effect the intent and accomplish the purposes of the foregoing resolutions, with the taking of any

such action by such Authorized Person being conclusive evidence that the same did meet such standards as set forth above, (ii) perform the obligations of each Company under the Bankruptcy Code, with all such actions to be performed in such manner, and all such certificates, instruments, guaranties, notices, and documents to be executed and delivered in such form, as the Authorized Person or his or her delegate performing or executing the same shall approve, and the performance or execution thereof by such Authorized Person or his or her delegate shall be conclusive evidence of the approval thereof by such Authorized Person or his or her delegate and by the applicable Company, and (iii) pay fees and expenses in connection with the transactions contemplated by the foregoing resolutions; and be it further

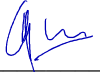
RESOLVED, that any and all actions taken by an Authorized Person prior to the date of adoption of the foregoing resolutions, which would have been authorized by the foregoing resolutions but for the fact that such actions were taken prior to such date, be, and each hereby is, ratified, approved, confirmed, and adopted as a duly authorized act of any applicable Company in all respects and for all purposes; and be it further

RESOLVED, that, in addition to the specific authorizations heretofore conferred upon each Board (and their designees and delegates) and as applicable, and each Authorized Person, be, and hereby is, authorized and directed, in the name of and on behalf of each Company, to take or cause to be taken any and all such other and further action, and to execute, acknowledge, deliver, and file any and all such agreements, certificates, instruments, and other documents and to pay all expenses, including but not limited to filing fees, in each case as in such Authorized Person's judgment, shall be necessary, advisable, or desirable in order to fully carry out the intent and accomplish the purposes of the resolutions adopted herein.

[Remainder of page intentionally left blank; signature pages follow]

IN WITNESS WHEREOF, the undersigned have executed these resolutions as of the date first set forth above.

**BOARD OF DIRECTORS OF PROTERRA
INC**



Gareth T. Joyce

Mary Louise Krakauer

Mary Louise Krakauer



Jan Hauser

Roger M. Nielsen

Roger M. Nielsen

Brook F. Porter

Brook F. Porter

Jeannine Sargent

Jeannine P. Sargent



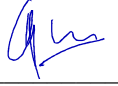
Constance E. Skidmore

Michael D. Smith

Michael D. Smith

IN WITNESS WHEREOF, the undersigned have executed these resolutions as of the date first set forth above.

**BOARD OF DIRECTORS OF PROTERRA
OPERATING COMPANY, INC.**



Gareth T. Joyce

Mary Louise Krakauer

Mary Louise Krakauer



Jan Hauser

Roger M. Nielsen

Roger M. Nielsen

Brook F. Porter

Brook F. Porter

Jeannine Sargent

Jeannine P. Sargent



Constance E. Skidmore

Michael D. Smith

Michael D. Smith

Fill in this information to identify the case:Debtor name Proterra Operating Company, Inc.United States Bankruptcy Court for the: District of Delaware

(State)

Case number (If known): _____

☐ Check if this is an amended filing**Official Form 204****Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders**

12/15

A list of creditors holding the 30 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an *insider*, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 30 largest unsecured claims.

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1	LG ENERGY SOLUTION, LTD. DAVID LEE TOWER 1, 108, YEOUI-DAERO YEONGDEUNGPO-GU SEOUL, 07336 REPUBLIC OF KOREA	DAVID LEE PHONE: 82-10-5536-6419 EMAIL: LEEKYUNGIL@LGENSOL.COM	TRADE	D			\$27,522,321.00
2	NIKOLA CORPORATION BRUNA CHIOSINI & NIKOLA LEGAL 4141 E. BROADWAY RD. PHOENIX, AZ 85040	BRUNA CHIOSINI & NIKOLA LEGAL EMAIL: LEGAL@NIKOLAMOTOR.COM	DEFERRED REVENUE	D			\$18,604,915.00
3	VOLTA TRUCKS JOHN BURROWS OLOF PALMESGATA 29 FL 4 STOCKHOLM, 111 22 SWEDEN	JOHN BURROWS PHONE: 33 670990445 EMAIL: JOHN.BURROWS@VOLTATRUCKS.COM	DEFERRED REVENUE	D			\$10,500,000.00
4	MIAMI-DADE COUNTY ANA M. RIOSECO, CPPB 701 NW 1ST COURT 15TH FLOOR MIAMI, FL 33136	ANA M. RIOSECO, CPPB PHONE: 786-469-5279 EMAIL: ARIOSEC@MIAMIDADE.GOV	DEFERRED REVENUE	D			\$9,952,122.00
5	NIKOLA IVECO EUROPE GMBH FRANCESCO DONATO, CPO NICOLAUS-OTTO-STRASSE 27 ULM, 89079 GERMANY	FRANCESCO DONATO, CPO EMAIL: FRANCESCO.DONATO@IVECOGROUP.CO M	DEFERRED REVENUE	D			\$8,221,007.00

Debtor Proterra Operating Company, Inc.
Name

Case number (if known) _____

Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
6 CITY OF EDMONTON FRED AMENAGHAWON WESTWOOD INTEGRATED SITE 12404 107 STREET NW EDMONTON, AB T5G 2S7 CANADA	FRED AMENAGHAWON PHONE: 780-442-5431 EMAIL: FRED.AMENAGHAWON@EDMONTON.CA	DEFERRED REVENUE	D			\$8,024,128.00
7 TPI COMPOSITES, INC JERRY LAVINE 8501 N SCOTTSDALE ROAD, SUITE 100 SCOTTSDALE, AZ 85253-2748	JERRY LAVINE PHONE: 480-305-8910 FAX: 480-305-8315 EMAIL: J.LAVINE@TPICOMPOSITES.COM	TRADE	D			\$6,352,565.00
8 POWER ELECTRONICS USA JACOB MARSHALL 1510 N. HOBSON AVE GILBERT, AZ 85233	JACOB MARSHALL PHONE: 480-369-3492 EMAIL: JMARSHALL@POWER-ELECTRONICS.COM	TRADE	D			\$3,037,200.32
9 VALLEY REGIONAL TRANSIT JASON ROSE 700 NE 2ND ST., STE. 100 MERIDIAN, ID 83642	JASON ROSE PHONE: 208-258-2739 FAX: 208-846-8564 EMAIL: JROSE@VALLEYREGIONALTRANSIT.ORG	DEFERRED REVENUE	D			\$2,158,988.00
10 SENSATA TECHNOLOGIES, INC. FRIDA AGUILAR ROMO 529 PLEASANT ST ATTLEBORO, MA 02703	FRIDA AGUILAR ROMO EMAIL: FAGUILARROMO@SENSATA.COM	TRADE	D			\$2,106,530.94
11 LOS ANGELES DEPARTMENT OF TRANSPORTATION GENERAL MANAGER 100 S. MAIN ST., 10TH FLOOR LOS ANGELES, CA 90012	GENERAL MANAGER PHONE: 213-972-8470 FAX: 213-972-8410 EMAIL: CONNIE.LLANOS@LACITY.ORG	DEFERRED REVENUE	D			\$1,999,999.00
12 CHICAGO TRANSIT AUTHORITY SANJA NOBLE 567 W. LAKE STREET CHICAGO, IL 60661	SANJA NOBLE PHONE: 312-664-7200 EMAIL: SNOBLE@TRANSITCHICAGO.COM	DEFERRED REVENUE	D			\$1,585,358.00
13 CAPITAL METROPOLITAN TRANSPORTATION AUTHORITY KERRI BUTCHER 2910 E. 5TH ST. AUSTIN, TX 78702	KERRI BUTCHER PHONE: 512-389-7460 EMAIL: KERRI.BUTCHER@CAPMETRO.ORG	DEFERRED REVENUE	D			\$1,569,458.00
14 PORT AUTHORITY OF NEW YORK AND NEW JERSEY PORT AUTHORITY LAW DEPARTMENT 150 GREENWICH ST, 24TH FL NEW YORK CITY, NY 10007	PORT AUTHORITY LAW DEPARTMENT PHONE: 212-435-7000 EMAIL: JBARRAGAN@PANYNJ.GOV	DEFERRED REVENUE	D			\$1,495,304.00

Debtor Proterra Operating Company, Inc.
Name

Case number (if known) _____

Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
15 BLOOMINGTON-NORMAL PUBLIC TRANSIT SYSTEM BRADY LANGE 351 WYLIE DRIVE NORMAL, IL 61961	BRADY LANGE PHONE: 309-828-9833 EMAIL: BLANGE@CONNECT-TRANSIT.COM	DEFERRED REVENUE	D			\$1,261,772.00
16 CITY OF FRESNO PURCHASING DEPARTMENT 2600 FRESNO STREET, ROOM 2156 FRESNO, CA 93721	PURCHASING DEPARTMENT PHONE: 559-621-1332 FAX: 559-488-1069 EMAIL: GARY.WATAHIRA@FRESNO.GOV	DEFERRED REVENUE	D			\$1,202,271.00
17 NAVISTAR, INC. ELLEN MAHAFFEY 2701 NAVISTAR DRIVE LISLE, IL 60532	ELLEN MAHAFFEY PHONE: 331-332-3224 EMAIL: ELLEN.MAHAFFEY@NAVISTAR.COM	DEFERRED REVENUE	D			\$1,073,985.00
18 BOW VALLEY REGIONAL TRANSIT SERVICES COMMISSION MARTIN BEAN, CHIEF ADMINISTRATIVE OFFICER 221 BEAVER STREET BANFF, AB T1L 1A5 CANADA	MARTIN BEAN, CHIEF ADMINISTRATIVE OFFICER PHONE: 403-762-0606 EMAIL: MARTIN.BEAN@ROAMTRANSIT.COM	DEFERRED REVENUE	D			\$1,072,025.00
19 HIGHLAND ELECTRIC TRANSPORTATION, INC. SEAN LEACH 200 CUMMINGS CENTER, SUITE 273D BEVERLY, MA 01915	SEAN LEACH PHONE: 508-397-2776 EMAIL: SEAN@HIGHLANDFLEETS.COM	DEFERRED REVENUE	D			\$1,043,903.00
20 RON WHITES AIR COMPRESSORS, INC BRITTANY MOORE 4019 S MURRAY AVE ANDERSON, SC 29626	BRITTANY MOORE PHONE: 800-535-5176 EMAIL: BRITTANY@RWIINDUSTRIAL.COM	TRADE	D			\$1,024,402.01
21 SIGMA MACHINE, INC. KURT HINKLEY 3358 CENTER PARK PLAZA KALAMAZOO, MI 49048	KURT HINKLEY PHONE: 269-345-6316 EMAIL: KURTH@SIGMAMACHINE.NET	TRADE	D			\$821,251.22
22 BOSSARD INC. STEEN HANSEN 6521 PRODUCTION DRIVE CEDAR FALLS, IA 50613	STEEN HANSEN PHONE: 319-277-5520 FAX: 319-277-2964 EMAIL: HANSEN@BOSSARD.COM	TRADE	D			\$749,024.96
23 DANFOSS POWER SOLUTIONS (US) COMPANY CLIFF STOKES 2800 E 13TH ST AMES, IA 50010-8600	CLIFF STOKES PHONE: 303-562-4513 EMAIL: CLIFF.STOKES@DANFOSS.COM	TRADE	D			\$748,848.93

Debtor Proterra Operating Company, Inc.
Name

Case number (if known) _____

Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
24 US CUSTOMS & BORDER PROTECTION OFFICE OF FINANCE 6650 TELECOM DRIVE INDIANAPOLIS, IN 46278	OFFICE OF FINANCE PHONE: 317-614-4426 EMAIL: BANKRUPTCYTEAM@CBP.DHS.GOV	TAXES	D			\$712,719.03
25 NINGBO YEXING AUTOMOTIVE PART CO., LTD. COCO RONG NO. 259 HAIFENG ROAD CIDONG BINHAI ECONOMIC DEVELOPMENT AREA CIXI, 315338 CHINA	COCO RONG PHONE: 86-574-63293998 EMAIL: SALES@YEXINGAUTO.COM	TRADE	D			\$661,463.24
26 SOUTH BAY SOLUTIONS INC ROSA NEYMAN 37399 CENTRALMONT PLACE FREMONT, CA 94536	ROSA NEYMAN EMAIL: RNEYMAN@SOUTHBAYSOLUTIONS.COM	TRADE	D			\$637,135.14
27 RHOMBUS ENERGY SOLUTIONS SCOTT STROMENGER 10915 TECHNOLOGY PL SAN DIEGO, CA 92127	SCOTT STROMENGER PHONE: 888-978-6564 EMAIL: SCOTT@RHOMBUSENERGY.COM	TRADE	D			\$531,328.03
28 AROW GLOBAL CORP AMY KING 924 NORTH PARK VIEW CIRCLE MOSINEE, WI 54455	AMY KING PHONE: 715-693-6020 FAX: 715-693-7108 EMAIL: AKING@AROWGLOBAL.COM	TRADE	D			\$494,982.42
29 BIRLASOFT SOLUTIONS INC. SUMIT MEHRISH 399 THORNALL ST FL 8 EDISON, NJ 08837-2240	SUMIT MEHRISH EMAIL: SUMIT.MEHRISH@BIRLASOFT.COM	TRADE	D			\$479,239.67
30 MAHO LAZO WILSHIRE LAW FIRM BENJAMIN HABER 3055 WILSHIRE BLVD, 12TH FL LOS ANGELES, CA 90010	WILSHIRE LAW FIRM PHONE: 213-335-2402 FAX: 213-381-9989 EMAIL: BENJAMIN@WILSHIRELAWFIRM.COM	LITIGATION	C, U, D			Unliquidated

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

PROTERRA INC, *et al.*,¹

Debtors.

)
) Chapter 11
)
) Case No. 23- (____)
)
) (Joint Administration Requested)
)

**CONSOLIDATED CORPORATE OWNERSHIP STATEMENT
AND LIST OF EQUITY INTEREST HOLDERS PURSUANT
TO FED. R. BANKR. P. 1007(a)(1), 1007(a)(3), AND 7007.1**

Pursuant to Rules 1007(a)(1), 1007(a)(3), and 7007.1 of the Federal Rules of Bankruptcy Procedure, the above-captioned debtors and debtors in possession (each, a “Debtor”) hereby state as follows:

1. The mailing address of Debtor Proterra Inc and Debtor Proterra Operating Company, Inc. is 1815 Rollins Road, Burlingame, California 94010.
2. A list of Debtor Proterra Inc’s equity interest holders, their addresses, and the nature of their equity interests is attached hereto as **Annex 1**.
3. Debtor Proterra Operating Company, Inc. is 100% owned by Debtor Proterra Inc.

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).

Annex 1

List of Proterra Inc's Equity Interest Holders

**United States Bankruptcy Court
District of Delaware**

In re: Proterra Inc

Debtor(s)

Case No. _____

Chapter 11

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with rule 1007(a)(3) of the Federal Rules of Bankruptcy Procedure for filing in this Chapter 11 Case.

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
AARON CAMERE Address Available Upon Request	Common Shares	3,456	Common
AARON E BRUNER Address Available Upon Request	Common Shares	37	Common
AARON J SOK Address Available Upon Request	Common Shares	7	Common
AARTI PATEL Address Available Upon Request	Common Shares	573	Common
AASHIV VIJ Address Available Upon Request	Common Shares	2,295	Common
ABHISHEK PAL Address Available Upon Request	Common Shares	61	Common
ADAM J PULLINGS Address Available Upon Request	Common Shares	31	Common
ADAN GOMEZ Address Available Upon Request	Common Shares	27	Common
ADITYA D SHINDE Address Available Upon Request	Common Shares	21	Common
ADITYA MOHPAL & MAHI AGRAWAL AS JT TEN Address Available Upon Request	Common Shares	1,105	Common
ALAN PAUL WESTENSKOW Address Available Upon Request	Common Shares	6,509	Common
ALAN UTH Address Available Upon Request	Common Shares	8	Common
ALEX ANDREWS Address Available Upon Request	Common Shares	459	Common
ALEX CONTRERAS Address Available Upon Request	Common Shares	31	Common
ALEXANDER BERRIOS Address Available Upon Request	Common Shares	10	Common
ALEXANDER FLORES FIGUEROA Address Available Upon Request	Common Shares	2,567	Common

In re: **Proterra Inc**

Case No. _____

Debtor(s)

LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
ALEXANDER SELETSKY Address Available Upon Request	Common Shares	2,046	Common
ALFRED A HERNANDEZ Address Available Upon Request	Common Shares	6	Common
ALFRED MARQUEZ Address Available Upon Request	Common Shares	7	Common
ALLEN A HODGES TR UA 8/19/10 ALLEN A HODGES REVOCABLE TRUST Address Available Upon Request	Common Shares	461	Common
ALOYSIUS J TANK Address Available Upon Request	Common Shares	314	Common
AMA JP LTD C/O MOHAMMED ABDULAZIZ M AL ABDULGADER, THALIA STREET P O BOX 2468 RIYADH 11451 SAUDI ARABIA	Common Shares	140,630	Common
AMANDA B CLEMENTS Address Available Upon Request	Common Shares	71	Common
AMANDA M WAGNER Address Available Upon Request	Common Shares	30	Common
AMB INVESTMENTS LLC 1501 HIGHWOODS BLVD SUITE 302 GREENSBORO NC 27410	Common Shares	12,984	Common
AMERICAN IRA CUST FBO HUGH N CHAPMAN ROTH IRA FBO HUGH N CHAPMAN ROTH IRA 135 BROAD ST ASHEVILLE NC 28801	Common Shares	2,709	Common
AMERICAN IRA LLC FBO GEORGE M HARRISON IRA FBO GEORGE M HARRISON IRA Address Available Upon Request	Common Shares	947	Common
AMICA CAPRA LLC C/O RICHARD BALL Address Available Upon Request	Common Shares	1,792	Common
AMY E CUNY Address Available Upon Request	Common Shares	334	Common
AMY L GAGNON Address Available Upon Request	Common Shares	32	Common
ANDRE AMEER Address Available Upon Request	Common Shares	1,298	Common

In re: **Proterra Inc**

Case No. _____

Debtor(s)

LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
ANDRE GOMEZ Address Available Upon Request	Common Shares	14	Common
ANDREI STSIAPANAU Address Available Upon Request	Common Shares	9,630	Common
ANDRES GALAVIZ Address Available Upon Request	Common Shares	170	Common
ANDREW EMBLER CAMP Address Available Upon Request	Common Shares	10	Common
ANDREW J METCALF Address Available Upon Request	Common Shares	6	Common
ANDREW KYABASINGA Address Available Upon Request	Common Shares	35	Common
ANGEL CARRASCO Address Available Upon Request	Common Shares	5	Common
ANGELA ARANDA Address Available Upon Request	Common Shares	120	Common
ANN P BRYAN TR UA 1/18/07 ANN P BRYAN REVOCABLE TRUST Address Available Upon Request	Common Shares	921	Common
ANTHONY DIAZ Address Available Upon Request	Common Shares	19	Common
ANTHONY L FOWLER Address Available Upon Request	Common Shares	19	Common
ANTHONY REBOJA Address Available Upon Request	Common Shares	974	Common
ARMANDO B JIMENEZ Address Available Upon Request	Common Shares	103	Common
ARTURO ARABE Address Available Upon Request	Common Shares	66	Common
ARTURO BAUTISTA Address Available Upon Request	Common Shares	26	Common
ARVIND KUMAR LAKSHMANAN Address Available Upon Request	Common Shares	64	Common
AUSTIN S GREER Address Available Upon Request	Common Shares	27	Common
AVERY E WHITE Address Available Upon Request	Common Shares	33	Common

In re: **Proterra Inc**

Case No. _____

Debtor(s)

LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
BARBARA A FULLER Address Available Upon Request	Common Shares	37	Common
BARRETT FRANKLIN & RACHEL FRANKLIN JT TEN Address Available Upon Request	Common Shares	28,241	Common
BARRY M POWELL Address Available Upon Request	Common Shares	20	Common
BEHROOZ MEHDIAN Address Available Upon Request	Common Shares	145	Common
BELLA GRACE CAPITAL C/O PAUL SPARKS Address Available Upon Request	Common Shares	644	Common
BEN NOVAK Address Available Upon Request	Common Shares	11	Common
BENJAMIN D NOVOTNY Address Available Upon Request	Common Shares	12	Common
BHARAT DAVE Address Available Upon Request	Common Shares	642	Common
BLANCHARD D PINTO Address Available Upon Request	Common Shares	139	Common
BMW I VENTURES SCS SICAV-RAIF 5 HEIENHAFF SENNINGERBERG L-1736 LUXEMBOURG	Common Shares	1,508,479	Common
BOB KHAMMAO Address Available Upon Request	Common Shares	12	Common
BRAD BYLENGA Address Available Upon Request	Common Shares	12,009	Common
BRAD L WALTERS Address Available Upon Request	Common Shares	22	Common
BRADLEY D ALLEN Address Available Upon Request	Common Shares	9,112	Common
BRADLEY K BEARDEN Address Available Upon Request	Common Shares	19	Common
BRANDON N VELAZQUEZ Address Available Upon Request	Common Shares	27	Common
BRANDON R MORENO Address Available Upon Request	Common Shares	7	Common

In re: **Proterra Inc**

Case No. _____

Debtor(s)

LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
BRANDON S PFEIFFER Address Available Upon Request	Common Shares	16	Common
BRANDON WOODS Address Available Upon Request	Common Shares	20	Common
BRENT A NERESON Address Available Upon Request	Common Shares	9	Common
BRETT ALAN JORGENSEN Address Available Upon Request	Common Shares	918	Common
BRIAN A BRACEY Address Available Upon Request	Common Shares	39	Common
BRIAN COOK Address Available Upon Request	Common Shares	1,298	Common
BRIAN J MCKIM Address Available Upon Request	Common Shares	7	Common
BRIAN JAMES PEVEAR Address Available Upon Request	Common Shares	1,001	Common
BRIAN TAYLOR Address Available Upon Request	Common Shares	1,948	Common
BRITTANY A CAPLIN Address Available Upon Request	Common Shares	175	Common
BRITTNEY J GOODWIN Address Available Upon Request	Common Shares	30	Common
BROOK PORTER Address Available Upon Request	Common Shares	3,093	Common
BRYAN ESSIG Address Available Upon Request	Common Shares	184	Common
BRYAN P TURNER Address Available Upon Request	Common Shares	20	Common
BUEN GUIDO Address Available Upon Request	Common Shares	688	Common
CAHOOTS VENTURES LLC 206 E HURON ST ANN ARBOR MI 48104	Common Shares	732	Common
CAMERON CHARLES GRIFFIN Address Available Upon Request	Common Shares	291,109	Common
CAMERON M DUNCAN Address Available Upon Request	Common Shares	175	Common

In re: **Proterra Inc**

Case No. _____

Debtor(s)

LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
CAMILLE ORILLA Address Available Upon Request	Common Shares	47	Common
CARLOS RIVERA Address Available Upon Request	Common Shares	39	Common
CARRO LLC C/O ALEX ROY Address Available Upon Request	Common Shares	10,630	Common
CARY HARTLINE Address Available Upon Request	Common Shares	1,203	Common
CASEY J CHEVALIER Address Available Upon Request	Common Shares	48	Common
CATARINO J BAUTISTA Address Available Upon Request	Common Shares	8	Common
CATHERINE L THOMASON Address Available Upon Request	Common Shares	38	Common
CECIL LEGRAND CAMPBELL Address Available Upon Request	Common Shares	1,931	Common
CEDE & CO 570 WASHINGTON BLVD JERSEY CITY NJ 07310	Common Shares	199,889,480	Common
CEDRIC B WILLIAMS Address Available Upon Request	Common Shares	10	Common
CESAR ISLAS SOTO Address Available Upon Request	Common Shares	12	Common
CHAD A GREEN Address Available Upon Request	Common Shares	12	Common
CHARLES A BAUCOM Address Available Upon Request	Common Shares	38	Common
CHARLES MASTERSON Address Available Upon Request	Common Shares	854	Common
CHARLES T HAGAN Address Available Upon Request	Common Shares	492	Common
CHELETTE D SPURLOCK Address Available Upon Request	Common Shares	28	Common
CHENG TSE LEE Address Available Upon Request	Common Shares	26	Common

In re: **Proterra Inc**

Case No. _____

Debtor(s)

LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
CHESTER A SMITH Address Available Upon Request	Common Shares	26	Common
CHRISTIAN D CORREA Address Available Upon Request	Common Shares	1	Common
CHRISTINA WAMSLEY Address Available Upon Request	Common Shares	45	Common
CHRISTINE M MILLER Address Available Upon Request	Common Shares	19,236	Common
CHRISTOPHER E JAEGER Address Available Upon Request	Common Shares	1	Common
CHRISTOPHER GRIFFIN Address Available Upon Request	Common Shares	5	Common
CHRISTOPHER J CHAPMAN Address Available Upon Request	Common Shares	132	Common
CINDY GONZALEZ Address Available Upon Request	Common Shares	14	Common
COMPUTERSHARE AS AGENT FOR MANUAL EXCHANGE E01 TO C01 MANUAL EXCHANGE E01 TO C01 150 ROYALL STREET CANTON MA 02021	Common Shares	3,543	Common
CONSTANCE SKIDMORE Address Available Upon Request	Common Shares	2,566	Common
CORBIN D NOLL Address Available Upon Request	Common Shares	49	Common
COREY J MAELTZER Address Available Upon Request	Common Shares	17	Common
CORY V BYRD Address Available Upon Request	Common Shares	7	Common
COTTONWOOD FAMILY HOLDINGS LLC 1 ROCKEFELLER PLAZA ROOM #2500 NEW YORK NY 10020	Common Shares	92,246	Common
CRISTIANO PRADO SAO PEDRO Address Available Upon Request	Common Shares	197	Common
CURTIS BECK Address Available Upon Request	Common Shares	54	Common

In re: **Proterra Inc**

Case No. _____

Debtor(s)

LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
CURTIS R KIRKSEY Address Available Upon Request	Common Shares	10	Common
CURTIS S HARGRAVES Address Available Upon Request	Common Shares	72	Common
CYNTHIA A JOHNSON Address Available Upon Request	Common Shares	24	Common
DAIMLER TRUCKS & BUSES US HOLDING INC ATTN WELLS TALMADGE 4555 N CHANNEL AVENUE PORTLAND OR 97217	Common Shares	3,924,646	Common
DALE HILL Address Available Upon Request	Common Shares	205	Common
DALE WILLIS Address Available Upon Request	Common Shares	1,386	Common
DANA WASHINGTON Address Available Upon Request	Common Shares	1,721	Common
DANIEL A GRAFTON Address Available Upon Request	Common Shares	19	Common
DANIEL AMEZQUITA Address Available Upon Request	Common Shares	3	Common
DANIEL B GOODNOUGH Address Available Upon Request	Common Shares	26	Common
DANIEL T BROGAN Address Available Upon Request	Common Shares	28	Common
DANIEL T FANNING Address Available Upon Request	Common Shares	81	Common
DANNY FLORES Address Available Upon Request	Common Shares	219	Common
DAVID BISKE Address Available Upon Request	Common Shares	664	Common
DAVID BOUCARD Address Available Upon Request	Common Shares	116	Common
DAVID C HOLDER Address Available Upon Request	Common Shares	110	Common
DAVID C REEVES SR TR UA 9/6/16 DAVID C REEVES SR REVOCABLE TRUST Address Available Upon Request	Common Shares	1,544	Common

In re: **Proterra Inc**

Case No. _____

Debtor(s)

LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
DAVID HAN Address Available Upon Request	Common Shares	42	Common
DAVID J MINERVINI Address Available Upon Request	Common Shares	48	Common
DAVID J MIRACLE Address Available Upon Request	Common Shares	36	Common
DAVID L MILLIGAN Address Available Upon Request	Common Shares	358	Common
DAVID M KIRLIN Address Available Upon Request	Common Shares	59	Common
DAVID M ORVIS Address Available Upon Request	Common Shares	35	Common
DAVID SANDLER Address Available Upon Request	Common Shares	45,560	Common
DAVID VERESPEY Address Available Upon Request	Common Shares	4,961	Common
DENNIS BRAASCH Address Available Upon Request	Common Shares	53,739	Common
DENNIS R DAVIS Address Available Upon Request	Common Shares	60	Common
DEQUANTA L JONES Address Available Upon Request	Common Shares	6	Common
DEREK LEUNG Address Available Upon Request	Common Shares	12,469	Common
DEREK RYAN PAUL Address Available Upon Request	Common Shares	76,508	Common
DEVIN MURPHY Address Available Upon Request	Common Shares	31	Common
DEVIN T IKENBERRY Address Available Upon Request	Common Shares	262	Common
DIANA ARBOUET Address Available Upon Request	Common Shares	1,742	Common
DIOGENES F GONZALES Address Available Upon Request	Common Shares	7	Common
DOLA CANTRELL Address Available Upon Request	Common Shares	18	Common

In re: **Proterra Inc**

Case No. _____

Debtor(s)

LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
DON HERRIOTT Address Available Upon Request	Common Shares	10,167	Common
DON QUIXOTE ENTERPRISES LLC 6503 S OWENS CT LITTLETON CO 80127	Common Shares	13,767	Common
DONNA Y GILBERT Address Available Upon Request	Common Shares	89	Common
DOUGLAS KROSKE Address Available Upon Request	Common Shares	461	Common
DRAZAN JERKOVIC Address Available Upon Request	Common Shares	6	Common
DREW FELTY Address Available Upon Request	Common Shares	4,752	Common
DYLAN C DAY Address Available Upon Request	Common Shares	15	Common
DYLAN J CONNELLY Address Available Upon Request	Common Shares	24	Common
EARL FAMILY TRUST Address Available Upon Request	Common Shares	69,582	Common
EARL W HASKINS Address Available Upon Request	Common Shares	2	Common
EDDIE LOPEZ Address Available Upon Request	Common Shares	6	Common
EDMUND S ELIZALDE Address Available Upon Request	Common Shares	24	Common
EDWIN BOTERO Address Available Upon Request	Common Shares	6	Common
EFRAIN NAVA Address Available Upon Request	Common Shares	299	Common
ELEMENTAL EXCELERATOR 2555 EAST PULGAS AVE EAST PALO ALTO CA 94303	Common Shares	18	Common
ELISEO MENDEZ Address Available Upon Request	Common Shares	7	Common
EMANUEL POPOVICI Address Available Upon Request	Common Shares	64	Common

In re: **Proterra Inc**

Case No. _____

Debtor(s)

LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
EMIL S VISPERAS Address Available Upon Request	Common Shares	78	Common
EMILIO F QUINTERO Address Available Upon Request	Common Shares	7	Common
ENRIQUE PLATA Address Available Upon Request	Common Shares	14	Common
EQUITY TRUST COMPANY CUST FBO DENNIS G STEARNS IRA FBO DENNIS G STEARNS IRA Address Available Upon Request	Common Shares	492	Common
EQUITY TRUST COMPANY CUST FBO PAMELA S STEARNS ROTH IRA FBO PAMELA S STEARNS ROTH IRA Address Available Upon Request	Common Shares	492	Common
ERIC CAREY Address Available Upon Request	Common Shares	12	Common
ERIC EVANS REYNOLDS Address Available Upon Request	Common Shares	2,023	Common
ERIC MARTIN Address Available Upon Request	Common Shares	1,703	Common
ERIC S OWENS Address Available Upon Request	Common Shares	19	Common
ERICH PASELK Address Available Upon Request	Common Shares	22	Common
ERIN E CARROLL Address Available Upon Request	Common Shares	32	Common
ERNEST BYARS Address Available Upon Request	Common Shares	135	Common
ERNESTO L VILLACORTA Address Available Upon Request	Common Shares	231	Common
ESTEBAN OROZCO Address Available Upon Request	Common Shares	10	Common
ETHAN B CARBAUGH Address Available Upon Request	Common Shares	736	Common
EVA M BROWN Address Available Upon Request	Common Shares	18	Common
EVAN SMITH Address Available Upon Request	Common Shares	898	Common

In re: **Proterra Inc**

Case No. _____

Debtor(s)

LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
EVERETT L BYRD Address Available Upon Request	Common Shares	16	Common
EYAD RAMADAN Address Available Upon Request	Common Shares	22	Common
FABIO ORTIZ RODRIGUEZ Address Available Upon Request	Common Shares	11	Common
FARBETTRE LTD LLC 11908 LAKESHORE BLVD THE WADES OF BRATENAHL BRATENAHL OH 44108	Common Shares	280	Common
FELIX TEMORES Address Available Upon Request	Common Shares	24	Common
FERNANDO D RHODES Address Available Upon Request	Common Shares	24	Common
FLOYD ANDERSON Address Available Upon Request	Common Shares	94	Common
FLOYD SORIANO Address Available Upon Request	Common Shares	2,236	Common
FOX ROTHSCHILD LLP C/O FRANK WILLIAMS 2 W WASHINGTON STREET GREENVILLE SC 29601	Common Shares	8,006	Common
FRANK KNAPP Address Available Upon Request	Common Shares	461	Common
FREDERICK W BOTERO Address Available Upon Request	Common Shares	918	Common
G2VP I LLC FOR ITSELF & AS NOMINEE FOR G2VP FOUNDERS FUND I LLC 3280 ALPINE ROAD ATTN VALERIE SHEN COO PORTOLLA VALLEY CA 94028	Common Shares	1,000,000	Common
G2VP I LLC 3280 ALPINE ROAD PORTOLA VALLY CA 94028	Common Shares	1,406,297	Common
GABRIEL RIVERA Address Available Upon Request	Common Shares	16	Common
GARY SMITH Address Available Upon Request	Common Shares	1,298	Common
GEORGE D MORRISON Address Available Upon Request	Common Shares	1,721	Common

In re: **Proterra Inc**

Case No. _____

Debtor(s)

LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
GEORGE J SADOWSKI JR Address Available Upon Request	Common Shares	32	Common
GEORGE W FLETCHER Address Available Upon Request	Common Shares	461	Common
GERMAN TAMAYO Address Available Upon Request	Common Shares	14	Common
GLENN E DEAN Address Available Upon Request	Common Shares	23	Common
GONZALO MEJIA SANCHEZ Address Available Upon Request	Common Shares	42	Common
GOUTHAM RAMARAJ Address Available Upon Request	Common Shares	90	Common
GREENSPAN LLC C/O JO HACKL Address Available Upon Request	Common Shares	3,808	Common
GREG HILLMAN Address Available Upon Request	Common Shares	7,697	Common
GREG KUZMIC Address Available Upon Request	Common Shares	6,319	Common
GREGORY ATKINS Address Available Upon Request	Common Shares	948	Common
GREGORY D WORSHAM Address Available Upon Request	Common Shares	26	Common
GREGORY J SCHAUPP Address Available Upon Request	Common Shares	119	Common
GREGORY M BROWNLEE Address Available Upon Request	Common Shares	19	Common
GREGORY PRATT Address Available Upon Request	Common Shares	1,660	Common
GREYHOUND PARTNERS LLC C/O MALAY SHAH 206 N SPRUCE ST STE 2A WINSTON-SALEM NC 27101	Common Shares	227	Common
GUSTAVO AVINA Address Available Upon Request	Common Shares	25	Common
GUSTAVO CEROCHI Address Available Upon Request	Common Shares	162	Common

In re: **Proterra Inc**

Case No. _____

Debtor(s)

LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
HAROLD L KOHN TR UA 11/19/04 HAROLD LEWIS KOHN REVOCABLE TRUST Address Available Upon Request	Common Shares	1,479	Common
HAROLD M ANDREWS JR Address Available Upon Request	Common Shares	12	Common
HARPER INVESTMENTS LLC C/O DOUG HARPER 35 W COURT ST SUITE 400 GREENVILLE SC 29601	Common Shares	19,135	Common
HARRY G BOBOTIS Address Available Upon Request	Common Shares	6,997	Common
HARRY G FIELDS Address Available Upon Request	Common Shares	106	Common
HARSH PATEL Address Available Upon Request	Common Shares	2,810	Common
HAYDEN R SMITH Address Available Upon Request	Common Shares	5	Common
HEATHER JOHNAS Address Available Upon Request	Common Shares	77	Common
HEIDI MCNARY Address Available Upon Request	Common Shares	5,409	Common
HENGKY WEN Address Available Upon Request	Common Shares	1,203	Common
HERMAN D OLIVER Address Available Upon Request	Common Shares	18	Common
HOEUN HENG Address Available Upon Request	Common Shares	97	Common
HOLLY HANBURY-BROWN Address Available Upon Request	Common Shares	49	Common
HSIN-YI CHEN Address Available Upon Request	Common Shares	29	Common
HUGH N CHAPMAN Address Available Upon Request	Common Shares	7,461	Common
IAN M SCHAEFER Address Available Upon Request	Common Shares	37	Common
INVESTSC INC 1201 MAIN STREET COLUMBIA SC 29201	Common Shares	114,420	Common

In re: **Proterra Inc**

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Debtor(s)

LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
ISAAC DIXON Address Available Upon Request	Common Shares	110	Common
IVY MALIK Address Available Upon Request	Common Shares	1,434	Common
JACK SCHULTE Address Available Upon Request	Common Shares	1,928	Common
JACQUELINE A FAYYAZ Address Available Upon Request	Common Shares	25	Common
JAIME J LEAL HERNANDEZ Address Available Upon Request	Common Shares	6	Common
JAKE B SALAZAR Address Available Upon Request	Common Shares	10	Common
JAMES A CENTORBI Address Available Upon Request	Common Shares	74	Common
JAMES E TOMLIN Address Available Upon Request	Common Shares	19	Common
JAMES HUNTER HAYES Address Available Upon Request	Common Shares	131	Common
JAMES I MILLER Address Available Upon Request	Common Shares	6	Common
JAMES M FRY Address Available Upon Request	Common Shares	15	Common
JAMES M HALL Address Available Upon Request	Common Shares	35	Common
JAMES PORTER Address Available Upon Request	Common Shares	276	Common
JAMES R HALE Address Available Upon Request	Common Shares	6	Common
JAMES STOKES Address Available Upon Request	Common Shares	299	Common
JAMES W PIGGFORD Address Available Upon Request	Common Shares	59	Common
JAMIE E CABALEIRO Address Available Upon Request	Common Shares	86	Common
JAMIE R CADDELL Address Available Upon Request	Common Shares	10	Common

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LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
JANET E OSWALT Address Available Upon Request	Common Shares	14	Common
JANICE ADAMS BROCK Address Available Upon Request	Common Shares	918	Common
JARED C STEWART Address Available Upon Request	Common Shares	52	Common
JARRETT E BAGWELL Address Available Upon Request	Common Shares	18	Common
JARRETT W STOLTZFUS Address Available Upon Request	Common Shares	180	Common
JASON A RAMSTEIN Address Available Upon Request	Common Shares	73	Common
JASON GREGGS Address Available Upon Request	Common Shares	94	Common
JASON K DALRYMPLE Address Available Upon Request	Common Shares	44	Common
JASON M BODFORD Address Available Upon Request	Common Shares	1,479	Common
JASON M PATRICK Address Available Upon Request	Common Shares	34	Common
JASON M PAULEY Address Available Upon Request	Common Shares	72	Common
JASON S BRYANT Address Available Upon Request	Common Shares	44	Common
JASON T RYAN Address Available Upon Request	Common Shares	7	Common
JASON W HOM Address Available Upon Request	Common Shares	5	Common
JAY N STRAIGHT Address Available Upon Request	Common Shares	24	Common
JAY S SHELLEY TR UA 11/30/05 THE JAY S SHELLEY REVOCABLE TRUST Address Available Upon Request	Common Shares	249	Common
JAY V DAVIS Address Available Upon Request	Common Shares	7	Common
JEANNETTE BJOERNSSEN Address Available Upon Request	Common Shares	50	Common

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LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
JEAN-SEBASTIEN COTE Address Available Upon Request	Common Shares	174	Common
JEFF GARCIA Address Available Upon Request	Common Shares	19	Common
JEFFERY J HURTIG Address Available Upon Request	Common Shares	361	Common
JEFFREY D RIDINGS Address Available Upon Request	Common Shares	27	Common
JEFFREY S BAGWELL Address Available Upon Request	Common Shares	20	Common
JENNIFER A WEAVER Address Available Upon Request	Common Shares	40	Common
JENNIFER EPPS Address Available Upon Request	Common Shares	74	Common
JENNIFER HERRERA Address Available Upon Request	Common Shares	8	Common
JENNIFER R STEWART Address Available Upon Request	Common Shares	7	Common
JEREMY J LITTLETON Address Available Upon Request	Common Shares	9	Common
JEREMY MAX Address Available Upon Request	Common Shares	5	Common
JEREMY PHILLIPS Address Available Upon Request	Common Shares	6	Common
JEREMY S JONES Address Available Upon Request	Common Shares	12	Common
JEROME NAIRNE TR UA 2/13/20 NAIRNE FAMILY REVOCABLE TRUST Address Available Upon Request	Common Shares	1,298	Common
JESSE ESPADAS Address Available Upon Request	Common Shares	23	Common
JESSICA I SALVA Address Available Upon Request	Common Shares	16	Common
JIM DONNELLY Address Available Upon Request	Common Shares	248	Common
JOAN ROBINSON-BERRY Address Available Upon Request	Common Shares	19	Common

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LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
JOEL A TORR Address Available Upon Request	Common Shares	3,650	Common
JOEL MELERO Address Available Upon Request	Common Shares	1,950	Common
JOEL T BROOKET Address Available Upon Request	Common Shares	70	Common
JOEL THOMPSON Address Available Upon Request	Common Shares	34	Common
JOEY W MENDOZA SR Address Available Upon Request	Common Shares	18	Common
JOHN BAKITA Address Available Upon Request	Common Shares	343	Common
JOHN C DUNN Address Available Upon Request	Common Shares	31	Common
JOHN CASEY Address Available Upon Request	Common Shares	20,871	Common
JOHN F GOMEZ OCAMPO Address Available Upon Request	Common Shares	41	Common
JOHN HABER Address Available Upon Request	Common Shares	1	Common
JOHN M HORTH Address Available Upon Request	Common Shares	2,062	Common
JOHN P ZIELINSKI Address Available Upon Request	Common Shares	140	Common
JOHN RUNYON Address Available Upon Request	Common Shares	15	Common
JOHN T VENALECT Address Available Upon Request	Common Shares	6,036	Common
JOHN V AGUILAR Address Available Upon Request	Common Shares	106	Common
JONATHAN AXELRAD Address Available Upon Request	Common Shares	3,362	Common
JONATHAN E DAVIS Address Available Upon Request	Common Shares	25	Common
JONATHAN M EGELSTON Address Available Upon Request	Common Shares	17	Common

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LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
JONATHAN R FIERRO Address Available Upon Request	Common Shares	31	Common
JONATHAN R GONZALES Address Available Upon Request	Common Shares	4	Common
JONNATHAN M THOMPSON Address Available Upon Request	Common Shares	14	Common
JOSE E MARTINEZ Address Available Upon Request	Common Shares	4	Common
JOSE VALENZUELA Address Available Upon Request	Common Shares	34	Common
JOSEPH A FRASCATI Address Available Upon Request	Common Shares	1,081	Common
JOSEPH HOLDEN Address Available Upon Request	Common Shares	16	Common
JOSEPH MOSHER Address Available Upon Request	Common Shares	37	Common
JOSEPH P HETTMANN Address Available Upon Request	Common Shares	14	Common
JOSEPH S GOINS III Address Available Upon Request	Common Shares	30	Common
JOSEPH S PLUMLEY Address Available Upon Request	Common Shares	25	Common
JOSHUA AMARNATH Address Available Upon Request	Common Shares	1,468	Common
JOSHUA B STEWART Address Available Upon Request	Common Shares	1,346	Common
JOSHUA GOLDMAN Address Available Upon Request	Common Shares	659	Common
JOSHUA HO Address Available Upon Request	Common Shares	17	Common
JOSHUA J SCHNEIDER Address Available Upon Request	Common Shares	110	Common
JOSHUA R ASHE Address Available Upon Request	Common Shares	14	Common
JOVAN MONTANO-MARTINEZ Address Available Upon Request	Common Shares	38	Common

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LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
JUAN A GARCIA Address Available Upon Request	Common Shares	10	Common
JUAN C OCHOA Address Available Upon Request	Common Shares	27	Common
JUAN F MEZA Address Available Upon Request	Common Shares	6	Common
JUAN GARCIA Address Available Upon Request	Common Shares	50	Common
JUANA PEREZ Address Available Upon Request	Common Shares	1,147	Common
JULIET LEE Address Available Upon Request	Common Shares	546	Common
JUOAQUINA CREMEDY Address Available Upon Request	Common Shares	10	Common
JUSTIN CARPENTER Address Available Upon Request	Common Shares	7	Common
JUSTIN G SIX Address Available Upon Request	Common Shares	12	Common
JUSTIN SMITH Address Available Upon Request	Common Shares	16	Common
KALI SUNKARA Address Available Upon Request	Common Shares	445	Common
KALLAN O CARBAUGH Address Available Upon Request	Common Shares	54	Common
KAMERON D HILL Address Available Upon Request	Common Shares	16	Common
KAR CHUN CHENG Address Available Upon Request	Common Shares	11,701	Common
KARISSA M LITTLEJOHN Address Available Upon Request	Common Shares	11	Common
KARTHIKEYAN GOPALUNI Address Available Upon Request	Common Shares	210	Common
KASHUNDA W KNIGHT Address Available Upon Request	Common Shares	15	Common
KATHERINE E TURNER Address Available Upon Request	Common Shares	28	Common

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LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
KATHY THAI Address Available Upon Request	Common Shares	26	Common
KAUSHIK M RAVAL Address Available Upon Request	Common Shares	115	Common
KEITH B BALDONADO Address Available Upon Request	Common Shares	53	Common
KEITH DRUMMOND Address Available Upon Request	Common Shares	69	Common
KEITH HUDGINS Address Available Upon Request	Common Shares	1,298	Common
KEN PEDOTTO Address Available Upon Request	Common Shares	743	Common
KENDALL S BLAKE Address Available Upon Request	Common Shares	9	Common
KENDRICK S DEAN Address Available Upon Request	Common Shares	12	Common
KENNETH A ADOMAITIS Address Available Upon Request	Common Shares	860	Common
KENNETH J RAY Address Available Upon Request	Common Shares	10	Common
KENNETH M BECKER Address Available Upon Request	Common Shares	25	Common
KENNETH REIL Address Available Upon Request	Common Shares	2,407	Common
KENNETH SCULLY Address Available Upon Request	Common Shares	4,589	Common
KENNETH SEKLEY Address Available Upon Request	Common Shares	648	Common
KENYA HARRIS Address Available Upon Request	Common Shares	5	Common
KEVIN J SINIARD Address Available Upon Request	Common Shares	491	Common
KEVIN W PEABODY Address Available Upon Request	Common Shares	101	Common
KEYUR SHAH Address Available Upon Request	Common Shares	4,236	Common

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(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
KPCB HOLDINGS INC C/O KLEINER PERKINS CAUFIELD & BYERS 2750 SAND HILL ROAD MENLO PARK CA 94025	Common Shares	16,326,001	Common
KRISTOPHER CARROLL Address Available Upon Request	Common Shares	985	Common
KRISTOPHER L MOODY Address Available Upon Request	Common Shares	9	Common
KURLAND FAMILY LLC C/O LAWRENCE KURLAND PO BOX 269 MONTMORENCI SC 29839	Common Shares	3,023	Common
KYLE D RUFFER Address Available Upon Request	Common Shares	12	Common
KYLE D SEMMLER Address Available Upon Request	Common Shares	274	Common
KYLE E EDELMAN Address Available Upon Request	Common Shares	50	Common
KYLE V FARLOW Address Available Upon Request	Common Shares	83	Common
L CHARLES BANKS Address Available Upon Request	Common Shares	5,806	Common
LAKSHMI PRASAD MALEMPATI Address Available Upon Request	Common Shares	7,970	Common
LEE E WIXOM Address Available Upon Request	Common Shares	548	Common
LESLEY M FONOKALAFI Address Available Upon Request	Common Shares	12	Common
LINDA GOVREAU TR UA 12/31/21 LINDA GOVREAU TRUST Address Available Upon Request	Common Shares	972	Common
LISA C LILLELUND Address Available Upon Request	Common Shares	276	Common
LK OPPORTUNITIES FUND II (Q) L P C/O KEYSTONE NATIONAL GROUP LLC 60 E SOUTH TEMPLE SUITE 2100 SALT LAKE CTY UT 84111	Common Shares	99,404	Common
LK OPPORTUNITIES FUND II L P C/O KEYSTONE NATIONAL GROUP LLC 60 E SOUTH TEMPLE SUITE 2100 SALT LAKE CTY UT 84111	Common Shares	66,269	Common

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LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
LMBS INVESTMENTS LLC C/O MALAY SHAH Address Available Upon Request	Common Shares	514	Common
LORAND MOLDOVAN Address Available Upon Request	Common Shares	35	Common
LORI COLLINS Address Available Upon Request	Common Shares	898	Common
LORI S RHODES Address Available Upon Request	Common Shares	168	Common
LUIS L BAGLIN Address Available Upon Request	Common Shares	7,016	Common
LUIS SIERRA Address Available Upon Request	Common Shares	14	Common
MARC PUNZALAN Address Available Upon Request	Common Shares	85	Common
MARCOS A AGUIRRE Address Available Upon Request	Common Shares	16	Common
MARCUS T RICE Address Available Upon Request	Common Shares	42	Common
MARGARET ANN TAGLIERE TRUST Address Available Upon Request	Common Shares	6,240	Common
MARIKIT RIVERA Address Available Upon Request	Common Shares	19	Common
MARK ESSEX Address Available Upon Request	Common Shares	12,117	Common
MARK L NORTON Address Available Upon Request	Common Shares	53	Common
MARK PARRIOTT Address Available Upon Request	Common Shares	17	Common
MARK WATERFIELD Address Available Upon Request	Common Shares	496	Common
MARQUIS PHILLIPS Address Available Upon Request	Common Shares	19	Common
MARTIN RIVERA Address Available Upon Request	Common Shares	17	Common
MARTY BROWN Address Available Upon Request	Common Shares	476	Common

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(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
MARTY BROWN Address Available Upon Request	Common Shares	500	Common
MATTHEW B CRAWFORD Address Available Upon Request	Common Shares	21	Common
MATTHEW C SEVILLA Address Available Upon Request	Common Shares	12	Common
MATTHEW D WARD Address Available Upon Request	Common Shares	53	Common
MATTHEW HARMON Address Available Upon Request	Common Shares	47	Common
MATTHEW HILL Address Available Upon Request	Common Shares	64	Common
MATTHEW J STAMBAUGH Address Available Upon Request	Common Shares	393	Common
MATTHEW R HAMILTON Address Available Upon Request	Common Shares	16	Common
MATTHEW WEST Address Available Upon Request	Common Shares	117	Common
MATTHEW WHITEHEAD Address Available Upon Request	Common Shares	1,541	Common
MAXIMILIANO SALAZAR Address Available Upon Request	Common Shares	1,945	Common
MAXIMO DELGADO Address Available Upon Request	Common Shares	83	Common
MEENA TALASILA Address Available Upon Request	Common Shares	3,558	Common
MEGAN FINNERN Address Available Upon Request	Common Shares	377	Common
MEGAN K SHEVLIN Address Available Upon Request	Common Shares	48	Common
MELVIN YUMANG Address Available Upon Request	Common Shares	18	Common
MELVON HARRIS Address Available Upon Request	Common Shares	17	Common
MERCEDES E PARHAM Address Available Upon Request	Common Shares	7	Common

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LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
MICCO LLC C/O MINOR SHAW Address Available Upon Request	Common Shares	461	Common
MICHAEL A MENDENHALL Address Available Upon Request	Common Shares	573	Common
MICHAEL A WYNNIK Address Available Upon Request	Common Shares	53	Common
MICHAEL CHAMBERLAIN Address Available Upon Request	Common Shares	5	Common
MICHAEL D REED II Address Available Upon Request	Common Shares	18	Common
MICHAEL D RODRIGUEZ Address Available Upon Request	Common Shares	7	Common
MICHAEL DELOACH Address Available Upon Request	Common Shares	3,566	Common
MICHAEL E HENNESSY Address Available Upon Request	Common Shares	1,346	Common
MICHAEL HIN Address Available Upon Request	Common Shares	46	Common
MICHAEL J CLARK Address Available Upon Request	Common Shares	62	Common
MICHAEL J DODD Address Available Upon Request	Common Shares	48	Common
MICHAEL JAMES Address Available Upon Request	Common Shares	2	Common
MICHAEL MINER Address Available Upon Request	Common Shares	63	Common
MICHAEL MINO Address Available Upon Request	Common Shares	710	Common
MICHAEL PETERS Address Available Upon Request	Common Shares	136	Common
MICHAEL RAY SEGVICH Address Available Upon Request	Common Shares	4,180	Common
MICHAEL S BOGGESS Address Available Upon Request	Common Shares	479	Common
MICHAEL SMITH Address Available Upon Request	Common Shares	3,093	Common

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LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
MICHEAL W WALKER Address Available Upon Request	Common Shares	528	Common
MICHELE B DESROCHERS Address Available Upon Request	Common Shares	344	Common
MICHELLE BENSON Address Available Upon Request	Common Shares	171	Common
MICHELLE L SNOW Address Available Upon Request	Common Shares	116	Common
MIGUEL MENDEZ Address Available Upon Request	Common Shares	21	Common
MIKE BISMEYER Address Available Upon Request	Common Shares	18	Common
MJP 2015 LLC Address Available Upon Request	Common Shares	8,247	Common
MOHAMMED SHEIKH Address Available Upon Request	Common Shares	5,132	Common
MOISES MEJIA SANCHEZ Address Available Upon Request	Common Shares	17	Common
MONTEITH L PHILLIPS Address Available Upon Request	Common Shares	7	Common
MORGHAN B DAVIDSON Address Available Upon Request	Common Shares	20	Common
MT WHITNEY INVESTMENTS ATTN JEFF BAUM 3109 GRAND AVENUE #541 MIAMI FL 33133	Common Shares	1,022,348	Common
NABIL CACHEIRO-HAMDI Address Available Upon Request	Common Shares	1,298	Common
NANCY A SKOE Address Available Upon Request	Common Shares	2,111	Common
NATALIE RAMIREZ Address Available Upon Request	Common Shares	2,247	Common
NATHAN D THOMAS Address Available Upon Request	Common Shares	20	Common
NATHAN D WITCHER Address Available Upon Request	Common Shares	15	Common

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LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
NATHAN LOWSTUTER Address Available Upon Request	Common Shares	4,421	Common
NATHAN R BLAIR Address Available Upon Request	Common Shares	45	Common
NATHAN SCHLARB Address Available Upon Request	Common Shares	16	Common
NEELESH VALAME Address Available Upon Request	Common Shares	6,883	Common
NEILL TIMMONS Address Available Upon Request	Common Shares	4,816	Common
NEILL TIMMONS Address Available Upon Request	Common Shares	503	Common
NEW PAGE CAPITAL LLC C/O ADAM DUGGINS 2616 PHOENIX DRIVE GREENSBORO NC 27408	Common Shares	492	Common
NICHOLAS M MARQUEZ Address Available Upon Request	Common Shares	36	Common
NICK G GALLEGOS Address Available Upon Request	Common Shares	1	Common
NIKKI L WEEKS Address Available Upon Request	Common Shares	31	Common
NILESH DARADE Address Available Upon Request	Common Shares	16,346	Common
NISHANT DIXIT Address Available Upon Request	Common Shares	119	Common
NIZAR GULAMHUSSEIN Address Available Upon Request	Common Shares	195	Common
NORMAN E ESPINOZA SR Address Available Upon Request	Common Shares	24	Common
OSCAR PARDINAS Address Available Upon Request	Common Shares	1,434	Common
PATRICK A TYLER Address Available Upon Request	Common Shares	29	Common
PATRICK C BROOKS Address Available Upon Request	Common Shares	19	Common

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LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
PATRICK RICHTER Address Available Upon Request	Common Shares	139	Common
PATRICK W CLEARY Address Available Upon Request	Common Shares	24	Common
PATTY MARTIN Address Available Upon Request	Common Shares	2,867	Common
PAUL CLARK Address Available Upon Request	Common Shares	7,426	Common
PAUL DOERRER Address Available Upon Request	Common Shares	192	Common
PAUL KELLER Address Available Upon Request	Common Shares	37	Common
PAUL L BOYKIN Address Available Upon Request	Common Shares	90	Common
PAUL MOTTRAM Address Available Upon Request	Common Shares	15,487	Common
PAUL POMERLEAU Address Available Upon Request	Common Shares	1,298	Common
PAUL SIMS Address Available Upon Request	Common Shares	3,611	Common
PEDRO LOPEZ Address Available Upon Request	Common Shares	28	Common
PEDRO MEDINA Address Available Upon Request	Common Shares	87	Common
PENSCO TRUST CUST FBO JON EMMETT SHULER ROTH IRA FBO JON EMMETT SHULER ROTH IRA 311 E MAIN ST SPARTANBURG SC 29302	Common Shares	716	Common
PERRY BOLICK Address Available Upon Request	Common Shares	2,424	Common
PETER B BUCKLEY & LORIAN F PERALTA-RAMOS JT TEN Address Available Upon Request	Common Shares	378	Common
PETER BUCKLEY Address Available Upon Request	Common Shares	462	Common
PHILIP EXLEY Address Available Upon Request	Common Shares	3,302	Common

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(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
PHILIP GREGORY Address Available Upon Request	Common Shares	59,823	Common
PHILIP J MARQUES Address Available Upon Request	Common Shares	14	Common
PHILIP M REALE Address Available Upon Request	Common Shares	103	Common
PHILLIP M CAIN Address Available Upon Request	Common Shares	32	Common
PORSHAY L BECKETT Address Available Upon Request	Common Shares	7	Common
PRANAV A TULPULE Address Available Upon Request	Common Shares	24	Common
PRESTON L RUSSELL Address Available Upon Request	Common Shares	10	Common
R TIMOTHY RICE Address Available Upon Request	Common Shares	248	Common
RACHEL STRANGWAY Address Available Upon Request	Common Shares	77	Common
RADHIKA SONTAKAY Address Available Upon Request	Common Shares	42	Common
RAFAEL ALMENDARES Address Available Upon Request	Common Shares	492	Common
RAFAEL TRIAS Address Available Upon Request	Common Shares	23	Common
RAMIRO SOTO Address Available Upon Request	Common Shares	12	Common
RAMON J BARROSO Address Available Upon Request	Common Shares	122	Common
RAMON NUNEZ Address Available Upon Request	Common Shares	7	Common
RAMON ORONIA JR Address Available Upon Request	Common Shares	12	Common
RAMSEY PARRY Address Available Upon Request	Common Shares	1,258	Common
RANDAL G COOK Address Available Upon Request	Common Shares	67	Common

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(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
RANDALL D GILL Address Available Upon Request	Common Shares	24	Common
RANDALL D MILLER Address Available Upon Request	Common Shares	1,147	Common
RAVI TANUKU Address Available Upon Request	Common Shares	2,500	Common
REALTRUST IRA ALTERNATIVES LLC CUSTFBO LEWIS T SMOAK IRA FBO LEWIS T SMOAK IRA Address Available Upon Request	Common Shares	8,138	Common
REBECCA LULA Address Available Upon Request	Common Shares	2,597	Common
REDAPTIVE INC Address Available Upon Request	Common Shares	1,373	Common
REGINALD BULA Address Available Upon Request	Common Shares	1,308	Common
RHETT MCCRAW Address Available Upon Request	Common Shares	870	Common
RICARDO R RICASATA Address Available Upon Request	Common Shares	6	Common
RICHARD EUGENE BALLENGER Address Available Upon Request	Common Shares	3,671	Common
RICHARD H LANGDON Address Available Upon Request	Common Shares	62	Common
RICHARD M RUVALCABA Address Available Upon Request	Common Shares	4	Common
RICHARD STARK Address Available Upon Request	Common Shares	342	Common
RICHARD W HUIBREGTSE Address Available Upon Request	Common Shares	3,464	Common
RICHARD WAGER Address Available Upon Request	Common Shares	62	Common
RICK FARRELL Address Available Upon Request	Common Shares	2,726	Common
RICK PENNELL Address Available Upon Request	Common Shares	12,009	Common

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(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
RINEHART IP LLC C/O JAY RINEHART 1339 EBENEZER RD ROCK HILL SC 29732	Common Shares	1,660	Common
ROBERT C GLENN Address Available Upon Request	Common Shares	59	Common
ROBERT C JOHNSON Address Available Upon Request	Common Shares	30	Common
ROBERT G DUBOSE Address Available Upon Request	Common Shares	6	Common
ROBERT GALEA Address Available Upon Request	Common Shares	1,033	Common
ROBERT J CASTLEBERRY Address Available Upon Request	Common Shares	13	Common
ROBERT L FROST SR Address Available Upon Request	Common Shares	1,003	Common
ROBERT L MODDER Address Available Upon Request	Common Shares	90	Common
ROBERT SCHRAM Address Available Upon Request	Common Shares	3	Common
ROBERT T WILSON Address Available Upon Request	Common Shares	6	Common
ROGER A INNES Address Available Upon Request	Common Shares	138	Common
ROGERS ROBINSON JR Address Available Upon Request	Common Shares	15	Common
ROHIT SEETHARAM Address Available Upon Request	Common Shares	3,612	Common
ROLANDO HERNANDEZ Address Available Upon Request	Common Shares	44	Common
RONALD A CHACON Address Available Upon Request	Common Shares	18	Common
RONALD G DIZON Address Available Upon Request	Common Shares	6	Common
RONALD K PETERSON Address Available Upon Request	Common Shares	16	Common

In re: **Proterra Inc**

Case No. _____

Debtor(s)

LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
ROSEMARIE TICE Address Available Upon Request	Common Shares	9,063	Common
RUSSELL J MARTINEZ Address Available Upon Request	Common Shares	16	Common
RYAN LIU Address Available Upon Request	Common Shares	3,312	Common
RYAN MCDANIEL JAMES Address Available Upon Request	Common Shares	5,870	Common
RYAN NGUYEN Address Available Upon Request	Common Shares	29	Common
RYAN T SAUNDERS Address Available Upon Request	Common Shares	76	Common
SABRINA MAZOOJI Address Available Upon Request	Common Shares	11,747	Common
SAISINDHU KOTHA Address Available Upon Request	Common Shares	1,033	Common
SAMHITH BABU REDDY PENDLY Address Available Upon Request	Common Shares	51	Common
SAMUEL A FLORES Address Available Upon Request	Common Shares	4	Common
SAMUEL AHN Address Available Upon Request	Common Shares	3,098	Common
SAMUEL GASTELUM Address Available Upon Request	Common Shares	860	Common
SANDRA BIRCH Address Available Upon Request	Common Shares	16	Common
SANN MEN Address Available Upon Request	Common Shares	2,541	Common
SARAH K HULSEMAN-COLLETTI Address Available Upon Request	Common Shares	6,424	Common
SAROEUTH SOM Address Available Upon Request	Common Shares	8	Common
SATISH C MALLADI Address Available Upon Request	Common Shares	62	Common

In re: **Proterra Inc**

Case No. _____

Debtor(s)

LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
SCHNEIDER ELECTRIC FOUNDRIES LLC 2882 SAND HILL ROAD SUITE 118 ATTN GRANT ALLEN GENERAL PARTNER MENLO PARK CA 94025	Common Shares	400,000	Common
SCOTT BRUNNER Address Available Upon Request	Common Shares	37	Common
SCOTT C RAAP Address Available Upon Request	Common Shares	32	Common
SCOTT D RICHARDSON Address Available Upon Request	Common Shares	82	Common
SCOTT PETERS Address Available Upon Request	Common Shares	5	Common
SCOTT R BAKER Address Available Upon Request	Common Shares	477	Common
SCOTT SCRUGGS Address Available Upon Request	Common Shares	717	Common
SEAN LOCK Address Available Upon Request	Common Shares	2,295	Common
SEAN MOORE Address Available Upon Request	Common Shares	3,895	Common
SEHNAZ OZGUR Address Available Upon Request	Common Shares	49,355	Common
SENECA ANDREW SCHEPMANN Address Available Upon Request	Common Shares	16,127	Common
SERGIO RICO Address Available Upon Request	Common Shares	40	Common
SERGIO RODRIGUEZ Address Available Upon Request	Common Shares	619	Common
SHANTANU V BHAVE Address Available Upon Request	Common Shares	37	Common
SHAWN M MCNEIL Address Available Upon Request	Common Shares	24	Common
SHAWN M WHITE Address Available Upon Request	Common Shares	16	Common
SHERI L LYLES Address Available Upon Request	Common Shares	14	Common

In re: **Proterra Inc**

Case No. _____

Debtor(s)

LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
SHERRI MILLER Address Available Upon Request	Common Shares	1,434	Common
SHON ISENHOUR Address Available Upon Request	Common Shares	1,298	Common
SHYANNE M WEBB Address Available Upon Request	Common Shares	6	Common
SPENCER W SCHOBERT Address Available Upon Request	Common Shares	9	Common
SRIKANTH GOVINDARAJULU Address Available Upon Request	Common Shares	4,531	Common
STANLEY D HUDGENS Address Available Upon Request	Common Shares	11	Common
STEPHEN E LOLLIS Address Available Upon Request	Common Shares	24	Common
STEPHEN FRANCIS O'NEIL Address Available Upon Request	Common Shares	2,467	Common
STEPHEN JOHNSON Address Available Upon Request	Common Shares	467	Common
STEPHEN NEAL Address Available Upon Request	Common Shares	17	Common
STEPHEN P COFTA Address Available Upon Request	Common Shares	35	Common
STEVEN A DAY Address Available Upon Request	Common Shares	9	Common
STEVEN A WERBER Address Available Upon Request	Common Shares	551	Common
STEVEN EDWARD BREWSTER Address Available Upon Request	Common Shares	367	Common
STEVEN H OWINGS Address Available Upon Request	Common Shares	6,997	Common
STEVEN H SIMMONS Address Available Upon Request	Common Shares	89	Common
STUART FRANK REICHENBACH Address Available Upon Request	Common Shares	26,611	Common
SUCHISMITA MISHRA Address Available Upon Request	Common Shares	7,478	Common

In re: **Proterra Inc**

Case No. _____

Debtor(s)

LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
SURESH K KARRI Address Available Upon Request	Common Shares	231	Common
SUSAN FINKEL Address Available Upon Request	Common Shares	492	Common
SUSAN MCMURRY Address Available Upon Request	Common Shares	5,839	Common
TAI CHI NGUYEN Address Available Upon Request	Common Shares	25	Common
TAMMY E SECK Address Available Upon Request	Common Shares	16	Common
TANNER A HILL Address Available Upon Request	Common Shares	40	Common
THE ENTRUST GROUP INC FBO EVELYN L BREWER FBO EVELYN L BREWER 555 12TH STREET SUITE 900 OAKLAND CA 94607	Common Shares	13,767	Common
THEO KINARD Address Available Upon Request	Common Shares	24	Common
THERESA MATTHEWS Address Available Upon Request	Common Shares	1,760	Common
THOMAS D MCDUFFEE Address Available Upon Request	Common Shares	35	Common
THOMAS DUGGAN Address Available Upon Request	Common Shares	84	Common
THOMAS E RENO Address Available Upon Request	Common Shares	74	Common
THOMAS LAUER Address Available Upon Request	Common Shares	461	Common
THOMAS NASS JR Address Available Upon Request	Common Shares	9	Common
THREE W PARTNERS LTD 29114 STEVENSON GATE FAIR OAKS TX 78015-4793	Common Shares	129,468	Common
TIMOTHY JOSEPH MCCARTNEY Address Available Upon Request	Common Shares	233	Common
TIMOTHY M VESS Address Available Upon Request	Common Shares	110	Common

In re: **Proterra Inc**

Case No. _____

Debtor(s)

LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
TIMOTHY S STAFFORD Address Available Upon Request	Common Shares	440	Common
TING TING ZHONG Address Available Upon Request	Common Shares	14	Common
TOM VON REICHBAUER Address Available Upon Request	Common Shares	3,201	Common
TOMMY TRUJILLO Address Available Upon Request	Common Shares	102	Common
TRAVIS D BISHOP Address Available Upon Request	Common Shares	63	Common
TRAVIS K BRAZNELL Address Available Upon Request	Common Shares	25	Common
TREVOR THOMPSON Address Available Upon Request	Common Shares	14	Common
TSENG CHEN Address Available Upon Request	Common Shares	14	Common
TYLER ALTOM Address Available Upon Request	Common Shares	860	Common
TYLER G HABER Address Available Upon Request	Common Shares	1	Common
ULU VENTURES LLC Address Available Upon Request	Common Shares	12,915	Common
VC INVESTMENTS LLC C/O JOHN MURPHY Address Available Upon Request	Common Shares	5,232	Common
VICKI GROAT Address Available Upon Request	Common Shares	50,466	Common
VIKRAM SUNDARRAJ Address Available Upon Request	Common Shares	140	Common
VINCENT H WEBB Address Available Upon Request	Common Shares	166	Common
VISHAAL KRISHNA ANURAAGAVI KANNAN Address Available Upon Request	Common Shares	40	Common
W REED BROWN & SUZANNE W BROWN JT TEN Address Available Upon Request	Common Shares	1,475	Common
WALTER KNIGHT Address Available Upon Request	Common Shares	5	Common

In re: **Proterra Inc**

Case No. _____

Debtor(s)

LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
WB VENTURES LLC C/O COLIN WOLFE 7 CORPORATE CENTER CT SUITE B GREENSBORO NC 27408	Common Shares	898	Common
WENDY H HENDERSON Address Available Upon Request	Common Shares	35	Common
WILLIAM ALMONTE Address Available Upon Request	Common Shares	759	Common
WILLIAM E ROGERS Address Available Upon Request	Common Shares	17	Common
WILLIAM E SPALDING Address Available Upon Request	Common Shares	36	Common
WILLIAM EDENFIELD Address Available Upon Request	Common Shares	920	Common
WILLIAM F SNELGROVE II Address Available Upon Request	Common Shares	64	Common
WILLIAM H AYERS Address Available Upon Request	Common Shares	10	Common
WILLIAM L KEMME Address Available Upon Request	Common Shares	254	Common
WILLIAM N HALL Address Available Upon Request	Common Shares	14	Common
WILLIAM R COLLIER Address Available Upon Request	Common Shares	15	Common
WILLIAM R WERNER Address Available Upon Request	Common Shares	7	Common
WILLIAM REEVES Address Available Upon Request	Common Shares	344	Common
WILLIAM RIVERA Address Available Upon Request	Common Shares	58	Common
WILLIAM WILLIAMS Address Available Upon Request	Common Shares	11,185	Common
WILSON SMITH Address Available Upon Request	Common Shares	1,501	Common
YOGESH A PAWAR Address Available Upon Request	Common Shares	96	Common

In re: **Proterra Inc**

Case No. _____

Debtor(s)

LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
YOLANDA P WHITESIDE Address Available Upon Request	Common Shares	46	Common
YOSEF N ABERA Address Available Upon Request	Common Shares	7	Common
YUET FAN CHAN Address Available Upon Request	Common Shares	7,290	Common
ZHIFANG WANG Address Available Upon Request	Common Shares	5,466	Common
ZUBIN MAHARAJ Address Available Upon Request	Common Shares	8,259	Common

Fill in this information to identify the case:Debtor name Proterra Operating Company, Inc.United States Bankruptcy Court for the: DISTRICT OF DELAWARE

Case number (if known) _____

☐ Check if this is an amended filingOfficial Form 202**Declaration Under Penalty of Perjury for Non-Individual Debtors**

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ Amended Schedule _____
- ☒ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☒ Other document that requires a declaration **Consolidated Corporate Ownership Statement and List of Equity Security Holders**

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 08/07/2023**X /s/ Gareth T. Joyce**

Signature of individual signing on behalf of debtor

Gareth T. Joyce

Printed name

Chief Executive Officer

Position or relationship to debtor